

## CONSTITUTION

Of the

### CHAPMAN VALLEY AGRICULTURAL SOCIETY INCORPORATED

#### 1. TITLE

The title of the Society shall be Chapman Valley Agricultural Society Incorporated.

#### 2. OBJECTS

The objects of the Society shall be:

- a) To promote the development of the Agricultural, Horticultural and Industrial resources of the Chapman Valley and surrounding districts.
- b) To hold Exhibitions and Gymkhanas on the Chapman Valley Showground for the display of horses, sheep, goats, poultry and other livestock; and Horticultural and agricultural produce of all kinds together with such other objects of manufacture, product or the arts as may be determined.
- c) To promote such other objects as may tend to advancement of the Agricultural, Horticultural and Industrial interests of the state.
- d) The property and income of the Society shall be applied solely towards the promotion of the objects or purposes of the society and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the association, except in good faith in the promotion of those objects or purposes.

#### 3. MEMBERSHIP

- a) Any person may, by giving his name and address and by payment of the annual subscription to the Honorary Secretary, be duly constituted a Member and may have all the rights and privileges of membership.
- b) Memberships shall consist of the following classes:-
  - i) Senior Members
  - ii) Junior Members
  - iii) Life Members
- c) The Committee shall have the right to define membership classes.
- d) The privileges of membership shall consist of the right to vote at general meetings of the Society, free admission on production of member's tickets for the current year to the Society's Show.

#### 4. REGISTER OF MEMBERS OF ASSOCIATION

The Secretary or Treasurer shall on behalf of the Society keep and maintain the register of members and that register shall be so kept and maintained at his or her place of residence.

## 5. SUBSCRIPTION

The subscription fee for each class of membership shall be determined at the Annual General Meeting.

## 6. MANAGEMENT COMMITTEE

The Society shall be under the management of a Committee consisting of up to twenty members including the Executive committee (President, Vice-President, Treasurer and Secretary) and coordinator roles. All will have voting rights at their meetings.

6.1 At the Annual General Meeting (AGM) the Executive Committee will be voted for and key coordinator positions will be allocated.

6.2 The Management Committee will operate for the duration of the year and open for re-election at the AGM.

6.3 A position on the Management Committee may become available due to retirement, resignation or removal (should the said member be deemed to be unable to fulfil their duties as determined by the Executive Committee).

6.4 The Management Committee will determine the filling of casual vacancies should they occur, for the serving of the remaining time.

6.5 At all meetings of the Management Committee: Five shall form a quorum.

Committee meeting schedules shall be determined as necessary by the Management Committee.

The President shall be entitled to take the Chair at every committee meeting at which he is present, but in his absence a Vice-President shall be elected to take over the Chair. If at any duly constituted meeting neither the President nor any Vice-President is present or willing to act the members present shall choose another member of the Management Committee as Chairman, and if no member of the Management Committee is present or willing to act, then the members present shall choose one of their members to be chairman.

The Chairman of a committee meeting may with the consent of the meeting adjourn any 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.

Every question submitted to a committee meeting shall be decided in the first instance by a show of hands, and in the case of an equality of votes the Chairman shall both on a show of hands and at a poll have a casting vote in addition to the vote to which he may be entitled as a member.

Committee meeting schedules shall be determined as necessary by the Management Committee. On-going meeting dates shall be determined at the end of each meeting.

6.6 The Honorary Secretary shall exercise a general supervision over the work of the Society and shall convene when necessary, all meetings of the Management Committee and its sub-committees and see that all matters requiring the attention of those bodies are brought to their notice when they meet.

The Secretary will attend all meetings of the Committee and take minutes of the proceedings of each meeting in a book kept for that purpose.

In addition the Secretary will keep correct lists of the different office-bearers and Society Members as well as copies of the rules and by-laws of the Society in order to have such documents available to members at all times.

6.7 Committee members may be reimbursed for expenses incurred on Society business, from the Society's funds, if it has been approved at a committee meeting. Honorary payments for committee member services can only be paid after ratification at the AGM.

## 7. GENERAL MEETINGS (inc. Annual General Meeting)

At all general meetings of Members: Ten shall form a quorum.

Should there not be a quorum present at any meeting, the members present may at the expiration of half an hour from the time appointed for the meeting, adjourn such meeting to such other time or date as they may decide, and if to some other date at least three days' notice shall be given to all those not then present.

The procedure of general meetings shall be as per item 6.5 above.

## 8. NOTIFICATION

All financial and life members will be notified of their right to attend and vote at Society general meetings and for the Annual General Meeting seven day' notice shall be given by advertisement in the local newspaper.

Members of the Society may propose matters as recommendations for the consideration of the Management Committee.

## 9. TIME FRAME

For the purposes of general meetings, all financial and life members will be given notification not less than one week prior to the date.

The Annual General Meeting shall be held prior to the 31<sup>st</sup> day of March.

## 10. SPECIAL GENERAL MEETING

A Special General Meeting shall be convened by the Honorary Secretary when required by the President or any six members of the Management Committee or on receipt by the Honorary Secretary of a requisition signed by 20 % of the Society's membership body requesting the Honorary Secretary call such meeting, and stating the objects for which such meeting is called. Each member shall have seven days' notice of such meetings.

## 11. FINANCIAL

The Management Committee shall have control of the income and expenditure of the funds and of all the property of the Society and also of the management of all the Society's affairs and concern.

The Honorary Treasurer or his/her deputy shall be in attendance at the Showground to receive the gate money and any other moneys and arrange for its being deposited in the Society's bank.

The Honorary Treasurer's duties shall include the following:

- a) To cause all moneys received to be paid into the Society's Bank Account and produce the Financial Statement to the Management Committee at all meetings.
- b) To cause to be prepared a statement of receipts and expenditure for the year ending 30<sup>th</sup> December in each year, together with the Balance Sheet showing the liabilities and assets of the Society at the close of the period, signed by the Treasurer and duly certified as correct by the Auditor, and submit same to the Annual General Meeting.
- c) All cheques and withdrawal slips shall be signed by any two of the following:
  - i) President
  - ii) Secretary
  - iii) Treasurer

## 12. FINANCIAL YEAR

For the purposes of auditing, the financial year for the Society and its operations shall be from January 1<sup>st</sup> to December 31<sup>st</sup>.

## 13. MEETING INTERVALS

Unless otherwise notified of a Special or General meeting, the Annual General Meeting must be held prior to March 31<sup>st</sup> of each year.

## 14. RULES OF THE SOCIETY

- a) The Management Committee shall have power to make rules and by-laws for the conduct of its business and the business of the Society generally, provided that the same be consistent with the objects of the Society.

- b) No alterations or amendments to this Constitution shall be made unless by resolution of the members at a duly constituted Special General Meeting called especially for the purpose and of which all members shall have had notice and then only if such resolution is carried by a majority of seventy-five per cent of those members present personally and entitled to vote.

#### 15. COMMON SEAL

- a) The Society shall have a Common Seal that shall be kept in the custody of the Secretary
- b) The Common Seal of the Society shall not be used without the express authority of the committee and every use of that Common Seal shall be recorded in the Minutes Book.

#### 16. CUSTODY OF BOOKS AND SECURITIES

The Secretary and or Treasurer shall have custody of all records, books, documents and securities of the Society, however at all times they are the property of the Society.

#### 17. INSPECTION

A Member may at any reasonable time inspect without charge the books, documents, records and securities of the Society.

#### 18. DISPUTES

- a) In the event of a dispute between members of the Society, the President will either have the deciding say or vote, or refer the matter to the Executive Committee to resolve.
- b) In the event of a dispute between members of the Society and the Management Committee, a special meeting may be called, as per Item 10, to resolve the issue with a casting vote.

#### 19. DISSOLUTION:

The Society shall be dissolved in the event of the membership being less than Five persons or upon the vote of the a three-fourths majority of the members present at a Special Meeting convened to consider such questions.

Upon dissolution, assets and funds on hand, after payment of all debts and liabilities, shall not be paid or distributed amongst the members of the Society but shall be given or transferred to an incorporated association, or body corporate that is at the time of the distribution is the holder of a licence under the Charitable Collections Act 1946 as having similar objectives to those of the Society, and which prohibits the distribution of its income or property amongst its members.