

ASSOCIATIONS INCORPORATION ACT 1989  
VICTORIA

**PONY CLUB AUSTRALIA INC.**

**STATEMENT OF PURPOSES**

Pony Club Australia Inc. is established for the following purposes:

- 1(a) co-ordinating the activities of the Pony Club Associations of each State and Territory of Australia;
- (b) affiliating with the British Horse Society and the Pony Club Inter Pacific Committee and any other organisation, Membership of which the committee believes may advance the interests of the Pony Club movement in Australia;
- (c) Entering into and maintaining a Memorandum of Understanding with Equestrian Australia.
- (d) encouraging young people to ride and learn to enjoy all kinds of sport connected with horses and riding, to provide instruction in riding and horsemanship and to instil in young people the proper care of their animals;
- (e) promoting the highest ideals of sportsmanship, citizenship and loyalty, thereby cultivating strength of character and self discipline; and
- (f) doing all such other things as are incidental or conducive to the attainment of the above purposes.

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**RULES OF PONY CLUB AUSTRALIA INC.**

1. **NAME**

The name of the incorporated association is Pony Club Australia Inc.

2. **DEFINITIONS AND INTERPRETATION**

2.1 **Definitions**

Where commencing with a capital letter:

**"Committee"** means the Committee of Management of the PCA;

**"PCA"** means Pony Club Australia Inc.

**"Delegate"** means a person nominated by a Member to comprise the Committee

**"Financial Year"** means that period from 1 January to 31 December in each year;

**"General Meeting"** means an Annual General Meeting or a Special General Meeting of Members;

**"Member"** means a body whether incorporated or not that is the governing Pony Club Association of a particular State or Territory of Australia, registered as a Member of the PCA.

**"Authorised Person"** means a person who is not a Delegate but is a person authorised by the Committee to be involved in the conduct and operation of the PCA.

**"Term"** means that period of time from the end of one Annual General Meeting to the end of the next Annual General Meeting;

**"Act"** means the Associations Incorporations Act 1981 (Victoria);

2.2 **INTERPRETATION**

2.2.1 Unless the contrary intention appears words or expressions contained in these rules have the same meanings as defined in the Interpretation of Legislation Act 1984(Victoria) and the Act.

2.2.2 In these rules unless the contrary intention appears:

- (a) words importing any gender include all other genders;

- (b) words importing persons include bodies corporate unincorporated associations and trusts;
- (c) words importing the singular include the plural and vice versa;
- (d) a reference to a statute (or to a provision of a statute) means the statute or provision as modified or amended and in operation for the time being or any statute or provision enacted in lieu thereof and includes a regulation or rule for the time being in force under the statute or provision.

2.2.3 Headings in these rules do not affect their construction.

### **3. MEMBERSHIP**

#### **3.1 Admission to Membership**

3.1.1 Any incorporated or unincorporated body having as its primary purpose the promotion and co-ordination of the activities of pony clubs within a State or Territory of Australia is eligible to apply for Membership of the PCA.

3.1.2 An eligible applicant must apply for Membership by notice in writing to the PCA. The applicant must provide the information specified in rule 3.2 and the details specified in rule 6.2.2 in respect of a person it proposes to appoint as its Delegate.

3.1.3 The Committee may approve or reject the application in its absolute discretion without giving any reason for its decision.

3.1.4 Where an application is approved by the Committee the Secretary must promptly notify the applicant in writing and request payment within 28 days of an amount equal to the current annual subscription.

3.1.5 Upon payment of the annual subscription the applicant will become a Member and the secretary must enter the applicant's name in the register of Members.

#### **3.2 Information required from Members**

3.2.1 Each Member must provide to the PCA:

- (a) a copy of its current constituent documents;
- (b) details of its address for notices (including any facsimile number); and
- (c) full details of the names and addresses and e-mail addresses of the President, Vice President/s, Secretary and Treasurer of that Member.

3.2.2 Each Member shall promptly provide to the Secretary:

- (a) full details of any change in any of the information provided in rule 3.2.1; and
- (b) at least two copies of its annual report to its Members.

### 3.3 **Register of Members**

3.3.1 The Secretary shall keep and maintain a register of Members in which shall be entered:

- (a) the full name;
- (b) address for notices (including any facsimile number and e-mail address);
- (c) telephone number;
- (d) particulars of the governing body; and
- (e) the date of first entry of the name of each Member.

3.3.2 The register shall be available for inspection by Members and Delegates at the address of the Secretary.

### 3.4 **Cessation of Membership**

3.4.1 A Member shall cease to be a Member of the PCA and an entry made to this effect in the register of Members if:

- (a) the Member at any time by giving notice in writing to the PCA resigns its Membership;
- (b) a resolution is passed by the PCA or by a meeting of the Members to expel the Member as provided in these rules;
- (c) its Membership fees and applicable levies remain unpaid for two calendar months. A default notice shall be sent by the Secretary after the expiry of the first calendar month.

### 3.5 **Misconduct**

3.5.1 Subject to these rules, if any Member refuses or neglects to comply with the provisions of the rules, or is guilty of any conduct which in the opinion of the PCA is unbecoming of a Member or prejudicial to the interest of the PCA, the PCA may censure, suspend or expel the Member from the PCA.

3.5.2 At least 28 days before any meeting of the Committee to consider disciplinary action against a Member, the Secretary shall give notice to the Member of the meeting, the allegations made and the resolutions to be considered with respect to the Member.

- 3.5.3 A Member may by notice in writing lodged with the Secretary at least 14 days before the time for holding the meeting at which the Committee is to consider taking disciplinary action against it, elect to have the question dealt with in a Special General Meeting.
- 3.5.4 In the event that a Member elects to have the question dealt with in a Special General Meeting, the Secretary shall call a Special General Meeting for that purpose within 28 days of receipt of written notification by the Secretary from the Member.
- 3.5.5 The Member shall, before any disciplinary resolution is passed by either the Committee or in a Special General Meeting, be given an opportunity at such meeting to give, either orally or in writing, any explanation or defence it may consider appropriate.
- 3.5.6 If at the Committee meeting or a Special General Meeting a resolution to take disciplinary action against a Member is passed by a two-thirds majority of Delegates or Members present and voting (such vote to be taken by a secret ballot) the Member concerned shall be dealt with accordingly.
- 3.5.7 A disciplinary resolution in respect of a Member may be on terms which provide;
- (a) for the disciplinary action to be suspended in order to provide the Member with an opportunity to remedy its misconduct or breach; or
  - (b) for the Member to give undertakings as to its future conduct; or
  - (c) for the Member to take such other action as the Committee or the Special General Meeting may require; or
  - (d) the Member with an opportunity to convene a meeting of its Members to consider the disciplinary action proposed by the PCA.
- 3.5.8 Given the procedure set out in 3.5.2 and 3.5.5 herein, allowing for the Member to present a defence to such disciplinary proceedings, the disciplinary resolution in respect of a Member as determined by the Committee shall be final and no appeals will be entered into.

### **3.6 Grievance Procedure**

- 3.6.1 The Grievance Procedure applies to disputes under these Rules between
- (a) a Member and another Member; or
  - (b) a Member and the PCA
- 3.6.2 The parties to the dispute must meet at a convenient location to discuss the matter in dispute within a reasonable time of the dispute becoming known to both parties in an attempt to resolve the matter.

- 3.6.3 If the parties fail to resolve the matter, or a party does not attend the meeting a meeting must be arranged with a mediator within 14 days of the failed meeting
- 3.6.4 The mediator must be either a person chosen by both parties or in the absence of agreement, where the dispute is between two Members, then by the PCA, where the dispute is between a Member and the PCA, then by the Dispute Settlement Centre of Victoria (or such other State as is reasonably applicable)
- 3.6.5 A Delegate of a Member of the PCA can be a mediator, however not if that Member is a party to the dispute.
- 3.6.6 The mediator is to conduct the mediation by allowing each party to be heard, due consideration to be given to any written submissions and ensure that natural justice is accorded to the parties of the dispute throughout the process. It is not the mediator's role to determine the dispute.
- 3.6.7 In the event that the parties do not reach a resolution of the dispute through the mediation process the parties may then seek to resolve the dispute in accordance with the ACT or such other applicable law.

#### **4. ANNUAL SUBSCRIPTION**

- 4.1 Members must pay to the PCA an annual subscription on or before 31 January for each Financial Year.
- 4.2 The annual subscription for Financial Year shall be determined by the Committee on or before 30 November in the prior Financial Year and in default of a determination the annual subscription for the current financial year will apply in the next financial year.
- 4.3 Where it considers fit in its absolute discretion the Committee may resolve to make a special levy or other charge on Members equally or on some reasonable basis.
- 4.4 A Member remains liable to pay any Membership subscription or other levy or charge becoming due and payable while it is a Member notwithstanding that it subsequently ceases to be a Member.

#### **5. MEETINGS OF MEMBERS**

##### **5.1 Annual General Meetings of Members**

- 5.1.1 An Annual General Meeting of the Members must be held in accordance with the Act at such date, time and place as the Committee may determine.

5.1.2 The ordinary business of the Annual General Meeting is:

- (a) to confirm the minutes of the preceding General Meeting;
- (b) to receive and consider the President's report;
- (c) To declare the election of office-bearers; and to receive and consider the financial statements which are to be prepared in accordance with section 30(3) of the Act

5.1.3 The Annual General Meeting may transact any special business of which notice is given in accordance with these rules.

## **5.2 Special General Meetings of Members**

5.2.1 All General Meetings other than Annual General Meetings shall be called Special General Meetings.

5.2.2 The Committee or any three Members may convene a Special General Meeting of the Members.

5.2.3 A Special General Meeting can be called as and when required in accordance with Rule 5.2.2

## **5.3 Notice of Meetings of Members**

5.3.1 Unless all of the Members agree by notice to the PCA, not less than 21 days notice shall be given to each Member of an Annual General Meeting or any Special General Meeting.

5.3.2 A notice of the meeting must state the place, date and time of the meeting and set out brief details of the business to be transacted at the meeting.

5.3.3 Unless all Members otherwise resolve, special business other than that set out in the notice convening the meeting shall not be transacted at the meeting.

5.3.4 A Member desiring to bring any special business before a meeting must give notice of that business in writing to the PCA for inclusion in the notice convening the next General Meeting at least 35 days before that meeting.

## **5.4 Procedure at General Meetings of Members**

5.4.1 All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting other than the ordinary business of the Annual General Meeting shall be special business.

5.4.2 the following quorum provisions apply:

- (a) No item of business shall be transacted at a General Meeting unless a quorum of Members entitled under these rules to vote is present during the time when the meeting is considering that item;
- (b) four Members present by their respective Delegates constitute a quorum for the transaction of the business of a General Meeting;
- (c) if within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting if convened by Members shall be dissolved and in any other case shall stand adjourned to a place and time not later than 21 days after to be decided by the executive committee. If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Members present (being not less than three) shall be a quorum.

5.4.3 The President, or in his absence, the Vice President, shall chair each General Meeting. If the President and the Vice President are absent from a General Meeting, the Members present shall elect one of their number to chair the meeting.

5.4.4 The chairman of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place. No business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place. Where a meeting is adjourned for 14 days or more (but not otherwise), notice of the adjourned meeting shall be given to each Member.

5.4.5 A question arising at a General Meeting shall be determined on a show of hands unless a secret ballot is called for by a Member (Delegate). A declaration by the chairman that a resolution has been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the PCA is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

5.4.6 Upon any question arising at a General Meeting a Member has one vote only. A Member may not vote if it has not paid its annual subscription or any other amount then due by it to the PCA.

5.4.7 In the case of an equality of votes on a question, the chairman of the meeting is entitled to exercise a second or casting vote.

5.4.8 A Member may attend and vote at a General Meeting by its Delegate (or in the case of an Annual General Meeting, its Delegate for the next Term) or such other person as it may appoint for that purpose by notice to the PCA. A Member of the governing body of a Member who is not its representative may attend and speak at a General Meeting as an observer but not vote, if authorized by the Member concerned.

## **6. COMMITTEE OF MANAGEMENT**

### **6.1 Powers of the Committee of Management**

6.1.1 Unless otherwise stated in these rules or the Act, the management and control of the affairs of the PCA shall be vested in the Committee of Management.

6.1.2 The Committee may raise funds for the PCA from subscriptions, donations, grants and from such other sources as the Committee may determine.

### **6.2 Constitution of the Committee of Management**

6.2.1 The Committee of Management shall be comprised of the persons nominated as Delegates by the Members plus any Authorised Persons appointed by the Committee.

6.2.2 Each Member may by notice in writing or electronically to the PCA nominate an individual to be its Delegate and may by notice to the PCA at any time revoke an appointment and nominate another person to be its Delegate. A notice appointing a Delegate must set out the address and occupation in respect of the Delegate. The Secretary should send to each Member within 14 days confirmation of notice of receipt of any notice appointing or removing a Delegate.

6.2.3 A person will continue to be a Delegate unless

- a) He is removed by notice to the PCA by the Member who appointed him
- b) He resigns by notice to the PCA
- c) He dies; or
- d) The Member who appointed him ceases to be a Member

### **6.3 President and Vice President**

6.3.1 A President and Vice President of the PCA shall be appointed to serve each Term from among the Delegates in accordance with this rule.

- 6.3.2 On or before 30 November each year the Secretary must give to each Member a copy of the notice of appointment for each Delegate for the next Term. The notice must invite nomination for the offices of President and Vice President.
- 6.3.3 A Member may nominate any Delegates for the positions of President or Vice President by notice to the PCA not less than 6 weeks before the next Annual General Meeting.
- 6.3.4 If more than one nomination is received for any position, the Secretary must forward ballot papers to each Member at least 3 weeks before the Annual General Meeting.
- 6.3.5 Each Member shall have one vote for each position contested. The ballot paper shall be placed in a sealed unmarked envelope inside an envelope signed by the President and Secretary of the Member. Ballot papers must be returned to the Secretary at least 72 hours before the Annual General Meeting.
- 6.3.6 The Secretary shall act as the returning officer and shall declare the result of the ballot at the Annual General Meeting. A candidate may appoint another Delegate to act as his scrutineer. A declaration by the Secretary shall be final and binding.
- 6.3.7 The office of the President or Vice President will become vacant if the holder ceases to be a Delegate or resigns his office. The Committee must fill any casual vacancy at its next meeting.
- 6.3.8 The President and Vice President appointed at the time this rule becomes effective shall remain in office until the end of the current Term.

#### 6.4 **Sub-Committees**

- 6.4.1 The Committee may by resolution Delegate any of its powers to sub-committees consisting of one or more Delegate and/or Authorised Persons as it thinks fit. Any committee so formed or person or persons so appointed shall in the exercise of the powers so Delegated comply with any directions that may from time to time be given by the Committee.
- 6.4.2 The meetings and proceedings of any sub-committees shall be governed by the rules for regulating the meetings and proceedings of the committee so far as the same are applicable.

## 6.5 **Executive Committee**

6.5.1 There will be a sub-committee called the Executive Committee constituted by:

- (a) the President
- (b) the Vice President
- (c) the Treasurer; and
- (d) the Secretary.

6.6 The Executive Committee shall be responsible for the administration of PCA business between Committee meetings. Subject to any directions of the Committee, the Executive Committee may exercise all of the powers of the Committee.

## 7. **PROCEEDINGS OF COMMITTEE OF MANAGEMENT**

7.1 The Committee may determine the quorum necessary for the transaction of its business, which quorum shall not be less than four Delegates.

7.2 Meetings of the Committee may be convened by the President or by any three Delegates.

7.3 At meetings of the Committee:-

- (a) the President or in his absence the Vice President shall preside; or
- (b) if the President and the Vice President are absent, one of the remaining Delegates shall be chosen by the Delegates present to preside.

7.4 Questions arising at a meeting of the Committee shall be determined by simple majority on a show of hands.

7.5 Each Delegate is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a casting vote.

7.6 Authorised Persons are not entitled to vote at Committee meetings

7.7 The Committee may act notwithstanding any vacancy on the Committee.

7.8 The Committee must convene at least two meetings per year.

## 8. **SECRETARY**

8.1 The Committee shall appoint a Delegate or authorised person as the Secretary for such term and upon such conditions as it thinks fit, and any secretary so appointed may be removed by it.

8.2.1 The Secretary shall attend Committee meetings, and General Meetings as directed by the President and, unless he is a Delegate, at the expense of the PCA

8.2.2 The Secretary shall attend executive committee meetings as directed by the President at the expense of PCA

8.3 The Secretary shall not be entitled to vote at any meetings, including sub-committee meetings unless he is a Delegate.

8.4 The Secretary (or in his absence, a person present appointed at the meeting) shall keep minutes of the resolutions and proceedings of each General Meeting, each Committee meeting and each sub-committee meeting in books provided for that purpose together with a record of the names of persons present at meetings.

8.5 The Committee shall appoint a Public Officer from time to time.

8.6 The Secretary shall be appointed Public Officer where eligible under the terms of the Act.

## 9. **TREASURER**

9.1 The Committee shall appoint a Delegate or Authorised Person as Treasurer for such term and upon such conditions as it thinks fit and any Treasurer so appointed may be removed by it.

9.2.1 The Treasurer shall attend Committee Meetings, and General Meetings of Members as directed by the President and unless he is a Delegate at the expense of the PCA

9.2.2 The Treasurer shall attend executive committee meetings as directed by the President at the expense of PCA.

9.3 The Treasurer shall not be entitled to vote at any meetings, including sub-committee meetings unless he is a Delegate.

9.4 The Treasurer shall have responsibility for:

(a) the collection and receipt of all moneys due to the PCA and all payments authorised by the PCA; and

(b) the maintenance of correct accounts and books showing the financial affairs of the PCA with full details of all receipts and expenditure connected with the activities of the PCA.

9.5 All cheques and receipts for money paid by or received by the PCA shall be signed, drawn, endorsed or accepted in such manner and by such persons as the Committee may determine from time to time.

9.6 An audited financial report shall be presented to the Annual General Meeting.

## 10. **PATRON**

The Committee may nominate one or more persons to be a Patron. Any Patron shall hold office during the pleasure of the Committee.

## 12. **ALTERATION OF RULES AND STATEMENT OF PURPOSES**

These rules and the statement of purposes of the PCA shall not be altered except in accordance with the Act.

### **13. NOTICES**

- 13.1 A notice given by the PCA may be given by the Secretary or another Member of the Executive Committee.
- 13.2 A notice given by a Member must be given by two Members of its governing body recorded as such in the register.
- 13.3 Notices to the PCA must be given to the address of the Secretary and Notices to any Member or Delegate must be given to the address specified in the register of Members.
- 13.4 Notices may be delivered, sent by prepaid mail or transmitted by facsimile or e-mail.
- 13.5 The accidental omission to give notice to or the non-receipt by a Member or Delegate of any notice shall not invalidate the proceedings of any General Meeting, any Committee meeting or any sub-committee meeting.

### **14 NOT FOR PROFIT**

The assets and income of the PCA shall be applied solely in furtherance of its above mentioned Purposes and no portion shall be distributed directly or indirectly to the Members of the PCA except as bone fide compensation for services rendered or expenses incurred on behalf of the PCA.

### **15 WINDING UP OR CANCELLATION**

In the event of the winding up or the cancellation of the incorporation of the PCA, the assets of the PCA shall be disposed of in accordance with the provisions of the Act.

### **16. CUSTODY OF RECORDS**

- 16.1 Except as otherwise provided in these rules, all accounts, books, securities and any other relevant documents of the PCA must be available for inspection free of charge by any Member upon written request.
- 16.2 A Member who has requested inspection of the records must notify the Secretary in writing. Within 21 days of receipt of written notification the Secretary shall notify the Member when and where the records can be inspected.
- 16.3 Upon inspecting the records, any copies of documents requested by the Member shall be arranged by the Secretary at the expense of the Member within 10 days of completion of the inspection.