

**A.C.T. COMPANION DOG CLUB INCORPORATED
CONSTITUTION**

(Approved by Special Resolution at Annual General Meeting, 23 August 2021)

A GENERAL		
Name	1(a)	The name of the Association is the "ACT COMPANION DOG CLUB INCORPORATED".
	1(b)	The Association shall be affiliated with the ACT Canine Association Inc (trading as Dogs ACT).
Registered office	2	The registered office of the Association is situated at 240 Narrabundah Lane, Symonston in the Australian Capital Territory.
Aims and objects	3	<p>The aims and objectives for which the Association is established are (in no particular order):</p> <ul style="list-style-type: none">(i) to promote responsible dog ownership and the general welfare of dogs;(ii) to teach members to train their dogs, of whatever breed, in dog obedience and other related canine skills, using motivational training methods;(iii) to promote participation and training in a range of dog sports;(iv) to promote and participate in dog training and other activities associated with dog training;(v) to support the rights of dog owners, provided that such ownership is conducted in a responsible manner;(vi) to actively promote community interaction with dogs;(vii) to provide facilities necessary or convenient for its activities;(viii) to promote positive relationships between owners and dogs;(ix) to enhance the development of social skills of dogs.
Powers and functions	4	<p>In furtherance of the objectives of the Association it shall have power to:</p> <ul style="list-style-type: none">(i) build, erect, construct, lay down, enlarge, demolish, alter, re-erect, repair and maintain any buildings or works necessary or convenient for the objects of the Association;(ii) purchase, take on a lease or enter into any agreement for lease or exchange or hire or otherwise acquire, and whether by gift, demise, bequest, or in other manner from any person, company, or association any real or personal property of any description or any interest therein including land, buildings, easements and any other rights and to execute transfers, mortgages, securities and other instruments for the purpose of carrying out all or any of the objects of the Association or of a kind necessary or convenient for the purpose of any such objects;(iii) sell, manage, lease, mortgage, dispose of or otherwise deal with all or any part of the real and personal property of the Association other than property held in trust;(iv) accept payment for any property or rights sold or otherwise disposed of or dealt with by the Association either in cash or by instalments or on such terms as the Association may determine;(v) borrow or raise money or secure payment of money required for any of the objects of the Association or for the satisfaction or performance of any obligation or liability incurred or undertaken by the Association in

such manner as the Association may from time to time think fit; and in particular, but without restricting the generality of the foregoing, to borrow or raise money by overdraft account at a bank or on the security of bills of exchange, promissory notes, bonds, mortgages, deposit receipts or notes or any other security or obligation and/or to borrow money without giving security therefore and upon such terms as to priority or otherwise as the Association shall think fit and to purchase, redeem and pay off any such securities or loans;

(vi) guarantee the contracts of liabilities of any person, firm or company with or without security;

(vii) undertake appeals in any manner as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association by way of donations, annual subscriptions, bequests or otherwise;

(viii) draw, make, accept, endorse, discount, execute and issue cheques, promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments;

(ix) enter into any agreement or arrangement with any person, company, association, society, club, trust, authority, administration or body whether incorporated or unincorporated having objects wholly or in part similar to those of the Association and to co-operate with the same in any way which the Association deems conducive to the attainment of these objects or any of them;

(x) affiliate or amalgamate with any corporation, institution, society club, association or other body whether corporate or unincorporate having objects wholly or in part similar to those of this Association which prohibit distribution of its or their income and property among its or their members as is provided by clause 5 hereof;

(xi) purchase or otherwise acquire and undertake all or any of the property, assets, liabilities, and engagements of any body with which this Association is amalgamated or amalgamates;

(xii) transfer all or any part of the property, assets, liabilities and engagements of this Association to any with which this Association is amalgamated or amalgamates;

(xiii) publish any website, newspaper, magazine or other periodical and arrange or participate in any broadcast activities including radio, television and social media;

(xiv) insure any employees, servants, instructors or officers of the Association against risk or accident in the course of their employment by the Association and to effect public risk insurance for the purpose of indemnifying the Association against loss or damage caused by the Association or any of its employees, servants, officers or agents; and

(xv) do all such lawful things as are incidental or conducive to the attainment thereof.

Income and
property

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The income and property of the Association shall be applied solely to the promotion of its objects and no part thereof shall be paid or transferred directly or indirectly by the way of dividend, bonus, or otherwise by way of pecuniary profit to the members, provided that remuneration may be paid in good faith to officers and servants of the Association or other

- Definitions 6 persons in return for services rendered to the Association.
 In this Constitution unless inconsistent with the context or subject matter:
- "Act" means the *Associations Incorporation Act 1991*
 - "Association" or "the Association": means the A.C.T. Companion Dog Club Incorporated;
 - "dog owner" or "owners" includes prospective owner or owners;
 - "Committee" means the Committee of the Association for the time being;
 - "month" means calendar month;
 - "objectives" means aims and objectives of the Association and includes powers and functions;
 - "rules" means any rules established by the Committee under clause 17(iii) of the Constitution.
 - words in the singular shall include the plural; and words in the plural shall include the singular.

	B	MEMBERSHIP
Classes of membership	7	The Association shall consist of the following:
	7(a)	<p><u>Household Members</u></p> <p>(i) Any person may apply for household membership.</p> <p>(ii) A person may apply for household membership to include such named persons residing with the applicant who acknowledge, in whatever manner the Committee determines from time to time, that they will be bound by the Constitution and Rules of the Association.</p> <p>(iii) Application for membership shall be made in the prescribed form accompanied by the prescribed joining fee, first annual subscription and any other fees, charges or levies determined by the Committee from time to time, and shall be submitted to the Committee for approval or rejection as soon as practicable.</p> <p>(iv) Upon approval of an application by the Committee an applicant shall become a member of the Association and be bound by the Constitution and Rules, copies of which shall be supplied upon request.</p> <p>(v) Upon rejection of an application, the Committee will, as soon as practicable, notify the applicant and refund any funds paid to the Association as part of the application process.</p> <p>(vi) Each named person on the household membership, over 16 years of age, is entitled to vote when a poll of members is taken.</p>
	7(b)	<p><u>Honorary Members</u></p> <p>(i) Honorary membership may be conferred on such persons and for such periods as the Committee determines.</p> <p>(ii) Honorary members shall not be required to pay any annual subscription and any other fees, charges or levies and shall be entitled to all privileges of membership, except that they shall not be eligible for election to office or the Committee, nor vote as members.</p>
	7(c)	<p><u>Honorary Life Members</u></p> <p>(i) A person who has rendered outstanding service or benefits to the Association may be recommended for honorary life membership.</p>

(ii) The recommendation shall be made by the Committee, or upon a written nomination signed by not less than five members, and received by the Committee together with details of the nominee's qualifications at least one month prior to the next Annual General Meeting.

(iii) The recommendation shall be submitted to an Annual General Meeting for approval and shall require a majority of not less than two-thirds of the members present and voting thereat.

(iv) No more than two honorary life members shall be approved in any Association year.

(v) Honorary life membership is personal; the member shall not be required to pay any annual subscription and any other fees, charges or levies, but shall be entitled to all privileges of membership.

7(d)

Instructors

(i) An instructor is a person who has been approved by the Committee as an instructor and who is currently recognised by the Committee as either an active instructor or an honorary instructor.

(ii) An instructor shall be required to pay a partial annual subscription as determined from time to time under clauses 17(vii) and 23(v).

(iii) Instructors shall have the same rights and privileges as a household membership, and may have additional rights and privileges as decided by the Committee.

Transfer of membership

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Any membership entitlements cannot be transferred or transmitted to another person.

Cessation of membership

9

Cessation of Membership

9(a)

Upon the death of a member all the deceased's liabilities to the Association shall be written off, and all the deceased's rights as a member or claims against the Association shall terminate.

9(b)

A member desirous of resigning shall give notice thereof in writing to the Secretary and shall cease to be a member forthwith, or, if any monies are then owing to the Association, upon due payment thereof.

9(c)

A member who fails to pay any annual subscription or other monies due to the Association within one month of the date the payment became due, shall cease to be a member from the date the one-month period ends, unless the outstanding monies is duly paid.

9(d)

A member who persistently refuses or neglects to comply with the Constitution or Rules of the Association, or acts in a manner which, in the opinion of the Committee, is prejudicial to the interests of the Association, shall be given at least seven day's notice of a Committee meeting at which it is proposed to move that the member be suspended for a specified period or expelled and the reasons therefore, and the member shall be entitled to offer any explanation or defence either orally or in writing, and subject thereto, the member shall be liable to suspension for a specified period or expulsion by a resolution carried by two-thirds of the Committee members present.

9(e)

A member may appeal to the Association in general meeting against a resolution of suspension or expulsion by the Committee under clause 9(d) by lodging with the Secretary a notice to that effect within seven days after notice of the resolution of suspension or expulsion has been

served on the member. Upon receipt of such notice, the Committee shall convene a General Meeting of the Association to be held within 21 days after the date on which the Secretary received the notice or as soon as possible after that date. Subject to section 50 of the Act, no business other than the question of the appeal shall be transacted; the Committee and the member shall be given the opportunity to make representations in relation to the appeal orally or in writing or both and the members present shall vote by secret ballot, on the question of whether the resolution made under clause 9(d) should be confirmed or revoked. If at least three quarters of the members present and eligible to vote passes a special resolution in favour of the confirmation of the resolution made under clause 9(d) that resolution is confirmed.

Liability of members	10	The liability of a member to contribute towards the payment of the debts and liabilities of the Association or the costs, charge and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association.
Register of members	11(a)	The Secretary or a nominee approved by Committee shall compile and keep a register of members with their addresses and financial status.
	11(b)	A member who changes their address shall immediately give notice thereof to the Secretary or a nominee approved by the Committee. No person shall be entitled to exercise the rights and privileges of a member unless their name appears on the register of members as a financial member for the time being of the Association.

C THE COMMITTEE

Membership	12	The Association shall be administered by a Committee of thirteen members consisting of the following office-bearers President, Senior Vice-President, Junior Vice-President, Secretary, Treasurer, and eight other committee members.
Election	13(a)	The Officers and Committee members shall be elected at the Annual General Meeting and hold office until the next succeeding Annual General Meeting.
	13(b)	A candidate for office, or the Committee, shall be proposed and seconded by two members of the Association on the prescribed form and accompanied by the written consent of the candidate (which may be endorsed on the nomination form).
	13(c)	The nomination forms shall be delivered to the Secretary at least seven days before the date of the Annual General Meeting.
	13(d)	A member may nominate for more than one position but upon election for a position shall be excluded from the voting for any other.
	13(e)	If no valid nomination in writing is received for a position, oral nominations duly seconded and consented to by the nominee may be made at the Annual General Meeting.
Payment	14	No Committee member shall be paid for services rendered.
Functions of office-bearers	15(a)	The President shall: <ul style="list-style-type: none"> (i) have the right to chair all Committee and General Meetings; (ii) have a casting vote as well as a deliberate vote; (iii) present a report to the Annual General Meeting; and

- (iv) represent the Association in its dealings with other persons, organisations, government departments or courts.
- 15(b) In the absence of the President, the Senior Vice-President, and in the absence of both, the Junior Vice-President, shall perform all the functions and have all the rights, powers and duties of the President.
- 15(c) The Secretary or a nominee approved by the Committee shall:
- (i) keep the Register of Members;
 - (ii) keep and attend to all correspondence and records on behalf of the Association;
 - (iii) give notice of meetings of the Committee and Association as required from time to time;
 - (iv) keep ratified minutes of all meetings of the Committee and Association which shall be open for inspection by any member upon application;
 - (v) shall keep in their custody or under their control all records, books and other documents relating to the Association which shall be open to inspection at the office of the Association, free of charge, by a member of the Association, during the normal business hours of the Association;
 - (vi) act as Public Officer of the Association for the purposes of the *Associations Incorporation Act 1991*, if resident in the Australian Capital Territory. If the Secretary is not resident in the Australian Capital Territory the Committee shall appoint a Committee member resident in the Australian Capital Territory to be Public Officer; and
 - (vii) undertake such other duties as the Committee requires.
- 15(d) The Treasurer or a nominee approved by Committee shall:
- (i) receive and give receipts for all monies received by the Association;
 - (ii) bank all monies received in an account or accounts in the name of the Association with such organisation as the Committee may, from time to time decide;
 - (iii) pay all accounts approved by the Committee;
 - (iv) keep financial records and books of account; and
 - (v) present a report to the Annual General Meeting with an audited balance sheet and statement of accounts.
- 15(e) Members of the Committee shall perform such functions as the Committee determines from time to time.
- Committee meetings
- 16(a) The Committee shall meet at least once in each two months.
- 16(b) A quorum shall consist of seven members.
- 16(c) Voting shall be by show of hands unless a ballot is requested by two members.
- 16(d) A resolution shall be carried by simple majority unless otherwise provided by the Constitution or Rules.
- Powers of the Committee
- 17 Subject to the Constitution and Rules made thereunder, the Committee shall manage the business of the Association and, in particular, and without limiting the generality thereof, shall have power to:
- (i) regulate the conduct of dog training;
 - (ii) arrange dog trials and other sporting and recreational activities;
 - (iii) make, amend and repeal Rules binding on the members in relation to all the activities of the Association;

		(iv) employ and dismiss staff;
		(v) prepare an annual budget;
		(vi) control the finances of the Association and open and close such bank or building society accounts as determined from time to time;
		(vii) determine joining (or entrance) fees, annual subscriptions, and other charges, fees and levies for special purposes to be paid by members providing overall increases do not exceed 5% in any financial year in which case the increase must be approved at a General Meeting;
		(viii) in cases of hardship, or other special circumstances, reduce or waive financial obligations of members;
		(ix) decide upon applications for membership; and
		(x) appoint and determine the appointment of sub-committees to deal with specific activities and define their powers and authorities:
Contracts etc	18	Instruments legally binding upon the Association, not required to be executed under its Seal, may be signed by the President and a Committee Member approved by the Committee.
Vacated positions	19	The office of a Committee Member shall be ipso facto vacated if the Committee Member: <ul style="list-style-type: none"> (i) dies; (ii) becomes bankrupt or personally insolvent; (iii) is disqualified from office under section 63(1) of the Act; (iv) is absent from more than three consecutive Committee Meetings without the consent or ratification of the Committee; (v) by notice in writing resigns office or refuses to act as a member of the Committee; (vi) fails to pay any annual subscription or other debt due to the Association within one month of the date appointed for payment thereof; (vii) ceases to be a member of the Association: or (viii) has their office declared vacant by a resolution passed by three quarters of the members present at a duly convened General Meeting.
Vacancies on the Committee	20	Vacancies on the Committee may be filled by the Committee appointing a person to act until the next Annual General Meeting.
Suspension or removal of Committee member	21	The Committee shall have power to suspend or remove any member of the Committee from the exercise of their rights as such, if in the opinion of the Committee the member's character or conduct is undesirable, or the removal or suspension is otherwise in the interests of the Association, provided that: <ul style="list-style-type: none"> (i) the Committee shall in the first instance pass a resolution that the member be conditionally suspended; (ii) the member concerned shall be forthwith notified in writing of the resolution with a statement of the grounds therefore, a copy of clause 21 of this Constitution, and notice of a meeting to be held to further consider the matter at a time on a date not less than one week and not more than two weeks from the date of the resolution; (iii) at the Meeting the Committee shall receive any explanation, justification or matter in mitigation offered by the member personally, or in writing received not later than 24 hours prior to the time of the meeting; and (iv) at the said Meeting or an adjournment thereof, the Committee may

either annul the suspension or resolve that the member's membership of the Committee be terminated provided that if the member is given no notice of termination within three weeks of the original resolution the conditional suspension shall lapse.

Dismissal of Committee member 22 The resolution to terminate the membership of a Committee Member shall be referred to a General Meeting of members duly convened within three months of the date of the resolution, and it may be approved, varied, rejected or annulled by a resolution carried by three quarter of the members present and voting, after hearing any further explanation, justification or matter in mitigation offered by the member personally or in writing.

D GENERAL MEETINGS

Annual General Meeting 23 There shall be an Annual General Meeting of the Association during the months of July or August in each year upon a date and a time to be fixed by the Committee for the following purposes:
 (i) to confirm the Minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that Meeting;
 (ii) to receive from the President and where appropriate, other Committee members, (i) reports about the principal activities of the Association during the preceding financial year and any significant change in the nature of those activities that occurred during that financial year, and (ii) audited statement of the Association's accounts for the preceding financial year, a copy of the auditor's report to the Association in relation to the Association's accounts for that financial year, and the net profit and loss of the Association for that financial year;
 (iii) to elect the incoming Committee and appoint an honorary auditor for the ensuing year;
 (iv) to decide on any resolution which may be duly submitted to the meeting;
 (v) to determine increases in the joining (or entrance) fee, annual subscription, and other charges fees and levies for special purposes to be paid by members where overall increases exceed 5% in any financial year; and
 (vi) to consider any duly made recommendation for Honorary Life Membership.

Special General Meeting 24(a) The Committee may at any time for any special purpose call a Special General Meeting.
 24(b) The Committee shall call a Special General Meeting within one month of a requisition lodged in writing with the Secretary and signed by any ten financial members stating the purposes for which the meeting is required.
 24(c) If a duly requisitioned Special General Meeting is not called by the Committee within one month after the receipt of the requisition, the members requisitioning it may convene the meeting upon due notice as nearly as practicable as set out in clause 25.

Notice of Annual and Special General Meetings 25 At least one month before any General Meeting, notice of such meeting shall be posted in the club house, and, at the discretion of the Committee, either a copy thereof sent to every member, or the notice advertised in

the press. At least fourteen days before any General Meeting, the agenda is to be posted in the clubhouse and except by resolution of the meeting, no business other than that of which notice has been given shall be brought forward at such meeting.

Special Resolution	26	At least 21 days' notice must be given to members to propose a resolution to alter the Association's Constitution in accordance with sections 33 and 70 of the Act. This notice must be accompanied by a notice of intention to propose the resolution as a special resolution.
Notice of motion	27	Any member desirous of moving any resolution at any General Meeting shall give notice thereof in writing to the Secretary not less than three weeks before the date of such meeting, provided that motions proposed on shorter notice, or at the meeting, may be resolved if the General Meeting so decides.
Procedure and quorum	28(a)	No item of business may be transacted as a General Meeting unless a quorum of members entitled to vote is present during the time the meeting is considering that item.
	28(b)	The quorum at any General Meeting shall be twenty financial members personally present.
	28(c)	If within 30 minutes after the appointed time for the start of the General Meeting a quorum is not present, the meeting (i) if called on the requisition of members is dissolved and (ii) in any other cases stands adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place. If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the members present (being not less than twelve) constitute a quorum.
Presiding member	29	If the President, Senior Vice-President and Junior Vice-President are absent from a General Meeting, the members present must elect one of their number to preside at the meeting.
Adjournment	30(a)	The person presiding at a General Meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
	30(b)	If a General Meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
	30(c)	Except as provided in clause 30(a) and 30(b), notice of an adjournment of a General Meeting or of the business to be transacted at an adjourned meeting is not required to be given.
Making of decisions	31	Resolutions at all General Meetings shall be carried by simple majority except (i) in the case of a motion for an amendment to the Constitution (including amendments to the Association's aims and objects); the confirmation of a conditional suspension or dismissal of a member of the Committee; or the proposed winding up of the Association which shall

require a majority of three quarters of those present and voting; or (ii) the approval of new honorary life members which shall require a majority of not less than two-thirds of the members present and voting.

- Voting
- 32(a) No member shall be entitled to vote at any meeting unless he or she is over 16 years of age and all monies due to the Association shall have been paid in accordance with clause 9(c).
- 32(b) Voting at all General Meetings shall be by a show of hands, except in the case of election of Committee Members and for any motion when a secret ballot is requested by at least two members, when voting shall be by secret ballot.
- 32(c) All votes shall be given personally and not by proxy.

E FINANCE

- Source of funds 33 The funds of the Association shall be derived from joining fees, annual subscriptions, and other charges, fees and levies for special purposes; donations; and, subject to any resolution passed by the Association in general meeting and subject to section 114 of the Act, any other sources that the Committee decides.
- Financial year 34 The Financial Year shall commence on the first day of July in each year and end on the last day in June.
- Subscriptions 35 The annual subscription, as determined by the Committee or Annual General Meeting from time to time, shall be payable yearly on the anniversary of the member's application for membership or, in the case of instructors, on the first day of October.
- Management of funds 36(a) Cheques drawn on the accounts of the Association shall be physically signed by any two of the President, Senior Vice-President, Junior Vice-President, Secretary or Treasurer, who are not members of the one family.
- 36(b) Electronic withdrawals from the accounts of the Association shall be approved by any two of the President, Senior Vice-President, Junior Vice-President, Secretary or Treasurer, who are not members of the one family in accordance with the online banking processes adopted by the financial institutions used by the Association.
- 36(c) Expenditure using merchant cards used by the Association must be pre-approved in writing by any two of the President, Senior Vice-President, Junior Vice-President, Secretary or Treasurer, who are not members of the one family.
- Auditor 37(a) The Auditor shall be appointed at an Annual General Meeting and shall hold office until the subsequent Annual General Meeting.
- 37(b) The Auditor shall not be a member or the Public Officer of the Association, nor a person interested in any transaction of the Association.
- 37(c) In case of need the Committee may appoint a new auditor.

F SEAL OF THE ASSOCIATION

- Seal 38(a) The Association shall have a Common Seal to be kept in the custody or control of the Public Officer.
- 38(b) The Seal shall not be affixed to any instrument except by the authority of a resolution of the Committee and in the presence of at least two

members of the Committee and also of the Secretary or such other person as the Committee may appoint for that purpose; and such two members shall sign, and the Secretary, or such other person appointed for that purpose as aforesaid, shall counter-sign every instrument to which the Seal of the Association is so affixed in their presence.

	G	ALTERATION OF OBJECTS AND CONSTITUTION
Alteration of Objects or Constitution	39	Neither the objects of the Association nor the Constitution may be altered except in accordance with the Act.
	H	DISSOLUTION OF ASSOCIATION
Winding up	40(a)	The Association may be wound up at a Special General Meeting called for that purpose by a resolution passed by at least three quarters of the members present and voting thereon.
Property	40(b)	The Committee shall thereupon, or at such future date as shall be specified in such resolution, proceed to realise the property of the Association as far as is necessary to discharge all liabilities.
	40(c)	The remaining property of the Association, either in kind or converted into money, as the Committee thinks fit, shall be given to and vested in such organisations, institutions, clubs or associations in Australia which have as, or include in their objectives, the promotion of similar aims and objects to those of the Association.
	40(d)	Upon the completion of the distribution of the property as provided by this clause the Association shall be dissolved.
