

**CONSTITUTION  
OF  
SYDNEY QUARTER HORSE ASSOCIATION INC.**

1. NAME

The Association shall be known as the Sydney Quarter Horse Association Incorporated (hereafter referred to as 'the Association").

2. OBJECTIVES

- a. The object of the Association is to encourage the development and public interest in Western Horses through the promotion and sponsorship of public contests, public clinics and public exhibitions of Western Horses utilizing the rules and regulations of performance as set out by the organisations of the Horse Show Association of Australia, Australian Quarter Horse Association and Australian Appaloosa Association Ltd.
- b. The Association may from time to time purchase, take on, lease, hire, rent, or otherwise acquire suitable premises or any other real or personal property for the purposes aforesaid and may sell, transfer, rent, lease, insure or deal with any real or personal property.
- c. The property of the Association subject to the liabilities thereof shall belong to the members for the time being. No member shall by reason of their membership have any transmissible or assignable interest by operation of law or otherwise in any of the property of the Association. On any member ceasing by death, resignation or otherwise to be such, they shall forfeit (ipso facto) all rights to or claim upon the Association which they would have reason of their membership and all their interests shall survive, accrues and belong to the other members for the time being.
- d. To maintain a pointscore system for End of Year Awards gained by horses shown at the Associations own shows.

3. MEMBERSHIP & ANNUAL SUBSCRIPTION ETC

- a. Subject to these rules the members of the Association shall be the members of the Association immediately prior to Incorporation together with such other people and organisations as the Committee admits to membership.
- b. Membership is open to all individuals and organisations who accept the objects and rules of the Association.
- c. Individuals and organisations wishing to become members of the Association shall apply to the Committee for membership on the appropriate application form. All such applications for membership shall be considered by the Committee of management of the Association which at its discretion may determine whether or not to accept an application for membership. The Committee is not required to supply reasons for accepting or rejecting an application for membership.
- d. Members shall pay such fees as determined by the Association at a General Meeting.
- e. A register of members shall be kept by the Association showing the name, address and date of commencement of membership for each member. Provision for noting the cessation of membership shall also be contained in the register.
- f. Membership shall cease upon death, resignation, expulsion or failure to pay outstanding membership fees within two (2) months of the due date.
- g. Membership fees shall fall due on the first day of each financial year of the Association. The financial year of the Association shall run from August

the 1st, to July the 31st or such other period as determined by the Committee.

- h. If any member fails to pay their annual subscription for any year on or before the 31st day of August in that year they shall be notified in writing by the Secretary that the subscription is overdue and if it is not paid within seven (7) days the committee may any time thereafter cancel their membership.
- i. If within a period of one (1) month a person whose membership has been cancelled in accordance with the preceding paragraph thereof, gives the Committee a satisfactory explanation for the non payment of subscriptions the Committee may on payment of the arrears reinstate them as a member.
- j. All Annual subscriptions shall be paid to the Treasurer of the Association.
- k. A member may at any time by giving notice in writing to the Secretary resign their membership with the Association but shall continue liable for any annual dues that may be due and unpaid at the date of their resignation.
- l. This section removed.
- m. The Association shall consist of members divided into the following classes:-

FULL MEMBER - (being natural persons who have paid the subscriptions specified). Each member shall have one (1) vote.

YOUTH MEMBER - Being natural persons up to the age of 18 years as at 1 August in the preceding year who have paid the subscriptions specified. Each Youth Member shall be eligible to attend and speak at Meetings but not entitled to vote.

CONSTITUENT MEMBER - (being families, corporations, partnerships, societies and the like who have paid the subscriptions specified).  
Each constituent Membership shall have one (1) vote.

LIFE MEMBER - (being natural persons, corporations, or partnerships, etc, who have paid the subscriptions specified).  
Membership shall be for a period of twenty (20) years from the date of payment of the subscription. Each Life member shall be entitled to one vote.

HONORARY MEMBER - (being natural persons elected by the Committee of Management without payment of fees).  
Each Honorary member shall have one (1) vote and his membership shall be for such term as specified by the Committee.

ASSOCIATE MEMBER - (being natural persons, corporations, families or partnerships who have paid the subscriptions specified).  
Each Associate member shall be eligible to attend and speak at Meetings but not be entitled to a vote.

4. MEMBERS LIABILITY

Every member of the Association undertakes to contribute to the assets of the Association in the event of the same being wound up while they are a member or within one (1) year after they cease to be a member for the payment of the debts and liabilities of the Association contracted before they cease to be a member and of the costs, charges and expenses of winding up and for the adjustment of the rights of the contributories among themselves such amount as may be required not exceeding twenty (\$20) dollars.

5. DISCIPLINARY PROCEDURE

- a. The Committee of Management may take action to reprimand, fine or suspend or expel any member from the Association. Any member may be denied all privileges of the Association by the Committee whenever it shall have been established by satisfactory evidence in hearing conducted by the Committee that such a member has knowingly and wilfully violated rules of the Association. Anyone who becomes a member of the Association expects to be bound by all the rules of the Association and renounces to any recourse which he may have against the Association so long as the latter acts in good faith and in accordance with the rules of the Association.
- b. The Committee of Management may at any time if it is of the opinion that the interests of the Association so require request by letter any member to withdraw from the Association within a time specified in such letter. In default of such withdrawal to submit the question of his or her expulsion to a Special General Meeting to be held within thirty (30) days of such a letter. At such Meeting the member whose expulsion is under consideration shall be allowed to offer any explanation of their conduct verbally or in writing and if there upon two-thirds of the members present shall vote for his expulsion he shall thereupon cease to be a member of the Association.
- c. Any suspended member of the Association will not be allowed to participate in any of the Association run shows or events during the period of their suspension either as owner, rider or agent. Suspended members are not entitled to membership privileges whilst under suspension.
- d. Any member may be suspended and denied privileges of the Association for the failure to pay when due any obligations owed to the Association or for giving a worthless cheque for entry fees, stable fees, premiums or any other fees or charges connected with exhibition of their horses provided that fifteen (15) days before action is taken by the Committee written notice of the account due and the intention to suspend or withhold privileges of the Association shall be delivered to such member. Any suspension or denial of privileges under this section shall terminate upon full payment of the obligation due.

6. MANAGEMENT - BY COMMITTEE

- a. The Association shall have its affairs controlled and managed by the Office bearers and other members known as the Committee.
- b. The Office bearers shall be a President, Vice President, Secretary and a Treasurer. There shall be up to eight (8) other members of the Committee.
  - i. PRESIDENT  
The President shall be the Senior executive officer of the Association and shall be a member ex officio of all Regular and Special committees and shall act as a Chairperson at each General and Committee Meeting of the Association.
  - ii. VICE PRESIDENT  
The Vice President shall perform the duties of the President during the President's absence or at the President's request. If the President and Vice President are absent from a meeting or unwilling to act, the members present at the meeting shall elect one of their number to act as Chairperson.
  - iii. SECRETARY  
The Secretary shall take record of the proceeding of the Meetings of the Committee of Management and all Regular and Special Committees. The Secretary shall conduct all correspondence relating to the Association and after consultation with a majority of the Committee of Management and shall be a member ex officio of all Regular and Special Committees. The Secretary shall ensure that all records of the business of the Association including the Rules, registration of

members, minutes of General and Committee meetings and a file of correspondence are kept. These records shall be available for inspection upon request to the Committee by any member and shall be held in custody of the Secretary.

iv. TREASURER

The Treasurer shall collect all monies due to the Association and shall within fourteen (14) days of collection pay all monies collected into a Bank approved by the Committee of Management. The Treasurer shall make all payments on behalf of the Association provided that however no cheques shall be drawn nor any payment made without the authority of the Committee of Management and then only in accordance with the provisions of this Constitution. The Treasurer shall record in books of accounts the receipts and accounts of all monies connected with the Association and shall produce each year to the Auditor of the Association the books of accounts. The Treasurer shall at all General Meetings deliver to the Chairman a duly audited Balance Sheet and a Profit and Loss Account covering the financial year immediately preceding the Annual General Meeting. These records shall be available upon request to the Committee by any member and shall be held in custody of the Treasurer.

c. AUDITOR

There shall be one independent Auditor of the Association. The Auditor shall satisfy himself that the Balance Sheet and the Profit and Loss Account as presented annually at the Annual General Meeting by the Secretary and Treasurer are a true and correct record of the Association's financial activities and position and shall conduct financial investigations as required by the Committee of Management.

- d. The Committee shall have control of the finances of the Association and all such administrative powers as may be necessary for the proper carrying out of the objects of the Association in accordance with this Constitution. The withdrawal of monies from the Association's Bank account shall be authorised only by the Committee of Management and the instrument of withdrawal shall be signed by any two (2) of the following four (4), namely, the President, Vice President, Secretary or Treasurer.
- e. Office bearers and other members of the Committee shall be elected at each Annual General Meeting. Any casual vacancies occurring in the Committee may be filled by a member appointed by the Committee at its discretion.
- f. Each member of the Committee shall hold office from the date of their election or appointment until the next Annual General Meeting.
- g. Retiring Committee members are eligible for re-election.
- h. The Committee shall meet at least six (6) times in each period of twelve (12) months at such place and time as the Committee may determine.
- i. The quorum for meetings of the Committee shall be one half the number of Committee members elected at the previous Annual General Meeting.
- j. Notice of Committee Meetings shall be given at the previous Committee Meeting or by such other means as the Committee may decide upon.
- k. A member of the Committee shall cease to hold office upon resignation in writing; removal as a member of the Association; or absence from three (3) successive Committee Meetings without approval by the Committee.
- l. The Committee may function validly provided its number is not reduced below the quorum. Should Committee numbers fall below the quorum the remaining

Committee members may act only to call an Extraordinary General Meeting to elect new Committee members.

- m. Questions arising at any Meeting of the Committee shall be decided by the majority of votes of those present. In the case of an equality of votes the person appointed to chair the meeting shall have a second and casting vote.
- n. If within half an hour of the time appointed for a Committee Meeting a quorum is not present the Meeting shall be dissolved.
- o. Additional Meetings of the Committee may be convened by the President or any two (2) members of the Committee.
- p. The Committee of Management may from time to time appoint such sub-committees as they may deem necessary or expedient and may depute or refer to them such of the powers and duties of the Committee as the Committee may determine. Such subcommittees shall conduct their business in accordance with the directions of the Committee of Management. The Committee may from time to time appoint one or more members of the Association to a subcommittee. A subcommittee shall consist of a maximum of four (4) members of which a minimum of one (1) shall be a member of the Committee of Management and shall act as Chairperson for that sub-committee and represent it on the Committee of Management.
- q. The Committee of Management is empowered to make, repeal and amend such bylaws as they may from time to time consider necessary for the wellbeing of the Association which bylaws repeals or amendments shall have effect till otherwise determined by the Committee or a General Meeting.

7. INDEMNITY

The members of the Committee, and of any subcommittee and all officers for the time being of the Association, and in each of their executors and administrators shall be indemnified and held harmless by the members of the Association from and against all actions, cost, charges, losses, claims, demands, damages and expenses which they or any of their executors or administrators shall or may incur or sustain by or by reasons of any act done, concurred in or omitted in or about the execution of their duty or supposed duty in their respective offices or trusts except such (if any) as they shall incur or sustain by or through their wilful neglect or default respectively and none of them shall be answerable for the acts or defaults of the other or others of them.

8. GENERAL MEETINGS

- a. An Annual General Meeting of the Association shall be held each year within six (6) months from the end of the financial year of the Association (except the first Annual General meeting which shall be held within two (2) months from the end of the first financial year and within eighteen months of Incorporation).
- b. In the case of the Annual General Meeting the following business shall be transacted:
  - i. Opening of Meeting
  - ii. Apologies
  - iii. Confirmation of Minutes of previous Annual General Meeting and any recent Special General Meetings.
  - iv. Receipt of the Committees report upon the activities of the Association in the last financial year as presented by the President.
  - v. Receipts and considerations of a Statement of the Committee which is not misleading and gives a true and fair view for the last financial year of the Association's income and expenditure as presented by the Treasurer.
  - vi. Election of Officer bearers and other members of the Committee.
  - vii. Appoints of Auditor.
  - viii. General Business which due notice has been given.

- c. The Committee may whenever it thinks fit convene a Special General Meeting of the Association. A Special General Meeting must be convened by the Committee within three (3) months of receiving a written request to do so from at least 5% of the membership of the Association. All such requisitions shall be signed by each of those members and state the purpose for the Meeting.
- d. Notice shall be given to all financial members of any General Meeting by writing.
- e. The Association shall hold three (3) General Meetings per year one of which will be the Annual General meeting held in August. The remaining General Meetings will be held in November and May of each year.
- f. At least fourteen (14) days notice of all General Meetings and Notices of Motions shall be given to members. In the case of General Meetings where a special resolution is given to members at least 21 days before the Meeting.
- g. The quorum for a General Meeting shall be nine (9) members present in person or via available technology. If within half an hour of the time appointed for General Meeting a Quorum is not present the Meeting shall be dissolved.
- h. Voting at General Meetings shall be by show of hands unless a secret ballot is demanded. Decisions shall be made by a simple majority vote except for those matters which must be decided by special resolution where a three-quarter majority is required.
- i. All votes shall be given personally or by post and in the case of elections to the appointed Returning Officer and there shall be no voting by proxy.
- j. No member shall be entitled to vote at any meeting if their annual subscription shall be in arrears at the date of the meeting.
- k. Notice of a General Meeting shall specify the place, date and time of the Meeting.
- l. The procedure of a General Meeting will be Agenda and Items handed in before the commencement of the Meeting and followed by General Business to which the rules of debate will apply.

#### 9. NOMINATIONS

Any financial member of the Association who wishes to stand for election as an officer of the Association shall present a nomination in writing to the Returning Officer. All nomination forms shall be signed by the nominee and two (2) other financial members. Nomination shall be in the hands of an independent Returning Officer twenty-one (21) days prior to the date of the Annual General Meeting. If no written nominations are received the Chairman may take nominations from the floor at the Annual General Meeting provided the nominee grants assent. If written nominations are received by the Returning Officer by the annual General Meeting always that if a nominee withdraws and there are no nominees remaining a verbal nomination may be taken as herein provided.

#### 10. SPECIAL RESOLUTIONS

- a. A special resolution must be passed at a General Meeting of the Association to effect the following changes:
  - i. A change in the Association's name
  - ii. A change of the Association's rules
  - iii. A change of the Association's objects
  - iv. An amalgamation with another Incorporated Association
  - v. To voluntarily wind up the Association and distribute its property
  - vi. To apply for registration as a Company or Co-operative.

- b. A special resolution shall be passed in the following manner:
  - i. A notice must be sent to all members advising that a General Meeting is to be held to consider a special resolution.
  - ii. The notice must give details of the proposed special resolution and give at least twenty one (21) days notice of the Meeting
  - iii. A quorum must be present at the Meeting
  - iv. At least three-quarters of those present must vote in favour of the resolution
  - v. In situations where it is not possible or practicable for a resolution to be passed as described above, a request may be made to the Business and Consumer Affairs commission to pass the resolution in some other way.

#### 11. PUBLIC OFFICER

- a. The Committee shall ensure that a person is appointed as Public Officer.
- b. The first Public Officer shall be the person who completed the Application for Incorporation of the Association.
- c. The Committee may at any time remove the Public Officer and appoint a new Public Officer provided the person appointed is 18 years of age or older and a resident of New South Wales.
- d. The Public Officer shall be deemed to have vacated their position in the following circumstances:
  - i. Death
  - ii. Resignation
  - iii. Removal by the Committee at a General Meeting
  - iv. Bankruptcy or financial insolvency
  - v. Mental illness
  - vi. Residency outside New South Wales
- e. When a vacancy occurs in the position of Public Officer the Committee shall within fourteen (14) days notify the Business and Consumer Affairs Commission by the prescribed form and appoint a new Public Officer.
- f. The Public Officer is required to notify the Business and Consumer Affairs Commission by the prescribed form in the following circumstances:
  - i. Appointment (within 14 days)
  - ii. A change of residential address (within 14 days)
  - iii. A change in the Association objects and rules (within 1 month)
  - iv. A change in the membership of the Committee (within 14 days)
  - v. Of the Association's financial affairs (within 1 month after the Annual General Meeting)
  - vi. A change in the Association's name (within 1 month)
- g. The Public Officer may be an Office bearer, Committee member, or any other person regarded as suitable for the position by the Committee.

#### 12. MISCELLANEOUS

- a. The Association shall effect and maintain insurance as is required under the Associations Incorporated Act together with any other insurance which may be required by law or regarded as necessary by the Association.
- b. The funds of the Association shall be derived from the fees of members, donations, grants and such other sources approved by the Association.
- c. The Common Seal of the Association shall be kept in the custody of the Secretary and shall only be affixed to a document with the approval of the Committee. The stamping of the Common Seal shall be witnessed by the signature of two members of the Committee.

- d. The Association may at any time pass a special resolution determining how any surplus property is to be distributed in the event that the Association should be wound up. The distribution of surplus property shall be in accordance with Section 53 of the Associations Incorporation Act 1984.
- e. Service of documents of the Association is effected by serving them on the Public Officer or by serving them personally on two (2) members of the Committee.
- f. Notices sent by post shall be deemed to have been received two (2) days after the date of posting.
- g. The income and property of the Association shall be used only for promotion of the objects of the Association and shall not be paid or transferred to members by way of dividend, bonus or profit.
- h. If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association and which shall prohibit the distribution of its or their income and property among its or their members to any extent at least as great as is imposed on the Association such institution or institutions to be determined by the members of the Association at or before the time of dissolution and if so far as effect cannot be given to the aforesaid provision then to some charitable object.
- i. The record books and other documents of the Association shall be open to inspection free of charge by a member of the Association at any reasonable time by arrangement.