

Western Australia

**Associations Incorporation
Act 1987**



**Constitution
of
Canning Agricultural, Horticultural
and Recreational Society (Inc)**

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ASSOCIATION INCORPORATION ACT 1987

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and Recreational Society (Inc)

1. Name

The Society shall be called "CANNING AGRICULTURAL, HORTICULTURAL AND RECREATIONAL SOCIETY (INC.)"

2. Interpretation and Definitions

"The Royal Agricultural Society" shall mean "The Royal Agricultural Society of Western Australia Incorporated".

"Society" shall mean "Canning Agricultural, Horticultural and Recreational Society (Inc.)"

Unless repugnant to the sense or context words importing the singular or plural numbers shall include the plural number and singular number respectively and a reference to any gender shall include all genders.

3. Objects

The objects for which the Society is established are:

- a) To promote the development of agricultural pastoral horticultural viticulture and industrial resources of the State of Western Australia.
- b) To promote participate in and encourage public participation in all forms of sport and racing recreation and cultural affairs including arts crafts music and theatre vocational courses lectures and conferences exhibitions and demonstrations by use of buildings and premises under the care and control of the Society.

4. Powers

- a) To acquire purchase take on lease or in exchange hire or otherwise any real and personal property and any rights which the Society may deem necessary or convenient for the purpose of carrying out the objects of the Society or any of them and in particular any land building easement or other interest in real estate or in any plant machinery or stock-in-trade.
- b) To borrow or raise money to receive money on loan or deposit or otherwise with power to give mortgages over any property of the Society of any part thereof and to give and issue bonds debentures debenture stock or other obligations or securities charged or not charged for any money received and for interest thereon or for any other purpose and to purchase redeem or pay off any such securities.
- c) To raise money by making charges for admission to all or any part of the Society property or by subscriptions or otherwise.
- d) To lease or sub-lease any real property of the Society and to sell let dispose of or grant rights over all or any property of the Society.
- e) To let or sell by public auction or private sale or tender the right to use construct or maintain refreshment booths or rooms the right to sell race books or programs the right to advertise and any other rights or privileges in connection with the Society's property.
- f) To enter into any arrangement with a Government or other authority person or corporation for any right privilege or concession and to carry out any such arrangement.
- g) To draw and negotiate bills of exchange promissory notes and other negotiable instruments.

- h) To invest the moneys of the society not immediately required in such manner as the Society may from time to time determine.
- i) To allow the Society's property or any part thereof to be used for charitable purposes and to apply such portion of the Society's funds to such charitable purposes as the Committee of Management may decide.
- j) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.
- k) To conduct any other kind of sport amusement recreation or game that can conveniently be conducted in conjunction with or ancillary to Greyhound Racing which may from time to time be conducted on the premises of the Society.

5. Income

The profits (if any) and other income of the Society shall be applied solely to the promotion of the objects of the Society and no takings receipts profits gains or other income of the Society howsoever derived shall be distributed amongst its members or any of them and no payment of any dividend shall be made to members of the Society PROVIDED THAT none of the profits income takings or gains of the Society shall be expended on the improvement or management of property unless such property is owned by the Society.

6. Membership

- a) Any person who is a member of and associated with one or other of the recreational cultural or community activities which is conducted on the premises of the Society may make an application to become a member of the Society.
- b) Every application for membership of the Society shall be in writing in the form from time to time provided by the Committee of Management and shall be lodged with the Executive Officer.
- c) Every application for membership shall contain the full name residence age and occupation of the candidate and such further information as the Committee of Management may from time to time require.
- d) Every application for membership shall be submitted to the Committee of Management at the meeting next following the date of its receipt by the Executive Officer and the Committee of Management shall proceed to the election or rejection of the applicant.
- e) An applicant for membership shall be elected by a majority of the members of the Committee of Management present such voting shall be by secret ballot if so desired by any member of the Committee of Management.

7 Subscriptions

The annual membership subscription shall be decided at each annual general meeting.

8 Payment of Subscriptions

- a) All annual subscriptions shall be payable in advance on the 1st of January in each year.
- b) No member whose subscription is in arrears can vote at any meeting.
- c) Any member whose subscription is unpaid on the Twenty-Eighth day of February shall cease to be a member.

9 List of Members.

The Executive Officer shall keep a register of members of the Society in which shall be stated the full names addresses and occupations of the members and the Executive Officer shall from time to time as the occasion requires strike off the register of members the name of any person who has ceased to be a member of the Society.

10 Absent Members

A member who is absent for any period exceeding eight months after giving the Executive Officer previous notice of his intention to be absent may at the discretion of the Committee of Management be permitted to pay a subscription reduced proportionately.

11 Life Honorary Members

Any member of five years standing who in the opinion of the Committee of Management has rendered valuable service to the Society and who is nominated by a member of the Committee of Management may if such nomination be approved by a majority of members present at a General Meeting of the Society become a Life Honorary Member of the Society and shall not be required to pay any subscription fees and enjoy all rights of a financial member.

11A Affiliate Members

- a) An association, body or group (whether incorporated or not) which is not otherwise eligible to become a member of the Society and whose interests are similar to or complement the interests or objects of the Society may apply to be admitted as an Affiliate Member of the Society.
- b) Any application to become an Affiliate Member must be in writing in the form from time to time prescribed or approved by the Committee of Management and must be lodged with the Executive Officer of the Society.
- c) An association, body or group who has made application will be admitted as an Affiliate Member:
 - (i) if, in the opinion of the Committee of Management, the interests of such association, body or group are similar to or complement the interests or objects of the Society; and
 - (ii) if the Committee of Management resolves to accept the applicant's application and to admit the applicant as an Affiliate Member; and
 - (iii) on payment of any subscription fees required by the Committee of Management.
- d) The annual subscription payable by an Affiliate Member will be the amount from time to time fixed by the Society at its Annual General Meeting.
- e) An Affiliate Member will not be eligible to be an Officer of the Society or a member of the Committee of Management.
- f)
 - (i) Subject to this paragraph 11A(f), an Affiliate Member may appoint a natural person as a representative to attend and vote, on behalf of the Affiliate Member, at any general meeting of the Society.
 - (ii) An Affiliate Member may, from time to time, change or replace the natural person appointed as its representative.
 - (iii) The representative must be a current member of the Affiliate Member both at the time of his or her appointment as the Affiliate Member's representative and at the time that he or she purports to act as such representative.
 - (iv) A representative of an Affiliate Member must be appointed by the Affiliate Member in writing. The instrument of appointment must be in a form from time to time prescribed or approved by the Committee of Management.
 - (v) A copy of the instrument of appointment must be given by the Affiliate Member to the Executive Officer of the Society no later than 48 hours prior to the commencement of any meeting that the appointed person proposes to attend as the Affiliate Member's representative.
 - (vi) The appointment of a representative may be a standing one.
 - (vii) An Affiliate Member may terminate the appointment of any representative at any time but the Affiliate Member must give written notice of the termination to the Society as soon as practical following the termination.
 - (viii) An Affiliate Member must, upon request by the Society, provide such evidence as is reasonably required by the Society to satisfy it that an appointee is eligible to be appointed as an Affiliate Member's representative and has been duly appointed as such.
- g) The Committee of Management may, at any time, by resolution cancel the membership of any Affiliate Member.
- h) Save as otherwise provided in this clause 11A, an Affiliate Member will have the privileges accorded to other members of the Society and will be bound by and subject to the provisions of this Constitution.

12 Resignation of Members

Any member may at any time by giving written notice to the Executive Officer resign his membership of the Society but shall continue liable for any annual membership due and unpaid at the date of his resignation.

13 Addresses of Members to be registered

- a) Every member shall from time to time communicate to the Executive Officer his address or agent.
- b) The address communicated to the Executive Officer shall be inserted in the register of members and all notices sent by post to that address shall be deemed to have been duly delivered on the day following the date of posting.

14 Members bound by rules

Every member shall be bound by and submit to the rules, regulations and by-laws of the Society.

15 Expulsion of Members

If any member of the Society has been guilty of any breach of these by-laws or any misconduct he may be called upon to show cause to the Committee of Management why he should not be expelled from the Society. The Committee of Management may appoint a day for the hearing of the matter of which at least seven days notice shall be given to the member. If at the hearing the Committee of Management is satisfied of the truth of the charge and that it is of sufficient gravity it shall have the power to expel such member from membership of the Society. In lesser offences a penalty which in the opinion of the Committee of Management is adequate in the circumstances may be imposed.

16 Notwithstanding any such expulsion the member expelled shall be liable for all moneys due by him at the date of such expulsion.

17 Office Bearers

The Officers of the Society shall consist of a President, a Vice President and a Executive Officer.

18 Committee of Management

- a) The affairs of the Society shall be managed by a Committee of Management
- b) The Committee of Management shall consist of:
Eleven members of the Society who shall be elected by the members of the Society at the Annual General Meeting from whom the Committee of Management shall elect a President and a Vice President.
- c) The President and Vice President shall be proposed seconded and elected by ballot at the meeting following the Annual General Meeting and shall hold office until the next annual general meeting when they shall retire but shall be eligible for re election from year to year.
- d) No member shall hold the office of President for more than five consecutive years or be eligible for re election to that office within one year (i.e. from one Annual General Meeting to the next) from the cessation of holding such office.
- e) Any member who is a financial member of a group organisation or club which has been granted a lease of premises owned by the Society shall not be eligible to be a member of the Committee of Management unless the Committee of Management shall otherwise determine.
- f) The term of office for the members of the Committee of Management shall be three years and as near as is practicable one third of such elected members shall retire each year and in the case of the first retirement the members who shall retire shall be determined by ballot.
- g) The Executive Officer shall call a meeting of the Committee of Management at least once in each calendar month or whenever requested so to do by the President of the Society or by any four members of the Committee of Management.
- h) Notice of all meetings of the Committee of Management shall be given to all members of the Committee of Management. Such notice may be given verbally in writing or by telephone or other electronic means.
- i) The quorum necessary for a meeting of the Committee of Management shall be six.

- j) The President or in his absence the Vice President shall preside at all meetings of the Committee of Management or in the absence of both by a member of the Committee of Management elected at the meeting.
- k) At all meetings of the Committee of Management each member shall be entitled to one vote and in the case of equality of voting the President shall have a casting vote.
- l) The Committee of Management shall appoint a Executive Officer at such remuneration on such terms and conditions and shall confer upon him such powers and authorities as it thinks fit. Such appointment may be terminated by the Committee of Management.
- m) Any Executive Officer appointed pursuant to paragraph (l) hereof shall attend all meetings of the Committee of Management and all meetings of Sub-Committees to which he is appointed and at all such meetings he shall be entitled to be heard on any question but shall not be entitled to vote.
- n) The Committee of Management may appoint a person to fill a casual vacancy occurring in its elected members and shall hold office until the next Annual General Meeting.

19 Patrons and Vice Patrons

Patrons and Vice Patrons shall not be members of the Committee of Management and need not be members of the Society.

20 Nominations for election and election

- a) A candidate for election as a member of the Committee of Management must be a financial member and shall lodge with the Executive Officer a nomination in writing signed by two financial members and countersigned by the candidate. All nominations must be lodged with the Executive Officer by noon on the fourth Tuesday of January each year and no nominations shall be accepted by the Executive Officer after that time. The Executive Officer shall reject the nomination of any candidate who is not a member or whose subscription is in arrears at the hour when the nominations close.
- b) If the nominations are in excess of the vacancies voting papers shall at once be prepared by a Returning Officer who shall be appointed by the Committee of Management but who shall not be a member of the Committee of Management or an officer of the Society and such voting papers shall consist of a ballot paper to be initialled on the back thereof by the Returning Officer whereon shall be printed the names of all candidates with a counterfoil attached and the Executive Officer shall post a voting paper to each member at the same time as he gives notice to each member of the annual general meeting. The counterfoil shall be signed by the voter detached from the ballot paper and placed in a sealed envelope endorsed "Counterfoil".
 The voter shall strike out the names of those candidates on the ballot paper for whom he does not desire to vote and in every case he must vote for the full number of vacancies or his vote will be disallowed.
 The voter shall place the ballot paper in a sealed envelope endorsed "Ballot Paper". The sealed envelopes containing the counterfoil and ballot paper shall then be placed in another sealed and stamped envelope and shall be returned to the Returning Officer.
 The envelopes containing the ballot papers and counterfoils shall be placed by the Returning Officer as received by him in a closed ballot box of which he shall hold the key. The ballot shall be declared closed at noon on the day of the annual meeting or general meeting as the case may be at which hour the Returning Officer shall proceed to count the votes and first open the envelopes endorsed "Counterfoil" and shall reject ballot papers not endorsed with the initials of the Returning Officer. The Returning Officer shall then open the ballot papers and shall reject ballot papers whereon there are marks erasures or omissions which in his opinion tend to destroy the secrecy of the ballot. Those candidates who have received the greatest number of admitted votes shall be deemed elected but in the case of a tie the Returning Officer shall decide the issue by lot in the presence of the candidates who have so tied. The Returning Officer shall sign a memo to the result of the ballot and hand the same to the President of the annual meeting or general meeting as the case may be and the President shall announce the result to the members after reading of the minutes of the previous annual meeting.
 The Returning Officer shall hold all ballot papers counterfoils and other papers relating to the election for fourteen days after the declaration of the result after which they shall be destroyed.

- c) The successful candidates shall take office as at the close of the meeting at which they were elected.
- d) If there are no nominations for election the Committee of Management in office shall be continued as if re-elected at the annual meeting or general meeting as the case may be and this fact shall be entered in the minute book.
If there are no nominations in excess of the vacancies the members nominated shall be declared elected by the President at the annual meeting or general meeting as the case may be and this fact shall be entered in the minute book.
If the candidates nominated or elected are less than the vacancies the vacancies may be filled through appointment of the Committee of Management to hold office until the next Annual General Meeting.
- e) No nomination election ballot or declaration shall be challenged or questioned by any candidate or member but the result as entered in the minute book shall be binding and conclusive on all candidates and members.
Any matter relating to the nomination election ballot or declaration not specifically provided for in the foregoing shall be decided by the Returning Officer whose decisions shall be final.
- f) The Executive Officer shall not be eligible to be elected as a member of the Committee of Management.

21 Resignation

A member of the Committee of Management may resign his office by giving written notice to the Executive Officer.

22 Loss of Office by continued absence

Any member of the Committee of Management who shall be absent for three consecutive committee meetings without leave of absence shall automatically cease to be a member of the Committee of Management.

23 Casual Vacancies

Any casual vacancy on the committee of Management shall be filled by the Committee of Management and any member so chosen shall retire at the following annual general meeting but shall be eligible as a candidate for election on the Committee of Management at such annual general meeting.

24 Duties of Executive Officer

- a) Subject to the direction and control of the Committee of Management a Executive Officer shall be employed who shall ensure the conduct of the correspondence of the Society is undertaken and shall have the responsibility for custody of all records and documents belonging to the Society and shall keep full and correct minutes of all proceedings and records of all events of the Society are kept. The Executive Officer shall at any time upon the written request of the President or the Committee of Management make available to the President or the Committee of Management all records minutes and documents belonging to the Society and any other duties as directed by the Committee of Management.
- b) The Executive Officer shall ensure that procedures to keep the accounts of the Society are undertaken and shall ensure procedures are undertaken to make up the annual statement of accounts and balance sheet of the Society to the 31st December in each year and shall after the accounts are audited cause them to be printed and circulated amongst the members.

25 Banking

All monies received by the Society shall be banked in one or more accounts to be opened by a bank nominated by the Committee of Management.

26 Accounts for Payment

All accounts shall be presented to and passed for payment at meetings of the Committee of Management or of any Sub-Committee to which this function shall be delegated and a proper record of such approvals shall be included in the minutes of such meetings.

27 Signatories

Any negotiable instrument, present transaction method or cheque for payment of goods or services rendered to or on behalf of the Society shall be signed by two of the following officers that is to say the President the Vice President and the Executive Officer.

28 Common Seal

There shall be a Common Seal engraved with the name of the Society and it shall be kept in the care and custody of the Executive Officer at the Society premises. The Seal shall not be used or affixed to any Deed or other document except pursuant to and by virtue of a Resolution of the Committee of Management and in the presence of the President (or Vice-President) and the Executive Officer both of whom shall subscribe their names as witnesses.

29 Auditors and Audit

- a) At least once in every financial year the books and accounts of the Society shall be audited by a practicing public accountant who shall be appointed at each annual general meeting.
- b) A vacancy existing in the office of the auditor during the year shall be filled by the Committee of Management.
- c) The "financial year" for the Society shall commence on the First day of January and end on the Thirtieth First day of December.

30 Employees

The Committee of Management or a Sub-Committee to whom such function has been delegated shall employ such persons on such terms and conditions as it considers necessary and shall insure all persons so employed against such risks as are covered by the usual Workers' Compensation Insurance Policies.

31 Sub-Committees

The Committee of Management may appoint such Sub-Committees of the members of the Committee of Management and delegate to such Sub-Committees such powers as it thinks fit and any such Sub-Committees shall in the exercise of the powers so delegated conform to any regulations that may be imposed on them by the Committee of Management. A Sub-Committee may co-opt any person or persons to serve on that particular Sub-Committee. The members of the Sub Committee shall be appointed for any period not exceeding one year.

32 Minutes

Detailed minutes shall be made of all business transacted at all general meetings and the meetings of the Committee of Management and of Sub-Committees. A copy of such minutes shall be forwarded by appropriate means to members of the Committee of Management within seven days after the date of each meeting.

33 Annual General Meeting

The annual general meeting of the Society shall be held in each year in the month of March at such place and time as the Committee of Management shall determine. Notice of the annual general meeting together with the ballot papers herein before mentioned to be posted to each of the members at least twenty eight days prior to the annual general meeting.

34 Extraordinary General Meeting

The Committee of Management may call an extraordinary general meeting when any question of importance shall arise and shall be bound to do so on receiving a requisition signed by twenty members and addressed to and served on the Executive Officer of the Society.

35 Notice of General Meeting

At least fourteen clear days notice of any general meeting or extraordinary general meeting specifying the business to be transacted and the day place and hour of meeting shall be given by the Executive Officer by circular addressed to each member. The notices to be sent to members shall be sent to their address as shown in the records of the Society.

36 Quorum

The quorum necessary for all annual general meetings or extraordinary general meetings shall be ten members the President or in his absence the Vice President shall preside at all such meetings.

37 Alteration of Rules

- a) No rule of the Society shall be repealed or altered and no new rule shall be made save by a three-quarters majority of the members present at a general meeting.
- b) Thirty days notice of the intention to propose any new rule or alteration shall be given to the Executive Officer who shall give notice of the same to every member at least fourteen days before the general meeting. Such notice to be served in the manner prescribed by clause 35 hereof.

38 By-Laws

- a) The Committee of Management shall have power to make by-laws for regulating the conduct and affairs of the Society.
- b) The by-laws shall not be inconsistent with these rules.
- c) The by-laws shall be posted in some conspicuous part of the Society premises and shall be binding on all members.

39 Complaints

- a) All complaints shall be made in writing to the Executive Officer who if he is unable to deal with them shall submit them to the Committee of Management whose decision shall be final.
- b) In no instance shall a servant of the Society be reprimanded directly by a member.

40 Borrowing Powers

If at any time the Society in general meeting passes a resolution authorising the Committee of Management to borrow money the Committee of Management shall thereupon be empowered to borrow for the purposes of the Society such amount of money either at one time or from time to time and at such rate of interest and in such form and manner and upon such security as shall be specified in such resolution.

41 Society Property

No member shall take away or permit to be taken away from the Society premises under any pretence whatsoever or shall injure or destroy any newspaper pamphlet book or other article or chattel the property of the Society without the permission of the President or Vice President or Executive Officer.

42 Notices

No paper notice or placard written or printed shall be put on the Society premises without the sanction of the Executive Officer or the President.

43 Privileges of Members

The privileges of membership of the Society shall include

- a) The power to vote at any general meeting of members;
- b) Free admission to the premises of the Society (on production of members ticket or badge) at any time the Society is holding a show and each member shall be entitled to one guest's ticket and one free pass for a vehicle;
- c) Upon request to the Executive Officer, the inspection of records and documents of the Society;
- d) Such other privileges as the members of a duly convened general meeting shall from time to time determine.

44 Cessation of Rights

Any person ceasing to be a member of the Society shall forfeit all such rights to or claim upon the Society or its property or funds as he would have by reason of membership.

45 Dissolution of Society

- a) The members of the Society may at a special general meeting duly convened for that purpose resolve upon the dissolution of the society by a resolution passed by at least three-quarters of the votes held by the members present at such meeting and subsequently confirmed by a similar majority at a second meeting held not less than fourteen days nor more than twenty-eight days after the first meeting.
- b) If such resolution shall be duly passed and confirmed the members present at the second meeting shall appoint two or more members of the Society to be trustees for the purpose of winding up the business of the Society.
- c) Thereafter the Society shall be deemed to exist only for the purpose of winding up the business of the Society and distributing the assets as hereinafter provided.
- d) Such resolution to dissolve the Society shall include an instruction to the trustees appointed under sub paragraph 45(b), in the manner that the real and personal property of the Society will be transferred to an association incorporated under the Associations Incorporation Act (1987) duly constituted to undertake the Objects”.
- e) Upon the trustees being satisfied the terms of the dissolution resolution have been carried out and the real and personal property transferred pursuant to subparagraph (d) and having certified to that effect, it should be good and sufficient discharge to the trustees and they shall not be bound to see the due application thereof.

16 March 2010