



**CONSTITUTION  
OF  
THE AUSTRALIAN BUSHMEN'S  
CAMPDRAFT AND RODEO  
ASSOCIATION LIMITED**

**A.C.N. 002 967 142**

**A Company Limited by Guarantee**



1. The name of the company (hereinafter called “the Association”) is “The Australian Bushmen’s Campdraft and Rodeo Association Limited”.
2. The registered office of the Association shall be situated at such place in New South Wales as the Board may from time to time determine.

## **OBJECTS**

3. The objects for which the Association is established are:
  - (a) To encourage, foster and promote campdrafting, rodeo and other sports involving horsemanship in Australia from time to time approved by the Association.
  - (b) To promote friendship and good fellowship amongst persons interested and involved in campdrafting, rodeo and other horse sports involving horsemanship in Australia from time to time approved by the Association.
  - (c) To co-ordinate and assist all member organisations conducting campdrafts, rodeos and other horse sports involving horsemanship in Australia from time to time approved by the Association.
  - (d) To assist generally in the promotion, conduct and propagation of campdrafting, rodeo and other horse sports involving horsemanship in Australia as approved by the Association from time to time and to assist in obtaining uniformity of rules and standards in the sports of campdrafting, rodeo and other sports involving horsemanship conducted in Australia and from time to time approved by the Association.
  - (e) To purchase, hire, lease or otherwise acquire for the purpose of the Association any real or personal property and any rights or privileges which the Association may think necessary or convenient for the carrying out of its objects or any of them.
  - (f) To hold or arrange campdraft, rodeo or other sporting events involving horsemanship in Australia from time to time approved by the Association and to provide or contribute towards the provisions of prizes, trophies, awards and distinctions.
  - (g) To take out any forms of insurance for the protection of the Association or any participants in any event involving campdrafting, rodeo or any other sport involving horsemanship from time to time approved by the Association.
  - (h) To invest and deal with any of the monies of the Association not immediately required for the purpose thereof upon such securities and in such manner as may be deemed fit and from time to time to vary and realise such investments.



- (i) To make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- (j) To borrow money from time to time and for such purposes to give debentures, liens, mortgages, charges and other security over the whole or any part of the real or personal property of the Association.
- (k) To raise money by entrance fees, levies and subscriptions and to grant rights and privileges to subscribers and to make, rescind, annul, alter or vary rules and regulations as to eligibility for admission to and duration, determination and suspension of membership including life membership of the Association, entrance fees and subscriptions payable in respect of such membership and honorary members, the rights and privileges to be accorded to and the qualifications, restrictions and conditions to be attached to the members of the Association, sub-committees of members in connection with the management of the Association, the appointment, removal, qualification, disqualification, duties, functions, powers and privileges of members of such sub-committees and generally to manage the affairs of the Association and to do whatever may seem best calculated to promote the interests of the Association.
- (l) To appoint, employ, suspend or remove such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association to establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or past employees of the Association or the dependents or connections of any such persons: and to grant pensions and allowances and to make payments towards insurance.
- (m) To consider and discuss and when deemed advisable to take an active part in any question affecting wellbeing of the sports of campdrafting, rodeo and any sport involving horsemanship from time to time approved by the Association.
- (n) To render aid, either financial or by other means and either by gifts or loans to any association or institution in Australia conducting campdrafting, rodeo or any sport involving horsemanship from time to time approved by the Association.
- (o) To print and publish any periodicals, books, leaflets or electronic publication that the Association may think desirable for the promotion of its objects.
- (p) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the companies, institutions, societies, clubs or associations with which the Association is authorised to amalgamate.
- (q) To make donations for patriotic or charitable purposes.



- (r) To establish and conduct a disciplinary system which encourages and requires, under penalty of sanction, the welfare and safety of people and livestock, the integrity and fairness of competition and the reputation and credit of the sports of campdrafting, rodeo and other sports involving horsemanship from time to time approved by the Association and of the Association generally.
- (s) To make and enforce policies, guidelines and rules which support the welfare of all animals that participate in ABCRA activities.
- (t) To do all such other things as are incidental or conclusive to the attainment of the objects and exercise of the powers of the Association”.

AND IT IS HEREBY DECLARED that in the interpretation of this clause, the meaning and effect of any object shall not be restricted by any other object in that each object shall be construed and have effect as an independent power and that the clause is to be construed so as to widen and not restrict powers of the Association.

## **DEFINITIONS**

4. In this constitution unless there be something in the subject or context inconsistent therewith;

“the Act” means the Corporations Act of the Commonwealth as amended from time to time,

“the Annual General Meeting” means the general meeting held each year as required by the Act and this Constitution,

“the Association” means The Australian Bushmen’s Campdraft and Rodeo Association Limited,

“Month” means calendar month,

“Day” means normal working day,

“Seal” means the Common Seal of the Association,

“By-Laws” means the by-laws of the Association for the time being in force,

“Office” means the registered office for the time being of the Association,

“Register” means the register of members kept pursuant to the Act,

“Board” means the members for the time being of the Board of management,

“Committee” shall refer to any entity affiliated with the Association conducting campdraft, rodeo or sporting events involving horsemanship in Australia from time to time approved by the Association,

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“the Member Councils” shall mean the “Members Representative Councils” constituted in clause 19,

“Disciplinary Committee” shall mean a disciplinary committee of the Association,

“Executive Committee” shall mean a subcommittee of Board members,

“Fixture” means any event organised by a member or member organisation including campdraft, rodeo or any sporting event involving horsemanship from time to time approved by the Association,

“in writing” and “written” includes printing, email, text message and facsimile,

“Zone” means a body representing a number of committees and which is recognised by the Association,

“Quorum” of the Board or Executive or any Sub-committee shall mean half plus one rounded up to the next whole number of the constituents of that Board, Executive or Sub-committee.

In the event that there is any vacancy on a Board, Executive or Sub-committee, the Quorum shall be half plus one of the remaining members rounded up to the next whole number.

Should any members of a Board, Executive or Sub-committee be ineligible to vote in relation to any particular matter, the Quorum shall be reduced to be half plus one of those eligible to vote.

In relation to a Disciplinary Committee, a quorum shall be constituted by three members of the Disciplinary Committee, at least one of whom is a member of the Association.

“Officials” means those acting in an official capacity such as but not limited to judges, event secretaries, Zone and committee office holders and employees of the Association.

Words importing the singular number only include the plural and vice versa. A word of any gender is a word of all genders, or of no gender.

Words or expressions contained in this constitution shall be interpreted in accordance with the provisions of the Interpretation Act 1897 as in force at the date at which these regulations become binding on the Association.

## **MEMBERSHIP**

5. A candidate for membership becomes a Member by;

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- (a) Applying for membership of the Association in accordance with this Constitution,
  - (b) Agreeing and acknowledging that he, she, they or it will be bound by this constitution and any rules, By-laws or regulations made by ABCRA,
  - (c) Having such application for membership approved by the Board, and
  - (d) Paying such entrance fee, subscription or other financial impost as may be determined by the Board from time to time.
6. The Board in considering any application for membership, may determine upon the acceptance or rejection of the application and shall not be bound to give any reason for the rejection of an application. Any fees paid by an applicant whose application is rejected are to be returned to the applicant with the exception of any processing fee which may be payable.
7. The Board may delegate to one or more of its Members or one or more persons involved in the management of the Association or any combination of them, its power to approve or reject any application for membership.
8. Once an applicant has been elected or rejected to membership, the secretary shall cause notice of such election or rejection to be notified to the applicant.
9. Every applicant elected to membership and informed of their election shall be deemed to agree to pay the subscription and other fees and charges as determined by the Board from time to time and to be bound by the Constitution and by the Association's Rules and By-Laws from time to time in force.
10. For the purpose of registration but not by way of limitation, the Board may from time to time register an increase or decrease of those numbers but the number of members shall for the time being be:
- |                        |                   |
|------------------------|-------------------|
| (a) Committee Members. | 500               |
| (b) Full Members.      | } 10,000 in total |
| (b) Junior Members.    |                   |
| (c) Social Members.    |                   |
| (d) Life Members.      |                   |
11. The classes of membership and eligibility for each class of membership shall be as follows:
- (a). Committee, Zone and Council members:**
- (i) Any Committee conducting campdraft, rodeo or sporting events involving horsemanship in Australia approved by the Association from time to time.

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- (ii) Any Zone of the Association in accordance with Clause 23 of this Constitution.
- (iii) Members Representative Councils constituted in accordance with clause 19.

Voting rights of members are as provided in clauses 40 of this Constitution.

- (b). **Full Members:** Any person aged 18 years and over whose application for membership is accepted and who pays the subscription for full membership of the Association. These members shall not have any voting rights at general meetings of the Association but have such other voting rights as may be provided.
  
- (c). **Junior Members:** Any person under 18 years of age whose application for membership is accepted and who pays the subscription for junior membership and one of whose parents or legal guardians is a full or social member. A Junior member's application must be endorsed by a Parent or Legal Guardian. These members shall not have any voting rights at general meetings of the Association but have such other voting rights as may be provided.
  
- (d). **Social Members:** Any person who is interested in the objects of the Association and whose application for membership is accepted and who pays the subscription for social membership of the Association. These members shall not have any voting rights at general meetings of the Association but have such other voting rights as may be provided.
  
- (e). **Life Members:** Any person who is made a Life member by a special resolution of the Board following nomination. These members shall have voting rights at general meetings in accordance with clause 40 (v).

12. The liability of the members is limited.

### REGISTER OF MEMBERS

13. The Association shall keep a Register of persons and bodies who are members of the Association in which the name of the member in full and the address of such member is recorded.

### MEMBERSHIP SUBSCRIPTIONS

14. The subscriptions shall be such sums prescribed by the Board of the Association from time to time. The Board may fix different classifications and subscriptions within each class of membership. The subscription shall be paid by a member to

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the Association by such date as the Board determines and if not paid by the fixed date the member shall be automatically unfinancial and until subscriptions are paid in full including any late fees, the member will have no right to compete in, conduct or participate in any ABCRA or ABCRA sanctioned activity, meeting, competition or event.

However the membership of a member who is unfinancial pursuant to this clause for six months after the fixed date, and who has received a final notice for payment of the member's subscriptions after those six months have passed, ceases 21 days after the date of the final notice sent to the last known address at the Association of the member.

### **CESSATION OF MEMBERSHIP**

15. A member may at any time by giving notice in writing to the Association, resign their membership of the Association but shall remain liable for any subscription then due together with all arrears due and unpaid at the date of the resignation and for all other monies due by them to the Association.
16. The date of the resignation of the member resigning in accordance with the provisions of Clause 15 shall be the date on which the notice of resignation is received at the registered office and the provision of these Articles regarding giving of notices shall apply as if the notice of resignation was a notice to a member.
17. Every member ceasing to be a member of the Association whether by neglecting to pay the subscription, retirement, expulsion, death, or otherwise shall forfeit ipso facto all rights as a member of the Association but shall remain liable for any monies due or payable to the Association.
18. Any Committee wishing to be recognised by the Association shall make application in writing in such form as the Board from time to time prescribes, and such application shall be sent to the office of the Association.
- 18(a). The membership of a member of the Association automatically ceases upon the member being convicted anywhere in Australia of an offence which carries a penalty of imprisonment of eleven years or more (regardless of what penalty is imposed upon that member by the Court upon conviction).

### **MEMBERS REPRESENTATIVE COUNCILS**

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19. There are three (3) Members Councils of the Association known as the Rodeo Members Representative Council, the Campdraft Members Representative Council and the Ranch Sorting Members Representative Council.
20. Each Members Council consists of eight (8) full members or life members of the Association.
  - 20(a). Each year at such time and in such manner as the Executive Officer determines the Association conducts an election from among the full Members who associate with each Council of four (4) full Members or Life Members to each Members Council. The term of office of each Member of each Members Council is a period of two (2) years commencing at the declaration of the election by the Executive Officer and ending at the equivalent declaration two (2) years later.
21. The function of each Members Council is to represent active, competing members of the Association through the ABCRA Council, to submit the view of each Council to the Association, to appoint one (1) member to the ABCRA Council and to appoint two (2) members, one (1) of which is its chair, to general meetings of the Association.
  - 21(a). The Members Councils shall be responsible for the conduct of their own affairs and meetings subject to the right of the Board to make rules or issue guidelines about the conduct of the affairs and meetings of Members Councils.
22. The chair of each Members Council is the person who is appointed by that Council to the ABCRA Council. The term of office of the chair commences when the person is appointed to the ABCRA Council and ends when some other person is appointed to the ABCRA Council. In the absence of any resolution of a Members Council pursuant to clause 21A, or of the Board, the functions of the chair include to convene and conduct meetings of that Members Council.

## **ZONES**

23. The Zones and the boundaries of the Zones of the Association are as determined and announced by the Board from time to time.
24. The Board may at such time and from time to time and on such terms as it thinks fit delegate to Zones such of its powers and functions as it thinks fit and may revoke such delegations.
25. The conduct and administration of each Zone shall be supervised by the Board which may from time to time make rules and regulations governing the same.

For the time being, the provisions of this Constitution in relation to the holding of meetings and the appointment of office bearers shall apply to the conduct and administration of each Zone except that instead of a Board of Directors each Zone will elect a 'Zone Executive' consisting of at least five (5) persons elected annually at a general meeting of the member committees making up the Zone.

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26. The Zone Executive shall have in relation to the Zone, corresponding powers of those of the Board in relation to the Association with the exception of disciplinary powers including but not limited to the power to impose subscriptions and levies upon the members of the Zone to cover administrative and other costs associated with the Zone's activities.
  27. Each Zone shall at all times keep proper records of;
    - (a) proceedings of Zone Executive meetings and members meetings; and
    - (b) its income and expenditure and shall provide such records for the immediately preceding year to the Executive Officer within seven (7) days after its Annual General Meeting.
  28. An Annual General Meeting of the Association may by special resolution resolve to amend the Zones including but not limited to creating, deleting or altering Zones. A Zone which is added at an Annual General Meeting has the immediate right to nominate a delegate to the ABCRA Council in accordance with the provisions of this constitution.
- 28(a) Each Zone is entitled from time to time to appoint one (1) member of its Executive to the ABCRA Council as constituted in clause 29. The term of office of such appointment shall commence when the Zone appoints that person and end when the Zone appoints another person to the ABCRA Council.
- 28(b) Each Zone appoints two delegates to any general meeting of the Association.

### **ABCRA COUNCIL**

29. The ABCRA Council consists of:
  - (i) The President who shall be appointed to that office pursuant to clause 68.
  - (ii) One (1) person appointed by each Members Council.
  - (iii) One (1) person appointed by each Zone.
- 29(a) The President shall convene and conduct meetings of the ABCRA Council.

It is also within the power of the Executive Officer to convene meetings of the ABCRA Council as may be necessary.
30. The ABCRA Council will meet at least twice per year. Persons may attend in person or by audio visual link as may be convenient and appropriate. Meetings will be conducted in such manner and with only such formality as is necessary in order to encourage open and frank discussion on issues that are relevant to the functions of the ABCRA Council.

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31. The functions of the ABCRA Council are to discuss matters concerning Members Councils and Zones and their members and sporting activities within ABCRA. The ABCRA Council may resolve to make recommendations, suggestions or requests to the Board. Any such resolution of the ABCRA Council must be transmitted to the Board and considered by the Board. A further function of the ABCRA Council is to elect persons to the Board of the Association in accordance with clause 67(e).

## **MEETINGS**

### **GENERAL MEETINGS**

32. A general meeting termed the Annual General Meeting will be held each calendar year. All general meetings other than the Annual General Meeting shall be called Extraordinary General Meetings which includes Special General Meetings. The Annual General Meeting shall be held in compliance with the Act.
33. The Board may whenever it thinks fit convene an Extraordinary General Meeting and each Extraordinary General Meeting shall also be convened on requisition as provided for by the Act.
34. Subject to the provisions of the Act relating to special resolutions and agreements for shorter notice, at least twenty one (21) clear days' notice of the meeting shall be given specifying the place, the day and the hour of the meeting and in case of special business the general nature of that business shall be given to all Members of the Association and all bodies or persons which are entitled to attend or to nominate people to attend General Meetings of the Association. All other classes of members shall not receive formal notice of any General Meeting of the Association.
35. No business shall be transacted at any general meeting unless a quorum of Members is present at the time when the meeting proceeds to business. Save as herein otherwise provided, twenty-five (25) Members eligible to vote present in person shall be a quorum.
36. Each Committee shall be represented at general meetings by two delegates who shall be natural persons appointed by each Committee.
37. Each Zone shall be represented at general meetings by two delegates who shall be natural persons appointed by each Zone.
38. Each Members Representative Council shall be represented at general meetings by two (2) members appointed pursuant to Clause 20(a).

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39. At every general meeting, attendance shall be recorded and Members shall write their name and the Committee, Zone or Members Council they represent and sign their name in such record of attendance. Only delegates who have complied with this provision shall be entitled to vote. No later than five (5) business days before any general meeting each body that is entitled to appoint delegates to that meeting shall notify the Executive Officer of the name and contact details of such delegates.
40. The persons entitled to vote at general meetings of the Association shall be
- (i) each Member of the Board at the time of the commencement of that general meeting;
  - (ii) two delegates appointed by each Committee;
  - (iii) the two delegates appointed by each Zone pursuant to rule 28(b);
  - (iv) the two (2) delegates appointed by each Members Council pursuant to rule 21; and
  - (v) each life member of the Association.
41. Other persons representing any Committee or Zone, any full member, junior member, social member or life member may attend and speak at any general meeting of the association but except for life members, shall not be entitled to vote.
42. If within thirty minutes from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of committee members,
- shall be dissolved; in any other case it shall stand adjourned to the same day in the next week at the same time and place or to such other days as the board may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the delegates present being not less than twenty (20) shall be a quorum.
43. The President shall preside as Chairman at every general meeting of the Association or in his absence the Vice-President. Should neither President nor Vice-President be present within fifteen minutes after the time appointed for the holding of the meeting or if they are unable or unwilling to act, the delegates present shall elect one of their number to be the Chairman of the meeting.
44. The Chairman may, with the consent of the meeting at which the quorum is present and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting, save as aforesaid, it shall not be necessary to give any notice of the adjournment or of the business to be transacted at an adjourned meeting.



45. At any general meeting, a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is before or on the declaration of the result of the show of hands demanded;
  - (a) by the Chairman; or
  - (b) by at least three delegates present in person.
46. Unless a poll is demanded as aforesaid, a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or loss, and an entry to that effect recorded in the minutes of the proceedings of the Association shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour or against the resolution.
47. A demand for a poll may be withdrawn.
48. If a poll is duly demanded it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the Chairman directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded but a poll demanded on the election of the Chairman or on a question of the Chairman shall be taken forthwith.
49. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
50. Each person who is in attendance at General Meetings shall have one vote regardless of whether the person has more than one entitlement pursuant to Clause 40.
51. The entitlement provisions and regulations for proxies shall, except as is provided in clauses 52 to 54 be as is provided in Division 6 of Part 2G.2 of Corporations Act 2001 (Cth).
52. A proxy is not entitled to vote on a show of hands but may make or join in the demand for a poll and vote in the poll.
53. As is provided in Corporations Act Section 250B(1) the documents that are required to be received by the Association for the appointment of a proxy for a meeting of the Association's members to be effective must be received at least 48 hours before the meeting.
54. A director cannot appoint a proxy to meetings of the Board.

## **THE BOARD**

### **BOARD OF DIRECTORS**

As adopted at Special General Meeting 26 August 2020



55. The Board of Directors of the Association shall consist of:
  - (i) The President,
  - (ii) Six (6) directors appointed from time to time by the ABCRA Council in accordance with clause 67(e), and
  - (iii) A director appointed from time to time by the Board in accordance with clause 67(f).
56. The directors shall be elected or appointed as provided in this Constitution and shall hold office for such term as is provided in this Constitution and shall have such functions and limitations to their functions as is provided in this Constitution.
57. The term of office of each director who is appointed by the ABCRA Council shall be three (3) years commencing at the end of the meeting of the ABCRA Council which resolved to appoint that director and ending at the end of the meeting of the ABCRA Council three years later that appoints the successor of that director. A serving Director whose term is coming to an end is eligible to be re-appointed by the ABCRA Council but not if such re-appointment would result in the Director holding office for more than nine (9) years.
- 57(a). A person appointed as director by the Board pursuant to clause 67(f) shall hold office for two years the term of which commences at the end of the meeting of the Board at which the person is appointed and ends at midnight on the day which is two years later. Any such person is eligible to be re-appointed for one, but only one, further period of two years. If at the end of the term of office of a person appointed to the Board by the Board as a Director the person is not re-appointed then the position remains vacant until and unless the Board appoints a further person to the Board.
58. No Director who is appointed by the ABCRA Council pursuant to rule 67(e) shall hold office unless at all times during the period of holding such office or standing for such office they shall be a Full member or Life member of the Association.
59. The process of nomination and election of directors appointed by the ABCRA Council shall be as provided in clause 67(e) below.
60. From time to time the Directors shall from among their members appoint the Vice President who will hold office from the appointment until the end of the next Annual General Meeting. The duties of the Vice President will be to assist the President in such manner as the President shall request and to represent or deputise for the President when requested and authorised. On such occasions, but only such occasions, the Vice President shall have the authority of the President.
61. In the event of the position on the Board of a person elected by the ABCRA Council becoming vacant, then the position shall remain vacant until the next meeting of the ABCRA Council at which meeting the ABCRA Council shall appoint a replacement of that Director who shall hold office for the term of office

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of the Director whose position became vacant. In the event the ABCRA Council fails to appoint a replacement then the Board may appoint a person to fill the casual vacancy. Prior to such meeting the process of nomination and consideration by the Board Nominations Committee, as provided in clause 67(c), shall operate.

62. Spare
63. Spare
64. A director must at all times:
  - (a) Comply with duties and responsibilities of directors pursuant to the Corporations Act, any directions of ASIC or the government department which administers the Act, and the settled law;
  - (b) Comply with any code of conduct or charter determined by the Board or by resolution of the members in general meeting,
  - (c) Act in the best interests of the Association, and
  - (d) Keep confidential all business and dealings of the Board and all papers and other materials that come before the director in that capacity.
65. A director has only such power and authority as is conferred by the Act, this Constitution, or a decision of the Board. In particular a Director has no authority, independent of the Board, in respect of the conduct of the affairs of the Association or of any show or event however a director owes a duty to the Association to ensure that at all times the reputation of the Association is protected and must use their best endeavours to do so at all times.
66. A complaint by three (3) Directors, or jointly by the President and Chief Executive Officer for a breach by a Director of Clauses 64 and 65 is a matter which can be referred to the disciplinary committee pursuant to the disciplinary provisions of this Constitution.
67. The office of a member of the Board shall become vacant, such vacancy being a casual vacancy for the purpose of this Constitution, if the member:
  - (a) dies or ceases to be a member of the Board by virtue of the Act;
  - (b) in the case of the President or Directors appointed by the ABCRA Council, ceases to be a member of the Association whether by way of non-payment of subscriptions, resignation or expulsion;
  - (c) becomes bankrupt or makes any arrangement or composition with his creditors generally;
  - (d) becomes of unsound mind or a person whose estate is liable to be dealt with in any way under the law relating to mental health;
  - (e) resigns his office by notice in writing to the Association;
  - (f) for more than three (3) meetings is absent without permission of the Board from meetings of the board held during that period.

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## NOMINATION AND ELECTION OF DIRECTORS

67(a). From time to time the Board may constitute, and may dissolve, a Board Nominations Committee which is constituted by:

- (i) One (1) person appointed from time to time by the Board;
- (ii) One (1) person appointed from time to time by the Executive Officer; and
- (iii) One (1) person appointed from time to time by the ABCRA Council.

67(b). A person is not eligible for appointment to the Board Nominations Committee if the person is an employee of the Association or a nominee for the position of director. At least one (1) member of the Board Nominations Committee must be a person who is not a member of the Association. The Board Nominations Committee shall appoint its own chair.

67(c). Each year, during the period and ending on a date appointed by the Executive Officer in consultation with the President, any person who is a member of the Association may nominate himself or herself to be appointed by the ABCRA Council as a director. The person may provide such information as he or she wishes with a view to demonstrating how he or she will bring skills and knowledge to the Board and contribute, as a director, to the governance of the Association, its strength and development and the well-being of its members. Any material provided by a nominee will be delivered to the Board Nominations Committee and shall not be distributed to any person without the express consent of the nominee. The Board Nominations Committee will meet in such manner as its chair determines and after considering material provided by the nominees, any suggestions or guidance from the Board about criteria that the Committee is asked to take into account and such other material as the Board Nominations Committee thinks fit, shall resolve upon which of the nominees are candidates for election to the Board by the ABCRA Council. The number of candidates that the

Board Nominations Committee may resolve upon pursuant to this clause is, in 2020 no more than two (2), in 2021 no more than four (4), and thereafter such number as the Committee sees fit.

67(d). The candidates for election to the Board by ABCRA Council are:

- (i) Any member of the Board whose term of office has expired but has nominated for re-election; and
- (ii) Such people as have been determined by the Board Nominations Committee to be candidates for election to the Board.

67(e). In 2020 at such date as the Executive Officer fixes prior to the Annual General Meeting of the Association, the ABCRA Council shall elect from the candidates for election pursuant to rule 67(d) six (6) directors as provided in clauses 55 (ii) and 57. The election shall be by secret ballot conducted by the Executive Officer.

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Only those in attendance at the meeting can vote and proxies are not available for the purpose of voting for directors. In the event that any members are attending such meeting by audio visual link then the Executive Officer will determine the manner in which those members shall vote. The result of the ballot will be announced by the President and not be open to any inquiry or review. Clause 57 shall not apply to the term of office of the six (6) directors elected by the ABCRA Council in 2020. The term of office of those directors commences at the commencement of the 2020 Annual General Meeting will be:

- (i) As to the two (2) persons with the first and second highest number of votes: three (3) years;
- (ii) As to the two (2) persons with the third and fourth highest number of votes: two (2) years; and
- (iii) As to the two (2) persons with the fifth and sixth number of highest votes: one (1) year.

The above portion of clause 67(e), and this sentence, cease to have effect and cease to be part of the Constitution at the end of the 2023 Annual General Meeting.

In each year commencing in 2021 at such date as the Executive Officer fixes prior to the Annual General Meeting of the Association, the ABCRA Council shall elect from the candidates for election pursuant to rule 67(d) two (2) directors as provided in clauses 55 (ii) and 57. The election shall be by secret ballot conducted by the Executive Officer. Only those in attendance at the meeting can vote and proxies are not available for the purpose of voting for directors. In the event that any members are attending such meeting by audio visual link then the Executive Officer will determine the manner in which those members shall vote. The result of the ballot will be announced by the President and not be open to any inquiry or review.

### APPOINTMENT OF DIRECTORS BY THE BOARD

67(f).

- (i) The Board may, but is not bound to, at any time appoint a person to be a director (an appointed director). The term of office of an appointed director commences at the end of the meeting at which the person is appointed and ends at the end of two (2) years after the date of appointment. A person may be re-appointed as an appointed director.

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- (ii) An appointed director is not subject to confirmation of the next Annual General Meeting and the provisions of s201H(3) of the law are hereby replaced.
- (iii) A person who is or has been a director of ABCRA or an employee of ABCRA is not eligible for appointment as a director pursuant to this rule until the end of two (2) years commencing of the last day on which the person was a director of ABCRA or an employee of ABCRA.

### PRESIDENT

- 68. The Annual General Meeting shall elect the President for the ensuing year provided that any member who has completed five (5) consecutive years of service as President shall not be eligible for re-election as President until the Annual General Meeting next after the meeting at which they completed five consecutive years of service.
- 69. A candidate for the position of President may self-nominate or may be nominated by any member of the Association in which case the nomination must include the consent of the candidate. Nominations shall be received by the Executive Officer no later than two (2) months prior to the date scheduled for the Annual General Meeting. If when the President is elected as President by the Annual General Meeting the President is then also a director of the Association then the President's position as director and not as President shall be deemed to be a casual vacancy on the Board to be filled in accordance with clause 61.
- 70. The President is, while he or she holds that office, the chair of the Board and the chair of the ABCRA Council.
- 71. The President is by that office a Member of the Board. If when the President is elected as President the President is already a Director having been appointed by the ABCRA Council then that position becomes vacant to be filled as a casual vacancy pursuant to clause 61.

### POWERS AND DUTIES OF THE BOARD

- 72. The Board is responsible for the high level governance and strategic direction of the Association. The Board has ultimate responsibility for all matters of finance and compliance in accordance with the Act and the law. The Board sets policy for the Association and puts in place mechanisms and checks to ensure the policy is put into effect. The Board is not involved in the day to day operations of the Association or in the regular conduct of events by Committees or Zones.

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73. The Board shall have full control of the property of the Association and absolute authority subject to this constitution regarding its disposition and in the conduct and administration of all the affairs and business of the Association, including the rights, privileges and obligations of the members in respect of the Association, except in so far as is otherwise expressly provided by this constitution or by the Act. In particular but without derogating from its general powers, the Board shall have power from time to time:

- (i) To make and revoke such appointments as the Board may deem fit.
- (ii) To make such regulations or by-laws not inconsistent with the constitution of the Association as in the opinion of the Board are necessary or desirable for the proper control, administration and management of the Association's finances, affairs, interests, effects, property and for the convenience, comfort and wellbeing of the members of the Association and to amend or rescind from time to time any such regulations or by-laws.
- (iii) To enforce the observance of all rules regulations and by-laws by suspension from enjoyment of Association privileges by any member as the Board or a Disciplinary Committee thinks fit.
- (iv) To appoint any delegate or delegates to represent the Association for any purpose whatsoever with such powers as may be thought fit.
- (v) To engage, appoint, control, remove, discharge, suspend and dismiss managers, secretaries, officers, representatives, agents and servants or other employees in respect to the permanent, temporary and special services as it may from time to time think fit and determine the duties, pay salary, emoluments or otherwise remuneration.
- (vi) To purchase or otherwise acquire for the Association any property, rights or privileges which the Association is authorised to acquire at such price and generally on such terms and conditions as it thinks fit.
- (vii) To secure the fulfilment of any contracts or engagements entered into by the Association by charging all or any of the property of the Association as may be thought fit.
- (viii) To institute, conduct, defend, compound or abandon any legal proceedings by or against the Association or its officers or otherwise concerning the affairs of the Association and also to compound or allow time for payment

and satisfaction of any debts due to and any claims or demands made by or against the Association and to refer any claims or demands by or against the Association to arbitration and to observe and perform the award.

- (ix) To determine who shall be entitled to assign or endorse on the Association's behalf contracts, receipts, acceptances, cheques, bills of exchange, promissory notes and other documents or instruments.
- (x) To invest and deal with any of the monies of the Association not immediately required for the purpose of the Association upon such securities and in such



manner as the Board may think fit and from time to time to vary or realise such investments.

- (xi) From time to time at its discretion to borrow or secure the payment of any sum or sums of money for the purpose of the Association and to raise or secure the payment of such sum or sums in such manner and upon such terms and conditions in all respects as it shall think fit and in particular by the issue of debentures or debenture stock perpetual or otherwise and either charged upon all or any of the Association's property both present and future or not so charged or by any mortgage charge or other security upon or over all or any of the Association's property both present and future. Any debentures or other securities may be issued with any special rights and privileges which the Board may think fit and proper to confer on the holders.
  - (xii) To sell, exchange or otherwise dispose of any furniture, fittings, equipment, plant or other goods or chattels belonging to the Association and to let any property of the Association and with the sanction of a general meeting of the Association to lease, demise, exchange or sell all or any of the land and buildings or other property or rights to which the Association may be entitled from time to time.
74. Any rule, regulation or by-law made under this Constitution or any alteration to or repeal of such rule, regulation or by-law shall come into force and have full effect and authority and be binding upon members of the Association after notice thereof has been given to each member.
- 74(a). The Board shall cause records or minutes to be kept and stored of:
- a) all appointments of officers and servants;
  - b) names of members of the Board present at all meetings of the Association and of the Board; and
  - c) all proceedings and resolutions of the Association in general meeting and of the Board.

#### SUB-COMMITTEES OF THE BOARD

75. The Board may, by resolution, delegate to one or more sub-committees (which may also be called working committees) the exercise of such of the functions of the Board and activities of the Association as are specified in the delegation, other than;

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- (a) This power of delegation; and
- (b) A function which is a duty imposed on the Board by the Act or by any other law.

A delegation under this clause may be made subject to such further conditions or limitations as the Board in its absolute discretion deems fit and which shall be specified in the instrument of delegation.

- 76. A sub-committee may be constituted by any people who are appointed to it which may include, but need not include, directors, members of the ABCRA Council, members of the Members Representative Councils, members of the Association and non-members of the Association.
- 77. A function which has been delegated to a sub-committee under Clause 73 and 75 may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- 78. Notwithstanding any delegation under Clause 73 and 75, the Board may continue to exercise any function delegated. In the event of a conflict between the decision of a sub-committee and the Board, the Board's decision shall prevail.
- 79. Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under Clause 73 and 75 has the same force and effect as it would have if it had been done or suffered by the Board.
- 80. The Board may, by resolution, revoke or amend wholly or in part any delegation under Clause 73 and 75. Any such resolution takes effect when it is passed and does not affect the validity of any decision made by the sub-committee prior to such resolution or the consequences of any such decision.
- 81. A sub-committee may meet and adjourn as it thinks proper.
- 82. Each Members Representative Council is a sub-committee of the Board.

### PROCEEDINGS OF THE BOARD

- 83. The Board may meet together for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit provided that it shall hold a meeting at least twice in each year. The number of directors which is one (1) third of the members of the Board, or if that number is a fraction the next whole number greater may at any time summon a meeting of the Board.
- 84. Subject to this Constitution, questions arising at any meeting of the Board shall be decided by a majority of votes and a determination by a majority of the members of the Board shall for all purposes be deemed a determination of the Board. In the case of equality of votes the Chairman of the meeting shall have a second or casting vote.

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85. A member of the Board shall not vote in respect of any contract or proposed contract with the Association in which they are interested or any matter arising thereout, and if they do so vote, their vote shall not be counted.
86. The Board may elect a chairman of each of its sub-committees; if no such chairman is elected, or if at any meeting the chairman is not present within ten minutes after the time appointed for holding the meeting, the members of such sub-committee present may choose one of their number to be a chairman of the meeting.
87. A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting of a sub-committee shall be determined by a majority of votes of members present and in the case of an equality of votes the chairman shall have a second or casting vote.
88. All acts done by any meeting of the Board or of a sub-committee or by any person acting as a member of the Board or a sub-committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Board or subcommittee or person acting as aforesaid, or that the members of the Board or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Board or sub-committee.
89. The Board, a Disciplinary Committee or any sub-committee may meet by telephone or video link or some other electronic medium which enables all participants to simultaneously participate.
90. A resolution in writing signed or communicated by email or other electronic means by all the members of the Board or of any Committee for the time being entitled to attend a meeting shall be as valid and effectual as if it had been passed at a meeting duly convened and held. Any such resolution may consist of several documents in like form, each signed or electronically communicated by one of more members of the Board or Committee.

### POWER TO MAKE RULES

91. The Board has the function and power to make rules and regulations in connection with the activities of the Association and all or some of its objects and to publish some or all of such rules and regulations in the Associations Rule Book.
92. The Rule Book of the Association as at the date on which this clause takes effect is the Rule Book of the Association pursuant to this rule.
93. The contents of the Rule Book are binding upon all members of the Association, all participants in Association activities and all Affiliates of the Association.

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94. An alleged breach of any of the matters set out in the Rule Book published pursuant to this rule is a matter for which disciplinary proceedings may be taken in accordance with this Constitution.

### SEAL

95. The Board shall provide for the safe custody of the Seal, which shall only be used by authority of the Board and every instrument to which the Seal is affixed shall be signed by two (2) members of the Board and shall be counter-signed by the Secretary or by a third member of the Board or by some other person appointed by the Board for that purpose.

### EXECUTIVE OFFICER

96. The Board may appoint an Executive Officer of the Association as it may from time to time consider necessary. The remuneration and terms of employment of the Executive Officer shall be fixed by the Board. Unless the Board determines otherwise the Executive Officer shall be the Secretary and Public Officer of the company.
97. The Executive Officer shall, under the overall direction of the Board, conduct the affairs of the Association including, in the course of so doing,:
- i. engage and employ such other staff members as may from time to time be necessary;
  - ii. work within a budget fixed by the Board;
  - iii. make his or her own decisions in order to put into effect the budget strategies and policies for the Association that are fixed by the Board and keep in proper form minutes, accounts and books of the Association as required by the Act or any other regulation.
- 97(a). The Executive Officer reports to and receives direction or advice from, as the case may be, the President. The staff of the Association, report to and receive direction from the Executive Officer.





## **FINANCIAL MATTERS**

### **ACCOUNTS**

98. The Association shall keep correct accounts and books in accordance with the Act showing the financial affairs of the Association and the particulars usually shown in accounts and books of a like nature and shall prepare and submit to each Annual General Meeting or an Extraordinary General Meeting called for that purpose, a properly audited Statement of Account, Profit & Loss Account and Balance Sheet for the financial year ending immediately preceding such meeting and a report thereon as required by the Act.

The financial year of the Association for the time being shall end on the 30th Day of April each year or a time as determined by the Board from time to time.

99. The Board may from time to time determine at what times and places and under what conditions or regulations the accounts and other records of the Association shall be open to inspection by members eligible, not being members of the Board, and no member (not being a member of the Board) shall have any right of inspecting any accounts or books or papers of the Association except as conferred by Statute or authorised by the Board or by the Association in general meeting.

### **AUDIT**

100. A properly qualified auditor or auditors shall be appointed by the Annual General Meeting in accordance with the Act.

### **INCOME AND PROPERTY OF ASSOCIATION**

101. The income and property of the Association, whencesoever derived, shall be applied solely towards the promotion of the objects of the Association set forth in this Constitution. No portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit to the members of the Association.

Provided that nothing herein shall prevent the payment in good faith, of reasonable and proper remunerations to any officer or servant of the Association or to any member of the Association or other person in return for any services actually rendered to the Association, nor prevent the payment of interest on money borrowed from a member of the Association for any of the purposes of the Association.





Provided further that no member of the Board shall be appointed to any salaried office of the Association or any office of the Association paid by fees and that no remuneration shall be given by the Association to any member of the Board provided that nothing herein mentioned shall be constructed so as to prevent the allowance of an honorarium to any such member of the Board in respect of special honorary services rendered or the repayment to any such member of out-of-pocket expenses and interest on monies lent or hire of goods or rent for the premises demised to the Association.

## **GENERAL MATTERS**

### **SERVICE OF NOTICES**

102. The Association may give a document to a Member:

- (a) personally;
- (b) by sending it by post to the address for the Member recorded by the Association or an alternative address nominated by the Member; or
- (c) by sending it to a fax number or electronic address nominated by the Member.

103. A Member may give a document to the Association:

- (a) by delivering it personally to the Registered Office;
- (b) by sending it by post to the Registered Office;
- (c) to a fax number or electronic address nominated by the Association.

104. By Post

- (a) if sent to an address in Australia, may be sent by ordinary post; and
- (b) if sent to an address outside Australia, must be sent by airmail, and in either case is taken to have been received three days after the date of its posting.

105. By fax or electronic transmission

If a document is sent by fax or electronic transmission, delivery of the document is taken:

- (a) to be effected by properly addressing and transmitting the fax or electronic transmission; and
- (b) to have been delivered on the day following its transmission.



### INDEMNITY

106. Every member of the Board, auditor, secretary and other officer for the time being of the Association shall be indemnified out of the assets of the Association against any liability incurred by him in defending any proceedings whether civil or criminal arising out of his office with the Association, in which judgment is given in his favour or in which he is acquitted or in connection with any application under the Act in which relief is granted to him by the Court in respect of any negligence, default, breach of duty or trust.

### WINDING UP

107. Every member of the Association undertakes to contribute to the assets of the Association, in the event of the same being wound up while a member, or within one year after ceasing to be a member, for payment of the debts and liabilities of the Association contracted before ceasing to be a member, and of the costs, charges and expenses of winding up and for the adjustments of the rights of the contributories amongst themselves, such amount as may be required not exceeding ten dollars (\$10.00).
108. If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among members of the Association, but shall be given or transferred to other such institution or institutions having objects similar to the objects of the Association and which shall prohibit the distribution of its or their income property amongst its or their members to an extent at least as great as is imposed on the Association under or by virtue of Clause 101 hereof, such institution or institutions to be determined by the members of the Association at or before the time of dissolution, and in default thereof by the Chief Judge in the Equity Division of the Supreme Court of New South Wales or such other Judges.

### ALTERATION

109. This constitution may be amended by special resolution notified and passed in accordance with this constitution and the provisions of the Act.



## **DISCIPLINARY SYSTEM**

### **PURPOSE OF THE DISCIPLINARY SYSTEM**

110. The purpose of the disciplinary system of the Association includes the encouragement and enforcement of behaviour by natural persons that:
- (a) ensures the health and safety of all persons involved in the activities of the Association whether they be competitors, officials, staff or spectators;
  - (b) ensures the health and welfare of all livestock involved in activities of the Association;
  - (c) ensures the fairness and integrity of competition and of the judging system;
  - (d) ensures the reputation and wellbeing of the Association generally; and
  - (e) ensures compliance with the requirements of this constitution and all rules, regulations and by-laws of the Association.

111. It is a breach of the rules of the Association for any member to do anything, or omit to do anything, which offends the purposes of the Association's disciplinary system.

Disciplinary proceedings may be commenced for a breach of this rule even if there is no specific rule, by-law or regulation describing or prohibiting the behaviour in question.

112. The jurisdiction of the Association's disciplinary system includes all affiliated campdraft and rodeo events or other events involving horsemanship in Australia approved by the Association from time to time, all sales of livestock by or through the Association, all events of any nature conducted by the Association and all the activities of Affiliates of the Association.

The Board has the power to supervise and give directions about disciplinary powers and the exercise of those powers by Zones in order to encourage consistency of the disciplinary system throughout the Association.

113. The Association will maintain a Disciplinary Matrix that the Board may amend from time to time that will identify specific breaches of the Rules, By-laws, regulations and the Constitution and will prescribe fixed penalties in relation to breaches of the Rules, By-laws, regulations and the Constitution.

The Disciplinary Matrix will not remove the right under this Constitution to refer any breach of the Rules, By-laws, regulations and the Constitution to a disciplinary proceeding. It is intended to streamline the disciplinary process in relation to specific breaches.



### DISCIPLINARY PROCEEDINGS INSTIGATED BY THE EXECUTIVE COMMITTEE

114. A Committee constituted by the Vice President, one (1) member appointed from time to time by the Board and the Executive Officer called the Complaints Committee may initiate disciplinary proceedings of its own motion in accordance with Clause 115 if it is of the opinion that a member of the Association has engaged in one or more of the following types of conduct:
- (a) by any act or omission fails to comply with a provision of this constitution, any provision of the Rule Book of the Association or any direction or policy properly fixed by the Board and notified to the members; or
  - (b) by any act or omission failing to comply with the provision of any other rule or regulation of the Association in relation to the conduct of any contest or competition, whether or not organised, promoted or recognised by the Association, the care or management of any livestock or the conduct or operation of committees; or
  - (c) by any act or omission acting in a manner prejudicial to the interests of the Association; or
  - (d) by any act or omission committing conduct which is unbecoming of a member of the Association; or
  - (e) by any act or omission committing conduct which is in breach of the purposes of the disciplinary system of the Association.
115. The Complaints Committee shall initiate disciplinary proceedings of its own motion by passing a resolution referring the matter to the Disciplinary Committee to be heard in accordance with this constitution.
116. When the Complaints Committee has passed the resolution referred to in Clause 115, it shall as soon as possible, but in any case within thirty (30) working days, cause a written notice to be served on the member against whom disciplinary proceedings have been initiated stating the following;
- (a) that the Complaints Committee has passed a resolution referring the member's conduct to the Disciplinary Committee to be heard in accordance with this constitution.
  - (b) the date on which the resolution was passed.
  - (c) the details of the conduct involved.
  - (d) that the matter will be heard by a Disciplinary Committee of the Association.
  - (e) that the location, time and date will be notified not less than 14 days prior to the meeting.

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- (f) that the member has the right to be present at the hearing and present oral submissions to it or to make these submissions by video conferencing where available.
  - (g) that the member may send written submissions to the Disciplinary Committee before the hearing, or present them at the hearing.
  - (h) that the member may call witnesses to give evidence at the hearing.
  - (i) that the member may be legally represented at the hearing and, if the member is a junior member, may have a legal guardian present at the hearing.
  - (j) that the member's legal representative will not act on behalf of the member during the hearing but may advise the member.
  - (k) that the member may have someone other than a legal representative attend the meeting with the member and, should the member and the committee agree, speak for the member.
- 116(a). The location, time and date shall be determined by the Executive Officer after such consultation with those people who will attend the meeting as the Executive Officer thinks necessary and convenient and notified to all people who will be attending the meeting not less than 14 days prior to it.
117. The Complaints Committee shall not enquire further into the matter after it has been referred to a Disciplinary Committee.
- Neither is the Board entitled to enquire into or be informed about a matter that has been referred to a Disciplinary Committee until the Disciplinary Committee proceedings have ended.

### DISCIPLINARY PROCEEDINGS AS THE RESULT OF A COMPLAINT

118. Any person whether or not a member of the Association may make a complaint about a member of the Association.
119. Such a complaint shall;
- (a) be in writing;
  - (b) be addressed to the Executive Officer of the Association;
  - (c) identify the member against whom the complaint is made;
  - (d) identify in detail the basis for the complaint; and
  - (e) identify the complainant.
120. When the Executive Officer receives a complaint he or she shall consider the complaint and in the course of doing so may appoint a member of the staff or other person to investigate the complaint and after such investigation make a recommendation to the Complaints Committee.

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- The Complaints Committee is not bound by a recommendation of the investigator
121. The Complaints Committee may initiate disciplinary proceedings as a result of the complaint if it is of the opinion that the complaint indicates that a member of the Association has engaged in one or more of the types of conduct listed in Clause 114.
122. If the Complaints Committee decides to initiate disciplinary proceedings as the result of a complaint it shall do so by passing a resolution referring the matter to a Disciplinary Committee to be heard in accordance with this constitution.
123. When the Complaints Committee has passed the resolution referred to in Clause 122, it shall as soon as possible, but in any case within thirty (30) working days, cause a written notice to be served on the member against whom disciplinary proceedings have been initiated stating the matters referred to in Clause 115, and, in addition, the name of the complainant.

#### SUMMARY DISMISSAL OF COMPLAINT

124. If the Complaints Committee is not of the opinion that the complaint indicates that a member of the Association has engaged in one or more types of conduct listed in Clause 114, it shall pass a resolution summarily dismissing the complaint without referring it to the Disciplinary Committee.
125. If the Complaints Committee dismisses a complaint summarily, it shall, as soon as possible but in any case within ten (10) working days, notify the complainant of its decision.
- The notification shall;
- (a) be in writing; and
  - (b) state the decision of the Executive Committee and the date on which the resolution dismissing the complaint was passed.
- There is no right of review of a decision by the Complaints Committee summarily dismissing a complaint.
126. If the Complaints Committee dismisses a complaint summarily, it shall, as soon as possible but in any case within thirty (30) working days, notify the member against whom the complaint was made of its decision.
- The notification shall;
- (a) be in writing; and
  - (b) state the decision of the Executive Committee and the date on which the resolution dismissing the complaint was passed.



### IMMEDIATE SUSPENSION

126(a). The Complaints Committee, by way of joint decision, have the power and authority to suspend the membership of a member with immediate effect if the member, in the opinion of the Complaints Committee, has been involved in or is alleged to have been involved in a most serious matter concerning another member, a member of the public or an animal. It is for the Complaints Committee to determine the meaning of the words “most serious” on each occasion and the

power of immediate suspension is not to be exercised lightly. Any announcement of immediate suspension is to be carefully worded so as not, particularly in the case of a member charged with an offence, to interfere with that member’s right to fair trial and presumption of innocence.

126(b). A member who has been the subject of a suspension with immediate effect has the right of appeal against the suspension to a Disciplinary Committee but the suspension continues until the appeal has been heard and determined by the Disciplinary Committee.

### CONSTITUTION OF THE DISCIPLINARY COMMITTEE

127. There shall be a Disciplinary Committee of the Association. The Disciplinary Committee shall be a sub-committee of the Board and the Board’s disciplinary powers shall be delegated to the Disciplinary Committee.

128. There shall be a permanent chairperson of the Disciplinary Committee who shall be chosen by the Board from amongst its members. The permanent chairperson shall not be required to attend all hearings of the Disciplinary Committee.

129. A Disciplinary Committee shall consist of any five persons appointed by the permanent chairperson on the recommendation of the Executive Officer.

130. Not all members of a Disciplinary Committee need be members of the Association.

131. No members of the Board are eligible to be appointed to a Disciplinary Committee other than the permanent chair person.

132. In the absence of the permanent chairperson, a hearing of the Disciplinary Committee shall elect a chairperson for the duration of that hearing.

### PROCEDURE OF THE DISCIPLINARY COMMITTEE

133. A Disciplinary Committee shall conduct a hearing into any matter referred to it by resolution of the Executive Committee.

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134. A hearing of the Disciplinary Committee shall not be open to the Public or members of the Association. Only the following persons may be present;
- (a) the members of the Disciplinary Committee for the time being;
  - (b) persons appointed to assist members of the Disciplinary Committee;
  - (c) representatives of the Association nominated by the Executive Committee;
  - (d) the member of the Association against whom proceedings have been initiated and their legal representative (if any) any supporter pursuant to clause 116(k) and their parent or guardian; and
  - (e) witnesses called to give evidence, but only while giving evidence and being cross-examined.
135. During a hearing, a Disciplinary Committee is not bound by the rules of evidence and may;
- (a) consider such information; and
  - (b) give such weight to information as it thinks fit.
136. Without limiting the generality of Clause 135, a Disciplinary Committee;
- (a) may consider information from oral submissions given at the hearing,
  - (b) written submissions given either before or at the hearing,
  - (c) shall be bound by the rules of natural justice, and
  - (d) may adjourn a hearing if it thinks fit.
137. In the event that a member chooses not to attend or make any submissions the matter may be heard in their absence.

#### DECISIONS OF THE DISCIPLINARY COMMITTEE

138. A decision of a Disciplinary Committee shall be a majority decision. If members of a Disciplinary Committee are equally divided, the chairperson shall have a casting vote.
139. At the conclusion of a hearing a Disciplinary Committee shall decide whether the member against whom proceedings have been initiated has engaged in one or more of the types of conduct referred to in Clause 114.
140. If a Disciplinary Committee decides that the member has engaged in one or more of the types of conduct referred to in Clause 114, it may further decide to impose one or more of the following penalties;
- (a) require a letter of apology in such wording as is approved by a Disciplinary Committee;
  - (b) a caution, a reprimand or a severe reprimand;
  - (c) a fine;

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- (d) suspension from the Association;
- (e) expulsion from the Association; or
- (f) Such other penalty as a Disciplinary Committee sees fit,

A Disciplinary Committee may order that one or more of the penalties be suspended, for such time as it determines, to take effect only if such future event as it determines happens or does not happen.

141. If a Disciplinary Committee decides to suspend a member, it shall state the period of the suspension.
142. If a Disciplinary Committee decides to fine a member, it shall state the amount of the fine.
- A Disciplinary Committee may also decide to suspend a member until a fine is paid.
- A Disciplinary Committee may also decide to allow a fine to be paid by a date which it determines or by instalments which it determines.
143. A decision to expel or suspend a member shall not take effect, nor shall a fine become payable, until;
- (a) the expiration of the time period given in Clause 148 for making an application for review; or
  - (b) if an application for review is made, the date when the application is determined.
144. A Disciplinary Committee may not suspend a member for a period greater than two years.
145. The Disciplinary Committee may not impose a fine for an amount greater than five thousand \$5,000.00 Australian dollars.
146. A Disciplinary Committee may announce its decision to the hearing if it has so determined or shall as soon as possible, but in any case within ten working days, notify the member and the complainant (if any) of its decision.
- The notification shall;
- (a) be in writing;
  - (b) state the decision of the Disciplinary Committee and the date on which it was made; and
  - (c) if applicable, state that there is a right of review for the member under Clause 147.

#### REVIEW OF A DECISION MADE BY THE DISCIPLINARY COMMITTEE

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147. A member against whom a Disciplinary Committee has decided to impose a penalty under Clause 140 may make an application for the decision to be reviewed by the Board or such of their number eligible to review the decision.
148. An application for review must:
- (a) be in writing;
  - (b) be made within fourteen (14) days of receiving the notice referred to in Clause 146;
  - (c) be addressed to the Executive Officer of the Association;
  - (d) state the decision of the Disciplinary Committee and the date on which the decision was reached; and
  - (e) state that the member is making an application for review of the decision.
149. When the Executive Officer receives an application for review from a member, they shall:
- (a) notify members of the Board or such of their number eligible; and
  - (b) convene a meeting of the Board or such of their number eligible to hear the review on a date determined by the Executive Officer.
  - (c) notify the member of the time, date and place of the meeting to hear the review and that the member has the same rights of appearance at the meeting as they had at the hearing of the Disciplinary Committee.

#### PROCEDURE OF BOARD HEARING A REVIEW

150. The Board shall conduct a fresh hearing into the disciplinary proceedings brought against the member.
151. The Board shall follow the same procedure as a Disciplinary Committee in conducting its review.
152. No business shall be considered by the Board at the meeting other than the matter of the review.
153. A member of the Board who was part of the Disciplinary Committee whose decision is the subject of the review shall not attend or otherwise participate in the meeting of the Board which reviews the matter.

#### DECISIONS OF THE BOARD HEARING A REVIEW

As adopted at Special General Meeting 26 August 2020



154. At the conclusion of the review hearing, the Board shall either:
- (a) confirm the decision of the Disciplinary Committee; or
  - (b) revoke the decision of the Disciplinary Committee and substitute its own decision.
155. In making its own decision, the Board shall have the same powers as a Disciplinary Committee.
156. The Board shall arrive at its decision by secret ballot of all Board members present.
157. If the Board confirms the decision of a Disciplinary Committee or makes its own decision which may impose one or more of the following penalties;
- (a) require a letter of apology in such wording as is approved by a Disciplinary Committee;
  - (b) issue a caution, a reprimand or a severe reprimand;
  - (c) issue a fine;
  - (d) suspension from the Association;
  - (e) expulsion from the Association; or
  - (f) Such other penalty as a Disciplinary Committee sees fit.

The decision becomes effective from the close of the meeting at which the review is held.

#### APPEALS FROM DECISION OF THE BOARD HEARING A REVIEW

158. There shall be no right of appeal from a decision of the Board other than the provisions in this Constitution for convening a special general meeting.
159. If the Board dismisses an appeal it may, in addition to any penalty it imposes, order the unsuccessful party to pay the costs of the appeal.

The costs may include expenses incurred by the Association in transporting and accommodating Disciplinary Committee members, witnesses, conducting the hearing and for legal representation of the Association at the hearing.

#### APPEALS FROM SUMMARY PENALTIES

160. The jurisdiction of a Disciplinary Committee extends to appeals from fixed penalties that are imposed pursuant to the Association's rule book or Disciplinary Matrix.

As adopted at Special General Meeting 26 August 2020



161. Any appeal must be lodged within twenty one (21) days of the imposition of the penalty and shall thereafter be heard by the Disciplinary Committee, and not by the Board, in accordance with Clauses 147-149 by substituting at all places the words "Disciplinary Committee" for the word "Board".
- 161(a). However if the Executive Officer so determines, in the interests of efficiency and the saving of cost, and if the member who it concerned agrees, an appeal may be heard by a Committee of three people appointed by the Executive Officer of which at least one person is a member of the Executive Committee and the other two persons are members of the Association. A Committee convened pursuant to this clause may meet by telephone or video linkup provided that the member concerned is able to participate in any telephone or video link up.
162. There shall be no further right of appeal from the Disciplinary Committee or a clause 161(a) Committee to the Board in respect of appeals against fixed penalties pursuant to the Association's rule book or Disciplinary Matrix.

#### PAYMENT OF FINES

163. Any fines payable under this Constitution shall be paid to the Executive Officer of the Association.

#### RECOGNITION OF DISCIPLINARY DECISIONS OF OTHER ORGANISATIONS

164. The Board may from to time, make a resolution detailing the names of other organisations which include in their activities campdrafting, rodeo or other equine sports approved by the Association from time to time whose disciplinary decisions to suspend or expel its members will, subject to Clause 165, have the same automatic effect upon members of the Association.
165. Any person whose membership of the Association is suspended or terminated by operation of this rule may apply to the Board for a decision that the provisions of this rule do not apply to that member. Any hearing of the Board shall be in the nature of a review of a disciplinary decision and the provisions of Clauses 147 - 149 shall apply.
166. Until and unless the Board makes a decision pursuant to Clause 165 any decision of an organisation which is determined and announced according to Clause 164 to suspend or terminate the membership of a person or committee that is a member of that organisation has the same effect on the person or committee's membership of the Association.