

Rules of Association

(Constitution)

The Horsepitality Trail **Riders Club**

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1 INTERPRETATION

In these rules

- (1) The Association means **The Horsepitality Trail Riders Club**
- (2) Act means the Associations Incorporation Act 1981.
- (3) Associations governing bodies or National Body means Australian Trail Horse Riding Association (ATHRA)
- (4) Position Statements means ATHRA Australia club position overview, position descriptions and appropriate position task sheets
- (5) ATHRA policies and procedures means ATHRA management, administration policies, procedures operating requirements and codes of conduct.
- (6) Member means member of the Association as mentioned in Rule 5
- (7) The Committee means the Management Committee for the time being of the Association
- (8) References to General Meetings refer to the Annual Meeting (AGM), General Members Meeting and Special Meetings of the Association.
- (9) Special Meeting means any Special Meeting of the Association requiring member's consideration other than the Associations AGM
- (10) General Members Meeting means a meeting where members are provide an update of the clubs performance and future proposed activities by the Management Committee
- (11) In writing means written, email or printed or partly written and partly printed
- (12) Words importing singular include the plural and
- (13) Words importing the plural include the singular
- (14) A word or expression that is not defined in these model rules, but is defined in the Act has, if the context permits, the meaning given by the Act
- (15) Family member as mentioned in Rule 43 5 (d) refers to those who are related by birth, marriage or adoption, which includes partners and their family and includes any persons living or cohabitating with one another regardless of their relationship
- (16) ATHRA Groups means all ATHRA groups defined in the ATHRA rules of association and/or Organisational Structure
- (17) The membership fee refers to club membership only and doesn't refer to operating, activity, program or event affiliation and or fees

2 NAME

The name of the incorporated association is **The Horsepitality Trail Riders Club** (*the association*).

3 OBJECTS

The objects of the association are:-

- (1) To promote, encourage and foster, trail horse riding in **all parts of NSW** and its surrounding areas.
- (2) To have a culture that promotes recreational riding, horse riding skills and participation.
- (3) To provide a supportive, enjoyable and safe environment for our members to ride.
- (4) To educate our members in the protection and conservation of natural and cultural environment.

4 POWERS

- (1) The association has the powers of an individual.
- (2) The association may, for example
 - (a) enter into contracts; and
 - (b) acquire, hold, deal with and dispose of property; and
 - (c) make charges for services and facilities it supplies; and
 - (d) do other things necessary or convenient to be done in carrying out its affairs.
- (3) The association may also issue secured and unsecured notes, debentures and debenture stock for the association.

5 CLASSES OF MEMBERS

The membership of the Association shall consist of the following classes of members:

- 1) Full Members;
 - 2) Junior Members;
 - 3) Life Members;
 - 4) Honorary Members;
 - 5) Social Members;
 - 6) Associate Members;
-
- (1) **FULL CLUB MEMBERS** shall be any persons aged eighteen (18) years and over with an interest riding events or activities conducted by the Association on payment of the subscription or such other sum as may from time to time be declared upon the Association at any General Meeting.

Full Members shall be:-

- a) subject to the provisions of these Rules
- b) when participating in activities provided by the association subject to the rules stipulated by the association and the Associations governing bodies
- c) on payment of their fees, entitled to one vote
- d) entitled to hold office or otherwise take part in the management of the Association and all privileges connected therewith.

The Full Members shall be unlimited

- (2) **JUNIOR MEMBERS** shall be any persons under the age of eighteen (18) years participating in riding activities or events conducted by the Association on payment of the subscription or such other sum as may nominate time to time be declared upon the Association at any General Meeting

Junior Members shall be:-

- a) subject to the provisions of these Rules
- b) when participating in activities provided by the association subject to the rules stipulated by the association and the Associations governing bodies

- c) on payment of their fees, shall be entitled to one parent or legal guardian over the age of eighteen (18) years be named to be their representative. This representative may be entitled to one vote only
- d) Junior member's parent or legal guardian is entitled to hold office or otherwise take part in the management of the Association and all privileges connected therewith.

The Junior Members shall be unlimited

- (3) **LIFE MEMBER** shall be a person who has provided long standing meritorious services to the Association and meets the criteria as set by the Association and whose nomination has been passed by the Management Committee and confirmed by a majority of members present at the Annual General Meeting of the Association.

Life Members shall be:-

- a) subject to the provisions of these Rules
- b) exempt from the payment of membership fees
- c) will be entitled to vote at general meeting if the life member is an active participant in club activities but if the life members is a non active member in club programs or activities they will be entitled to speak at general meetings of the association but not entitled to vote
- d) afforded all the entitlements offered to Full Member

The Life Members numbers shall be limited to no more than two (2) Life Membership in any one year

- (4) **HONORARY MEMBER** shall be a person who is not a Full, Junior or Life member who is nominated and elected by a simple majority of Management Committee members present. Honorary membership shall be terminated at the following Annual General Meeting, but may be renewed

Honorary Members shall be:-

- a) subject to the provisions of these Rules
- b) exempt from the payment of membership fees and will be entitled to one vote,
- c) entitled to hold office or otherwise take part in the management of the Association and shall be entitled to all privileges connected therewith.

The Honorary Members numbers shall be determined by the Management Committee from time to time

- (5) **SOCIAL MEMBER** shall be any non riding person five years and over who is of good character. The Association empowers the Management Committee, to determine the fees and associated privileges that shall be afforded from time to time.

Social Members shall be:-

- a) subject to the provisions of these Rules
- b) exempt from holding office or taking part in the management of the Association and shall not be entitled to vote.
- c) on full payment of the fee nominated by the Management Committee, be entitled to the privileges offered by the Association.

The number of Social Memberships shall be determined by the Management Committee from time to time

- (6) **ASSOCIATE MEMBER** shall be any persons with an interest in riding events or activities conducted by the Association on payment of the subscription or such other sum as may from time to time be declared upon the Association at any General Meeting.

Associate Members shall be:-

- a) subject to the provisions of these Rules
- b) when participating in activities provided by the association subject to the rules stipulated by the association and the Associations governing bodies
- c) on payment of their fees,
- d) are not entitled to vote or to hold office or otherwise take part in the management of the Association and all privileges connected therewith.

Associate Members shall be unlimited.

6 NEW MEMBERSHIPS

- (1) An applicant for membership of the association must be proposed by 1 member of the association (the **proposer**) and seconded by another member (the **seconder**).
- (2) An application for membership must be—
 - (a) in writing as defined in subclause 1.9 ; and
 - (b) signed by the applicant and the applicants proposer and seconder; and
 - (c) in the form decided by the management committee.

7 FEES AND CHARGES

- (1) The membership fee
 - (a) is the amount decided by the members from time to time at a general meeting; and
 - (b) is payable when, and in the way, the management committee decides.
- (2) Activity Fees and Charges
 - (a) is the amount decided by the management committee from time to time and
 - (b) is payable when, and in the way, the management committee decides.

8 ADMISSION AND REJECTION OF NEW MEMBERS

- (1) The management committee must consider an application for membership at the next committee meeting held after it receives—
 - (a) the application for membership; and
 - (b) the appropriate membership fee for the application.
- (2) The management committee must ensure that, as soon as possible after the person applies to become a member of the association, and before the management committee considers the persons application, the person is advised—
 - (a) whether or not the association has public liability insurance; and
 - (b) if the association has public liability insurance—the amount of the insurance.
- (3) The management committee must decide at the meeting whether to accept or reject the application.

- (4) If a majority of the members of the management committee present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.
- (5) The secretary of the association must, as soon as practicable after the management committee decides to accept or reject an application, give the applicant a written notice of the decision.

9 WHEN MEMBERSHIP ENDS

- (1) A member may resign from the association by giving a written notice of resignation to the secretary.
- (2) The resignation takes effect at—
 - (a) the time the notice is received by the secretary; or
 - (b) if a later time is stated in the notice—the later time.
- (3) The management committee may terminate a members membership if the member—
 - (a) is convicted of an indictable offence; or
 - (b) does not comply with any of the provisions of these rules; or
 - (c) has membership fees in arrears; or
 - (d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.
- (4) Before the management committee terminates a members membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- (5) If, after considering all representations made by the member, the management committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

10 APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- (1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the persons intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.
- (3) If the secretary receives a notice of intention to appeal, the secretary must, within 1 month after receiving the notice, call a general meeting to decide the appeal.

11 GENERAL MEETING TO DECIDE APPEAL

- (1) The general meeting to decide an appeal must be held within 3 months after the secretary receives the notice of intention to appeal.
- (2) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- (3) Also, the management committee and the members of the committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.

- (4) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.
- (5) If a person whose application for membership has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the membership fee paid by the person.

12 REGISTER OF MEMBERS

- (1) The management committee must keep a register of members of the association.
- (2) The register must include the following particulars for each member—
 - (a) the full name of the member;
 - (b) the postal or residential address of the member;
 - (c) the date of admission as a member;
 - (d) the date of death or time of resignation of the member;
 - (e) details about the termination or reinstatement of membership;
 - (f) any other particulars the management committee or the members at a general meeting decide.
- (3) The register must be open for inspection by members of the association at all reasonable times.
- (4) A member must contact the secretary to arrange an inspection of the register.
- (5) However, the management committee may, on the application of a member of the association, withhold information about the member (other than the member's full name) from the register available for inspection if the management committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

13 PROHIBITION ON USE OF INFORMATION ON REGISTER OF MEMBERS

- (1) A member of the association must not—
 - (a) use information obtained from the register of members of the association to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes; or
 - (b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes.
- (2) Subrule (1) does not apply if the use or disclosure of the information is approved by the association.

14 APPOINTMENT OR ELECTION OF SECRETARY

- (1) The secretary must be an individual residing in NSW, or in another State.
 - (a) a member of the association elected by the association as secretary; or
 - (b) any person who is appointed by the Management Committee

- (2) If a vacancy happens in the office of secretary, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after the vacancy happens.
- (3) If the management committee appoints a secretary, other than to fill a casual vacancy on the management committee, the person does not become a member of the management committee.
- (4) However, if the management committee appoints a person as secretary to fill a casual vacancy on the management committee, the person becomes a member of the management committee.
- (5) If the appointed Secretary is not remunerated for the services provided over and above reimbursements for expenses incurred while executing the duties of the position, these rules will deem that the Appointed Secretary is a volunteer and as such will be subject to rule 17.4.
- (6) In this rule— ***casual vacancy***, on a management committee, means a vacancy that happens when an elected member of the management committee resigns, dies or otherwise stops holding office.

15 REMOVAL OF SECRETARY

- (1) The Management Committee of the Association may at any time remove a person appointed by the committee as the Secretary.
- (2) The Management Committee of the Association may remove a secretary elected by the members, though the person remains a member of the management committee.

16 FUNCTIONS OF SECRETARY

The secretary's functions include, but are not limited to—

- (a) calling meetings of the association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the association; and
- (b) keeping minutes of each meeting; and copies of all correspondence and other documents relating to the association; and maintaining the register of members of the association.

17 MEMBERSHIP OF MANAGEMENT COMMITTEE

- (1) The Management Committee of the Association shall be a minimum of Four (4) and maximum of five (5). The Management Committee of the Association shall consist of:
 - (1) **President**
 - (2) **Secretary**
 - (3) **Treasurer**
 - (4) **Snr Vice President**
 - (5) **Jnr Vice President**
- (2) A member of the Management Committee, other than a Secretary if appointed by the Management Committee, must be a member of the Association.
- (3) The Office Bearers of the Association shall be positions one (1) to three (3).

- (4) At each Annual General Meeting (AGM) of the Association, the members of the Executive Board must retire from office in line with rule 17.5 and are eligible, on nomination, for re-election in line with rule 17.6.
- (5) At the Annual General Meeting of the Association the members of the Management Committee shall on even years retire all persons holding even numbered positions and on odd years retire all persons holding odd numbered positions from office but shall be eligible upon nomination for re-election subject to clause 17.6
- (6) No member of the Management Committee or the appointed Secretary as defined in rule 14.6 can hold any position for more than four (4) consecutive years and must retire for a minimum of one (1) year before they will be eligible for re-election to any Management Committee position.
- (7) A member of the association may be appointed to a casual vacancy on the management committee under rule 20.

18 ELECTING THE MANAGEMENT COMMITTEE

A member of the Management Committee may only be elected as follows:

- (1) Any two (2) members of the Association entitled to vote may nominate another member who is the **“candidate”**, not in conflict with rule 17.4, to stand as a member of the Management Committee.
- (2) A person may be a candidate only if the person—
 - (a) is an adult; and
 - (b) is not ineligible to be elected as a member under section 61A of the Act.
- (3) All nominations for membership of the Management Committee are to be in writing and in the hands of the Secretary fourteen (14) days prior to the Annual General Meeting.
- (4) All candidates will be required to indicate in writing their ability to meet the skills, tasks and time required for the applied position as defined by the Association’s Position Statements. All prospective candidates will be required to complete the Management Committee’s Position Statement nomination form and have it signed by the candidate and the two (2) nominees.
- (5) Candidates application forms must be posted in a conspicuous place in the office, on the web or usual place of meeting of the association for at least 7 days immediately preceding the annual general meeting.
- (6) Each member of the Association present and eligible to vote at the Annual General Meeting may vote for 1 candidate for each vacant position on the Management Committee.
- (7) In the absence of any valid written nominations, candidates may be called or accepted from the floor of the Annual General Meeting. Those nominating from the floor will be required to verbally provide the members evidence of their ability to meet skills, tasks and time required for the specified position as defined by the Management Committee’s Position Statements. The members present and eligible to vote will accept or reject the candidate’s nomination based on the information provided by the candidate.
- (8) If any position has only one candidate, the members present and eligible to vote will accept or reject the nomination based on the candidate’s known ability to meet the Position Statement duties, if it is known, or if there is doubt that the candidate possesses the skills to fill the position, the nomination shall be rejected, the position shall remain vacant until a

suitable volunteer can be found under rules 20 or that the Association has the ability buy in the services of skilled personnel.

- (9) Balloting lists shall be prepared, if necessary, containing the names of the accepted candidates in alphabetical order for each position and each voting member present at the Annual General Meeting shall be entitled to vote.

19 RESIGNATION, REMOVAL OR VACANCIES OF OFFICE OF MANAGEMENT COMMITTEE MEMBER

- (1) A member of the management committee may resign from the committee by giving written notice of resignation to the secretary.
- (2) The resignation takes effect at—
 - (a) the time the notice is received by the secretary; or
 - (b) if a later time is stated in the notice—the later time.
- (3) A member may be removed from office at a general meeting of the association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- (4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- (5) A member has no right of appeal against the members removal from office under this rule.
- (6) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.
- (7) A member of the Management Committee may be removed from their position or office if it is proven that they fail to abide by the Association's Rules, Committee Codes of Conduct and Behaviour and/ or position responsibilities as stipulated in the organisation Position Descriptions and Operational Tasks Sheets.

20 VACANCIES ON MANAGEMENT COMMITTEE

- (1) If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of the association to fill the vacancy until the next annual general meeting.
- (2) The continuing members of the management committee may act despite a casual vacancy on the management committee.
- (3) However, if the number of committee members is less than the number fixed under rule 23(1) as a quorum of the management committee, the continuing members may act only to—
 - (a) increase the number of management committee members to the number required for a quorum; or
 - (b) call a general meeting of the association.

21 FUNCTIONS OF MANAGEMENT COMMITTEE

- (1) Subject to these rules or a resolution of the members of the association carried at a general meeting, the management committee has the general control and management of the administration of the affairs, property and funds of the association.

- (2) The management committee has authority to interpret the meaning of these rules and any matter relating to the association on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

Note— The Act prevails if the associations rules are inconsistent with the Act—see section 1B of the Act.

- (3) The management committee may exercise the powers of the association—
 - (a) to borrow, raise or secure the payment of amounts in a way the members of the association decide; and
 - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the associations property, both present and future; and
 - (c) to purchase, redeem or pay off any securities issued; and
 - (d) to borrow amounts from members and pay interest on the amounts borrowed; and
 - (e) to mortgage or charge the whole or part of its property; and
 - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association; and
 - (g) to provide and pay off any securities issued; and
 - (h) to invest in a way the members of the association may from time to time decide.
- (4) For subrule (3)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by—
 - (a) the financial institution for the association; or
 - (b) if there is more than 1 financial institution for the association—the financial institution nominated by the management committee.

22 MEETINGS OF MANAGEMENT COMMITTEE

- (1) Subject to this rule, the management committee may meet and conduct its proceedings as it considers appropriate.
- (2) The management committee must meet at least once every three (3) months to exercise its functions.
- (3) The management committee must decide how a meeting is to be called.
- (4) Notice of a meeting is to be given in the way decided by the management committee.
- (5) The management committee may hold meetings, or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (6) A committee member who participates in the meeting as mentioned in subrule (5) is taken to be present at the meeting.
- (7) A question arising at a committee meeting is to be decided by a majority vote of members of the committee present at the meeting and, if the votes are equal, the question is decided in the negative.

- (8) A member of the management committee must not vote on a question about a contract or proposed contract with the association if the member has an interest in the contract or proposed contract and, if the member does vote, the members vote must not be counted.
- (9) The president is to preside as chairperson at a management committee meeting.
- (10) If there is no president or if the president is not present within 10 minutes after the time fixed for a management committee meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

23 QUORUM FOR, AND ADJOURNMENT OF, MANAGEMENT COMMITTEE MEETING

- (1) At a management committee meeting, more than 50% of the members elected to the committee as at the close of the last general meeting of the members form a quorum.
- (2) If there is no quorum within 30 minutes after the time fixed for a management committee meeting called on the request of members of the committee, the meeting lapses other than on the request of the members of the committee
 - (a) the meeting is to be adjourned for at least 1 day; and
 - (b) the members of the management committee who are present are to decide the day, time and place of the adjourned meeting or
 - (c) If a management committee quorum cannot be achieved, the continuing members may act as required under rule 20 .3
- (3) If, at an adjourned meeting mentioned in subrule (2a, 2b), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

24 SPECIAL MEETING OF MANAGEMENT COMMITTEE

- (1) If the secretary receives a written request signed by at least 33% of the members of the management committee, the secretary must call a special meeting of the committee by giving each member of the committee notice of the meeting within 14 days after the secretary receives the request.
- (2) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- (3) A request for a special meeting must state—
 - (a) why the special meeting is called; and
 - (b) the business to be conducted at the meeting.
- (4) A notice of a special meeting must state—
 - (a) the day, time and place of the meeting; and
 - (b) the business to be conducted at the meeting.
- (5) A special meeting of the management committee must be held within 14 days after notice of the meeting is given to the members of the management committee.

25 MINUTES OF MANAGEMENT COMMITTEE MEETINGS

- (1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting are entered in a minute book.

- (2) To ensure the accuracy of the minutes, the minutes of each management committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next management committee meeting, verifying their accuracy.
- (3) The minutes compiled by the Secretary and duly signed by the chairperson authenticating their accuracy shall be deemed as the official minutes.

26 DUTIES OF THE ASSOCIATION AND COMMITTEES

(1) The duty of the Association to the Management Committee Personnel

Shall be to:-

- (a) ensure all individual committee personnel are compensated for the costs associated with completing their duties in accordance with the ATHRA 'Committee Reimbursement' Policy and Procedures.
- (b) provide the support and training required to complete the tasks required of their position according to the ATHRA 'Volunteer' policies and procedures by ensuring all Committee personnel receive appropriate
 - (i) ATHRA 'Committee Induction training' prior to the commencement of their duties and/or
 - (ii) ATHRA 'Committee Position Description and 'Task Sheet'
 - (iii) education and/or training required to complete their tasks or position requirements at the Association's cost.

(2) The duties of the Management Committee to the Association

Shall be to:-

- (a) continue to develop the Association by implementing modern efficient and effective administration, management and financial practises that support the longevity of the Association.
- (b) effectively and efficiently deliver their roles and responsibilities as stipulated under their position statements and operational task sheets.
- (c) attend meetings, actively and constructively participate in the discussions and decision making process and know that non attendance or disruptive behaviour may result in disciplinary action or expulsion
- (d) provide members with the support they require to develop within the constraints of the Association's financial and human capacity.
- (e) not dismiss or disregard lightly the concepts, issues or advice provided, raised or presented by members or stakeholders.
- (f) ensure that the differences and variances in usage and volunteer contributions are reflected in the users' affiliation structure/s and fee/s as provided by ATHRA.

(3) The duties of the Management Committee to the Association Volunteer Workforce

Shall be to:-

- (a) undertake ongoing recruitment to ensure there are appropriately qualified and motivated personnel with sufficient time to fulfil all positions in the Association.
- (b) place Association volunteers based on experience, skills and/or their potential to develop the skills in order that no volunteer is placed knowingly in a position or given a task that is beyond his or her known capabilities unless adequate support is provided. If the skills cannot

be obtained or supported, the volunteer shall be removed from position or task with the option of being redeployed to a new position or task that better suits their situation and ability.

- (c) ensure that all general volunteers, after four (4) consecutive years service, are rested from all voluntary duties within or for the club for a period of not less than one (1) year.
- (d) ensure the needs of the Association's most valued resource, its volunteer workforce, are supported by modern volunteer policies, procedures, codes and practises.
- (e) recognise and reward the commitment and contribution of the Association's volunteers according to the ATHRA's volunteer policies, procedures and industry standards.
- (f) if they are unable to recruit personnel with the appropriate skills, time or commitment to key and or high risk positions the Management Committee will buy in the service/s at the members' cost.

(4) The duty of the Management Committee to Clubs Sub Groups or Committees:-

Shall be to:-

- (a) provide the support required for the subcommittee/s to achieve the objective/s set by the Management Committee.
- (b) provide the sub-committees with realistic objectives.

(5) The duty of Clubs Sub Groups and/or Committees to the Association:-

Shall be to:-

- (a) contribute to the development the association, riders and technical personnel and
- (b) provide the Management Committee with realistic options for consideration within the timeframe and in the format required by the Management Committee.
- (c) to operate according to the roles, responsibilities and procedures established by the Management Committee.

(7) The duty of All Members to the Organisation

Shall be to:-

- a) follow the rules of the association, rules of the activity, codes of conduct and codes of behaviour of the Association, ATHRA and its operational groups and land owners and or land managers.
- b) when representing the club, do so in a manner that reflects and promotes the objectives of the Association and ATHRA

27 APPOINTMENT OF SUBCOMMITTEES AND GROUPS

- (1) The management committee may appoint a subcommittee consisting of members of the association considered appropriate by the committee to help with the conduct of the associations operations.
- (2) A member of the subcommittee who is not a member of the management committee is not entitled to vote at a management committee meeting.
- (3) A subcommittee may elect a chairperson of its meetings.
- (4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.
- (5) A subcommittee may meet and adjourn as it considers appropriate.

- (6) A question arising at a meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

28 ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

- (1) An act performed by the management committee, a subcommittee or a person acting as a member of the management committee is taken to have been validly performed.
- (2) Subrule (1) applies even if the act was performed when—
- (a) there was a defect in the appointment of a member of the management committee, subcommittee or person acting as a member of the management committee; or
 - (b) a management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

29 RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

- (1) A written resolution signed by each member of the management committee is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
- (2) A resolution mentioned in subrule (1) may consist of several documents in like form, each signed by 1 or more members of the committee.

30 ANNUAL GENERAL MEETINGS (AGM)

Annual general meeting must be held

- (a) at least once each year; and
- (b) within 6 months after the end date of the association's reportable financial year.

31 BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING

- (1) The following business must be conducted at each annual general meeting of the association—
- (a) receiving the association's financial statement, and signed statement, for the last reportable financial year;
 - (b) presenting the financial statement and signed statement to the meeting for adoption;
 - (c) electing members of the management committee;
 - (d) appointing an auditor, an accountant or an approved person for the present financial
 - (e) determine the affiliation fee's for the next financial year

32 GENERAL MEMBERS MEETINGS

General members' meeting must be held

- (a) at least once a year; and within six months of the AGM and
- (b) the meeting will commence immediately prior to a scheduled Management Committee meeting

33 BUSINESS TO BE CONDUCTED AT GENERAL MEMBERS' MEETING

- (1) The following business must be conducted at each general members' meeting of the association—

- (a) report on current financial status and completed programs and activity conducted
- (b) update members on future programs and activities;
- (c) determine the club membership for the following year;

34 NOTICE OF ANNUAL GENERAL MEETING AND GENERAL MEETINGS

- (2) The secretary may call a general meeting of the association.
- (3) The secretary must give at least 14 days notice of the meeting.
- (4) If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- (5) The management committee may decide the way in which the notice must be given.
- (6) However, notice of the following meetings must be given in writing—
 - (a) a meeting called to hear and decide the appeal of a person against the management committee's decision—
 - (i) to reject the person's application for membership of the association; or
 - (ii) to terminate the person's membership of the association;
 - (b) a meeting called to hear and decide a proposed special resolution of the association.
- (7) A notice of a general meeting must state the business to be conducted at the meeting.

35 QUORUM FOR, AND ADJOURNMENT OF, ALL GENERAL MEETINGS

- (1) The quorum for a general meeting is at least the number of members elected or appointed to the management committee at the close of the association's last general meeting plus 1.
- (2) No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- (3) If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the management committee or the association, the meeting lapses.
- (4) In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.
- (5) The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (6) If a meeting is adjourned under subrule (4), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (7) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- (8) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

36 PROCEDURE AT GENERAL MEETING

- (1) A member may take part and vote in a general meeting in person, or by using any technology that reasonably allows the member to hear and take part in discussions as they happen
- (2) A member who participates in a meeting as mentioned in subrule (1) is taken to be present at the meeting.
- (3) At each general meeting—
 - (a) the president is to preside as chairperson; and
 - (b) if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be chairperson of the meeting; and
 - (c) the chairperson must conduct the meeting in a proper and orderly way.
 - (d) accordingly members must conduct their manner and behaviour properly and according to the direction of the chair and the majority of members wishes

37 VOTING AT AGM OR GENERAL MEETING OF THE ASSOCIATION

- (1) At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present and eligible to vote.
 - (a) A **special resolution** must be decided by a 3/4 of votes of the members present and eligible to vote.
- (2) Each member present and eligible to vote is entitled to 1 vote only and, if the votes are equal, the motion, matter, or resolution shall be determined to retain the Status Quo.
- (3) A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
- (4) The method of voting is to be decided by the management committee.
- (5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- (6) If a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides.
- (7) The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

38 SPECIAL GENERAL MEETING

- (1) The secretary must call a special general meeting by giving each member of the association notice of the meeting within 14 days after—
 - (a) being directed to call the meeting by the management committee; or
 - (b) being given a written request signed by—
 - (i) at least 33% of the number of members of the management committee when the request is signed; or
 - (ii) at least the number of ordinary members of the association equal to double the number of members of the association on the management committee when the request is signed plus 1; or

If the secretary receives a written request signed by at least 33% of the members of the management committee, or at least double the number of the management committee elected at the previous general members plus one by association members

- (c) being given a written notice of an intention to appeal against the decision of the management committee—
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership.
- (2) A request mentioned in subrule (1)(b) must state—
 - (a) why the special general meeting is being called; and
 - (b) the business to be conducted at the meeting.
- (3) A special general meeting must be held within 3 months after the secretary—
 - (a) is directed to call the meeting by the management committee; or
 - (b) is given the written request mentioned in subrule (1)(b); or
 - (c) is given the written notice of an intention to appeal mentioned in subrule (1)(c).
- (4) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

39 MINUTES OF GENERAL MEETINGS

- (1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes—
 - (a) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
 - (b) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.
 - (c) the minutes compiled by the Secretary and duly signed by the chairperson authenticating their accuracy shall be deemed as the official minutes.
- (3) If asked by a member of the association, the secretary must, within 28 days after the request is made—
 - (a) make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
 - (b) give the member copies of the minutes of the meeting.
- (4) The association may require the member to pay the reasonable costs of providing copies of the minutes.

40 BY-LAWS

- (1) The management committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association.
- (2) A by-law may be set aside by a vote of members at a general meeting of the association.

41 ALTERATION OF RULES

- (1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- (2) However an amendment, repeal or addition is valid only if it is registered by the chief executive.

42 COMMON SEAL

- (1) The management committee must ensure the association has a common seal.
- (2) The common seal must be—
 - (a) kept securely by the management committee; and
 - (b) used only under the authority of the management committee.
- (3) Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by—
 - (a) the secretary; or
 - (b) another member of the management committee; or
 - (c) someone authorised by the management committee.

43 FUNDS AND ACCOUNTS

- (1) The funds of the association must be kept in an account in the name of the association in a financial institution decided by the management committee.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) A payment by the association of \$100 or more must be made by cheque or electronic funds transfer that has been pre approved by the Management Committee.
- (5) If a payment of \$100 or more is made by cheque, the cheque must be signed by any 2 of the following—
 - (a) the president;
 - (b) the secretary;
 - (c) the treasurer;
 - (d) any 1 of 3 other members of the association not a family member as defined in Rule 1 (15) who have been authorised by the management committee to sign cheques issued by the association.
- (6) However, 1 of the persons who signs the cheque must be the president, the secretary or the treasurer.
- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- (8) A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.
- (9) All expenditure must be approved or ratified at a management committee meeting.

44 GENERAL FINANCIAL MATTERS

- (1) The Treasurer will provide the Management Committee with monthly accounts which report the actual income and expenditure against budgeted forecasts for the previous month and produce the most recent bank statement for all Committee members to view and sign
- (2) On behalf of the management committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- (3) The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

45 DOCUMENTS

The management committee must ensure the safe custody of books, documents, instruments of title and securities of the association.

46 FINANCIAL YEAR

The end date of the association's financial year is December 31 in each year.

47 DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY

- (1) This rule applies if the association—
 - (a) is wound-up under part 10 of the Act; and
 - (b) has surplus assets.
- (2) The surplus assets must not be distributed among the members of the association.
- (3) The surplus assets must be given to another entity—
 - (a) having objects similar to the association's objects; and
 - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
- (4) In this rule— **surplus assets** see section 92(3) of the Act.