

**CONSTITUTION OF
BASENJI HOUND ASSOCIATION OF QUEENSLAND
SEPTEMBER 2005**



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CONSTITUTION OF BASENJI HOUND ASSOCIATION OF QUEENSLAND

- 1) There is hereby constituted a Canine Club with a Constitution and membership as herein provided which is herein called the "Club".
- 2) The name of this Club shall be Basenji Hound Association of Queensland.

DEFINITIONS:

- 3) "Application for Membership" includes application for readmission to membership.

"Body" means, where the context reasonably admits, a Club, Society, Association, or group of persons.

"By-laws" means rules and policies in addition to this Constitution that were agreed to in accordance with this Constitution and that assist the Club in the conduct of its business.

"CCCQ" means the Canine Control Council (Queensland).

"Clause" means a provision of the Constitution and where the context so admits includes a paragraph or subparagraph thereof.

"Committee" includes Office Bearers unless Clause 26 of the Constitution specifically provides otherwise.

"Constitution" means the Constitution for the time being of the Club.

"Dog" means pure breed Basenji dog, bitch or pup either singular or plural.

"Dual Member" means one of any two of the persons who are partners in the conduct of a kennel having a kennel prefix in their joint names registered with the Control who has been admitted with the other of such persons as a Dual Member of the Club.

"Exhibition" includes a Canine Show, Canine Exhibition, Canine Parade, Gundog Trials and Tests, Canine Competition, Display, Obedience Trials and Tracking Trials, Non-Slip Retrieving Trials, Contest, Match or similar events.

"Family Member" means one of any two adults residing at the same address who has been admitted with the other people as a Family Member of the Club. Their children over the age of ten and below the age of sixteen years shall be admitted as Junior Members.

"Financial Member" means a member of the Club who shall not be in default in the payment of his annual subscription or any fees or other monies payable by him in accordance with the Constitution. Unfinancial shall have the opposite meaning.

"Financial Year" means the financial year of the Club as defined by Clause 64.

"Honorary Member" means a person who, upon the recommendation of the Committee or upon a written nomination signed by not less than five members, is elected by a resolution passed in General Meeting by a majority of not less than three-fourths of the Members voting in person thereat as an Honorary Member for such period as may be so determined and who in the opinion of such Meeting has rendered outstanding services to the Canine Fancy or to the Club or for other good and sufficient reason and who need not comply with the provisions of Clause 6 and shall in addition have the rights and privileges of a financial member, but shall not be entitled to vote at General Meetings or hold office.

"Junior Member" means a person over the age of ten and under the age of sixteen years who has been admitted as a member of the Club and who shall not be entitled to hold office or to vote at a General Meeting of the Club but shall otherwise be entitled to enjoy all other privileges of membership.

"Life Member" means a member who has been admitted to the Club as a member for life for meritorious and conspicuous continuous service to the Club over a period of at least six years. The Committee may nominate a member for Life Membership to the Annual General Meeting. To be successful the nominee must obtain at least a three-fourths majority vote of members present. Only one Life Membership may be granted in any one year. Life Members are eligible for election to office and have full voting rights.

"Member" means a person who has been admitted as an ordinary or dual or life member of the Club and where the context otherwise so admits, shall include a person admitted to any other category of membership and the word "Member", where the context so admits, shall mean and include persons who have been admitted to any category of membership.

"Office" means the Office of the Club, and shall be a place as determined from time to time at which the records of the Club are to be kept.

"Office Bearers" means the President, the Vice-Presidents, Treasurer and Secretary or such other nominated positions as referred to in Clause 23 of this Constitution for the time being of the Club.

"Period of Membership", in relation to a member, denotes the twelve months terminating at midnight on the last day of the financial year of the Club (refer to Clause 64) for which such member is for the time being elected or admitted to membership of the Club or such portion of that term during which his membership continues.

"Person", where the context reasonably permits, includes an individual, a partnership, or any other legal entity.

"Registered" means breeds and breed varieties of dogs for which the Canine Control Council (Queensland) keeps a separate register.

"Secretary" means the Honorary Secretary or Secretary of the Club, and where the context reasonably permits, includes the Assistant Secretary and any other person for the time being appointed by the Committee to exercise the functions of the Secretary.

"Written notice" shall be deemed to have been given to each member if it is published in the Club's Newsletter or Journal or such other publication as prescribed by members at the first General Meeting for the year, provided that such publication is made and received by the

members not later than seven days prior to the date of the meeting or if it is served upon him personally or if it is sent through the post addressed to such member at the address furnished by him to the Secretary or at his last address known to the Secretary. A notice sent to one of a dual or family membership shall be deemed for all purposes to have been given notice to each of such members.

“Writing” includes printing and any other like recognised means of communication or of reproducing words in visible form.

Words used in the Constitution where the context reasonably permits shall have the same meaning as the definition thereof, as set forth in the Rules and Regulations of the Canine Control Council (Queensland). Words importing the male, female or neuter gender shall, where the context reasonably permits, include the male, female and neuter gender and the singular number shall include the plural number.

OBJECTS:

4) The objects of the Club are to:

- (a) Promote and encourage the breeding of purebred dogs;
- (b) Promote and raise the standards and exhibition of pure bred dogs;
- (c) Promote the holding of exhibitions and to conduct exhibitions and/or to promote obedience training;
- (d) Foster, promote and protect the interests of exhibitors of dogs at exhibitions;
- (e) Collect, verify and publish information relating to dogs and the breeding and exhibition of purebred dogs;
- (f) Educate and encourage members, breeders and judges to abide by the requirements and standards approved by the Canine Control Council (Queensland) for the conduct of exhibitions and shows;
- (g) Promote good fellowship and sportsmanship amongst members and those participating in or attending at exhibitions and shows;
- (h) Inform members of and make known to them the laws and regulations of the State relating to the ownership and care of dogs, and the responsibility of owners for the conduct and actions of their dogs;
- (i) Hold functions and lectures relating to dogs and to the objects of the Club generally;
- (j) Provide awards and donate prizes for competition at exhibitions and for the competition by breeders and exhibitors of dogs;
- (k) Foster relations with other Clubs and bodies having similar aims;
- (l) Promote and assist worthy causes, as agreed at a General Meeting of the members of the Club;
- (m) Invest the funds of the Club not immediately required in such manner as the Members or the Committee in lieu thereof shall determine;
- (n) Purchase, hire, lease, etc., and do such things as are conducive or incidental to promoting and achieving the objects of the Club;
- (o) Carry on such other activities or promote or encourage interest in the breeding, upkeep and training of and the general well-being and improvement of pure bred dogs and to do all such other things as may be necessary or conducive to carrying out the objects of the Club; and
- (p) Provide for the welfare and general well being and to make better provision for veterinary care and provide food and shelter for Basenji dogs, bitches or pups which come under the possession and control of the Club in whatever manner or form.

AFFILIATION WITH THE CANINE CONTROL COUNCIL (QUEENSLAND):

- 5)
- (a) The Club shall apply to become affiliated with the CCCQ and if affiliated shall be eligible to apply for permission to conduct authorised exhibitions.
 - (b) So long as the Club is an Affiliate of the CCCQ, every member whether a member of the CCCQ or not, shall be deemed to have agreed with the CCCQ, to be bound by the Rules and Regulations of the CCCQ for the time being in force, so far as the same shall relate to him.

MEMBERSHIP:

- 6) Any person owning a pure bred dog or interested in any of the activities referred to in the objects of the Club shall be eligible for membership.

CLASSIFICATION OF MEMBERS:

- 7) Membership of the Club may be divided into the following categories (see Clause 3)
- (a) Member (Ordinary),
 - (b) Dual Member,
 - (c) Life Member,
 - (d) Honorary Member,
 - (e) Junior Member,
 - (f) Family Member

and every person admitted and/or elected to membership shall be and be deemed for all purposes to have agreed to be bound by the Constitution and By-laws for the time being in force of the Constitution of the Club and the Rules and Regulations of the CCCQ if the Club is an Affiliate. Each class of membership shall be unlimited in numbers.

ROLL OF MEMBERS:

- 8)
- (a) A roll of members shall be kept by the Club and shall contain the name and address and the date of admission to and the category of membership of each Member. This roll shall be renewed annually.
 - (b) The roll of members shall be kept at the Office of the Club and shall be made available by the Secretary for inspection by a member at all reasonable times.

APPLICATION FOR MEMBERSHIP:

- 9) An application for membership shall be in such form as the Committee may from time to time prescribe and shall be signed by the applicant and accompanied by the prescribed fees.
- 10) The Secretary shall submit such application to the next General Meeting of the Club or Committee in lieu thereof, where the matter shall be decided by majority vote.
- 11) A member may up to and including the date but prior to the start of the AGM make application to the Club for readmission as a member to his category of membership upon payment of his annual subscription and shall be deemed for all purposes to have been readmitted as such a member.

TERMINATION OF PERIOD OF MEMBERSHIP:

- 12) A member shall cease to be a member of the Club:
 - (a) Upon the termination of his period of membership (whether by the passage of time or otherwise), unless he shall be readmitted pursuant to Clause 11 as a member of the Club for a further period of membership;
 - (b) If he resigns by notice in writing addressed to the Secretary;
 - (c) If he shall die;
 - (d) If his annual subscription for the forthcoming financial year has not been paid in accordance with Clause 11;
 - (e) If pursuant to the Constitution he shall be expelled from the Club;
 - (f) If he is disqualified or suspended by the CCCQ for any period for which he or she is suspended or disqualified; and
 - (g) Should any person cease to be a member of the Club for any reason whatsoever, he or she shall not be entitled to return of his or her membership fee or any part thereof, or any portion of the assets of the Club.

ANNUAL SUBSCRIPTION AND JOINING FEE:

- 13) Subject to notice of motion first being given by Resolution of the Committee, the members in General Meeting at any time and from time to time may fix the amount of the annual subscription payable by each category of membership and may in a like manner determine that a membership joining fee shall be paid and the amount thereof.

PRIVILEGES OF MEMBERSHIP:

- 14) Subject to the restrictions and limitation prescribed by or pursuant to the Constitution, the privileges of a member shall be:
 - (a) Upon application and payment of the prescribed fee (if any) to the Secretary, to receive a copy of the Constitution of the Club;
 - (b) The right to attend and vote at all General Meetings of the Club, subject to the conditions of Clause 61 (b) and 61 (c);
 - (c) To submit himself as a candidate for any Office of the Club, subject to the conditions of Clause 61 (b) and 61 (c);

- (d) To receive any publication issued by the Club, upon the payment of the prescribed fee (if any); and
- (e) To compete for prizes (including trophies) available for members of the Club when exhibiting or competing at any exhibition conducted by the Club.

15) A Junior Member shall be entitled to take part in the proceedings of a General Meeting but shall not be eligible to vote and shall not be eligible to hold office, but shall be entitled to exercise all other privileges of membership.

CONDUCT OF MEMBERS:

16) A member, upon election to any category of membership, shall strictly observe and act in conformity with and not otherwise than in accordance with the Constitution of the Club and Rules and Regulations of the CCCQ if the Club is an Affiliate, and shall uphold the honour of and use their best endeavours to further the objects of the Club.

17) A Member shall furnish to the Committee such information within the knowledge of the Member as the Committee may from time to time require and within such time as the Committee may specify in respect of any act or omission on their part or of their agent or servant in and about their conduct at any exhibition or show or in respect of any matter dealt with or regulated by the Constitution and By-laws of the Club or Rules and Regulations of the CCCQ where applicable.

18)

- (a) Where a member is required to appear before the Committee or to supply information pursuant to Clause 17 or any other Clause of this Constitution and fails to do so, **he** shall furnish to the Committee a Statutory Declaration or other written explanation relating to the matter.
- (b) If a member defaults in complying with any requirement of the Committee pursuant to Clause 17 and/or 18(a), the Committee may in its absolute discretion proceed to enquire into the matter without further notice to the member.

19) If, upon such inquiry, the Committee is of the opinion that a member has willfully infringed any of the Rules or Regulations of the CCCQ if the Club is an Affiliate and/or the Constitution and By-laws of the Club, or has been guilty of any conduct prejudicial to the Club or to a member thereof, the Committee may call his attention to such infringement or conduct by a notice in writing addressed to such member and may call upon such member to show cause why **he** should not be expelled from the Club or have his membership suspended.

20) If such member does not, within a period of fourteen days of the date of the aforesaid notice, either resign **his** membership or offer an explanation of the circumstances, either in person or in writing as he may elect to the Committee at a meeting thereof convened for that purpose, and if such explanation is not acceptable to the Committee, it may recommend to the members at the first General Meeting thereof convened subsequent to such inquiry that the member be suspended from membership for such period as the Committee may think fit or that such member be expelled from the Club and such recommendation shall be included in the notice

convening the General Meeting. At such meeting, the member shall be entitled to be heard and to give his explanation of the circumstances and to call witnesses on his behalf.

- 21) If the recommendation of the Committee made under Clause 20 or an amendment thereof is approved by a Resolution passed by a majority of three-fourths of the members voting in person at such General Meeting, such member shall forthwith be suspended from membership for such specified period or expelled as the case may be, and he shall have no claim or right of recourse to litigation against any member so voting.
- 22) Any member affected by a decision of the Committee and/or resolution passed in accordance with Clause 21 may appeal therefrom to the Committee of CCCQ upon such conditions as that Committee may from time to time prescribe. In such event the decision of the Committee of the CCCQ shall be final and binding on all parties.

OFFICE BEARERS:

- 23) The Office Bearers for the time being of the Club shall be
- (a) The President,
 - (b) Vice Presidents,
 - (c) The Treasurer,
 - (d) The Secretary, and
 - (e) Such other officers as required.

DUTIES OF SECRETARY:

- 24) The Secretary shall exercise and perform all the usual secretarial functions and generally attend to the secretarial work of the Club and in particular shall keep and maintain:
- (a) The roll of members;
 - (b) Minutes of all proceedings of meetings of the Committee, and of the Club;
 - (c) All necessary records of the affairs of the Club;
 - (d) A complete record of awards made at all exhibitions and shows conducted by the Club, where necessary;
 - (e) If the Club is an Affiliate, shall forward to the CCCQ within one month of the Annual General Meeting an audited Statement of Receipts and Expenditure and Balance Sheet of the Club; and
 - (f) Keep a true and correct inventory of all property of the Club.

DUTIES OF TREASURER:

- 25) The Treasurer shall:
- (a) Receive all monies paid to the Club and cause the same to be paid into the banking account of the Club kept for such purpose within fourteen days of the receipt thereof;
 - (b) Keep all necessary books of account and financial statements as shall be required by the Auditors, the CCCQ and the Australian Tax Office or equivalent;
 - (c) Prepare the Annual Accounts and accompanying reports;
 - (d) Submit financial statements to all constituted meetings of the Committee and of the Club;
 - (e) Produce in General Meetings the cash books and Bank passbook when requested to do so; and

- (f) Keep vouchers for payments authorised by the Club and the Committee.

COMMITTEE:

26) There shall be a Committee consisting of the office bearers and not less than four nor more than six members all of whom shall be elected at the Annual General Meeting or as provided in the Constitution (Clause 23).

27) The Committee shall manage and have the entire control of the affairs of the Club subject to and in accordance with the provisions of the Constitution and any resolutions passed at a General Meeting of members. The Committee shall be empowered to make from time to time such By-laws as may be necessary for the management of the Club. The duties of the Committee shall include:

- (a) Alterations of or additions to the Constitution shall be made in the following manner:
 - (i) The Committee may from time to time by resolution amend the Constitution;
 - (ii) The Committee, shall by written notice prior to the Annual General Meeting or General Meeting next held after the adoption of any resolution amending the constitution advise such General Meeting of the amendment to this Constitution and such General Meeting shall be empowered to either confirm or reject such amendment to this Constitution and upon such confirmation of such amendment to this Constitution it shall, subject to any approval that may be required under any Act or regulation governing them incorporate them forthwith.
 - (iii) Constitution changes are to be passed by no less than 60% of all eligible members present and eligible proxy votes presented to the meeting.
- (b) Nominate a person for Honorary Membership for ratification at the next General Meeting;
- (c) Nominate a person for Life membership for ratification at the next Annual General Meeting;
- (d) Appoint a person to assist the Secretary;
- (e) Appoint a person as Auditor if the position becomes vacant during the Financial year;
- (f) Create Subcommittees and appoint consenting members to positions on these Subcommittees, assign Subcommittee duties and establish the quorum for such Subcommittees;
- (g) Approve the opening of a banking account for funds of the Club and invest funds of the Club not immediately required for the conduct of the Club;
- (h) Review and update from time to time the Application form for membership and associated fees for membership and subscriptions;
- (i) Review the conduct of Members prejudicial to the Club and promote a motion of Resolution to the next General Meeting s to whether such persons are to be suspended or expelled from the Club;
- (j) Review and update from time to time the By-laws of the Club and promote a motion of Resolution to the next General Meeting of any resulting changes.

28) Notwithstanding the foregoing, the members in General Meeting by resolution passed by a majority of members voting in person thereat may overrule a decision of the Committee, except a decision of the Committee to pay any account payable by the Club, or by a resolution passed

by a majority of the members voting in person thereat may instruct the Committee in the light of objections expressed by any member to any such decision to review the decision at its next meeting and make its further recommendation to the members of the next General Meeting thereof.

MEETING OF THE COMMITTEE:

- 29) Meetings of the Committee shall be held at such place and at such time as the Committee from time to time determines and at least once every three calendar months. A Committee meeting may be held jointly with a General Meeting if the majority of Committee so agrees at that time and the quorum is met. Any resolutions passed at a joint Meeting of the Committee and General Meeting shall be considered to be passed by both the Committee and General Meeting.
- 30) The Secretary or his representative shall attend all meetings of the Committee. The minutes of such meetings signed by the Chairman thereof or by the Chairman of a confirmatory meeting shall be accepted as sufficient evidence of the proceedings of such meeting.
- 31) The quorum for a Committee Meeting shall be not less than one half of the members thereof present in person.
- 32) The Secretary shall call a meeting of the Committee whenever requested so to do by the President or by three members of the Committee.
- 33) The President, or in his absence or if he shall be unwilling to act, a Vice-President present, or if present he shall be unwilling to act, then a member of the Committee elected by the members thereof present in person shall be the Chairman of a meeting of the Committee.
- 34) A member of the Committee shall not vote in respect of any contract or proposed contract with the Club in which he is interested or in respect of any matter arising thereof and if he does so vote, his vote shall not be counted.
- 35) All acts done by a meeting of the Committee or of a Subcommittee thereof or of a Subcommittee appointed by the members or by any person acting as a member of the Committee or of a Subcommittee notwithstanding that it is afterwards discovered that there was some defect in the appointment of the Committee or of a Subcommittee or of any person acting as aforesaid, or that the members of the Committee or any of them or of a Subcommittee were disqualified, shall be as valid as if any such person had been appointed and was disqualified to be a member of the Committee or of such Subcommittee.
- 36) A resolution in writing signed by all members of the Committee for the time being entitled to receive notice of a meeting of the Committee shall be as valid and effectual as if it had been passed at a meeting of the Committee duly held and convened. Any such resolution may consist of several documents in like form each signed by one or more members of the Committee.
- 37) A member of the Committee absenting himself from three consecutive Committee meetings without leave of the Committee shall cease to be a member of the Committee, and if an Office Bearer he shall also cease to hold his office.

38) A casual vacancy occurring amongst the members of the Committee may be filled by the Committee at its next meeting and the member so appointed shall hold that office until his appointment is confirmed by the members at the next General Meeting or the vacancy is otherwise filled by the members at a General Meeting.

ELECTION OF OFFICE BEARERS AND COMMITTEE:

- 39) The Office Bearers and other Members of the Committee and non-committee appointments shall be elected annually at the Annual General Meeting and shall take office immediately upon election.
- 40) Nominations of members proposed as Office Bearers or as other members of the Committee shall be made in writing to the Secretary at least twenty-one days before the date of the Annual General Meeting, and shall be signed by at least one member and the nominee. No person shall be eligible for election unless he or she is a financial member of the Club, a financial member of the CCCQ if the Club is an Affiliate, and complies with the conditions of Clause 61 (b) and 61 (c).
- 41) A list of all such nominations, in alphabetical order or by "lot", shall be sent or delivered to each of the members at least seven days prior to the holding of the Annual General Meeting.
- 42) If there is not a nomination for the office of President or Vice-President, Secretary or Treasurer or if a member nominated for such office declares at the Annual General Meeting verbally or in writing that he is unwilling to stand for that office, or if the number of members required for election as members of the Committee are not nominated, the members may propose and second orally, at the Annual General Meeting, sufficient members to fill any such office.
- 43) If there be one or more than the required number of members nominated for the election to any office, an election by ballot shall take place, but if there be only the requisite number, the Chairman shall declare those nominated to be duly elected.
- 44) The election of the office bearers and members of the Committee shall be by secret ballot unless a motion to vote by show of hands is first approved by a simple majority:
- (a) Cast by members present at the Annual General Meeting and eligible to vote thereat and including any eligible proxy votes.
 - (b) For the purposes of the ballot, a Returning Officer may be appointed at the General Meeting of members immediately preceding the Annual General Meeting or as the first business of the Annual General Meeting. If not so appointed, not less than two scrutineers shall be appointed by the members at, and as the first business of the Annual General Meeting.
 - (c) Each member wishing to participate in the ballot shall strike out from the voting paper all names in excess of the number of positions vacant and ballot papers containing a greater or lesser number of candidates to be elected shall be invalid.

- (d) After the appointment of the Returning Officer and/or the scrutineers, the Returning Officer and/or the scrutineers shall count or cause to be counted by the said persons the votes cast by members.
- (e) The Returning Officer and/or the scrutineers shall declare the result of the ballot immediately after the votes have been counted, and in the event of an equality of votes in favour of any candidate which could affect the election of a candidate, the members at the Annual General Meeting shall elect one of such candidates to fill the vacancy for which he was nominated by a Resolution passed by a simple majority of members present and voting thereon.
- (f) If any question shall arise as to the validity or invalidity of a voting paper, or whether any particular member has or has not been elected to any particular office, a statement by the Returning Officer that the relevant voting paper is or is not valid or that particular member has or has not been elected to a particular office shall be conclusive.

Members shall have no claim or right of recourse to litigation against any members voting on the business of the Club during a properly constituted meeting.

SUBCOMMITTEE:

45)

- (a) The Committee or the Members at a General Meeting may at any time and from time to time appoint a Subcommittee from amongst the Members of the Committee or the Members for such purpose and with authority to exercise such powers and duties as the Committee in its discretion may recommend, save and except the power to refuse or return any entry and the members thereof shall hold office during the pleasure of the members.
- (b) The quorum for a Subcommittee shall be such number thereof as shall be determined by the Committee or Members at a General Meeting at the time of its election, who may in like manner appoint a Chairman thereof provided that if a Chairman is not so appointed or is absent or unwilling to act, the members of the Subcommittee shall appoint one of their number to be Chairman.
- (c) The Committee or any such Subcommittee may co-opt additional members to assist in its duties.
- (d) The President and Secretary shall automatically be ex officio members of all Subcommittees.

RULINGS AT MEETINGS:

46) All questions arising at a General Meeting or at a meeting of the Committee or of a Subcommittee, other than questions of order or procedure which shall be decided by the Chairman, shall be decided by the majority of votes cast at such meeting and in the case of equality of votes, the Chairman shall have a casting vote.

GENERAL MEETING OF MEMBERS:

47) The Annual General Meeting of members of the Club shall be held within three months of the end of the financial year (see Clause 64).

The business to be transacted at the Annual General Meeting shall be:

- (a) Appoint returning officer and/or two scrutineers as required under Clause 44(b) of this Constitution;
- (b) Note apologies for non-attendance;
- (c) Confirm the Minutes of the preceding Annual General Meeting;
- (d) Transact business arising from such Minutes;
- (e) Receive and adopt the accounts of the Club and the accompanying reports thereon;
- (f) Check the number of life and Financial members present and eligible to vote;
- (g) Receive from the returning officer pursuant to Clause 44(d), or the President pursuant to Clause 43, the result of the ballot for the election of the office bearers and of members of the Committee or pursuant to Clause 42, to elect office bearers or members of the Committee;
- (h) Appoint a qualified Auditor;
- (i) Appoint any patrons;
- (j) Receive the Annual Report and transact any other business required by the Constitution to be transacted;
- (k) Transact any other business written notice of which shall have been given to the members at least seven days prior to the date of such meeting; and
- (l) Subject to the approval of a majority of the members present at the meeting, to transact any further business which may be brought forward at that meeting.

Members shall have no claim or right of recourse to litigation against any members voting on the business of the Club during a properly constituted meeting.

48) An Ordinary General Meeting of the Club shall be held at such time and at such place as the members at the preceding meeting shall determine or if not so determined as shall be convened pursuant to the Constitution.

49) The business of an ordinary General Meeting shall include the following:

- (a) Note apologies for non-attendance;
- (b) Confirm the Minutes of the preceding ordinary General Meeting;
- (c) Transact business arising from such Minutes;
- (d) Receive the reports of the Committee, the Secretary and the Treasurer and any other such reports as may be required to be given;
- (e) Receive the reports of Subcommittees;
- (f) Elect new members;
- (g) Consider and deal with business deferred from the previous meeting;
- (h) Consider and deal with motions of which due notice has been given;
- (i) Consider and deal with correspondence received since the previous General Meeting;
- (j) Receive notices of motions;
- (k) Consider and deal with motions of which notice has not been given;

- (l) Hear through the Chairman answers to questions from members and, where appropriate, to deal with the subject matter thereof; and
- (m) Deal with such other business as the Chairman or the majority of members present may allow.

Members shall have no claim or right of recourse to litigation against any members voting on the business of the Club during a properly constituted meeting.

- 50) The Secretary at the direction of the President or of the Committee or on the written request of ten members shall convene a Special General Meeting.
- 51) The business to be transacted at a Special General Meeting shall be set out in the notice convening the same, and no other business shall be transacted thereat or at any adjournment thereof.
- 52) The quorum at an Annual General or a General Meeting shall be such number being not less than six members present in person or such greater number as the members from time to time shall determine.
- 53) The President or in his absence or if he shall be unwilling to act, the Vice-President, or if there shall not be a Vice-President present or if present he shall be unwilling to act, then a member elected by the members present in person shall be the Chairman of such a meeting.

NOTICE OF GENERAL MEETINGS:

- 54) Every General Meeting shall be convened by notice given by the Secretary to each member of the Club specifying the date, time and venue of such meeting as prescribed in Clause 56. The signature to any such notice may be written, stamped, impressed, typed or printed.
- 55) At least seven days prior notice shall be given in respect of each such meeting.
- 56) Notice of a General Meeting shall be made by written notice.
- 57) The accidental omission to give notice to a member or if a member shall fail to receive a notice sent as aforesaid shall not invalidate a General Meeting.
- 58) A notice sent by post shall be deemed to have been served on the day following that on which it is posted.

ADJOURNMENT OF MEETING:

- 59) If at a General Meeting or at a Committee or Subcommittee Meeting a quorum shall not be present after the lapse of forty-five minutes from the appointed time thereof, the meeting shall thereupon lapse.
- 60) A General Meeting of members or a meeting of members of a Committee or of a Subcommittee shall have the power to adjourn its proceedings from time to time for any period not exceeding at anyone time, one month.

VOTING OF MEMBERS:

61)

- (a) At meetings of Members or of the Committee or of a Subcommittee the mode of voting shall in the first instance be by a show of hands, or if required by two members, by an actual division or by ballot and the Chairman shall have an ordinary and in the case of equality also a casting vote and all questions shall be decided by the majority of votes of the members voting in person at any such meeting, provided that on a resolution relating to the election of the office bearers or of the members of the Committee or relating to the expulsion of members, the foregoing shall not apply and in lieu thereof votes shall be taken in accordance with the relevant Clause of the Constitution.
- (b) Every member who was a financial member of the Club for not less than three months of the financial year preceding the Annual General Meeting and is currently a financial member shall be entitled to vote at the Annual General Meeting and shall be eligible to nominate or be nominated as an office bearer or member of the Committee. Every eligible member shall be allowed to vote by proxy at the Annual General Meeting for the election of Office Bearers if they have attended at least two (2) meetings of the last six (6) general meetings. Every member who is and has been a financial member of the club for not less than three (3) months shall be eligible to a proxy vote for any motion for which written notice has been given.
- (c) In all matters not covered by this Constitution in the first (1) instance and the club By-laws in the second (2), the rules of common debate shall apply provided always that the best interests of the general members of the Club are served and general members have the right to vote in favour of or against any Committee decision.
- (d) **DISSENSION FROM THE PRESIDENT'S and/or CHAIRMAN'S PROCEDURE - RULING - ACTIONS - ETC.**
In the event that a dissension vote be carried by a 60% majority at any meeting of the Club, the Chairman shall be bound to adopt such ruling procedures - actions - as decided by said vote, and further, immediately such dissension vote be moved and seconded the Chairman shall immediately vacate the chair to enable correct and proper discussion and voting procedures to follow. Members present are then entitled to elect their own choice of interim Chairman to preside during the time that this matter only is discussed and determined, whereupon the Chairman shall resume the chair.
- (e) **CENSURE OF (1) PRESIDENT'S RULING and/or CHAIRMAN'S ACTION & RULING - PROCEDURE, ETC.**
CENSURE OF (2) OFFICE-BEARER(S) and/or COMMITTEE ACTION - RULING - PROCEDURE, ETC.
CENSURE OF (3) A GENERAL MEMBER'S ACTION - CONDUCT, ETC.
In the event that a censure motion is moved, seconded and carried by a 60% majority at any meeting of the Club, the person or persons against whom the vote is taken shall be considered censured and all relevant details shall be minuted. (It must be understood that a censure motion does not automatically mean a loss of position from Committee or a loss to a general member of his usual and accepted rights).

- (f) VOTE OF NO CONFIDENCE:
- (1) Against any office bearer or office bearers;
 - (2) Any Committee member;
 - (3) The entire Committee (to include office bearers also).

In the event that a vote of "no confidence" is moved, seconded and carried by a 60% majority of persons present in person at the meeting specially convened to discuss the motion such person or persons against whom the motion was carried shall immediately forfeit his/her/their position as an office bearer(s) or Committee member and any such person(s) shall not be allowed to accept nomination for the Committee or as office bearer or for any Subcommittee for a period of twelve months from the date of such motion. The members present upon such "vote of no confidence" being carried, are then entitled if they so desire, to select a replacement or replacements for the position or positions hereby rendered vacant.

- (g) Notice of motion of "no confidence" must be made in writing signed by the persons moving and seconding the motion and handed to the Secretary, the Secretary shall convene a special meeting to be held within thirty days from the date of receipt of the notice of motion, and advise all members in writing within seven days allowing members at least fourteen clear days notice of the meeting. Proof of posting of the notice to the member=s last registered address with the Club shall be deemed sufficient proof of the member being notified.
- (h) A Proxy Vote may be submitted by eligible members by the following information in writing or by email to the nominee who is to vote on their behalf or the club secretary:
- (1) Members name and address;
 - (2) Proxy=s name; if a proxy is not nominated than the chairman shall be the designated proxy;
 - (3) Directions to proxy for each motion or vote being considered; directions may be For, Against, Abstain, or Proxy the latter allowing the nominee to vote without direction;
 - (4) Signature of member if the nomination is delivered in writing; a copy of the email if the nomination is delivered by email.

The proxy nomination is to be delivered to either the nominee or club secretary prior to the start of the meeting. The club secretary must confirm the eligibility of the proxy direction prior to the vote being taken.

- (i) The election of Honorary and Life Members shall require a majority of 75% of eligible votes.
- (j) The Resolution to wind up the Club shall require a majority of 75% of eligible votes.
- (k) The Resolution to use funds standing in the Basenji Hound Association Rescue Account from being used for purposes other than nominated in Clause 63 shall require a majority of 75% of eligible votes.

TRUSTEES:

- 62) The members in Annual General Meeting shall appoint not less than three Trustees and, until otherwise determined, the President, Secretary and Treasurer for the time being in office shall be the Trustees and shall hold all property of the club real and personal on behalf of the members.

PROPERTY:

- 63) The property assets and income of the Club, wherever derived, shall be applied towards the promotion of the objects of the Club, and no portion thereof shall be paid or transferred either directly or indirectly to any member or members of the Club. Provided that nothing herein contained shall prevent the payment in good faith of remuneration or reimbursement to any officers or servants of the Club or any member in return for services actually rendered or for authorised expenses incurred nor prevent the payment of interest on money borrowed from any member of the Club.

Provided further that without the agreement of 75% of the members present at a meeting properly called for such purpose, nothing hereinbefore contained shall permit the use of the funds standing in the bank account entitled the Basenji Hound Association Rescue Account from being used in any way other than for the purpose of caring for homeless, or injured Basenjies which come under the possession and control of the Club at any time.

FINANCIAL YEAR:

- 64) The financial year of the Club shall commence on the first day of September in each year, and terminate on the 31st day of August of the year. Member=s fees are to be payable on or before the first day of each year (see Clause 12).

SHOW SECRETARY AND/OR SHOW MANAGER:

- 65) The members at a General Meeting or the Committee in lieu thereof may appoint a Show Secretary and/or Show Manager.

PUBLICITY OFFICER:

- 66) The members or the Committee in lieu thereof may appoint a Publicity Officer whose duties shall be determined by the Committee and/or members in General Meeting.

BANKING ACCOUNT:

- 67) The Committee shall cause a banking account to be opened with a recognised Bank or Credit Union and be kept in the name of the Club.

- 68) All cheques payable to the Club shall be deposited to the credit of the Club's banking account.

All monies payable on behalf of the Club amounting to \$20.00 or upwards, with the exception of prize money, shall be paid by cheque drawn upon the Club's bankers which shall be signed by the Treasurer or in his absence his authorised deputy and any one of the office bearers authorised to sign on behalf of the Club. Notice of every such authority or change thereof shall be given to the Club's bankers forthwith whenever the need arises. Where an amount less than

\$20.00 is paid in cash, the Treasurer or his authorised deputy, shall ensure a receipt is obtained at the time of the transaction.

ACCOUNTS:

- 69) The Treasurer shall cause to be kept true accounts of all monies received, of all payments made by or on behalf of the Club, and of all assets and liabilities, the manner in which income and expenditure of the Club has been dealt with, which at all times shall show the true financial position of the Club.
- 70) The Club's books of account shall be kept at such place of security as the members in General Meeting, or the Committee in lieu thereof, shall determine.

AUDIT AND AUDITOR:

- 71) The members at the Annual General Meeting shall appoint each year a qualified Auditor to be the Auditor of the Club and a person so appointed shall hold that office until the next Annual General Meeting. The Committee shall fill a casual vacancy occurring in the position of Auditor.
- 72) Notice of the nomination of any person other than a retiring Auditor for appointment as Auditor shall be given to the members not less than seven days before the Annual General Meeting at which the appointment of Auditor is to be made.
- 73) A person shall not be appointed or act as Auditor of the Club if he is a member or an employee of the Club.

PATRON:

- 74) The members at the Annual General Meeting may elect until otherwise determined by them not more than three persons to be Patrons of the Club. A Patron shall be entitled to attend a General Meeting of the Club and by invitation of the President to address the members thereat, but is not permitted to vote, unless a financial or life member of the Club.

CLUB JOURNAL:

- 75) The members in General Meeting by a resolution passed by a simple majority of those voting in person thereat may authorise the publication of a Club journal under such name and subject to such terms and conditions and containing such subject matters as the members may determine as aforesaid from time to time. If the Club is an Affiliate, content of the publication is subject to editorial policy for the time being of the CCCQ.
- 76) The amount applicable to the Club Journal subscription may be included in the annual membership subscription, but shall be set apart and separately accounted for in the annual accounts.

WINDING-UP OF THE CLUB:

77) The Club shall be wound up if:

- (a) The number of its financial members becomes less than ten;
- (b) A three-fourths majority of financial members voting at a General Meeting convened to consider a resolution to wind up the Club, vote that it shall be wound up;
- (c) The Club, on deciding to wind up its affairs, shall cause to be convened a General Meeting of its Members. Notice shall be given in the notice convening the meeting stating that the Club proposes to wind up its affairs and cease functioning as a Club;
- (d) The Club shall give an undertaking that all of its known debts have been paid in full and shall transfer all surplus funds after the payment of such debts to another organisation with similar purposes which is not carried on for profit or gain of its individual members.

- END OF CONSTITUTION -