

This is the annexure marked "A" referred to in the statutory declaration of Gregory Alfred Bailey made on the 21st.....day of December 2009 before me (Justice of the Peace signature).....G.J.Adams. JP...ID.10025

"Annexure A"

Amended October 2009

**PONY CLUB ASSOCIATION OF SOUTH AUSTRALIA INC.
CONSTITUTION**

1. The name of the Association shall be "Pony Club Association of South Australia Incorporated" (hereinafter called "the Association"). Any reference to the Association shall mean this Association.
2. **OBJECTS**
 - (a) To encourage young people to ride and to learn to enjoy all kinds of sport connected with horses and riding.
 - (b) To provide instruction in riding and horsemanship and to instil in members the proper care of their animals,
 - (c) To promote the highest ideals of sportsmanship, citizenship and loyalty, thereby cultivating strength of character and self-discipline.
 - (d) To endeavour to bring about uniformity in conditions governing competitions, and to furnish affiliated Pony Clubs and Agricultural and Pastoral Associations with particulars of events which may be included in their show programmes.
 - (e) To negotiate with Agricultural and Pastoral Associations with the purpose of having suitable children's equestrian events included in their show programme.
3. **MEMBERSHIP**
 - (a) The Membership of the Association shall comprise those clubs which are members of the Association as on first (1) January, 2007. The Membership of the Association shall also comprise those Zones which are members of the Association as on first (1) January, 2007.
 - (b) All Clubs shall have a Constitution in the terms of the standard Pony Club Constitution or such Constitution as has been approved by the Executive Council.
 - (c) All proposed amendments to Club Constitutions shall be submitted to the Executive Council for its approval.

APPLICATION FOR MEMBERSHIP

- (a) Any equestrian club which complies with the rules of the Association as set down from time to time may apply for membership of the Association.
- (b) Upon receiving an application for membership the Association Secretary will cause the Zone to which that Club may be admitted to make enquiries and issue a report. That report together with the application shall be submitted to the first convenient Meeting of the Executive Council.

4. ZONES

- (a) The member Clubs of the Association shall be grouped into Zones. The geographical boundaries of the Zones shall be as defined from time to time by the Executive Council and ratified by an Annual General Meeting or a Special General Meeting of the Association.
- (b) Zones are required to adopt and abide by the Association Zone Constitution,
- (c) Hereinafter the term "member" will mean a Zone or Club which has been accepted by the Association for membership.
- (d) Membership as regards to Clubs
 - (i) **Junior** member is a person who has not reached the age of seventeen (17) years.
 - (ii) **Associate** member is a person who has reached the age of seventeen years and has not reached the age of 21 years.
 - (iii) **Senior** member is a person who has reached the age of 21 years and has not reached the age of 26 years.
 - (iv) **Adult** Pony Club member is a person who has reached the age of 26 years.
 - (v) **Riding member** - any person in categories (i), (ii), (iii) and (iv).
- (e) Membership as regards State.
 - (i) Riding member - not a member of a Pony Club. (17yrs and above).

6. HONORARY MEMBERSHIP

In addition to the provisions of rule 3, the Association may admit to honorary membership any person for such period as it thinks fit. Such person shall have limited powers as are set from time to time by the Association.

7. AWARD OF MERIT or LIFE MEMBERSHIP

The Association may at its discretion award to any person, who has given long and or meritorious and outstanding service to the Association, an Award of Merit or Life membership

8. SUBSCRIPTION

- (a) Every member Club shall pay an annual subscription per riding member of such sum as the Executive Council shall determine at a meeting it shall hold during the month of January, and such subscriptions shall become due and payable on the first day of July each year.

The proposed budget for the forthcoming year together with the proposed membership fee will be presented at the first Executive meeting for the year by the Treasurer.

- (b) If any Club shall fail to pay its annual subscription within two (2) calendar months after same becomes due and payable membership to the Association will be suspended.
- (c) The Pony Club Association may on such grounds as it thinks fit remit, either wholly or in part, any subscription due to it by any Club, or may grant time for payment thereof or part thereof.

9. RETIREMENT OF MEMBER CLUBS

A member Club may retire from the Association at any time by giving notice in writing to the Secretary of its intention, so to do, but any Club, before retiring, shall be liable to any annual subscription then payable by it. A retired Club desiring to rejoin the Association shall apply for admission in the manner provided by this Constitution under rule 4.

10. EXPULSION OR SUSPENSION OF MEMBER CLUBS

When the Executive Committee considers it appropriate to do so it may require a representative or representatives of any Zone or any Member Club to attend before it and each such representative duly summoned to attend the Executive Council shall do so at the time and place stipulated and shall give such explanations and answers as the Executive Council shall reasonably require. In pursuance of its powers hereunder the Executive Council shall have the power to make enquires of any Zone or Member Club and to issue a summons requiring delivery to it of any books or papers or other material in the possession of a Zone or Member Club which shall be relevant to its enquiries and if the Executive Council shall find that a Zone or Member Club shall have acted or be acting contrary to the best interests of the Association or contrary to the provisions of this Constitution or any By-Laws made hereunder then the Executive Council shall have the power to suspend any such representative or any Zone or Member Club upon such terms and conditions as the Association shall reasonably require or the Executive Council may expel any such Zone or Member Club, The Executive Council may suspend (upon such terms and conditions as it considers appropriate) or expel any Member Club which shall have become bankrupt or insolvent or make an assignment for the benefit of its creditors or which shall disobey any direction of the Executive Council or of any Special or Ordinary General Meeting of the Association. Notice of any such suspension or expulsion shall forthwith be sent to the Member Club or the Zone concerned.

11. Any Member Club or Zone which may feel aggrieved by any decision or action of the Executive Council under the preceding clause hereof may, by notice in writing given or delivered to the Secretary of the Association within one calendar month from the date thereof appeal against such decision or action to a General Meeting. Such notice shall state the grounds of appeal and such appeal shall be heard at the Annual Meeting next following the expiration of one month from the lodging with the Secretary. Any member lodging any such Notice of Appeal may in such Notice require that a Special Meeting be convened to deal with the matter but in such event the costs of calling the General Meeting shall be borne by the party issuing the Notice of Appeal. Until the hearing of any such appeal the decision of the Executive Council shall have full force and effect.

12. MANAGEMENT

- (a) The Association shall be-administered by an Executive Council which shall comprise of:
- (i) A President who will hold office for a term of two (2) years,
 - (ii) Two (2) Vice-Presidents who will be elected for a two (2) year term, with one Vice-President standing down in alternate years,
 - (iii) Two (2) delegates appointed from each member Zone at its Annual General Meeting. Each Zone shall have the right to nominate two (2) alternate delegates.

The delegates and the alternate delegates shall be financial members of financial member Clubs of a member Zone. The names of the delegates and alternate delegates shall be submitted to the Association by the 30th day of September in each year in default of which such delegates and alternate delegates shall be deemed not to have been validly appointed unless the Executive Council shall otherwise determine.

- (iv) A Treasurer appointed by the Executive Council.
- (v) An Association State Training Officer recommended by C.I.P and appointed by the Executive, Council. (Term of 2 years).

The President and Vice-Presidents shall be financial members of financial member Clubs of the Association. They shall be elected for their respective terms of office, by postal ballot conducted in accordance with the By-Law of the Association prior to the Annual General Meeting.

No person shall hold more than one Executive Council position at any one time.

The "Executive Council" shall mean and include the persons described in paragraphs (i) through (v) above.

- (b) At the first meeting of the Executive Council after the Annual General Meeting an Auditor shall be appointed. This person will not be an Office Bearer of the Executive Council of the Association.
- (c) The Auditor shall at the conclusion of the financial year certify the Balance Sheets and Statement of Accounts to be presented, with his report with the

Agenda calling the Annual General Meeting of the Association. The Auditor shall audit the books, documents, accounts and vouchers of the Association at any time during the year if so directed by the Executive Council.

- (d) The quorum for an Executive Council Meeting shall be a simple majority of Council Members.

13. PROFESSIONALISM

Should any member of an affiliated Pony Club feel that an Office Bearer at Club, Zone or Executive level is engaging in professionalism detrimental to the Pony Club movement, he or she must submit in writing to the Executive Council a complaint with full details signed by at least six (6) financial Pony Club members. On receipt of such complaint the Executive Council may at its discretion call a Special General Meeting to hold a secret ballot to decide by simple majority whether the person in question should continue to hold office.

14. CASUAL VACANCIES OF OFFICE BEARERS

A quorum of the Executive Council may appoint any member of any member Club to the Executive Council to fill any casual vacancy and any such person shall hold office for the remainder of the term of the casual vacancy caused by retirement of the said Office Bearer.

15. EXECUTIVE COUNCIL MEETING

The Executive Council shall meet not less frequently than the By-Laws shall require. The Secretary shall if requested by the President or by any other two members of the Executive Council convene a Special Meeting of the Council, Questions arising at a Special General Meeting shall be decided by a simple majority and in the case of an equality the Chairman shall have a casting vote only. Any Executive Council member may request a secret ballot before the vote on any issue is taken.

The President shall preside at all meetings of the Executive Council, or if he shall not be present at the meeting, a Vice-President at the meeting shall act as Chairman. The Vice-President to take the chair shall be determined by ballot. If the President and Vice-Presidents shall be absent from any meeting the Executive Council shall choose one of its number to be Chairman of the Meeting.

16. ATTENDANCE OF OFFICE BEARERS AT EXECUTIVE COUNCIL MEETINGS

If any office bearer shall fail to attend three consecutive meetings of the Executive Council without having previously obtained leave of absence the Executive Council may declare his office vacant.

17. BY-LAWS

The Executive Council shall frame such By-Laws as it thinks necessary for the proper working of the Association.

18. PUBLIC STATEMENTS (PUBLIC OFFICER)

The State President or properly authorised nominee shall be the only person/s authorised to make any endorsement or Public Statements. On behalf of Pony Club Association of South Australia Incorporated.

19. POWER TO BORROW MONEY

- (a) The Executive Council shall have the power to borrow such sum or sums of money, not exceeding at any time an aggregate sum in excess of the sum of two hundred dollars (\$200) per member Club, provided that the Executive Council shall notify all Zones of its intention to borrow and the reason for such borrowing at least 30 days prior to the date upon which the decision to borrow is listed for discussion and/or approval at the Executive Council Meeting in question.
- (b) In the event of the Executive Council wishing to borrow a sum in excess of the amount provided for in (a) a Special General Meeting of the Association shall be called in accordance with such rules.

20. LENDING MONEY

The Executive Council shall have the power to advance by way of loan upon such terms and conditions it may think fit a sum, not exceeding two thousand five hundred dollars (\$2,500) in aggregate to any member Club provided that such Club shall give such information as the Executive Council may reasonably require for the purpose of the loan and provided further that the said Club has, in the opinion of the Executive Council, sufficient assets and/or income to ensure that the debtor Club will be able to discharge its indebtedness at or before the due date agreed for repayment.

21. ANNUAL GENERAL MEETING

- (a) An Annual General Meeting which shall be held in the month of October each year may be attended by any financial member of any financial member Club who may speak but voting shall be restricted to two votes per member Club. Nominations appointing voting delegates of each member Club must be lodged in writing with the Secretary not less than seven (7) days prior to the meeting. Voting delegates must be 18 years of age or more.
- (b) The quorum of an Annual General Meeting shall be representation by 20% of the financial member Clubs of the Association.

- (c) All member Zones of the Association shall hold their Annual General Meeting before the 31st August of each year. Each Zone shall send to the Association a copy of the minutes of the Zone's Annual General Meeting no later than the 30th day of September.
- (d) All member Clubs of the Association shall hold their Annual General Meeting before the 31st July each year. Each Club shall send to the Zone a copy of the minutes of that Club's Annual General Meeting by the 31st day of August.
- (e) The Association Secretary shall, at least twenty eight (28) days before the Annual General Meeting, send to every Club entitled to vote the Agenda of the Annual General Meeting, but inadvertent omission to give notice shall not invalidate the Meeting.
No business other than business of a formal nature shall be brought forward at the Annual General Meeting unless notice thereof has been given as herein provided.
Notice of Motions from Clubs for the Annual General Meeting must be received by the Secretary at least six (6) clear weeks before the date of the Annual General Meeting.

22. SPECIAL GENERAL MEETINGS

A Special General Meeting of the Association may be called by the President of the Association or at the request in writing to the Association Secretary by six (6) member Clubs and such Special General Meeting shall be called not less than four (4) weeks nor more than six (6) weeks from the date of the request.

23. PROCEDURE AT GENERAL MEETINGS

- (a) The President shall take the chair, or in his absence, the procedure as laid down under rule 15 for determination of Chairman shall be applied.
- (b) The Quorum for a Special General Meeting shall be representation by 20% of the member Clubs of the Association. If a quorum shall not be present thirty minutes after the hour appointed, the meeting shall stand adjourned to such a day, being at least fourteen (14) days hence as the members present may appoint and at such adjourned meeting no quorum shall be required.
- (c) Resolutions at Special General Meetings shall be decided by a simple majority of votes unless laid down otherwise in the Constitution.

In the notice requesting a Special General Meeting the business to be discussed must be clearly stated and no other business shall be voted on.

24. REPRESENTATION AT GENERAL MEETINGS OF SPECIAL GENERAL MEETINGS

- (a) Each Club may be represented by two (2) delegates who names shall reach the Association Secretary not less than seven (7) days before the date of the meeting. If a delegate is unable to attend, the Club may appoint a proxy delegate who shall be a member of a member Club. Any appointment of a proxy must be in writing and must be received by the Secretary or Chairman prior to the commencement of the meeting. No person shall be proxy for more than one delegate.
- (b) The Chairman of any Annual General Meeting or Special General Meeting shall not have a deliberative vote but in the case of, equality he shall have a casting vote.

25. SECRETARY

The Executive Council shall engage a person or persons to provide secretarial and such other services as it deems necessary for the Association. Such Secretary need not be a member of a Club and shall act under the direction of the Executive Council.

26. NOTICE

A notice posted to the last recorded address of the Secretary of a member Club, honorary member, or office bearer, shall be deemed to have been served on such a member on the fourteenth (14) day following the day of posting .

27. ALTERATION TO CONSTITUTION

This Constitution may be varied at any properly constituted General Meeting of the Association by the resolution of not less than two thirds of the members present and entitled to vote PROVIDED THAT particulars of all proposed variations to the Constitution are set out in full in the notice convening the General Meeting.

28. AFFILIATION WITH OTHER BODIES

The Association may apply for affiliation with any other organisation as it thinks fit.

29. FINANCIAL YEAR

The financial year of the Association shall commence on the first (1) day of July and conclude on the next thirtieth (30) day of June.

30. FUNDS

All funds of the Association shall be paid into a bank to the credit of the Association. All accounts payable by the Association shall be paid by cheque, signed by the President or a Vice-President and Treasurer or Secretary.

31. POWERS

The Association shall have the following powers under sect.25 of the Act:

- (a) Acquire, hold, deal with, and dispose of, any real or personal property; and
- (b) Administer any property on trust; and
- (c) Open and operate ADI (Authorised Deposit Taking Institution) accounts; and
- (d) Invest its money -
 - (i) in any security which trust money may, by Act of Parliament, be invested; and
 - (ii) in any other manner authorised by the rules of the association; and
- (e) borrow money upon which terms and conditions as the association thinks fit; and
- (f) give such security for the discharge of liabilities incurred by the association as the association thinks fit; and
- (g) appoint agents to transact any business of the association on its behalf; and
- (h) enter into any other contract it considers necessary or desirable.

32 DECISIONS OF THE EXECUTIVE COUNCIL

- (a) The decision of the Executive Council on the interpretation of any rule or by law of the Association shall be conclusive and binding on all members unless and until it shall be over-ruled by a resolution at a Special General Meeting. Any dispute or disagreement which shall arise between any members of the Association in matters relating to the Association may be referred by any party in the dispute or disagreement to the Executive Council (which may appoint a Disputes Committee which may hear and resolve such dispute or disagreement) and any decision of the Executive Council or a Disputes Committee shall be conclusive and binding on the members concerned.
- (b) The affairs of all Zones and Clubs shall follow the rules of the Pony Club Association of South Australia Inc. and the Pony Club Australia Inc. and The British Horse Society (English Pony Club) except where the Rules of the last mentioned Club cannot be complied with under Australian conditions.

33

ELECTION OF OFFICERS OF THE ASSOCIATION

- (a) The South Australian Pony Club Association Secretary shall send an, official Nomination Form to each financial member Club before the 31st day of July. All nominations must be submitted on the official Nomination Form
- (b) A candidate must be a financial member of a financial member Club at time of nomination. Nomination forms must be signed by the nominee and the Secretary of the nominating Club.
- (c) Completed Nomination Forms must be received by the P.C.A.S.A, Secretary no later than 31st day of August.
- (d) If more than one nomination is received for any one position an official Ballot paper listing the candidate for election will be forwarded to all member Clubs at least 28 days before the date of the Annual General Meeting. Each Club may have one vote for each vacancy. The Ballot paper will clearly state how to record the vote. The Ballot paper must be placed in a sealed unmarked envelope which is then placed in a sealed envelope - marked "Ballot Paper" endorsed by the said Club Secretary, which must reach the office of the Association at least four (4) days before the date set for the Annual General Meeting.
- (e) The result of the Ballot will be declared at the Annual General Meeting. If only one nomination is received for any one position, then that nomination will be declared elected.
- (f) The Executive Council shall prior to a Ballot being conducted appoint a returning officer who will be responsible for conducting a fair and proper election. The Executive Council shall also appoint two scrutineers to assist in the declaration of the poll.

34, NO PROVISION FOR RULES

If there is no provision in the Constitution for a certain matter then the Executive Council shall have power to deal with it providing notice of the shortcoming is given and a proposal is submitted for the consideration of the next General Meeting of the Association (but if the matter is of some urgency then a Special General Meeting may be called for that purpose).

35. LIABILITY

The Association, its member Clubs and Zones shall not be liable for damages through any proceedings of any kind except to the extent of the indemnity afforded to it or them by any policy of insurance then in force in relation to any claim made against it or its member Clubs or Zones.

36. COMMON SEAL

The Common Seal of the Association shall, be kept in the custody of the Secretary and shall only be affixed to any document on the authority of a resolution of the Executive Council and in the presence of two (2) members of the Executive Council.

37. WINDING UP BY SPECIAL RESOLUTION (Part 5 Division 1 of the Act)

“Special Resolution” of an incorporated association means –

- (a) Where the rules of the association provide for the **membership** of the Association – a resolution passed at a duly convened meeting of the Members of the association if –
 - (i) at least 21 days written notice specifying the intention to propose the Resolution as a special resolution has been given to ALL members of the Association; and
 - (ii) it is passed at a meeting referred to in this paragraph by a majority of not less than **three quarters** of such members of the association as, being entitled to do so, vote in person or, where proxies are allowed, by proxy, at the meeting.

38 NON PROFIT CLAUSE.

The assets and income of the State shall be applied solely in furtherance of its objectives and no portion shall be distributed directly or indirectly to its members except as bona fide compensation for services rendered or expenses incurred on behalf of the State.