

# **BUDGERIGAR COUNCIL OF VICTORIA INCORPORATED**

## **RULES OF ASSOCIATION**

("the Rules")

### **1 NAME**

The name of the incorporated association is The Budgerigar Council of Victoria Incorporated (in these Rules called "the Council").

### **2 DEFINITIONS**

(1) In these Rules unless the contrary intention appears – "Act" means the Associations Incorporation Act 1981 "Regulations" means regulations under the Act "Committee" means the Committee of Management of the Council "financial year" means the year ending on 31<sup>st</sup> December "general meeting" means a general meeting of members convened in accordance with these Rules "member" means a registered and financial member of the Council in accordance with these Rules "affiliated society" means an organization affiliated with the Council in accordance with these Rules "Secretary" means:

- (a) if a person holds office under these Rules as Secretary of the Council, to that person; and
- (b) in any other case to the public officer of the Council.

### **3 OBJECTS**

The objects of the Council are:

- (a) to promote and encourage the breeding and exhibiting of Budgerigars including the improvement of existing varieties and promotion of new varieties;
- (b) to encourage members to keep Budgerigars in conditions which are conducive to the health and well being of the birds;
- (c) to assist the progress of scientific knowledge;
- (d) subject to these Rules, to liaise with similar organizations interested in the breeding and exhibiting of Budgerigars;
- (e) to invite and encourage the affiliation of organizations interested in the breeding and exhibiting of Budgerigars;
- (f) to develop, adopt and publish an ideal standard of perfection for exhibition Budgerigars;
- (g) to develop, adopt and publish rules for all shows or exhibitions held by the Council and affiliated societies;
- (h) to establish a panel of judges for such shows or exhibitions; and
- (i) to rule and/or adjudicate on matters of common interest to the affiliated societies.

### **4 SUPPLEMENTARY POWERS**

Solely for the purpose of furthering the objects set out above, the Committee shall have power:

- (a) to print and publish any newspapers, periodicals, books or leaflets that the Committee may consider appropriate;
- (b) to buy, sell or deal in all kinds of articles, commodities and provisions for members of the Council;
- (c) to invest or otherwise deal with the funds of the Council in such manner as the Committee may deem appropriate;
- (d) to borrow or raise money either alone or jointly with any other person or legal entity in such a manner as the Committee may deem appropriate;

- (e) to take steps to procure contributions to the funds of the Council in the form of donations, subscriptions, sponsorships or otherwise as the Committee may deem appropriate; and
- (f) subject to these Rules to do such other things as may be incidental or conducive to the attainment of the objects and the exercise of powers of the Council.

## 5 CLASSIFICATIONS OF MEMBERS

The Council shall consist of the following categories of membership:

- (a) Registered Member  
A financial member, registered in accordance with these Rules.
- (b) Life Member  
A person appointed to Life Membership in general meeting in recognition of conspicuous or distinguished service.

## 6 REGISTER OF MEMBERS

The Secretary shall keep and maintain a register of members in which shall be entered the date of entry and the full name, address and exhibitor status of each member. The register shall be available for inspection by members at the address of the Public Officer.

## 7 CONDITIONS, RIGHTS AND OBLIGATIONS OF MEMBERSHIP

- (a) Subject to these Rules, membership is available only to members of an affiliated society.
- (b) An affiliated society may nominate any of its members for membership of the Council.
- (c) The Committee may in its absolute discretion accept or reject such an application without giving a reason for such a decision.
- (d) Upon approval of a nomination and payment of the annual subscription, the member will be formally registered as a member of the Council.
- (e) Members are bound by these Rules, the Council's Show Rules and Shield Competition Rules as adopted and revised from time to time.
- (f) Members annual subscriptions are payable on 1<sup>st</sup> January each year or such earlier date as a member may lodge a ring order for the ensuing year.
- (g) The Committee will issue closed rings to members as soon as possible after the annual ring issue date as determined from time to time, provided that the required ring order form and payment of applicable charges and annual subscription have been received by the Council by the published deadline.
- (h) In the event of a change of registered address, members are required to forward written notification to the Secretary within seven days of such change.

## 8 RESIGNATION OF MEMBER

- (a) A member, having paid all monies due and payable to the Council, may resign by giving one months notice in writing to the Secretary.
- (b) The Secretary shall make an entry in the register of members recording the date upon which such member ceased to be a member.

## 9 NOTICES TO MEMBERS

Any notice that is required to be given to a member, by or on behalf of the Council under these Rules, may be given by:

- (a) delivering the notice to the member personally, or
- (b) sending the notice by prepaid post addressed to the member at the registered address shown in the register of members.

10 AFFILIATED SOCIETIES

- (a) Organizations interested in the breeding and exhibiting of Budgerigars may apply for affiliation with the Council.
- (b) Written applications should be forwarded to the Secretary setting forth the names and addresses of the organization's office bearers and the number of financial members which it represents.
- (c) The Committee may in its absolute discretion accept or reject such an application without giving a reason for such a decision.
- (d) Upon acceptance and payment of the annual affiliation fee as determined by the Committee from time to time, the organization will be formally affiliated with the Council and its members will be eligible for membership of the Council in accordance with these Rules.
- (e) Annual affiliation fees are payable on or before 1<sup>st</sup> January each year.

11 PUBLIC LIABILITY INSURANCE

The Committee will arrange Public Liability Insurance to cover the Council and its Victorian based Affiliated Societies. The costs of such a policy will be allocated equally between such Affiliated Societies and will be due and payable to the Council together with the annual affiliation fee on or before the commencement of each financial year.

12 DISCIPLINARY PROCEDURES

- (a) Subject to these Rules and the Act, if the Committee is of the opinion that a member has refused or neglected to comply with the rules of the Council, or has been guilty of conduct unbecoming a member, or prejudicial to the interests of the Council, the Committee may, by resolution;
  - (i) fine that member an amount not exceeding \$500; or
  - (ii) suspend that member from membership of the Council for a specified period; or
  - (iii) expel that member from the Council.
- (b) The member may, within 48 hours of the receipt of notification of the Committee's decision, give notice to the Secretary to the effect that he or she wishes to appeal to the members of the Council in general meeting.
- (c) In such event the Committee's resolution shall not take effect unless and until confirmed by a special resolution of the members in general meeting.

13 DISPUTES & MEDIATION

- (a) In the event of a dispute between:
  - (i) a member and another member; or
  - (ii) a member and the Council, the parties to the dispute must meet within 14 days and discuss the matter in dispute and if possible resolve the dispute.
- (b) If the parties are unable to resolve the dispute at such meeting, the parties must hold a further meeting in the presence of a mediator chosen by agreement between the parties, or in the absence of such agreement;
  - (i) in the case of a dispute between a member and another member, a person appointed by the Committee; or
  - (ii) in the case of a dispute between a member and the Council, a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

14 ANNUAL GENERAL MEETING

- (a) The Committee shall convene an Annual General Meeting of members no later than five (5) months after the end of each financial year.
- (b) The Annual General Meeting shall be so specified in the notice of meeting.
- (c) The ordinary business of the Annual General Meeting shall be:
  - (i) to confirm the minutes of the last preceding Annual General Meeting;
  - (ii) to receive Committee reports on the activities of the Council during the preceding financial year;
  - (iii) to receive the annual financial report presented in accordance with Section 30 (3) of the Act; and
  - (iv) to elect members of the Committee in accordance with these Rules.
- (d) Special business may be transacted at the Annual General Meeting provided that due notice has been given to members in accordance with these Rules.

15 GENERAL MEETINGS

- (a) All general meetings other than the Annual General Meeting are special general meetings.
- (b) The Committee may, whenever it thinks fit, convene a special general meeting of members.
- (a) The President, or in the President's absence, the Vice-President, shall preside as Chairperson.
- (b) If the President and the Vice-President are absent, or are unable to preside, the members present must select one of their number to preside as Chairperson.
- (c) The Committee must convene a special general meeting of members following receipt of a petition from members requesting same, provided that such petition is signed by at least seventy members representing at least ten affiliated societies.
- (d) A member wishing to bring any business before a general meeting must give notice in writing to the Secretary. Such business shall be included in the notice calling the general meeting next following the expiration of 60 days from the date of receipt of the member's request.
- (e) No business other than that set out in the notice convening a general meeting shall be transacted at such meeting.
- (f) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

16 NOTICES OF GENERAL MEETINGS

- (a) The Secretary of the Council shall, at least 30 days before the date fixed for holding a general meeting, cause to be sent to each member by pre-paid post to the member's registered address, a notice stating the date, place and time of the meeting and the nature of the business to be transacted at that meeting.
- (b) If such business includes a special resolution as defined by the Act, full details of such resolution in the form of a formal notice of motion shall be included in the notice convening the meeting.

17 QUORUM AT GENERAL MEETINGS

- (a) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.

- (b) Twelve (12) members personally present (being members entitled under these rules to vote at a general meeting) shall constitute a quorum for the transaction of business at a general meeting.
- (c) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present:
  - (i) in the case of a meeting convened upon the request of members, the meeting must be dissolved, and
  - (ii) in any other case, the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (d) 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 personally present (being not less than 6) shall be a quorum.

18 ADJOURNMENT OF GENERAL MEETINGS

- (a) The person presiding may, with the consent of a majority of members present at a general meeting, adjourn the meeting from time to time and place to place.
- (b) No business may be conducted at an adjourned general meeting other than the unfinished business from the meeting that was adjourned.

19 VOTING AT GENERAL MEETINGS

- (a) Upon any question arising at a general meeting of the Council, a member has one vote only.
- (b) All votes must be given personally or by proxy.
- (c) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

20 POLL AT GENERAL MEETINGS

- (a) If at a general meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such a manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (b) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

21 EXECUTIVE OFFICERS

- (a) The Executive Officers of the Council shall be:
  - (i) a President,
  - (ii) a Vice-President,
  - (iii) a Treasurer, and
  - (iv) a Secretary.
- (b) The Executive Officers shall be appointed annually by the Committee at the first Committee meeting following the Annual General Meeting each year.
- (c) The Executive Officers shall retire at each Annual General Meeting but shall be eligible for re-appointment in accordance with these Rules.
- (d) The office of an Executive Officer becomes vacant if the officer:
  - (i) ceases to be a member of the Council, or

- (ii) resigns office by notice in writing given to the Secretary.
- (e) In the event of a casual vacancy in the office of an Executive Officer the Committee may appoint one of its members to the vacant office and that member may continue in office until the next Annual General Meeting of the Council.

## 22 COMMITTEE OF MANAGEMENT

- (a) The affairs of the Council shall be managed by a Committee of Management comprising up to twelve (12) members elected at an Annual General Meeting in accordance with these Rules.
- (b) Subject to these Rules, the Act and the Regulations, the Committee:
  - (i) shall control and manage the business and affairs of the Council,
  - (ii) may exercise all such powers and functions as may be exercised by the Council other than those powers and functions that are required to be exercised by the members in general meeting, and
  - (iii) has power to perform all such acts and things as the Committee may deem to be essential for the proper management of the business and affairs of the Council.
- (c) Each member of the Committee shall retire at the third Annual General Meeting following their election but shall be eligible for re-election.
- (d) Any member of the Committee who fails to attend three consecutive Committee meetings without acceptable reason shall forfeit their position as a Committee member.
- (e) The office of a Committee member becomes vacant if the Committee member:
  - (i) ceases to be a member of the Council, or
  - (ii) resigns office by notice in writing given to the Secretary.
- (f) In the event of a casual vacancy occurring in its membership, the Committee may appoint a member of the Council to fill the vacancy until the expiration of the term of the Committee member so replaced.

## 23 NOMINATION OF COMMITTEE MEMBERS

- (a) Nominations of candidates for election as members of the Committee:
  - (i) shall be made in writing, signed by two members and accompanied by the written consent of the candidate, and
  - (ii) shall be delivered to the Secretary not less than 90 days before the date scheduled for the Annual General Meeting,
- (b) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- (c) If the number of nominations received is equal to the number of vacancies to be filled, all members nominated shall be deemed to be elected.
- (d) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (e) The ballot shall be conducted at the annual general meeting in such manner as the chairperson of the meeting shall direct.

## 24 COMMITTEE MEETINGS

- (a) The Committee shall meet at least six (6) times in each financial year at such place and at such times as the Committee may determine from time to time
- (b) The Secretary shall call a special Committee Meeting if required to do so in writing by the President or by any four Committee members. Such meeting shall be called by the

Secretary for a date not more than fourteen days after receipt of the request to call same and each Committee member shall be given at least seven days notice of such meeting.

- (c) Six (6) members of the Committee constitute a quorum for the transaction of business at a Committee meeting.
- (d) If a quorum is not present within 30 minutes of the time appointed for the meeting, such meeting shall lapse.
- (e) At meetings of the Committee:
  - (i) the President or in his absence, the Vice-President shall preside; or
  - (ii) if both the President and Vice-President are absent, the Committee shall choose one of their members present to preside.
- (f) Questions arising at a meeting of the Committee, or of any sub-committee appointed by the Committee, shall be determined on a show of hands, or if demanded by any Committee member, by a poll taken in such a manner as may be determined by the person presiding at the meeting.
- (g) Each member present at a meeting of the Committee or any sub-committee appointed by the Committee, including the person presiding at such meeting, is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (h) Written notice of each Committee meeting shall be forwarded to each member of the Committee at least two business days before the date of the meeting.
- (i) Urgent business arising between Committee meetings may be transacted by means of electronic communication between Committee members and such business shall be ratified at the next following meeting of the Committee.
- (j) Proxy voting is not be permitted at Committee meetings.

## 25 MINUTES OF MEETINGS

The Secretary shall keep minutes of proceedings and resolutions of every general meeting and committee meeting in books provided for that purpose and such records will include the names of all persons present at such meetings.

## 26 TREASURER

The Treasurer shall:

- (a) collect and receive all monies due to the Council and make all payments authorised by the Committee, and
- (b) shall maintain appropriate books and records showing the true and correct financial affairs of the Council including full details of all receipts and expenditure connected with the activities of the Council.

## 27 FUNDS

The funds of the Council shall be derived from annual subscriptions, donations, sponsorships or such other sources as the Committee shall determine.

## 28 CHEQUES

Cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be authorised by the Committee and shall be signed by two members of the Committee.

## 29 SEAL

- (a) The common seal of the Council must be kept in the custody of the Secretary.
- (b) The common seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures either

of two members of the Committee or, of one member of the Committee and of the public officer of the Council.

30 CUSTODY AND INSPECTION OF BOOKS AND RECORDS

- (a) Except as otherwise provided in these Rules, the Secretary shall keep in his or her custody or under his or her control all books, documents and securities of the Council.
- (b) All accounts, books, securities and any other relevant documents of the Council must be available for inspection free of charge by any member upon request.
- (c) A member may make a copy of any accounts, books, securities and any other relevant documents of the Council.

31 ALTERATION OF RULES

These Rules shall not be altered except in accordance with the Act.

32 WINDING UP

In the event of the winding up or the cancellation of the incorporation of the Council, surplus assets will be distributed amongst all current Affiliated Societies on a pro-rata basis according to the number of registered members of each Affiliated Society as at the close of the Council's previous financial year.