

CONSTITUTION AND RULES OF THE WYANDOTTE CLUB OF AUSTRALIA INC.

Date of Adoption: 20/03/2023

Signed:

President: *Brian Bennett*

Secretary: *Megan Gavenlock*

Name

The club is called "The Wyandotte Club of Australia Inc." - hereinafter called the "Club".

Purpose

The aims of the Club are to encourage the breeding and exhibiting of Wyandotte Poultry in Australia according to the Standard as laid down by the Wyandotte Club of Australia Inc. and printed in the club's publications and the "Australian Poultry Standards". This statement also includes any further amendments made to the Standard by the Club at any time in the future.

The assets and income of the organisation shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the organisation except as bonafide compensation for services rendered or expenses incurred on behalf of the organisation.

In the event of the organisation being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members.

Membership

An application must be made in writing on the "Application for Membership" form and lodged with the Club Secretary and be accompanied by the appropriate membership fee. As soon as practicable after receipt of the application form, the Secretary must notify the nominee, that they have been accepted into the Club. The Secretary must then enter the

member's name and details in the register of members. The Club membership year starts at 1st October. All fees are due on or before the 1st October.

(a) Grades of membership

(1) Full membership. This may be a single person, a couple, a family or a designated group (e.g. a school). One membership entitles the member/s to one Newsletter each quarter and to one vote per membership at club Meetings.

(2) Junior membership. This is any person up to and including 16 years of age at the date of joining or renewing Club membership, with the same entitlements as full members with the exception of them being able to vote at meetings.

(3) Honorary life membership – no fee payable. Any Club member who receives this honour must be nominated by three full Club members, each with a minimum of three years continuous membership of the Club. All nominations must be submitted in writing to the Club Secretary.

Voting on this matter will be undertaken by the seven member club committee, with life membership being declared in the case of a majority being in favour of the nomination.

(b) Membership Fees

To be set from time to time by a vote of the members at the Annual General Meeting by majority decision. Such changes will not be effective immediately but date from the start of the following membership year.

(c) Renewal of membership

Each year members are to be reminded of their membership renewal by Newsletter. All members are to forward their membership to the Club Secretary before the 1st October each year. Any member not complying will receive one further notice, to be sent to that member with the following Newsletter. If their subscription is not received within thirty days from the date of postage of this Newsletter they will be deemed to have resigned from the Club and all their details will be removed from the current membership list forthwith.

(d) Cessation of membership

A person ceases to be a member of the Club if the person dies, resigns membership, or is expelled from the Club.

(e) Resignation of membership

A member of the Club who has paid all amounts due by the member to the Club may resign from membership of the Club at any time by notifying the Secretary in writing of the intention

to resign. The Secretary must make an appropriate entry in the register of members. No refund of the yearly subscription will be given to any member at any time.

(f) Register of members

The Club Secretary must establish and maintain a register of Club members specifying their name and address, contact details and the date on which the person became a member. However, members do have the right to ask that some or all of their contact details be withheld from published lists. This register of members must be kept up-to-date by the Club Secretary and a copy made available at any time to any Club member requesting it.

(g) Resolution of internal disputes

Disputes between individual Club members or between members and officers of the Club are to be referred to the Club Secretary for resolution by the Club Committee. Written depositions from all parties in dispute are to be sent to all the Committee members for comment and advice on how to resolve the dispute. The Committee, if required, may also appoint one or more mediators to deal with the dispute. Any dispute not resolved in this manner must then be put before the Annual General Meeting of the Club, either in person or by written deposition.

(h) Disciplining of members

A complaint may be made to the Committee by any person that a member of the Club:

- (a) Has persistently refused or neglected to comply with provisions contained in this Constitution.
- (b) Has persistently and wilfully acted in a manner prejudicial to the interests of the Club.

On receiving such a complaint, the Committee:

- (a) Must cause notice of the complaint to be served on the member concerned.
- (b) Must give the member twenty one days from the time the notice is served within which to make submissions to the Committee in connection with the complaint.
- (c) Must take into consideration any submissions made by the member in connection with the complaint.

The Committee may, by resolution, issue a reprimand or, if deemed necessary, expel the member from the Club, if after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved. If the Committee expels a member, the Secretary must, within seven days, cause

written notice to be given to the member of the action taken and the reasons given by the Committee for taking that action.

Powers of the Committee

The Committee is to be called the “Committee of The Wyandotte Club of Australia Inc.”, and

(a) Is to control and manage the affairs of the Club.

(b) Carry out such functions as may be set out in this Constitution.

(c) Has the power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Club.

The Committee shall consist of:

(a) President.

(b) Two Vice Presidents, referred to as Vice Presidents A & B

(c) Secretary

(d) Treasurer

(e) Four committee members, referred to as committee members A,B,C & D

Each member of the Committee is to hold office for three years, with the election of office bearers on alternate years being:

Year one, President, and committee members A & B

Year two, Secretary, Vice President A and committee member C

Year Three, Treasurer, Vice president B and committee member D

All of the above are eligible for re-election. Where one member is elected to more than one position on the Committee that person shall still only be entitled to one vote at any Committee Meeting, General Meeting or Annual General Meeting. In the event of a casual vacancy occurring in the Committee, the Committee may appoint a member of the Club to fill that vacancy if required and the member so appointed is to hold office until the conclusion of their term.

Election of Committee members

Nominations of candidates for election as Committee Members of the Club:

(a) Should be made in writing, signed by two current Club members and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination).

(b) Should be delivered to the Secretary of the Club before the date fixed for the holding of the Annual General Meeting at which the election is to take place.

(c) Should this not occur the Club Secretary will accept written or oral nominations on the day of the Annual General Meeting up until the time of the actual election being held for the relevant positions.

If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are automatically elected unless further nominations are received at the Annual General Meeting. If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be casual vacancies. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are automatically elected. If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.

The ballot for the election of Committee members is to be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.

(a) President

The President should preside at all meetings, and conduct them according to the Constitution and rules of the Club. He or she shall enforce due observance of this Constitution, decide all questions of order and perform all other duties pertaining to the office of President. The President is required to write an annual report for inclusion in the final Club Newsletter of the year to keep members up-to-date on all matters pertaining to Club affairs. .

(b) Vice-Presidents

The Vice-Presidents shall assume all the duties of the President in his or her absence. In addition, he or she shall assist in the organisation of Club activities and advance the Club interests in any manner decided by the Committee

(c) Secretary

The Secretary of the Club must, as soon as practicable after being appointed as Secretary, lodge notice with all appropriate authorities details of his or her address and any change in any of the Committee positions of the Club. The Secretary is also responsible for the day-to-day running of the Club, including the receipt and dispatch of mail. A log of mail received and sent must be maintained at all times.

The Secretary is required to write an interim report for inclusion in each quarterly Club Newsletter and must keep members up-to-date on all matters pertaining to Club affairs. The Secretary is to ensure the safe keeping of the Club archives.

It shall be the duty of the Secretary to keep a copy the Constitution of the Club and have the same with him or her at every meeting and permit it to be consulted by members upon request. A copy of the Club Constitution must also be forwarded to every new member of the Club if they request such.

It is the also the duty of the Secretary to keep minutes of:

(i) All appointments of members to the Committee.

(ii) The names of ordinary members and members of the Committee and visitors present at a Committee meeting, general meeting or Annual General Meeting.

(iii) All proceedings at Committee Meetings, General Meetings or Annual General Meetings.

(d) Treasurer

It is the duty of the treasurer of the Club to ensure:

(i) That all money due to the Club is collected and received and that all payments authorised by the Club are made.

(ii) That correct books and accounts are kept showing the financial affairs of the Club, including full details of all receipts and expenditure connected with the activities of the Club.

(iii) Ensure that an Annual Treasurer's Report for the period 1st July to 30th June be compiled and be available for the last Newsletter of each year.

(f) Casual vacancies

For the purposes of this Constitution a casual vacancy in the Committee occurs if the member dies, ceases to be a member of the Club, resigns office by notice in writing given to the Secretary, is removed from office by the Club, or becomes mentally incapacitated.

(g) Removal of a Committee member

The Club at any General or Annual General Meeting may by resolution remove any member of the Committee from office 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. This may only be effected by a two-thirds majority vote of those present at the meeting.

Committee Meetings and quorum

Any two members of the Committee may call for a Committee meeting to be held at such time and place as the Committee may determine. Notice of a meeting of the Committee must be given by the Secretary to each member of the Committee at least twenty one days before the time appointed for the holding of an official Committee meeting. Notice of a meeting must specify the general nature of the business to be discussed at the meeting. Any three members of the Committee constitute a quorum for the transaction of business at a meeting of the Committee. No business is to be transacted by the Committee unless a quorum is present.

At a meeting of the Committee the President or, in the President's absence, a Vice-President is to preside. If the President or Vice-Presidents are absent or unwilling to act, one of the remaining members of the Committee may be chosen by the members present at the meeting to preside. 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 present at the meeting. Each Committee member present at a meeting of the Committee is entitled to one vote. In the case of a tied vote the chair has the casting vote.

Sub-Committees

Three formats of Sub – Committees can exist:

- (a) Standards Committee elected by the members of the Club at the AGM for a three year term.
- (b) A Newsletter committee appointed by the Club committee and chaired by the Editor. With the Editors responsibilities being:

The Editor shall be responsible for producing a quality quarterly Club Newsletter. Each Newsletter to contain a Secretary's Report, with the fourth newsletter of the year to include a Presidents report and an annual financial statement supplied by the Treasurer. It is also expected that information on various upcoming shows, plus show reports, shall be included in the appropriate Newsletters as well as informative articles and information on any topics considered appropriate for such a Newsletter.

- (c) Sub - Committees delegated by the committee as seen fit e.g. National Show Committee, Newsletter Committee.

All actions undertaken by Sub - Committees must meet with the Club Committee's approval prior to being implemented.

Merchandising Officer

To be appointed by the committee for a period of three years. The merchandising officer shall be responsible for the, sale, safe keeping and maintaining of stock levels of the club's merchandise. The merchandising officer is also encouraged to seek new options of merchandise.

State Representatives

Each Australian State is to be encouraged to nominate a representative to work in conjunction with the Wyandotte Club of Australia executive to promote and foster the Wyandotte Breed of poultry within their state. Such representatives will be encouraged to provide relevant feedback and requests for assistance from exhibitors and fanciers within their state, along with show results, photographs and articles for inclusion in any Wyandotte Club of Australia publications. If a state fails to nominate a representative, the Wyandotte Club of Australia executive shall have the right to do so.

Annual General Meeting (AGM) and quorum

The Club must, at least once in each calendar year, convene an Annual General Meeting of its members. Due to the fact that the club is a National body the format of the meeting can be of an electronic nature if so desired by the committee. The quorum for the Annual General Meeting shall be deemed to be those financial members of the Club in attendance on the day at the time and place specified in the official Agenda. In addition to any other business that 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 previous Annual General Meeting and of any general meeting or Committee meeting held since that meeting and discuss any business arising from those minutes.

(b) To receive from the President, Secretary and Treasurer appropriate reports on the activities of the Club during the preceding year.

(c) To receive and consider any submissions made by the Committee or Club members according to the official Agenda published in the Club's Newsletter. However, provision is also made here for members to introduce new business on the day of the Annual General Meeting providing that said business is of such a lesser nature that it would not require previous notice to all members via the official Agenda. The members present at the Annual General Meeting shall vote on whether any such new business may be introduced on the day or held over until the next Annual General Meeting.

(d) Elect a Club Patron or Patrons.

(e) Elect committee members as per powers of the committee above.

(f) Elect a Public Officer

General Meetings and quorum

The Committee may, if the circumstances warrant it, convene a general meeting of the Club. The Secretary must, at least twenty one days before the date fixed for the holding of the general meeting, give written notice to each Club member specifying the place, date and time of the general meeting and the nature of the business proposed to be transacted at the meeting. No business other than that specified in the notice convening the meeting is to be transacted at the meeting. 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.

Ten members present (being members entitled under this Constitution to vote at a general meeting) constitutes a quorum for the transaction of the business of a general meeting. If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting is to be dissolved. The President or, in the President's absence, the Vice-Presidents, is to preside as chairperson at each general meeting of the Club. If the President or 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.

Making of decisions

Answering a question or motion arising at a General Meeting or Annual General Meeting of the Club is to be determined on a show of hands unless before the declaration of the show of hands a secret ballot is demanded. At a General Meeting or Annual General Meeting of the Club a secret ballot may be demanded by the chairperson or by any member present in person or by proxy at the meeting. A declaration by the chairperson confirms that a resolution has been carried, or carried unanimously, or carried by a particular majority, or lost. An entry to that effect in the minute book of the Club, giving the count of votes, is evidence of the number or proportion of the votes recorded in favour of or against that resolution.

Voting

On any question or motion arising at a general meeting or Annual General Meeting of the Club members have one vote only per membership. In the case of joint, family or group membership one person should be appointed to vote on all issues. All votes must be given personally or by proxy but no member may hold more than five proxies. In the case of an equality of votes on a question at a General Meeting or Annual General Meeting, the chairperson of the meeting is entitled to exercise a second or casting vote to obtain a result. No member is entitled to vote at any general meeting or Annual General Meeting of the Club unless all money due by that member to the Club has been paid. Each member is entitled to appoint another member as proxy by written notice given to the Secretary no

later than three days before the time of the meeting in respect of which the proxy is appointed.

Club rules relating to official Club shows.

All official Club shows are to be conducted under the rules of the appropriate state authority, with certain exceptions made by the Club, as follows:

(a) The Committee reserves the right to join classes together to form an Any Other Recognised Colour (AORC) class in the event of insufficient entries in any particular class. If sufficient birds of a single colour are entered in any AORC class the Committee may create an extra class for that colour. At any time in the future the Committee of the Club may make further changes to the show schedule.

(b) Entry fees for Club Shows to be approved by the Club committee

(c) Exhibitors.

The Club allows both adult and junior members from the same family or group to show at any official Club show. There are no restrictions on the variety or colour of birds shown by different members of the same family or group. Nor is there a restriction on such birds being shown in the same class by different family or group members. However, only junior members aged up to (and including) sixteen years of age may exhibit birds in the junior section. Junior exhibitors may also enter the open section, but must pay the full adult entry fee for each bird entered.

(d) Club perpetual trophies.

All perpetual trophies awarded by, or in the hands of, the Club always remain the property and responsibility of the Club and at all times are to be in the possession of the Club.

In addition, Club perpetual trophies may only be awarded to Club members whose subscriptions have been fully paid up.

(e) National Shows

The National Show Committee Chair Person shall be responsible for the running of the Club's National Shows. His or her duties and the proposed budget allowance shall be set out by the Committee of the Club to ensure efficient running, both beforehand and on the day of the Show. This shall generally consist of engaging judges, preparing the show schedule and classes for inclusion, organising the purchase of the necessary trophies and/or prizes, allocating duties to the show committee, and any stewards required to assist the judges. On the day of the Show the Show Committee Chair person shall have sufficient authority to ensure the smooth running of all aspects of the Show and is entitled to enlist the aid of any person or persons required to attain these objectives.

Miscellaneous

(a) Non-profit clause. The assets and income of the organisation shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the organisation except as bonafide compensation for services rendered or expenses incurred on behalf of the organisation.

(b) Dissolution clause. In the event of the organisation being dissolved, the amount that remains after such dissolution and after the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members.

(c) Insurance. The Club must effect and maintain insurance to cover public liability with respect to holding any official Club show, exhibition or event. This is currently obtained through the Exhibition Poultry Association of New South Wales and covers the Club for up to twenty million Australian dollars at any show or activity within Australia designated as an official Club show or activity. The title “Wyandotte Club of Australia Inc.” must be used to ensure complete coverage.

(d) Funds - source. The funds of the Club are to be derived from annual subscription fees from members, donations, entry fees at Club shows, sale of merchandise and publications, plus any raffles or other competitions that may be held during the year. All money received by the Club must be deposited by the Treasurer as soon as practicable. The Treasurer of the Club must, after receiving any money, issue an appropriate receipt as soon as possible thereafter.

(e) Funds - management. Subject to any resolution passed by the Club at a general meeting or Annual General Meeting, the funds of the Club are to be used in pursuance of the objects of the Club in such manner as the Committee determines. The current Club President, Secretary and Treasurer shall be signatories to all Club accounts and all cheques must be signed by any two of the signatories. With regard to the electronic transfer of club funds, one of the above three executive members are to create the request and at least one of the remaining two are required to co-approve the transfer.

(f) Alteration of the Constitution. This Constitution may be altered, rescinded or added to only by a special resolution of the Club at the Annual General Meeting of the Club. Any proposed changes or alterations must be sent, in writing, to all Club members prior to the Annual General Meeting of the Club. These changes are to be included in the preceding Newsletter to ensure adequate written notice is given to all members. An appropriate entry must be added to the Annual General Meeting Agenda. All changes made at any given Annual General Meeting become effective immediately, excepting any change in the yearly subscriptions, which shall not take effect until the beginning of the next full membership year.

(h) Custody of Club books. The Club Treasurer must keep in his or her custody all books, records and other documents relating to position of Treasurer of the Club. The Club Secretary must keep in his or her custody, or under his or her control, all other records, books, documents relating to the Club. All such records, books and documents held by the Treasurer or Secretary must be made available for inspection by any Club member at any reasonable hour. Such notice of inspection should be requested at least one week beforehand.