

RULES OF THE AUSTRALIAN SADDLE PONY ASSOCIATION INC.
SECTION A
PART I - PRELIMINARY

INTRODUCTION

45070. These rules:

- (a) Shall take effect on such date as is specified in the resolution of the Council pursuant to which they are adopted;
- (b) Upon taking effect, replace the Memorandum of Association of the Australian Saddle Pony Association Ltd.

Definitions

45071. In these rules and in any regulations and by-laws referred to herein or made hereunder, except insofar as the context or subject matter otherwise indicates or requires:

Act means the Associations Incorporation Act 1991 (NSW) as amended.

Annual General Meeting means the annual general meeting of the Council referred to in **rule 45**.

Association means The Australian Saddle Pony Association INC.

Body means any body corporate, firm or group of persons recognised as such by the Council.

Committee Meeting means a meeting at Federal Council.

Council means the Federal Council of The Australian Saddle Pony Association INC.

Councilor means a financial member of the Federal Council of the Australian Saddle Pony Association

Delegate means a financial member elected as such by the Council to represent a state or Territory.

Disputes/Disciplinary Committee means a standing committee of the Council, and shall comprise not less than 3 or more than 5 persons appointed by and from the council.

Executive Committee means the committee referred to in **rule 38**.

Federal Council made up of financial members nominated and elected to Federal Council annually at AGM.

Financial Member means a person who is a member and in respect of whom all monies due and payable have been paid.

Member of Council means a financial member elected to the federal Council.

Misconduct means any conduct whether by word or action:

- (a) in breach of the rules, regulations or by-laws of the Council;
- (b) considered by a reasonable person to be unsportsmanlike or of a nature which is contrary to the manner in which a person ought properly to conduct himself;
- (c) which might induce a breach of the peace;
- (d) which might create a nuisance;
- (e) which might prejudice the smooth running of or interfere with the conduct of a Show or of any meeting of the Council or of any committee meeting of the Council;
- (f) which brings the Council into discredit or the Financial Member concerned as a competitor, owner or member into discredit;
- (g) which by the rules, regulations or by-laws of the Council is deemed to be misconduct;
- (h) which is prejudicial to the showing/breeding of ponies;
- (i) which is prejudicial to the interests of the Council or any Financial Member;
- (j) which could reasonably be considered to be:
 - (i) dishonest, malicious, vexatious or scandalous or contrary to law,
 - (ii) discreditable to the Financial Member concerned or any other person,
 - (iii) prejudicial or injurious, or tending to prejudice or injure, any person interested in equine affairs;

- (k) which constitutes any threat, promise or inducement by a Financial Member to any person in relation to that person being:
 - (i) a witness or a potential witness in respect of any matter that is or may be the subject of an inquiry pursuant to the regulations;
 - (ii) a member of the Disputes/Disciplinary Committee
- (l) amounting to any act of retribution or discrimination, or any omission to similar effect, by a Financial Member towards a person in relation to that person being or having been:
 - (i) a witness or a potential witness in respect of any matter that is or may be the subject of an inquiry pursuant to the regulations;
 - (ii) a member of the Disputes/Disciplinary Committee.

Office Bearer means the office bearers on the federal council.

Secretary means the Member of Council elected as such.

Show means any show, event, competition, contest or match in which a horse or horse and rider compete.

Special General Meeting means a meeting held by request of financial members or the Council. See Rule 25.

State means a State of Australia (and includes a Territory of Australia).

Unfinancial means a member of an Affiliate in respect of whom all monies due and payable have not been paid.

The provisions of the Interpretation Act (NSW) apply to and in respect of these rules and the regulations and by-laws in the same manner as those provisions would apply if these rules and the regulations and by-laws were an instrument under that Act.

- 3. A reference in these rules to the regulations means a reference to the regulations of the Council in force from time to time. As at the date on which these rules take effect, those regulations are:
 - (a) Section A – Model Rules ASPA Inc.

OBJECTS

45160. The objects of the Council are to:

- (a) To acquire and take over the undertaking, assets and liabilities of the Australian Saddle Pony Association Ltd and to assume and carry on the functions of that Association.
- (b) Promote the breeding and to preserve the identity of the Australian Saddle Pony.
- (c) To establish and maintain a breed register and ancillary records of the Australian Saddle Pony.
- (d) To promote and encourage the use of all Australian Saddle Ponies acceptable for classification by supporting classes for registered Australian Saddle Ponies in shows and similar events.
- (e) foster relations with other organisations and bodies having similar aims;
- (f) To conduct competitions, shows, gymkhanas, dinners, dances and other activities or entertainments both public and private for the purpose of raising funds or promoting the use or breeding of Australian Saddle Ponies.
- (g) make awards and sponsor competitions at Shows for the competition by exhibitors of horses;

- (h) promote good fellowship, fair play and sportsmanship amongst members and those participating in or attending Shows;
- (i) Compile a list of persons considered competent to act as judges of horses at Shows;
- (j) encourage competitors, judges and Show organisers to adopt and abide by the standards, rules and requirements as recommended by the Council for the conduct of ASP classes at shows;
- (k) make regulations and by-laws and do all the acts, matters and things as may be necessary or expedient to promote all or any of the objects of the Council or matters incidental thereto;
- (l) collect, verify, publish, print, produce and distribute literature or information relating to breeding, riding, horsemanship, care, training and showing of ponies;
- (m) purchase, take on lease or in exchange or on hire or otherwise acquire, hold, mortgage and dispose of any real or personal property and any rights or privileges which the Council shall deem necessary or expedient for the purpose of attaining the objects of the Council or any of them, or promoting the interests of the Council;
- (n) borrow or raise or secure the payment of money in such manner as the Council shall determine and to invest the funds of the Council not immediately required;
- (o) raise money by way of subscriptions and in other such manner as the Council may determine and to grant any rights and privileges to subscribers;
- (p) accept any gift or legacy of money or property whether subject to any special trust or not for any one or more of the objects of the council.
- (q) carry on such other activities or promote or encourage interest in the upkeep, training and the general well being and improvement of horses and to do all such other things as may be necessary or conducive to carrying out the objects of the Council

PART II - COMPOSITION AND MEMBERSHIP

COMPOSITION

5. The membership of the association shall be divided into:

- (a) **Ordinary members**; shall be natural persons over the age of 17yrs and shall be entitled to attend and vote at all meetings of the association and eligible for election to any office in the association.
- (b) **Family members**: shall comprise a person qualified to be an ordinary member of the association, the spouse of such a person and children of the person under the age of 17yrs. Each family membership shall be entitled to appoint one representative of that membership to attend and vote at all meetings.
- (c) **Partnership members**: shall comprise the members of any partnership engaged in the breeding of Australian Saddle Ponies. Each partnership shall be entitled to appoint one representative to attend and vote at all meetings.
- (d) **Junior members**: shall be honorary memberships of the Association appointed by the Federal Council and are not entitled to vote.

5a Each applicant for membership of the association shall make application to the federal secretary in writing in the form from time to time prescribed by the council. Each application shall be considered by the Council which may elect the applicant to membership or reject the application without giving any reason therefore.

5b Upon election by the Federal Council and payment of the Annual Subscription, the applicant shall be a member of the Association and entitled to the rights, privileges and obligations of a member of Association.

- 5c** The annual subscription for each class of membership shall be determined annually by the federal Council at its Annual General Meeting
- 5d** Resignation: Any member wishing to resign his membership must do so by written notice to the federal secretary, but such resignation shall not relieve any member from payment of any back fees or other monies owed by him to the association.
- 5e** Cessation of membership: a member shall cease to be a member:
1. if he shall resign as provide for by the above (5d)
 2. In the event of his death
 3. If he is declared bankrupt
 4. If he shall be in arrears with his fees for 3 months. Before such a member may be re-admitted all monies owing to the association and any fine which may be imposed by the federal council must be paid.
 5. If his membership is terminated by resolution of the federal Council.

Vacancies

- 6.** For the purpose of these rules, a vacancy in the position of Councilor occurs if the Member of Council:
- (a) dies;
 - (b) resigns as a Member of Council or Delegate;
 - (c) ceases to be a Financial Member;
 - (d) is removed from office pursuant to **rule 46**;
 - (e) is absent without the consent of the Council from all meetings of the Council held during the preceding 6 months; or
 - (f) in the case of an Office Bearer, is absent without the consent of the Council from all meetings of the Council held during the preceding 3 months.

Members' Liability

- 7.** The liability of a Member of Council to contribute towards the payment of the debts and liabilities of the Council or the costs, charges and expenses of the winding up of the Council is limited to the sum of \$20.00.

PART I11 – DISPUTES AND DISCIPLINE

- 8.** The Council may in accordance with the regulations:
- (a) Conduct or cause to be conducted all such inquiries and investigations as it considers appropriate in relation to:
 - (i) any alleged Misconduct;
 - (ii) any matter or thing referred to the Council by an member;
 - (iii) any decision, act or omission of an member or occurrence at a Show;
 - (iv) any breach of or failure to comply by an member or its officers with the constitution, rules or regulations of the association;
 - (v) any other matter or thing as the Council may from time to time decide;
 - b) Impose such penalty as it in the circumstances of the case considers appropriate.

9. No person shall have any claim against the Council or any Member of Council or against any member of any committee or against any employee or agent of the Council in respect of any act, matter or thing done in good faith and purporting to be done in accordance with the rules and regulations during or in connection with an inquiry or investigation conducted pursuant to **rule 36** and the regulations.
10. Internal disputes between members (in their capacity as members) and between members and the Council shall be referred to the Disputes/Disciplinary Committee and dealt with as if the matter was an inquiry pursuant to Section B of the regulations.
11. A member may appeal to the Association against a penalty/decision under Section B.9.

PART IV - GOVERNANCE

Role of Members of Council

12. (a) The entire control of the business and affairs of the Council vests in the members of Council
- (b) All decisions of the Members of Council shall, subject to the rules, be final and binding on all Financial Members.

Office Bearers

13. The office bearers of the Council shall be the:

- (a) President;
- (b) Senior Vice President;
- (c) Junior Vice President x 2
- (d) Treasurer;
- (e) Secretary;
- (f) Classify co-coordinator
- (g) High point Score keeper

each of whom shall be elected at the Annual General Meeting from and by financial Members of the Association, present or by proxy..

14. (a) Only a Member of Council may hold the office of President, Senior Vice President or Junior Vice President.
- (b) The offices of Secretary and Treasurer need not be held by a Member of Council, but must be held by a person who is a Financial Member who has attained the age of 17 years.
- (c) Despite any other rule, when a person who is not a Member of Council holds the office of Secretary or Treasurer, that person:
 - (i) is entitled to receive the same notice of a meeting of Council as is given to Members of Council pursuant to rule 48;
 - (ii) is not a member of the Executive Committee (but may, at the invitation of the Executive Committee, attend meetings of the Executive Committee, but not vote thereat);
 - (iii) is not for any purpose under the rules a Member of Council;

15. Each Officer Bearer shall, subject to the rules, hold office until the positions of Office Bearers are declared vacant at the Annual General Meeting next following, but is eligible for re-election. An elected Officer Bearer shall assume office immediately upon such election.

Casual Vacancy in Office Bearers

16. If for any reason there occurs a vacancy in the Office Bearers, the Council may appoint a Member of Council to fill that vacancy until the Annual General Meeting next following.

Election of Office Bearers

17. Nominations of candidates for election as an Office Bearer shall be either:
- (a) made in writing, signed by 2 Members of Council and where the candidate is not present at the Annual General Meeting, must be accompanied by the written consent of that candidate, and must be delivered to the Secretary prior to the commencement of the election process at the Annual General Meeting; or
 - (b) moved from the floor at the Annual General Meeting by a Member of Council (and seconded by another Member of Council), but the nomination may not be voted on unless the candidate, either personally or in writing, indicates his consent to the nomination.
18. If only 1 nomination is received in respect of each Office Bearer, the person nominated is taken to have been elected.
19. If more than 1 nomination is received in respect of any Officer Bearer a ballot shall be held. Unless the Council resolves to the contrary, the ballot shall be a secret ballot using the first past the post system and shall be conducted at the Annual General Meeting.

Proceedings of the Council

20. (a) The Council shall conduct not less than 3 ordinary committee meetings in any year but otherwise may regulate and adjourn its proceedings in such manner as the Council thinks fit.
- (b) Where a meeting of the Council has been adjourned for more than 7 days, oral or written notice of such adjournment shall be given by the Secretary to those Members of Council who were not present (either personally or by proxy) at the meeting at the time it was adjourned.

Removal of Member of Council

21. Any Member of Council may be removed from the office of Member of Council before the expiration of that Member of Council's term of office by special resolution of the Council. The vacancy thereby occurring may be filled by the Council

Quorum

22. (a) The quorum for a meeting of the Council shall be 25% of Members of Council as constituted from time to time, present in person. No business will be conducted in the absence of a quorum.
- (b) If a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the meeting stands adjourned to the same place and at the same hour of the same day in the following week.

If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the commencement of the meeting, the meeting is dissolved.

Notice of Council Meeting.

23. (a) Except where the nature of the business proposed to be dealt with requires a **special resolution** the Secretary shall, at least 30 days before the date fixed for the holding of a meeting of the Council, send to each member of Council's last known address written notice of the place, date, and time of the meeting and the general nature of the business intended to be transacted at the meeting.
- (b) No business other than that of which notice has been duly given may be transacted at that meeting, unless a majority of members of Council present agree.

Conduct of business

24. (a) At a meeting of the Council, the President, or in the absence of the President, a Vice President, shall preside, but if the President and the Vice Presidents are absent or are unwilling to act, those other Members of Council present may select from their number a chairman of the meeting.
- (b) The Council may, subject only to rule 47, meet and conduct its business notwithstanding the existence of a vacancy in the position of a Delegate.

Attendance of Junior members

25. Subject to any contrary resolution of the Council, Junior members of the Council may attend and observe proceedings at a meeting of the Council but have no right to speak or vote thereat.

Additional meetings of Council

26. (a) An additional meeting of the Council may only be convened in circumstances where an ordinary meeting of the Council is not due to be held within the next 30 days.
- (b) Subject to paragraph (a) an additional Meeting of the Council must be convened by the Secretary upon receipt of a written requisition signed by not less than 5 Members of the Association. If the Secretary fails within 30 days to convene such meeting, any Member who signed the requisition may convene that meeting and run it in the same manner as a General Meeting.
- (c) Despite paragraphs (a) and (b) the Executive Committee may call an additional Meeting of the Council at any time.
27. Notice of an additional meeting of Council must specify the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which Members of Council present at the meeting unanimously agree to treat as **urgent** business.
28. Any Member of Council who incurs expense in convening an additional meeting of Council is entitled to be reimbursed by the Council in respect of such expense.

Special Resolution

29. A resolution of the Council is a special resolution if it is passed by a majority of Members of Council which comprises not less than three quarters of such members as vote in person or by proxy at a meeting of the Council of which at least 30 days' notice, accompanied by notice of intention to propose the resolution as a special resolution, has been given to Members of Council.

Voting

- 30.** Except in the case of a special resolution of the Council and subject to **rule 32**, all questions arising at a meeting of the Council, the Executive Committee, a standing committee or any sub committee of the Council shall be determined:
- (a) on a show of hands, or
 - (b) if required by at least 3 persons present and eligible to vote, by secret ballot.
- 31.** Where, at any such meeting, there is an equality of votes, the chairman of the meeting may exercise a second or casting vote.
- 32.** Despite any other rule, a person who is Unfinancial is not entitled to attend any meeting of the Council or of any committee or sub-committee.

Proxies

- 33.**
- (a) A Member of Council who is unable to attend any meeting of the Council may, subject to this rule, appoint a proxy to attend in his stead.
 - (b) A notice of appointment of proxy must be in such form as is approved by the Council.
 - (c) A notice of appointment of proxy must be received by the Secretary no later than 24 hours prior to the time at which the Council meeting in question is due to commence.
 - (d) A person appointed as proxy must be a Financial Member of the Australian Saddle Pony Association.
 - (e) A proxy that does not comply with the preceding paragraphs of this rule is invalid and of no effect.

Delegation by the Council

- 34.** The Council may delegate to 1 or more committees (consisting of such persons as the Council thinks fit) the exercise of such of the functions of the Council as are specified in the resolution, other than this power of delegation. Council may revoke any such delegation.
- 35.** A function the exercise of which has been delegated to a committee under **rule 33** may, while the delegation remains unrevoked, be exercised from time to time by the committee in accordance with the terms of the delegation.
- 36.** A delegation under **rule 33** may be made subject to such conditions or limitations as may be specified in the resolution of delegation. Notwithstanding any such delegation, the Council may continue to exercise any function delegated.
- 37.** Unless specified to the contrary in the resolution of delegation, all decisions of any such committee shall operate only as recommendations to the Council.
- 38.** Unless specified to the contrary in the resolution of delegation or in the regulations:
- (a) the President is ex officio a member of each such committee, and
 - (b) any 3 members of a committee shall constitute a quorum at a meeting of the committee.

A committee may otherwise meet and adjourn as it sees fit.

Executive Committee

39. The Office Bearers of the Council shall constitute an Executive Committee.
40. The Executive Committee shall deal with routine business between meetings of the Council and shall report all decisions to the next ensuing Council meeting.
41. A quorum for a meeting of the Executive Committee shall be 3 members of the Executive Committee present in person, provided that a decision agreed to by a majority of members of the Executive Committee by means of telephonic communication to the Secretary shall be a valid and effective decision as if a meeting had actually taken place.
42. The Executive Committee shall meet and conduct its business in such a manner as to the Executive Committee seems appropriate.

Standing committees

43. There shall be the following standing committees:
 - (a) The Disputes/ Disciplinary Committee, which shall comprise not less than 3 nor more than 5 persons appointed from time to time by and from the Council.
44. The Council may at any time resolve that:
 - (a) the membership of any standing committee shall be changed (whether by addition or removal of any member) in such manner as Council may determine; or
 - (b) the chairman of any standing committee shall be a particular person (who must be a Member of Council)and whether or not for a particular period or for a particular purpose.
45. Subject to any contrary resolution of the Council, the term of membership of a standing committee shall be until the commencement of the Annual General Meeting next following the person's most recent appointment to the committee.

PART V - ANNUAL GENERAL MEETING

46. The Annual General Meeting of the Council shall be convened in July in each year.
47. Despite **rule 22**, the Secretary shall cause at least 30 days' written notice of the Annual General Meeting of the Council to be sent to:
 - (a) each Member of Council,
 - (b) the state delegates, and
 - (c) All the current financial members.

Specifying the place, date and time of the meeting and the general nature of the business intended to be transacted at the meeting.

48. In addition to any other business which may be transacted at an Annual General Meeting, the business of the Annual General Meeting shall be to:

- (a) confirm the minutes of the last preceding Annual General Meeting;
- (b) receive a report from the President (or failing him, the Secretary) on the activities of the Council during the last preceding financial year;
- (c) receive and consider the financial statements and reports required by section 73 of the Act (State Delegate Report, Class Report, High Point Score Report);
- (d) elect the Office Bearers;
- (e) to receive and consider any statement which is required to be submitted to the Members.

PART VI - ADMINISTRATION

Secretary

49. It is the duty of the Secretary to:

- (a) maintain the register of Members of Council required by section 21A of the Act;
- (b) take minutes of all proceedings of the Committee Meeting, Executive Committee and General Meetings.
- (c) maintain a record of the names of all Members of Council present at a meeting of the Council or of the Executive Committee;
- (d) generally be responsible for the administration of the affairs of the Council.

Treasurer

50. The Treasurer shall be the Public Officer and It is the duty of the Treasurer to ensure that:

- (a) all money due to the Council is collected and recorded;
- (b) all payments authorised by the Council are duly made;
- (c) the accounting records required by section 28 of the Act are maintained;
- (d) the annual statement required by section 26(6) of the Act is prepared and laid before the Annual General Meeting.

Auditor

51. Subject to the Act, the Council shall from time to time appoint an auditor of the Council for such term and on such conditions as the Council may consider fit.

PART VII - MISCELLANEOUS

Funds - Source

52. The funds of the Council shall be derived from:

- (a) monies payable by members to the Council in respect of entrance fees and annual subscriptions of members;
- (b) levies;
- (c) donations;
- (d) fines and penalties;
- (e) such other sources as Council may from time to time determine.

53. All monies received by the Council must as soon as practicable be deposited without deduction to the credit of the Council's bank account.

Funds - Management

54. The funds of the Council shall be used in pursuance of the objects of the Council in such manner as the Council determines from time to time.
55. Unless the Council otherwise resolves, all cheques and other negotiable instruments must be signed by the Treasurer and one other Office Bearer authorised so to do by resolution of the Council.

Financial Year

56. The financial year of the Council shall end on 30 June

Reimbursement of Expenses

57. The Council may reimburse the amount of any approved travelling or other reasonable expenses properly incurred by a Member of Council in the performance of his duties as such.

Application of Property

58. The income and property of the Council shall be applied solely towards the promotion of the objects of the Council and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any Member of Council or any Financial Member provided that nothing herein shall prevent the payment in good faith of remuneration to any officer or servant of the Council or to any Financial Member in return for any services actually rendered to the Council or reasonable and proper rent for premises let by any Financial Member to the Council.

Alteration of Rules

59. These rules may only be amended by a special resolution of the Council and otherwise in accordance with the Act.
- 59a Any new rule or alteration of a rule once passed by the Council shall be sent to every Financial Member of the Association and considered accepted after 30 days subject to Rule 25.

Common Seal

60. The common seal of the Council:
- (a) shall be kept in the custody of the Secretary;
 - (b) shall not be affixed to any instrument except by authority of a resolution of the Council and shall be attested to by the signatures of any two Members of Council.

Indemnity

61. Every Member of Council and every employee and agent of the Council shall be indemnified by the Council against, and it shall be the duty of the Council out of the funds of the Council to pay, all damages, costs, losses and expenses which any such person may incur or in respect of which the person may become liable by reason of any contract entered into or any act or thing done (whether negligently or otherwise) by the person as such Member of Council, employee or agent or in any way in the performance of the person's duties including travelling expenses, unless such damages, costs, losses and expenses shall have been incurred by such person through person's own dishonesty, willful act or default.

62. No Member of Council or other employee or agent of the Council shall be liable for the acts, receipts, neglects or defaults of himself or any other person or for loss, damage or expense howsoever arising as the result of any act, omission or default of any person (including himself) or for any loss occasioned by any error of judgment or oversight or neglect on his part or for any other loss or damage whatsoever which shall happen in the performance of his duties or in relation thereto unless the same shall happen in the performance of his duties through his own dishonesty, wilful act or default.

Custody of Books

63. Subject to the Act, the Secretary shall have custody of the books and records of the Council.

Inspection of Books

64. The books and records of the Council shall be available for inspection free of charge by any Member of Council at any reasonable hour.

Service of Notices

65. For the purpose of these rules, a notice may be served by or on behalf of the Council upon any Member of Council, or any Financial Member either:
- (a) personally,
 - (b) by sending it by pre-paid post to the addressee's address last known to the Secretary, or
 - (c) by sending it by facsimile to the addressee's facsimile address last known to the Secretary
 - (d) by sending it by email to the addressee's email address last known to the Secretary.
66. A notice served in accordance with **rule 65** is deemed to be served on the addressee:
- (a) in the case of personal service, upon receipt;
 - (b) in the case of service by post, on the second normal business day thereafter;
 - (c) in the case of service by facsimile, upon the printing of a facsimile transmission slip indicating that the facsimile has been transmitted to the addressee's number.

Surplus Property

67. For the purpose of section 53 of the Act, the associations in which, on dissolution or the completion of the winding up of the Council, any surplus property of the Council is to vest, are those members which at that time have rules which comply with section 53 (2A) of the Act, in equal shares.
68. **Rule 67** may, subject to the Act, be from time to time amended by special resolution of the Council.