



**NSWERA Governance Manual
Document No. 2 – AERA Constitution.**



**RULES OF
THE AUSTRALIAN ENDURANCE
RIDERS ASSOCIATION INCORPORATED**



NSWERA Governance Manual Document No. 2 – AERA Constitution.

Rules of **THE AUSTRALIAN ENDURANCE RIDERS ASSOCIATION INC**

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RULES OF THE AUSTRALIAN ENDURANCE RIDERS ASSOCIATION INC

PART 1

PRELIMINARY

Name

The name of the incorporated Association shall be the "Australian Endurance Riders Association Inc."

Interpretation

1. In these rules, except in so far as the context or subject matter otherwise indicates or requires –

- *the AERA* means the Australian Endurance Riders Association Incorporated;
- *ordinary member* includes -
 - a) an office bearer of the Association; or
 - b) a member of the Committee of Management who is not an office bearer of The Association;
- *secretary* means
 - a) the person holding office under these rules as secretary of the Association; or
 - b) where no such person holds that office, the public officer of the Association;
- *special general meeting* means a general meeting of the Association other than an annual general meeting;
- *membership year* means the calendar year commencing 1st January
-
- *division* means the state, territorial or other divisional body of the Association;
- *committee of management* means a committee consisting of all the nominated Divisional delegates or their duly appointed replacements;
- *executive committee* means a committee consisting of the office bearers of the Association;
- *delegate* means a member of the Committee of Management of the Association appointed by a Division;
- *horse* means genus equidae and hence shall include horses, mules and donkeys.
- *endurance ride* means a competitive event, affiliated with the Association through Divisions, for horses and riders which tests

the endurance of both over a distance of at least 80kms in one day and may be of greater distance and of more than one day;

- *Training ride* means a non-Competitive endurance event affiliated with the Association through Divisions, for both horses and riders which provides endurance training for over a distance of less than 80kms in one day;
- *the Act* means the Association Incorporation Act, 1984; and
- *the Regulation* means the Association Incorporation Regulations, 1985.

2. In these rules -

- a) a reference to a function includes a reference to a power, authority and duty; and
- b) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty; and
- c) a reference to the Association shall be a reference to the Australian Endurance Riders Association Incorporated.

3. The provisions of the Interpretations Act, 1987 to apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART II

STATEMENT OF OBJECTS

4. a) To provide control over Endurance Rides of 80kms distance or more, and over non-competitive Training Rides of a lesser distance by way of rules and procedures.
- b) To promote and foster the sport of Endurance Riding by formulating riding rules, procedures, conditions of entry, and veterinary procedures to be observed by all organisers of Endurance Rides and Training Rides affiliated with the Association through the Divisions.



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- c) To ensure that riding rules, procedures and veterinary procedures are observed in a manner that provides protection for the wellbeing of horses ridden in Endurance Rides and Training Rides.
- d) To liaise with properly accredited members of the veterinary profession the Royal Society for the Prevention of Cruelty to Animals or any other recognised body, in relation to the welfare of horses in Endurance Ride.
- e) To promote and foster the highest ideals of sportsmanship and horsemanship, and the spirit of Endurance Riding as embodied in the motto "to complete is to win".
- f) To supervise the conduct of an annual Endurance Ride over a distance of not less than 160kms, within a maximum elapsed time of 24 hours, to be known as *the Tom Quilty Gold Cup Endurance Ride*.
- g) To supervise the conduct of the Australian National Championship Endurance Ride to be held annually over a distance of not less than 160kms.
- h) To maintain complete and accurate records of the results of Endurance Rides conducted in Australia, to conduct a national annual point score and to maintain a Registry of the performance of endurance horses and an archive for the sport.
- i) To establish and maintain state, territorial or other Divisions of the Association.
- j) To formulate standards by which Divisions can accredit their members to be stewards and officials so as to assist in the efficient conduct of Endurance Rides and to maintain Registries of such accredited members.
- k) To encourage and assist members of the Divisions to compete in international Endurance Riding competitions and to select team members to represent Australia when necessary.
- l) To encourage, promote, and conduct Endurance Rides with international standing within Australia and to negotiate or contract with any organisation or administrative body as may be necessary.
- m) To take action to have the sport of Endurance Riding accepted as an approved sport at the Olympic Games and other such international events.
- n) To encourage the breeding of superior horses for the sport of Endurance Riding.
- o) To encourage the conduct of research into, and to disseminate information collected in relation to the performance, training, feeding, husbandry, diseases, physiology, injuries and genetics of horses in the sport of Endurance Riding.
- p) To act as a co-ordinating body for the sport of Endurance Riding.
- q) To generally promote and foster the interests of the sport of Endurance riding.

PART 111 DIVISIONS

Management Structure

5. a) There shall be Divisions of the Association,
- b) The affairs of each Division shall be managed by a Committee appointed in accordance with the rules of each Division.
 - c) The land area to which each Division shall refer will be determined by the Committee of Management of the Association from time to time.
 - d) Where a Division determines that it will create Zone Associations within the Division, then each Zone Association so determined shall be entitled to appoint one representative with voting rights to the Division Committee of Management.
 - e) A Zone Association must be approved by the Division Committee before the Zone Association is entitled to appoint one representative to the Division Committee of Management.

Powers and Duties

6. Each Division shall have the following powers and duties:
- a) To authorise by way Of affiliation, Endurance Rides and Training Rides within the Division boundaries and to provide assistance to the organisers of such events.



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- b) To ensure that rules, procedures, conditions of entry and veterinary procedures approved by the AERA are applied at all affiliated Endurance Rides and Training Rides.
- c) To formulate constitutional rules appropriate for the Division to be submitted for approval by the AERA.
- d) To establish and have published all annual calendar of Endurance Rides and Training Rides to be held within the Division boundaries that have been affiliated with the Division, and to co-operate with the AERA in determining the dates for recognised AERA events.
- e) To keep records of the results of all Endurance Rides within the Division and to forward such records to the AERA within 21 days of the event.
- f) To conduct point score competitions for Division members based on performance in Endurance Rides.
- g) To resolve disputes, implement warning systems and take disciplinary action in a manner consistent with the riding rules and procedures formulated or approved by the AERA.
- h) To collect fees on behalf of the AERA.
- i) To educate, examine and approve, according to AERA standards, members for accreditation with the AERA as stewards and officials to assist in the efficient conduct of Endurance Rides.
- j) To withhold or withdraw affiliation of an Endurance Ride or Training Ride where evidence exists that the organisers of the event have not adhered to or do not intend to adhere to the riding rules procedures and veterinary procedures as approved by the AERA.
- k) To permit and support the AERA taking disciplinary action in relation to a Division member and to implement the decisions of the AERA resulting from such action.
- l) To furnish to the AERA copies of all Division Committee of management meeting minutes and annual general meeting minutes within 21 days of such meetings, and copies of any financial

statements prepared for or submitted to the Division Committee of Management.

- m) To do all things necessary to ensure the continued conduct of the Division's duties and functions in accordance with their constitution or rules such constitution or rules having been duly ratified by the AERA.
- n) To assist the AERA to carry out, or to cause to have carried out, the duties and functions of the Division Committee of Management should a Division Committee of Management not carry out such duties and functions.
- o) To generally promote the sport of Endurance Riding.

PART IV MEMBERSHIP

Classes of Members

7(1) The membership of the Association shall consist of ordinary members and any of the following classes of members:

- a) honorary member-,
- b) international member;
- c) representative member

(2) An ordinary member shall be a delegate to the Committee of Management appointed by a Division of the Association and shall be entitled to vote.

- a) at any general meeting of the Association; and
- b) in the election of the office bearers of the Association at an annual general meeting or special general meeting.

(3) a) An *honorary member* is a member who has been recognised by the Association as having provided special services to the sport of Endurance Riding and is nominated by a Division Committee of Management and approved as an honorary member at an annual general meeting of the Association.

- b) A nomination for honorary membership shall be in writing, served on the Association by a Division at least 28 days before the



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date for the annual general meeting of the Association.

- c) The appointment as honorary member shall be for the following membership year with all existing honorary members being reconsidered for reappointment at the annual general meeting of the Association without the need for renomination.
 - d) An honorary member shall not be required to pay a membership fee to a Division or the Association.
 - e) The Association shall not have at any one time more than 15 honorary members.
 - f) Honorary members shall have rights as ordinary Division members.
- (4) An *international member* shall be any visitor to Australia who is a member of an Endurance Ride organisation outside Australia that is recognised by the Association and such international member shall be entitled to enter five Endurance Rides affiliated with the Association or such number of Endurance Rides as shall be determined by the Association from time to time, but shall not be entitled to vote on the affairs of the Association or of a Division.
- (5) A *representative member* shall be a member of a Division selected to represent the AERA in international Endurance Riding competition, but shall not be entitled to vote on the affairs of the Association.

Membership Qualifications

8. A person is qualified to be a Member of the Association if, but only if –

- a) the person is a person referred to in section 15(1)(a),(b) or (c) of the Act and has not ceased to be a member of the Association at any time after incorporation of the Association under the Act; or
- b) the person is a natural person who –
 - i. has been nominated for membership of the Association as provided by rule 9;
 - ii. has been approved as a member of a Division;

iii. has been approved for membership of the Association by the Committee of Management of the Association.

Nomination for Membership

9. (1) A nomination of a person for membership of the Association shall:

- a) be made by a Division in writing on the Application Form set out in Appendix 1 to these rules; and
- b) be lodged with the secretary of the Association by the Division.

(2) Within one calendar month of receiving a nomination for membership, the secretary shall refer the nomination to the Executive Committee which shall determine whether to approve or reject the nomination.

(3) Upon acceptance of the nomination for membership the Division shall pay to the Association the sum payable as entrance fee and annual subscription as applying at the time.

(4) The Association shall, on payment by the Division of the amounts referred to in clause 9(3) above enter the nominee's name in the register of members and, upon the name being so entered, the nominee then becomes a Member of the Association.

Cessation of Membership

10. A person ceases to be a member of the Association if the person:

- a) dies;
- b) resigns the membership;
- c) is expelled from the Association;
- d) is not renominated as a delegate by a Division at the end of the membership year.
- e) has the delegation by a Division withdrawn by that Division.

Transfer of Membership Entitlements

11. A right, privilege or obligation which a person has, by reason of being a Member of the Association:

- a) is not capable of being transferred or transmitted to another person; and



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- b) terminates upon cessation of the person's membership.

Resignation of Members

- 12.(1) A member of the Association is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the Association who has paid all amounts payable by the member to the Association in respect of the member's membership may resign from membership of the Association by first giving notice (being not less than 1 month or not less than such other period as the Committee may determine) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.
- (3) A member of the Association may have the membership withdrawn should the Division that proposed that member's nomination to the Association give notice (being not less than 1 month or not less than such other period as the Committee may determine), in writing to the secretary, of the Division's intention to withdraw that member's nomination as a delegate, and upon the expiration of the period of notice the member ceases to be a member.
- (4) Where a member of the Association ceases to be a member pursuant to clause 12(2) or (3), and in every other case where a member ceases to hold membership, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member

Register of Members

- 13.(1) The public officer of the Association shall establish and cause to be maintained a register of members of the Association specifying the name and address of each person who is a member of the Association together with the date on which the person became a member.
- (2) The register of members shall be kept at the principal place of administration of the Association and shall be open for inspection by any ordinary member of the Association at any reasonable hour.

- (3) Where any ordinary member requests to inspect the register of members, the ordinary member shall, before the inspection takes place, pay to the Association the sum of \$5.00, or where some other amount is determined by the Committee of Management, that other amount.
- (4) A copy or facsimile of the register of members of the Association shall not be provided to any person without the written authority of the Committee of Management.

Fees, Subscriptions, Other Charges

- 14. (1) The Committee of Management of the Association shall determine from time to time the annual membership fees and other charges payable by each Member.
- (2) The membership fee, if any, for each class of membership shall be payable on or before the 1st day of January of each membership year.
- (3) Where the membership fee has not been paid within one calendar month of the due date then membership of the Association shall lapse.

Members Liabilities

- 15. The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by clause 14(2) above.

Disciplining of Division Members

- 16.0) Where the Committee of Management is of the opinion that a member of a Division
 - a) has refused or failed or neglected to comply with a provision or provisions of these rules, of the riding rules, procedures, veterinary procedures, or conditions of entry for Endurance Rides as approved by the Association from time to time; or
 - b) has acted in a manner prejudicial to the interests of the Association, the Committee of Management may by resolution;



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- i) instruct the Division to expel the member from the Division;
 - ii) instruct the Division to suspend the member from membership of the Division for a specific period; or
 - iii) suspend the member's right to compete in Endurance Rides affiliated with all Division
 - (2) Where the Committee of Management passes a resolution under clause 16(1) above, the secretary of the Association shall, as soon as practical, cause a notice in writing to be served on the Division –
 - a) setting out the resolution of the Committee of Management and the grounds on which it is based;
 - b) stating that the Division member may address or make representation to the Committee of Management of the Association at the next scheduled meeting of that Committee to be held not earlier than 14 days after service of the notice;
 - c) stating the date, time and place of that meeting, and
 - d) informing the Division member that the member may do either or both of the following:
 - i. attend and speak at the meeting;
 - ii. submit to the Committee at or prior to the date of that meeting written representations relating to the resolution.
 - (3) At a meeting of the Committee held as referred to in clause 16(2) above, the Committee shall –
 - a) give to the Division member an opportunity for the member, or other persons to make oral representations;
 - b) give due consideration to any supporting oral or written representations submitted to the Committee at or prior to the meeting which relates to the resolution; and
 - c) by resolution determine whether to confirm, amend, or to revoke the resolution.
 - (4) The decision of the Committee shall be final.
 - (5) The secretary shall within *14 days* of the meeting notify the Division member in writing the result of the resolution referred to in clause 16(3)c) above.
 - (6) The resolution referred to in clause 16(3)c) above is final and no further submissions will be accepted.
 - (7) The Association shall not be liable for any costs incurred by a Division member in making submissions to the Association.
 - (8) A Division member expelled or suspended by a Division shall be expelled, suspended, or prohibited from membership of all Divisions.
 - (9) Where a Division member has been expelled or suspended by a Division then the member may appeal to the Association and make representation to the Committee of Management of the Association as convened in accord with clause 16(2) above, with procedures in accord with clauses 16(3),(5) (6) and (7) applying.

PART V THE COMMITTEE OF MANAGEMENT

Powers, Duties and Responsibilities

- 17.(1) The Committee shall be called the Committee of Management of the Association and, subject to the Act, the Regulations and these rules and to any resolution passed by the Association in special general meeting -
 - a) shall control and manage the affairs of the Association;
 - b) may exercise all such functions as may be exercised by the Association other than those functions that are required by these rules to be exercised by a general meeting of members of the Association;
 - c) has the power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association; and



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- d) has the power to appoint and or dismiss such numbers of honorary veterinary advisers and honorary legal advisers as is determined by the Committee of Management of the Association from time to time.
 - e) Has the power to instruct a Division to convene a special general meeting of Division members for the purpose of resolving a dispute.
- (2) For the purposes of sub-rule 17(1)d "honorary veterinary advisers" means a veterinary surgeon or surgeons registered under the law of a state or territory and "honorary legal advisers" means a barrister or solicitor admitted to practice as barrister or solicitor in any court of a state or territory.

Constitution and Membership

- 18.(1) Subject in the case of the first members of the committee to section 21 of the Act, the Committee shall consist of those ordinary Division members nominated as delegates by each Division provided that no Division shall be entitled to more than three delegates.
- (2) The office bearers of the Association shall be elected from those ordinary members who have been nominated as delegates by each Division to form the Committee of Management of the Association.
- (3) Divisions shall give notice to the secretary of the Association the names of the ordinary Division members who are to be appointed to the Committee of Management of the Association at least 21 days prior to the date of the annual general meeting of the Association.
- (4) Each Division shall be entitled to appoint delegates to the Association on a basis proportional to membership of that Division as decided by the Committee of Management and subject to 18(1) above.
- (5) The office-bearers of the Association shall be -
- a) the president;
 - b) two vice presidents;
 - c) the treasurer; and
 - d) the secretary;

and the office-bearers shall form a Committee known as the Executive Committee which may include such other members as decided by the Committee of Management from time to time.

- (6) Each member of the Committee of Management shall, subject to these rides, hold office until the conclusion of the annual general meeting following the date of appointment but is eligible for re-appointment.
- (7) In the event of a casual vacancy occurring in the membership of the Committee of Management, the Committee shall appoint an ordinary Division member as nominated by the Division from which the vacancy arose.

Election of Office Bearers

- 19.(1) Nominations of candidates for election as office-bearers of the Association –
- a) shall be made in writing and signed by 2 members of the Committee.
 - b) shall be delivered to the secretary of the Association 14 days before the commencement of the annual general meeting; or
 - c) should at the commencement of the annual general meeting, there be an insufficient number of candidates nominated for the various office-bearers, then nominations shall be accepted from the Committee members present at the meeting to fill any vacancy not filled in accordance with the provisions of title 19 (1)a) and b) above.
- (2) If the number of nominations received is equal to the number of vacancies to be filled, then the person nominated shall be deemed to be elected.
- (3) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (4) The ballot for the election of office-bearers shall be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.
- (5) If insufficient nominations are received for any vacant position of office-bearer, the Committee shall appoint one of its



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members to fill that vacant position provided that the member accepts the appointment.

Secretary

- 20.(1) The secretary of the Association shall, as soon as practicable after being appointed as secretary, lodge notice with the Public Officer of the Association of the addresses of the Executive Committee members.
- (2) It is the duty of the secretary to keep minutes of-
- a) all appointments of office-bearers and members of the Committee;
 - b) the names of members of the Committee present at a Committee meeting or a general meeting; and
 - c) the decisions taken and business dealt with at Committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- (4) The secretary of the Association shall provide to the secretary of each Division of the Association a true copy of the minutes of the Committee of Management of the Association immediately following any meeting of the Committee but within 30 days following any meeting of the Committee.

Treasurer

21. It is the duty of the Treasurer of the Association to ensure that -
- a) all money due to the Association is collected and received and that all payments authorised by the Association are Made;
 - b) correct books and accounts are kept showing the financial affairs of the Association including full details of all receipts and expenditures connected with the activities of the Association;
 - c) a true copy of the audited financial report of the Association for the immediate past membership year is provided to the secretary of each Division no later than the 31st March of the following membership year.

Casual Vacancies

22. For the purposes of these rules, a casual vacancy in the office of a member of the Committee occurs if the member -
- a) dies;
 - b) ceases to be a member of the Association;
 - c) becomes an insolvent under administration within the meaning of the Companies (New South Wales) Code;
 - d) resigns office by notice in writing given to the secretary;
 - e) is removed from office under rule 23;
 - f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health.

Removal of Committee Member

23. The Association in special general meeting may by resolution remove any member of the Committee from the office of Committee member before the expiration of the member's term of office and shall by resolution seek appointment of another delegate from that Division to hold office until the expiration of the term of office of the member so removed.

Meetings and Quorum

24. (1) The Committee shall meet at least twice in each period of 12 months at such place and time as the Committee may determine.
- (2) a) Where the Executive Committee, or a majority of the total number of members of the Committee of Management request of the secretary in writing all additional meeting of the Committee an additional meeting sit-all be convened by the president; and
- b) any request to convene all additional meeting of the Committee shall specify the general nature of the business to be transacted at that meeting.
- (3) A quorum of the Committee for the transaction of the business of a meeting of the Committee shall be one less than one half of the total number of Committee of Management members.



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- (4) No business shall be transacted by the Committee unless a quorum is present and if within one hour of the time appointed for the meeting a quorum is not present the meeting shall be postponed to a place, time and date as determined by a majority of the members of the Committee of Management present at that time.
- (5) At a meeting of the Committee -
 - a) the president or, in the president's absence, a vice-president chosen by the members present at the meeting shall preside; or
 - b) if the president and the vice-presidents are absent or unwilling to act, such one of the remaining members of the Committee as may be chosen by the members present at the meeting shall preside.
- (6) The chairperson of a meeting of the Committee of Management at which a quorum is present may, with the consent of the majority of the Committee members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at all adjourned meetings other than the business left unfinished at the meeting at which the adjournment took place.
- (7) Where a meeting of the Committee of Management is adjourned for 14 days or more, the secretary shall give written or oral notice of the adjourned meeting to each division secretary stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (8) Except as provided in sub-rules 24(6) and 24(7), notice of all adjournment of a meeting of a Committee or of the business to be transacted at an adjourned meeting is not required to be given.

Delegation to Sub-Committees

25. (1) The Committee may, by instrument in writing, delegate to one or more sub-Committees (consisting of such member or members of the Association, or other persons as the Committee thinks fit) the exercise of such of the

functions of the Committee as are specified in the instrument, other than –

- a) this power of delegation; and
 - b) a function which is a duty imposed on the Committee by the Act or by any other law.
- (2) The Executive Committee shall form a sub-Committee to deal with business arising between meetings of the Committee of Management, provided that such business is listed on the agenda of the next meeting of the Committee of Management.
 - (3) A function the exercise of which has been delegated to a sub-Committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-Committee in accordance with the terms of the delegation.
 - (4) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function of the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
 - (5) Notwithstanding any delegation under this rule, the Committee may continue to exercise any function delegated.
 - (6) Any act or thing done or suffered by a sub-Committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.
 - (7) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
 - (8) A sub-Committee may meet and adjourn as it thinks proper.
 - (9) A co-ordinator for each sub-Committee shall be appointed by the Committee of Management.

Voting and Decisions

26. (1) Each division shall be entitled to a number of votes at the Committee of Management meetings, as determined by the Committee from time to time, proportional to the number of members of each Division and such votes shall be cast by the appointed delegates for the Division or by an appointed proxy.



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- (2) Questions arising at a meeting of the Committee or of any sub-Committee appointed by the Committee shall be determined by a majority of the votes of members of the Committee or sub-Committee present at the meeting and those votes of members of the Committee or sub-Committee as the case may be as cast by proxy.
- (3) In the event of an equality of votes on any question, then the question shall be deemed to be decided in the negative.
- (4) A Division may provide a proxy to represent a member of the Committee of Management from the Division who is unable to attend a meeting of the Committee of Management or a general meeting.
- (5) Subject to rule 24(3), the Committee may act notwithstanding any vacancy on the Committee.
- (6) Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-Committee appointed by the Committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-Committee.

PAR T VI

GENERAL MEETINGS

Annual General Meetings

Convening of;

- 27.(1) With the exception of the first annual general meeting of the Association, the association shall, at least once in each calendar year and within a period of 6 months after the expiration of each membership year of the Association, convene an annual general meeting of its members.
- (2) The Association shall hold its first annual general meeting -
 - a) within the period of 18 months after its incorporation under the Act; and
 - b) within the period of 6 months after the expiration of the first membership year of the Association.

- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commission under section 26(3) of the Act.

Calling of and Business at:

- 28.(1) The annual general meeting of the Association shall, subject to the Act and to rule 29, be convened at such place and time as the Committee thinks fit and within 6 months of the commencement of the membership year.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be -
 - a) to confirm the minutes of the last preceding annual general meeting and of any special meeting held since that meeting;
 - b) to receive from the Committee reports upon the activities of the Association during the last preceding financial year;
 - a) to receive and consider the statement which is required to be submitted to members pursuant to section 26(6) of the Act;
 - b) to appoint ordinary members of the Committee as per Rule 18(1)a) above;
 - c) to elect office-bearers of the Association as per rule 19 above.
 - d) to appoint a public officer, honorary veterinary and legal advisers.
 - e) to appoint an auditor.

- (3) An annual general meeting shall be specified as such in the notice convening it.

Notice of:

- 29.(1) The secretary shall, at least 21 days before the date fixed for the holding of the annual general meeting, cause to be sent by pre-paid post to each Division secretary a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.



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- (2) No business other than that specified in the notice convening the annual general meeting shall be transacted at the meeting.
- (3) A member or Division desiring to bring any business before the annual general meeting shall give notice in writing of that business to the secretary who shall include that business in the next notice calling an annual general meeting given after receipt of the notice from the member.

Quorum and Voting at:

- 30.(1) A Quorum of the Association for the transaction of the business at the annual general meeting, attending in person or by proxy, shall be one less than one half of the total number of the Committee of Management members.
- (2) Questions arising at the annual general meeting of the Association shall be determined by a majority of the votes of members of the Committee of Management present at the annual general meeting and those votes of members of the Committee cast by proxy.

Procedure at and Postponement of:

- 31.(1) No item of business shall be transacted at the annual general meeting unless a quorum of members entitled under these rules to vote is present in person or by proxy during the time the meeting is considering that item.
- 2) At the annual general meeting –
 - a) the president or, in the president's absence, a vice-president chosen by the members at the meeting shall preside; or
 - b) if the president and vice-presidents are absent or unwilling to act, one of the remaining members of the Committee, as may be chosen by the members at the meeting, shall preside.
- (3) If within one hour after the appointed time for the commencement of the annual general meeting a quorum is not present, the meeting shall be postponed to a place, time and date as determined by a simple majority of the members of

the Committee of Management present at that time.

- (4) Where the annual general meeting is postponed, the secretary shall give written or oral notice of the postponement of the meeting to each member of the Committee stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

Adjournment of:

- (1) The chairperson at the annual general meeting at which a quorum is present may, with the consent of the majority of the Committee members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where the annual general meeting is adjourned, the secretary shall give written or oral notice of the adjourned meeting to each Division stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses 32(1) and (2) above, notice of an adjournment of the annual general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

Special General Meetings

Convening of:

33. (1) The Committee of Management or the Executive Committee may, whenever it decides to do so, convene a special general meeting of the Association.
- (2) The secretary shall, on the requisition in writing of not less than three Divisions, convene a special general meeting of the Association.
- (3) A requisition for a special general meeting -
 - a) shall state the purpose or purposes of the meeting;
 - b) shall be signed by the Division secretaries making the requisitions;



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- c) shall be lodged with the secretary of the Association; and
 - d) may consist of several documents in a similar form, each signed by the Division Secretary making the requisition.
- (4) If the secretary of the Association fails to convene a special general meeting to be held within 60 days after the date on which a valid requisition for the meeting is lodged with the secretary, any one or more of the Divisions who made the requisition may convene a special general meeting to be held not later than 90 days after that date.
- (5) A special general meeting convened as referred to in clause 33(4) above, shall be convened as early as is practical in the same manner as the annual general meeting is convened.

Notice of:

- 34.(1) The secretary shall, at least 28 days before the date fixed for the holding of a special general meeting, cause to be sent by pre-paid post to each Division and to each ordinary member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) No business other than that specified in the notice convening the special general meeting shall be transacted at the meeting except business which may be transacted pursuant to rule 24(4) above.

Quorum and Voting at:

- 35.(1) A quorum for the transaction of business at a special general meeting shall be not less than 70 percent of the total number of ordinary members whose names appear on the register of members of the Association at the close of business on the day on which the secretary of the Association issues the notice calling the special general meeting.
- (2) Questions arising at a special general meeting of the Association shall be determined by a majority of the votes of members present or voting by proxy at the special general meeting.

Making of Decisions at:

36. (1) A question arising at a special general meeting of the Association shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried unanimously or carried by a particular majority or lost, or an entry made to that effect in the minute book of the Association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a special general meeting of the Association, a poll may be demanded by the chairperson or by not less than 3 Committee members present in person or by 200/6 of members present.
- (3) Where a poll is demanded at a special general meeting, the poll shall be taken -
- a) immediately in the case of a poll which relates to the election of the chairperson of the meeting; or
 - b) in any case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

Procedure at and Adjournment of:

- 37.(1) No item of business shall be transacted at a special general meeting unless a quorum entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) A special general meeting of the Association shall not, under any circumstances, be postponed or adjourned.
- (3) Where the business of the Association to be transacted at a special general meeting has not been concluded within 12 hours of the commencement of that meeting, the meeting will be dissolved.

Presiding Member of:

- 38.(1) The president or, in the president's absence, a vice-president chosen by the Committee, shall preside as chairperson



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at each special general meeting of the Association.

- (2) If the president or the vice-president chosen by the Committee are absent from a special general meeting or are unwilling to act, the members of the Committee present shall elect one of their number to preside as chairperson at the special general meeting.

PART VII

MISCELLANEOUS

Voting

39. (1) Upon any question arising at a meeting of the Committee of Management of the Association or at the annual general meeting of the Association the votes eligible to be cast shall be determined as directed in clause 26 (1) above.
- (2) Upon any question arising at a special general meeting of the Association the votes eligible to be cast shall be determined as directed in clause 26 (1) above and in accordance with clause 44 (1) & (2) below.
- (3) All votes shall be given personally or by proxy.
- (4) In the case of an equality of votes on a question at a Committee meeting or general meeting of the Association, the question shall be deemed to be decided in the negative.

Proxies

40. (1) Each Committee member, for the purposes of voting at a meeting of the Committee of Management or annual general meeting of the Association, shall be entitled to appoint another member as proxy by notice given to the secretary no later than the commencement time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in the form set out in Appendix 2 to these rules.
- (3) At a special general meeting of the Association an ordinary member of the Association shall be entitled to appoint another ordinary member as a proxy for the purposes of voting at a special general meeting.

Insurance

41. (1) The Association shall effect and maintain insurance pursuant to section 44 of the Act.
- (2) In addition to the insurance required under clause 41 (1), the Association may effect and maintain other insurance.

Funds – Source

42. (1) The funds of the Association shall be derived from levies on Divisions, entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Committee, such other sources as the Committee determines.
- (2) Levies on Divisions shall be proportional to the membership of each Division.
- (3) All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- (4) The Association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

Funds – Management

43. (1) Subject to any resolution passed by the Association at a special general meeting, the funds of the Association shall be used in pursuance of the objects of the Association in such manner as the Committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the Committee, being members authorised to do so by the Committee.

Alterations of Preliminary, Objects and Rides

44. (1) Subject to the Act, the Preliminary (Part I), the Statement of Objects (Part II) and these rules may be altered, rescinded or added to only by a special resolution of the Association passed at the annual general meeting of the Association.
- (2) Any special resolution to alter, rescind or add to the Preliminary (Part I), the Statement of Objects (Part II) and these rules must be approved by a majority of



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Division members in at least sixty percent of the Divisions before the special resolution is voted upon at the annual general meeting of the Association.

Common Seal

- 45.(1) The common seal of the Association shall be kept in the custody of the public officer.
- (2) The common seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal shall be attested by the signatures either of 2 members of the Committee or of 1 member of the Committee and of the public officer or secretary.

Custody of Books

46. Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the Association.

Inspection of Books

47. The records, books and other documents of the Association shall be open to inspection by a member of the Association at any reasonable hour provided the member gives written notice of the inspection and pays to the secretary of the Association the sum of \$ 10.00 or such amount as is determined by the Committee of Management or Executive Committee.

Service of Notice

- 48.(1) For the purpose of these rules, a notice may be served by or on behalf of the Association upon any member or Division either personally or by sending it by pre-paid ordinary post to the member or Division at the address shown in the register of members and Divisions.
- (2) Where a document is sent to a person or Division by properly addressing, prepaying and posting to the person or Division a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person or Division at the time at which the letter would have been delivered in the ordinary course of post.

Surplus Property

- 49.(1) At the first annual general meeting of the Association, the Association shall pass a special resolution nominating incorporated Associations as the Associations in which it is to vest its surplus property pursuant to section 53(2) of the Act in the event of the winding up or the cancellation of the incorporation of the Association.
- (2) The incorporated Associations so nominated shall be those that fulfil the requirements specified in section 53(2)(a)-c) of the Act.

Provision of a Copy of Rules to Members

50. A copy of the rules of the Association shall be provided to any member by the secretary of the Association provided that the member pays to the secretary the sum of \$5.00 or such other amount as is determined by the Committee of Management at any annual general meeting.

Winding Up

51. The Association may be wound up and dissolved by a special resolution carried by a majority of votes at a general meeting called for that purpose.

Commencement Date

52. These rules shall commence from the date of incorporation of the Association and alterations made to them shall commence from the date of adoption by special resolution at a general meeting of the Association.