

RULES TO BE ADOPTED BY STATE BRANCHES OF THE ANDALUSIAN HORSE ASSOCIATION OF AUSTRALASIA INC

NAME

1. The name of the State Branch is “The Andalusian Horse Association of Australasia Inc. Branch)”

OBJECTS

2. The objects for which the State Branch is formed are:
 - (a) To facilitate the attainment of the objects of The Andalusian Horse Association of Australasia Inc. (“AHAA”); and
 - (b) To elect delegates to the Council of the AHAA

MEMBERSHIP

3.
 - (a) Life Membership and financial Full Members and Associate Members who are not members of another State Branch of the AHAA shall, upon written application to the Secretary of the State Branch, be registered as members of the State Branch.
 - (b) If a member of the State Branch shall cease to be a member of the AHAA, he shall ipso facto cease to be a member of the State Branch.

MANAGEMENT

4.
 - (a) The general management of the State Branch shall be vested in a committee comprising not less than four (4) and not more than nine (9) members of the State Branch
 - (b) At least fifty per cent (50%) of the committee shall comprise Full Members and /or Life Members.
 - (c) The Committee may co-opt other members of the State Branch for specific purposes but such co-opted members shall not be entitled to vote at meetings of the Committee.
 - (d) At the first Committee meeting after the Annual General Meeting in each year, the members of the Committee shall elect a Chairperson from among their number and shall appoint persons to act as Secretary and Treasurer or one person to act as Secretary/Treasurer.
 - (e) The Secretary and Treasurer of the Secretary/Treasurer need not be a Member of the State Branch and if not a member, shall not be entitled to vote at meetings of the Committee or at General Meetings of the State Branch, not entitled to requisition for an Extraordinary General Meeting of the State Branch.
 - (f) The Secretary and Treasurer or the Secretary/Treasurer shall hold that position until the first Committee meeting after the next Annual General Meeting but shall be eligible for reappointment.
 - (g) Membership of the Committee shall be honorary and no member of the Committee shall be allowed to make the State Branch a means of private speculation or trade PROVIDED THAT the Committee may approve reimbursement of reasonable out of pocket expenses incurred by any Committee Member in performing the duties of his office.

- (h) The members of the State Branch in General Meeting may define geographical areas within the territory for which the State Branch has been formed and prescribe the basis upon which such areas are to be represented by candidates for election to the committee.

ELECTION OF COMMITTEE

- 5. (a) Members of the Committee shall be elected by the financial members of the State Branch.
- (b) No person shall be eligible for election to the committee who has failed to pay all fees and levies due by the AHAA or to the State Branch.
- (c) Each candidate for election to the Committee shall be nominated in writing by two (2) financial members of the State Branch.
- (d) Each such nomination, signed by the nominee, the proposer and the seconder, shall be delivered to the Secretary not less than twenty-eight (28) days before the date of the Annual General Meeting.
- (e) If the number of nominations is equal to the of vacancies to be filled, the Chairperson at the Annual General Meeting shall declare the nominated candidates duly elected.
- (f) If the number of nominations is less than the number of vacancies to be filled, the Chairperson at the Annual General Meeting shall declare the nominated candidates duly elected and the remaining vacancies shall be filled by nomination of the elected committee.
- (g) If the number of nominations exceeds the number of vacancies to be filled, the Secretary shall prepare a list of nominations and ballot papers and post the same to reach all members of the State Branch at least fourteen (14) days before the date of the Annual General Meeting.
- (h) Completed ballot papers shall be posted in time to reach the Secretary before the commencement of the Annual General Meeting or placed in a ballot box provided at the place of the Annual General Meeting.
- (i) Voting shall close at the commencement of the Annual General Meeting and no ballot paper received thereafter shall be included in the counting of votes.
- (j) The candidates polling the most votes shall be duly elected to the vacancies to be filled.
- (k) The Chairperson may appoint scrutineers to count the votes and his decision concerning any matter relating to the election shall be final.

ELECTION OF DELEGATES

- 6. (a) The State Branch shall be represented on the Council of the AHAA by two delegates elected at an Annual General Meeting of the State Branch
- (b) At the first Annual General Meeting of the State Branch, two delegates shall be elected, one for a term of one year and the other for a term of two years.
- (c) Each delegate shall be an ex officio member of the Committee and entitled to vote at Committee Meetings during the term of his appointment.

TERM OF OFFICE

- 7. (a) Members of the Committee and delegates to the Council of the AHAA shall each hold office for a term of two (2) years.

- (b) One half of the Committee (or the closest equivalent) shall retire each year but be eligible for re-election.
- (c) The longest serving members of the Committee shall retire each year but if more than the number to retire have been in office for the same period, those to retire shall be decided by agreement among them or, failing agreement, by lot determined at least forty-two (42) days before the date of the Annual General Meeting.
- (d) One of the delegates shall retire each year but be eligible for re-election.
- (e) The longer serving delegate shall retire each year but if both delegates were elected on the same date, the delegate to retire shall be decided by agreement between them or, failing agreement, by lot determined at the first Committee Meeting after the Annual General Meeting.
- (f) The Secretary shall notify the Secretary of the AHAA in writing of the election or appointment of a delegate or delegates within seven (7) days after such election or appointment.

CASUAL VACANCIES

- 8. (a) The office of Committee Member or delegate shall become vacant if that person –
 - (i) becomes bankrupt or makes any composition or arrangement or arrangement with his creditors.
 - (ii) becomes of unsound mind or otherwise incapable of managing his affairs;
 - (iii) resigns his office by notice in writing to the Secretary;
 - (iv) ceases to be a financial member of the AHAA;
 - (v) is absent for five (5) consecutive Committee Meetings without reasonable cause (and the Committee shall be the sole judge as to whether an excuse tendered is reasonable);
 - (vi) Is removed from office under this rule;
 - (vii) Holds office in any other association or body having objects similar to those of the AHAA; or
 - (viii) Dies.
- (b) If the position of a Committee Member shall become vacant under (a), the Committee shall appoint a member of the State Branch to fill the vacancy for the unexpired term of the person vacating the position.
- (c) If the position of a delegate shall become vacant under (a), the Committee shall elect or appoint a replacement in the same manner as prescribed in Rule 6 to fill the vacancy for the unexpired term of the person vacating the position.
- (d) The members of the State Branch may by way of special business at a General Meeting remove any member of the Committee (including the Chairperson) or a delegate before the expiration of his term of office and appoint a member to replace him for the unexpired term of his office.

- (e) The Chairperson shall hold office for a term of one (1) year but shall be Eligible for re-election. If a person is elected Chairperson for three (3) consecutive years, he shall thereafter be ineligible for re- election until he has ceased to be chairperson for a period of at least one (1) year.
- (f) If the office of Chairperson shall become vacant, the Committee Members shall elect a replacement Chairperson from among their number and such replacement shall hold office until the next Annual General Meeting.

VOTING RIGHTS

- 9. (a) All Life Members and financial Full Members and Associate Members shall be entitled to vote at General Meetings of the State Branch including the election of the Committee.
- (b) Each member shall have one vote only and may vote in person or by postal vote.
- (c) At all General Meeting, the Chairperson shall have a deliberate vote and, in case of equality of votes, a second or casting vote.
- (d) Except on the election of the Committee, a member may vote by proxy
- (e) The instrument appointing a proxy shall be in such form as approved by Council of the AHAA and signed by the appointor or, if the appointor is a corporation, by its duly authorised officer or attorney.
- (g) The instrument appointing a proxy shall be delivered to the Secretary at least fifteen (15) minutes before the commencement of the meeting at which the proxy is intended to be used.

GENERAL MEETINGS

- 10 (a) The financial year of the State Branch shall commence on the first day of January in each year and conclude on the thirty first day of December in the same year.
- (b) A General Meeting of the State Branch shall be held once in every calendar year At such time within three (3) months after the conclusion of the financial year and at such place as the members in General Meeting shall prescribe or in default, as the Committee shall appoint.
- (c) The General Meeting referred to in (b) shall be called the Annual General Meeting And all other General Meetings shall be called Extraordinary General Meetings.
- (d) At the Annual General Meeting the State Branch shall –
 - (i) Elect the members of the Committee;
 - (ii) Appoint the auditor;
 - (iii) Consider the Annual Report and annual Statement of Accounts; and
 - (iv) Deal with any other business with which it is competent to deal under these rules.
- (e) At least twenty-eight (28) days notice (exclusive of the day on which notice is served Or deemed to be served but inclusive of the day for which notice is given) shall be given to all members of the State Branch specifying the place date and hour of meeting and in the case of special business the general nature of such business.
- (f) The Council may convene an Extraordinary General Meeting whenever it thinks fit.
- (g) Within twenty-eight (28) days after receiving a written requisition of not less than ten

(10) per cent of the financial members delivered personally or addressed to the Secretary at the postal address of the State Branch, the Secretary shall convene an Extraordinary General Meeting to be held not less than (14) days and not more than twenty-eight (28) days after receipt of such requisition. If the Secretary fails to convene the meeting as aforesaid, the requisitioners may convene the meeting but any meeting so convened shall not be held after the expiration of three (3) months from the date of the requisition. Each such requisition shall state the objects of the meeting and such a meeting shall be convened in the same manner as that in which General Meetings are to be convened by the committee. The reasonable costs incurred by the requisitioners in convening such meeting shall be reimbursed out of the funds of the State Branch unless the Extraordinary General Meeting shall resolve otherwise.

- (h) No business shall be transacted at any Extraordinary General Meeting other than that for which it is convened.

QUORUM

- 11. (a) If within fifteen (15) minutes from the time appointed for a General Meeting a quorum is not present, the meeting, if convened upon a requisition of members, shall be dissolved. In any other case, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such other day, time and place as the Committee shall by notice to the members appoint. If at the adjourned meeting a Quorum is not present within 15 (fifteen) minutes from the time appointed for the meeting, then any four (4) members present shall be a quorum and may transact the business for which the meeting was convened.
- (b) At all General Meetings. Five (5) per cent of the number of financial members shall form a quorum and at all Committee Meetings, four (4) members of the Committee shall form a quorum.

COMMITTEE MEETINGS

- 12. (a) Meetings of the Committee shall be held at such times as the Chairperson considers necessary provided however that a meeting of the Committee shall be held at least once in each financial year.
- (b) Meetings of the Committee shall be held at any place the Committee deems fits.
- © The Secretary shall convene Committee Meetings by notifying each member of the Committee in such a manner as the Committee shall from time to time determine.
- (d) The Chairperson shall convene a meeting of the Committee on the written request of a majority of the members of the Committee.
- (e) The Chairperson or in his absence a member of the Committee elected by those present at the meeting shall preside at all meetings of the Committee

SECRETARY

- 13. (a) The Secretary shall be appointed by the Committee and may be removed from office by the Chairperson with the approval of the Committee.
- (b) The Secretary shall record and read the minutes of all meetings, attend to correspondence issue notices of meetings maintain an attendance book and a record of all shows, parades and awards and such other records as the Committee shall from time to time direct.
- © The Secretary shall maintain a Register containing an up to date alphabetical list of all Members of the State Branch which shall include the full name and current address,

Membership category and financial status of each member and must make this information available to the Federal Secretary upon request.

TREASURER

14. (a) The Treasurer shall be appointed by the Committee and may be removed from office by the Chairperson with the approval of the Committee.
- (b) The Treasurer shall receive all monies due to the AHAA and paid to the State Branch, give receipts for the same and promptly pay the same into a bank account in the name of The State Branch as designated in Rule 1.
- (c) The Treasurer shall keep proper books of accounts setting out the receipts and expenditure of State Branch in such manner as the Committee shall from time to time direct and present an Audited Balance Sheet and Statement of Receipts and Expenditure at each Annual General Meeting.
- (d) Within fourteen (14) days after the date of the Annual General Meeting each year, the treasurer shall forward a copy of the audited Balance Sheet and Statement of Receipts and Expenditure to the Treasurer of the AHAA Federal.

FINANCE

15. (a) All monies received by the State Branch shall be held on behalf of the AHAA
- (b) The bank account referred to in Rule 14(b) shall be at such bank as the Committee shall from time to time direct.
- (c) No monies shall be drawn from the bank account except by a cheque signed by the Secretary or the Treasurer (or the Secretary/Treasurer) and the Chairperson.
- (d) Funds held by the State Branch shall be under the control of the Committee subject to any overriding direction received from the Council of the AHAA.
- (e) All reasonable expenses incurred by the Secretary, Treasurer, Auditor, Delegates or any Member for or on behalf of the State Branch shall, on the authority of the Committee, be paid out of the funds held by the State Branch.
- (f) The books of account shall be audited at least once in each year by a duly appointed auditor.

ACCOUNTS

- 16 (a) The State Branch shall cause to be kept proper books of accounts in which shall be kept full, true and complete accounts of the affairs and transactions conducted by the State Branch of the AHAA.
- (b) Such books of account shall be kept at such place or places as the Committee thinks fit and shall always be open for inspection by the Committee and by the Council of the AHAA.
- © With the previous authority of a special resolution of a General Meeting, such books of accounts and any other records of the State Branch shall be open for inspection by a person appointed by such special resolution.
- (d) The Committee shall cause a Balance Sheet and Statement of Receipts and Expenditure to be prepared up to a date not earlier than one (1) calendar month immediately before each Annual General Meeting.
- (e) Such Balance Sheet and Statements shall also show the investments representing the funds held by the State Branch of the AHAA at the beginning and end of the period of the accounts and

all expenditure of the State Branch during such period indicating precisely how such expenditure was applied in furtherance of the objects of the State Branch.

AUDITOR

17. (a) An Auditor shall be appointed at each Annual General Meeting who shall hold office from and including the first day of the month immediately following the date of the Annual General meeting.
- (b) If a vacancy shall occur in the office of Auditor prior to the Annual General Meeting, such shall be filled by the Committee and the person so appointed shall hold office until the first day of the month immediately following the date of the Annual General Meeting.

RESCINDING RESOLUTIONS

18. No motion which, if carried, would have the effect of rescinding any resolution previously passed at any General Meeting shall be entertained unless notice of intention to move the same shall have been given in writing to the Secretary at least twenty-eight (28) days prior to the holding of the meeting at which it is proposed to move such resolution.

DISCIPLINE

19. If it shall come to the notice of the Committee that any member of the State Branch has acted in a manner which might reasonably be regarded as contravening Rule 33 of the Rules of the AHAA, the Committee shall report the matter to the Secretary of the AHAA who shall refer it to the Council of the AHAA for appropriate action pursuant to the said Rule.

POWERS

20. (a) The State Branch shall have such powers as are necessary to facilitate the attainment of the objects of the AHAA as defined in Rule 2 of the Rules of the AHAA
- (b) In exercising such powers, the State Branch, whether acting in General Meeting or by its Committee, shall do so as agent for and on behalf of the AHAA and shall comply with all directions received from the AHAA.

INDEMNITY

21. (a) By approving these Rules, the AHAA agrees to indemnify every Committee Member, Secretary, Treasurer, Auditor and member of the State Branch and their executors and Administrators, and to pay out of the funds of the AHAA (including any funds held by the State Branch on its behalf), all costs losses and expenses which any such Committee Member, Secretary, Treasurer, Auditor or member of the State Branch may incur or become liable for by reason of any contract entered into or act or thing done by him as such Committee Member, Secretary, Treasurer, Auditor or member in the discharge of his duties on behalf of the AHAA or the State Branch except as a result of his own neglect and default and the account for which such indemnity is provided shall immediately attach his lien on the property of the AHAA (including property held by the State Branch held on behalf of the AHAA) and have priority as between members over all other claims.
- (b) The indemnity referred to in (a) shall extend to any and all liability incurred by the Committee member, Secretary, Treasurer, Auditor or member in defending any proceedings whether civil criminal in which judgement is given in his favour or in which he is acquitted.
- © No member of the State Branch shall be liable for the acts or omissions of any other member by reason of having joined in any receipt not received by him personally or for any loss on account of default of title to any property acquired by the State Branch or on account of the insufficiency of any security in or upon which monies held by the State Branch shall be invested or for any loss incurred through any banker, broker or other agent or upon any ground whatever other than his own negligence, default or breach of duty or trust.

WINDING UP

22. (a) The State Branch may be wound up by-
- (i) a special resolution passed by three-fourths of its members entitled to vote and voting in person, by postal vote, or by proxy at a General Meeting of the State Branch convened for that purpose and of which notice of motion has been given to all members of the State Branch at least thirty (30) days before such meetings.
 - (ii) a special resolution of the AHAA passed by three-fourths of its members entitled to vote and voting in person, by postal vote, or by proxy at a General Meeting of the AHAA convened for that purpose and of which notice of motion has been given to all members of the AHAA at least thirty (30) days before such meeting.
- (b) Upon a winding up of the State Branch, the Council of the AHAA shall pay all outstanding liabilities of the State Branch out of the funds held by the State Branch and the balance (if any) of such funds shall be transferred to the bank account of the AHAA.

DEFINITION

23. In these Rules, words importing the male gender shall where the context reasonably permits include the female and neuter genders and the singular number shall also include the plural number.