



Club Constitution

Northside Riding Club Inc

Princess Anne Equestrian Arena
St Ives Showground
St Ives NSW

PO Box 72 Terrey Hills NSW 2084

1 - PRELIMINARY

1.1 Definitions

1.1.1 In this Constitution, unless the content otherwise requires:

“general meeting” includes a special meeting and an annual general meeting

“register” means the register of members kept according to Clause 2.6

“Secretary” means

- a) the person holding office under this constitution as Secretary of the Club; or
- b) where no such person holds that office, the Public Officer of the Club

“executive” means the office bearers of the club

“the Act” means the Association Incorporation Act 1984

“the Club” means Northside Riding Club Inc

“the Regulation” means the Association Incorporation Regulation 1999



2 - CLUB MEMBERSHIP

2.1 Membership Qualifications

- 2.1.1 A person is qualified to be a Club Member only if:
- 2.1.1.1 the person was a member (including an honorary or life member) of Northside Riding Club immediately before the date of incorporation; or
 - 2.1.1.2 the person is a natural person who
 - 2.1.1.2.1 has attained the age of 18 years
 - 2.1.1.2.2 has applied for Club membership in accordance with clause 2.3
 - 2.1.1.2.3 is not a person who has been disqualified from Club membership under this constitution

2.2 Associate Membership

- 2.2.1 A person may apply to be an associate member of the Club at any time during the calendar year in which they turn 14 years in accordance with clause 2.3
- 2.2.2 An associate member
- 2.2.2.1 is entitled to receive notice of, and may attend, all Club meetings and may participate in all Club activities
 - 2.2.2.2 is entitled to be a member of any sub-Committee established by the Club, but may not be head of that sub-Committee
 - 2.2.2.3 is not entitled to vote at any meeting or to hold any Committee office under clause 3.2
- 2.2.3 Associate members are not to be included in any count for determining whether a quorum exists for any Club meeting under clause 5.6.3

2.3 Application for Membership

- 2.3.1 A person may apply for Club membership in such a manner as the Club determines from time to time in general meeting
- 2.3.2 Where the Club receives a membership application, together with the joining fee and annual subscription fee payable under clause 2.7, the membership Secretary shall, as soon as practicable, enter the applicant's name in the register



- 2.3.3 An applicant becomes a Club member when his or her name is entered in the register, or at such earlier time as the Club may approve for the purposes of Club events
- 2.3.4 Notwithstanding sub clause 2.2 and 2.3
- 2.3.4.1 the Secretary may refuse to enter an applicant's name in the register if he or she is satisfied that the applicant has not attained the age of 18 years (in the case of an ordinary member) or 14 years (in the case of an associate member), or has been disqualified from Club membership; and
 - 2.3.4.2 the Club, at a general meeting within 2 months of a membership application being received, may determine whether to approve or reject the applicant as a member
 - 2.3.4.3 Where the Club refuses to approve membership
 - 2.3.4.3.1 The applicant shall be notified in writing
 - 2.3.4.3.2 Any joining fee and annual subscription paid by the applicant shall be refunded; and
 - 2.3.4.3.3 The person's name shall be removed from the register
 - 2.3.5 The Club may, by special resolution at any Club meeting, elect a person to be an honorary Club member for such term as is proposed in the resolution

2.4 Cessation of membership

- 2.4.1 A person ceases to be a Club member if the person:
- Dies;
 - Resigns;
 - Is expelled from the Club; or
 - Fails to pay the annual renewal fee within 2 months of the due date

2.5 Resignation of Membership

- 2.5.1 A member may resign from Club or Committee membership at any time by giving written notice to the Secretary, or by giving notice at any meeting of the Club or Committee
- 2.5.2 Where a person resigns
- 2.5.2.1 there shall be no refund of any of the joining fee or annual subscription paid by that person; and
 - 2.5.2.2 the register shall be noted accordingly



2.6 Register of Members

- 2.6.1 The Membership Secretary shall establish and maintain a register of Club members, which contains the name and address of each member, together with such other details as the Club may from time to time determine.

2.7 Fees, Subscriptions etc

- 2.7.1 An applicant for Club membership shall pay a joining fee of \$10 or such other amount as is determined by the Club
- 2.7.2 A Club member shall pay an annual membership fee of \$75 or such other amount the Club determines and this fee shall become due and payable
- 2.7.2.1 When a person makes application for Club membership; and
- 2.7.2.2 In each subsequent calendar year, on 1 January or on such other date as the Club determines
- 2.7.3 Where the Club has determined a membership fee for a period of more than one year, a member who has paid such fee is not required to pay a further annual fee until the expiration of that period.

2.8 Members' Liabilities

- 2.8.1 The liability of a Club member to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club is limited to the amount, if any, unpaid by the member in respect of Club membership as required by clause 2.7

2.9 Disciplining of Members

- 2.9.1 Where the Committee receives a complaint about a Club member or considers that a Club member;
- 2.9.1.1 has persistently refused or neglected to comply with a provision or provisions of this constitution, or with any resolution or rule of the Club; or
- 2.9.1.2 has persistently and wilfully acted in a manner prejudicial to the interest of the Club
- 2.9.2 The Committee may, by resolution
- 2.9.2.1 Expel the member from the Club; or
- 2.9.2.2 Suspend the member from Club membership for a specified period, provided after considering any submission made in connection with a



complaint it is satisfied that the facts alleged in the complaint are proven

- 2.9.3 Where the Committee passes a resolution under clause 2.9.2 the Secretary shall, as soon as practicable, send a written notice to the member which shall

- 2.9.3.1 Set out the Committee's resolution and the grounds on which it is based;
- 2.9.3.2 State that the member may address the Committee at a Committee meeting;
- 2.9.3.3 State the date place and time of that meeting, which shall be not earlier than 14 days and not later than 28 days after service of the notice and inform the member that he or she may do either or both of the following;
- 2.9.3.3.1 Attend and speak at the meeting
- 2.9.3.3.2 Submit to the Committee at or prior to the date of that meeting written representations relating to the resolution
- 2.9.3.4 At a Committee meeting held under clause 2.9.3.3 the Committee shall
- 2.9.3.4.1 Give the member an opportunity to make oral representations
- 2.9.3.4.2 Consider any written representations submitted to the Committee by the member at or prior to the meeting and
- 2.9.3.4.3 By resolution, determine whether to confirm or revoke the resolution, which was specified in the notice to the member
- 2.9.3.5 Where the Committee confirms a resolution under clause 2.9.3.4.3 the Secretary shall within 7 days confirmation give the member notice in writing of that fact and of the members' right of appeal under clause 2.10

2.10 Right of appeal of disciplined member

- 2.10.1 A member may appeal to the Club in a general meeting against a Committee resolution, which is confirmed under clause 2.9.3.5. An appeal must be made by lodging a notice to that effect with the Secretary not later than 14 days after the member is notified of the Committee's resolution.
- 2.10.2 Upon receipt of a notice of appeal, the Secretary shall notify the Committee and shall:



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- 2.10.2.1 List the appeal for decision at the next general meeting of the Club, where such a meeting has previously been notified to take place within 28 days of receipt of the notice of appeal; or
 - 2.10.2.2 Where no general meeting has been notified to take place within 28 days of receipt of the notice of appeal, convene a general meeting to be held within that period
 - 2.10.3 At a general meeting held in accordance with clauses 2.10.2.1 & 2.10.2.2
 - 2.10.3.1 The question of the appeal shall be transacted in priority to any other Club business;
 - 2.10.3.2 The Committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and
 - 2.10.3.3 The members present shall vote by secret ballot on the question of whether the resolution shall be confirmed or revoked
 - 2.10.4 If at the general meeting the Club passes a special resolution confirming the Committee's resolution, then that resolution is confirmed and the member is disciplined accordingly

3 - THE COMMITTEE

- 3.1 Subject to the Act, the Regulations and this constitution and to any resolution passed by the Club in general meeting, the Committee:
 - 3.1.1 Shall control and manage the affairs of the Club
 - 3.1.2 May exercise all such functions as may be exercised by the Club, other than those functions that are required by this constitution to be exercised by a general meeting of the Club; and
 - 3.1.3 Has power to perform all such acts and do all such things as appear necessary or desirable for the proper management of the affairs of the Club
- 3.2 **Constitution and Membership**
 - 3.2.1 Subject to section 21 of the Act in the case of the first members of the Committee, the Committee shall consist of:
 - 3.2.1.1 The office bearers of the Club, also known as 'the executive' [ref clause 3.2.2]
 - 3.2.1.2 The heads of the sub Committees for the following activities/phases:



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- 3.2.1.2.1 Dressage
 - 3.2.1.2.2
 - 3.2.1.2.3 Eventing
 - 3.2.1.2.4 Hacking
 - 3.2.1.2.5 Show jumping
 - 3.2.1.2.6 Social
 - 3.2.1.2.7 Horsemanship / mounted games
 - 3.2.1.2.8
 - 3.2.1.2.9 Other phases as deemed desirable from time to time
 - 3.2.2 The office bearers shall be the President, two Vice-Presidents, the Treasurer and the Secretary
 - 3.2.3 The Committee members may be elected at a general meeting held not more than 2 months before the end of each calendar year and notice of that meeting shall be given in accordance with clause 5.5

Subject to this constitution, each Committee member shall hold office for the calendar year immediately following their election, commencing on 1 January ending 31 December and is eligible for re-election
 - 3.2.4 If no meeting is held under sub clause 3.2.3
 - 3.2.4.1 The current Committee members shall continue in office until the next general meeting of the Club or the annual general meeting, whichever first occurs, at which meeting a new Committee shall be elected and;
 - 3.2.4.2 The Committee members elected shall hold office from the conclusion of that meeting until 31 December that year
 - 3.2.5 A person may not hold a particular office on the Committee for more than four consecutive years, but is eligible for election to another office on the Committee at the expiration of that term.
 - 3.2.6 Where a casual vacancy occurs on the Committee
 - 3.2.6.1 The Committee may appoint a Club member to fill the vacancy
 - 3.2.6.2 The appointment shall be notified to the next general meeting of the Club
 - 3.2.6.3 Unless the Club at that meeting rejects the appointment, the person appointed shall hold office as a Committee member until 31 December in that calendar year
 - 3.3 **Election of Committee members**
 - 3.3.1 Nominations of candidates for election as Committee members



- 3.3.1.1 Shall be made in writing, signed by 2 Club members and accompanied by the written consent of the nominee, which may be endorsed on the nomination form and
- 3.3.1.2 Shall be delivered to the Secretary not later than 10 days before the date fixed for the holding of the general meeting at which the election is to take place
- 3.3.2 If only one nomination is received for a particular office on the Committee, the person nominated shall be deemed to be elected to that office
- 3.3.3 If no nomination is received for an office on the committee, candidates may be nominated from the floor at the general meeting
- 3.3.4 If no nomination is then received
- 3.3.4.1 The current Committee member may agree to continue in that office for an extra year, and if this is approved by the members at that meeting that person shall be deemed to be elected to that office or
- 3.3.4.2 The vacant office shall be filled as a casual vacancy by the incoming Committee in accordance with clause 3.5
- 3.3.5 A Committee member's term of office may only be extended once under sub clause 3.3.4.1 so that no Committee member shall hold office for more than five consecutive years in a particular office.
- 3.3.6 If more than one person is nominated for an office on the Committee a ballot shall be held
- 3.3.7 A ballot shall be conducted in such usual and proper manner as the Committee may direct
- A person may only be nominated for one office on the Committee but where a person is unsuccessful in a ballot for an office that person may be subsequently nominated under clause 3.3.3 for a position which no candidates have been nominated
- 3.3.8 **The Secretary**
- 3.3.9 The Secretary of the Club shall keep minutes of
- 3.3.9.1 All appointments of Committee members
- 3.3.9.2 The names of members present at Committee meetings, general meetings, and annual general meetings; and



- 3.3.9.3 All proceedings at Committee meetings, general meetings and annual general meetings
- 3.3.10 Minutes of proceedings at a meeting shall be approved at the next succeeding meeting
- 3.4 The Treasurer**
- 3.4.1 The treasurer shall ensure that
- 3.4.1.1 All money due to the Club is collected and received, and that all payments authorised by the Club are made; and
- 3.4.1.2 Correct books and accounts are kept showing the financial affairs of the Club, including details of receipts and expenditure connected with the activities of the Club
- 3.5 Casual vacancy**
- 3.5.1 A casual vacancy occurs in the office of a Committee member if the member
- 3.5.1.1 Dies
- 3.5.1.2 Ceases to be a Club member
- 3.5.1.3 Becomes an insolvent under administration within the meaning of the companies legislation
- 3.5.1.4 Resigns office in accordance with clause 2.5
- 3.5.1.5 Is removed from office under clause 3.6
- 3.5.1.6 Becomes of unsound mind or a person whose estate is liable to be dealt with under any law relating to mental health; and
- 3.5.1.7 Is absent without the Committees consent from all Committee meetings held during a period of 6 months
- 3.6 Removal of Committee member**
- 3.6.1 The Club may remove any Committee member from office before the expiration of the members' term by special resolution passed at a general meeting and may by resolution appoint another person to hold office for the balance of the term of the member so removed
- 3.6.2 Where a special resolution for the removal of a Committee member is proposed, that member may make oral or written representations to the Club at the meeting before the vote on the resolution is taken, the



Chairperson at the meeting shall ensure that any written representation is read out at the meeting

4 - COMMITTEE MEETINGS AND QUORUM

- 4.1** The Committee shall meet at least two times in each period of 12 months at such time and place as the Committee determines
- 4.2** The President or any Committee member may convene additional Committee meetings
- 4.3** Oral or written notice of a Committee meeting shall be given to each Committee member by the convener or the Secretary at least 5 days (or such other period as may be agreed upon by all the Committee members) before the time appointed for holding the meeting
- 4.4** At any Committee meeting, the quorum shall be six members
- 4.5** No business shall be transacted by the Committee unless a quorum is present, and if a quorum is not present within half an hour of the time appointed for the meeting the meeting stands adjourned to the same place and time on the same day in the following week
- 4.6** If a quorum is not present within half an hour of the appointed time at the adjourned meeting, the meeting shall be dissolved
- 4.7** At a Committee meeting
- 4.7.1** The President or, in the President's absence, one of the Vice-Presidents, shall preside; or
- 4.7.2** If the President and both Vice-Presidents are absent or unwilling to preside, the remaining members of the Committee at that meeting shall choose a person to preside.
- 4.8 Voting and Decisions**
- 4.8.1** Questions arising at any Committee meeting shall be determined by majority vote of the members present
- 4.8.2** Each member present at a Committee meeting, including the person presiding, shall have one vote, but in the event of an equality of votes on any question, the person presiding may exercise a casting vote
- 4.8.3** The Committee may act notwithstanding any vacancy on the Committee, as long as a quorum is present at any meeting



- 4.8.4** Any act or decision of the Committee is valid even if a defect is later discovered in the appointment or qualifications of any Committee member

5 - GENERAL MEETINGS

5.1 Holding Annual General Meetings

- 5.1.1** With the exception of the first annual general meeting, the Club shall convene an annual general meeting of its members at least once in each calendar year.
- 5.1.2** The Club shall hold its first annual general meeting within 18 months after its incorporation under the Act

5.2 Annual General meeting – Procedure

- 5.2.1** The annual general meeting shall be convened on such date and at such place as the Committee thinks fit, subject to the Act
- 5.2.2** In addition to any other business, which may be transacted at an annual general meeting, the business of an annual general meeting shall be:
- 5.2.2.1** To confirm the minutes of the last annual general meeting
- 5.2.2.2** To receive reports from the Committee or immediate past Committee upon the activities of the Club during the preceding year
- 5.2.2.3** Where required, to elect Committee members;
- 5.2.2.4** To receive and consider the audited accounts of the Club in respect of the previous financial year; or
- 5.2.2.5** Where the Club by special resolution determines that the accounts shall not be audited, a statement pursuant to the section 26 (6) of the Act.

5.3 Sub-Committee

- 5.3.1** The Club in general meetings may from time to time establish one or more sub Committees to organise particular events, activities, or disciplines other than those listed in clause 3.2.1.2, but the head of any such sub-Committee shall not be a member of the Committee unless, the Club, by special resolution, decides otherwise
- 5.3.2** The provisions relating to the election and term of office of Committee members shall apply to the position of a sub-Committee head so nominated to the Committee
- 5.3.3** A sub-Committee established by the Club:



5.3.3.1 Shall have such powers, authorities, duties and functions as may be determined by the Club from time to time; and

5.3.3.2 May meet and adjourn as it thinks proper

5.4 Special General meetings

5.4.1 The Committee may convene a special general meeting of the Club whenever it thinks fit

5.4.2 On the requisition in writing of not less than 10 members, the Committee shall convene a special general meeting. The requisition:

5.4.2.1 Shall state the purpose or purposes of the meeting;

5.4.2.2 Shall be signed by the members making the requisition;

5.4.2.3 Shall be lodged with the Secretary; and

5.4.2.4 Consist of several documents in similar form, each signed by one or more of the members making the requisition

5.4.3 If the Committee fails to convene a special general meeting within 2 months of the date on which the requisition was lodged with the Secretary, anyone or more of the members requisitioning the meeting may convene it within 4 months of that date

5.4.4 A special general meeting convened by one or more members under sub-clause 5.4.3 may be convened in the same manner as general meetings are convened by the Committee, and any member who incurs expense in so doing shall be reimbursed by the Club for that expense

5.5 Notice of Meetings, Resolutions etc

5.5.1 Notice of any general meeting, any special resolution or any other matter, may be given;

5.5.1.1 By posting a notice to each member at his or her postal or email address shown in the register; and/or

5.5.1.2 By publishing a notice in the Club newsletter, magazine or newflash, a copy of which is sent to each member at his or her postal or email address as shown in the register

5.5.2 A notice of a meeting shall



5.5.2.1 In the case of an annual general meeting or a special general meeting, be posted or published at least 21 days before the date of the meeting; specify the date, place and time of the meeting;

5.5.2.2 Specify any resolution which it is intended to proposed as a special resolution; and

5.5.2.3 Give any other appropriate details of the meeting

5.5.3 Where the Club holds general meetings on a regular basis, a notice to this effect may be published in the Club newsletter or magazine, and no other notice shall be necessary

5.6 Procedure at Club meetings

5.6.1 This clause applies to all Club meetings including annual general meetings

5.6.2 No item of business shall be transacted at a meeting unless a quorum of members is present during the time that the meeting is considering that item

5.6.3 A quorum shall be for annual general meeting – 20 members; and for any other meeting 10 members, excepting committee meetings per clause 4.4

5.6.4 If a quorum is not present within half an hour of the appointed commencement time, the meeting shall be dissolved and shall stand adjourned until the same place, day and time of the following week, unless notice is given to members of another place

5.6.5 If a quorum is not present within half an hour of the commencement time at any adjourned meeting, three members shall constitute a quorum for that meeting

5.6.6 Business transacted at any Club meeting shall be as determined by the Chairperson, and shall include any matter of which notice has been given under clause 5.5 and, for an annual general meeting, the matters required by clause 5.2

5.7 Presiding member

5.7.1 The President or, in the President's absence, one of the Vice-Presidents, shall preside as Chairperson at each Club meeting

5.7.2 If the President and both Vice-Presidents are absent or are unwilling to preside, the members present shall elect one of their number to preside at the meeting



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- 5.7.3 The Chairperson of a meeting at which a quorum is present may, with the consent of the majority of members present, adjourn the meeting to another time and place
- 5.7.4 Except for an annual general meeting, notice of an adjourned meeting is not required to be give
- 5.8 Making of decision**
- 5.8.1 A question arising at a Club meeting shall be determined on a show of hands unless a poll is demanded at or before the declaration of the show of hands
- 5.8.2 Except where a poll is demanded, a declaration by the Chairperson that a resolution has been carried (whether or not by a particular majority) or lost, or an entry to that effect in the minutes of the meeting, is evidence of that fact without proof of the number of votes recorded for or against the motion
- 5.8.3 At a Club meeting, a poll may be demanded by the Chairperson or by at least three members present in person or by proxy at the meeting
- 5.9 Voting**
- 5.9.1 Special resolution
- 5.9.1.1 A special resolution must be passed by a majority which comprises not less than three-quarters of the Club members who are in attendance in person or by proxy & eligible to vote at a general meeting of which not less than 21 days written notice specifying the intended special resolution was given in accordance with this constitution; or
- 5.9.1.2 Where it is made to appear to the commission that it is not possible or practicable for the resolution to be passed in accordance with clause 5.9.1.1 the resolution is passed in a manner specified by the commission.
- 5.9.2 A member has only one vote, which must be given in person or by proxy, on any question arising at a Club meeting. No member may hold more than 5 proxies.
- 5.9.3 In the case of an equality of votes on any question, the Chairperson of the meeting may exercise a casting vote
- 5.9.4 A member or proxy is not entitled to vote at any Club meeting unless all money due and payable by the member to the Club has been paid
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5.10 Appointment of Proxies

- 5.10.1 Each member is entitled to appoint another member as 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
- 5.10.2 The notice appointing the proxy is to be in the form set out in Appendix 1 in these rules

6 - MISCELLANEOUS

6.1 Insurance

- 6.1.1 The Club shall effect and maintain insurance pursuant to section 44 of the Act and may effect and maintain any other insurance

6.2 Funds – Source

- 6.2.1 The funds of the Club shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Club or the Committee may determine

6.3 Funds – Management

- 6.3.1 Subject to any resolution passed by the Club in general meetings, the Club funds shall be used in pursuance of the objects of the Club in such a manner as the Club may determine
- 6.3.2 All cheques and other negotiable instruments shall be signed by an two members of the Committee, being members authorised to do so by the Committee
- 6.3.3 No member of the Committee may incur any expenditure on behalf of the Club subject to any guidelines approved by the Club, or commit the Club to any expenditure, for an amount in excess of \$1,000 per day re: an instructor, and \$500 in any other case unless authorised to do so. Amounts greater than these must be tabled at Committee meetings for approval

6.4 Alteration of objects and constitution

- 6.4.1 The statement of objects and this constitution may be altered, rescinded or added to only by a special resolution of the Club
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6.5 Common seal

- 6.5.1 The common seal of the Club shall be kept in the custody of the Public Officer or the Secretary
- 6.5.2 The common seal shall not be used on any instrument except by the authority of the Committee or the Club in general meeting and the signature of two Committee members shall attest its use

6.6 Custody of books etc

- 6.6.1 The Secretary shall keep in his or her custody or under his or her control all records, books and other documents relating to the Club, except where otherwise provided by this constitution or determined by the Committee

6.7 Inspection of books

- 6.7.1 The records, books and other documented of the Club shall be open to inspection free of charge, by any member of the Club at any reasonable hour

6.8 Service of Notices

- 6.8.1 A notice may be served by or on behalf of the Club upon any member either personally or by sending it to the member's postal or email address as shown in the register of members
- 6.8.2 Where a notice is sent to a person by properly addressing, prepaying and posting/emailing it to the person, it shall, unless the contrary is proved, be deemed to have been served on the person at the time at which it would have been delivered in the ordinary course of time

6.9 Financial year

- 6.9.1 The financial year of the Club shall be the calendar year, except where the Club otherwise determines at a general meeting



Appendix 1

FORM OF APPOINTMENT OF PROXY

I,
(full name)

of
(address)

being a current member of **Northside Riding Club Inc**

hereby appoint
(full name of proxy)

of
(address)

being a member of Northside Riding Club Inc, as my proxy to vote for me on my behalf at the general meeting of the association (annual general meeting or special general meeting, as the case may be) to be held on the day of
(day)
..... and at any adjournment of that meeting.
(month & year)

- My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution
(insert details)

.....
(Signature of member appointing proxy)

.....
(date)

NOTE: A proxy vote may not be given to a person who is not a current member of the association.