

## **ANNEXURE A**

This is the annexure marked 'A' referred to in the statutory declaration of Nigel Tonkin made on the \_\_\_\_\_ day of \_\_\_\_\_ 2008 before me

# **The Budgerigar Council of South Australia Incorporated Objects & Rules**

**These AMENDED Rules become operative on the 17th February 2008. They are binding on all MEMBER AFFILIATED, HALF AFFILIATED and ASSOCIATED ORGANISATIONS and INDIVIDUAL MEMBERS who join the Council.**

1. The name of the Incorporated Association is **THE BUDGERIGAR COUNCIL of SOUTH AUSTRALIA INCORPORATED** hereinafter called "The Council"

## **2. DEFINITIONS**

"committee" means the committee of management of The Council

"general meeting" means a general meeting of members of The Council convened in accordance with these rules

"member" means a member of The Council

"special resolution" means a special resolution defined in the Act

"the Act" means the Associations Incorporation Act 1985

## **3. OBJECTS, PURPOSES AND FUNCTIONS**

- 3.1 To promote, encourage and stimulate the breeding and exhibiting of budgerigars, including the improvement of existing varieties and the development of new.
- 3.2 To serve as the State Council for South Australia (Including Broken Hill).
- 3.3 To co-operate with the other Governing Bodies interested in budgerigars.
- 3.4 To affiliate with and act as the South Australian member body of the Australian National Budgerigar Council hereinafter to be referred to as the ANBC.
- 3.5 To invite and encourage membership of Affiliate, Half Affiliate and Associate Organisations interested in the breeding and exhibiting of budgerigars.
- 3.6 To use the Standard of Perfection for the exhibition budgerigar as set by the ANBC.

- 3.7 To establish, maintain and recommend uniform rules for all shows and exhibitions held by the Council and its Affiliate, Half Affiliate and Associate Organisations.
- 3.8 To establish a panel of Judges (To be a member of the Judges Panel, a Judge must be a financial Individual Member of the Council).
- 3.9 To accept a code of ethics for Judges.
- 3.10 To ratify recommendations received from the Panel of Judges.
- 3.11 To recommend and / or co-ordinate on any matter deemed to be of common interest to Affiliate, Half Affiliate and Associate Organisations.
- 3.12 To obtain direction / instruction from Affiliate, Half Affiliate and Associate Organisations on ANBC matters through their delegates.
- 3.13 To hold annually a pre-selection Show to select a team to represent South Australia at the ANBC Championship Show.
- 3.14 To host the ANBC Championship Show when required.
- 3.15 To compile annually a register of Show and Meeting dates of all participating Affiliate, Half Affiliate and Associate Organisations.
- 3.16 To establish and maintain an exhibitor status register for all financial Individual Members and or Partnerships.
- 3.17 To do all such other things as may be incidental to the attainment of such objects.

#### **4. POWERS.**

- 4.1 The powers of The Council shall be the powers contained in the Associations Incorporations Act, and without limiting those powers, The Council shall be entitled to hold real or personal property, and open and operate bank accounts.
- 4.2 The Committee shall be entitled to exercise the full powers of The Council, and without limiting those powers shall have the management and control of the funds and other property of The Council, provided that The Council shall not be entitled to borrow money.

#### **5. MEMBERSHIP**

- 5.1 Individual Members shall be persons who have agreed to accept the above Objects, Purposes and Functions detailed in Rule 3., paid the prescribed membership fee and who are:
  - 5.1.1 Financial Individual Members of an Affiliate, Half Affiliate or Associate Organisation of the Council. Membership entitles that Individual voting rights at the Annual General Meeting or any other meetings so convened (Refer to rule

8 for voting procedures ), plus the entitlement to purchase Council rings. All Individual members shall pay a set annual fee as determined and voted upon by the Individual members at the Annual General Meeting of the Council. Family membership and Partnerships will be treated as one Individual membership unless separate membership fees have been paid. **Note:** An Individual under 18 years of age requiring membership shall be deemed a Junior Individual Member on paying the prescribed fee. This fee shall be determined annually at the Annual General Meeting.

5.1.2 Persons who have applied in writing for membership and who are accepted as members by majority vote of the Committee.

5.2 Organisation Memberships shall be for Organisations which have applied in writing for membership, expressed support for the above Objects, Purposes and Functions in Rule 3, paid the prescribed membership fee and are accepted as members by a majority vote of the Committee.

5.2.1 An Affiliate Organisation (To appoint from its members a nominated number of representatives who will become Councillors (see Rule 6.2)) shall pay a set fee per annum as recommended by The Council and voted upon by Individual Members annually at the Annual General Meeting. On becoming an Affiliate Organisation, all financial Individual Members of that Organisation shall be bound by the Rules of The Council and shall only be able to purchase rings supplied by The Council. The only exception to this ruling is, if a financial Individual Member is a dual member of both this Council and of a recognised interstate Organisation and chooses to purchase rings through that interstate Organisations Controlling Body. Noting that only 'SA' prefixed rings will be accepted on birds for the purpose of Rule 3.13.

To be an Affiliate Organisation of The Council, Metropolitan Organisations (within a 50 km radius of the Adelaide G.P.O. ) must have a minimum of ten (10) financial Individual Members of The Council and, Country Organisations a minimum of five (5). Individual Members can only nominate one '**Principal**' Organisation for the purpose of this ruling.

5.2.2 A "Half Affiliate" Organisation shall pay 50% of the Affiliated Organisation fee per annum and be permitted to appoint from its members ONE representative who will become a Councillor (see Rule 6.2). On becoming an Associate Organisation, all financial Individual Members of that Organisation shall be bound by the Rules of The Council and shall only be able to purchase rings supplied by The Council. The only exception to this ruling is if a financial Individual Member is a dual member of both this Council and of a recognised interstate Organisation and

chooses to purchase rings through that interstate Organisations Controlling Body noting that only 'SA' prefixed rings will be accepted on birds for the purpose of Rule 3.13.

To be a "Half Affiliate" Organisation of The Council, Metropolitan Organisations (within a 50 km radius of the Adelaide G.P.O. ) must have a minimum of ten (10) financial Individual Members of The Council and, Country Organisations a minimum of five (5). Individual Members can only nominate one '**Principal**' Organisation for the purpose of this ruling.

- 5.2.3 An Associate Organisation (Not having representation on the Committee of Council) shall pay 25% of the Affiliated Organisation fee per annum. On becoming an Associate Organisation, all financial Individual Members of that Organisation shall be bound by the Rules of The Council and shall only be able to purchase rings supplied by The Council. The only exception to this ruling is if a financial Individual Member is a dual member of both this Council and of a recognised interstate Organisation and chooses to purchase rings through that interstate Organisations Controlling Body noting that only 'SA' prefixed rings will be accepted on birds for the purpose of Rule 3.13
- 5.3 Due date for Affiliate, Half Affiliate, Associate and Individual Memberships shall be the first (1st) day of January annually.
- 5.4 Membership shall cease on:
  - 5.4.1 Resignation in writing delivered to the premises of the Secretary or Public officer of The Council.
  - 5.4.2 Non renewal of membership within two (2) months of expiry.
- 5.5 Expulsion of a Member:
  - 5.5.1 Subject to giving a member an opportunity to be heard or make a written submission, the Committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of The Council.
  - 5.5.2 Particulars of the charge shall be communicated to the member at least one month before the meeting of the Committee at which the matter will be determined.
  - 5.5.3 The determination of the Committee shall be communicated to the member, and in the event of an adverse determination the member shall, subject to the Rule below, cease to be a member 14 days after the Committee has communicated its determination to the member.

5.5.4 It shall be open to a member to appeal to The Council at a Special General Meeting, so convened, against the expulsion. The intention to appeal shall be communicated to the Secretary of The Council within 14 days after the determination of the Committee has been communicated to the member.

5.5.5 In the event of an appeal under the Rule above, the appellant's membership of The Council shall not be terminated unless the determination of the Committee to expel the member is upheld by the members of The Council entitled to vote at the Special General Meeting, so convened, after the appellant has been heard by the members of The Council, and in such an event membership will be terminated at the date of the Special General Meeting at which the determination of the Committee is upheld.

5.6 Register of Members:

5.6.1 A register of members must be kept and contain:

- i) The name and address of each member;
- ii) The date on which each member was admitted to The Council; and
- iii) If applicable, the date of, and reason(s) for, termination of membership.

## **6. THE COMMITTEE OF COUNCIL**

6.1 The affairs of The Council shall be managed and controlled exclusively by a Committee which in addition to any powers and authorities conferred by these Rules, may exercise all such powers and do all such things as are within the Objects, Purposes and Functions of The Council.

6.2 The Committee shall comprise of equal representation of Individual Members per Affiliate Organisation, who have been duly elected by that Affiliate and one representative per "Half Affiliate" who has been duly elected by that "Half Affiliate". An Individual shall retain their position on the Management Committee of Council, subject to Rule 6.11, until the following Annual General Meeting of The Council. No Affiliate or "Half Affiliate" Organisation shall replace any member so removed as their delegate, subject to Rule 6.11 until the following Annual General Meeting.

6.2.1 If any Affiliate, Half Affiliate Organisation should cease to function, that Organisation shall no longer have representation on the Management Committee. (see Rule 6.10.4)

6.2.2 From the Committee, a Chairperson, Vice Chairperson, Secretary, Treasurer and Ring Officer shall be elected

annually by the Individual Members at the Annual General Meeting of the Council or a Special General Meeting convened for that purpose.

- 6.2.3 Postal votes will be accepted in accordance with Rule 8.2 and all voting shall be by ballot to a nominated neutral Justice of the Peace as approved by the Committee of the Council.
- 6.3 If no nomination is received for a Management Committee position at an Annual General Meeting or a Special General Meeting so convened the Committee of The Council may appoint another member of the Committee to fill this casual position provided such member holds no other formal position on the Committee.
- 6.4 The Committee shall have the power to appoint such Officers as are required to carry out the Objects of the Council and may delegate any of its powers to such Officers.
- 6.5 The Committee shall appoint a **Public Officer** who shall notify the Corporate Affairs Commission of such appointment, and who shall file such returns and notices, as shall be required by law. The Public Officer, who may also be a Councilor, shall hold office until another person is appointed to the position by the Committee.
- 6.6 A **Judges Representative**, who may also be a Councilor, shall be appointed by the Committee of Council after being nominated at a Judges meeting especially convened for that purpose. The holder of this position must be of at least Major Award status, and is to attend Council meetings, if not a Councilor, when necessary, but in a non voting capacity.
- 6.6.1 A Judges Committee shall be formed by the Judges Panel.
- 6.7 A **Show Manager**, who may also be a Councilor, shall be appointed by the Committee of Council and will be responsible to The Council on all matters pertaining to Shows and is to attend Council meetings, if not a Councilor, when necessary but in a non-voting capacity.
- 6.8 An **Auditor**, who shall not be required to be formally qualified, shall be appointed by the Individual Members, at the Annual General Meeting to audit the accounts operated by the Office Bearers of The Council and to provide a written report of any such audit to the members at the following Annual General Meeting.
- 6.9 Committee members shall upon election or nomination become members in their own right. They may express the views and interests of any Organisation that they represent, but must vote in the interests of The Council, and to carry out its Objects, Purposes and Functions as per Rule 3.
- 6.10 An Office Bearer or member of the Committee shall cease to hold such office upon:-

- 6.10.1 Resignation in writing;
  - 6.10.2 Suspension as a member of The Council;
  - 6.10.3 Absence without apology from more than three consecutive Committee meetings.
  - 6.10.4 The Affiliate, Half Affiliate Organisation he or she represents ceases to remain financial and or dissolves.
- 6.11 Upon cessation of tenure of a member of the Committee of The Council, the Affiliate, Half Affiliate Organisation whom that Committee person represented may (subject to Rule 6.2) nominate a replacement representative. Upon cessation of tenure of an Office Bearer of The Council, the Committee of the Council may choose to fill the position from within the Committee of The Council (subject to Rule 6.4) until the next AGM or Special General meeting where Individual Members may vote for a replacement Office Bearer.
- 6.12 The Committee of The Council shall have the authority to interpret the meaning of these Rules and any other matter relating to the affairs of The Council on which these Rules are silent.

## 7. MEETINGS.

- 7.1 The Annual General Meeting shall be held at least once in each calendar year, and not more than four months after the close of the financial year.
- 7.2 The business of the Annual General Meeting shall be:-
- 7.2.1 To confirm the minutes of the preceding Annual General Meeting.
  - 7.2.2 To receive the Chairperson's report for the previous financial year.
  - 7.2.3 To receive the Treasurer's report and the audited financial statements for the previous financial year.
  - 7.2.4 To elect or re-elect the Committee Members who must consent in writing, 45 days in advance of the meeting.
  - 7.2.5 To conduct any other business placed on the agenda 45 days in advance of the commencement of the meeting.
  - 7.2.6 To set the Membership fees as prescribed in 5.1.1 and 5.2.1 of these Rules.
- 7.3 A Special General Meeting shall be called by the Secretary within 28 days of receipt of a directive of the Committee or a written request of 3 Affiliate, Half Affiliate or Associate Organisations, or of not less than 10% of the total number of financial Individual members specifying the business to be conducted at the meeting.

- 7.4 Proceedings of the Committee:-
- 7.4.1 The Committee shall meet together at least quarterly for the dispatch of business.
  - 7.4.2 A quorum for a meeting of the Committee shall consist of 60% of the Committee.
  - 7.4.3 Questions arising at any meeting shall be decided by a 51% majority votes.

## **8. VOTING.**

- 8.1 Upon any question arising at any meeting of the Council, a member, other than the Chairperson (see Rule 9.2) has only one vote.
- 8.2 Postal votes by Individual Members shall be accepted on all issues at an Annual General Meeting or at a Special General Meeting.
- 8.3 Family / Partnership members are entitled to one vote per person if they have paid Individual Membership to the Council.
- 8.4 Only current financial Individual Members, who have been financial for a period of at least three (3) months, and who have obtained the age of eighteen (18) may vote on all matters at the Annual General Meeting.
- 8.5 Unless a poll is demanded by at least five members, a question for decision at a general meeting must be determined by a show of hands.
- 8.6 If a poll is demanded by at least five members, it must be conducted in a manner specified by the person presiding and the result of the poll is the resolution of the meeting on that question.

## **9. CHAIRPERSON.**

- 9.1 The Chairperson shall chair all meetings of the Council, except that in the absence of the Chairperson, or at the request of the Chairperson, the Vice-Chairperson shall represent the Chairperson and preside over that meeting.
- 9.2 The Chairperson shall have a deliberative vote and shall in addition have a casting vote, if votes are equal.
- 9.3 The Chairperson together with the Secretary shall prepare the agenda for all meetings of the Council.
- 9.4 The Chairperson of a meeting shall encourage full balanced participation by all members, and shall attempt to cover all points on the agenda by the conclusion of the meeting.

- 9.5 The Chairperson shall act as spokesperson of the Council unless an alternative spokesperson has been appointed by the Committee. The spokesperson shall make statements in accordance with previously agreed policy, or in an emergency, following consultation with the required quorum of the Committee.

#### **10. VICE-CHAIRPERSON.**

- 10.1 The Vice-Chairperson shall in the absence of the Chairperson represent the Chairperson as per above. In the absence of the Vice-Chairperson, another member may be elected as Chairperson for that meeting.

#### **11. SECRETARY.**

- 11.1 The Secretary shall ensure that notice of meetings is given in accordance with the provision of these Rules.
- 11.2 The Secretary shall ensure that records are kept of the Council, including the Rules and Policies, Records of Members, a Register of Minutes of Meetings and of Notices a file of Correspondence and records of submissions or reports made by or on behalf of the Council.
- 11.3 The Secretary shall ensure that the minutes kept pursuant to this Rule are signed by the Chairperson of the meeting at which the proceedings took place, or by the Chairperson of the next succeeding meeting. Where minutes are entered and signed, they shall until the contrary is proved be evidence that the meeting was convened and duly held, and that all appointments made at a meeting shall be deemed to be valid.
- 11.4 The Secretary shall ensure that copies of the minutes of all meetings are circulated to all Affiliate, Half Affiliate and Associate Organisation Secretaries and Delegates within 21 days of the meeting.
- 11.5 The Secretary shall keep and maintain a proper Petty Cash book accounting for all expenditure by him / her.
- 11.6 The Secretary shall issue the Council Rules and other relevant material to new member Organisations upon their membership acceptance.
- 11.7 In the absence of the Secretary, an Assistant Secretary may be appointed by the Council to fulfill the role of the Secretary during that absence.

#### **12. TREASURER.**

- 12.1 The Treasurer shall ensure that all monies received are paid into an account authorised by the Committee in the name of the Council, within 10 working days of receipt. Payments shall be as petty cash or cheque, signed by 2 authorised signatories of whom there shall be no more than 4 appointed by the Committee. Major

or unusual expenditures shall be authorised in advance by the Committee.

- 12.2 The Treasurer shall ensure that records are kept of all receipts and payments, and other financial transactions. Such records shall be available for inspection by any member.
- 12.3 The Treasurer shall ensure that financial budgets and statements are prepared, and shall submit a report on the finances to each Committee meeting.
- 12.4 The Treasurer shall ensure that the financial statements comprising, either an account of receipts and payments, and a statement of assets and liabilities, or an account of income and expenditure, and a balance sheet shall be prepared following the end of the Councils financial year, which shall commence on the 1<sup>st</sup> of July and end on the 30th of June, unless altered at an Annual General Meeting.
- 12.5 The Treasurer shall ensure that the Annual Financial Statements are audited, before presentation to the Annual General Meeting, by the appointed Auditor, see Rule 6.8

### **13. RING OFFICER.**

- 13.1 The Ring Officer shall be responsible for all matters pertaining to rings.
- 13.2 The Ring Officer shall issue to Individual Members annually, closed rings purchased from the ANBC recognised ring manufacturer, and prefixed with "SA" and the appropriate ANBC security symbol for that year of issue. Rings may also be requested to be dispatched to the Ring Steward of the ordering members Society. All rings **are** to be issued on a strictly paid for in advance basis only. **The initial issue of rings to the BCSA Ring Officer for any given year will be available for distribution to individual members and member bodies by the date as determined by the ANBC.**  
To obtain closed rings Individual members, Family Members and Partnerships must be financial members of a Council Affiliate or Associate Organisation, and of this Council.
- 13.3 The Ring Officer shall keep and maintain a proper register of all rings issued and produce the same when required by the Committee.
- 13.4 The Ring Officer shall issue to financial members Ring Cards designated with Member, Society, Ring Numbers (if rings purchased) and Member Status.

### **14. REMAINING MEMBERS.**

- 14.1 The remaining members making up the Committee shall assist in the control and management of the business and affairs of the Council.

## **15. ALTERATIONS TO THE OBJECTS AND RULES.**

- 15.1 No alteration or addition to or deletion may be made to these Objects and Rules, except at the Annual General Meeting or a Special General Meeting convened for that purpose.
- 15.2 Any Individual Member of the Council, who may desire to amend the Objects and or Rules of the Council, must do so through their Principal Organisation but in time for that Organisation to fully discuss and sanction the proposal. A written submission from that Organisation is to be in the hands of the Secretary of Council at least **45 days** prior to the date fixed for the Annual General Meeting advising:-
  - 15.2.1 The Object and or Rule that is proposed for amendment.
  - 15.2.2 The reason for the proposed amendment.
- 15.3 Upon receipt of any such request, the Secretary shall record the matter on the agenda of the Annual General Meeting.

## **16. THE SEAL.**

- 16.1 The Council shall have a common seal.
- 16.2 The seal shall not be used without the expressed authorization of the Committee, and every use of the seal shall be recorded in the minute book of the Council. The affixing of the seal shall be witnessed by the Chairperson and the Secretary.
- 16.3 The seal shall be kept in the custody of the Secretary.

## **17. INSURANCE.**

- 17.1 The Council shall obtain public liability insurance and any other insurance's deemed as necessary by the Committee.

## **18. LIABILITY, PROPERTY AND DISSOLUTION.**

- 18.1 Persons who with the authority of the Committee incur any debt or other liability on behalf of the Council shall have such liability met by the Council, so that they incur no personal loss.
- 18.2 The income property and funds of the Council shall be used solely towards the promotion of the Objects, Purposes and Functions detailed in Rule 3, and shall not be paid or transferred to any members or relatives of members provided that nothing herein shall prevent any payment in good faith to any person in return for services actually rendered. Or to any person furtherance of the Objects of the Council and without undue preference.
- 18.3 The Council may be wound up in the manner provided for in Part 5 Division 1 of the Act, which states that an incorporated association can resolve to wind up by a special resolution.

- 18.4 “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 association if –
    - a. 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 has been distributed to all Affiliate and Associate Organisations; and
    - b. 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 that meeting;”
- 18.5 On dissolution all property remaining after payment of all legal liabilities, shall be transferred to such other body formed for promoting similar objects, or for charitable objects, as shall be approved by the Council provided that:-
- 18.5.1 Such other body shall also prohibit the distribution of income and property to the members to the extent stated herein.
  - 18.5.2 If the Council shall have been approved pursuant to Section 78 of the Income Tax Assessment Act then such body shall also be approved.

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