Constitution

Under the Associations Incorporation Act 2009 and the Associations Incorporation Regulation 2016

Constitution
of

Newcastle/Maitland District Mini Trot Association Inc.

NEWCASTLE MAITLAND DISTRICT
MINI TROTS
SINCE. 1986

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NEWCASTLE/MAITLAND DISTRICT MINI TROT ASSOCIATION INC.

CONSTITUTION

1. Name

The name of the incorporated Club shall be Newcastle/Maitland District Mini Trot Association Inc (Club)

Registration No. Y0858600

The Club was incorporated on 22/11/1989.

2. Objects and Powers

The Club is established for the following objects:

(a) To conduct Mini Trotting at Newcastle,Maitland, Cessnock within the Hunter area and at other places from time to time as consented to by NSW Mini Trotting Association and HRNSW;

(b) To foster the sport of mini trotting for children between the ages of 5 to 17;

(c) To promote friendly competition in an atmosphere of co-operation and good sportsmanship, encouraging social interaction for all concerned;

(d) To provide opportunities for children to participate in equine courses to enhance horsemanship and life skills;

(e) To support and encourage the breeding of mini trot horses for racing;

(f) To participate in the annual the NSW mini trotting championships;

(g) To raise money by entrance fees subscriptions, fundraising activities, sponsorship's and other charges and to grant to members concessions rights and privileges with regard thereto; and

(h) To do all things incidental or conducive to the attainment of the above objects and the orderly administration and advancement of the Club, the proper upkeep and improvement of its property and the promotion and advancement of mini trot racing.

Subject to this Constitution, the Club has all the powers of an individual in accordance with section 19 of the Act.

3. Definitions and Interpretation

3.1 Definitions

In this Constitution:

Act means the *Associations Incorporation Act 2009*.

Annual General Meeting means a meeting of members convened under Section 9

Association means New South Wales Mini Trotting Association Inc. ("NSWMTA") registered under the *Associations Incorporation Act 2009*.

Committee means the governing body which is the Association's 'Committee' for purposes of the Act.

Committee Member means a member of the Committee who is not the Chairperson, Deputy Chairperson, Secretary or Treasurer of the Club.

Club means Newcastle Maitland District Mini Trotting Club Inc (NMDMTA)which is a member of the NSWMTA under Section 6 of that entity's constitution and formed to further the objects of mini trotting in a particular geographic area.

Club President means a person elected to such position of this Club who shall be entitled to represent that Club at NSWMTA Meetings.

Committee Member means a member of this club and who is on the Club's 'Committee' for purposes of the Act.

Controlling Authority means Harness Racing New South Wales (HRNSW) constituted by the *Harness Racing Act 2009*.

Director-General means the Director-General of the Department of Services, Technology and Administration or the relevant New South Wales (NSW) Government Department in place at the time.

Financial Year means the year ending on 30 June each year.

General Meeting means a meeting at which all members of the Club are entitled to be present.

Harness Racing Act means the *Harness Racing Act (2009).*

Harness Racing Australia National Mini Trot Rules means the rules issued by Harness Racing Australia (HRA) on 1 September 2016 and any subsequent updates or amendments.

Harness Racing New South Wales means the controlling body for harness racing and mini trotting activities in New South Wales constituted under the Harness Racing Act (HRNSW).

Member means a member from time to time being as defined in Section 6 of this constitution.

New South Wales Mini Trotting Association Inc (NSWMTA) means the association formed to control and co-ordinate mini trotting activities throughout New South Wales. and registered under the *Associations Incorporation Act 2009*.

Ordinary Resolution means a resolution passed in accordance with section 38 of the Act.

Public Officer means the person appointed under Section 34 of the *Act.*

Registered Post means the mode of registration of mail as determined by Australia Post or its equivalent from time to time.

Regulation means the *Associations Incorporation Regulation 2016*.

Rules of Harness Racing means the Rules which govern harness racing in Australia and the Local Rules and Policies introduced in New South Wales by HRNSW.

Secretary means:
(a) the person appointed under this Constitution as Secretary of the Association, or
(b) if no such person holds that office - the Public Officer of the Association.

Special General Meeting means any general meeting of the Association other than an Annual General Meeting.

Special Resolution means a resolution passed in accordance with section 39 of the *Act*.

Working with Children Check is a requirement for people who work or volunteer in child-related work. It involves a national criminal history check and a review of findings of workplace misconduct. The check is issued by the NSW Office of Children's Guardian.

Youth Development Officer means the person appointed from time to time by HRNSW.

3.2 Interpretation

In this Constitution:

(a) A reference to a rule, regulation, schedule or annexure is to a rule, regulation, schedule or annexure of, or made under this constitution.

(b) a reference to a function includes a reference to a power, authority and duty.

(c) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(d) The provisions of the *Interpretation Act 1987* apply to and in respect of this Constitution in the same manner as those provisions would so apply if this Constitution were an instrument made under that Act.

(e) Where pursuant to this Constitution a payment of a specific sum of money is to be made then, unless the contrary intention appears, that sum is expressed to be exclusive of any Goods and Services Tax which may also be payable in addition to that sum.

(f) Words importing the singular include the plural and vice versa.

(g) Words importing any gender include the other genders;

(h) Headings are for convenience only and shall not be used for interpretation.

(i) References to persons include natural persons, corporations and bodies politic, and any legal representatives, successors and permitted assigns of that person.

(j) A reference to a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction);

(k) Expressions referring to "writing" shall unless the contrary intention appears, be construed as including references to printing, photography and other modes of representing words or reproducing words in a visible form, including messages sent by electronic mail.

(l) An adult is a person who has attained at least 18 years of age and a minor is a person who has not attained that age.

3.3 Enforceability

If any provision of this constitution or any phrase contained in it is invalid or unenforceable in any jurisdiction, the phrase shall be read down for the purpose of that jurisdiction, if possible, so as to be valid or enforceable. If it cannot be so read down the provision shall be severed to the extent of the invalidity or unenforceability. The remaining provisions of this Constitution and its validity or enforceability shall not be affected by the severance in any other jurisdiction.

4 Clubs Incorporation Act

Where, in relation to any matter this Constitution makes no provision, the provisions of the Model Constitution of the Clubs Incorporation Act 2009 shall, in relation to that matter, be deemed to be included in this Constitution.

Any Object or Rule of the Club has no effect if it is inconsistent with the Clubs Incorporation Act 2009 or contrary to law.

5 Registration with HRNSW and Compliance

5.1 Registration by HRNSW

The Club acknowledges that HRNSW has the sole right to register the Club as a Mini Trotting Club in accordance with the *Harness Racing Act 2009*.

5.2 Compliance of Club

The members acknowledge and agree the Club shall:

5.2.1 be and remain incorporated in New South Wales;

5.2.2 apply its property and capacity solely in pursuit of the Objects of this Constitution;

5.2.3 do all that is reasonably necessary to enable the Objects to be achieved;

5.2.4 act in good faith and loyalty to ensure the maintenance and enhancement of mini trotting racing, its standards, quality and reputation for benefit of the Members and mini trotting; and

5.2.5 act on behalf and in the interest of the Members and mini trotting.

5.3 Operation of Constitution

The Club and Members acknowledge and agree:

5.3.1 that they are bound by this Constitution and that this Constitution operates to create consistency in the way in which the Objects and mini trotting are to be conducted, promoted, encouraged, advanced and administered throughout the area.

5.3.2 to ensure the maintenance and enhancement of mini trotting, its standards, quality and reputation for the benefit of its Members and mini trotting;

5.3.3 not to do or permit to be done any act or things which might adversely affect or derogate from the standards, quality and reputation of mini trots and its maintenance and enhancement;

5.3.4 to promote the economic and community services success, strength and stability of each other and to act interdependently with each other in pursuit of their respective objects; and

5.3.5 to act in the interest of mini trotting and the Members as a group.

5.4. Conduct of Mini Trotting Activities

5.4.1 The Club shall conduct mini trot activities under NSWMTA Rules and Regulations and the Harness Racing Australia National Mini Trot Rules. If there is an inconsistency between the rules in this constitution and the Rules of Harness Racing New South Wales, the later shall prevail.

5.4.2 The number of meetings and activities to be conducted by the Club will be determined by the Club, subject to agreement with NSWMTA and oversight by Harness Racing NSW

6. Membership

6.1 Membership Generally

Membership of the Club is open to all persons who accept the constitution and regulations of the Club.

6.1.1 A person is eligible to be a member of the Club if the person:

(a) is a natural person; and
(b) is at least five (5) years of age;
(c) the person has applied and been approved for membership of the Club in accordance with Clause 6.3; and

(d) in the case of a minor, the application is accompanied by a consent to the application signed (in the case of an electronic application, otherwise affirmed) by a parent or guardian.

6.1.2 A person is ineligible to be a member of the Club if the person:

(a) is currently, warned off or disqualified under the Rules of Harness Racing or the *Harness Racing Act 2009*; or

(b) during the previous 10 years has been convicted in New South Wales of an offence that is punishable by imprisonment for 12 months or more, or convicted elsewhere than in New South Wales of an offence that, if committed in New South Wales, would be an offence so punishable; or

(c) in the case of an adult, does not possess, cannot obtain, maintain or is refused a NSW Working with Children Check.

6.1.3 Notwithstanding paragraph 6.1.2, a person shall be eligible to be considered by the Committee for membership if the disqualification referred to has terminated or been avoided.

6.1.4 Notwithstanding paragraph 6.1.2 (c), an adult shall be eligible to be a General Adult Member of a Club if they do not possess a Working with Children Check and they agree to:

(i) Not in any way assist with the conduct of a mini trot event;
(ii) That their name can be provided to another Club advising them that they are ineligible to assist with the conduct of mini trot events;
(iii) not nominate for or hold a position on a Mini Trot Club Committee

6.2 Effect of Membership

Members acknowledge and agree that:

(a) This Constitution constitutes a contract between each of them and the Club and that they are bound by this Constitution, the Regulations, any HRNSW rules and regulations, NSWMTA Rules and Regulations and Harness Racing Australia National Mini Trot Rules ;

(b) ;They shall comply with and observe this Constitution and the Regulations and any regulations or rules passed by HRNSW, NSWMTA and any Harness Racing Australia National Mini Trot Rules adopted by HRNSW

(c) By submitting to this Constitution and the Regulations they are subject to the jurisdiction of the Club;

(d) This Constitution and the Regulations are necessary and reasonable for promoting the Objects;

(e) They are entitled to all benefits, advantages, privileges and services of their membership as determined by the Committee; and

(f) Where the Committee considers or is advised that a member has allegedly:
   a. Breached, failed, refused or neglected to comply with a provision of this Constitution, the Regulations, or any resolution or determination of the Club;
   b. Acted in a manner prejudicial to the Objects and interest of the Club and / or mini trotting; or
   c. Brought the Club, the NSWMTA, harness racing or mini trotting into disrepute,

The Club may after allowing the member a reasonable opportunity to explain, adjudicate and if necessary refer the matter to the NSW Mini Trotting Association Inc. Where the member is a minor, that reasonable opportunity must include notice to and an opportunity for the member's parent or guardian to make representations.

6.3 Classes of Membership

here shall be four classes of membership, namely:

(a) "Junior Members" are those members aged between five (5) and seventeen (17) who will be entitled to all privileges of the Club but who will not have the right to vote at any general meetings of the Club and in any election held to determine the composition of an in-coming Committee and on any other question on which an expression of opinion by members generally is sought by way of vote.

(b) "Adult Members" are those members aged over eighteen (18) who will be entitled to all privileges of the Club and shall have the right to vote at all general meetings of the Club and in any election held to determine the composition of an in-coming Committee and on any other question on which an expression of opinion by members generally is sought by way of vote.

(c) "General Adult Members" are those members aged over eighteen (18) who will be entitled to certain privileges of the Club and shall have the right to vote at all general meetings of the Club and in any election held to determine the composition of an in-coming Committee and on any other question on which an expression of opinion by members generally is sought by way of vote but who cannot participate fully because they fail to provide, renew or maintain the Working with Children Check. General adult Members cannot nominate for the Committee of the Club.

(d) "Honorary Life Members" being those persons on whom the distinction of honorary life membership is conferred by an Annual General Meeting of the Club. Honorary Life Members shall have the same rights and privileges as Ordinary Members.

Application and Admission to Membership

6.4.1 Any person desirous of becoming a member will be required to make application in writing (including by email or other electronic means , if the Committee so determines) in the form determined by the Committee stating his/her name, address, contact details, occupation and any other details required by the Committee.

6.4.2 The application shall be lodged (including by electronic means, if the Committee so determines) with the Secretary of the Club accompanied by the Club's then current Membership Fee.

6.4.3 The Applicant's Application Form must be endorsed by a current member of the Club before being lodged with the Secretary.

6.4.4 As soon as practicable after receiving an application for membership, all applications for membership will be submitted to a meeting of the Committee of the Club for decision as to whether they will be accepted or otherwise.

6.4.5 As soon as practicable after the Committee makes a determination, the Secretary must notify the applicant in writing (including by email or other electronic means, if the Committee so determines) that the Committee approved or rejected the application (whichever is applicable).

6.4.6 Should the decision be in favour of an admission of an applicant to membership the applicant shall be duly enrolled as a member from the date of such decision and the new member's name is entered in the Register of Members. A receipt for his/her membership fee will be issued.

6.4.7 The Committee will not appoint new Adult or General Adult members to the Club within ninety (90) days of the Annual General Meeting.

Discretion to accept or reject a Membership Application or Renewal

6.4.8 The Committee will have full right to accept or reject any application for membership and in the event of rejection it need not give reasons for so doing.

6.4.9 In the case of any rejected application for membership, any fee paid in respect thereof will be refunded in full.

6.5.3 In relation to the renewal of a membership, as soon as practicable after the Committee makes a determination, the Secretary must:-

4.9.a. In the case or renewal of membership notify the member, in writing, if the Committee rejected the renewal;

4.9.b. If the Committee approved the renewal, the Secretary must enter or cause to be entered the nominee's name in the Register of Members;

4.9.c. If the Committee rejected the renewal of an existing membership, the Secretary must enter or caused to be entered in the Register of Members the date on which the membership of the Club ceased.

4.9.d. The Committee will have full right to accept or reject any renewal of membership and in the event of rejection it need not give reasons for so doing. The member have a right of appeal

Renewal of Membership

6.4.10 Members are required to re-apply annually for membership of the Club in accordance with the procedures set down by the Club from time to time.

6.4.11 Members are required to renew their membership on the relevant form and pay the designated fee as determined by the Committee and ratified at an Annual General Meeting from time to time.

6.4.12 Upon re-application a member must provide details of any change in their personal details, and any information reasonably required by the Club.

Cessation or Resignation of Membership

6.7.1 An adult member ceases to be a member of the Club if the person:

(a) dies; or

(b) resigns their membership; or

(c) is expelled from the Club; or

(d) fails to pay their annual subscription by the due date; or

(e) is currently warned off or disqualified under the Rules of Harness Racing or the *Harness Racing Act 2009*; or

(f) is convicted in New South Wales of an offence that is punishable by imprisonment for 12 months or more, or convicted elsewhere than in New South Wales of an offence that, if committed in New South Wales, would be an offence so punishable; or

(h) becomes mentally incapacitated; or

(i) is listed on the Unpaid Forfeits List; or

(j) if an Adult Member, fails to provide, renew or maintain the working With Children check.

6.7.2 A General Adult Member ceases to be a Member of the Club if the person:

(a) dies; or

(b) resigns their membership; or

(c) is expelled from the Club; or

(d) fails to pay their annual subscription by the due date; or

(e) is warned off or disqualified under the Rules of Harness Racing or the *Harness Racing Act 2009*; or

(f) is convicted in New South Wales of an offence that is punishable by imprisonment for 12 months or more, or convicted elsewhere than in New South Wales of an offence that, if committed in New South Wales, would be an offence so punishable; or

(g) becomes mentally incapacitated; or

(h) is listed on the Unpaid Forfeits List; or

6.7.3 A member may resign from the Club at any time by notice in writing (including by email or other electronic means, if the Committee so determines) forwarded to the Secretary but he/she shall not be entitled to any refund of subscriptions or levies, forfeit all rights whatsoever against the Club and all claims as a member against any other member other than in respect of loans.

6.7.4 If a member ceases to hold membership, the Secretary must make an appropriate entry in the Register of Members recording the date on which the member ceased to be a member.

6.7.5 Any member who ceases to hold membership shall not be entitled to a refund of any annual subscription which they have paid. Upon ceasing to be a member a person shall not be relieved of their liability to pay any money then due by them to the Club and the Committee may take such action as it sees fit to recover such money.

Fees and Subscriptions

6.4.13 The Membership Fee for Ordinary Members shall be such sum as recommended by the Committee of the Club and ratified at an Annual General Meeting or Special General Meeting.

6.8.2 The annual subscription shall be payable yearly in advance on or before the 1st day of July and the period to which such subscription shall relate (hereinafter called the 'subscription year') shall be the period of twelve months immediately following the 1st day of July.

6.8.3 If the Membership Fee remains outstanding as at 1 October of that year the member shall cease to be a member and his/her name shall be removed from the list of members.

6.8.4 Life Members shall not be required to pay an annual subscription.

6.8.5 No member shall be eligible to exercise the rights and privileges of membership while his/her Membership Fee for the current year remains outstanding.

6.8.6 Any person who becomes an Ordinary Member of the Club during the year shall nevertheless pay the full year's subscription, unless the Committee otherwise determines.

Forfeiture of Rights

A Member who ceases to be a Member, for whatever reason, shall forfeit all rights in and claims upon the Club and its property and shall not use any equipment or other property of the Club including intellectual property. Any Club documents, records or other property in the possession, custody or control of that Member shall be returned to the Club immediately.

Membership may be reinstated

Membership which has been discontinued may be reinstated at the discretion of the Committee, upon such conditions as it deems appropriate.

Honorary Life Members

6.4.14 Life Membership of the Club may be conferred by the Club for distinguished service over a number of years (10 minimum) to the Club.

6.4.15 .Nominations must be submitted to the Secretary accompanied by a written summary of the nominee's contribution to the club and the industry. Any two Adult or General Adult Members of the Club must propose and second the nomination.

6.4.16 The Committee, at its discretion, may put a resolution to the Annual General Meeting for the election of that member to Life Membership.

6.4.17 If a Member is elected to Life Membership, the Secretary must enter or cause to be entered that person's name in the Register of Members and, on the name being so entered, the nominee becomes a Life Member of the Association.

6.4.18 Any person on whom the office of Life Member is conferred shall have the right to attend and speak at club meetings, propose and second motions and vote on any matters.

Resolution of Internal Disputes

6.4.19 A dispute (grievance) between a member and another member (in their capacity as members) of the Club shall be referred to the Committee.

6.4.20 Where a dispute involves junior members a parent / guardian of the child or each child must be in attendance.

6.12.3 The Committee's decision will be final and binding on all parties.

Disciplining of Members

6.13.1 A complaint may be made to the Committee by any member that another member of the Club:

(a) has refused, breached or neglected to comply with a provision or provisions of this Constitution; or

(b) conducted himself or herself in a manner or to have engaged in action detrimental to the good name or interests of the Club or the attainment of its objectives;

(c) failed to comply with a resolution or determination of the Committee or any duly authorised committee;

(d) ;brought the Club/NSWMTA or Harness Racing into disrepute;

(e) failed to pay any outstanding monies including Membership Fees;

(f) failed to comply with Regulations.

6.13.2 A complaint may also be made by a Member about:

(a) The conduct of races at mini trot club events;

(b) The behaviour or decisions of Club Officials.

6.13.2 The Committee may itself resolve to initiate a complaint on the grounds specified in sub-clause (1).

6.13.3 The Committee may refuse to deal with a complaint if:

(a) the conduct complained of occurred more than twelve months before the date of the complaint; or

(b) the Committee considers the complaint to be trivial or vexatious in nature.

6.13.4 If the Committee decides to deal with the complaint, the Committee must cause notice of the complaint to be served on the member concerned and in the case of a member who is a minor, the member's parent or guardian. This notice must:

(a) set out the particulars of the complaint;

(b) specify a period (not being less than fourteen days from the time the notice is served) in which the member may make a written submission to the Committee in connection with the complaint; and 15

(c) specify a date (not being less than thirty five days or more than six months from the time the notice is served) on which the member is required to appear before the Committee to address the complaint; and

(d) Specify that the matter will be dealt with by the Committee or an appointed judiciary committee.

6.13.6 If, after considering the complaint and any submissions made in connection with the complaint, the Committee or the judiciary committee is satisfied that the facts alleged in the complaint have been proved and the reprimand, expulsion or suspension is warranted in the circumstances, the Committee may or the judiciary committee may recommend to the Committee that they should reprimand the member, expel the member from the Club or suspend the member from membership of the Club

6.13.7 If, the Committee resolves to reprimand, expel or suspend a member, the member must be served notice of the determination and of the member's right of appeal under clause 6.15 and the member's right to seek a stay of proceedings under clause 6.15.

6.13.8 The reprimand, expulsion or suspension does not take effect:

(a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or

(b) if the member seeks a stay of proceedings in accordance with clause 6.15, until the determination of that application and during any period that the relevant action is stayed;

whichever is the later.

Penalties that may be imposed

The Committee may impose the following penalties:

a.i.1) Reprimand.

a.i.2) Suspension of such activities, on such terms and for such period as the Committee thinks fit.

a.i.3) Exclusion from a particular activity, event or events.

a.i.4) Expulsion

a.i.5) Such combination of any of the above penalties as the Committee thinks fit.

a.i.6) Right of Appeal of Disciplined Member

Right of Appeal of Disciplined Member

6.4.21 A member may appeal any decision of the Committee to the NMDMTA.

6.4.22 Any appeal must be lodged within seven (7) days of a notice of penalty and should include a statement of grounds on which the member intends to rely on for the purposes of the appeal.

6.4.23 All appeals will be heard by HRNSW or a person(s) or body appointed by HRNSW.

Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the Club:

(a) Is not capable of being transferred or transmitted to another person; and

(b) Terminates on cessation of the person's membership.

Members' Liabilities

The liability of a member of the Club to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club is limited to the amount, if any, unpaid by the member in respect of membership of the Club

Privileges of Membership

Subject only to restrictions and limitations imposed by or contained in this Constitution, the privileges of a member shall be:

(1) The right to attend and vote at the Annual General Meeting and all Special and General Meetings.

(2)Eligibility for election to the Committee of the Club if the member is an Adult Member of the Club.

Minimum Number of Members

The Club must have a minimum of at least Five (5) Members at least Five(5) of which are Junior Members.

Register of Members

6.4.24 The Secretary of the Club must establish and maintain a Register of Members of the Club (whether in written or electronic form) specifying:

(i) the name and postal or residential address of each person who is a member of the Club;

(j) the email address of the member if appropriate;

(ii) the date on which the person became a member.

(iii) The date of cessation of membership;

(iv) The category of membership of the Member;

(v) Any other information determined by the Committee.

6.4.25 The Register of Members must be kept in New South Wales:

(a) at the main premises of the Club, or

(b) if the Club has no premises, at the Club's official address.

6.15.3 The Register of Members must be open for inspection, free of charge, by any member of the Club at any reasonable hour.

6.15.4 A member of the Club may obtain a copy of any part of the register on payment of a fee of not more than $1 for each page copied.

6.15.5 No person shall be permitted to make any copy of the register, or any part of it, without the permission of the Committee, which may be given on terms determined by the Committee.

6.15.6 If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection. No information regarding a member who is a minor will be available for inspection.

6.15.7 A member must not use information about a person obtained from the register to contact or send material to the person, other than for:

(a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the Club or other material relating to the Club, or

(b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

6.15.7 If the Register of Members is kept in electronic form:

(a) It must be convertible into hard copy; and

(b) the requirements of sub-clauses (2) and (3) apply as if a reference to the Register of Members is a reference to a current hard copy of the Register of Members.

7. The Committee

Powers of the Committee

Subject to the Act, the Regulation and this Constitution and to any resolution passed by the Club in general meeting the Committee has power to:-

1) Control and manage the affairs of the Club according to recognised standards of effective management, and

2) Exercise all such functions as may be exercised by the Club, other than those functions that are required by this Constitution to be exercised by a General Meeting of members of the Club, and

3) Perform all such acts and do all such things as appear to the Committee to be essential, necessary or desirable for the proper management of the affairs of the Club.

4) Club Regulations and Job Descriptions – New, Repeal or Amend

From time to time make, repeal and amend Club Regulations and Job Descriptions as it shall deem expedient for the internal management and well-being and efficiency of the Club.

All such Regulations and Job Descriptions shall be binding upon the members until repealed or set aside by a resolution of the Committee.

Any amendment, addition or deletion to the Regulations or Job Descriptions, as approved by the Committee, shall be:-

(1.4.a) Effected by the Secretary within thirty one (31) days of resolution;

(1.4.a.a) Recorded by the Secretary in the Register of Revision – Club Regulations and Job Descriptions within thirty one (31) days of resolution.

1.5) Expenditure Limits

(1.5.a) Expend the funds of the Club in such a manner as it shall in its discretion deem expedient in the interests of the Club. Provided however, that the Committee shall not have the power to authorise the expenditure of more than the sum of $1000.00 on any one project without the consent of a General Meeting;

(1.5.b) Expend any sum greater than $500, provided at least seven (7) days prior notice is given to the Committee for its approval. The said notice shall show the proposed purpose of the expenditure;

(1.5.c) In relation to sub-clauses 5a) and 5b) above the amounts shall be increased each year by the lesser percentage as detailed in i) and ii) below:-

B.23.1.i) The same percentage increase as the Consumer Price Increase All Groups Sydney for the period of the year immediately preceding the Annual General Meeting, or

B.23.1.ii) Or Five per cent (5%) immediately following the Annual General Meeting.

1.6) Approve Membership of the Club

Approve membership of the Club in accordance with the relevant membership category.

1.7) Power of Reprimand, Suspension or Expulsion of Club Membership

Power to refer any disciplinary or member related matters to the NSWMTA or should it just go NSWMTA who have power to refer to HRNSW.

1.8) Interpretation of Constitution and Regulations

The Committee shall interpret the Constitution and Regulations of the Club, and its decision upon any question of interpretation upon any matter affecting the Club shall be final and binding on the Members, subject only to manifest error.
If required, the Club's Constitution Panel and/or Solicitor may be consulted for advice.

a.i.6.a.a.a.14 Matters not covered by the Constitutions or Regulations

If a matter relating to the affairs of the Club arises which is not provided for by the Constitution and/or Regulations the Committee shall have full power and authority to deal with the matter.

General

(a) Decide and prescribe what Annual Honorarium be payable to the Secretary at the last meeting of the Committee preceding the Annual General Meeting, and

(b) Fill any casual vacancy occurring in membership of the Committee and the person so appointed shall continue in office until the next Annual General Meeting of the Club, and

(c) Effect and maintain insurances for the Club.

Composition of the Committee

7.2.1 The Committee is to consist of:

(a) the Office Bearers of the Club;

(b) two (2) ordinary Committee Members

Each of whom is to be elected at the Annual General Meeting of the Club.

7.2.2 The total number of Committee Members shall not exceed six (6).

7.2.3 The Office Bearers of the Club are as follows:

(a) President,
(b) Deputy President
(c) Treasurer,
(d) Secretary;

7.2.4- A committee member may hold up to 2 offices (other than both the offices of president and vice-president).

7.2.5 A General Adult Member cannot nominate for the Committee and cannot be nominated to fill a casual vacancy.

7.2.6 Any casual vacancy occurring in the Committee of directors may be filled by a financial member appointed by the Committee.

7.2.7 Each member of the Committee is, subject to this Constitution, to hold office until immediately before the election of Committee members at the Annual General Meeting following the date of the member's election, and is eligible for re-election.

7.2.8 All Adult Members of the Club shall be eligible for election to the Committee after a membership period of three months as an Adult Member.

7.2.9 There is no maximum number of consecutive terms for which a Committee Member may hold office.

7.2.10 All members of the Committee must reside in New South Wales.

7.2.11 Within 14 days after vacating office, a former Committee member of the Club must ensure that all documents in his or her possession that belong to the Club are delivered to the Public Officer or to his or her successor.

Nomination for Committee Member positions

7.3.1 The Secretary shall call for nominations for candidates to be elected to the Committee not less than thirty (30) days prior to the Annual General Meeting.

7.3.2 Candidates wishing to nominate to the Committee must:

(i) be aged 18 years or over;

(ii) be an Adult Member;

(iii) reside in New South Wales;

(iv) comply with any other eligibility criteria as set out in the Regulations.

(v) Not be an undischarged bankrupt or taking advantage of the laws in force for the time being related to bankruptcy;

(vi) Cannot be General Adult Members of the Club

7.3.3 Nominations of candidates for election as Office Bearers of the Committee or as ordinary committee members:

(a) must be made in writing, signed by 2 members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and

(b) specify the office for which the candidate is nominating;

(b) must be delivered to the secretary of the Club by 5.00pm at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.

Election of Committee Members

7.1.1 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.

7.1.2 If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.

7.1.3 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

7.1.4 If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

7.1.5 The ballot for the election of office-bearers of the Committee is to be conducted at the annual general meeting in such usual and proper manner as the Committee may direct. The Secretary shall prepare voting papers containing the names of the candidates in alphabetical order.

Election of Office Bearers

7.5.1 The President, Deputy President, Secretary and Treasurer shall be elected, in that order, by a ballot of members of the Committee at a Committee meeting to be held immediately following the Annual General Meeting. If two or more candidates for the positions of President, Deputy President, Secretary or Treasurer receive the same number of votes for that position, that number being higher than the vote received for any other candidate for the position, then that position shall be determined by a further ballot between those candidates receiving the same number of higher votes. Should this further ballot result in two or more candidates receiving the same number of votes for a position, then the matter is to be determined by drawing lots.

7.5.2 The ballots and drawing of lots for the election of the President, Deputy President and Treasurer shall be conducted under the supervision of the Secretary.

7.5.3 The result of the ballots for President, Deputy President, Treasurer and Secretary shall be notified to the members.

Officer Vacancies

7.6.1 If there is a vacancy in the office of the President, the position shall be filled by the Deputy President until the next Annual General Meeting. Such period in office as President shall be reckoned as part of the term as Deputy President. In any case the Deputy President shall be eligible to nominate for the position of President at such Annual General Meeting.

7.6.2 If there is a vacancy in the office of Deputy President, Secretary or Treasurer the other Committee Members shall elect by ballot a new Deputy President, Secretary or Treasurer from among themselves to hold office until the next Annual General Meeting. Such period of office shall not count as part of the Deputy Chairperson's, Secretary's or Treasurer's term.

Vacancy on the Committee

7.7.1 In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint an Ordinary Member, otherwise eligible to be elected as a Committee person, to fill the vacancy.

7.7.2 A person appointed under this clause is to hold office, subject to this Constitution, until the conclusion of the Annual General Meeting next following the date of the appointment.

7.7.4 Subject to this Constitution, an Ordinary Member appointed under this clause is eligible for election as a Committee Member.

7.7.5 A casual vacancy in the office of a Committee Member occurs if the Committee Member:

(a) dies; or
(b) ceases to be a member of the Association; or
(c) is an undischarged bankrupt or is taking advantage of the laws in force for the time being relating to bankruptcy; or
(d) resigns office by notice in writing given to the Secretary; or.

(e) is removed from office under clause 7.8; or

(f) becomes a mentally incapacitated person; or

(g) is absent without the consent of the Committee from three consecutive meetings of the Committee; o

(h) is convicted in New South Wales of an offence that is punishable by imprisonment for 12 months or more, or convicted elsewhere than in New South Wales of an offence that, if committed in New South Wales, would be an offence so punishable; or

(i) is warned off, disqualified under the Rules of the *Harness Racing Act 2009;*

(j) is named/placed on the Unpaid Forfeit List; or

(k) is prohibited from being a Director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

(l) fails to maintain a Working with Children check.

Removal of Committee Members

7.8.1 Subject to sub clause 7.8.2, the Club in a general meeting may by resolution remove any Committee Member before the expiration of that Committee Member's term of office and may by resolution appoint an Ordinary Member, otherwise eligible to be elected as a Committee Member, to hold office until the expiration of the term of office of the Committee Member so removed.

7.8.2 If a Committee Member to whom a proposed resolution referred to in sub clause 7.8.1 relates makes representations in writing to the Secretary or President and requests that the representations be notified to Ordinary Members, the Secretary or the President may send a copy of the representations to each Ordinary Member or, if the representations are not so sent, the Committee Member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

7.8.3 In the event that a sitting Committee member becomes a disqualified person, his/her office shall be considered vacant from the time of, and during the term of his/her disqualification, and another member shall be elected or appointed to that office as provided in this Constitution.

7.8.4 Any person affected by sub Clause 7.8.3 cannot be automatically reinstated as a Committee Member of the Club once the disqualification ceases. That person must nominate and be re-elected at the following Annual General Meeting.

Secretary

7.9.1 The Committee may appoint a Secretary on such terms and conditions as the Committee from may determine.

7.9.2 The Secretary of the Club must, as soon as practicable after being appointed as Secretary, lodge notice with the Club of his or her address.

7.9.3 It is the duty of the Secretary to:

(a) keep and maintain the Register of Committee Members in accordance with section 29 of the Act;

(b) keep and maintain the Register of Members;

(c) keep and maintain the Members Notice Committee. The Members' Notice Committee is to be kept at the Club's official address and is to be readily available for inspection by members at any time when the Club's official address is open; and

(d) keep minutes of:

(i) all appointments of office holders and Committee Members;
(ii) the names of Committee Members present at a Committee meeting or a general meeting; and
(i) all proceedings at Committee meetings and general meetings.

7.9.4 All records kept by the Secretary can be in either written or electronic form.

7.9.5 Minutes of the proceedings at a meeting must be signed by the Chairperson of the meeting or by the chairperson of the next succeeding meeting.

7.9.6 The signature of the Chairperson may be transmitted by electronic means for the purposes of sub clause 7.9.4 (b).

7.9.7The Secretary shall attend to all secretarial work of the Club and in particular shall:

(a) Keep full and accurate minutes of all meetings conducted by the Club;

(b) Receive applications for membership, other documents dealing with the Club's activities and advise the particulars of such documents to those concerned;

(c) Keep and maintain a register containing the address and occupation of every member of the Club, opposite whose name shall be kept a record of the payment of his/her annual subscription. This register shall not be copied or duplicated without the approval of the President or any two members of Committee;

(d) Conduct all correspondence and carry out all business arising from the minutes of all meetings of the Club;

(e) Keep and produce when required all correspondence, papers and documents of the Club;

(f) Carry out any direction given by the Committee from time to time;

(g) Convene in conjunction with the President all meetings of the Committee, and see that all matters requiring their attention are brought to their notice.

Treasurer

It is the duty of the Treasurer of the Club to:

(a) ensure that all money due to the Club is collected and received and that all payments authorised by the Club are made; and

(b) ensure that correct books and accounts are kept showing the financial affairs of the Club, including full details of all receipts and expenditure connected with the activities of the Club; and

(c) Supervise the accounts of the Club. Subject to these Rules, attend to and perform all matters of a financial nature and shall from time to time, as required by the Committee, present a statement showing the financial position of the Club as well as all books and/or documents from which such statement is/was prepared

(d) Any person undertaking the role of Treasurer cannot be an undischarged bankrupt or taking advantage of the laws in force for the time being related to bankruptcy.

Public Officer

7.11.1 In accordance with Section 34 of the Act, the Club must have a Public Officer position appointed.

7.11.2 The Secretary or an appointed person, who is required to be eighteen (18) years of age or older and a resident of New South Wales, shall be the Public Officer.

7.11.3 The Public Officer shall be deemed to have vacated the position in the following circumstances:-

(9.7.a) Death;

(9.7.b) Resignation;

(9.7.c) Removal by the Committee of Directors or at a General Meeting;

(9.7.d) Bankruptcy or financial insolvency

(9.7.e) Mental illness;

(9.7.f) Residency outside New South Wales;

(9.7.g) Is warned off or disqualified under the Rules of the *Harness Racing Act 2009;*

(9.7.h) Is named/placed on the Unpaid Forfeit List.

7.9.8 When a vacancy occurs in the position of Public Officer the Committee shall within fourteen (14) days appoint a new Public Officer and notify NSW Fair Trading on the prescribed form.

7.11.5 The Public Officer is required to notify NSW Fair Trading on the prescribed form concerning:-

a) A change of residential address (within twenty eight (28) days);

b) A change in the Club's Constitution (within twenty eight (28) days);

c) The Club's financial affairs (within one (1) month after the Annual General Meeting);

d) A change in the Club's name (within one month).

7.9.9 Service of documents on the Club is effected by serving them on the Secretary/Public Officer.

Committee Remuneration

7.12.1 No person shall be entitled to receive remuneration for their services as a Committee member.

7.12.2 For the sake of clarity a member of the Committee can be reimbursed for expenses incurred on behalf of the Club subject to the production of receipts and approval by the Committee.

7.12.3 If a Committee member provides other services to the Club any remuneration for those services must be approved at each Annual General Meeting by a simple majority of members present and entitled to vote at the meeting.

Appointment of Association Members as Committee Members to Constitute quorum.

7.13.1 If at any time the number of Committee members is less than the number required to constitute a quorum for a Committee meeting, the existing Committee members may appoint a sufficient number of members of the Club as committee members to enable the quorum to be constituted.

7.13.2 A member of the committee so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.

7.13.3 This clause does not apply to the filling of a casual vacancy to which clause 7 applies.

7.14 Use of technology at committee meetings

7.14.1 A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.

7.14.2 A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

8. Committee Meetings

Committee Meetings - General

8.1.1 The Committee shall meet as often as deemed necessary but must meet at least two (2) times in each period of 12 months at such place and time as the Committee may determine.

8.1.2 Additional meetings of the Committee may be convened by any member of the Committee.

8.1.3 The President, in consultation with the Committee, has the power to cancel any Committee meeting provided the minimum number of meetings is held each year and that a meeting will be held if at least two Committee members make a written request to the President.

8.1.4 Oral, written or electronic notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.

8.1.5 Notice of a meeting given under sub-clause (4) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.

8.1.6 Standing orders of all Committee meetings shall be:

(a) Attendance
(b) Apologies
(C) Declaration of conflicts of interests
(d) Confirm the minutes of the previous Committee meeting
(e) Business arising from the previous minutes
(f) Correspondence;
(g) Written / Electronic reports from Committee members
(h) Financial Report
(i) Resolutions of which at least five (5) days' notice has been given.
In the case of an urgent or extraordinary motion being raised without notice, the Chairperson shall rule if the matter is to be heard or set aside to a future meeting.
(j) General Business
(k) Date of next Meeting
(l) Meeting closure

8.1.7 At a meeting of the Committee:

(a) the President or, in the President's absence, the Deputy President is to preside, or

(b) if the President and the Deputy President are absent or unwilling to act, such one of the remaining members of the Committee as may be chosen, by a show of hands, by the Committee Members present at the meeting is to preside as President at the meeting.

8.1.8 Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any Committee Member.

8.1.9 The Committee shall at all times operate in accordance with the *Harness Racing Act 2009*, the Rules made under that Act the Rules of Harness Racing and the *Clubs Incorporation Act 2009*.

8.1.10 The Committee shall be indemnified from the funds of the Club against the cost of any legal proceedings which may be instituted against them in consequence of the performance, in good faith, of their duties.

Committee Meetings - Quorum

8.2.1 The quorum necessary for all Meetings of the Committee shall be four (4), one being the President or Deputy President.

8.2.2 No business is to be transacted by the Committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.

8.2.3 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.

Committee Meetings – Voting & Decisions

8.3.1 Questions arising at a meeting of the committee or of any sub-committee appointed by the Committee are to be determined by a majority of the votes of members of the Committee or sub-committee present at the meeting.

8.3.2 Each member present at a meeting of the Committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

8.3.3 Voting by proxy is not permitted at Committee meetings.

8.3.4 Subject to clause 20 (5), the Committee may act despite any vacancy on the committee.

8.3.5 Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-committee appointed by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-committee.

8.3.6 a resolution in writing signed or assented to by facsimile or other form of electronic communication by all the voting directors, shall be valid and effectual as if it had been passed at a meeting of the Committee duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more of the directors.

Committee Meetings – Absence from Meetings

Any Office Bearers or Committee Members who, without being granted leave of absence, shall absent him/herself from three consecutive Committee Meetings shall thereby be considered to have vacated his/her position and he/she shall no longer be an officer or a member thereof subject however to the proviso that the Committee will not refuse application for leave of absence in any case of illness, or of absence interstate or overseas

Use of Technology at Committee Meetings

(a) A Committee meeting may be held at two or more venues using any technology approved by the Committee that gives each of the Committee's members a reasonable opportunity to participate;

(b) A Committee member who participates in a Committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

(c) Without limiting the power of the Committee to regulate its meetings as it thinks fit, a meeting of the Committee members may, at the sole discretion of the Committee, be held where one or more of the Committee members is not physically present at the meeting, provided that:

(4.10.a.a.i) all persons participating in the meeting are able to communicate with each other effectively, simultaneously and instantaneously whether by means of telephone or other form of communication;

(4.10.a.a.ii) notice of the meeting is given to all the Committee members entitled to notice in accordance with the usual procedures agreed upon or laid down from time to time by the Committee;

(4.10.a.a.iii) in the event that a failure in communications prevents rule 8.4 from being satisfied by that number of Committee members which constitutes a quorum, and none of such Committee members are present at the place where the meeting is deemed by virtue of the further provisions of this rule to be held then the meeting shall be suspended until rule 8.4 is satisfied again. If such condition is not satisfied within fifteen minutes from the interruption the meeting shall be deemed to have terminated; and

(4.10.a.a.iv) any meeting held where one or more of the Committee members is not physically present shall be deemed to be held at the place specified in the notice of meeting provided a Committee member is there present and if no Committee member is there present the meeting shall be deemed to be held at the place where the President of the meeting is located.

Delegation by Committee to a Sub-Committee

8.6.1 The committee may, by instrument in writing, delegate to one or more sub- committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:

(a) this power of delegation, and

(b) a function which is a duty imposed on the committee by the Act or by any other law.

8.6.2 A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

8.6.3 A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.

8.6.4 Despite any delegation under this clause, the committee may continue to exercise any function delegated.

8.5.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.

8.5.6 The Committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.

8.5.7 A sub-committee may meet and adjourn as it thinks proper.

Sub-Committee Meetings – Voting & Decisions

8.7.1 Questions arising at a meeting of the sub-Committee appointed by the Committee are to be determined by a majority of the votes of members of the Committee present at the meeting.

8.7.2 Other than the Chairperson, each member present at a meeting of the Sub-Committee is entitled to one vote.

8.7.3 The Chairperson presiding at any meeting of the Sub-Committee shall have both a deliberative and a casting vote.

8.7.4 Questions arising at any meeting of the Sub-Committee shall be decided by a majority of those present and in the case of an equality of votes the Chairman shall have a second or casting vote.

8.7.5 Any act or thing done or suffered, or purporting to have been done or suffered, by the sub-Committee appointed by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the sub-Committee

8.8 Material personal interests

34.1 A Committee member who has a material personal interest in a matter being considered at a Committee meeting must disclose the nature and extent of that interest to the Committee.

A Committee member with such a material personal interest must not:

(a)be present while the matter is being considered at the meeting; and

(b)must not vote on the matter.

34.2 A general notice that a Committee members is to be regarded as having a material personal interest in a matter being considered is sufficient declaration for such Committee member and the said matter. After such general notice it is not necessary for such Committee member to give a special notice relating to the said matter.

34.3 Any declaration made or any general notice as aforesaid given by a Committee member in accordance with this rule must be recorded in the minutes of the relevant meeting.

8.9 Financial interest

8.9.1 A Director is disqualified from:

(a) Holding any place of profit or position of employment in the Association, or in any company or incorporated association which the Association is a shareholder or otherwise interested; or

(b) contracting with the association either as vendor, purchaser or otherwise, except with the express approval of the Committee.

8.9.2 Any contract or arrangement in which any Director is in any way interested which is entered into by or on behalf of the Association without the approval of the Committee, will be voided for such reason.

8.9.3 The nature of the financial interest of such Director must be declared by the Director at the meeting of the Committee at which the contract or arrangement is first taken into consideration if the interest then exists, or in any other case at the first meeting of the Committee after the acquisition of the interest.

8.9.4 A general notice that a Director is a Member of any specified firm or company and is to be regarded as interested in all transactions with that firm or company is sufficient declaration under rule 8.9 for such Director and the said transactions. After such general notice it is not necessary for such Director to give a special notice relating to any particular transaction with that firm or company.

8.9.5 Any declaration made or any general notice as aforesaid given by a Director in accordance with rule 8.9 must be recorded in the minutes of the relevant meeting.

8.10 Conflicts

A Director, notwithstanding any interest, may be counted in the quorum present at any meeting but cannot vote in respect of any contract or arrangement in which the Director is interested.

If the Director votes, the vote shall not be counted.

8.11 Minutes of Committee meetings

8.11.1 The Committee must ensure that minutes are taken and kept of each Committee Meeting.

The minutes must record:

(a) the business considered at the meeting;

(b) any resolution on which a vote is taken and the result of the vote;

(c) the names of all persons present at the meeting;

(d) any interest declared under rules 8.8 or 8.9.

8.11.2 The minutes may be kept in electronic form.

9. General Meetings

Holding of Annual General Meetings

9.1.1 The Club must hold its annual general meetings:

(a) within five (5) months after the close of the Club's financial year, or

(b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

9.1.2 Subject to the Act and to clause 9.1.1, the Annual General Meeting of the Club is to be convened between the months of July and November and at such place and time as the Committee thinks fit.

9.2. Calling of and Business at Annual General Meetings

9.2.1 The Annual General Meeting of the Club is, subject to the Act and to clause 9.1, to be convened on such date and at such place and time as the committee thinks fit.

9.2.2 In addition to any other business which may be transacted at an Annual General Meeting, the business of an annual general meeting is to include the following:

(a) Attendance;
(b) Apologies;
(c) Confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
(d) Business arising from the previous minutes;
(e) To receive from the Committee reports on the activities of the Club during the last preceding financial year;
(f) To receive and consider any financial statement or report required to be submitted to members under the Act;
(g) Lodgement of Annual report, financial Statements and Annual return with Department of Fair Trading;
(h) Affiliation with NSWMTA;
(i) To elect the Committee of the Club;
(j) Election of an auditor, if required under the Act;
(k) Any other business that may be brought before the Annual General Meeting under this Constitution General Business; and
(l) Meeting closure

9.2.2 An Annual General Meeting must be specified as such in the notice convening it.

9.2.3 A copy of the Club's Annual Report and financial statements shall be furnished to each Member of the Club seven days before the Annual General Meeting.

9.3. Calling of Special General Meetings

9.3.1 Any general meeting other than an Annual General Meeting is a Special General Meeting

9.3.2 The committee may, whenever it thinks fit, convene a special general meeting of the Club

9.3.3 The committee must, on the requisition in writing of at least twenty (20) ordinary members, convene a special general meeting of the Club.

9.3.4 Such meetings shall not transact any other business except that for which the Meeting has been convened

9.3.5 A requisition of members for a special general meeting:

(a) must be in writing; and

(b) must state the purpose or purposes of the meeting, and

(c) must be signed by the members making the requisition, and

(d) must be lodged with the secretary, and

(e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

9.3.6 If the Committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the Secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

9.3.7 A special general meeting convened by a member or members as referred to in sub clause (6) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

9.3.8 For the purposes of this clause:

(a) A requisition may be in electronic form; and

(b) A signature may be transmitted, and a requisition may be lodged, by electronic means

9.4 Notice of General Meetings

9.4.1 Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the Secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

9.4.2 If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under sub clause (1), the intention to propose the resolution as a special resolution.

9.4.3 No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 9.2.

9.4.4 A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

9.5. Eligibility to Vote

9.5.1 For all General, Special General Meetings and Annual General Meetings only Adult Members and General Adult Members are eligible to vote on all matters.

9.6. Quorum for general meetings

9.6.1 No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.

9.6.2 The quorum necessary for all Meetings of Members including the Annual General Meeting shall be five (5) Members which can only be Adult, General Adult and Life Members

9.6.3 If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:

(a) if convened on the requisition of members, is to be dissolved, and

(b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the 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.

9.6.4 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) are to constitute a quorum.

9.7. Presiding Member

9.7.1 The President or, in the President's absence, the Vice-President, is to preside as chairperson at each general meeting of the Club.

9.7.2 If the President and the Vice-President are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

9.8. Adjournment

9.8.1 The chairperson of 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

9.8.2 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 Club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting

9.8.3 Except as provided in sub clauses (1) and (2), 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

9.9. Making of decisions

9.9.1 A question arising at a general meeting of the Club is to be determined by either:

(a) a show of hands, or

(b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.

9.9.2 If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

9.9.3 If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

9.9.4 Any questions arising at any meeting of members shall be decided by a majority of those present and in the case of an equality of votes the President or Chairman of the meeting shall have a casting vote in addition to the vote to which he is entitled as a member.

9.10. Special Resolutions

9.10.1 A special resolution may only be passed by the Club in accordance with section 39 of the Act.

9.10.2 A special resolution must be passed by a General Meeting of the Club to effect the following changes:-

a) A change in the Club's name;

b) A change in the Club's objects;

A change of the Club's Constitution;

An amalgamation with another incorporated Association;

To voluntarily windup the Club and distribute its property.

9.10.3 In accordance with section 39 of the Act at least seventy five per cent (75%) of those present and voting must vote in favour for the Resolution to be successful.

9.11. Voting

9.11.1 On any question arising at a general meeting of the Club a member has one vote only.

9.11.2 In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.

9.11.3 A member is not entitled to vote at any general meeting of the Club unless all money due and payable by the member to the Club has been paid.

9.12. Proxy votes not permitted

Proxy voting must not be undertaken at or in respect of any general meeting.

9.13. Postal or electronic ballots

The Club may not conduct a postal or electronic ballot to determine any resolution in respect of a general meeting.

General Meetings – Scrutineers

At every meeting at which a ballot shall take place scrutineers shall be chosen from amongst the members or guests present at the meeting to conduct the ballot. In the case of doubt as to the formality or otherwise of any ballot paper the scrutineers shall forthwith refer same to the Returning Officer whose decision shall be final. The scrutineers shall certify to the Chairperson of the meeting the result of the ballot.

General Meetings – Returning Officer

The Secretary shall be the Returning Officer for all ballots conducted either by the Club or the Committee.

General Meetings – Use of Technology

9.14.1 A general meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the association's members a reasonable opportunity to participate.

9.14.2 A member of an association who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

OR

9.15.3 A General Meeting of the Club will only be held at one location and technology will not be used for the conduct of the meeting

9.17. Minutes of General Meetings

9.17.1 The Committee must ensure that minutes are taken and kept of each General Meeting.

9.17.1 The minutes must record:

(a) the business considered at the meeting;

(b) any resolution on which a vote is taken and the result of the vote;

(c) the names of all persons present at the meeting.

9.17.3 In addition, the minutes of each Annual General Meeting must include:

(a) any reports or financial statements submitted to the Members at the Annual General Meeting; and

(b) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

9.17.4 Minutes may be kept in electronic form.

10. Financial

10.1 Funds - Source

10.1.1 The funds of the Association are to be derived from annual subscription fees, donations and such other sources as the Committee determines.

10.1.2 All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank or other authorised deposit-taking institution account.

10.1.3 The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

10.3 Funds - Management

10.2.1 Subject to any resolution passed by the Association in a general meeting, the income of the Association shall be used solely in pursuance of the objects of the Association in a manner that the Committee determines.

10.2.2 The income and property of the Association shall not be paid or transferred to members by way of dividend, bonus or profit providing always that a member who is not a Committee Member of the Association, may be employed for specific duties.

10.2.3 All cheques, drafts, bills of exchange, promissory notes, other negotiable instruments or EFT transactions must be signed or effected (by EFT) by two (2) members of the Committee or employees of the Association, being members or employees authorised to do so by the Committee with appropriate safeguards authorised by the Committee or General Meeting.

10.2.4 Nothing in this rule 10.3 shall preclude payment to a Member in good faith for expenses incurred for services rendered, including, but not limited to:

(a) any services actually rendered to the Club whether as an employee or otherwise;
(b) goods supplied to the Association in the ordinary and usual course of operation;
(c) interest on money borrowed from any Member;
(d) rent for premises demised or let by any Member to the Association; or
(e) any out-of-pocket expenses incurred by the Member on behalf of the Association,

provided that any such payment shall not exceed the amount ordinarily payable between ordinary commercial parties dealing at arm's length in a similar transaction.

10.3 Custody of Books etc

10.3.1 Except as otherwise provided by this Constitution, all records, books and other documents relating to the Association must be kept in New South Wales:

(i) At the main premises of the Association, in the custody of the Public Officer or a member of the Association;

(ii) If the Association has no premises, at the Association's official address, in the custody of the Public Officer

10.3.2 The Association shall establish and maintain, in accordance with the Act and this Constitution, proper accounting and other records and minutes concerning all transactions, business, meetings and dealings of the Association and the Committee.

10.4 Inspection of Books etc

10.4.1 The following documents must be open to inspection, free of charge, by a member of the Association at any reasonable hour:

(a) records, books and other financial documents of the Association;
(b) this Constitution; and
(c) minutes of all Committee meetings and general meetings of the Association.

10.4.2 A Member may obtain a copy of any of the documents referred to in sub-clause (1) on payment of a fee of not more than $1 for each page copied.

10.4.3 Despite sub clauses (1) and (2), the committee may refuse to permit a member of the club to inspect or obtain a copy of records of the club that relate to confidential, personal, employment, commercially confidential or legal matters or where to do so may be prejudicial to the interests of the association. The member may appeal to club against a decision not to disclose any record on the basis that the refusal is not reasonably based.

10.4.4 Despite anything contained in this Constitution it is acknowledged that the inspection of certain records may also be subject to Privacy legislation. For the avoidance of doubt, it is acknowledged that the club respects the privacy of its members and, with the exception of disciplinary proceedings where a member's records may be accessed without consent of the member, where the personal details of members are to be revealed to persons other than to the member concerned, the member's prior written consent shall be obtained. The personal details of a minor are not to be made available for inspection.

10.5 Financial Year

10.5.1 The financial year of the Association is:

(a) the period of time commencing on the date of incorporation of the Association and ending on the following 30 June, and

(b) each period of 12 months after the expiration of the previous financial year of the Association, commencing on 1 July and ending on the following 30 June.

10.5.2 The Committee shall keep or cause to be kept a record of all its receipts and payments to show its true financial position at the 30 June in each year.

10.5.3 The Committee shall cause to be prepared prior to the Annual General Meeting a statement of income and expenditure for the previous financial year duly certified by the Auditors (if required under the Act) and signed by the President and Treasurer and in the absence of the above two officers, the Secretary will sign as correct and shall submit the same to such meeting.

10.5.4 The Annual Report and a copy of the Financial Statements with any reports from the Auditors (if required) shall be available at the Annual General Meeting.

10.5.5 The books of account shall be kept with the Public Officer.

10.6 Audit of Accounts

If required under the Act, a properly qualified auditor or auditors shall be appointed, and the remuneration of such auditor or auditors fixed by the Association in General Meeting. The auditors duties shall be regulated in accordance with the Act, or if no relevant provisions exist under the Act, in accordance with the Corporations Act 2001 and generally accepted principles, and/or any applicable code of conduct.

The auditor may be removed by the Association in a General Meeting.

10.7 Club is Non-Profit

The Club shall be a non-profit-making organisation. The income and property of the Association, however derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly to the members of the Association provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officers or servants of the Association or to any member or other person in return for any services actually rendered to the Association nor prevent the payment of interest at a rate to be determined from time to time by the Committee on money borrowed from any member of the Club.

Miscellaneous

11.1 Insurance

The Association shall effect and maintain insurance so as to protect the assets of the Association in accordance with the risk tolerance as determined from time to time by the Committee.

11.2 Service of Notices

10.6.1 Subject to sub-clause (2), for the purpose of this Constitution, a notice may be served on or given to a person:

(a) by delivering it to the person personally, or

(b) by sending it by pre-paid post or Registered Post to the address of the person as it appears in the Register of Members, or

(c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

10.6.2 A notice which is to be served on a member pursuant to clause 6.13 must be served by Registered Post.

10.6.3 For the purpose of this Constitution, a notice is taken, unless the contrary is proved, to have been given or served:

(a) in the case of a notice given or served personally, on the date on which it is received by the addressee;

(b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post; and

(c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

In the case if a minor, notice must also be given to the person's parent or guardian.

10.10 Winding up of the Association

10.10.1 The Association may be wound up voluntarily if the Association so resolves by special resolution.

10.11.2 In the event of the Association being wound up, the liability of the Member shall be limited to any outstanding monies due and payable to the Association, including the amount of the Annual Subscription payable in respect of the current Financial Year. No other amount shall be payable by the Member.

10.11.3 If upon winding up or dissolution of the Association any surplus property remains after the satisfaction of all of the Association's debts and liabilities, that surplus property is to be distributed to Harness Racing New South Wales or in accordance with section 65 of the Act.

10.12 Report to New South Wales Mini Trotting Association

At the end of each financial year but prior to 31 October of each year the Association's Secretary shall produce a report for NSWMTA of the Association's activities for the preceding financial year.

10.14 Change of Name, Objects and constitution

10.13.1 Proposed amendments to the Association's Name, Objects and Constitution shall be dealt with by Special Resolutions adopting the following procedures:

(1.8.a) The proposed amendment(s) or alteration(s) shall be presented to the Committee. Due notice must be given in writing by a member or members at a meeting of the Committee of the intention to move for an amendment to the Name, Objects or Rules.

The notice shall set out the proposed amendment(s) or alteration(s). Such notice shall not be dealt with at the meeting at which the notice has been given but shall be dealt with at a following meeting of the Committee. At that meeting the Committee shall decide that the proposal(s) be recommended or not recommended for adoption by the Association at a general meeting. A recommendation for adoption must be carried by a seventy five per cent (75%) of the votes cast by the Committee members present.

Proposals which are recommended by the Committee shall be put to the members at a general meeting of the Association of which not less than 28 days written notice specifying the intention to propose the resolution as a Special Resolution shall be given. A resolution of a general meeting to amend the Name, Objects or Constitution of the Association must be passed by seventy five per cent (75%) of the votes cast by the eligible Members present.

(1.8.b) Proposals which are not recommended by the Committee may be put to the members at a general meeting. The only motion at this meeting shall be to recommend the proposals to a subsequent general meeting of the Association.

10.13.2 An application to the Director-General for registration of a change in the Association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

10.14 Regulations

10.14.1 The Committee shall have the power to draw up and adopt such Regulations as it considers necessary for ensuring the efficient management of the Association and such Regulations shall be binding until amended or revoked by the Committee. All Regulations shall be recorded in Section Two (2), Regulations of the Association by the Constitution Secretary and maintained for access by any member. To avoid doubt, any Regulations must not be inconsistent with this Constitution.

10.14.2 Regulations binding

All Regulations made under this clause shall be binding on the Association and Members of the Association.

10.14.3 Notices binding on Members

Amendments, alterations, interpretations or other changes to Regulations shall be advised to Members of the Association by means of Notices approved and issued by the Committee.

11. Appendix 1 – Application for Membership of Club Newcastle/Maitland District Mini Trot Association Inc

Application for Membership or Renewal of Membership
of the Newcastle/Maitland District Mini Trot Association Inc

I……

[Full name of applicant]

Of……

……State…….Post Code:……....

[Address]

……

[Occupation]

Contact details:

Home Phone: ……....Work Phone: …….....

Mobile: ……..

WWC Number.....Exp Date …...../...../.....

Email …….....

Involvement in Industry

Senior Member Junior Member

Supporter General Adult Member

Hereby apply to become a member of the above named incorporated Club.

In the event of my admission as a member, I agree to be bound by the constitution of the Club for the time being in force.

Membership Fee $10.00

….....

PRINT NAME SIGNATURE DATE

In the case of a person under 18, a responsible parent or guardian must consent to the application by signing below, together with printed name and address

PRINT NAME	SIGNATURE	DATE