

Constitution

Of

All British Cat Society of S.A.

## 1. NAME

- 1.1 The name of the Association is All British Cat Society of S.A. referred to herein after as the "Association".

## 2. DEFINITIONS

- 2.1 In these rules, unless the contrary appears:
  - (a) 'Act' means the Associations Incorporations Act, 1985.
  - (b) 'Meeting' means a general meeting of members of the Association in accordance with these rules.
  - (c) 'Member" means a member of the Association as defined in rule 6..
  - (d) 'GCCFSA' or 'Governing Council' means Governing Council of the Cat Fancy of South Australia Inc.
  - (e) 'Recognised Cat Breeds' are those breeds of cats defined in the By-laws of this constitution.
  - (f) 'Regulations, means the Associations Incorporations Regulations, 1993.

## 3. OBJECTS AND PURPOSES

- 3.1 The objects and purposes of the Association are to:
  - (a) affiliate with the GCCFSA.
  - (b) promote the interests of all cats and in particular the Recognised Cat Breeds as defined.
  - (c) foster interest in the cat fancy.
  - (d) donate to charities or other deserving bodies or organisations as may from time to time be determined by the Association in general meeting.
  - (e) provide a forum for discussion and interchange of views among breeders and owners of the Recognised Cat Breeds as defined.
  - (f) encourage the responsible breeding of the Recognised Cat Breeds as defined.
  - (g) encourage a high standard of breeding and exhibiting of those breeds as defined in the By-laws.
  - (h) encourage competition among breeders and owners of cats through the promotion of cat shows and by the giving of awards for excellence achieved.
  - (i) do such things and acts conducive to the furtherance of the objects and interests of the Association.

#### **4. POWERS OF THE ASSOCIATION**

- 4.1 The Association shall have all the powers conferred by section 25 of the Act.

#### **5. POWERS OF GOVERNING BODY OVER MEMBERS**

- 5.1 Subject to rule (4), in all matters relating to members of the Association, GCCFSA is acknowledged as having full disciplinary powers and the Committee will accept and impose any punishment or penalty which may at any time be imposed on any member of this Association judged by the GCCFSA to be guilty of misconduct.

#### **6. MEMBERSHIP**

- 6.1 The membership to the Association shall consist of the following single memberships. Members must be real people and not corporate entities.

- (a) Adult members
- (b) Junior members
- (c) Honorary member
- (d) Honorary Life member

- 6.2 Adult Member:

An Adult member shall be a person of legal voting age who is interested in the objects and interests of the Association as specified in the objects and purposes of the Association.

- 6.3 Junior Member:

A Junior member is a person under the legal voting age who is interested in the objects and interests of the association may become a Junior member upon payment of the joining fee as prescribed by the committee from time to time. A Junior member shall not be entitled to hold office or to vote but may speak. Upon reaching the legal voting age, a Junior member may become an Adult member upon payment of the necessary subscription; otherwise they shall cease to be a member at the close of that current financial year.

- 6.4 Honorary Member:

An Honorary member shall be a person of legal voting age who is interested in the objects and purposes of the Association, as defined, and who has been elected as an Honorary member by the Committee for a

period not to exceed 12 months. Honorary members may not vote, propose or second motions but may enjoy all other benefits of the club. An Honorary Membership may be conferred for services to the Association or for any other reason.

6.5 Honorary Life Member

An Honorary life membership may be conferred on a person of legal voting age who has made a significant contribution to the objects and interests of the Association as defined. An Honorary life membership may only be conferred at an Annual General Meeting by a vote of the members present. An Honorary Life Member may vote, propose and second motions, be an office-bearer and enjoy all benefits of membership.

6.6 Any person who applies for membership of the Association is required to be proposed by Member of the Association who is a financial member at that time. The application for membership shall be sent to the Secretary together with the joining fee (if applicable) and 12 months subscription. The application shall be made in writing, signed by applicant and shall be in such form as the committee shall prescribe from time to time. Upon the acceptance of the application by the members on a majority vote at a general meeting, the applicant shall be a member of the Association.

6.7 Membership applications may be refused by the members and no reason need be given but a letter of apology must be sent to the applicant along with any monies sent.

## 7. JOINING FEES AND SUBSRIPTIONS

7.1 The joining fee, where required for membership, shall be such sum as the members shall determine from time to time in general meeting and is payable upon application for membership.

7.2 The subscription fees for each class for membership shall be such sum, as the members shall determine from time to time in general meeting.

7.3 The subscription fees of each class of membership shall be payable on application and annually thereafter with all memberships due and payable on the 31<sup>st</sup> of January each year .

7.4 Any Member whose subscription is outstanding beyond the 1<sup>st</sup> of March in any year shall cease to be a member of the Association. The Committee may reinstate such a person's membership on such terms as it thinks fit.

## **8. RESIGNATION OF A MEMBER**

- 8.1 A Member may resign from membership of the Association by giving written notice thereof to the secretary of the Association. Any Member so resigning shall be liable for any outstanding monies, which shall be recovered as a debt due to the Association.

## **9. EXPULSION OF A MEMBER**

- 9.1 Subject to giving a Member an opportunity to be heard or to make a written submission, the Committee may resolve to expel a Member on a charge of misconduct detrimental to the interests of the Association being found to be upheld.
- 9.2 Particulars of the charge shall be communicated in writing to the Member at least one (1) calendar month before the meeting of the Committee at which the matter will be determined.
- 9.3 The Committee has the right to call members to provide evidence, to take evidence as it sees fit, to invite specialist review and advice and to adjourn and reconvene as necessary to consider any issue.
- 9.4 The determination of the Committee shall be communicated to the Member in writing, and in the event of an adverse determination the Member shall, subject to subrule (4) cease to be a member fourteen (14) days after the Committee has communicated its determination to that person.
- 9.5 It shall be open to a member to appeal to the Association in general meeting against the expulsion. The intention to appeal shall be communicated to the secretary of the Association within fourteen (14) days after the determination of the Committee has been communicated to the Member.
- 9.6 In the event of an appeal under subrule (4), the appellant's membership of the Association shall not be terminated unless the determination of the Committee to expel the member is upheld by the members of the Association in general meeting after the appellant has been heard and in such event membership will be terminated at the date of the general meeting at which the determination of the Committee is upheld.

## **10. REGISTER OF MEMBERS**

- 10.1 A register of members must be kept and contain:
- (a) the name and address of each member
  - (b) the date on which each member was admitted to the association
  - (c) if applicable, the date of and reason(s) for termination of membership

## **THE COMMITTEE**

- 11.1 The Committee shall have the power to appoint such officers and employees as are required to carry out the objects of the Association, including a public officer required by the act and may discuss with or delegate any of its powers to such officers and employees.
- 11.2 The Committee shall comprise of a President, Vice-President, Secretary, , and Treasurer and a minimum of four (4) members all of whom shall be Adult members of the Association.
- 11.3 At each Annual General Meetings all of the members of the Committee shall retire and shall be eligible for reappointment.
- 11.4 A retiring committee member shall be eligible to stand for re-election without nomination, but must notify Secretary of intent to stand seven (7) clear days prior to the Annual General Meeting. All other members must be nominated and nomination forms are to be in the hands of the Secretary at least seven (7) clear days prior to the meeting. The nomination shall be signed by a proposer and by the nominee to signify a willingness to stand for election.
- 11.5 If only the required number of persons is nominated to fill the existing vacancies, the secretary shall report accordingly to the Annual General Meeting, and the chairperson shall declare such persons duly elected as committee members.
- 11.6 In the case where less than the required numbers of nominations are forthcoming, additional nominations may be made at the meeting, provided the nominee signifies their assent.
- 11.7 The committee may appoint a member to fill a casual vacancy, and such a committee member shall hold office until the next Annual General Meeting of the association and shall be eligible for reappointment.
- 11.8 The committee shall have the power to elect persons as Honorary members for a specific time not exceeding twelve months.

## **12. DISQUALIFICATION OF COMMITTEE MEMBERS**

12.1 The office of committee member shall become vacant if a committee member is:

- (a) Disqualified by the Act;
- (b) Expelled under these rules;
- (c) Permanently incapacitated by ill health
- (d) Absent without apology from more than three (3) consecutive committee meetings, or more than three (3) committee meetings in a financial year;
- (e) No longer the duly appointed representative of a corporate company.

### **13. PROCEEDINGS AT GENERAL MEETINGS**

13.1 The affairs of the Association at all times will be managed and controlled by its members in general meeting

13.2 The membership shall meet in general meetings in accordance with a schedule to be set at the annual general meeting or at the first general meeting of the year which must be held within two months of the annual general meeting.

13.3 Questions arising at any meeting shall be decided by a majority of votes. The chairperson shall have a casting vote.

13.4 A quorum for a general meeting shall be five (5) members of which at least two (2) must be office bearers.

13.5 At least fourteen- (14) day's notice of a general meeting shall be given to members. The notice shall set out where and when the meeting will be held.

13.6 A member having pecuniary interests in a contract with the Association must disclose that interest to the committee as required by the Act, and shall not vote with respect to that contract.

13.7 All donations to charities or other worth while organisations suggested by committee must be presented to a general meeting for approval.

13.8 If within thirty minutes after the appointed time for the meeting a quorum of members is not present, a meeting convened upon the requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same time 14 days later, at the same place and if at such adjourned meeting a quorum is not present within thirty minutes of the time appointed for the meeting the members present shall form a quorum.

- 13.9 The President, or in the President's absence the Vice-President, shall chair all meetings. If the President, or in the President's absence, the Vice-President is not present within thirty (30) minutes after the time appointed for holding the meeting, the members present may choose one of their number to be chairperson
- 13.10 The chairperson may with the consent of any meeting at which a quorum is present, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished from which the adjournment took place.
- 13.11 When a meeting is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as if that meeting were an original meeting of members
- 13.12 At any general meeting, a resolution put to a vote shall be decided on a show of hands, and a declaration by the chairperson of the meeting that a resolution has been carried or lost. Other than at a special general meeting, a simple majority is required to pass a motion. In the case of a special resolution, a majority of not less than three quarters of the members present at the meeting is required.
- 13.13 A poll demanded on the election of a chairperson of a meeting or on any question of an adjournment, shall be taken at the meeting and without adjournment.
- 13.14 Observers may attend routine committee meetings
- 13.15 The number of observers permitted to attend to be subject to the size of the venue
- 13.16 Observers at committee meetings may only speak after proper application has been made to, and approval has been given by the chairman, and shall have no power to vote.

#### **14. ANNUAL GENERAL MEETINGS**

- 14.1 Annual general meetings must be held by the 31<sup>st</sup> of January in each year. The agenda for an annual general meeting will form part of the notice to members and no item not included on the agenda can be resolved at the meeting.
- 14.2 Seven (7) members present personally shall constitute a quorum at any annual general meeting.



- 14.3 Any suggested rule changes to the constitution must be presented and voted on at the annual general meeting.
- 14.4 In the case of an annual general meeting, the order of business at the meeting shall be the consideration of the accounts and reports of the Committee and the auditors (if auditors are appointed), the appointment of committee members and auditors (if required), and any other business requiring consideration by the Association in an annual general meeting.
- 14.5 Changes to the Constitution will be decided upon approval of three quarters of the voting members present personally at a meeting at which notice of change to the constitution has been given.

## **15. SPECIAL GENERAL MEETINGS**

- 15.1 The Committee may call a special general meeting of the association at any time, and shall call an annual general meeting in accordance with the Act.
- 15.2 Upon a requisition in writing of not less than five (5) of the total number of members of the association, the Committee shall within one (1) month of receipt of the requisition, convene a special general meeting for the purpose specified in the requisition.
- 15.3 Every requisition for a special general meeting shall be signed by the members making the same and shall state the purpose of the meeting.
- 15.4 If a special general meeting is not convened within one (1) month as required by subrule (3) the requisitionists may convene a special general meeting. Such a meeting shall be convened in the same manner as a meeting convened by the Committee, and for this purpose the Committee shall ensure that the requisitioners are supplied free of charge with particulars of the members entitled to receive a notice of meeting. The reasonable expenses and conducting such a meeting shall be borne by the Association.
- 15.5 Notice of a meeting at which a special resolution is to be proposed shall be given at least twenty-one (21) days prior to the date of the meeting.
- 15.6 A notice may be given by the Association to any member by serving the member with the notice personally, or by sending it by post or by E-mail to the address appearing in the register of members .
- 15.7 Where a notice is sent by post, service of the notice shall be deemed to be effected if it is properly addressed and posted to the member by ordinary prepaid mail.

15.8 Seven (7) members present personally shall constitute a quorum at any special general meeting.

## **16. FINANCIAL YEAR**

16.1 The financial year of the Association shall be a period ending on the 31<sup>st</sup> January 2011, and thereafter a period of twelve (12) months ending on the 31<sup>st</sup> January in each year.

## **17. RULES**

17.1 Subject to approval by a resolution of the members of the Association, in either a special general meeting or the annual general meeting, these rules may be altered (including an alteration to name), or be rescinded and replaced by substituted rules. Such alteration shall be registered with the Commission as required by the Act.

17.2 The registered rules shall bind the Association and every member to the same extent as if they had respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.

## **18. MINUTES**

18.1 Proper minutes of all proceedings of meetings of the Association and of meetings of the committee, shall be entered within one (1) month after the relevant meeting in minute books kept for the purpose.

18.2 The minutes kept pursuant to this rule shall be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting.

18.3 Where minutes are entered and signed, they shall until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at the meeting shall be deemed to be valid.

## **19. VOTING**

19.1 Subject to these rules each membership present in person shall be entitled to one vote.

19.2 The chairperson has no vote other than a casting vote when necessary.

## **20. GCCFSA DELEGATES**

20.1 Delegates to GCCFSA Inc. will represent the club at GCCFSA meetings.

20.2 The President, Secretary and Treasurer of the club shall be delegates.

20.3 The proxy delegates shall be elected by simple majority vote in accordance with the normal election procedures of the club.

The chief delegate shall be the President of the club.

20.4 The delegate to programming meetings shall be in accordance to the requirements of GCCFSA. (Secretary or if not available an elected officer)

## **21. ACCOUNTS**

21.1 The Association shall keep such accounting records as are necessary to correctly record and explain the financial transactions and final position of the club. These records are to be audited and presented to the Annual General Meeting.

## **22. BY-LAWS**

22.2 By-laws consistent with these rules may be passed by the members from time to time in general meeting.

## **23. SHOWS**

23.1 The Association will conduct a show from time - to - time as approved by the GCCFSA.

23.2 The Members at the Annual General Meeting or at a subsequent general meeting shall appoint a Show Manager and assistants as required.

23.3 The Show Manager will have the power to act on behalf of the Association only in respect to the management and conduct of the Show, provided that a report is provided at each general or committee meeting.

23.4 The Show Manager is not authorised to act as a signatory on the Association's bank account.

23.5 The Show Manager does not need to be a member of the Committee.

23.2 Show rules as laid down by GCCFSA shall be strictly adhered to by Association members.

23.2 The Show Manager of any show conducted by the Association, or their representative, shall present a report and financial statement to the Association at the next general meeting of the Association after the date of the show

## **24 THE SEAL**

24.1 The Association shall have a common seal upon which its corporate name shall appear in legible characters.

24.2 The seal shall not be used without the express authorisation of the committee, and every use of the seal shall be recorded in the minute book of the association. The affixing of the seal shall be witnessed by two members of the committee.

24.3 The seal shall be kept in the custody of the Secretary or such other person as the committee may from time to time decide.

## **25 PATRONS**

25.1 Patrons may be appointed by the members in general meeting from time to time.

## **26. AFFILIATION**

26.1 The Association shall be a member of GCCFSA and any decisions to remove the Association from GCCFSA will require a formal motion at a Special General Meeting to change the constitution to enable that to happen with a majority vote of seventy five (75) percent of financial members present.

## **27. WINDING UP**

27.1 The Association may be wound up in the manner provided by the Act.

## **28. APPLICATION OF SURPLUS ASSETS**

28.1 If after winding up of the Association there remains 'surplus assets' as defined in the Act, such surplus assets shall be given or transferred to the GCCFSA. GCCFSA shall become the custodian of all property until as such

times an application has been made for re-instatement of the Association and approved by GCCFSA.

## **29 NON-PROFIT**

29.1 The assets and income of the Association shall be applied in the furtherance of its objects and no portion shall be distributed directly or indirectly to its members except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

### **By-Laws to the Constitution of the All British Cat Society of S.A.**

1. The recognised cat breeds referred to in Sub-rule (1) of the Objects of the association shall comprise the British Shorthair, Scottish Fold, Scottish Fold Longhair, Scottish Shorthair, Scottish Longhair, Manx, Cymric, Selkirk Rex and Selkirk Rex Longhair.
2. All general meetings of the Association are to close no later than midnight.
  - 2.1 Annual general meetings and special general meetings may continue past midnight if so desired by the members
3. Membership list to be published and posted out with annual general meetings Notice and Agenda.