



MILTON ULLADULLA DOG TRAINING CLUB INC

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NSW Incorporated Associations Register No: Y0495417

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Constitution of Milton Ulladulla Dog Training Club

For club rules please view the following web address:

<http://www.mudtc.org.au>

Part 1: Membership

Types of memberships:

Ordinary member. Persons shall be eligible for membership upon application on the prescribed form and approved by the Committee after all fees prescribed have been paid.

Life member. As Ordinary Member and a person who, upon recommendation of the Committee, is elected by two-thirds majority at an Annual General Meeting. Such member shall not be required to pay any subscription or training fees but shall be entitled to all benefits and privileges of ordinary membership.

Ordinary Members/Instructor Members. As Ordinary Member and who are on the roster for the current period or part thereof shall not pay training fees but shall pay renewal fees for the year

Ordinary Members/Instructor Assistants Member. As Ordinary Member and who will pay both renewal and training fees for the year.

Casual Members. Renewing members who only attend the club occasionally. Fees will include renewal fees and a cost per training session when they attend as decided by the Committee.

1. A person is taken to be a member of the association if the person was one of the individuals on whose behalf an application for registration of the association under clause 2 was made.
2. An application by a person for membership of the association:
 - (a) must be made in writing (including by email or other electronic means, if the committee so determines) in the form determined by the committee, and
 - (b) must be lodged (including by electronic means, if the committee so determines) with the secretary of the association.
3. A person ceases to be a member of the association if the person:
 - (a) dies, or

- (b) resigns membership, (including but not limited to Life Members) or
 - (c) is expelled from the association (including but not limited to life members),
or
 - (d) fails to pay the annual membership fee (excluding Life Members) within 3 months after the fee is due.
- 4. The initial membership is a temporary membership for 3 months
- 5. After the above temporary membership timeline of 3 months the committee reserves the right to accept or decline a permanent application for membership.
- 6. Membership entitlements are not transferable, A right, privilege or obligation which a person has by reason of being a member of the association:
 - (a) is not capable of being transferred or transmitted to another person, and
 - (b) terminates on cessation of the person's membership (including but not limited to Life Members)
- 7. Resignation of membership
 - (a) A member of the association may resign from membership of the association by first giving to the secretary written notice of at least 1 month (or any other period that the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
 - (b) If a member of the association ceases to be a member under subclause (a), and in every other case where 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.
- 8. Register of members
 - (a) The secretary must establish and maintain a register of members of the association (whether in written or electronic form) specifying the name and postal, residential or email address of each person who is a member of the association together with the date on which the person became a member.
 - (b) The register of members must be kept in New South Wales:
 - (i) at the main premises of the association, or
 - (ii) if the association has no premises, at the association's official address.

- (c) The register of members must be open for inspection, free of charge, by any office bearers of the association at any reasonable hour (for the privacy ACT)
 - (d) 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.
 - (e) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - (i) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
 - (ii) any other purpose necessary to comply with a requirement of the Act or the Regulation.
 - (f) If the register of members is kept in electronic form:
 - (i) it must be convertible into hard copy, and
 - (ii) the requirements in subclauses (c) and (d) apply as if a reference to the register of members is a reference to a current hard copy of the register of members
9. A member of the association must, on application for membership, pay to the association the full membership or membership renewal fee and training fee as set out by the committee.
 10. When the applicant is not approved for membership they will be notified in writing and refunded the percentage of the membership fee.
 11. Membership renewal is to be paid by the due date or the member will be deemed a non-member and need to reapply for a new membership.
 12. A dispute between a member and another member (in their capacity as members) of the association, or a dispute between a member or members and the association, are to be referred to a Community Justice Centre for mediation under the *Community Justice Centres Act 1983*.
 13. If a dispute is not resolved by mediation within 3 months of the referral to a Community Justice Centre, the dispute is to be referred to arbitration.
 14. The *Commercial Arbitration Act 2010* applies to a dispute referred to arbitration.
 15. If a member is abusive/inappropriate/aggressive or does interrupt the smooth running of the club, a 51% or more vote from the committee may choose to revoke that members membership if the committee so chooses to do so.

- (a) A member has 2 months for right of appeal before mediation is entered.
16. Subject to the Act, the Regulation, this constitution and any resolution passed by the association in general meeting, the committee:
- (a) is to control and manage the affairs of the association, and
 - (b) may exercise all the functions that may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and
 - (c) has power to perform all the acts and do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of the association.
17. Life membership may be conferred upon a member who has rendered outstanding services to the club. To be eligible for life membership a member must be nominated by one member and seconded by another member. The nomination shall be in writing and be forwarded to the committee for approval. If approved by the committee the nomination shall then be referred to the next annual general meeting, and if such nomination is approved the person nominated shall be a Life Member and shall have all the rights and privileges of membership without payment of annual subscription. Not more than one member shall be made a Life Member in any one financial year.

Part 2: Committee

18. The committee is to consist of:
- (a) the office-bearers of the association, and
 - (b) at least 4 ordinary committee members, each of whom is to be elected at the annual general meeting of the association.
19. The total number of committee members is to be 9.
20. The office-bearers of the association are as follows:
- (a) the president,
 - (b) the vice-president,
 - (c) the treasurer,
 - (d) the secretary.
 - (e) the assistant secretary position can be added when needed by the secretary or for membership support.
21. A committee member may hold up to 2 offices (other than both the offices of president and vice-president).

22. There is no maximum number of consecutive terms for which a committee member may hold office.
23. 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 next following the date of the member's election and is eligible for re-election.
24. Subcommittee positions are not committee positions.
25. The subcommittee is ONLY tasked to maintain smooth running of classes and competitions or ANY specific task decided by the committee.
26. The subcommittee must report to the committee.
27. Nominations of candidates for election as office-bearers of the association or as ordinary committee members:
 - (a) must be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
28. 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.
29. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
30. If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
31. The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in any usual and proper manner that the committee directs.
32. A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the association must be a member of the association.
33. The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.
34. It is the duty of the secretary to keep minutes (whether in written or electronic form) of:
 - (a) the names of members of the committee present at a committee meeting or a general meeting, and

- (b) all proceedings at committee meetings and general meetings.
35. Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
36. The signature of the chairperson may be transmitted by electronic means for the purposes of subclause (35).
37. The assistant secretary is tasked to do duties as set out by the secretary and tasked with all duties relating to memberships.
38. It is the duty of the treasurer of the association to ensure:
- (a) that all money due to the association is collected and received and that all payments authorised by the association are made, and
 - (b) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.
39. In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
40. A casual vacancy in the office of a member of the committee occurs if the member:
- (a) dies, or
 - (b) ceases to be a member of the association, or
 - (c) becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth, or
 - (d) resigns office by notice in writing given to the secretary, or
 - (e) is removed from office under clause 41, or
 - (f) becomes a mentally incapacitated person, or
41. The association in a committee meeting may by resolution remove any member of the committee from the office of members before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
42. If a member of the committee to whom a proposed resolution referred to in clause (41) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the

resolution is considered.

43. The committee must meet at least 3 times in each period of 12 months at the place and time that the committee may determine.
44. Additional meetings of the committee may be convened by the president or by any member of the committee.
45. Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
46. Notice of a meeting given under clause (43)(44) 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 be discussed.
47. Any 5 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
48. 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.
49. 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.
50. At a meeting of the committee:
 - (a) the president or, in the president's absence, the vice-president is to preside, or
 - (b) if the president and the vice-president are absent or unwilling to act, one of the remaining members of the committee chosen by the members present at the meeting is to preside.
51. The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of the member or members of the association that the committee thinks fit) the exercise of any of the functions of the committee that 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.
52. 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.

53. A delegation under this clause may be made subject to any conditions or limitations as to the exercise of any function, or as to time or circumstances, that may be specified in the instrument of delegation.
54. Despite any delegation under this clause, the committee may continue to exercise any function delegated.
55. The committee may revoke wholly or in part any delegation under this clause.
56. The subcommittee may elect one person to speak on their behalf at a committee meeting
57. Any subcommittee member may attend committee meetings.
58. A sub-committee may meet and adjourn as it thinks proper.

Part 3: Meetings

59. The general meeting is to be structured by way of an agenda set out by the secretary
60. The committee can choose to accept or reject agenda items based on the committee's agenda schedule
61. If items are not put on the agenda the committee will endeavour to put those items on the next agenda to suit the committee schedule
62. Once agenda items are dealt with the meeting will be closed and the floor will be opened for general business
63. 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 subcommittee (if permitted by the office bearers) present at the meeting.
64. Each committee member present at a 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.
65. 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.
66. The sub-committee may meet as they see fit but may not vote on matters that otherwise should be heard at and voted on by the committee, they may vote on

matters they determine to be heard and discussed or to be voted on at committee meetings and have those matters added to the agenda and their representative may appear on their behalf.

67. The association must hold its first annual general meeting within 18 months after its registration under the Act.
68. The association must hold its annual general meetings:
 - (a) within 6 months after the close of the association's financial year, or
 - (b) within any later time that may be allowed by the committee.
69. The annual general meeting of the association is, subject to the Act and to clause 68, to be convened on the date and at the place and time that the committee thinks fit.
70. 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) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the committee reports on the activities of the association during the last preceding financial year,
 - (c) to elect office-bearers of the association and ordinary committee members,
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
71. An annual general meeting must be specified as that type of meeting in the notice convening it.
72. The committee may, whenever it thinks fit, convene a special resolution meeting of the association.
73. The committee must, on the requisition of at least 5% of the total number of members, convene a special resolution meeting of the association.
74. A requisition of members for a special resolution 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.
75. If the committee fails to convene a special resolution meeting to be held within 1 month after the 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 resolution meeting to be held not later than 3 months after that date.
76. A special resolution meeting convened by a member or members as referred to in subclause (42) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.
77. For the purposes of clause (42):
- (a) a requisition may be in electronic form, and
 - (b) a signature may be transmitted, and a requisition may be lodged, by electronic means.
78. Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, 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.
79. If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, 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 clause (48), the intention to propose the resolution as a special resolution.
- Note.** A special resolution must be passed in accordance with section 39 of the Act.
80. 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 46.
81. 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.
82. Five committee members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a committee meeting.
83. If within half an hour after the appointed time for the commencement of a committee 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.
84. 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 5) are to constitute a quorum.
 85. The president or, in the president's absence, the vice-president, is to preside as chairperson at each committee meeting of the association.
 86. 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.
 87. A question arising at a committee meeting of the association is to be determined by:
 - (a) a show of hands or, any appropriate corresponding method that the committee may determine, 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.
 88. 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 association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
 89. Subclause (87)(a) applies to a method determined by the committee under clause (87) in the same way as it applies to a show of hands.
 90. 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.
 91. A special resolution may only be passed by the association in accordance with Section 39 of the Act.
 92. On any question arising at a committee meeting of the association a committee member has one vote only.
 93. 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.

94. An ordinary member is not entitled to vote at any committee meetings of the association.
95. A member is not entitled to vote at any general meeting of the association if the member is under 18 years of age

Part 4: General

96. The association may affect and maintain insurance/director's liability insurance
97. The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in a committee meeting, any other sources that the committee determines.
98. 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.
99. The association must, as soon as practicable after receiving any money, issue an appropriate receipt.
100. Subject to any resolution passed by the association in general meeting, the funds of the association are to be used solely in pursuance of the objects of the association in the manner that the committee determines.
101. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 authorised signatories.
102. Subject to the Act and the Regulation, the association must apply its funds and assets solely in pursuance of the objects of the association and must not conduct its affairs to provide a pecuniary gain for any of its members.

Note. Section 5 of the Act defines **pecuniary gain** for the purpose of this clause.

103. Subject to the Act and the Regulations, in a winding up of the association, any surplus property of the association is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
104. The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association.
105. In this clause, a reference to the surplus property of an association is a reference to that property of the association remaining after satisfaction of the

debts and liabilities of the association and the costs, charges and expenses of the winding up of the association.

Note. Section 65 of the Act provides for distribution of surplus property on the winding up of an association.

- 106.** An application 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.
- 107.** Except as otherwise provided by this constitution, all records, books and other documents relating to the association must be kept in New South Wales:
- (a) at the main premises of the association, in the custody of the public officer or a member of the association (as the committee determines), or
 - (b) if the association has no premises, at the association's official address, in the custody of the public officer.
- 108.** The following documents must be open to inspection, free of charge, by a financial member of the association at any reasonable hour:
- (a) records, books and other financial documents of the association,
 - (b) this constitution,
 - (c) minutes of all committee meetings and general meetings of the association.
- 109.** The committee may refuse to permit a member of the association to inspect or obtain a copy of records of the association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the association.
- 110.** 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 to the address of the person, 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.
- 111.** 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, and

- (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.

112. The financial year of the association is:

- (a) the period 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.