



AUSTRALIAN
YARD DOG
ASSOCIATION
INCORPORATED

CONSTITUTION

This document details the Constitution for the Australian Yard Dog Association Incorporated. It defines the principles, structure and powers upon which the Association is based, the procedure in which rules are made and by whom.

Approved 5th of April 2022
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Table of Contents

1	Name	4
2	Interpretation	4
3	Objects	4
4	Structure	5
5	Fees.....	6
6	Quorum	6
7	Election Of Office Bearers.....	6
8	Roles and Responsibilities	7
9	Judicial Committee	8
10	Appeal Tribunal	8
11	Disputes Committee	8
12	Resignation	9
13	Breaches of Discipline by a Member	9
14	Breaches of Discipline by a Person	9
15	Appeals	10
16	Altering the Constitution	10
17	Binding Agreements	10
18	Winding Up.....	10
19	Honorary Life Membership.....	10
20	Prohibition against securing profits for Individuals...	11
21	Meeting Formats and Technology	11
22	Notice of Special Resolutions and Agenda Items	11

23	Sporting Rules and Regulations.....	11
24	Minutes.....	11
25	Trustees	12
26	Update History	12

1 Name

- 1.1 The name of the incorporated association is "Australian Yard Dog Association Incorporated", [The Association].
- 1.2 The Association is incorporated under the South Australian Associations Incorporation Act 1985.
- 1.3 The Association was formed on 28 June 1991.

2 Interpretation

- 2.1 In this constitution unless the contrary intention appears:
 - a] Act means the South Australian Associations Incorporation Act.
 - b] AYDC means Australian Yard Dog Championship and includes support classes.
 - c] AUC means Australian Utility Championship and includes support classes.
 - d] Member means the affiliated State dog trialing associations from Queensland, New South Wales, Victoria, Tasmania, South Australia and Western Australia.
 - e] Electoral Year means the time between AGMs.
 - f] Financial Year means the year ending 31 December in each year.
 - g] Handler or Judge means a person who belongs to a Member organization and is eligible to participate in an AYDC and AUC.
 - h] Committee means an assembly of President, Vice President, Secretary and Treasurer and Delegates at all Meetings.
 - i] Resolutions
 - Special Resolution means a resolution:
 - 1] of which 30 days' notice of a General Meeting has been given, and
 - 2] that has been passed by at least 75% of those eligible to vote on the resolution.
 - Ordinary Resolution means a resolution passed by a simple majority.
 - j] Delegate means a person appointed by a Member to represent that Member.
 - k] General Meeting means either the Annual General Meeting or a Special General Meeting.
 - l] Organizer means the entity, person or persons appointed to conduct the AYDC and AUC.
 - m] Judicial Committee means a 3 person panel appointed by the Committee to hear charges of breaches against the Code of Conduct.
 - n] Appeal Tribunal means a 3 person panel appointed by the Committee to hear appeals against sanctions imposed by the Judicial Committee.

3 Objects

- 3.1 To allocate and oversee the conduct of the AYDC and AUC and offer assistance to the appointed Organizer.
- 3.2 To publish rules, regulations and Codes of Conduct in relation to the AYDC and AUC.
- 3.3 To promote modern industry standards in stock handling and yard design

4 Structure

4.1 Committee

- a] The Committee comprises the President, Vice President, Secretary, Treasurer and 2 Member Delegates and is the supreme authority.
- b] The committee only assembles at all Meetings.

4.2 Annual General Meetings [AGM]

- a] The AGM shall be conducted on the eve or as close to or during the AYDC as is practical of the , or the AUC if the AUC precedes the AYDC;
- b] The function of the AGM is to: confirm the minutes of the previous AGM and any SGM's held since that meeting, appoint auditors [if required], consider the accounts and any subcommittee reports, elect the Office bearers, set fees, levies and honoraria, alter the Constitution, Rules and Regulations, make decisions which will enhance the Association and annually appoint the AYDC and AUC Disputes Subcommittee.

4.3 Special General Meeting [SGM]

- a] A SGM may be called by either the President, Secretary or three Members.
- b] The only business which may be discussed at a SGM is the business listed on the agenda.

4.4 Committee

- a] Each Member may appoint two Delegates to the committee.
- b] Members may replace Delegates or appoint temporary substitutes.
- c] Delegates have one vote each at General and Committee meetings.
- d] The Committee will meet as often as the President determines.
- e] A vote by proxy will be accepted if it is impossible for state delegates to attend in person or by telephone or electronic by letting secretary know in writing prior to meeting.

4.5 Functions of the committee

- a] the business and the affairs of the association shall be under the management and control of the committee
- b] make recommendations at all Meetings.

4.6 Proceedings of the Committee meeting

- a] The Committee shall meet as required by the President.
- b] Questions shall be decided by a simple majority, with the President having a casting vote if required.
- c] A member of the Committee having a direct or indirect pecuniary interest in a matter must disclose the nature of the interest to the meeting and shall not vote on that issue.

4.7 Disqualification of Committee Members

The office of a Committee member shall become vacant if the person is:

- ~ sanctioned under the Code of Conduct;
- ~ permanently incapacitated by ill health;
- ~ absent without apology from more than 3 meetings in an electoral year;
- ~ in the case of the Committee, ceases to be the duly appointed representative of a Member.

4.8 Subcommittees

- a] Subcommittees may be formed to fulfill specialised tasks or functions.
- b] Appointments to, the tenure of, and terms of reference for each subcommittee may be determined by the Committee.
- c] Subcommittee appointees need not belong to a Member.

5 Fees

- 5.1 The subscription fees for membership shall be such a sum as the members shall determine at the AGM
- 5.2 The subscription shall be payable annually on the 1st January or at such other time as the committee shall determine from time to time
- 5.3 any member whose subscription is outstanding for more than three months after the due date for payment shall cease to be a member of the association when notified by the secretary
- 5.4 The committee may reinstate the membership on terms it thinks fit
- 5.5 Secretary or treasurer must send out a invoice one month prior

6 Quorum

- 6.1 A quorum at all AGM and SGM Meetings is 50% or more of those entitled to participate in the meeting.
- 6.2 A quorum will be determined at the commencement of the meeting and will be maintained even if one or more participants leave the meeting either permanently or temporarily.
- 6.3 A quorum for a Committee meeting is the President or Vice President, Secretary or someone acting for the secretary and also at least one delegate from three Members.

7 Election Of Office Bearers.

- 7.1 President
- 7.2 Vice President
- 7.3 Secretary
- 7.4 Treasurer
- 7.5 Public officer (must reside in state of incorporation)
- 7.6 Auditor (if needed)
- 7.7 Bank signatories (check)
- 7.8 Disputes committee (president,3 delegates and organizer of the AYDA or AUC)
- 7.9 President and Vice President to come from delegates at the AGM
- 7.10 Secretary and Treasurer and Public officer can be elected from the delegates or outside the delegates
- 7.11 If secretary or treasurer or public officer are elected from outside the delegates, they have no voting rights.

- 7.12 All members of the committee must be financial members
- 7.13 Nomination for each candidate for election as a office bearer shall be proposed and seconded respectively by two delegates at the AGM.
- 7.14 Contested offices shall be subject to a ballot of delegates present at the AGM
- 7.15 No ballot needed if the number of candidates nominated for each office does not exceed number of vacancies

8 Roles and Responsibilities

8.1 PRESIDENT

- The president is responsible for the chairing of all meetings and provide leadership and direction to the committee
- The president answers to the committee
- The president holds the casting vote on all decisions if and where required.
- The president is expected to attend participate in, and make recommendations to all meetings.

8.2 VICE PRESIDENT

- The vice president is responsible for providing support to the president to fulfill official duties if president unavailable.
- The vice president answers to the committee
- The vice president is expected to attend, participate in, and make recommendations to all meetings.

8.3 SECRETARY

- The secretary shall carry out their duties under the direction of the president and the committee.
- Secretarial duties include maintaining records, maintaining minutes of all meetings, answering correspondence, and issuing notices of meetings.
- The secretary is expected to attend, participate in, and make recommendations to all meetings.

8.4 TREASURER

- The treasurer shall carry out their duties under the direction of the president and committee. and not remove funds without committee approval
- The treasurer is responsible for maintaining accounts on behalf of the association and necessary records of financial transactions and financial position of the association.
- Maintain and provide a balance sheet to be tabled at the AGM
- The treasurer is expected to attend, participate in, and make recommendations at all meetings.

8.5 DELEGATES

- Delegates are required to act as representatives of the nominating member and to provide communication to and from the committee to the member.
- Delegates are expected to attend in person or by telephone or electronic and participate in, and make recommendations to all meetings.

9 Judicial Committee

- 9.1 The judicial committee is appointed to solely deal with charges and breaches against AYDA code of conduct and/or the AYDA competition rules at the Australian yard dog championship
- 9.2 An alleged breach of the AYDA code of conduct will be considered by a judicial committee in accordance with the procedures set out in the AYDA code of conduct
- 9.3 A judicial committee will be appointed by the committee and comprise of three committee members, one appointed chair when required
- 9.4 No member of the judicial committee can reside in the same state as the alleged offender
- 9.5 The AYDA secretary will provide secretariat services or in the event of the unavailability of the AYDA secretary, the chair of the judicial committee may appoint a independent secretary
- 9.6 Judicial committee decisions must be notified immediately to the person charged
- 9.7 Judicial committee decisions must be notified as soon as practicable in writing to the AYDA secretary who shall formally notify members
- 9.8 Failure of member to comply with a penalty imposed by the AYDA judicial committee will result in the member being asked to show cause why it should remain a member

10 Appeal Tribunal

- 10.1 An appeal tribunal is established to hear appeals against sanctions imposed by the judicial committee
- 10.2 An appeal of a decision by a judicial committee will be considered by an appeal tribunal in accordance with the procedures set out in the code of conduct
- 10.3 An appeal tribunal must be appointed by the committee and no committee member shall have had prior involvement in proceedings or any interest in the matter
- 10.4 Membership to the appeal tribunal need not be limited to the committee members and may include a person with legal experience
- 10.5 The appeal tribunals ruling must be notified as soon as practicable in writing to the AYDA secretary
- 10.6 The appeals tribunals ruling is final and charged offender will be notified in writing

11 Disputes Committee

- 11.1 The disputes committee is appointed for the review of protests as defined in the AYDAC competition rules
- 11.2 in the event of a protest members of the dispute committee from the state of the people involved are required to excuse themselves
- 11.3 The disputes committee decision is final

12 Resignation

- 12.1 Members may resign from the Association by giving notice in writing to the Secretary.
- 12.2 The Association may replace the resigning Member with another organisation from the relevant State.
- 12.3 The replacing organisation must be appointed by special resolution and it must agree to abide by the Constitution and pay any joining fee which may be determined.

13 Breaches of Discipline by a Member

- 13.1 If in the opinion of the Committee, a Member has acted in a manner which is prejudicial to the interests of the Association or has breached, failed, refused or neglected to comply with this Constitution, a disciplinary hearing may be conducted at a Special General Meeting.
- 13.2 The Member being charged is entitled to make representations but cannot attend or participate in the deliberations of the charge.
- 13.3 Penalties for breaches outlined in 9.1 above include reprimand, fines, suspension and expulsion. The imposition of any penalty must be by special resolution.

14 Breaches of Discipline by a Person

- 14.1 An alleged breach of the Code of Conduct, which has been reported in writing, will be considered by a Judicial Committee, appointed to deal solely with the allegation.
- 14.2 A Judicial Committee will be appointed by the Committee and comprise an Committee member as its Chair and two Committee members, none of whom shall reside in the same State as the alleged offender. The Chair may appoint a Minute Secretary if the AYDA Secretary is unavailable.
- 14.3 A hearing must be conducted as soon as practicable upon receipt of the allegation and may only be attended by those with an interest.
- 14.4 The person charged with the offence must be given the opportunity to defend the allegation and in doing so, may produce witnesses.
- 14.5 Provided reasonable notice of the hearing and reasonable opportunity to mount a defence have been given, failure to attend the hearing may not result in a stay of proceedings.
- 14.6 Penalties available to a Judicial Committee include suspension and expulsion and have immediate and nationwide effect unless notice of appeal has been lodged.

- 14.7 Judicial Committee decisions must be notified immediately to the person charged and followed as soon as practicable in writing to the AYDA Secretary who shall formally notify all Members.

15 Appeals

- 15.1 An appeal against a decision of a Judicial Committee must be lodged with the AYDA Secretary within 24 hours of the decision being notified.
- 15.2 The notice of appeal must state the grounds of appeal and be accompanied by the prescribed fee, which is non-refundable.
- 15.3 An Appeal Tribunal must be appointed by the Committee and none of its members shall have had any involvement in prior proceedings or have any interest in the matter, other than the overall interests of the Association.
- 15.4 Membership of the Appeal Tribunal need not be limited to the Committee and may include a person with legal experience who is not involved in the sport.
- 15.5 If the Judicial Committee's decision prevents the appellant from participation in the Championship class, the appeal hearing must be conducted as soon as practicable to avoid any possible miscarriage of justice.
- 15.6 If the event has concluded, the appeal will be heard by teleconference.
- 15.7 The Appeal Tribunal's ruling is final and will be notified to the appellant and Members in writing by the AYDA Secretary.

16 Altering the Constitution

- 16.1 Adoption and alteration of the Constitution must be by special resolution at a Annual General Meeting.

17 Binding Agreements

- 17.1 Members agree to be bound by decisions made by ADYA and enforce them as if they had been made by the Member. These include but are not limited to decisions made against the Organiser of, or handlers at, the AYDC and AUC.
- 17.2 The Association may act against a Member or person who belongs to a Member organisation if they act prejudicially against its interests. This includes prejudicial conduct in any media format.
- 17.3 Members agree to conduct the AYDC and AUC in accordance with the Association's sporting rules and regulations.

18 Winding Up

- 18.1 The Association may be wound up in the manner provided for in the Act.
- 18.2 Distribution of assets upon winding up of the will be distributed in accordance with South Australia Associations Incorporation Act 1985 Section 43.

19 Honorary Life Membership

- 19.1 Honorary Life Membership may be awarded to individuals who have provided exemplary service to the Association.

19.2 Such awards are to be determined by special resolution at a AGM

19.3 Honorary Life Membership does not bestow any voting right

20 Prohibition against securing profits for Individuals

20.1 The income and capital of the Association shall be applied exclusively to the promotion of its Objects and no portion shall be paid or distributed directly or indirectly to individuals except as bona fide remuneration for services rendered or expenses incurred on behalf of the Association.

21 Meeting Formats and Technology

21.1 Meetings maybe conducted either in-person, or utilising electronic communication methods such as teleconference, video conference, or any future forms of remote communication.

21.2 Meetings cannot be held by email.

21.3 Decisions made by electronic communication methods have the same effect as if they had been made at an in-person meeting.

21.4 Those entitled to attend meetings may do so electronically if the technology is available. Electronic participation at in-person meetings by those unable to attend will be treated as if the participants attended in-person.

21.5 Notices of meeting or other correspondence may be sent by email or other forms of communication.

22 Notice of Special Resolutions and Agenda Items

22.1 Members and delegates may move special resolutions and in doing so must lodge them with the Secretary no later than 45 days prior to the scheduled meeting.

22.2 The Secretary must circulate the agenda to Members, Delegates and the no later than 30 days prior to the scheduled meeting.

23 Sporting Rules and Regulations

23.1 Sporting rules and regulations may be adopted and altered by an ordinary resolution of the committee.

24 Minutes

24.1 Proper minutes of all proceedings of meetings of the association and of meetings of the committee shall be sent to all delegates and entered into relevant meeting folder kept for that purpose

24.2 The minutes kept pursuant to this rule shall be signed by the chair person of the meeting at which proceeding took place or by the chairperson of the next meeting

24.3 where minutes are entered and signed they shall until contrary is proved be evidence of that meeting was convened and duly held, and that all proceeding

held at that meeting and that all appointments made at the meeting be deemed valid

25 Trustees

- 25.1 Unless otherwise determined the members of the committee of the association for the time being, shall be deemed to be the trustees of the association to hold any property, real and personal belongings to the association.

26 Update History

Date	Updated Item
Approved AGM - 8 th March 2023	<p>Letter from Government of SA Consumer and Business Services - Lodgement of Rules - Matter(s) require your attention dated 2023028</p> <p>Addition of a word 'Incorporated' to the end of 'Australian Yard Dog Association':</p> <p>Cover Page:</p> <p>To be deleted:</p> <p style="padding-left: 40px;">'Australian Yard Dog Association'</p> <p>To be replaced with:</p> <p style="padding-left: 40px;">'Australian Yard Dog Association Incorporated'</p> <p>Clause 1.2</p> <p>To be deleted:</p> <p style="padding-left: 40px;">Clause 1.2 The name of the incorporated association is "Australian Yard Dog Association", [The Association].</p> <p>To be replaced with:</p> <p style="padding-left: 40px;">Clause 1.2 The name of the incorporated association is "Australian Yard Dog Association Incorporated", [The Association].</p>
Approved AGM - 8 th March 2023	<p>Letter from Government of SA Consumer and Business Services - Lodgement of Rules - Matter(s) require your attention dated 2023028</p> <p>Correction to Clause 18.2:</p> <p>Clause 18.2:</p> <p>To be deleted:</p> <p style="padding-left: 40px;">18.2 Upon winding up, surplus assets are to be divided equally amongst Members.</p> <p>To be replaced with:</p> <p style="padding-left: 40px;">18.2 Distribution of assets upon winding up of the will be distributed in accordance with South Australia Associations Incorporation Act 1985 Section 43.</p>

<p>Approved AGM - 8th March 2023</p>	<p>AYDA Constitution - Item to Remove: 26 The Seal</p> <p>26.1 The association shall have a common seal upon which its corporate name shall appear in legible characters</p> <p>26.2 The seal shall not be used without the expressed authorization of the committee and each and every use of the seal shall be used in the minutes of the association</p> <p>26.3 The affixing of the seal shall be witnessed by the president and the secretary or other committee members</p> <p>26.4 The seal shall be kept in custody of the secretary or such other person as the committee may decide from time to time</p>
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