

# TASMANIAN DOG WALKING CLUBS INC.

## CONSTITUTION

### 1 NAME

The name of the Association is “**Tasmanian Dog Walking Clubs Incorporated**”, hereinafter referred to as TDWC Inc.

### 2 Interpretation

In these Articles unless the contrary intention appears:-

2.1 "Association" means Tasmanian Dog Walking Clubs Incorporated (TDWC Inc.) comprising all its Member Organisations.

2.2 "Committee" means the Committee of Management of TDWC Inc.

2.3 "General Meeting" means a meeting of the representatives of the member organisations as constituted in Article 11.

2.4 "Member Organisation" means any dog walking club, association, or other body which has been admitted to full membership of TDWC Inc.

### 3 Incorporation

The office of TDWC Inc. shall be located at such place as the committee may from time to time determine.

### 4 Objects and Purposes

The **basic objects** for which the Association is formed are to:

4.1 Develop a state wide network linking dog walking clubs and associations across Tasmania.

4.2 Support, within a cooperative framework, the establishment and development of dog walking clubs and associations (howsoever named) which *inter alia*:

(i) encourage dog walking as beneficial to community health and enjoyment;

(ii) lobby for the retention and enhancement of suitable dog walking areas within their respective local government areas;

(iii) encourage their member organisations to have their dogs under effective control at all times.

(iv) seek to enhance the image of well-controlled dogs as a benefit to society.

(v) liaise with appropriate bodies associated with all dog exercise areas within their local government areas;

(vi) encourage their member organisations to assist with the enhancement of these areas.

4.3 Actively monitor, in cooperation with member organisations, the implementation of Tasmanian dog control legislation, initiate amendments, support or oppose proposed changes as appropriate.

4.4 Actively lobby at State level with appropriate bodies for improvements in dog walking facilities.

## **5 Powers of the Association**

- 5.1 To acquire, hold, deal with, and dispose of any real or personal property.
- 5.2 To open and operate a bank account.
- 5.3 To invest its money
  - (i) In any security in which trust moneys may be invested: or
  - (ii) In any manner authorised by the Articles of the Association.

## **6 Membership**

### Ordinary Membership

- 6.1 Membership shall be open to any legally constituted organisation which broadly supports and pursues the objectives stated in Article 4.
- 6.2
  - (i) Any organisation seeking membership of the Association shall make application to the Management Committee,
  - (ii) Applications for membership shall be put to the Management Committee for approval.
  - (iii) Organisations denied membership shall be advised in writing.
- 6.3 Each organisation admitted to membership shall be:
  - (i) bound by the Association's Constitution and By-Laws
  - (ii) become liable for such fees and subscriptions as may be fixed by the Management Committee.
  - (iii) entitled to all advantages and privileges of membership.
- 6.4 The Management Committee shall appoint one of its members to maintain an up to date register of the member organisations of the Association.
- 6.5 A member organisation may at any reasonable time inspect the Association's records and documents.

### Associate Membership

- 6.6
  - (i) The Management Committee may accord associate membership to organisations, clubs or groups at early stages of development, with limited membership and resources, or who can only participate in a limited range of the Association's objectives.
  - (ii) Associate member organisations may appoint representatives with rights to attend and speak but not vote at general meetings.
  - (iii) Applications for associate membership are to be made in accordance with Article 6.2.
  - (iv) Associate member organisations may apply for full membership of the Association at any time.

### Life Membership

- 6.7 (i) Individual members of member organisations, who have given outstanding service to both their own organisations and the Association, may be awarded Life Membership.  
(ii) Such awards shall be made by a simple majority vote at a General Meeting of the Association, on the recommendation of the Management Committee and the relevant member organisation.

### Patrons and Vice Patrons

- 6.8 The Association may, at its discretion elect a patron(s) or vice patron(s) of the Association for such period as may be deemed necessary. Such patron(s) or vice patron(s) shall not be eligible to vote at Management Committee or General Meetings unless separately appointed to represent a current member organisation of the Association.

## **7 Termination of Membership**

- 7.1 Any organisation's membership may be terminated by the following events:
- (i) Resignation
  - (ii) (a) False or inaccurate statements made in the member's application for membership of the Association;  
(b) breach of any of its rules, regulations or By- Laws;  
(c) or as a result of the committing of any act detrimental to the Association.
  - (iii) Being unfinancial for over 3 months.
- 7.2 The Management Committee shall have the power to suspend or expel any member organisation for any of the events in Article 7.1 above.
- 7.3 Any member organisation which is expelled, suspended or has their membership terminated shall have the right of appeal against their suspension or expulsion by presenting their case to a Special General Meeting called for such purpose. The decision of that Meeting shall be final.

## **8. Management Committee**

- 8.1 Management of the Association shall be vested in the Management Committee elected by member organisations at the Annual General Meeting, consisting of:  
President  
Vice President  
Secretary  
Treasurer  
Public Officer  
In addition, each member organisation may appoint up to **two (2)** representatives to the Management Committee.
- (i) Names and contact details of member organisations' representatives shall be notified to the Secretary no later than the commencement of the meeting.
  - (ii) Casual vacancies arising throughout the year shall be filled by the member

organisation.

- 8.2 With the exception of the Public Officer, no person shall hold more than one position on the Management Committee at any one time. A person shall cease to be a member of the Management Committee at the conclusion of the Annual General Meeting next following his / her election and he/she will be eligible for re-election.
- 8.3 Meetings of the Management Committee shall be held at least every three months. A quorum at meetings shall be five (5).
- 8.4 If the President or Vice President is unable to attend, then the chairperson nominated by the meeting shall preside at that meeting.
- 8.5 A member of the Management Committee may lose his/her seat on the committee for either of the following:
  - (i) Absence from three or more meetings without leave of absence.
  - (ii) Being in breach of Article 7.1 (b) or (c), subject to similar rights of appeal open to member organisations in Article 7.3.

## **9. Power of the Management Committee**

- 9.1 The Management Committee shall carry out the day to day running of the Association and shall have the power to:
  - (i) administer finances, appoint banker, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account.
  - (ii) Fix the manner in which such banking accounts shall be operated upon, providing all payments are passed by the Management Committee.
  - (iii) Fix fees and subscriptions payable by member organisations and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof.
  - (iv) Take out insurance covering public liability and for other purposes.
  - (v) Adjudicate on all matters brought before it which in any way affect the Association.
  - (vi) Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of member organisations.
  - (vii) Make, amend and rescind rulings and By-Laws.
  - (viii) Have the power to form and appoint any subcommittee/s as required for specific purposes.
  - (ix) May, at their discretion, employ a person or persons to carry out certain duties required by the Association at salaries or remunerations for such a period of time, as may be deemed necessary.
  - (x) Fill any vacancy on the Management Committee until the next Annual General Meeting.
  - (xi) Appoint an officer/s or agent of the Management Committee to have custody of the Association's records, documents and securities.
  - (xii) Operate a website, print and publish newspapers, periodicals, books, leaflets, or other documents as the committee or the member organisations in general meeting may think desirable for the promotion of the objects and purposes of the Association.

- (xiii) Support the establishment of any other organisation formed for any of the Association's basic objectives.
- (xiv) Support the establishment of regional groupings of member organisations.

## **10. Auditor**

- 10.1 The Annual General Meeting shall appoint an Auditor.
- 10.2 The Auditor shall annually examine and audit all the Association's books and accounts, and have the power to call for all its books, papers accounts and receipts and report thereon to the Annual General Meeting.

## **11. General Meetings**

### **11.1 Annual General Meeting**

- (i) The Association's Annual General Meeting must be held within four months of the end of its financial year, as defined in Article 14.6.
- (ii) The Secretary shall give at least twenty-one (21) days notice of the place and date of the Annual General Meeting to member organisations and associate member organisations.
- (iii) All members of the Management Committee, as defined in in Article 8.1, shall be entitled to attend the Annual General Meeting.  
Each member organisation may appoint two (2) additional representatives (i.e. four (4) representatives in total). Associate member organisations may appoint two representatives, as per Article 6.6.  
The names and contact details of all representatives appointed by Member organisations and Associate Member organisations shall be notified to the Secretary no later than the commencement of the Annual General Meeting.
- (iv) The quorum at the Annual General Meeting, shall be five (5) representatives nominated by at least two member organisations or one-third of member organisations entitled to send voting representatives, whichever is the greater.
- (v) If at the end of 30 minutes after the time appointed in the notice for the opening of the meeting, there be no quorum, the meeting shall stand and adjourn for one week. If at such subsequent meeting there is no quorum, those member organisations present shall be competent to discharge the business of the meeting.
- (vi) The agenda for the Annual General Meeting shall be:
  - Opening of meeting
  - Apologies
  - Confirmation of minutes of previous Annual General Meeting
  - Presentation of Annual Report
  - Adoption of Annual Report
  - Presentation of Treasurer's statement
  - Election of new Management Committee and appointment of Auditor
  - Vote of thanks to outgoing Management Committee
  - Notice/s of motion
  - Urgent general business
  - Closure

## 11.2 Special General Meetings

- (i) Special General Meetings may be called by the Management Committee, or at the request of the President and Secretary or on the written request of either two (2) or twenty per cent (20%) of member organisations of the Association, whichever is the greater..
- (ii) The Secretary shall give at least fourteen (14) days notice, in writing, of the date of the Special General Meeting to the member organisations. Notice of Special General Meetings shall set out clearly business for which the meeting has been called. No other business shall be dealt with at that Special General Meeting.
- (iii) Every person entitled to attend an Annual General Meeting, as per Article 11.1(iii), shall be entitled to attend Special General Meetings throughout the year following that Annual General Meeting until the subsequent Annual General Meeting. Representatives of Associate Member organisations shall be entitled to attend and speak but not vote at Special General Meetings.
- (iv) The quorum at a Special General Meeting, shall be five (5) representatives nominated by at least two member organisations or one-third of member organisations entitled to send voting representatives, whichever is the greater.

## 12. **Election of the Management Committee**

- 12.1 The President, Vice President, Secretary Treasurer and Public officer will be elected annually by ballot at the Annual General Meeting.
- 12.2 Representatives of member organisations on the Management Committee will be elected by the Member organisation and confirmed at the AGM.
- 12.3 Nominations may be submitted in writing to the Secretary prior to the AGM or proposed at the meeting.
- 12.4 If more than one nomination is received for any one position, a ballot must be held. If no nomination is received for any position, the position may be filled by the Management Committee. If only one nomination is received for any one position then the person nominated will be declared elected.
- 12.5 Every committee member organisation and every official shall hold office from the date of one Annual General Meeting to the next Annual General Meeting.

## 13. **Voting**

### 13.1 Voting powers at the Annual General Meeting and Special General Meetings

Every person entitled to attend General Meetings, as specified in Articles 11.1(iii) and 11.2.(iii), shall have one vote each. The President (or acting chairperson) shall be entitled to a deliberative vote and in the event of a tied vote, shall exercise a casting vote.

### 13.2 Voting powers at Management Committee meetings

Every member organisation appointed to the management committee, as specified in Article 8.1, shall have one vote. The President (or acting chairperson) shall be entitled to a deliberative vote and in the event of a tied vote, shall exercise a casting vote.

## 14. Finance

- 14.1 All funds of the Association shall be deposited into its accounts at such bank or recognised financial institution as the Management Committee may determine.
- 14.2 All accounts due by the Association shall be paid by cheque after having been passed for payment at the Management Committee Meeting and when immediate payment is necessary, accounts shall be paid and the action endorsed at the next Management Committee Meeting.
- 14.3 No officer of the Association shall spend more than a set amount of petty cash without the consent of the Management Committee and shall keep a record of such expenditure in a petty cash book.
- 14.4 A statement showing the financial position of the Association shall be tabled at each Management Committee meeting by the Treasurer.
- 14.5 A statement of Income, Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The Auditor's report shall be attached to such financial report.
- 14.6 the Association's financial year shall commence on the 1<sup>st</sup> day of July each year. The accounts, books and all financial records of the Association shall be audited each year.
- 14.7 The signatories to the Association's account/s will be any two (2) from the following:
- President
  - Vice-President
  - Treasurer
  - Secretary
  - Public Officer
- 14.8 All property and income of the Association will apply solely to the promotion of the Association's objectives and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly **to individuals or member organisations**, except in good faith in the promotion of these objectives.

## 15. Seal of the Association

- 15.1 The seal of the Association is to be in the form of a rubber stamp, inscribed with the name of the Association encircling the word "Seal"
- 15.2 The Seal of the Association shall be kept in the care of the Secretary.
- 15.3 The Seal shall only be used or affixed to any deed or other document pursuant to a resolution of the Management Committee and in the presence of at least the President and two member organisations of the committee, both of whom shall subscribe their names as witnesses.

## **16. Alterations to the Constitution and By-Laws**

- 16.1 No alteration, repeal or addition, shall be made to the Constitution, except at the Annual General Meeting or Special General Meeting called for that purpose and notice of all motions to alter, repeal, or add to the Constitution shall be given to member organisations twenty-one (21) days prior to the Annual General Meeting, or fourteen (14) days prior to a Special General Meeting.
- 16.2 The Secretary shall forward other notices of motion to Management Committee member organisations at least twenty one (21) days prior to the Annual General Meeting, or fourteen (14) days prior to a General Meeting.
- 16.3 Alterations to the By-Laws can only be made at Management Committee meetings provided the notice of the proposed alteration/s has been duly notified to Committee Member organisations.
- 16.4 Such motions or any part thereof shall be of no effect unless passed by a two thirds majority of those present and entitled to vote at the Annual General Meeting, Special General Meeting or Management Committee meeting, as the case may be.
- 16.5 Proxy votes may be accepted in writing to any committee member organisation from any financial member organisation prior to the start of that meeting. Proxy votes must be signed by the President of the member organisation submitting the proxy vote or his/her representative.

## **17. Dissolution**

Any property or moneys of the Association remaining after satisfactory completion of the winding up shall be distributed

- To another incorporated organisation having objects similar to those of the TDWC Inc., or
- For charitable or benevolent purposes, which incorporate TDWC Inc's objects or purposes, as the case requires, shall be determined by the resolution of member organisations.