

# **Australian Pony Stud Book Society Inc.**

## **Constitution**

Published - 2010

This Constitution supersedes any previously published Rules and Regulations of the Society.

### **PART ONE: CONSTITUTION**

#### **Application of Rules**

1. These rules shall have effect on and from 1 January 1994 (the effective date).
2. These rules are in substitution for the constitution of The Australian Pony Stud Book Society (the former Society) which became effective from 1 April 1985 and, to the maximum extent permissible by law, the rules of each branch of the former Society referred to in Rule 6 effective as at the effective date.

#### **Society's Name**

3. The name of the Society is the Australian Pony Stud Book Society

#### **Definitions**

4. (a) In the Rules and in any Regulations and By-Laws made hereunder, but subject to the context:
  - "Council" means the Federal Council of the Society established by Rule 44;
  - "the Society" means Australian Pony Stud Book Society and includes a state branch of the Society;
  - "member" means a member in respect of whom monies payable pursuant to Rules 11 and 12 have been paid;
  - "misconduct" includes any conduct whether by word or action which:
    - (i) may be considered by a reasonable person to be unsportsmanlike or contrary to the manner in which a person ought properly behave,
    - (ii) did or might induce a breach of the peace,
    - (iii) did or might create a nuisance,
    - (iv) did or might prejudice the smooth running or interfere with the conduct or running of a show or of any meeting,
    - (v) did or might bring the Society into discredit, or
    - (vi) by the Rules or Regulations is deemed to be misconduct.
- (b) The provisions of the Interpretation Act 1987 (NSW) apply to and in respect of the Constitution in the same manner as those provisions would apply if the Constitution were an instrument under that Act.

#### **Objects of the Society**

5. The objects for which the Society is established are:
  - (a) to maintain the purity of type and promote the improvement of ponies in Australia;
  - (b) to encourage the breeding and exhibition of ponies in Australia;

- (c) to compile, print and publish a stud book of ponies in Australia;
- (d) to collect, verify and publish information regarding ponies in Australia;
- (e) to hold and promote shows of ponies and to offer prizes;
- (f) to compile and maintain a list of people considered competent to act as judges of ponies at shows;
- (g) to publish material relating to the objects of the Society;
- (h) to encourage the importation of ponies into Australia and to advise on all matters relating thereto;
- (i) to establish relationships with kindred societies;
- (k) to acquire any real or personal property and to invest any monies;
- (l) to promote the interests of and to assist breeders of ponies; and
- (m) to do all such lawful things as are incidental or conducive to the attainment of the above objects.

## **Membership**

6. The first members of the Society shall be those persons who on the date mentioned in Rule 1 are financial members of:
  - The Australian Pony Stud Book Society - NSW Branch Incorporated
  - The Australian Pony Stud Book Society - W.A. Branch Incorporated
  - The Australian Pony Stud Book Society - Victoria Branch Incorporated
  - The Australian Pony Stud Book Society - Queensland Branch Incorporated
  - The Australian Pony Stud Book Society - South Australian Branch Incorporated
7. In addition to the persons referred to in Rule 6, membership of the Society shall be open to any natural person.
8. (a) Application for membership shall be made only to Council on such form as may be prescribed and accompanied by payment of the applicable annual subscription and any further amount that may be payable pursuant to this Constitution. Council shall thereafter forward the names and addresses of applicants to the State Branch Committee of the state in which the applicant ordinarily resides.
  - (b) Unless within 30 days of a State Branch Committee receiving an application for membership it is not accepted (as provided for in Rule 9), the applicant for membership will be deemed to have been admitted to membership of the Society.
  - [c] No less frequently than once every month, Council shall remit to each Branch an allocation of funds calculated by reference to each membership subscription received pertaining to that Branch during the month in question. The means by which the amount of the allocation is calculated shall be as resolved by Council from time to time.
9. (a) A state branch committee may refuse to accept the admission of any applicant for membership without assigning any reason.
  - (b) Any person whose application for admission to membership has not been accepted by a state branch committee may request Council to review the application. Council's decision upon any such review shall be final and binding.

## **Life Members**

10. (a) Any person who in the opinion of Council upon the recommendation of a state branch committee has rendered special service to the Society or any of its predecessor bodies, may by resolution of Council be elected a life member of the Society. A life member shall not be required to pay any annual subscription but shall enjoy all rights and privileges of membership.
- (b) A person who on the effective date is a life member of a state branch of the former Society referred to in Rule 6 shall be for all purposes a life member of the Society.

## **Annual Membership Subscription**

11. [a] The Society's year shall commence on 1 July in each year. The annual subscription payable by a member shall be payable on or before 1 July in that year and shall be such a sum as Council may from time to time determine. A person who becomes a member during the last four calendar months of the Society's year shall pay in respect of that year one half of the annual subscription.  
[b] A member who has not paid the annual subscription by 1 July shall not be entitled to any rights or privileges of membership.”
12. (a) A state branch committee may require that in addition to the annual subscription, members or classes of members resident in that state shall from time to time pay an additional amount to be used to further the objects of the Society within that state.
- (b) Any such additional amount shall be remitted by Council to the relevant state branch without deduction.
13. If any monies payable pursuant to Rules 11 or 12 are not paid by 31 September of the year in question, the membership shall be deemed to have lapsed.

## **Register of Members**

14. Council shall maintain a register of members showing:
  - (a) the name and address of each member, and
  - (b) any registered prefix and brand of each member.

## **Suspension of Membership**

15. A member's membership shall be suspended in the event that there is owing by the member to the Society any monies for goods or services provided by the Society to or at the request of the member and such monies have been outstanding for more than 60 days, provided that subject otherwise to the rules, the suspension of membership shall cease upon payment by or on behalf of the member to the Society of the outstanding monies.

## **Liability of Members**

16. (a) The resignation of a member shall not relieve that member from payment of any monies owing by them to the Society at the time of such resignation.
- (b) In the event of the Society being wound up, the liability of a member to contribute towards the payment of the Society's debts and liabilities or the costs, charges and expenses of the winding up shall be limited to the amount, if any, owing by the member to the Society pursuant to Rules 11 or 12 or in respect of goods or services provided by the Society to or at the request of the member.

## **Conduct of Members**

17. Every member shall strictly observe and act in conformity with the Rules and Regulations.
18. Council or a state branch committee may, in accordance with the Rules and Regulations, conduct or cause to be conducted all such inquiries and investigations as are considered appropriate in relation to:
  - (a) any alleged misconduct or breach of the Rules or Regulations by a member;
  - (b) any disputes between members, in their capacity as members, and disputes between members and the Society; or
  - (c) any matter or thing referred to Council or that the state branch committee may from time to time decide.
19. No member shall have any claim against the Society or against any member, or against any member of Council or of a state branch committee or any employee or agent of the Society, Council or of a state branch committee in respect of any act, matter or thing done in good faith and purporting to be done in accordance with the Rules and Regulations in connection with an inquiry, investigation, or proposed inquiry or investigation, as contemplated by Rule 18 or the Regulations.
20. If pursuant to the regulations a member is required to tender his resignation as a member of the Society and he shall not do so within 30 days, he shall, at the expiration of the said 30 days, cease to be a member of the Society.

## **State Branches**

21. (a) Members of the Society ordinarily residing in a state shall constitute a state branch of the Society.
- (b) (i) For the purpose of this rule, a member may be required to nominate the state in which they ordinarily reside.
- (ii) If a member, within 30 days of being required to do so, fails to nominate their state of ordinary residence, Council may determine the matter and that determination shall be binding on all members.

## **Functions of State Branches**

22. A state branch shall:
  - (a) be responsible for the conduct of shows, field days, exhibitions and other events of interest to members;
  - (b) prepare and circulate amongst members in the state, regular newsletters concerning matters of interest to members;
  - (c) if the state branch committee so determines, maintain a part-bred register in respect of part-bred ponies owned by members resident in the state;
  - (d) generally promote the interests of members and of the Society in the state;
  - (e) be responsible for the operation of any judges' training schemes in the state, in accordance with such procedures and standards as Council may from time to time determine;
  - (f) investigate and deal with complaints or disputes of a domestic nature and not relating to the objects of the Society or to the Rules or Regulations;
  - (g) issue to members in the state such forms or other documents as may from time to time be required;

- (h) make such inspection of ponies within the state as the state branch committee considers appropriate or Council directs;
- (i) advise and assist Council in relation to any matter relating to the Society or members; and
- (j) undertake such activities as Council may from time to time delegate and, for the purpose of the above functions, a state branch shall have power to perform all such acts and do all such things as appear to the state branch to be necessary or desirable, but at all times consistently with the Rules and Regulations.

### **State Branch Committees**

23. Each state branch shall have a state branch committee which:
- (a) shall control and manage the affairs of the branch
  - (b) may exercise all such functions as may be exercised by the branch other than those that are required by the rules or regulations to be exercised by a meeting of members of the branch.
24. (a) A State committee may appoint subcommittees comprising such members of the Society as the State committee considers to be appropriate in the circumstances.
- (b) Every subcommittee may, subject to any directions of the State committee and to the rules and regulations, meet at such times and places and generally regulate its proceedings as it thinks fit.

### **Election of State Branch Committees**

25. [i] Each State branch shall at the annual meeting referred to in rule 34 elect from its members a State committee comprising not less than 5 and not more than 16 persons.  
[ii] Voting to be in person or by postal vote.
26. The election of a State committee and of any person to fill a casual vacancy therein shall be carried out by the State branch in accordance with the regulations, provided that the Council may determine that any minor or inadvertent breach of those regulations shall not invalidate the particular election in question.
27. The first State committee of each branch of the Society shall be those persons who, on the date mentioned in rule 1 comprised the respective committees responsible for the management of the affairs of the respective branches of the former Society referred to in rule 6, and they shall continue to hold office until the first annual meeting of the State committee following the effective date.

### **Casual Vacancies on State Branch Committees**

28. There shall be a casual vacancy on a state branch committee if a member of that state branch committee:
- (a) dies,
  - (b) resigns as a member of that committee,
  - (c) is removed from office pursuant to the Rules or Regulations,
  - (d) ceases to be a member of the Society,
  - (e) ceases to ordinarily reside in the state in question,
  - (f) is absent from 3 consecutive meetings of the state branch committee without permission of the state branch committee,

- (g) 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, or
- (h) is convicted of an indictable offence.

### **State Office Bearers**

29. (a) The office bearers of each state branch shall be:
- (i) a state branch president,
  - (ii) two state branch vice-presidents,
  - (iii) a state branch treasurer, and
  - (iv) such additional office bearers as the state branch committee considers desirable.
- (b) The state branch office bearers shall be elected at the first meeting of the state branch committee held during the Society's year.
- (c) Each state branch committee shall, at its first meeting during the Society's year, appoint a state branch secretary.
- (d) The first state branch office bearers and the first state branch secretary of each state branch shall be those persons who, immediately prior to the effective date, were respectively president, vice-presidents, treasurer and secretary of the corresponding state branch of the former Society referred to in Rule 6, and they shall continue to hold office until the first meeting of their respective state branch committees following the effective date.

### **State Branch Committee Meetings**

30. (a) A state branch committee shall meet no less frequently than once every six months but shall other wise be free to meet, conduct business and regulate its affairs and proceedings in such manner as it sees fit.
- (b) The quorum for a meeting of a state branch committee shall be one half of its membership and no business shall be transacted unless a quorum is present.
- [c] Where the number of persons on a State Branch Committee has been reduced to less than 5 by reason of a casual vacancy, the State Branch Committee may nonetheless meet and conduct business, and make valid decisions, but only for a period of not exceeding 60 days from the date on which the casual vacancy occurred. In such a case, the Council must, prior to the expiration of the 60 day period, appoint a member [or members] from the state branch in question so as to take the number on the State Branch Committee to 5.
- [d] Where there is default by a State Branch Committee, or any member thereof, in taking any step required by the Regulations for the Election of State Branch Committees to be taken, the Council may resolve to take over the entire conduct of the election procedure, and to conduct or conclude, the election procedure in such a manner as Council, in its discretion, considers to be most appropriate in the circumstances [including in a manner that is not in conformity with those Regulations].

### **State Delegates to Council**

31. (a) The president of each state branch shall be a delegate to Council.
- (b) In the case where the membership of a State Branch exceeds 50, each State Branch Committee shall, at its first meeting following the State Branch annual meeting, elect from amongst its number one additional delegate.

32. Notice of election of delegates to Council, including delegates filling a casual vacancy and proxy delegates, shall be forthwith communicated in writing to the Society's Secretary by the State Branch Secretary.
33. The first state branch delegates to Council shall be those persons who, immediately prior to the date mentioned in Rule 1, comprised the delegates of the respective state branches of the former Society referred to in Rule 6, and they shall continue to hold office until the first meeting of their respective state branch committees following the effective date.

### **State Branch Meetings**

34. A state branch shall conduct at least one meeting of members of the state branch during the Society's year, to be known as the annual meeting.
35. The annual meeting of a state branch shall be held at such time and place as the State Branch Committee thinks fit, but not less than 21 days notice in writing thereof shall be given by the State Branch Secretary to all members resident in the state.
36. The business of the annual meeting shall include:
  - (a) confirmation of minutes of the previous annual meeting and of any subsequent special meeting,
  - (b) consideration of a report from the State Branch Committee concerning the activities of the state branch since the previous annual meeting, and
  - (c) election of the State Branch Committee.

[d] Despite Rules 42 and 43, the election of the State Branch Committee at the annual meeting may be conducted by a combined postal vote and a vote of those present at the meeting. In the case of the postal vote, the State Branch Secretary must ensure that postal voting papers are provided to all members with the notice referred to in Rule 35, together with instructions to the member as to the method of voting to be followed. The instructions must require the postal vote to be returned to the State Branch Secretary no later than 5pm on the day prior to the date of the annual meeting, failing which the postal vote must not be counted."

### **Special Meetings**

37. A special meeting of the branch may be requisitioned by:
  - (a) the State President,
  - (b) any three members of the State Branch Committee, or
  - (c) any 15 members resident in the state.The State Branch Secretary shall give not less than 14 days notice in writing, to all members resident in the state, of the time and place of a special meeting and the business intended to be dealt with
38. No business other than that specified in the notice convening a state branch special meeting shall be transacted at that meeting.
39. A member desiring to bring any business before a state branch meeting shall give written notice of that business to the State Branch Secretary, who shall include that business in the notice calling the next state branch meeting.

## **Procedure at State Branch Meetings**

40. A quorum for a meeting of a branch shall be three percent of members resident in the state, present in person, and no business shall be conducted without a quorum. If a quorum is not present the meeting shall lapse.
41. The State Branch President, or in their absence a State Branch Vice-President, shall preside at a state branch meeting. If the President or the Vice-Presidents are not present or are unwilling to act, the members present shall elect from their number a chairman of the meeting.
42.
  - (a) All questions shall be determined on a show of hands unless, before or on the declaration of the show of hands, a poll is demanded.
  - (b) A poll may be demanded by the chairman of the meeting or by not less than ten members present in person. If a poll is demanded, it shall be taken immediately.
43.
  - (a) Upon any question arising at a state branch meeting, a member shall have one vote only.
  - (b) All votes shall be given personally.
  - (c) In the case of an equality of votes, the chairman of the meeting may exercise a second, casting vote.

## **Federal Council:**

44. There shall be a Council of the Society comprising:
  - (a) the President of each state branch, and
  - (b) delegates elected by state branch committees pursuant to Rule 31.(b).
45. The first members of Council shall be those persons referred to in Rule 33.

## **Functions of Council:**

46. Council:
  - (a) shall have the entire control and management of the affairs of the Society;
  - (b) may exercise all such functions as may be exercised by the Society; and
  - (c) shall have power to perform all such acts and do all such things as appear to Council to be necessary or desirable for the proper management of the affairs of the Society, other than in respect of those matters or things that are, pursuant to these Rules, the responsibility of a state branch committee.
47. Without limiting the generality of Rule 46, and in addition to such other responsibilities vested in Council elsewhere in these Rules, Council shall:
  - (a) compile, maintain and from time to time publish the Society's Stud Book and Register of Foundation Mares and Geldings;
  - (b) be generally responsible for the collection and distribution of funds payable to the Society;
  - (c) be responsible for all matters relating to membership of the Society;
  - (d) maintain a list of persons approved to judge at shows conducted by the Society;
  - (e) maintain a list of members considered competent to act as inspectors and classifiers;
  - (f) make and amend Rules and Regulations concerning the affairs of the Society;
  - (g) constitute state branches and such other branches and committees as it from time to time considers desirable;



- (h) effect such insurance as it considers desirable; and
- (i) appoint a Secretary of the Society upon such terms and conditions and with such responsibilities as Council considers appropriate.

### **Council Subcommittees**

48. Council may appoint subcommittees comprising such members of Council as Council considers appropriate, and every such subcommittee may, subject to any directions of Council and to the rules and regulations, meet at such times and places and generally regulate its proceedings as it thinks fit.

### **Casual vacancies on Council**

49. A casual vacancy on Council shall occur in any of the events mentioned in Rule 28 (*mutatis mutandis*) and if the member of Council, being a delegate elected pursuant to Rule 31.(b), resign as such delegate.
50. In the event of a casual vacancy on Council:
- (a) if the delegate is the president of a state branch committee, his replacement shall be his successor as president of the state branch committee in question; and
  - (b) if the delegate was elected pursuant to Rule 31.(b), the state branch committee shall, within 30 days of the casual vacancy occurring, elect a replacement delegate.

### **Proxy delegate to Council**

51. In the event that a delegate to Council is unable to attend a meeting of Council, the state branch committee or, in the event of urgency the State Branch President, may appoint another member of the Society resident in the state in question as proxy delegate for the purpose of that meeting. A proxy delegate shall in all respects have the same authority and powers as if they were a delegate pursuant to Rule 44.

### **Office bearers**

52. (a) The office bearers of the Society shall be:
- (i) a federal president,
  - (ii) at least one federal vice-president,
  - (iii) a treasurer, and
  - (iv) a federal secretary,
- each of whom shall be elected at the first meeting of Council held during the Society's year.
- (b) (i) A member shall not be eligible for election to the office of president unless they have served as a member of Council for a period or periods in the aggregate of not less than three years.
  - (ii) No person may serve as federal president for more than three consecutive years.
  - (c) The first office bearers of the Society shall be those persons who, immediately prior to the adoption of these Rules, were respectively the Federal President, the Federal Vice-President(s) and the Federal Treasurer of the former Society and they shall continue to hold office until the first meeting of Council following the effective date.

### **Council Meetings**

53. Council shall meet at least twice during the Society's year but otherwise at such times and places as Council may determine

54. The Federal Secretary shall give at least 30 days notice in writing to all members of Council of all meetings of Council and of the business intended to be dealt with.
55. (a) Unless Council otherwise resolves, the order of business at meetings of Council shall be:
- (i) the business notified to members thereof by the Federal Secretary, pursuant to Rule 54; and
  - (ii) any other matters that have arisen since dispatch of notice of the meeting and which a majority of Councilors present at the meeting consider it appropriate to deal with, notwithstanding the short notice.
- (b) The business of the first meeting of Council in each Society's year shall include:
- (i) election of office bearers of the Society;
  - (ii) consideration of the financial statements distributed by the Federal Secretary, pursuant to Rule 69; and
  - (iii) the appointment of an auditor for the current Society's year.

### **Extraordinary Council Meetings**

56. The Federal Secretary shall give not less than 14 days notice in writing to all members of Council of the time and place of an extraordinary meeting of Council and of the business intended to be dealt with. an extraordinary meeting of Council may be requisitioned by:
- (a) the Federal President, or
  - (b) any three members of Council.

### **Council Meeting by Teleconference**

57. A meeting of Council may be conducted by means of a telephone conference between all members of Council.

### **Procedure at Council Meetings**

58. Minutes of proceedings of Council meetings shall be recorded by the Federal Secretary in a minute book kept for that purpose. All minutes shall be considered at the next succeeding meeting and, if approved, signed by the chairman of that meeting. When signed, minutes of meetings shall be prima facie evidence of the facts and matters stated therein.
59. (a) A quorum for a meeting of Council shall be six delegates, representing at least three state branches. If a quorum is not present within 30 minutes of the appointed time for the commencement of the meeting, the chairman of the meeting shall adjourn the meeting to such time and place as they consider appropriate.
- (b) For the purpose of Rule 57, a quorum shall be regarded as present if the required number of delegates are on-line and able to participate in the telephone conference.
60. The Federal President, or in his absence a Federal Vice-President, shall preside at Council meetings. If the President or the Vice-Presidents are not present, or are unwilling to act, those present shall elect from their number a chairman of the meeting.
61. All questions, other than those provided for in Rule 75. shall be determined on a show of hands by those delegates present at the meeting, except in the case of a meeting pursuant to Rule 57 where the questions shall be determined on the voices. In the event of an equality of votes, the chairman of the meeting may exercise a second, casting vote.

## **General Disqualification if Unfinancial**

62. A member may not vote at any meeting or exercise any powers or functions pursuant to the Rules or Regulations if they have not paid all monies payable pursuant to Rules 11 and 12 for the current Society's year.

## **Annual General Meeting of the Society:**

63. The Annual General Meeting of the Society shall be constituted by the combined Annual General Meetings of all the State Branches of the Society. A resolution of a State Branch annual meeting shall be deemed to be passed by that Branch if no less than 75% of those present vote in favour. A resolution of the combined State Branch annual meetings shall be deemed to be passed and adopted if no less than 75% of all persons present at all combined State Branch meetings vote in favour. The states are to record numbers for and against of those present for submission to the Federal Council.

## **General Meetings of the Society**

64. A general meeting of the Society shall be convened:
- (a) upon resolution of Council, or
  - (b) upon requisition in writing to the Federal Secretary by not less than 100 members, of whom no more than 50 reside in one state.
65. (a) The Federal Secretary shall give not less than 90 days notice in writing to all members of the time and place of the general meeting of the Society and of the business intended to be dealt with.
- (b) No business other than that specified in the notice shall be dealt with at a general meeting.

## **Procedure at General Meetings**

66. The quorum for a general meeting of the Society shall be 100 members present in person and no business shall be conducted without a quorum. If a quorum is not present the meeting shall lapse.
67. The Federal President, or in his absence a Federal Vice-President, shall preside at all general meetings of the Society. If the President or the Vice-President(s) are not present or are unwilling to act, those present shall elect a chairman of the meeting from the members of Council present.
68. Rules 42 and 43 shall apply, mutadis mutandis, to general meetings of the Society.

## **Source of Funding**

69. (a) The funds of the Society are to be derived from annual subscriptions, donations, transactions, and, subject to any resolution passed by the Society in general meeting, such other sources as the Council or a state branch committee determines.
- (b) The Society must, as soon as practicable after receiving any money, issue an appropriate receipt.

## **Financial Records**

70. Council shall keep true accounts of all receipts, expenditure, assets and liabilities such as at all times to show the true financial position of the Society.

71. The Federal Secretary shall cause a statement of income and expenditure for the previous Society's year, together with a balance sheet showing assets and liabilities of the Society at the close of that year, duly certified by the auditor, to be:
- (a) sent to each delegate to Council and each state branch secretary at least 30 days before the first meeting of Council in each Society year, and
  - (b) laid before the first meeting of Council in each Society year.
72. (a) This rule applies to all monies received by Council other than monies referred to in Rules 11 and 12.
- (b) Subject to Rule 79, all monies received by Council shall be made available to the state branches other than:
- (i) monies required by Council to meet its operational and administrative expenses and salaries,
  - (ii) monies required by Council for the compilation and publication of the Society's Stud Book and of any publications for which Council is or becomes responsible,
  - (iii) monies required for any special projects conducted by Council, and
  - (iv) monies required by Council as a contingency reserve or sinking fund.
- (c) Council shall distribute monies to state branches no less frequently than monthly. Monies distributed to state branches shall not be repaid to Council except pursuant to a resolution of the relevant state branch committee.
73. (a) Both Council and each of the state branch committees shall maintain a bank account and all monies received shall be paid into the appropriate account.
- (b) Each bank account shall be in the name of the Society and shall only be operated by such persons as Council or the relevant state branch committee from time to time directs. Council may not operate a state branch bank account, or vice versa, and a state branch committee may only operate a bank account in respect of its own state branch.

### **Inspection of Records**

74. (a) Except as otherwise provided by these rules, the Public Officer of the Society and Treasurer of each state branch committee shall keep in their custody, or under their control, all records, books and other documents relating to the Society and state branch respectively.
- (b) The books and record of the Society shall at all reasonable times be available for inspection by any member of Council.
- (c) The books and records of each State branch shall at all reasonable times be available for inspection by any member of the relevant State committee and, upon resolution of Council any member of Council.

### **Audit**

75. Each state branch committee shall cause its books and financial records to be audited once in each Society year, by a duly qualified auditor whose report shall be laid before the first state branch committee meeting held after the report has been delivered.

### **Application of Income and Property**

76. (a) The income and property of the Society shall at all times be used only towards the promotion of the objects of the Society, but this rule shall not prevent the payment of

salaries to Society employees or the reimbursement of expenses properly incurred on the Society's behalf.

- (b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two:
  - (i) members of Council or a state branch committee; or
  - (ii) employees of the Society, being members or employees authorised to do so by Council or a state branch committee.
- (c) In the event of a dissolution of the Society, and after discharge of all debts and liabilities, any surplus funds or property shall be given or transferred to such other bodies as Council may have determined, these having objects similar to the objects of the Society.

### **Amendments to Objects, Rules and Regulations**

- 77. (a) The Objects and these Rules may be amended at any duly convened meeting of Council based on the results of any amendments to these Objects and Rules voted on at each State Branch AGM as per Rule 63.
- (b) The Regulations may be amended at any duly convened meeting of Council at which the delegates present from all but two states vote in favour.
- (c) In the absence of a resolution to the contrary, any such amendment shall only have effect from the conclusion of the meeting of Council at which it was resolved.

### **Power to make Regulations**

- 78. Council shall have power to make Regulations in relation to any matter arising under or in connection with the rules including but not limited to:
  - (a) financial administration and reporting of state branches;
  - (b) matters relating to membership;
  - (c) judging qualifications and standards;
  - (d) registration and recording of ponies, prefixes, brands and related matters;
  - (e) matters relating to the Stud Book and related records;
  - (f) conduct of members and enquiries;
  - (g) forms, procedures and fees for services or transactions; and
  - (h) for any purpose connected with the Objects of the Society.
- 79. The first Regulations of the Society shall be those of the former society in force at the effective date.

### **Interpretation of Rules and Regulations**

- 80. Council may refer any questions concerning the interpretation of the Rules or Regulations to the solicitor for the time being acting for the Society, on instructions from Council, being a solicitor of not less than 10 years standing, and the written determination of the solicitor on the question shall be final and binding and shall be given effect according to its terms.

## **Indemnity**

- 81.** Every member of Council, a state branch committee, any sub-committee and every employee of the Society shall be indemnified by the Society against, and it shall be the duty of Council out of the funds of the Society to pay, all damages, costs, losses and expenses which any such person may incur or in respect of which they may become liable by reason of any contract entered into or act or thing done, whether negligently or otherwise, by them in the performance of their duties, unless such damages, costs, losses or expenses were incurred through their own dishonesty or wilful act or default.

## **Common Seal**

- 82.** (a) The common seal of the Society shall be kept in the custody of the Public Officer.
- (b) The common seal must not be affixed to any instrument except by the authority of the Council and the affixing of the common seal must be attested by the signatures either of two members of the Council or of one members of the Council and of the Public Officer or Federal Secretary.

## BY-LAWS

### Membership

1. Membership of the Society is offered in the following three categories:

a. **Full.**

- (1) A full membership may include up to six named people, one of whom is to be the membership's nominee.
- (2) The nominee is required to be 18 years of age or over.
- (3) Only the nominee has the voting rights for the membership and may be elected as an office bearer and serve on any committee of the Society.
- (4) Full memberships may breed and register ponies with the Society.

b. **Associate.**

- (1) An associate membership is for one person only.
- (2) An associate member has no voting rights, may not be elected as an office bearer nor serve on any committee of the Society.
- (3) An associate member may not breed or register ponies with the Society.

c. **Life.** Life membership is as defined in Rule 10.

### 2. Regulations for the Election of State Branch Committees

(adopted April 28<sup>th</sup> 2010)

1. Despite these Regulations not being adopted until the date shown above ("Adoption Date"), for the avoidance of doubt it is recorded that all elections of all State Branch Committee members conducted prior to the Adoption Date are deemed to have been validly conducted.

2. At every annual meeting of each State Branch, at least one half of the members of the State Branch Committee shall retire from office ("Retirees") but, subject otherwise to the Rules, they shall be eligible for re-election or re-appointment, as the case may be.

3. The Retirees shall comprise:

(a) those persons (if any) who since the preceding annual meeting have been appointed to fill a casual vacancy on the State Branch Committee;

(b) those persons who have been in office 2 years.

If by this means the required one half of members has not been reached, the one half must be reached by adding the required number from those of the remaining members who have been longest in office (determined from the member's most recent election or appointment). Where 2 or more members have been in office for the same period, then in default of agreement, the issue shall be determined by pulling a name from a hat.

4. Each year each State Branch Committee must:

(a) nominate the date on which the State Branch's annual meeting (as required by Rule 34) is to be held ("Annual Meeting Date");

(b) in respect of a State Branch where the State Branch secretary is a member of the State Branch Committee and is standing for election, appoint a Returning Officer who is not a member of the Society.

5. No later than 120 days prior to the Annual Meeting Date, but subject to Rule 11(b), the State Branch Committee must cause to be forwarded to each member of the Society in that State:

(a) a list of the Retirees

(b) advice that nominations are being called for election to the State Branch Committee

(c) a statement indicating whether the Retirees (or any of them) is eligible or ineligible for re-election

(d) a nomination form which complies with Regulation 6.

6. A nomination form required by Regulation 5(d) shall include provision for the following:

(a) the name of the candidate for election

(b) signature by a nominator and a seconder for the candidate

(c) confirmation by each of the candidate, the nominator and the seconder that their respective annual subscriptions were paid by the preceding 1 July

(d) the date by which duly completed nomination forms must be returned to the State Branch secretary (or, if applicable, the Returning Officer)

(e) such additional matter as the State Branch Committee may require.

7. If the total number of nominations received does not exceed the number of Retirees, all persons duly nominated shall be deemed to have been elected.

8. Regulations 9 to 11 below shall apply where the number of persons nominated exceeds the number of Retirees.

9. No later than 60 days prior to the Annual Meeting Date, the State Branch Committee must cause a list of all candidates for election to the State Branch Committee, and a postal voting form (in which the candidates' names are listed alphabetically) and postal voting instructions, to be either:

(a) included in the State Branch's newsletter published to members in the State, or

(b) where no newsletter is to be published within the required time, notified to members in the State by separate mailout.

10. The return date for the election is the date selected by the State Branch Committee and must be:

(a) a date no earlier than 14 days prior to the next Annual Meeting Date;



(b) clearly shown on both the postal voting form and the postal voting instructions required by Regulation 9.

11. The Secretary (or, if applicable, the Returning Officer) shall cause the votes to be counted as soon as practicable after the return date but for the results of the count to remain confidential until after the conduct of the secret ballot at the Annual Meeting, as required by Regulation 12.

12. At the Annual Meeting of the State Branch a secret ballot shall be conducted for the election of candidates to the State Branch Committee. Only members who have not cast a postal vote may vote in this ballot.

13. The candidates who have, on the combined postal vote and secret ballot, achieved the highest number of votes shall be declared elected to fill the positions available on the State Branch Committee.

14. A complete list of the State Branch Committee as then constituted shall be published in the next State Branch newsletter published after the Annual Meeting of the State Branch.

15. In the event of a casual vacancy that does not have the effect of reducing the number of members of the State Branch Committee to less than 5, no election shall be held to fill that casual vacancy.

16. In the event of a casual vacancy that does have the effect of reducing the number of members of the State Branch Committee to less than 5, but subject to Regulation 21, an election shall be held to fill as many casual vacancies as are required to increase the number of members of the state Branch Committee to 5.

17. Where an election is required by Regulation 16 to be conducted, a special meeting of the State Branch shall be called pursuant to Rule 37 and:

(a) the special meeting must be called for a date no earlier than 30 days after the date on which the notice of meeting is posted to the members;

(b) the notice of the meeting shall state that a purpose of the meeting is to conduct an election to fill the number of casual vacancies on the State Branch Committee as Regulation 16 requires to be filled;

(c) members must be provided, with the notice of meeting, with a nomination form that complies, subject to (e), with regulation 6;

(d) members must also be provided with a postal voting form (in which the candidates' names are listed alphabetically) and postal voting instructions;

(e) the nomination form must state that it must be returned to the State Branch Secretary no later than 5pm on a day that is not less than 14 days prior to the day on which the special meeting is to be conducted;

(f) the requirements of paragraphs (a) to (e) shall be met as set out in Regulation 9(a) or (b), as appropriate;

(g) the names of all nominees must be posted on the Society's website within the next ensuing 72 hours;

(h) the return date for the election must be:

- (i) a date no earlier than 1 day prior to the date for the special meeting,
  - (ii) clearly shown on both the postal voting form and the postal voting instructions required by paragraph (d).
- (i) The Secretary shall cause the postal votes to be counted forthwith after the return date but for the results of the count to remain confidential until after the conduct of the secret ballot at the special meeting, as required by Regulation 18.
18. At the special meeting of the State Branch a secret ballot shall be conducted for the election of the required number of persons for the casual vacancies in question. Only members who have not cast a postal vote may vote in this ballot
19. The candidate(s) who has/have, on the combined postal vote and secret ballot, achieved the highest number of votes shall be declared elected to fill the required number of casual vacancies.
20. In the event of a tie between a greater number of candidates than there are casual vacancy positions available to fill then in default of agreement, the issue shall be determined by pulling the name, or the required number of names, from a hat.
21. Despite Regulation 16, an election need not be held when the Annual Meeting Date for the State Branch is no more than 150 days distant. In such a case, Rule 30(c) shall apply.