

ALBANY ALL BREEDS DOG CLUB INCORPORATED

Constitution

Registration: A1001923R

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Approved

Albany All Breeds Dog Club Incorporated

Contents

.....	0
PART 1 - PRELIMINARY.....	4
1. Name of Association.....	4
2. Objects.....	4
3. Quorum for Committee Meetings.....	4
4. Quorum for General Meetings	4
5. Financial Year.....	4
6. Terms Used.....	4
PART 2 - ASSOCIATION TO BE NOT FOR PROFIT BODY	6
7. Not-For-Profit Body	6
8. Powers of the Club	6
9. Affiliation	6
10. Compliance with the Act	6
PART 3 - MEMBERSHIP.....	6
11. Membership	6
12. Creation of New Categories.....	7
13. Life Members.....	7
14. Deeming Provisions	7
15. Application for Membership	7
16. Becoming a Member	8
17. Membership Obligation and Rights.....	8
18. When Membership Ceases.....	8
19. Resignation.....	8
20. Rights Not Transferable	9
21. Membership Subscriptions.....	9
22. Register of Members and Committee	9
23. Inspection of Register.....	9
PART 4 - DISPUTES, MEDIATION AND DISCIPLINARY ACTION	10
24. Parties Attempt to Resolve Dispute	10
25. How Grievance Procedure is Started.....	10
26. Determination of Dispute by the Committee.....	10
27. Appointment of a Mediator	10

28. Mediation Process	11
29. If Mediation Results in Decision to Suspend or Expel Being Revoked	11
30. Disciplining of Members	11
31. Suspension or Expulsion	12
PART 5 – MANAGEMENT COMMITTEE	12
32. Management Committee Members	12
33. Powers of the Management Committee	12
34. Responsibilities of Committee Members	13
35. Payment to Committee Members	14
36. Duty of President	14
37. Duty of Secretary	14
38. Duty of Treasurer	14
39. Duty of Vice President	15
40. Eligibility for Committee	15
41. Nomination of Committee Members	15
42. Election of Committee	15
43. Term of Committee	16
44. Vacancy on the Committee	16
45. Return of Books and Records	16
46. Filling Casual Vacancies	16
PART 6 - COMMITTEE MEETINGS	17
47. Committee Meetings	17
48. Notice of Committee Meetings	17
49. Procedure and Order of Business	17
50. Use of Technology at Committee Meetings	17
51. Quorum for Committee Meetings	17
52. Voting at Committee Meetings	18
53. Minutes of Committee Meetings	18
54. Sub-Committees and Subsidiary Offices	18
55. Delegation to Sub-Committees and Holders of Subsidiary Offices	19
56. Circular Resolution Without a Meeting	19
PART 7 - GENERAL MEETINGS	19
57. Annual General Meeting (AGM)	19
58. Special General Meetings	20
59. Notice of General Meetings	20

60. Presiding Member and Quorum for General Meetings	21
61. Proxies	21
62. Adjournment of General Meetings	21
63. Voting at General Meetings.....	21
64. When Special Resolutions are Required.....	22
65. Determining Whether Resolution Carried.....	22
66. Minutes of General Meeting	22
PART 8 - FINANCIAL MATTERS	23
67. Financial Year.....	23
68. Source of Funds	23
69. Control of Funds	23
70. Financial Statements and Financial Reports.....	23
71. Auditor or Reviewer	24
PART 9 - GENERAL MATTERS	24
72. Domestic Regulations	24
73. Giving Notices to Members	24
74. Executing Documents and Common Seal.....	24
75. Inspection of Records and Documents.....	24
76. Dissolution of the Club	25
77. Alteration of Rules	25

PART 1 - PRELIMINARY

1. Name of Association

The name of the Association is the Albany All Breeds Dog Club Incorporated, hereafter referred to as 'the Club'.

2. Objects

The Objects of the Club are to:

- (a) Promote, foster and encourage the welfare and care of dogs;
- (b) Encourage responsible dog ownership;
- (c) Promote the benefits of a rewarding relationship with a well-mannered dog;
- (d) Foster the health, social and community benefits of dog ownership;
- (e) Support those wishing to compete in Dogs Australia sanctioned events; and
- (f) Hold or support any number of events or activities in support of the objects of the Club.

3. Quorum for Committee Meetings

- (1) At a Committee meeting, 50% plus one Committee members (or the lowest whole number), including the President or Vice President, constitute a quorum for the conduct of the business of a Committee meeting.

4. Quorum for General Meetings

- (1) At a General Meeting, ten (10) members constitute a quorum for the conduct of the business of a General Meeting.

5. Financial Year

- (1) The financial year shall commence on 1 February each year and shall conclude on the 31 January of the following year.

6. Terms Used

In these rules, unless the contrary intention appears —

Act	means the Association Incorporations Act 2015 (WA)
Annual General Meeting	is the meeting convened under Rule 57
Books	The books of the Club includes the following — <ul style="list-style-type: none">(a) a register;(b) financial records, financial statements or financial reports, however compiled, recorded or stored;(c) a document;(d) any other record of information;
CAWA	is the Canine Association of Western Australia (Inc.), trading as DogsWest and recognised as the state-based organisation overseeing the sector
Committee Meeting	means a meeting referred to in Rule 47
Committee	means the duly elected President and Members of the Management Committee
Club	means the Albany All Breeds Dog Club Incorporated
Dogs Australia	is Dogs Australia, the recognised national organisation for the sector

Domestic Regulations	means the internal regulations and operational by-laws of the Club in force from time to time
Executive	means the duly elected President, Vice President, Secretary and Treasurer of the Management Committee
Financial Records	includes: <ul style="list-style-type: none"> (a) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; and (b) documents of prime entry; and (c) working papers and other documents needed to explain — <ul style="list-style-type: none"> (i) the methods by which financial statements are prepared; and (ii) adjustments to be made in preparing financial statements;
Financial Year	means from 1 February each year and shall conclude on the 31 January of the following year
General Meeting	means a meeting to which all Ordinary Members are entitled to receive notice of and to attend;
Governing Council	means the Governing Council of CAWA as defined in the CAWA Constitution
Member	means an Ordinary financial member of the Club
Notice of Meetings	means a notice circulated, as set out in rule 73, to the Members at least ten (10) days prior to the fixed time for a General Meeting or at least fourteen (14) days for a Special General Meeting as set out in Rule 59
Notice of Resolution	means a notice circulated to the Members prior to a General Meeting or Special General Meeting included in the Notice of Meeting and providing sufficient particulars of a proposed resolution to be carried in accordance with the Rules
Performance	means activities recognised by Dogs Australia other than Conformation (showing)
Register of Members	means the register of Members referred to in section 53 of the Act
Rules	means this document and includes any variations to this document and may also be interchangeably referred to as the Constitution
Special General Meeting	means a General Meeting other than the Annual General Meeting, and at which only business that has been described in the notice may be transacted
Special Resolution	means a resolution passed at least three-fourths of the members present and eligible to vote at the General Meeting in accordance with section 51 of the Act
Subscription	means the membership fees and any other fees or subsidies payable by a Member to the Club as decided from time to time

PART 2 - ASSOCIATION TO BE NOT FOR PROFIT BODY

7. Not-For-Profit Body

- (1) The property and income of the Club must be applied solely towards the promotion of the objects of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly to any member, except in good faith in the promotion of those objects.
- (2) A payment may be made to a member out of the funds of the Club only if it is authorised under subrule (3).
- (3) A payment to a member out of the funds of the Club is authorised if it is —
 - (a) the payment in good faith to the member as reasonable remuneration for any services provided to the Club, or for goods supplied to the Club, in the ordinary course of business; or
 - (b) the reimbursement of reasonable expenses properly incurred by the member on behalf of the Club.

8. Powers of the Club

- (1) The Club has all the powers of an Incorporated Association under the Act.
- (2) Subject to the Act, the Club may do all things necessary to carry out its objects in a lawful manner, including but not limited to:
 - (a) raise money by affiliation fees, registration fees, subscriptions and levies grants, sponsorship or otherwise;
 - (b) acquire, hold, deal with, lease, exchange, hire or dispose of any real or personal property;
 - (c) contract, pay and dismiss employees as deemed necessary to further the objects of the Club;
 - (d) open and operate bank accounts;
 - (e) enter into any contract it considers necessary or desirable;
 - (f) make charges for services and facilities it supplies; and
 - (g) do other things necessary or incidental to carrying out the objects.

9. Affiliation

- (1) The Club is affiliated with and is bound by the Constitution, regulations, policies and bylaws of the Canine Association of Western Australia (Inc.) ("CAWA").

10. Compliance with the Act

- (1) This Constitution is subject to the Associations Incorporation Act, which overrides any clause in this Constitution that is inconsistent or not permitted under the Act.

PART 3 - MEMBERSHIP

11. Membership

- (1) Membership of the Club is open to any person who supports the objects of the Club.
- (2) An individual who is aged 18 or older is eligible to apply for membership that confers full voting rights.
- (3) A person can only be an Ordinary Member or belong to one class of Associate Membership.
- (4) The Club consists of the following classes of Membership:
 - (a) Ordinary Members; and
 - (b) Associate Members, as may be established from time to time in accordance with rule 12.
- (5) **Ordinary Members** consist of:
 - (a) **Ordinary Members**: Registered and financial Members, aged 18 or older, who are entitled to attend meetings, vote and to hold any Committee position;

- (b) **Life Members:** may attend General Meetings, shall be entitled to vote and to hold any office or Committee position. A Life Member has the same rights as an Ordinary Member but is not required to pay a Membership fee.

(6) **Associate Members** consist of:

- (a) **Honorary Reciprocal Members:** Any person who is a full financial Member of an affiliated CAWA Club/Association with similar objects and which has an agreement with the Club to be given reciprocal rights. Honorary Reciprocal Members may attend General Meeting, have no voting rights and cannot hold office;
- (b) **Junior Members:** Registered and financial Members aged over 12 and under 18 years of age. Junior Members are entitled to attend and speak at meetings, shall not have voting rights and are not entitled to hold office. Junior Members will automatically become Ordinary Members upon turning the age of 18;
- (c) **Family Members:** Family Members, who are related to and support Ordinary Members. A Family Member may attend General Meetings and is entitled to one vote only per Family Membership.
- (d) **Visiting Members:** Who on any day visiting the Club as a member or official of another Club to:
 - (i) engage in a pre-arranged event conducted in accordance with the Clubs objects; or
 - (ii) hold a pre-arranged function involving the use of the Club facilities;
 - (iii) Visiting Members do not have voting rights and are not entitled to speak at meetings;
 - (iv) Visiting Members shall be entitled to other rights, as set out in the Domestic Regulations.
- (e) **Patron:** The Club may at its discretion elect a Patron for such period as may deemed necessary. The Patron shall not have voting rights but is entitled to attend General Meetings.

12. Creation of New Categories

- (1) Subject to the Act, and without derogating from the rights of the existing Members, the Club may by resolution at an AGM create additional classes of Membership and determine the eligibility criteria, rights and obligations of those Members.
- (2) The number of members of any class is not limited unless otherwise approved by special resolution at a General Meeting.

13. Life Members

- (1) Any Ordinary or Life Member may submit Life Member nominations in writing in advance, with details of the nominee's contribution, to the Committee within three (3) months of the AGM, provided that such nominee shall have:
 - (a) provided outstanding and continuous service, in excess of 10 years to the Club; and
 - (b) any other considerations, as set out in the Domestic Regulations.
- (2) Nominations for Life Membership shall only be determined following notice to members and a special resolution at an Annual General Meeting.
- (3) A Life Member who has brought the Club into disrepute may have that Life membership suspended by the Committee after it has considered all available evidence and such action must be ratified at the next Annual General Meeting.

14. Deeming Provisions

- (1) All persons who were individual Members or Life Members of the Club prior to the time of approval of this Constitution under the Act, shall continue to be acknowledged as individual Members and Life Members, and will be entitled to such benefits as was conferred on them by the Club.

15. Application for Membership

- (1) An application for new Membership by individuals must:

- (a) support the objects of the Club; and
 - (b) register with the Club through processes, as set out in the Domestic Regulations; and
 - (c) be accompanied by the appropriate subscriptions
- (2) The Committee retains the right to accept or reject an application, without giving reason.
 - (3) The Committee shall notify the applicant of the Committee's decision to reject the application as soon as practicable after making the decision
 - (4) Where the Committee rejects an application, the Club shall refund any fees forwarded with the application and the application shall be deemed rejected by the Club.

16. Becoming a Member

- (1) An applicant for membership of the Club becomes a member when;
 - (a) the application completes the online application process; and
 - (b) the applicant pays any subscription fees payable to the Club under rule 21; and
 - (c) not less than seven (7) days and not more than thirty (30) days after receipt of payment for new membership subscription or any other dues as provided in the Domestic Regulations, the Member is eligible to vote in any General Meeting (if the membership class makes them eligible for voting).
- (2) Some form of Club membership recognition will be provided to Members on joining the Club and after renewal of membership.

17. Membership Obligation and Rights

- (1) Each person admitted to membership shall be:
 - (a) bound by the Club Constitution and the Domestic Regulations;
 - (b) bound by the Constitution and Regulations of the Canine Association of Western Australia (Inc.);
 - (c) entitled to all privileges of the specified membership;
 - (d) bound by all resolutions passed at a General Meeting, whether they are present or not at the meeting;
 - (e) provided with a copy of or directed to where to access the Club's constitution and the Domestic Regulations.
- (2) Ordinary members have all the rights provided to members under this constitution, including (but not limited to) the right to:
 - (a) receive notices from the Club;
 - (b) attend, request the convening of and vote at all General Meetings of the Club; and
 - (c) be elected or appointed to the Management Committee or any sub-Committee of the Club.
- (3) Life Members are not required to pay subscription fees.
- (4) Any other class of Associate Membership created will have the rights given to them in accordance with rule 12.1.

18. When Membership Ceases

- (1) A person ceases to be a member when any of the following take's place —
 - (a) the person dies;
 - (b) the person resigns from the Club under rule 19;
 - (c) the person is expelled from the Club;
 - (d) the person is unfinancial and ceases to be a member under rule 21(3).

19. Resignation

- (1) A member may resign from the Club by giving written notice to the Committee of such intention to withdraw or resign;
- (2) Upon the date the notice is received by the Secretary, the member shall cease to be a member.
- (3) The Secretary must keep a record, for at least one year after a person ceases to be a member, of
 - (a) the date on which the person ceased to be a member; and

- (b) the reason why the person ceased to be a member.

20. Rights Not Transferable

- (1) The rights of a member are not transferable and end when membership ceases.

21. Membership Subscriptions

- (1) The annual membership subscription and any fees or levies payable by members (or any category of members) to the Club shall be determined by the members at an AGM.
- (2) The due date for the payment of subscriptions and fees as set out in subrule (1) shall be due and payable within 3 months of the commencement of the Clubs Financial Year.
- (3) Each member must pay the membership subscription, fees and any levies payable, as agreed to annually, to the Treasurer, or another person authorised by the Committee to receive payments.
- (4) Any member who has not paid subscriptions due and payable to the Club by the agreed due date, shall have all rights immediately suspended and be deemed an unfinancial member.
- (5) Such rights will be suspended until the monies are fully paid or otherwise, at the Committee's discretion.
- (6) If a person who has ceased to be a member under subrule (3), offers to pay the membership fee after the period referred to in subrule (3) —
 - (a) the Committee may, at its discretion, accept that payment; and
 - (b) the Committee shall determine the fees and levies payable as set out in the Domestic Regulations.
- (7) Any reimbursement or return of members fees or levies shall be determined by the Committee and set out in the Domestic Regulations.

22. Register of Members and Committee

- (1) The Secretary, or another person authorised by the Committee, shall maintain the register of members and record in that register any change in the membership within 28 days of the change occurring.
- (2) Under section 53(2) of the Act the register must include each member's name and —
 - (a) A contact, postal, residential or email address of each member,
 - (b) The class of Membership held by the member, and
 - (c) The date on which the person became a member.
- (3) A record of Committee members and other persons authorised to act on behalf of the Club is required to be maintained by the Secretary.
- (4) The register of members and Committee must be kept at the Secretary's place of residence, or at another place determined by the Committee.

23. Inspection of Register

- (1) Any member can inspect the register free of charge, at a time and place mutually convenient to the Club and member.
- (2) A member must contact the Secretary to request the inspection.
- (3) The member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.
- (4) The Committee may require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring the purpose is connected with the affairs of the Club.
- (5) A member must not use or disclose any information in the register for any purpose other than a purpose that:
 - (a) is directly connected to the affairs of the Club; or
 - (b) relates to the administration of the Act.

PART 4 - DISPUTES, MEDIATION AND DISCIPLINARY ACTION

24. Parties Attempt to Resolve Dispute

- (1) The parties to a dispute (meaning two (2) or more members of the Club) (not the Club itself) must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.

25. How Grievance Procedure is Started

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 24, any party to the dispute may start the grievance procedure by giving written notice to the secretary of —
 - (a) the parties to the dispute; and
 - (b) the matters that are the subject of the dispute.
- (2) Within 28 days after the Secretary is given the notice, a Committee Meeting must be convened to consider and determine the dispute.
- (3) The Secretary must give each party to the dispute written notice of the Committee Meeting at which the dispute is to be considered and determined at least seven (7) days before the meeting is held.
- (4) The notice given to each party to the dispute must state —
 - (a) when and where the committee meeting is to be held; and
 - (b) that the party may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the Committee about the dispute.

26. Determination of Dispute by the Committee

- (1) At the Committee Meeting at which a dispute is to be considered and determined, the Committee must: -
 - (a) give each party to the dispute a reasonable opportunity to make written or oral (or both written and oral) submissions to the Committee about the dispute; and
 - (b) give due consideration to any submissions so made; and
 - (c) determine the dispute.
- (2) The Committee must give each party to the dispute written notice of the Committee's determination, and the reasons for the determination, within seven (7) days after the Committee meeting at which the determination is made.
- (3) A party to the dispute may, within 14 days after receiving notice of the Committee's determination under Rule 26.1, give written notice to the Secretary requesting the appointment of a mediator under Rule 27.
- (4) If notice is given under Rule 26.3, each party to the dispute is a party to the mediation.
- (5) At least seven (7) days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

27. Appointment of a Mediator

- (1) The mediator must be a person chosen —
 - (a) if the appointment of a mediator was requested; and
 - (b) by agreement between the member and the Committee; or
 - (c) by agreement between the parties to the dispute.
- (2) If there is no agreement, then the Committee must appoint the mediator.
- (3) The person appointed as mediator by the Committee must be
 - (a) a person who acts as a mediator for a similar not-for-profit body; or
 - (b) is recommended by CAWA; and
 - (c) must not have a personal interest in the matter that is subject of the mediation; and
 - (d) must not be biased in favour of or against any party of the mediation.

28. Mediation Process

- (1) The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- (2) Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least seven (7) days before the mediation takes place.
- (3) In conducting the mediation, the mediator must —
 - (a) give each party to the mediation every opportunity to be heard; and
 - (b) allow each party to the mediation to give due consideration to any written statement given by another party; and
 - (c) ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- (4) The mediator cannot determine the matter that is the subject of the mediation.
- (5) The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.
- (6) The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.
- (7) If a dispute is not resolved at mediation, the Committee may determine at its sole discretion to refer to the matter to an arbitrator or CAWA for determination, and the decisions of an arbitrator or CAWA will be final.

29. If Mediation Results in Decision to Suspend or Expel Being Revoked

If —

- (a) mediation takes place because a member whose Membership is suspended or who is expelled from the Association under rule 31 gives notice; and
- (b) as the result of the mediation, the decision to suspend or expel the member is revoked, that revocation does not affect the validity of any decision made at a Committee meeting or General Meeting during the period of suspension or expulsion.

30. Disciplining of Members

- (1) Where the Committee is advised or considers that a member has allegedly:
 - (a) breached, failed, refused or neglected to comply with a provision of this Constitution, the Domestic Regulations, the Codes of Conduct or any resolution or determination of the Committee; or
 - (b) acted in a manner unbecoming of a member or prejudicial to the objects and interests of the Club; or
 - (c) brought the Club into disrepute;the Committee may commence or cause to be commenced disciplinary proceedings against that member.
- (2) The member will be subject to, and submits unreservedly to the jurisdiction, procedures, penalties and appeal mechanisms as set out in these rules and in the Domestic Regulations.
- (3) Where the Committee passes a resolution under sub-rule (1), the Secretary shall, as soon as practicable, send a written notice to the member which shall:
 - (a) set out the Committee's resolution and outline the grounds on which it is based; and
 - (b) state that the member may address the Committee at a Committee meeting; and
 - (c) state the date, place and time of that meeting, which shall not be earlier than 14 days and not later than 28 days after the service of the notice and inform the member that they may do either or both of the following:
 - (i) Attend and speak at the meeting;
 - (ii) Submit to the Committee at or prior to the date of that meeting written representations relating to the resolution.
- (4) At a Committee meeting held under rule sub-rule (3) the Committee shall:

- (a) Give the member an opportunity to make oral representations; and
 - (b) Consider any written representations submitted to the Committee by the member prior to or at the meeting; and
 - (c) By resolution, determine whether to confirm or revoke the resolution, which was specified in the notice to the member.
- (5) Where the Committee confirms a resolution under sub-rule (4) (b) the Secretary shall within 7 days give the member notice in writing of that confirmation and that of the member's right of appeal under rule 26.3
- (6) The member may, within 7 days after receiving notice of the Committee's determination request the appointment of a mediator under rule 27.
- (7) If notice is given under sub-rule (6), the Club (represented by the President) and the member each become a party to the mediation.

31. Suspension or Expulsion

- (1) A member who is suspended or who is expelled from the Club, will be given written notice of the outcome.
- (2) During the period of suspension, the member —
 - (a) loses any rights (including voting rights) arising because of membership; and
 - (b) is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Club.
- (3) When a member is suspended, the Secretary must record in the register —
 - (a) that the member is suspended; and
 - (b) the date on which the suspension takes effect; and
 - (c) the period of the suspension.
- (4) When the period of the suspension ends, the Secretary must record in the register of members that the member is no longer suspended.

PART 5 – MANAGEMENT COMMITTEE

32. Management Committee Members

The affairs of the Club will be managed by a Management Committee consisting of:

- (1) The following four (4) Executive Officer positions:
 - (a) President;
 - (b) Vice President;
 - (c) Secretary;
 - (d) Treasurer; and
- (2) at least three (3) and up to nine (9) Ordinary Committee Members.
- (3) The maximum number of Management Committee Members shall be thirteen (13).
- (4) As a recognised Combined Conformation & Performance Club, at least 50% of the Management Committee (or the lowest whole number) and including the President and Vice President, shall be Members of the Canine Association of Western Australia (Inc)
- (5) As a recognised Combined Conformation and Performance Club, at least three of the four Executive Officers shall be Ordinary and/or Life Members of the Canine Association of Western Australia (Inc)
- (6) All Management Committee members must be financial members of the Club.
- (7) The club may appoint a joint Secretary and Treasurer, should it so desire without it being necessary to alter these Rules to that effect.

33. Powers of the Management Committee

- (1) The Management Committee has the power to manage the affairs of the Club.

- (2) Subject to the Act, these rules, the Domestic Regulations and any resolution passed at a General Meeting, the Management Committee has the power to do all things necessary or convenient for the proper management of the affairs of the Club.
- (3) The Committee must take all reasonable steps to ensure that the Club complies with the Act, the Domestic Regulations and these rules.
- (4) The Committee shall:
 - (a) act on all issues in accordance with the objects;
 - (b) operate for the collective and mutual benefit of all members of the Club;
 - (c) adjudicate on all matters brought before it which in any way affect the Club;
 - (d) review the Club's performance in achieving its aims and objectives.

34. Responsibilities of Committee Members

- (1) A Committee Member must exercise their powers and discharge their duties:
 - (a) with a degree of care and diligence that a reasonable person would exercise in the circumstances;
 - (b) in good faith in the best interests of the Club and for a proper purpose.
- (2) A Committee Member or former Committee Member must not improperly use information obtained because they are a Committee Member to:
 - (a) gain an advantage for themselves or another person; or
 - (b) cause detriment to the Club.
- (3) A Committee Member having any material personal interest in a matter being considered at a Committee Meeting must:
 - (a) as soon as they become aware of that interest, disclose the nature and extent of their interest to the Committee; and
 - (b) agree with the Committee on the most appropriate manner to handle the disclosure of interest as set out in the Domestic Regulations;
 - (c) not be present while the matter is considered at the meeting or vote on the matter; and
 - (d) ensure the nature and extent of the interest is disclosed at the next General Meeting.
- (4) The Secretary or delegated officer must record every disclosure made by a Committee Member under rule 34(3) in the minutes of the Committee Meeting at which the disclosure is made.
- (5) No Committee Member shall make any public statement or comment or cause to be published any words or article concerning the conduct of the Club unless the person is authorised by the Committee to do so and such authority is recorded in the minutes of the Committee Meeting.
- (6) No person shall be entitled to hold a position on the Committee if the person has been convicted of, or imprisoned in the previous five years for:
 - (a) an indictable offence in relation to the promotion, formation or management of a body corporate; or
 - (b) an offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months; or
 - (c) an offence under Part 4 Division 3 or section 127 of the Act; unless the person has obtained the consent of the Commissioner; or
 - (d) an indictable offence involving cruelty to animals, under Section 19 of the Animal Welfare Act.
- (7) No person shall be entitled to hold a position on the Committee if the person is, according to the Interpretation Act section 13D, a bankrupt or a person whose affairs are under insolvency laws unless the person has obtained the consent of the Commissioner.

35. Payment to Committee Members

- (1) The Club must not pay fees to a Committee Member for acting as a Committee Member.
- (2) The Committee may consider out-of-pocket travel and accommodation expenses incurred in connection with the attendance at Committee meetings and General Meetings, as set out in the Domestic Regulation.

36. Duty of President

- (1) It is the duty of the President, or in the absence of the President, then the Vice President to
 - (a) consult with the Secretary regarding the business to be conducted at each Committee meeting and General Meeting;
 - (b) convene and preside at Committee meetings and preside at Special and General Meetings provided for in these rules;
 - (c) ensure that the minutes of a General Meeting or Committee meeting are reviewed and signed as correct;
 - (d) report activities to the Members at the AGM;
 - (e) carry out any other duty under these rules or by the Committee.
- (2) In the absence of the President from a Committee or General Meeting, the Vice President will chair the meeting.

37. Duty of Secretary

- (1) The Secretary has the following duties —
 - (a) unless another Member is authorised by the Committee to do so, maintain on behalf of the Club the register of Members, and record in the register any changes in the Membership;
 - (b) co-ordinate the Club's correspondence;
 - (c) consult with the President regarding the business to be conducted at each Committee meeting and General Meeting;
 - (d) prepare the notices required for meetings and for the business to be conducted at meetings;
 - (e) record in the minutes, disclosures of material personal interest of Committee Members made at Committee meeting and General Meetings;
 - (f) maintain on behalf of the Club an up-to-date copy of these rules;
 - (g) maintain on behalf of the Club a record of Committee Members and other persons authorised to act on behalf of the Club;
 - (h) ensure the safe custody of the books of the Club, other than the financial records, financial statements and financial reports;
 - (i) ensure records and documents are provided to the appropriate authorities as required under the Act, and by any governing bodies;
 - (j) maintain full and accurate minutes of Committee meetings and General Meetings;
 - (k) carry out any other duty given to the Secretary under these rules or by the Committee.

38. Duty of Treasurer

- (1) The Treasurer has the following duties —
 - (a) ensure that any amounts payable to the Club are collected and issuing receipts for those amounts in the Club's name;
 - (b) pay all monies into such account or accounts of the Club, as the Committee from time to time direct;
 - (c) make payments from the funds of the Club by cheque or Electronic Funds Transfer (EFT) on the authority of two Committee, as approved by the Committee;
 - (d) ensure that any payments to be made by the Club have been authorised by the Committee or at a General Meeting are made on time;
 - (e) ensure that the Club complies with the relevant requirements of Part 5 of the Act;
 - (f) report to the Committee on the financial status and performance of the Club;
 - (g) ensure the safe custody of the Club's financial records, financial statements and financial reports;

- (h) coordinate the preparation of the Club's financial statements before their submission to the Annual General Meeting;
- (i) manage the annual process of review or audit of the club's financial statements and reports;
- (j) provide any assistance required by an auditor or reviewer conducting an audit or review of the Club's financial statements or financial reports (if required);
- (k) carry out any other duty given to the Treasurer under these rules or by the Committee.

39. Duty of Vice President

- (1) The Vice President has the following duties —
 - (a) oversee and ensure any sub-committees are responsible and accountable;
 - (b) provide support and assistance to the President;
 - (c) in the absence of the President, undertake all the roles and responsibilities of the President;
 - (d) carry out any other duty given to the Vice President under these rules or by the Committee.

40. Eligibility for Committee

- (1) Any person may become a Committee Member either:
 - (a) by election at an Annual General Meeting; or
 - (b) by appointment to the Committee under rule 44.
- (2) A person is eligible for election to the Committee if they:
 - (a) are aged 18 or over; and
 - (b) are a member; and
 - (c) are not disqualified from being an office holder of the Committee under sections 39 and 40 of the Act; and
 - (d) are not an employee of the Association;
 - (e) satisfy requirements requested and as set out by CAWA; and
 - (f) satisfy any eligibility requirements determined by the Committee from time to time and ratified at a General Meeting.

41. Nomination of Committee Members

- (1) A Member who wishes to be elected to the Committee must complete a nomination prior to, or at the AGM, indicating whether they wish to nominate for an Executive Officer position or as an Ordinary Committee Member.
- (2) A nomination must be in writing in such form as is approved by the Committee from time to time and signed by the member.
- (3) In the nomination form the member must certify that they are eligible to be elected to the Committee in accordance with rule 40(2).

42. Election of Committee

- (1) Subject to the Act, the Club may by resolution appoint or remove a Committee Member from the Committee.
- (2) There must be a separate election for each position on the Committee, whether as Executive Officer or Ordinary Committee Member.
- (3) **No person may be elected to more than one position on the Committee, with the exception of the combined offices of the Secretary and Treasurer if this is a combined position.**
- (4) If the number of nominations received for the Committee is equal to the number of vacancies to be filled, the Chairperson must declare the members elected to the position.
- (5) If the number of nominations received for the Committee is less than the vacancies to be filled, the meeting may call for nominations from the members attending the AGM.
- (6) If the number of nominations received for the Committee is greater than the vacancies to be filled, the meeting must vote in accordance with procedures that have been determined by the Committee or set out in the Domestic Regulation.
- (7) A member who has nominated for a position may vote for themselves.
- (8) On the member's election, the new President of the Club may take over as the Chairperson of the meeting.

- (9) Any person elected to the Committee who has not completed a nomination in accordance with rule 41 must within 14 days confirm in writing to the Committee their eligibility under rule 40(2).
- (10) If the person is not eligible, their appointment to the Committee is deemed not to have taken place.

43. Term of Committee

- (1) The term of office of a Committee Member begins when the Member —
 - (a) is elected at an Annual General Meeting, or
 - (b) is appointed to fill a casual vacancy under rule 44.
- (2) The Executive Officer positions shall be elected for a term of two years; and elections shall be staggered to avoid the loss of all Executive positions in any one year.
- (3) From the AGM, following the acceptance by members and all relevant authorities the two-year terms commence, with two (2) Executive Officers being elected for one year for this time only, thereafter each year two Executive Committee members will be elected.
- (4) The Ordinary Committee Member positions shall be elected for a term of three years; and elections shall be staggered to avoid the loss of all Ordinary Committee Members in any one year.

44. Vacancy on the Committee

- (1) A Committee Member's term of office ends and that office becomes vacant if the Committee Member:
 - (a) resigns from the Committee by giving written notice to the Secretary;
 - (b) dies;
 - (c) is or become ineligible to act as a Committee Member under rule 34(6);
 - (d) becomes physically or mentally incapable of performing the duties and the Committee resolves that their office be vacated for that reason;
 - (e) is absent for three (3) or more consecutive meetings without a leave of absence;
 - (f) ceases to be a member; or
 - (g) is the subject of a Special resolution passed by Members to terminate their appointment as a Committee member.

45. Return of Books and Records

- (1) Under Section 41 of the Act, a Committee member, as soon as practicable after their term of office ends, must deliver to the Committee all the relevant documents and records they hold pertaining to the management of the Club's affairs.
- (2) The Committee may require the outgoing Committee member to certify in writing that, having complied with subrule (1), they have destroyed all remaining electronic copies of books, records and documents of the Club.

46. Filling Casual Vacancies

- (1) The Committee may appoint a member who is eligible to fill a position on the Committee that —
 - (a) has become vacant; or
 - (b) was not filled by election at the AGM.
- (2) Any member so appointed to fill a vacancy, shall retain office only for the remainder of the period for which the predecessor was appointed.
- (3) Subject to the requirement for a quorum under rule 3, the Committee may continue to act despite any vacancy in its membership.
- (4) If there are fewer Committee members than required for a quorum under rule 3, the Committee may act only for the purpose of —
 - (a) appointing Committee members under this rule; or
 - (b) convening a General Meeting.

PART 6 - COMMITTEE MEETINGS

47. Committee Meetings

- (1) The Committee must meet not less than four (4) times in each year on the dates and at the times and places determined by the Committee.
- (2) The date, time and place of the first Committee meeting must be determined by the Committee members as soon as practicable after the AGM at which the Committee members were elected or appointed.
- (3) Additional Committee meetings may be convened by the President or at the written request of the majority of Committee members.

48. Notice of Committee Meetings

- (1) Notice of each Committee meeting must be given to each Committee member at least one week before the time of the meeting.
- (2) The notice must state the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.
- (3) Unless subrule (4) applies, the only business that may be conducted at the meeting is the business described in the notice.
- (4) Urgent business that has not been described in the notice may be conducted at the meeting if the Committee members at the meeting unanimously agree to treat that business as urgent.
- (5) A meeting, once called, shall not be cancelled without the agreement of the majority of the Committee.

49. Procedure and Order of Business

- (1) The President or, in the President's absence, the Vice-President must preside as Chairperson of each Committee meeting.
- (2) If the President or Vice President is absent or unwilling to act as Chairperson of a meeting, the Committee Members at the meeting must choose one of them to act as Chairperson of the meeting.
- (3) The procedure to be followed at a Committee meeting will be determined from time to time by the Committee.
- (4) The order of business at a Committee meeting may be determined by the Committee Members at the meeting.
- (5) A member or other person who is not a Committee member may attend a Committee meeting if invited to do so by the Committee.
- (6) A person invited under subrule (5) to attend a Committee meeting —
 - (a) has no right to any agenda, minutes or other document circulated at the meeting; and
 - (b) must not comment about any matter discussed at the meeting unless invited by the Committee to do so; and
 - (c) cannot vote on any matter that is to be decided at the meeting.

50. Use of Technology at Committee Meetings

- (1) The presence of a Committee member at a Committee meeting need not be by attendance in person but may be by Committee members at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
- (2) A Committee member who participates in a Committee meeting as allowed under subrule (1) is taken to be present at the meeting and, if the Committee member votes at the meeting, the Committee member is taken to have voted in person.

51. Quorum for Committee Meetings

- (1) No business is to be conducted at a Committee meeting unless a quorum is present.
- (2) At a Committee meeting, 50% plus one Committee Members (or the lowest whole number) including at least one Executive member, constitute a quorum for the conduct of the business of a Committee meeting;

- (3) If a quorum is not present within 30 minutes after the notified commencement time of a Committee meeting —
 - (a) in the case of an additional meeting, as set out in rule 47(3) — the meeting lapses; or
 - (b) otherwise, the meeting is adjourned to the same time, day and place in the following week.
- (4) If —
 - (a) a quorum is not present within 30 minutes after the commencement time of a Committee meeting held under subrule (3)(b); and
 - (b) at least four (4) Committee Members are present at the meeting, those members present are taken to constitute a quorum.

52. Voting at Committee Meetings

- (1) Each Committee Member present at a Committee meeting has one vote on any question arising at the meeting.
- (2) A question arising at a Committee meeting must be decided by a majority of votes, but, if there is no majority, the resolution shall be rescinded.
- (3) A vote may take place by the Committee members present indicating their agreement or disagreement or by a show of hands, unless the Committee decides that a secret ballot is needed to determine a decision.
- (4) If a secret ballot is needed, the President must decide how the ballot is to be conducted.

53. Minutes of Committee Meetings

- (1) The Committee must ensure that minutes are taken and kept of each Committee meeting.
- (2) The minutes must record the following —
 - (a) the names of the Committee members present at the meeting;
 - (b) the name of any additional persons attending the meeting under rule 49(5);
 - (c) the business considered at the meeting;
 - (d) any motion on which a vote is taken at the meeting and the result of the vote;
 - (e) the disclosure of a Committee member's material personal interest in a matter being considered at a Committee meeting.
- (3) The Chairperson must ensure that the minutes of a Committee meeting are reviewed and passed as correct by —
 - (a) the Chairperson of the meeting; or
 - (b) the Chairperson of the next Committee meeting.
- (4) When the minutes of a Committee meeting have been passed as correct they are, until the contrary is proved, evidence that —
 - (a) the meeting to which the minutes relate was duly convened and held; and
 - (b) the matters recorded as having taken place at the meeting took place as recorded; and
 - (c) any appointment purportedly made at the meeting was validly made.

54. Sub-Committees and Subsidiary Offices

- (1) To help the Committee in the conduct of the Club's business the Committee may, in writing, do either or both of the following —
 - (a) appoint one or more sub-committees;
 - (b) create a special working group to complete a specific task or tasks;
 - (c) create one or more subsidiary offices and appoint people to those offices; and
 - (d) may offer remuneration under written agreement to such a person/s as set out in the Domestic Regulations.
- (2) In each case referred to in sub-rule (1), the Committee shall provide within the Domestic Regulations, the person or group with written terms of reference specifying the purpose, outcomes, scope of work, operating guidelines, any financial support and accountability, method of reporting and any relevant proscriptions.
- (3) The duties of Secretary or Treasurer may be vested in a subsidiary office of the Club who shall hold office as the Committee determines.

- (4) A person appointed to a subsidiary office shall have no voting rights.
- (5) A sub-committee or working group may consist of any number of people, whether or not members, as the Committee considers appropriate.
- (6) Each sub-committee or working group must include at least one member of the Management Committee.
- (7) Subject to any directions given by the Committee —
 - (a) a sub-committee may meet and conduct business as it considers appropriate; and
 - (b) the holder of a subsidiary office may carry out the functions given to the holder as set out in their terms of reference.

55. Delegation to Sub-Committees and Holders of Subsidiary Offices

- (1) In this rule —

non-delegable duty means a duty imposed on the Committee by the Act or another written law.
- (2) The Committee may, in writing, delegate to a sub-committee or the holder of a subsidiary office the exercise of any power or the performance of any duty of the Committee other than —
 - (a) the power to delegate; and
 - (b) a non-delegable duty.
- (3) A power or duty, the exercise or performance of which has been delegated to a sub-committee or the holder of a subsidiary office under this rule, may be exercised or performed by the Sub-Committee or holder in accordance with the terms of the delegation.
- (4) The delegation may be made subject to any conditions, qualifications, limitations or exceptions that the Committee specifies in the document by which the delegation is made.
- (5) The delegation does not prevent the Committee from exercising or performing at any time the power or duty delegated.
- (6) Any act or thing done by a sub-committee or by the holder of a subsidiary office, under the delegation has the same force and effect as if it had been done by the Committee.
- (7) The Committee may, in writing, amend or revoke the delegation.

56. Circular Resolution Without a Meeting

- (1) Subject to rule 49(2), the Committee may pass a circular resolution, without a Committee meeting being held.
- (2) The Committee must not pass a circular resolution in relation to any of the following matters:
 - (a) the removal of an auditor;
 - (b) the appointment or removal a Committee Member; and
 - (c) a matter that must be dealt with by a Special resolution.
- (3) A circular resolution is passed if all the Committee Members entitled to vote on the resolution sign or otherwise agree to the resolution in the manner set out in subrule (4) and (5).
- (4) Each Committee Member may sign:
 - (a) a single document setting out the resolution and containing a statement that they agree to the resolution; or
 - (b) separate copies of that document, provided that the wording of the resolution is the same in each copy.
- (5) The Club may send a circular resolution by electronic means to the Committee Members and the Committee Members may agree to the resolution by sending an electronic reply to that effect, including the text of the resolution in their reply.

PART 7 - GENERAL MEETINGS

57. Annual General Meeting (AGM)

- (1) The Committee must determine the date, time and place of the Annual General Meeting.
- (2) The AGM must be held within two (2) months of the end of the Club's financial year.
- (3) A notice convening the AGM shall be sent to all members.

- (4) The ordinary business of the annual General Meeting is as follows —
- (a) to confirm the minutes of the previous year's AGM and of any Special General Meeting held since then, if the minutes of that meeting have not yet been confirmed;
 - (b) receive and consider the Committee's Annual report on the Club's activities during the preceding financial year; and
 - (c) if a Tier 1 Association, receive the financial statements of the Club for the preceding financial year;
 - (d) if a Tier 2 Association or a Tier 3 Association, receive the financial report for the preceding financial year;
 - (e) if required to be presented for consideration under Part 5 of the Act, a copy of the report of the review or auditor's report on the financial statements or financial report;
 - (f) elect the Executive and Committee Members (as required);
 - (g) review and/or set the annual subscription fees;
 - (h) consider and vote on any Life Membership nominations;
 - (i) consider and appoint an auditor or reviewer for the following 12 months in accordance with the Act; and
 - (j) any other business of which due notice has been given in accordance with these rules may be conducted at the AGM.
- (5) The President of the Canine Association of Western Australia (Inc), or their Deputy, shall have the right to attend as an observer at the AGM or Special General Meeting of the Club.

58. Special General Meetings

- (1) The Committee may convene a Special General Meeting.
- (2) The Committee must convene a Special General Meeting if at least 20% of the members require a Special General Meeting to be convened.
- (3) The members requiring a Special General Meeting to be convened must —
 - (a) make the request in writing to the Secretary; and
 - (b) state in the notice the special resolution to be considered at the meeting; and
 - (c) each sign the notice.
- (4) The Special General Meeting must be convened within 28 days after notice is given under subrule (3).
- (5) If the Committee does not convene a Special General Meeting within that 28-day period, the members making the requirement (or any of them) may convene the Special General Meeting.
- (6) A Special General Meeting convened by members under subrule (5) —
 - (a) must be held within 3 months after the date the original request was made; and
 - (b) may only consider the business stated in the notice by which the request was made.
- (7) The Club must reimburse any reasonable expenses incurred by the members convening a Special General Meeting under subrule (5).
- (8) A special resolution may be moved either at a Special General Meeting or at an AGM, but all Members must be given not less than 14-days notice of the meeting in which a special resolution is to be proposed.
- (9) The special resolution must be passed by not less than three-quarters of the eligible voting and presiding members of the Club.

59. Notice of General Meetings

- (1) A General Meeting may be held on the dates and at the times and places determined by the Committee.
- (2) The Secretary or, in the case of a Special General Meeting convened under rule 58(2), the members convening the meeting, must give to every Member —

- (a) at least 14 days' notice of a General Meeting if a Special resolution is to be proposed at the meeting; or
- (b) at least 10 days' notice of a General Meeting in any other case.
- (3) The notice must —
 - (a) specify the date, time and place of the meeting; and
 - (b) indicate the general nature of each item of business to be considered at the meeting; and
 - (c) if a special resolution is proposed —
 - (i) set out the wording of the proposed resolution as required by section 51(4) of the Act; and
 - (ii) state that the resolution is intended to be proposed as a special resolution.

60. Presiding Member and Quorum for General Meetings

- (1) The President or, in their absence, the Vice President will preside as Chairperson of any General Meeting.
- (2) No business is to be conducted at a General Meeting unless a quorum is present.
- (3) At a General Meeting, ten (10) Members who are eligible to vote will constitute a quorum for the conduct of business at a General Meeting.
- (4) The presence of a member at a General Meeting need not be by attendance in person but may be by members at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
- (5) If a quorum is not present within 30 minutes after the notified commencement time of a General Meeting —
 - (a) where the meeting is convened on the requisition of members, the meeting will be dissolved; and
 - (b) in any other case:
 - (i) the meeting stands adjourned to a day, time and place as the Committee decides, or at the same time and day in the following week; and
 - (ii) if no quorum is present at the resumed meeting, provided at least 5 Members are present at the resumed meeting, they will be taken to constitute a quorum.

61. Proxies

- (1) No proxy votes will be considered at any meetings.

62. Adjournment of General Meetings

- (1) The Chairperson of a General Meeting at which a quorum is present may, with the consent of the majority of the members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting subrule (1), a meeting may be adjourned —
 - (a) if there is insufficient time to deal with the business at hand; or
 - (b) to give the members more time to consider an item of business.
- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (4) When a General Meeting is adjourned for a period of 30 days or more the Secretary must give due notice of the adjourned General Meeting, as set out in rule 73.

63. Voting at General Meetings

- (1) On any question arising at a General Meeting each eligible voting member has one vote.
- (2) A member who participates in a General Meeting, through the use of technology, as allowed under rule 60(4) is taken to be present at the meeting and, if the member is eligible to vote at the meeting, the member is taken to have voted in person.
- (3) If votes are divided equally on a question, the President (or in the President's absence, the Vice-President) has a second or casting vote.

64. When Special Resolutions are Required

- (1) A special resolution must be moved at a General Meeting where notice of the special resolution has been given.
- (2) A special resolution is required if it is proposed at a General Meeting —
 - (a) to affiliate the Club with another body; or
 - (b) amend the name of the Club; or
 - (c) amend the rules; or
 - (d) voluntarily wind up the Club; and
 - (e) cancel incorporation.
- (3) Subrule (1) does not limit the matters in relation to which a special resolution may be proposed.
- (4) Notice of a special resolution must:
 - (a) be in writing;
 - (b) include the place, date and time of the meeting;
 - (c) include the intention to propose a special resolution; and
 - (d) give notice to all members.

65. Determining Whether Resolution Carried

- (1) In this rule —
poll means the process of voting in relation to a matter that is conducted in writing.
- (2) At a General Meeting:
 - (a) An ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands; and
 - (b) A special resolution put to the vote will be decided in accordance with section 51 of the Act, and if a poll is demanded, in accordance with sub-rule (3).
- (3) If a poll is demanded on any question by the Chairperson of the meeting or by a majority of members present in person —
 - (a) the poll must be taken at the meeting, in the manner determined by the Chairperson;
 - (b) the Chairperson must declare the determination of the resolution on the basis of the poll; and
 - (c) the poll must be taken immediately.

66. Minutes of General Meeting

- (1) The Secretary, or a person authorised by the Committee, must take and keep minutes of each General Meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes of each AGM must record —
 - (a) the names of the members attending the meeting; and
 - (b) the financial statements or financial report presented at the meeting, and
 - (c) any report of the review or auditor's report on the financial statements or financial report presented at the meeting, as referred to in rule 70 (4).
- (4) The President must ensure that the minutes of a General Meeting are reviewed and passed as correct by —
 - (a) the Chairperson of the meeting; or
 - (b) the Chairperson of the next General Meeting.
- (5) When the minutes of a General Meeting have been passed as correct they are, in the absence of evidence to the contrary, taken to be proof that —
 - (a) the meeting to which the minutes relate was duly convened and held; and
 - (b) the matters recorded as having taken place at the meeting took place as recorded; and
 - (c) any election or appointment purportedly made at the meeting was validly made.

PART 8 - FINANCIAL MATTERS

67. Financial Year

- (1) The financial year shall commence on 1 February each year and shall conclude on the 31 January of the following year (as set out in rule 5).

68. Source of Funds

- (1) The funds of the Club may be derived from Membership fees, levy's, donations, sponsorship, fundraising activities, grants, interest and any other sources, approved by the Committee.

69. Control of Funds

- (1) The funds of the Club must be kept in an account in the name of the Club with a financial institution from which all expenditure of the Club is made and into which all funds received by the Club are deposited.
- (2) Subject to any restrictions imposed at a General Meeting, the Committee may approve expenditure on behalf of the Club up to a value of \$4,999.00. Expenditure in excess of this amount must be approved by the Membership body at a General Meeting.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Club up to a specified limit, without requiring approval from the Committee for each item on which the funds are expended, as set out in the Domestic Regulations.
- (4) All expenditure above the maximum set by the Committee from time to time, in subrule (3) must be approved and ratified at a Committee meeting.
- (5) The authorised signatories to the Club financial account are to be:
 - (a) President, and
 - (b) Treasurer and
 - (b) one other Committee Member or a person authorised by Committee.
- (6) All authorised payments or acknowledgement of debt needs to be approved by:
 - (a) the Treasurer; and
 - (b) at least one other of the authorised signatories in sub-rule (5).
- (7) All funds of the Club must be deposited into the Club's account within five (5) working days after their receipt.

70. Financial Statements and Financial Reports

- (1) The Club must keep financial records that:
 - (a) correctly record and explain its transactions, financial position and performance; and
 - (b) enable true and fair financial statements to be prepared in accordance with Part 5 of the Act.
- (2) The Club must retain its financial records for at least seven (7) years after the transactions covered by the records are completed.
- (3) For each financial year, the Committee must ensure that the requirements imposed on the Club under Part 5 of the Act relating to the financial statements or financial report of the Club are met.
- (4) Without limiting sub rule (3), those requirements include:
 - (a) if the Association is a Tier 1 Association, the preparation of the financial statements; or
 - (b) if the Association is a Tier 2 Association or Tier 3 Association, the preparation of the financial report; and
 - (c) if required, the review or auditing of the financial statements or financial report, as applicable; and
 - (d) the presentation to the annual General Meeting of the financial statements or financial report, as applicable; and
 - (e) if required, the presentation to the annual General Meeting of the copy of the report of the review or auditor's report, as applicable, on the financial statements or financial report.

71. Auditor or Reviewer

- (1) At the AGM of each year, the members may appoint an auditor or reviewer at such remuneration as they determine.
- (2) The auditor or reviewer (if appointed) shall examine the books, accounts, receipts and other financial records of the Club for the upcoming year they are appointed and report to the following AGM.

PART 9 - GENERAL MATTERS

72. Domestic Regulations

- (1) The Committee may formulate, issue, consider, adopt, interpret and amend additional Domestic Regulations for the proper advancement, management and administration of the Club, the advancement of the objects and as it thinks necessary or desirable from time to time;
- (2) Such Domestic Regulations must be consistent with this Constitution and the Act;
- (3) All Domestic Regulations shall be binding on the members of the Association;
- (4) At the request of a member, the Secretary must make a copy of the Domestic Regulations available for inspection by the member or direct the member to the appropriate electronic site for them to be viewed.

73. Giving Notices to Members

- (1) A notice or other document that is to be given to a member under these rules is taken not to have been given to the member unless it is in writing and —
 - (a) delivered by hand to the recorded address of the member; or
 - (b) sent by prepaid post to the recorded postal address of the member; or
 - (c) sent by electronic transmission to an appropriate recorded number or recorded electronic address of the Member.
- (2) It is the responsibility of the member to ensure currency of their contact details are provided to the Club.

74. Executing Documents and Common Seal

- (1) The Club may execute a document without using a common seal if the document is signed by:
 - (d) the President, and
 - (e) at least one Committee member or person authorised by the Committee.
- (2) If the Club has a common seal –
 - (a) the name of the Club must appear in legible characters on the common seal; and
 - (b) a document may only be sealed with the common seal by the authority of the Committee and in the presence of —
 - (i) 2 Committee Members; or
 - (ii) one Committee Member and a person authorised by the Committee,
- (3) The Secretary must make a written record of each use of the common seal.
- (4) The common seal must be kept in the custody of the Secretary or another Committee member authorised by the Committee.

75. Inspection of Records and Documents

- (1) Subject to these rules, a member can inspect the books of the Club free of charge at a time and place that is mutually convenient to everyone.
- (2) The member must contact the Secretary to make the necessary arrangements to inspect -
 - (a) the register of members under section 54(1) of the Act; or
 - (b) the record of the names and addresses of Committee members, and other persons authorised to act on behalf of the Club; or
 - (c) any other record or document of the Club.

- (3) If the member wants to inspect a document that records the minutes of a Committee meeting, the right to inspect that document is subject to any decision the Committee has made about minutes of Committee meetings generally, or the minutes of a specific Committee meeting being available for inspection.
- (4) The member may make a copy of or take an extract from a record or document referred to in sub-rules (1) and (2) but does not have a right to remove the record or document for that purpose.

76. Dissolution of the Club

- (1) The Club may cease its activities and have its incorporation cancelled in accordance with the Act if the members resolve by special resolution that the Club will:
 - (a) apply to the Commissioner for cancellation of its incorporation; or
 - (b) appoint a liquidator to wind up its affairs.
- (2) The Club must be wound up under Section 30(a) and Part 9 of the Act before cancellation can take place if it has outstanding debts or any other outstanding legal obligations or is a party to any current legal proceedings.
- (1) In the event of the dissolution of the Club the Canine Association of WA Inc. shall be advised in writing within fourteen (14) days.
- (2) If upon the winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities any property whatsoever, the surplus property must be given or transferred to another incorporated association, which
 - (a) has similar objects, and
 - (b) which is not-for-profit or gain to its individual members, and
 - (c) as determined by special resolution of the members.

77. Alteration of Rules

- (1) If the Club wants to alter or rescind any of these rules, or make additional rules, the Club may only do so by special resolution and by otherwise complying with Part 3, Division 2 of the Act.
- (2) No repeals of any existing rules and no new rules or alteration, amendments or suspensions of a rule shall be valid unless a special resolution is carried by a three-fourths majority of members present and with voting rights at an Annual or Special General Meeting.
- (3) Notices of motions to repeal, alter or suspend any rule shall be given to the Secretary at least twenty eight (28) days preceding the Annual or Special General Meeting at which the motion shall be presented.
- (4) Within one month after the making of any amendment or addition to the rules of the Club, passed by special resolution, the Committee shall send or deliver the required documents and a certified copy of the amendment or alteration to all relevant departments.
- (5) The rules do not take effect until required documents are lodged and confirmed with the Commissioner, even if the amendments do not require the approval of the Commissioner under section 31 or section 33.

END