

CONSTITUTION

GALSTON EQUESTRIAN CLUB INC.

P.O. BOX 243
GALSTON NSW 2159

1 Name

Galston Equestrian Club Inc. (GEC)

2 Representation

Horse Owners, Riders and Social Enthusiasts (H.O.R.S.E.)

3 Objects

- (a) to provide a benefit to Horse Owners, Riders and Social Enthusiasts;
- (b) to encourage participation in enjoyable, safe competitive and/or noncompetitive horse riding, ownership and other equine related social or educational pursuits;
- (c) to promote opportunities for the acquisition, absorption and diffusion of skills and information relating to all equestrian matters and pursuits;
- (d) to accept all disciplines, levels of riding experience and breeds of horse without unnecessary discrimination and to facilitate the valued lifestyle enhancement gained from horse and human relationships;
- (e) to educate and encourage harmony between horses and riders, whilst promoting the welfare and well being of the horse together with a sportsmanlike attitude amongst competitors;
- (f) to promote zero tolerance with respect to:
 - i. cruelty to animals;
 - ii. racism, prejudice and unfair discrimination; and
 - iii. the use of illegal, prohibited, or banned substances.
- (g) to provide support for equitable access to riding trails and exercise areas including mapping and/or lobbying to upgrade existing (or provide new) bridle trails and exercise areas in which to achieve improved and/or additional safe trails and pleasant areas in which to ride;

- (h) to conduct fund raising or social events for GEC and to receive, manage and disburse monies and other assets in furtherance of the objects contained herein;
- (i) to assist with raising the profile of GEC together with H.O.R.S.E. and to provide an effective presence both in the community and at all levels of government; and
- (j) to acknowledge and respect the positive impact horses have had on Australian culture together with their contribution towards our history and the reasons why Australians seek to maintain and enhance this affiliation.

4 GEC Membership Qualifications

4.1 Ordinary Member

4.1.1 A person is qualified to be an ordinary member of GEC only if:

- (a) the person is a life member; or
- (b) the person is a natural person who:
 - i. has attained the age of 16 years; and
 - ii. has applied for GEC membership in accordance with Clause 4.4; and
 - iii. is not a person who has been disqualified from Club membership under this Constitution.

4.2 Associate Member

4.2.1 A person may apply to be an associate member of GEC if they have not attained the age of 16 years;

4.2.2 An associate member:

- (a) is entitled to receive notice of, and may attend, all Club meetings and where appropriate, may participate in any GEC event or associated activity subject to being accompanied by an ordinary member who has attained the age of 21 years;
- (b) is entitled to be a member of any sub-committee established by the Club, but may not be the head of that sub-committee;
- (c) is not entitled to vote at any meeting or to hold any Committee office under Clause 5;
- (d) is not to be included in any count for determining whether a quorum exists for any Club meeting under Clause 6.1.4;

4.3 Family/Household Membership

- 4.3.1 Family/household membership shall be comprised of either ordinary members or associate members or both, including related persons or members of the same household. Only one ordinary member per family/household membership will be permitted to vote at any Club meeting.

4.4 Application for GEC Membership

- 4.4.1 A person may apply for GEC membership in such a manner as the Club determines from time to time in general meeting. In applying for membership, a person accepts that members shall at all times during any GEC event or associated activity have regard to the Constitution and adopted guidelines and shall not act contrary to their provisions.
- 4.4.2 Where the Club receives a membership application and signed Exemption/Disclaimer form, together with the annual membership fee(s) payable under Clause 4.9 the membership Secretary shall, as soon as practicable, enter the applicant's name in the register.
- 4.4.3 An applicant becomes a Club member when his or her name is entered in the register, or at such earlier time as the Club may approve for the purpose of Club events.
- 4.4.4 Notwithstanding sub-clauses 4.4.2 and 4.4.3:
- (a) the Secretary may refuse to enter an applicant's name in the register if he or she is satisfied that the applicant does not satisfy Clause 4.1 or 4.2 of the Constitution;
 - (b) within 2 months of a membership application being received, the Committee may determine whether to approve or reject the applicant as a member;
 - (c) Parental consent is required for all members under 18 years of age.
- 4.4.5 Where the Club refuses to approve membership:
- (a) the applicant shall be notified in writing; and
 - (b) any membership fee paid by the applicant shall be refunded; and
 - (c) the person's name shall be removed from the register.
- 4.4.6 The Club may, by special resolution at any general meeting, following recommendation by the Committee, elect a person to be a life member based on outstanding or exemplary service to the Club. However, not more than two (2) life members may be nominated in any one year.

4.5 Membership Entitlements - Non Transferable

- 4.5.1 Annual membership is available in a choice of two forms: -
- (a) Community Membership (Non Riding) entitles such member to

receive all communication from the Committee, to attend and vote at meetings, and to stand for and serve in any role(s) on the Committee if nominated/elected.

- (b) Riding Membership incorporates all benefits and rights of Community Membership and entitles the member to ride at all Club activity days

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

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates on cessation of the person's membership.

4.6 Cessation of Membership

4.6.1 A person ceases to be a GEC member if the person:

- (a) dies;
- (b) resigns;
- (c) is expelled from the Club; or
- (d) fails to pay the annual membership renewal fee by the due date or prior to the first riding day of the Club in the current year.

4.7 Resignation of Membership

4.7.1 A member may resign from Club or Committee membership at any time by giving written notice to the Secretary, or by giving notice at any meeting of the Club or Committee.

4.7.2 Where a person resigns:

- (a) there shall be no refund of any of the annual membership fees or annual subscription fees paid by that person; and
- (b) the register shall be noted accordingly.

4.8 Register of Members

4.8.1 The membership secretary shall establish and maintain a register of Club members, which contains the name and address of each member, together with such other details as the Club may from time to time determine.

4.9 Fees and Subscriptions

4.9.1 A person can choose to pay a subscription fee of such amount as is determined by the Club in order to receive Club emails and newsletters. Such a person does not have membership entitlements and as such cannot stand for Committee membership or vote at any Club meeting.

- 4.9.2 A Club member shall pay an annual membership fee of such amount as the Club determines and this fee shall become due and payable:
- (a) when a person makes an application for GEC membership; and
 - (b) in each subsequent year on 1 February or on such other date as the Club determines.
- 4.9.3 Where the Club has determined a membership fee for a period of more than one year, a member who has paid such fee is not required to pay a further annual fee until the expiration of that period.
- 4.9.4 Life members shall be exempt from liability for payment of any subscription or membership fees (not including fees associated with any GEC event or associated activity).
- 4.9.5 Members must be financial to enjoy membership discounts at any GEC event, associated activity or from any business (where applicable) and meet any further conditions of a particular offer.
- 4.9.6 After 1 August, only half of the annual membership fee is payable.
- 4.9.7 Fees associated with any GEC event or associated activity will be as determined by the Committee and will only apply to those members who nominate themselves to participate in such activities.

4.10 Internal Dispute Resolution

- 4.10.1 Disputes between GEC members (in their capacity as members), and disputes between members and GEC, are to be referred to preliminary mediation as determined by the Committee;
- 4.10.2 Where preliminary mediation results in an unsatisfactory outcome, disputes between GEC members (in their capacity as members), and disputes between members and GEC, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.
- 4.10.3 At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

4.11 Members' Liabilities

- 4.11.1 The liability of a Club member 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 Club membership as required by Clause 4.9.

4.12 Disciplining of Members

- 4.12.1 Where the Committee receives a complaint about a Club member or considers that a Club member:
- (a) has persistently refused or neglected to comply with a provision or provisions of this Constitution including the objects contained

herein, or with any resolutions, guidelines or rules of the Club; or

(b) has persistently and willfully acted in a manner prejudicial to the interests of GEC;

The Committee may, by resolution:

- i. expel the member from the Club; or
- ii. suspend the member from GEC membership for a specified period;

provided after considering any submission made in connection with the complaint, it is satisfied that the facts alleged in the complaint are proven.

4.12.2 Where the Committee passes a resolution under Clause 4.12.1, the Secretary shall, as soon as practicable, send a written notice to the member which shall:

(a) set out the Committee's resolution and outline the grounds on which it is based; and

(b) state that the member may address the Committee at a Committee meeting; and;

(c) state the date, place and time of that meeting, which shall not be earlier than 14 days and not later than 28 days after the service of the notice and inform the member that he or she may do either or both of the following:

- i. attend and speak at the meeting;
- ii. submit to the Committee at or prior to the date of that meeting written representations relating to the resolution.

4.12.3 At a Committee meeting held under Clause 4.12.2(b) the Committee shall:

(a) give the member an opportunity to make oral representations; and

(b) consider any written representations submitted to the Committee by the member at or prior to the meeting; and

(c) by resolution, determine whether to confirm or revoke the resolution, which was specified in the notice to the member.

4.12.4 Where the Committee confirms a resolution under Clause 4.12.3(c), the Secretary shall within 7 days give the member notice in writing of that confirmation and that of the member's right of appeal under Clause 4.13.1.

4.13 Right of Appeal of Disciplined Member

4.13.1 A member may appeal to the Club in a general meeting against a Committee resolution, which is confirmed under Clause 4.12.4. An appeal must be made by lodging a notice to that effect with the Secretary not later than 14 days after the member is notified of the Committee's resolution.

4.13.2 Upon receipt of a notice of appeal, the Secretary shall notify the Committee and shall:

- (a) list the appeal for decision at the next general meeting of the Club where such a meeting has previously been notified to take place within 28 days of receipt of the notice of appeal; or
- (b) where no general meeting has been notified to take place within 28 days of receipt of the notice of appeal, convene a general meeting to be held within that period.

4.13.3 At a general meeting held in accordance with Clauses 4.13.2(a) and 4.13.2(b):

- (a) the question of the appeal shall be transacted in priority to any other Club business; and
- (b) the Committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and
- (c) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

4.13.4 If at the general meeting the Club passes a special resolution confirming the Committee's resolution, then that resolution is confirmed and the member is disciplined accordingly.

4.13.5 Any decision by the Club in any general meeting regarding any appeal cannot be the subject of a further appeal under any circumstances.

5 GEC Committee

5.1 Powers of the Committee

5.1.1 Subject to the Act, the Regulations, the GEC Constitution and any resolution passed by the Club in general meeting, the Committee:

- (a) shall control and manage the affairs of the Club; and
- (b) may 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 the Club; and
- (c) has power to perform all such acts and do all such things as appear necessary or desirable for the proper management of the affairs of the Club.

5.2 Constitution and Membership

5.2.1 Subject to Section 21 of the Act, in the case of the first members of the Committee, the Committee shall consist of:

- (a) the office-bearers of the Club, also known as '*the executive*' comprising the President, Vice-President, the Treasurer and the Secretary; and
- (b) up to 16 ordinary members inclusive of the heads of any sub-Committees as determined by the Club.

- 5.2.2 The Committee members may be elected at a general meeting held not more than 3 months before the end of each year and notice of that meeting shall be given in accordance with Clause 7.5.
- 5.2.3 Subject to this Constitution, each Committee member shall hold office for the year immediately following their election, commencing on 1 February ending 31 January and is eligible for re-election.
- 5.2.4 If no meeting is held under sub-Clause 5.2.2:
- (a) The current Committee members shall continue in office until the next general meeting of the Club at which a new Committee shall be elected; and
 - (b) The Committee members elected shall hold office from the conclusion of that meeting until 31 January the following year;
- 5.2.5 A person may not hold a particular office on the Committee for more than four consecutive years, but is eligible for election to another office on the Committee at the expiration of that term.
- 5.2.6 Where a casual vacancy occurs on a Committee:
- (a) the Committee may appoint a Club member to fill the vacancy; and
 - (b) the appointment shall be notified to the next general meeting of the Club; and
 - (c) unless the Club at that meeting rejects the appointment, the person appointed shall hold office as a Committee member until 31 January in the following year.

5.3 Election of Committee Members

- 5.3.1 Nominations of candidates for election as Committee members:
- (a) shall be made in writing, signed by 2 Club members and accompanied by the written consent of the nominee which may be endorsed on the nomination form; and
 - (b) shall be delivered to the Secretary not later than 10 days before the date fixed for the holding of the general meeting at which the election is to take place.
- 5.3.2 If only one nomination is received for a particular office on the Committee, a ballot shall be held and conducted in such usual and proper manner as the Committee may direct. If the ballot is unsuccessful, the position will be declared vacant and shall be filled as a casual vacancy by the incoming Committee in accordance with Clause 5.9
- 5.3.3 If no nomination is received for an office on the Committee, candidates may be nominated from the floor at the general meeting.
- 5.3.4 If no nomination is then received:
- (a) the current Committee member may agree to continue in that office

for an extra year, and if this is approved by the members at that meeting, that person shall be deemed to be elected to that office; or

- (b) the vacant office shall be filled as a casual vacancy by the incoming Committee in accordance with Clause 5.9.

5.3.5 A Committee member's term of office may only be extended once under subclause 5.3.4 so that no Committee member shall hold office for more than five consecutive years in a particular office.

5.3.6 If more than one person is nominated for an office on the Committee, a ballot shall be held and conducted in such usual and proper manner as the Committee may direct.

5.3.7 A person may only be nominated for one office on the Committee but where a person is unsuccessful in a ballot for an office, that person may be subsequently nominated under Clause 5.3.3 for a position to which no candidates have been nominated, subject to the consent of the nominee.

5.3.8 A nominee for the Committee must be a financial member of GEC. The nominee may join the Club and pay full membership at the commencement of the AGM in order to be nominated for a position on the Committee.

5.3.9 Immediately prior to the commencement of an election, all existing members of the Committee are to stand down from their respective positions.

5.4 President

The President shall represent GEC and preside at all meetings. In the case of a tied vote, the President shall have the deciding vote. In his/her absence, the Vice-President shall act in his/her stead. In the absence of both the President and Vice President, the committee shall appoint a chairperson or representative.

5.5 Vice-President

The Vice-President shall assist the President wherever possible and carry out his/her duties in his/her absence.

5.6 Secretary

5.6.1 The Secretary of GEC shall keep minutes of:

- (a) all appointments of Committee members; and
- (b) the names of members present at Committee meetings and general meetings; and
- (c) all proceedings at Committee meetings and general meetings.

5.6.2 Minutes of proceedings at a meeting shall be approved at the next succeeding meeting.

5.7 Treasurer

5.7.1 The treasurer of GEC shall ensure that:

- (a) all money due to the Club is collected and received, and that all payments authorised by the Club are made; and
- (b) correct books and accounts are kept showing the financial affairs of the Club, including details of receipts and expenditure connected with the activities of the Club.

5.8 Ancillary Support

5.8.1 The committee may appoint any or all of the following positions:

(a) **Publicity Officer:**

The publicity officer shall be responsible for advertising GEC and promoting its activities including, but not limited to, upcoming functions/competitions and member benefits. The publicity officer will contribute to and assist with, the organisation of membership newsletters, newspaper/general advertising and local notice boards. The Publicity officer or his/her delegate(s) should be available on the day of any competition to record and photograph the day's events and to compile articles for publishing in local newspapers.

The publicity officer works under the direction of the executive and all external communication must be reviewed and approved by the executive following an agreed process.

(b) **Membership Secretary:**

The membership secretary will be responsible for maintaining accurate membership records, together with organising and updating annual renewal notices.

The membership secretary works under the direction of the executive and all external communication must be reviewed and approved by the executive following an agreed process.

(c) **Website Officer:**

The website officer shall be responsible for developing, maintaining and updating the GEC website. Additional responsibilities include providing general membership information, entry forms for events, a calendar of events, results from events and any information deemed necessary by the Club to be made available to the public.

The website officer works under the direction of the executive and all external communication must be reviewed and approved by the executive following an agreed process.

(d) **Promotions and Fundraising Officer:**

The promotions and fundraising officer, or his or her delegate(s), should obtain and co-ordinate sponsorship, assist in the purchase/acceptance of prizes and organise any function with the view to raise funds for the Club.

The promotions and fundraising officer works under the direction of the executive and all external communication must be reviewed and approved by the executive following an agreed process.

(e) **Newsletter Officer:**

The newsletter officer is responsible for producing an informative newsletter for circulation to GEC members and agreed others comprising articles, results and information relating to the club and other points of interest. The newsletter may be available either electronically (on the club's website or by email) or by hard copy which can be posted.

The newsletter officer works under the direction of the executive and all external communication must be reviewed and approved by the executive following an agreed process.

(f) **Sub-committee Head:**

The head of a sub-committee will be responsible for coordinating and facilitating the roles within each sub-committee and reporting back to the Committee with respect to progress.

(g) **Coordinators:**

Coordinators will be appointed from time to time to facilitate and may sometimes be responsible for providing any other Committee member with assistance as required.

5.9 Casual Vacancy

5.9.1 A casual vacancy occurs in the office of a Committee member if the member:

(a) dies; or

(b) ceases to be a member of GEC; or

(c) becomes an insolvent under administration; or

(d) resigns office in accordance with Clause 4.6.1(b); or

(e) is removed from office under Clause 5.10; or

(f) becomes a person of unsound mind or a person whose estate is liable to be dealt with under any law relating to mental health; or

(g) is absent without the Committee's consent from all Committee meetings held during a period of 3 months.

5.10 Removal of Committee Member

5.10.1 The Club may remove any Committee member from office before the expiration of the member's term by special resolution passed at a general meeting and may by resolution appoint another person to hold office for the balance of the term of the member so removed.

5.10.2 Where a special resolution for the removal of a Committee member is proposed, that member may make oral or written representations to the Club at the meeting. Before the vote on the resolution is taken, the Chairperson at the meeting shall ensure that any written representation is read out or appropriately summarised and outlined at the meeting.

6 Committee Meetings and Quorum

- 6.1.1 The Committee shall meet at least 4 times in each period of 12 months at such time and place as the Committee determines.
- 6.1.2 The President or any Committee member may convene additional Committee meetings.
- 6.1.3 Oral or written notice of a Committee meeting shall be given to each Committee member by the convener or the Secretary at least 7 days (or such other period as may be unanimously agreed upon by Committee members) before the time appointed for holding the meeting.
- 6.1.4 At any Committee meeting, the quorum shall be as prescribed by Clause 7.6.4 and in the absence of a quorum, Clauses 7.6.5 and 7.6.6 may apply.
- 6.1.5 At a Committee meeting:
- (a) the President or, in the President's absence, the Vice-President shall preside; or
 - (b) if the President and the Vice-President are absent or unwilling to preside, the remaining members of the Committee at that meeting shall choose a person to preside.

6.2 Voting and Decisions

- 6.2.1 Questions arising at any Committee meeting shall be determined by majority vote of the members present.
- 6.2.2 Each member present at a Committee meeting, including the person presiding, shall have one vote, but in the event of an equality of votes on any question, the person presiding may exercise a casting vote.
- 6.2.3 The Committee may act notwithstanding any vacancy on the Committee, as long as a quorum is present at any meeting.
- 6.2.4 Any act or decision of the Committee is valid even if a defect is later discovered in the appointment or qualifications of any Committee member.

7 General Meetings

7.1 Holding Annual General Meetings

- 7.1.1 With the exception of the first AGM, GEC shall convene an AGM of its members at least once each year.

7.1.2 GEC shall hold its first AGM within 18 months after its incorporation under the Act.

7.2 Annual General Meeting – Procedure

7.2.1 The AGM shall be convened on such date and at such place as the Committee thinks fit, subject to the Act.

7.2.2 In addition to any other business which may be transacted at an AGM, the business of an AGM shall be:

- (a) to confirm the minutes of the last AGM and of any SGM held since that meeting; and
- (b) to receive reports from the Committee or immediate past Committee upon the activities of GEC during the preceding year; And
- (c) where required, to elect Committee members; and
- (d) to receive and consider the audited accounts of GEC in respect of the previous financial year or where GEC (by special resolution) determines that the accounts shall not be audited, a statement pursuant to Section 26(6) of the Act.

7.3 Sub-Committee

7.3.1 The Club in general meetings, may from time to time establish one or more sub-committees to organise particular events or activities.

7.3.2 The provisions relating to the election and term of office of Committee members shall apply to the position of a sub-Committee head so nominated to the Committee.

7.3.3 A sub-committee established by GEC:

- (a) shall have such powers, authorities, duties and functions as may be determined by the Club from time to time; and
- (b) may meet and adjourn as it thinks proper.

7.4 Special General Meetings

7.4.1 The Committee may convene a Special General Meeting of the Club whenever it thinks fit.

7.4.2 On the requisition in writing of not less than 10 members, the Committee shall convene a Special General Meeting. The requisition:

- (a) shall state the purpose or purposes of the meeting, and
- (b) shall be signed by the members making the requisition, and
- (c) shall be lodged with the Secretary, and

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

7.4.3 If the Committee fails to convene a Special General Meeting within 2 months of the date on which the requisition was lodged with the Secretary, any one or more of the members requisitioning the meeting may convene it within 4 months of that date.

7.4.4 A Special General Meeting convened by one or more members under sub-Clause 7.4.3 may be convened in the same manner as general meetings are convened by the committee, and any member who incurs expense in so doing shall be reimbursed by the Club for that expense.

7.5 Notice of Meetings and Resolutions

7.5.1 Notice of any general meeting, any special resolution or any other matter may be given:

- (a) by posting a notice to each member at his or her postal or email address shown in the register; and/or
- (b) by publishing a notice in the GEC newsletter provided a copy is sent to each member at his or her postal or email address as shown in the register;

7.5.2 A notice of a meeting shall:

- (a) in the case of an Annual General Meeting or a Special General Meeting, be posted or published at least 21 days before the date of the meeting, specifying the date, time and place of the meeting; and
- (b) specify any resolution which is intended to be proposed as a special resolution; and
- (c) give any other appropriate details of the meeting.

7.5.3 Where the Club holds general meetings on a regular basis, a notice to this effect may be published in the Club newsletter and on the GEC website, and no other notice shall be necessary.

7.6 Procedure at GEC Meetings

7.6.1 This Clause applies to all GEC meetings.

7.6.2 Only full financial members can vote at any GEC meeting.

7.6.3 No item of business is to be transacted at a meeting unless a quorum of members are present during the time that the meeting is considering that item.

7.6.4 A quorum shall be as follows:

- (a) General meeting – 15 members;
- (b) Committee Meetings – 6 members;

- 7.6.5 If a quorum is not present within half an hour of the appointed commencement time, the meeting shall be dissolved and shall stand adjourned until the same place, day and time of the following week, unless notice is given to members of another place.
- 7.6.6 If a quorum is not present within half an hour of the commencement time at any adjourned meeting, the meeting shall be dissolved.
- 7.6.7 Business transacted at any GEC meeting shall be as determined by the Chairperson, and shall include any matter of which notice has been given under Clause 7.5 and, for an Annual General Meeting, the matters required by Clause 7.2.

7.7 Presiding Member

- 7.7.1 The President or, in the President's absence, the Vice-President, shall preside as Chairperson at each GEC meeting.
- 7.7.2 If the President and Vice-President are absent or are unwilling to preside, the members present must elect one person to preside at the meeting.
- 7.7.3 The chairperson of a meeting at which a quorum is present may, with the consent of the majority of members present, adjourn the meeting to another time and place.
- 7.7.4 Except for an annual general meeting, notice of an adjourned meeting is not required to be given.

7.8 Decision Making

- 7.8.1 A question arising at a GEC meeting shall be determined on a show of hands unless a poll is demanded in accordance with Clause 7.8.3 at or before the declaration of a show of hands.
- 7.8.2 Except where a poll is demanded, a declaration by the Chairperson that a resolution has been carried (whether or not by a particular majority) or lost, or an entry to that effect in the minutes of the meeting, is evidence of that fact without proof of the number of votes recorded for or against the motion.
- 7.8.3 At a GEC meeting, a poll may be demanded by the Chairperson or by at least three members present in person or by proxy at the meeting.

7.9 Voting

- 7.9.1 Special Resolution:
- (a) A special resolution must be passed by a majority which comprises not less than three-quarters of GEC members who are in attendance in person or by proxy and eligible to vote at a general meeting of which not less than 21 days written notice specifying the intended special resolution was given in accordance with this Constitution;
 - (b) Where it is made to appear to the Commissioner that it is not

possible or practicable for the resolution to be passed in accordance with Clause 7.9.1(a) the resolution is passed in a manner specified by the Commissioner.

- 7.9.2 A member has only one vote, which must be given in person or by proxy, on any question arising at a GEC meeting. No member may hold more than 5 proxies.
- 7.9.3 In the case of an equality of votes on any question, the Chairperson of the meeting may exercise a casting vote.
- 7.9.4 A member or proxy is not entitled to vote at any GEC meeting unless all money due and payable by the member (or proxy) to the Club has been paid.

7.10 Appointment of Proxies

- 7.10.1 Each member is entitled to appoint another member as proxy by notice given to the Secretary (in the form set out in Appendix 1) no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

8 Miscellaneous

8.1 Insurance

- 8.1.1 GEC shall effect and maintain insurance pursuant to Section 44 of the Act and may effect and maintain any other insurance.

8.2 Funds – Source

- 8.2.1 GEC funds shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Club or the Committee may determine.
- 8.2.2 All money received by GEC is to be deposited as soon as practicable into the Club's bank account following issue of an appropriate receipt.

8.3 Funds – Management

- 8.3.1 Subject to any resolution passed by GEC in a general meeting, the Club funds shall be used in pursuance of the objects of GEC in such a manner as the Club may determine.
- 8.3.2 All cheques and other negotiable instruments shall be co-signed by any 2 members of the Executive Committee.
- 8.3.3 No member of the Committee may incur any expenditure on behalf of GEC or commit the Club to any expenditure, for an amount in excess of \$250 unless authorised to do so, or except where prescribed guidelines have been the subject of prior approval by the Club. Amounts greater than \$250 must be tabled at Committee meetings for approval prior to the expense being incurred.

8.4 Alteration of GEC Constitution and Objects

8.4.1 The GEC Constitution and/or its objects may be altered, rescinded or added to only by a special resolution of the Club.

8.5 Common Seal

8.5.1 The common seal of GEC shall be kept in the custody of the Public Officer or the Secretary.

8.5.2 The common seal shall not be used on any instrument except by the authority of the Committee (or the Club in a general meeting) and the signatures of 2 Committee members shall attest its use.

8.6 Books and Records

8.6.1 The Secretary shall keep in his or her custody or under his or her control, all records, books and other documents relating to GEC, except where otherwise provided by this Constitution or as determined by the Committee.

8.6.2 The records, books and other documents of GEC shall be open to inspection, free of charge, by any member of GEC at any reasonable hour.

8.7 Service of Notices

8.7.1 A notice, may be served on or behalf of GEC upon any member either personally, or by sending it to the member's postal or email address as shown in the register.

8.7.2 Where a notice is sent to a person by properly addressing, pre-paying and posting/emailing it to the person, it shall, unless the contrary is proved, be deemed to have been served on the person at the time at which it would have been delivered in the ordinary course of time.

8.8 Financial/Calendar Year

8.8.1(a) The GEC membership calendar year shall be from 1 February until 31 January, except where GEC otherwise determines at a general meeting.

8.8.1(b) The GEC financial year shall be from the date of the AGM until two weeks prior to the next AGM, when the books shall be closed for auditing.

8.9 Affiliations

8.9.1 GEC shall, where appropriate and beneficial to the Club, be affiliated with any other Club, Association, organisation or representative body (strictly on a *without prejudice* basis) as determined by members at a general meeting from time to time.

8.10 Auditors

A qualified Accountant shall be appointed (subject to the prior approval of the Committee) and a copy of the audited financial statement shall be presented at the next general meeting to provide an indication of all accounts,

vouchers, receipts and audited books.

9 Glossary

9.1 Definitions

9.1.1 In this Constitution, unless the content otherwise requires:

“G.E.C.” or **“the Club”** means Galston Equestrian Club.

“H.O.R.S.E.” means Horse Owners, Riders and Social Enthusiasts.

“the Act” means the Associations Incorporation Act 1984.

“the Regulation” means the Associations Incorporation Regulation 1999.

“member” means any person, being a person who is a current financial member of GEC, having paid an annual Riding Membership or Community (Non-rider) membership fee

“general meeting” includes an Annual General Meeting (AGM) or a Special General Meeting (SGM).

“membership fee” means the fee incurred annually by members as determined by the Committee

“the Constitution” means the GEC Constitution upon which the club is incorporated.

“family” means a father, mother, son or daughter or any combination of these who reside at a single abode.

“Club grounds” means the Galston Rural Sports Facility located on the corner of Bayfield Road and Mansfield Road, Galston or as otherwise determined by the Club from time to time.

“Organizing sub-committee” means a member or group or members who benefit from delegation approved by the GEC Committee.

“Executive” or **“Executive Committee”** means a group of members (also known as office bearers) so elected as to represent the Club and its day to day operations comprising a President, Vice-president, Secretary and Treasurer.

“Committee” means a group of members so elected as to represent GEC comprising both the executive committee and other members elected in general meeting to assist with vital support roles.

“event or associated activity” means any event or activity organized and/or attended by GEC members including but not limited to competitive/noncompetitive riding/non-riding and social or educational gatherings.

“Council” means the Hornsby Shire Council.

“**Commissioner**” means the Commissioner of the Office of Fair Trading.

APPENDIX 1 - APPOINTMENT OF PROXY

I,.....
(full name)

of
(address)

being a member of **Galston Equestrian Club Inc**

hereby appoint
(full name of proxy)

of
(address)

being a member of **Galston Equestrian Club Inc**, as my proxy to vote for me on my behalf at the Annual General Meeting or Special General Meeting (as the case may be) to be held on the

.....day of.....
(month and year)

and at any adjournment of that meeting (where applicable).

* My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution

.....
.....
(insert details)

.....
Signature of member appointing proxy

Date.....

NOTE: A proxy vote may not be obtained from or given to a person who is not a current financial member of GEC.