

Constitution of



ALL BREEDS DOG TRAINING CLUB INC

Revised April 2013

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1. NAME

The club shall be called the '**All Breeds Dog Training Club Incorporated**' (hereinafter referred to as 'the club').

2. OBJECTS

To promote the training of any breed of dog which may be deemed suitable by the Committee, and to run Working Trials and such Obedience Shows as may be decided by the Committee and approved by the New Zealand Kennel Club.

3. MEMBERS

3.1 Ordinary Members

The club shall consist of an unlimited number of members whose names and addresses shall be recorded by the Secretary. This shall be open to inspection of members by arrangement with the Secretary.

3.2 Life Members

- (a) Any two financial members of the Club may nominate and provide a resume in writing of any person considered worthy of life membership. All the Committee will consider the merits and each such nominee before including or not including the nomination on the agenda for the annual general meeting to vote upon.
- (b) The recommendation is passed by a majority vote of the people present in person at an annual general meeting.
- (c) A life member shall be a person who has been outstanding in service to the Club.
- (d) The nominee must have made a significant contribution to the Club over a period of 10 years.
- (e) The life member shall be exempt from the Club subscription.
- (f) The life member shall be entitled to all the privileges of an ordinary member.
- (g) The number of such recommendations shall not be more than one in any one year.

4. ADMISSION

The election of members shall be vested in the Committee. The Secretary shall bring the candidate's name before the Committee for election at the meeting immediately following the receipt of his/her name. The receipt of a subscription does not automatically entitle the candidate to membership. Admission shall require majority approval by secret ballot at that meeting. The candidate shall be at once apprised of the result of the ballot.

5. SUBSCRIPTION

The amount of the annual subscription payable by any class of member and the time of payment thereof shall be fixed by the Committee and may be varied by the Committee from time to time. After the amount and time for payment of such annual subscription has been fixed by the Committee, any member who fails to make payment in the manner and by the time specified by the Committee of the amount of any such subscription levied upon such member shall ipso facto cease to be a member of the Club and shall thereupon forfeit any rights which such members may have to vote and attend any meeting of the Club, the Committee or any sub-committee of the Club; provided always that the Committee shall have discretionary power to reinstate any such member on good cause being shown and all arrears of subscriptions being paid

6. OFFICERS

- 6.1 Officers of the Club shall consist of a President, Vice-President, Honorary Secretary, Honorary Auditor, Honorary Treasurer and Honorary Veterinary Surgeon, and any other officers deemed advisable by the Committee to appoint.
- 6.2 The officers shall retire annually, and shall be eligible for re-election at the Annual General Meeting

7. COMMITTEE

- 7.1 The Committee shall consist of not more than eleven members who shall retire annually and be eligible for re-election and shall consist of the President, Vice-President, Honorary Secretary, Honorary Treasurer and seven others.
- 7.2 The committee shall have the power to delegate their authority to sub-committees consisting of three or more members of the Committee. The minutes of all sub-committee meetings will be recorded and presented to the following meeting of the Committee for approval.

8. NOMINATION AND ELECTION OF OFFICERS AND COMMITTEE

- 8.1 Election of Officers and Committee shall take place at the Annual General Meeting and such election shall be by secret ballot held at such Annual General Meeting. Nominations for the Officers and Committee shall be taken and notified prior to the commencement of the meeting.
- 8.2 Any person must have been on the All Breeds Dog Training Club Committee for twelve months before being eligible for nomination for a position on the Executive Committee (President, Vice-President, Secretary, Treasurer).

9. PROPERTY

The administration of the Club and control of property shall be vested in the Committee.

10. MANAGEMENT

Save where these rules otherwise provide, the entire management of the Club including the election of members shall be entrusted to the Committee, whose decision shall be final. The Committee shall have power to arbitrate in cases of dispute between members when asked by both parties to do so, and their decision in such cases shall be final. The Committee shall have power to deal with any question relating to the management of the Club not provided for in these rules. The Committee shall have power to fill by co-option any casual vacancy that may occur.

11. COMMITTEE MEETINGS

- 11.1 There shall be meetings of the Committee as often as may be deemed necessary. Any four members shall form a quorum. Not less than six clear days previous notice shall be given by the Secretary to all members of the Committee of any such meeting. All members of the Committee shall have one vote each, but the Chairman shall have a casting as well as a deliberative vote.
- 11.2 The president shall preside at every meeting of the Committee at which he or she is present. If the President is absent from the meeting, the Vice-President shall preside, but if the President and Vice-President are both absent, the members of the Committee shall elect one of their number to preside at the meeting and that person shall have and may exercise all the functions, duties and powers of the President at that meeting, but not otherwise.
- 11.3 No member of the Committee shall take part in the discussion of, nor vote upon, any matter before the Committee in which he or she has a direct or indirect interest, pecuniary or otherwise, other than an interest in common with the public.

- 11.4 Any member of the Committee who shall fail to attend three consecutive meetings without satisfactory explanation shall thereby vacate their seat and be ineligible for re-election for twelve months.

12. ANNUAL GENERAL MEETING

- 12.1 The Annual General Meeting shall be held as soon as possible after 31 December in each year, and fourteen clear days previous notice in writing shall be given by the Secretary to all members of the Club.
- 12.2 The names of all persons attending the Annual Meeting will be recorded upon arrival. Any fifteen members shall form a quorum.
- 12.3 Only current financial members of the Club may vote. Voting at such an Annual General Meeting shall be by a show of hands unless a Poll is demanded, whereupon the Chairman shall order a Poll. The election of Officers and of the Committee shall be by Secret Ballot as herein provided. The result of each Poll and Ballot shall be announced at once by the Chairman and, if requested by any member present, the figures and number of informal votes must also be announced. The Chairman shall have a casting vote as well as a deliberative vote. Voting by proxy will not be allowed.
- 12.4 Scrutineers may be appointed for the purposes of verifying the validity of all votes cast and ensuring that each vote is correctly executed and conforms to the rules. Scrutineers for Polls shall be one person representing each of the opposing groups who shall be nominated and appointed by the meeting. Scrutineers for any ballot concerning the election of Officers and Committee Members shall be two people with no family association to the candidates who shall be nominated and appointed by the meeting.
- 12.5 The President shall preside at every Annual General Meeting at which he or she is present. If the president is absent from the Annual General Meeting, the Vice-President shall preside, but if the President and Vice-President are both absent, the members present shall elect one of their number to preside at that meeting and that person shall have and may exercise all the functions, duties and powers of the President at that Annual General Meeting, but not otherwise.
- 12.6 Nominations for the election of Officers and Committee members who shall be absent from the Annual General Meeting may be received in writing by the Secretary prior to the meeting. These nominations must be signed by the nominee and read out by the Chairman at the commencement of the meeting.
- 12.7 Business at the Annual General Meeting shall include:
- (a) The receipt from the Committee of the Annual Report, Balance Sheet and Statement of Accounts for the preceding year.
 - (b) To elect Officers of the Club and the Committee for the ensuing year.
 - (c) To decide on any resolution which may be duly submitted to the meeting.

13. EXTRAORDINARY GENERAL MEETING

- 13.1 An Extraordinary General Meeting of the members of the Club shall be called by resolution of the Committee or on requisition in writing to the Honorary Secretary of any fifteen (15) members, whereupon fourteen clear days' notice in writing shall be given by the Honorary Secretary to all members of the Club specifying the objects of the meeting, to which alone discussions shall be confined.
- 13.2 The method of voting at such meeting shall be the same as at an Annual General Meeting and the same rules shall apply to the appointment and powers of the Chairman as are applicable by these rules to an Annual General Meeting. Any fifteen (15) members shall form a quorum.

14. NEW RULES

- 14.1 All new rules or alteration of existing rules or reversal of any formal act or decision shall be made at an Extraordinary General Meeting and shall appear on the Agenda convening the meeting. Such new rules or alterations or reversals shall not be adopted unless they receive the sanction of at least two-thirds of the members voting.
- 14.2 All alterations to these rules shall be notified and approved by the New Zealand Kennel Club before the general meeting.
- 14.3 All alterations must be registered with the Registrar of Incorporated Societies in the prescribed manner.

15. EXPENSES

All expenses incurred by the Honorary Secretary or Honorary Treasurer, with the consent of the Committee, for an on behalf of the Club shall be defrayed out of the funds of the Club alone and no individual member shall be deemed to incur any responsibility in respect of the same.

16. ANNUAL REPORT

An Annual Report shall be drawn up by the Honorary Secretary and submitted to the Chairman for approval. This, together with a copy of the balance sheet and expenditure account, shall be circulated to all members.

17. EXPULSION OF MEMBERS

Any member who shall be suspended by the New Zealand Kennel Club shall ipso facto cease to be a member of the Club. If the conduct of any member shall, in the opinion of the Committee of the Club, be injurious to the character or interests of the Club, the Committee of the Club may, at a meeting the notice convening which includes as an object the consideration of the conduct of the member, determine that an Extraordinary General Meeting of the Club shall be called for the purpose of passing a resolution to expel him or her. Notice of the Extraordinary General Meeting shall be sent to the accused member, giving particulars of the complaint and advising him or her of the place, date and hour of the meeting so that he or she may attend and offer an explanation.

If at the meeting a resolution to expel is passed by two-thirds of the members present and voting, their name shall be forthwith erased from the list of members and they shall thereupon cease for all purposes to be a member of the Club except that they may within two calendar months from the date of such meeting, appeal to the New Zealand Kennel Club upon and subject to such conditions as the New Zealand Kennel Club may impose.

18. RESIGNATION OF MEMBERSHIP

It shall be competent for any member to withdraw from the Club on giving or sending notice of his or her intention, in writing, to the Secretary. Any member so leaving the Club shall not be entitled to receive back any money he or she may have paid the Club during his or her membership, or to have any claim against the Club.

19. WORKING TRIALS AND SHOWS

All matters such as giving of cups, trophies, support of classes or the voting of the Club's funds towards any matter connected with Trials or Shows, shall be vested in the Committee of the Club, who shall satisfy themselves with regard to them additionally as to the fact that the person appointed to judge the tests thereat, is qualified so to do.

20. SEAL

The Club shall have a common seal which shall be in the control of the Honorary Secretary and which shall not be affixed to any document except by resolution of the Committee and in the presence of the President and the Honorary Secretary or the Vice-President.

21. VOTING

A resolution proposed at any meeting of the Club or the Committee or of any sub-committee shall be deemed to be carried if a majority of the persons present and entitled to vote at such meeting vote in favour of the resolution except where these rules otherwise provide or, if in the event of a tie, the Chairman exercises his/her casting vote in favour of the resolution. Proxy voting at meetings shall not be allowed.

22. PECUNIARY PROFIT

No member or person associated with a member of the Club shall derive any income, benefit or financial advantage from the Club except where the income, benefit or advantage is derived from:

- (a) Professional services to the Club rendered in the course of business charged at no greater rate than the current market rates; or
- (b) Interest on money lent at no greater rate than current market rates.

23. WINDING UP

- 23.1 The Club may be wound up if the members at the general meeting pass a resolution requiring the Club to be dissolved and this resolution is confirmed at a subsequent general meeting called for that purpose.
- 23.2 Upon dissolution of the Club, any assets after payment of all liabilities shall be forwarded to the New Zealand Kennel Club to be held in trust for a future club which may be formed to meet objectives similar to those of the Club.
- 23.3 On any dissolution or winding up of the aforesaid, no payment in money or distribution of assets or other benefits whatsoever shall be paid, applied or distributed to any member, past or present, for the personal benefit of such member or members.

24. INLAND REVENUE DEPARTMENT

No addition to or alteration of the personal benefit clause or the winding up clause shall be approved without the approval of Inland Revenue.

25. BORROWING POWERS

The Committee shall with the prior sanction of a resolution duly passed at an Extraordinary General Meeting of the Club at which two-thirds of the members present at such meeting and voting shall vote in favour of such resolution and of which notice shall have duly been given in terms of rule 13 of these rules, have the power to borrow for the purpose of the Club any sum or sums of money on the security of all or any of the Club's property (real or personal), assets and effects and to secure such borrowing by the giving of legal mortgages or charges with powers of sale and other usual powers.

26. BANKING

All moneys received by or on behalf of the Club shall forthwith be paid to the credit of the Club in an account with the Bank of New Zealand at Newmarket or other bank or savings bank from time to time to be fixed by the Club and all cheques or withdrawal slips drawn on the account shall be signed by the President and the Honorary Treasurer (or in the alternative by either of them together with two committee members for the time being).

27. INVESTMENTS

The Club may, from time to time, invest or re-invest in such securities or upon deposit and be required for the immediate business of the Club.

28. GIVING OF DUE NOTICE

Every notice required to be given to members of the Club or Committee or any of them shall be deemed to have been duly delivered in the ordinary course of the post if posted to him or her in a pre-paid letter addressed to him or her at his or her last known address. No meeting shall be invalid because notice of that meeting was not received or was not received in due time by any member unless:

- (a) It is proved that the person responsible for giving notice of the meeting acted in bad faith or without reasonable care; and
- (b) The member concerned did not attend the meeting.

29. INTERPRETATION

If any doubt shall arise as to the construction or interpretation of any clause of any rule of the Club, the decision of the Committee shall be conclusive and binding on all members – providing that such decisions shall be reduced to writing and recorded in the minute book.

30. BY-LAWS AND REGULATIONS

The Committee shall have the power to make by-laws and regulations, provided they are not inconsistent with the Rules of the Club, and may alter or repeal any such by-law or regulation for the good government of the Club. Such by-laws and regulations shall be duly recorded.