



Wyena Horse & Pony Club Inc.

Association Number: A0008221F

Rules of Incorporation

AMENDED at SGM 16th April 2019

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PART 1 - PRELIMINARY

1 Name

The name of the incorporated Association is Wyena Horse and Pony Club Incorporated.

2 Purposes

The purposes of the Association are:

To encourage young people to ride and to learn to enjoy all approved kinds of sport connected with horses and riding.

To provide instruction in horse mastership and to instil in members the proper care of their animals.

Through this medium to promote the highest ideals of sportsmanship, citizenship and loyalty, and, to cultivate strength of character and self-discipline in the members.

To affiliate with the Pony Club Victoria.

3 Financial year

The financial year of the Association is each period of 12 months ending on 30 June.

4 Definitions

(a) In these Rules –

<i>absolute majority</i>	<i>of the Committee, means a majority of the committee members currently holding office and entitled to vote at the time (as distinct from a majority of committee members present at a committee meeting);</i>
<i>Chairperson</i>	<i>of a general meeting or committee meeting, means the person chairing the meeting as required under rule 50;</i>
<i>Committee</i>	<i>means the Committee having management of the business of the Association;</i>
<i>committee meeting</i>	<i>means a meeting of the Committee held in accordance with these Rules;</i>
<i>committee member</i>	<i>means a member of the Committee elected or appointed under PART 5 - Division 3;</i>
<i>disciplinary appeal meeting</i>	<i>means a meeting of the members of the Association convened under rule 27(3);</i>
<i>disciplinary meeting</i>	<i>means a meeting of the Committee convened for the purposes of rule 26;</i>
<i>disciplinary subcommittee</i>	<i>means the subcommittee appointed under rule 24;</i>
<i>District Commissioner</i>	<i>means the District Commissioner of the Pony Club;</i>
<i>financial member</i>	<i>means a member who has paid the annual subscription and any other fees payable to the Association;</i>
<i>financial year</i>	<i>means the twelve-month period specified in rule 3;</i>
<i>general meeting</i>	<i>means a general meeting of the members of the Association convened in accordance with PART 4 - and includes an annual general meeting (AGM), a special general meeting (SGM);</i>
<i>grievance procedures</i>	<i>means procedures set out herein that apply to disputes between a member and another member, a member and the Committee or a member and the Pony Club;</i>
<i>in writing</i>	<i>means handwriting, print or writing in electronic mode. The approved electronic channels of communication between the Club, its Members and prospective Members, are determined by the Club from time to time.</i>
<i>member</i>	<i>means a member of the Association;</i>
<i>member entitled to vote</i>	<i>means a member who under rule 14(3) is entitled to vote at a general meeting;</i>
<i>officer</i>	<i>means a person holding an executive position on the Committee: President, vice President, Secretary, Treasurer</i>
<i>ordinary member of the Committee</i>	<i>means a member of the Committee who is not an Officer of the Pony Club under Rule 48</i>

<i>Pony Club Victoria</i>	<i>means the State Sporting Association for Pony Clubs in Victoria</i>
<i>non-voting member</i>	<i>means a member referred to in rule 15;</i>
<i>returning officer</i>	<i>means a member appointed by the Chairperson of an AGM or SGM to conduct a ballot</i>
<i>special resolution</i>	<i>means a resolution that requires not less than three-quarters of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;</i>
<i>the Act</i>	<i>means the Associations Incorporation Reform Act 2012 and includes any regulations made under that Act;</i>
<i>the Association</i>	<i>means the Wyena Horse and Pony Club Inc</i>
<i>the Council</i>	<i>means the Council of Pony Club Victoria</i>
<i>the Pony Club</i>	<i>means the Wyena Horse and Pony Club Inc</i>
<i>the Registrar</i>	<i>means the Registrar of Incorporated Associations.</i>
<i>the Victorian Association</i>	<i>means Pony Club Victoria (PCV)</i>
<i>the Zone</i>	<i>means the group of pony clubs as designated by the Council of which the Pony Club is a member</i>

- (b) Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Interpretation of Legislation Act 1984 and the Act as in force from time to time.

PART 2 - POWERS OF ASSOCIATION

5 Powers of Association

- (1) Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting subrule (1), the Pony Club may—
 - a) acquire, hold, and dispose of real or personal property;
 - b) open and operate accounts with financial institutions;
 - c) invest its money in any security in which trust monies may lawfully be invested;
 - d) raise and borrow money on any terms and in any manner as it thinks fit;
 - e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
 - f) appoint agents to transact business on its behalf;
 - g) enter into any other contract it considers necessary or desirable.
- (3) The Pony Club may only exercise its powers and use its income and assets (including any surplus) for its purposes.

6 Not for profit organisation

- (1) The Pony Club must not distribute any surplus, income, or assets directly or indirectly to its members.
- (2) Subrule (1) does not prevent the Pony Club from paying a member—
 - (a) reimbursement for expenses properly incurred by the member; or
 - (b) for goods or services provided by the member—if this is done in good faith on terms no more favourable than if the member was not a member.

PART 3 - MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

Division 1 - Membership

7 Minimum number of members

The Pony Club must have at least 5 members.

8 Who is eligible to be a member

Any person who supports the purposes of the Pony Club is eligible for membership.

9 Application for membership

- (1) To apply to become a member of the Pony Club, a person must submit a written application, on the nominated form, to the Secretary stating that the person—
 - (a) wishes to become a member of the Pony Club; and
 - (b) supports the purposes of the Pony Club; and
 - (c) agrees to comply with these Rules; and
 - (d) agrees to comply with any other rules, policies or procedures governing the Pony Club; and
 - (e) agrees to pay the Annual Subscription and fees.
- (2) The written application—
 - (a) must be signed by the applicant; and
 - (b) where the applicant is aged under 18 years, must be signed by a legal guardian; and
 - (c) may be accompanied by payment of the Annual Subscription and fees.

10 Consideration of application

- (1) Membership consideration-
 - (a) The Secretary must refer the application for membership to the Committee
 - (b) The Committee shall determine whether to approve or reject the application.
- (2) Membership acceptance-
 - (a) Membership of the Pony Club is considered to have been accepted when membership fees have been received by the Pony Club;
 - (b) a notice of acceptance may also be issued.
- (3) Membership rejection-
 - (a) Where an application for Membership is rejected, the Committee must-
 - (i) notify the applicant in writing of its decision as soon as practicable after the decision is made; and
 - (ii) return any money accompanying the application to the applicant.
 - (b) No reason need be given for the rejection of an application.

11 New membership

- (1) Upon acceptance of any application for membership the Secretary of the Committee must—
 - (a) record a resolution to accept the membership in the minutes of the committee meeting; and
 - (b) as soon as practicable, enter the name and address of the new member, the date of becoming a member, and the class of membership in the register of members.
- (2) A person becomes a member of the Pony Club and, subject to rule 15(2), is entitled to exercise their rights of membership from the date, whichever is the later, on which—
 - (a) the Committee approves the person's membership; or
 - (b) the person pays the joining fee.

12 Annual Subscription and Other Fees

- (1) The Committee may determine an initial joining fee payable by each class of membership category, and may vary that joining fee from time to time.
- (2) Annual Subscriptions of the Pony Club must be determined in accordance with Rule 34 (3) (d) & (e)

- (3) The Pony Club may determine varying annual subscriptions are payable by each membership category, and may vary that annual subscription from time to time.
- (3) The Pony Club may determine that any new member who joins after the start of a Membership Period must, for that Membership Period, pay a subscription and other fee equal to—
 - (a) the full annual subscription; or
 - (b) a pro rata annual subscription based on the remaining part of the financial year; or
 - (c) a fixed amount
- (4) The rights of a member (including the right to vote) who has not paid the annual subscription or fees by the due date are suspended until the subscription and, or, fees are paid.

13 Classes of Membership of the Pony Club-

- (1) Members of the Pony Club shall be classified as—
 - (a) Junior members-

being members under the age of seventeen 17, on or after 1st July in the membership year, who must have the written permission of a parent or guardian to join the Pony Club.
Junior members are not entitled to vote at meetings of the Pony Club.

 - (i) Junior Riding members
 - (ii) Junior Non-Riding members, who may participate in riders without horses activities
 - (b) Associate members-

being members seventeen (17) years or older on or after 1st July in the membership year, and up to the age of twenty-five (25) years until the end of the PCV financial year 30th June, and who, if under eighteen (18) years of age, must have the written permission of a parent or guardian to join the Pony Club.
Only Associate members eighteen (18) years and over are entitled to vote at meetings of the Pony Club.

 - (i) Associate Riding members
 - (ii) Associate Non-Riding members, who may participate in riders without horses activities
 - (c) Adult Riding members-

being any person who is the age of twenty-six (26) years or over on or after 1st July in the membership year.
Adult Riding members are entitled to vote at meetings of the Pony Club.
 - (d) Supporting members-

Being-

 - (i) Parents / Guardians / Nominated Carers of Junior members and Associate members under the age of eighteen (18)
 - (ii) any person who is of the age of eighteen (18) years or over who wishes to assist the Pony Club and who the Committee deems suitable for a supporting role in the Pony Club.

Supporting members in class (i) have the right to vote at all meetings of the Pony Club only in accordance with Rule 15 (1) (b)

Supporting members in class (ii) have the right to vote at all meetings of the Pony Club
 - (e) Life members-

being any person who, on the recommendation of the Committee acting according to the Pony Club's By-Laws, is conferred Life membership in recognition of meritorious service to the Pony Club.
Life members have the right to vote at meetings of the Pony Club.
 - (f) Any other class of membership determined by the Committee, and passed by special resolution at a general meeting.
- (2) Junior and Associate memberships have age restrictions, as determined by PCV from time to time.

- (3) Each Junior and Associate member under the age of eighteen (18) is entitled to be represented at all meetings of the Pony Club by a Parent / Guardian / Nominated Carer Supporting member.
- (4) Junior class of Riding membership shall have the rights, as determined by the Committee from time to time-
 - (a) to participate in all Pony Club rallies, instructional and recreational, and may receive rally attendance as noted in PCV Grading Cards;
 - (b) to be eligible to compete in Pony Club and Open Sections of competitions run by PCV Clubs;
 - (c) to have use of the Pony Club grounds and facilities, subject to availability;
 - (d) to have access to PCV 24/7 personal accident insurance whilst participating in non-income earning equestrian activities
- (5) Associate class of Riding membership shall have the rights, as determined by the Committee from time to time-
 - (a) Club Full Fee paying:
 - (i) to participate in all Pony Club rallies, instructional and recreational, and may receive rally attendance as noted in PCV Grading Cards;
 - (ii) to be eligible to compete in Pony Club and Open Sections of competitions run by PCV Clubs;
 - (iii) to have use of the Pony Club grounds and facilities, subject to availability;
 - (iv) to have access to PCV 24/7 personal accident insurance whilst participating in non-income earning equestrian activities
 - (b) Associates over 18 years – Club Grounds Fee paying:
 - (i) to have use of the Pony Club grounds and facilities, subject to availability;
 - (ii) to have access to PCV 24/7 personal accident insurance whilst participating in non-income earning equestrian activities
- (6) Adult Riding class of membership shall have the rights, as determined by the Committee from time to time-
 - (a) Club Full Fee paying:
 - (i) to participate in all Pony Club rallies, but may not receive rally attendance as noted in PCV Grading Cards;
 - (ii) to be eligible to compete only in Open Sections of competitions run by PCV Clubs;
 - (iii) to have use of the Pony Club grounds and facilities, subject to availability;
 - (iv) to have access to PCV 24/7 personal accident insurance whilst participating in non-income earning equestrian activities
 - (b) Club Grounds Fee paying:
 - (i) to have use of the Pony Club grounds and facilities, subject to availability;
 - (ii) to have access to PCV 24/7 personal accident insurance whilst participating in non-income earning equestrian activities

14 General rights of voting members

- (1) A member of the Pony Club who is entitled to vote has the right—
 - (a) to nominate and be elected to the Committee of the Pony Club
 - (b) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
 - (c) to submit items of business for consideration at a general meeting; and
 - (d) to attend and be heard at general meetings; and
 - (e) to vote at a general meeting; and
 - (f) to have access to the minutes of general meetings and other documents of the Pony Club as provided under rule 80; and
 - (g) to inspect the register of members.
- (2) Associate voting members with a disability that affects voting capacity, may appoint a Parent / Guardian / Nominated Carer Supporting member as their proxy for voting at all meetings of the Pony Club.
- (3) A member is entitled to vote if—
 - (a) the member is a member other than a Non-voting member; and
 - (b) more than ten business days have passed since he or she became a member of the Pony Club; and

- (c) the member is financial, having paid the annual subscription and any other fees required.
- (d) the member's membership rights are not suspended for any reason.

15 Non-voting member

- (1) Non-Voting members of the Pony Club include—
 - (a) any members under the age of eighteen (18) years;
 - (b) the second (2nd) Parent / Guardian Supporting member in a family, where there is only one (1) Junior Riding member or one (1) Associate Riding member under the age of eighteen (18) in that family;
 - (c) any other class of member as determined by special resolution at a general meeting.
- (2) A Non-Voting member must not vote, but may have other rights as determined by the Committee or by resolution at a general meeting.

16 Leave of absence

Any person classified as a member under Rule 13 (a) and (b) may, with the written approval of the Committee take temporary leave of absence as a member of the Pony Club.

- (a) During the period of approved temporary leave of absence, all rights privileges or obligations of a person by reason of membership of the Pony Club shall be suspended.
- (b) At the completion of the period of approved temporary leave of absence, the member shall not be required to re-apply to the Pony Club for admission as a member, provided the sum payable under these rules as annual subscription is paid.

17 Membership of the Pony Club is exclusive

- (a) Any person who is a member of another Pony Club, affiliated with PCV, shall not be accepted by the Pony Club during the period of time of membership of that other Club, unless the person wishes to transfer membership.
- (b) Any person who has been suspended from another Pony Club, affiliated with PCV, shall not be accepted by the Pony Club during the period of time of the suspension.

18 Transfer between PCV Pony Clubs

- (a) A member desiring to transfer between PCV Pony Clubs must notify both the member's Pony Club and the other Pony Club in writing.
- (b) The Committee must acknowledge the transfer in writing within two weeks and may defer that acknowledgement until any outstanding fees are paid and any other matters finalized.
- (c) In the event of the Club from which the member wishes to resign, refusing to acknowledge the resignation in writing within one month, such member shall have a right of appeal to the Council, which may then act in the place of the said Club.

19 Rights not transferable

The rights of a member are not transferable and end when membership ceases.

20 Ceasing membership

- (1) The membership of a person ceases on resignation, expulsion, or death.
- (2) If a person ceases to be a member of the Pony Club, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

21 Resigning as a member

- (1) A member may resign by notice in writing given to the Pony Club.
- (2) A member is taken to have resigned if—
 - (a) the member's annual subscription or other fees due are more than twelve months in arrears; or
 - (b) where no annual subscription is payable—
 - (i) the Secretary has made a written request to the member to confirm that he or she wishes to remain a member; and
 - (ii) the member has not, within 3 months after receiving that request, confirmed in writing that he or she wishes to remain a member.

22 Register of members

- (1) The Secretary must keep and maintain a register of members that includes—

- (a) for each current member—
 - (i) the member's name;
 - (ii) the address for notice last given by the member;
 - (iii) the date of becoming a member;
 - (iv) class of membership
 - (v) if the member is a Non-voting member, a note to that effect;
 - (vi) any other information determined by the Committee; and
 - (b) for each former member, the date of ceasing to be a member.
- (2) Any member may, at a reasonable time and free of charge, inspect the register of members.

Division 2 - Disciplinary action

23 Grounds for taking disciplinary action

The Pony Club may take disciplinary action against a member in accordance with this Division if it is determined that the member—

- (a) has failed to comply with these Rules; or
- (b) refuses to support the purposes of the Pony Club; or
- (c) fails to conduct themselves under any other rules, by-laws, policies or procedures governing the Pony Club; or
- (d) has engaged in conduct prejudicial to the Pony Club.

24 Disciplinary subcommittee

- (1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must -
- (a) make a resolution to take disciplinary action against the member;
 - (b) appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- (2) The members of the disciplinary subcommittee—
- (a) may be Committee members, members of the Pony Club or anyone else; but
 - (b) must not be biased against, or in favour of, the member concerned.

25 Notice to member

- (1) Before disciplinary action is taken against a member, the Secretary must give written notice to the member—
- (a) stating that the Pony Club proposes to take disciplinary action against the member; and
 - (b) stating the grounds for the proposed disciplinary action; and
 - (c) specifying the date, place, and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the “disciplinary meeting”); and
 - (d) advising the member that he or she may do any of the following—
 - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
 - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting;
 - (iii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting seeking revocation of the resolution to take disciplinary action;
 - and
 - (e) setting out the member's appeal rights under rule 27.
- (2) The notice must be given no earlier than twenty-eight days, and no later than fourteen days, before the disciplinary meeting is held.

26 Decision of the Disciplinary Subcommittee

- (1) At the disciplinary meeting, the disciplinary subcommittee must—
 - (a) give the member an opportunity to be heard; and
 - (b) consider any written statement submitted by the member.
- (2) After complying with subrule (1), the disciplinary subcommittee may—
 - (a) take no further action against the member; or
 - (b) subject to subrule (3)—
 - (i) reprimand the member; or
 - (ii) suspend the membership rights of the member for a specified period; or
 - (iii) expel the member from the Pony Club.
- (3) The disciplinary subcommittee may not fine the member.
- (4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.
- (5) The maximum period of suspension shall be 12 months and the member shall be required to reapply to the Pony Club to renew the membership.

27 Appeal rights

- (1) A person whose membership rights have been suspended or who has been expelled from the Pony Club under rule 26 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given—
 - (a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
 - (b) to the Secretary not later than 48 hours after the vote.
- (3) If a person has given notice under subrule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days, after the notice is received.
- (4) Notice of the disciplinary appeal meeting must be given to each member of the Pony Club who is entitled to vote as soon as practicable and must—
 - (a) specify the date, time, and place of the meeting; and
 - (b) state—
 - (i) the name of the person against whom the disciplinary action has been taken; and
 - (ii) the grounds for taking that action; and
 - (iii) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

28 Conduct of disciplinary appeal meeting

- (1) At a disciplinary appeal meeting—
 - (a) no business other than the question of the appeal may be conducted; and
 - (b) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
 - (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) After complying with subrule (1), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) A member may not vote by proxy at the meeting.
- (4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

Division 3—Grievance procedure

29 Application

- (1) The grievance procedure set out in this Division applies to disputes under these Rules between—
 - (c) a member and another member;
 - (d) a member and the Committee;
 - (e) a member and the Pony Club.
- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

30 Parties must attempt to resolve the dispute

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

31 Appointment of mediator

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 30, the parties must within 10 days—
 - (a) notify the Committee of the dispute; and
 - (b) agree to or request the appointment of a mediator; and
 - (c) attempt in good faith to settle the dispute by mediation.
- (2) The mediator must be—
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement—
 - (i) if the dispute is between a member and another member—a person appointed by the Committee or Pony Club Victoria; or
 - (ii) if the dispute is between a member and the Committee or the Pony Club—a person appointed by Pony Club Association or employed by the Dispute Settlement Centre of Victoria.
- (3) A mediator appointed by the Committee may be a member or former member of the Pony Club, but in any case, must not be a person who—
 - (a) has a personal interest in the dispute; or
 - (b) is biased in favour of or against any party.

32 Mediation process

- (1) The mediator to the dispute, in conducting the mediation, must—
 - (a) give each party every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
- (2) The mediator must not determine the dispute.

33 Failure to resolve dispute by mediation

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

PART 4 - GENERAL MEETINGS OF THE PONY CLUB

34 Annual general meetings

- (1) The Committee must convene an annual general meeting of the Pony Club to be held within five months after the end of each financial year.
- (2) The Committee may determine the date, time and place of the annual general meeting and the AGM must be specified as such in the notice convening it.
- (3) The ordinary business of the annual general meeting is as follows—

- (a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
 - (b) to receive and consider—
 - (i) the annual reports of the Committee on the activities of the Pony Club during the preceding financial year; and
 - (ii) the financial statements of the Pony Club for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;
 - (c) to elect the members of the Committee;
 - (d) to confirm or vary the amounts (if any) of the annual subscription and other fees;
 - (e) to determine the due date for payment of the annual subscription;
 - (f) to confirm or vary rights (if any) associated with each membership class, including voting rights.
- (4) The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.
- (5) The annual general meeting shall be in addition to any other general meeting held in the same financial year.

35 Special general meetings

- (1) Any general meeting of the Pony Club, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting.
- (2) The Committee may convene a special general meeting whenever it thinks fit.
- (3) If more than 15 months would elapse between annual general meetings for any reason, the Committee must convene a special general meeting within that 15-month period.
- (4) No business other than that set out in the notice under rule 37 may be conducted at the meeting.

36 Special general meeting held at request of members

- (1) The Committee must convene a special general meeting if a request to do so is made in accordance with subrule (2) by at least ten percent of the total number of members who are eligible to vote.
- (2) A request for a special general meeting—
 - (a) must be in writing; and
 - (b) must state the business to be considered at the meeting and any resolutions to be proposed; and
 - (c) must include the names and signatures of the members requesting the meeting; and
 - (d) must be given to the Secretary; and
 - (e) may consist of several documents in like form, each signed by one or more of the members making the request.
- (3) If the Committee does not convene a special general meeting within one month after the date on which the request is made, the members making the request (or any of them) may convene the special general meeting.
- (4) A special general meeting convened by members under subrule (3)—
 - (a) must be held within 3 months after the date on which the original request was made;
 - (b) must be convened in the as nearly same manner as possible as that in which committee meetings are convened; and
 - (c) may only consider the business stated in that request.
- (5) The Pony Club must reimburse all reasonable expenses incurred by the members convening a special general meeting under subrule (3).

37 Notice of general meetings

- (1) The Secretary (or, in the case of a special general meeting convened under rule 36(3), the members convening the meeting) must give to each member of the Pony Club eligible to vote—
 - (a) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
 - (b) at least 14 days' notice of a general meeting in any other case.
- (2) The notice must—

- (a) specify the date, time and place of the meeting; and
 - (b) indicate the general nature of each item of business to be considered at the meeting, including any elections to be conducted; and
 - (c) include a copy of the nomination form for committee membership, and
 - (d) if a special resolution is to be proposed—
 - (i) state in full the proposed resolution; and
 - (ii) state the intention to propose the resolution as a special resolution; and
 - (e) comply with rule 38(5).
- (3) This rule does not apply to a disciplinary appeal meeting.

38 Proxies

- (1) A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.
- (2) The appointment of a proxy must be in writing and signed by the member making the appointment.
- (3) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.
- (4) If the Committee has approved a form for the appointment of a proxy, the member may use any other form that clearly identifies the person appointed as the member's proxy and that has been signed by the member.
- (5) Notice of a general meeting given to a member under rule 33 must—
 - (f) state that the member may appoint another member as a proxy for the meeting; and
 - (g) include a copy of any form that the Committee has approved for the appointment of a proxy.
- (6) A form appointing a proxy must be given to the Chairperson of the meeting before or at the commencement of the meeting.
- (7) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Pony Club no later than 24 hours before the commencement of the meeting.

39 Use of technology

- (1) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a member participating in a general meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

40 Quorum at general meetings

- (1) No business may be conducted at a general meeting unless a quorum of members is present.
- (2) The quorum for a general meeting is the presence (physically, by proxy or as allowed under rule 39) of ten (10) members entitled to vote.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting—
 - (a) in the case of a meeting convened by, or at the request of, members under rule 36—the meeting must be dissolved;
 - (b) in any other case—
 - (i) the meeting must be adjourned to a date not more than 21 days after the adjournment; and
 - (ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.
- (4) If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under subrule (3)(b), the members present at the meeting (if not fewer than 5 voting members) may proceed with the business of the meeting as if a quorum were present.

41 Adjournment of general meeting

- (1) The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting subrule (1), a meeting may be adjourned—
 - (a) if there is insufficient time to deal with the business at hand; or
 - (b) to give the members more time to consider an item of business.
- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 37.

42 Voting at general meeting

- (1) On any question arising at a general meeting—
 - (a) subject to subrule (3), each member who is financial and entitled to vote has one vote; and
 - (b) members may vote personally or by proxy; and
 - (c) except in the case of a special resolution, the question must be decided on a majority of votes.
- (2) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (3) If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.
- (4) This rule does not apply to a vote at a disciplinary appeal meeting conducted under rule 28.

43 Special resolutions

A special resolution is passed if not less than three quarters of the members voting at a general meeting (whether in person or by proxy or under Rule 39) vote in favour of the resolution.

44 Determining whether resolution carried

- (1) Subject to subsection (2), the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—
 - (a) carried; or
 - (b) carried unanimously; or
 - (c) carried by a particular majority; or
 - (d) lost—and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.
- (2) If a poll (where votes are cast in writing) is demanded by three or more members on any question—
 - (a) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
 - (b) the Chairperson must declare the result of the resolution on the basis of the poll.
- (3) A poll demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.
- (4) A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

45 Minutes of general meeting

- (1) The Committee must ensure that minutes are taken and kept of each general meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes of each annual general meeting must include—
 - (a) the names of the members attending the meeting; and
 - (b) proxy forms received under rule 38(6); and 38(7); and
 - (c) the financial statements submitted to the members in accordance with rule 34(3)(b)(ii); and

- (d) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Pony Club; and
- (e) the audited accounts and auditor's report accompanying the financial statements.

PART 5 - COMMITTEE

Division 1 - Powers of Committee

46 Role and powers

- (1) The business of the Pony Club must be managed by or under the direction of a Committee.
- (2) The Committee may exercise all the powers of the Pony Club except those powers that these Rules or the Act require to be exercised by general meetings of the members of the Pony Club.
- (3) The Committee may—
 - (a) appoint and remove staff;
 - (b) establish subcommittees consisting of members with terms of reference it considers appropriate.

47 Delegation

- (1) The Committee may delegate to a member of the Committee, a subcommittee, or staff, any of its powers and functions other than—
 - (a) this power of delegation; or
 - (b) a duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
- (3) The Committee may, in writing, revoke a delegation wholly or in part.

Division 2 - Composition of Committee and duties of members

48 Composition of Committee

- (1) The Committee consists of Officers of the Pony Club —
 - (a) a President; and
 - (b) a Vice-President; and
 - (c) a Secretary; and
 - (d) a Treasurer; and
- (2) Other members-
 - (a) at least 2 ordinary members elected under rule 57.
 - (b) the District Commissioner, appointed by the Committee at its first meeting after the AGM
- (3) The majority of the members of the Committee shall be Associate members eighteen (18) years or over, Supporting members entitled to vote under Rule 13 (1) (e) and Life members.

49 General Duties

- (1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act, and the Pony Club's policies and procedures.
- (2) The Committee is collectively responsible for ensuring that the Pony Club complies with the Act and that individual members of the Committee comply with these Rules.
- (3) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- (4) Committee members must exercise their powers and discharge their duties—
 - (a) in good faith in the best interests of the Pony Club; and

- (b) for a proper purpose.
- (5) Committee members and former committee members must not make improper use of—
 - (a) their position; or
 - (b) information acquired by virtue of holding their position—so as to gain an advantage for themselves or any other person or to cause detriment to the Pony Club.
- (6) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.

50 President and Vice-President

- (1) Subject to subrule (2), the President or, in the President's absence, the Vice-President is the Chairperson for any general meetings and for any committee meetings.
- (2) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of the meeting must be—
 - (a) in the case of a general meeting—a member elected by the other members present; or
 - (b) in the case of a committee meeting—a committee member elected by the other committee members present.

51 Secretary

- (1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated Association.
- (2) The Secretary must—
 - (a) maintain the register of members in accordance with rule 22; and
 - (b) keep custody of the common seal (if any) of the Pony Club and, except for the financial records referred to in rule 74(3), all books, documents and securities of the Pony Club in accordance with rules 77 and 80; and
 - (c) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
 - (d) perform any other duty or function imposed on the Secretary by these Rules.
- (3) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

52 Treasurer

- (1) The Treasurer must—
 - (a) receive all moneys paid to or received by the Pony Club and issue receipts for those moneys in the name of the Pony Club; and
 - (b) ensure that all moneys received are paid into the account of the Pony Club within 5 working days after receipt; and
 - (c) make any payments authorised by the Committee or by a general meeting of the Pony Club from the Pony Club's funds; and
 - (d) ensure all negotiable instruments, including cheques and electronic payments are signed or authorised by at least 2 committee members.
- (2) The Treasurer must—
 - (a) ensure that the financial records of the Pony Club are kept in accordance with the Act; and
 - (b) coordinate the preparation of the financial statements of the Pony Club and their certification by the Committee prior to their submission to the annual general meeting of the Pony Club.
- (3) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Pony Club.

Division 3 - Election of Committee members & tenure of office

53 Who is eligible to be a Committee member

A member is eligible to be elected or appointed as a committee member if the member—

- (a) is 18 years or over;
- (b) is financial; and
- (c) is entitled to vote at a general meeting.

54 Positions to be declared vacant

- (1) The Chairperson of the meeting must declare all positions on the Committee vacant and hold elections for those positions in accordance with rules 55 to 58.
- (2) The Current District Commissioner shall step down at the AGM, and the Committee shall, at the first meeting held immediately following the AGM, appoint a District Commissioner for the ensuing year.
- (3) The Pony Club shall inform the secretary of PCV and the Zone representative in writing of the appointment of the District Commissioner immediately following the appointment.
- (4) No person who has a financial interest in the letting out of horses or whose main source of income is derived from instructions in equitation and / or dealing in horses, shall be eligible for appointment as District Commissioner.

55 Nominations

- (1) An eligible member of the Pony Club may, with the member's consent, be nominated by two other members.
- (2) Nominations of candidates for election as committee members of the Pony Club must be:
 - (a) made in writing or submitted on the approved nomination form; and
 - (b) be received by the Secretary by close of business, not less than seven days before the date of the annual general meeting.
- (3) Where insufficient nominations are received prior to the meeting, the Chairperson may accept nominations from members present and eligible to vote at the meeting.
- (4) A member who is nominated for a position and fails to be elected to that position may be nominated for any other position for which an election is yet to be held.
- (5) An individual shall not hold more than one position as an officer of the committee of management.

56 Election of Executive Officers.

- (1) At the annual general meeting, separate elections must be held for each of the following positions—
 - (a) President;
 - (b) Vice-President;
 - (c) Secretary;
 - (d) Treasurer.
- (2) If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
- (3) If more than one member is nominated, a ballot must be held in accordance with rule 58.
- (4) On his or her election, the new President may take over as Chairperson of the meeting.

57 Election of ordinary members

- (1) The annual general meeting must by resolution decide the number of ordinary members of the Committee it wishes to hold office for the next year, the minimum being 2 ordinary members.
- (2) A single election may be held to fill all of those positions.
- (3) If the number of members nominated for the position of ordinary committee member is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position.

- (4) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 58.

58 Ballot

- (1) If a ballot is required for the election for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
- (2) The returning officer must not be a member nominated for the position.
- (3) Before the ballot is taken, each candidate may make a short speech in support of his or her election.
- (4) The election must be by secret ballot.
- (5) The returning officer must give a blank piece of paper or official voting form to—
 - (a) each member present in person; and
 - (b) each proxy appointed by a member.
- (6) If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
- (7) If the ballot is for more than one position—
 - (a) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;
 - (b) the voter must not write the names of more candidates than the number to be elected.
- (8) Ballot papers that do not comply with subrule (7)(b) are not to be counted.
- (9) Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.
- (10) The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
- (11) If the returning officer is unable to declare the result of an election under subrule (10) because two or more candidates received the same number of votes, the returning officer must—
 - (a) conduct a further election for the position in accordance with subrules (4) to (10) to decide which of those candidates is to be elected; or
 - (b) with the agreement of those candidates, decide by lot which of them is to be elected.

59 Term of office

- (1) Subject to subrule (3) and rule 60, a committee member holds office until the positions of the Committee are declared vacant at the next annual general meeting.
- (2) A committee member may be re-elected.
- (3) A general meeting of the Pony Club may—
 - (a) by special resolution remove a committee member from office; and
 - (b) elect an eligible member of the Pony Club to fill the vacant position in accordance with this Division.
- (4) A member who is the subject of a proposed special resolution under subrule (3)(a) may make representations in writing to the Secretary or President of the Pony Club (not exceeding one (1) A4 page in length) and may request that the representations be provided to the members of the Pony Club.
- (5) The Secretary or the President may give a copy of the representations to each member of the Pony Club or, if they are not so given, the member may require that they be read out at the meeting at which the special resolution is to be proposed.

60 Vacation of office

- (1) A committee member may resign from the Committee by written notice addressed to the Committee.
- (2) A person ceases to be a committee member if he or she—
 - (a) ceases to be a member of the Pony Club; or
 - (b) fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under rule 71; or
 - (c) otherwise ceases to be a committee member by operation of section 78 of the Act.

61 Filling casual vacancies

- (1) The Committee may appoint an eligible member of the Pony Club to fill a position on the Committee that—

- (a) has become vacant under rule 60; or
 - (b) was not filled by election at the last annual general meeting.
- (2) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
 - (3) Rule 59 applies to any committee member appointed by the Committee under subrule (1) or (2).
 - (4) The Committee may continue to act despite any vacancy in its membership.

Division 4 - Meetings of Committee

62 Meetings of Committee

- (1) The Committee must meet at least 4 times in each year at the dates, times and places determined by the Committee.
- (2) The date, time and place of the first committee meeting must be determined by the members of the Committee as soon as practicable after the annual general meeting of the Pony Club at which the members of the Committee were elected.
- (3) Special committee meetings may be convened by the President or by any 4 members of the Committee.

63 Notice of meetings

- (1) Notice of each committee meeting must be given to each committee member no later than 7 days before the date of the meeting.
- (2) Notice may be given of more than one committee meeting at the same time.
- (3) The notice must state the date, time and place of the meeting.
- (4) If a special committee meeting is convened, the notice must include the general nature of the business to be conducted.
- (5) The only business that may be conducted at the meeting is the business for which the meeting is convened.

64 Urgent meetings

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with rule 59 provided that as much notice as practicable is given to each committee member by the quickest means practicable.
- (2) Any resolution made at the meeting must be passed by an absolute majority of the Committee.
- (3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

65 Procedure and order of business

- (1) The procedure to be followed at a meeting of a Committee must be determined from time to time by the Committee.
- (2) The President shall preside over the meeting, or in his/her absence, the Vice-President, and in his/her absence, the Committee may choose a Committee member to preside from among the remaining Committee members present.
- (3) The order of business may be determined by the members present at the meeting.

66 Use of technology

- (1) A committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a committee member participating in a committee meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

67 Quorum

- (1) No business may be conducted at a Committee meeting unless a quorum is present.

- (2) The quorum for a committee meeting is the presence (in person or as allowed under rule 66) of a majority of the committee members holding office.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting—
 - (a) in the case of a special meeting—the meeting lapses;
 - (b) in any other case—the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 59.

68 Voting

- (1) On any question arising at a committee meeting, each committee member present at the meeting has one vote.
- (2) Voting shall be determined by a show of hands, or if demanded by 2 members of committee, by a poll taken in such a manner as the person presiding at the meeting may determine.
- (3) A motion is carried if a majority of committee members present at the meeting vote in favour of the motion.
- (4) Subrule (2) does not apply to any motion or question which is required by these Rules to be passed by an absolute majority of the Committee.
- (4) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (5) Voting by proxy is not permitted.

69 Conflict of interest

- (1) A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee.
- (2) The member—
 - (a) must not be present while the matter is being considered at the meeting; and
 - (b) must not vote on the matter.
- (3) This rule does not apply to a material personal interest—
 - (a) that exists only because the member belongs to a class of persons for whose benefit the Pony Club is established; or
 - (b) that the member has in common with all, or a substantial proportion of, the members of the Pony Club.

70 Minutes of meeting

- (1) The Committee must ensure that minutes are taken and kept of each committee meeting.
- (2) The minutes must record the following—
 - (a) the names of the members in attendance at the meeting;
 - (b) the business considered at the meeting;
 - (c) any resolution on which a vote is taken and the result of the vote;
 - (d) any material personal interest disclosed under rule 65.

71 Leave of absence

- (1) The Committee may grant a committee member leave of absence from committee meetings for a period not exceeding 3 months.
- (2) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance.

PART 6 - FINANCIAL MATTERS

72 Source of funds

The funds of the Pony Club may be derived from joining fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the Committee.

73 Management of funds

- (1) The Pony Club must open an account with a financial institution from which all expenditure of the Pony Club is made and into which all of the Pony Club's revenue is deposited.
- (2) Subject to any restrictions imposed by a general meeting of the Pony Club, the Committee may approve expenditure on behalf of the Pony Club.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Pony Club (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two committee members.
- (5) All funds of the Pony Club must be deposited into the financial account of the Pony Club no later than five working days after receipt.
- (6) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

74 Financial records

- (1) The Pony Club must keep financial records that—
 - (a) correctly record and explain its transactions, financial position and performance; and
 - (b) enable financial statements to be prepared as required by the Act.
- (2) The Pony Club must retain the financial records for seven years after the transactions covered by the records are completed.
- (3) The Treasurer must keep in his or her custody, or under his or her control—
 - (a) the financial records for the current financial year; and
 - (b) any other financial records as authorised by the Committee.

75 Financial statements

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Pony Club are met.
- (2) Without limiting subrule (1), those requirements include—
 - (a) the preparation of the financial statements;
 - (b) the auditing of the financial statements;
 - (c) the certification of the financial statements by the Committee;
 - (d) the submission of the financial statements to the annual general meeting of the Pony Club;
 - (e) the lodgment with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

76 Auditor

An auditor, who shall not be a member of the Pony Club, shall be appointed by the Committee. The Auditor shall audit the accounts of the Pony Club and shall certify the financial reports (Statement of Income and Expenditure and Balance Sheet) laid before the annual general meeting each year.

PART 7 - GENERAL MATTERS

77 Common seal

- 1) The common seal of the Pony Club must be kept in the custody of the Secretary.
- 2) A document may only be sealed with the common seal by the authority of the Committee and the sealing must be witnessed by the signatures of two Officers of the Committee.

78 Registered address

The registered address of the Pony Club is—

- (a) the address determined from time to time by resolution of the Committee; or

- (b) if the Committee has not determined an address to be the registered address—the postal address of the Secretary.

79 Notice requirements

- (1) Any notice required to be given to a member or a committee member under these Rules may be given—
 - (a) by handing the notice to the member personally; or
 - (b) by sending it by post to the member at the address recorded for the member on the register of members; or
 - (c) by email or facsimile transmission.
- (2) Subrule (1) does not apply to notice given under rule 60.
- (3) Any notice required to be given to the Pony Club or the Committee may be given—
 - (a) by handing the notice to a member of the Committee; or
 - (b) by sending the notice by post to the postal address; or
 - (c) if the Committee determines that it is appropriate in the circumstances—
 - (i) by email to the email address of the Pony Club or the Secretary; or
 - (ii) by facsimile transmission to the facsimile number of the Pony Club.

80 Custody and inspection of books and records

- (1) Members may on request inspect free of charge—
 - (a) the register of members;
 - (b) the minutes of general meetings;
 - (c) subject to subrule (2), the financial records, books, securities and any other *relevant document* of the Pony Club, including minutes of Committee meetings.
- (2) The Committee may refuse to permit a member to inspect records of the Pony Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Pony Club.
- (3) The Committee must on request make copies of these rules available to members and applicants for membership free of charge.
- (4) Subject to subrule (2), a member may make a copy of any of the other records of the Pony Club referred to in this rule and the Pony Club may charge a reasonable fee for provision of a copy of such a record.
- (5) For purposes of this rule—

relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Pony Club and includes the following—

 - (a) its membership records;
 - (b) its financial statements;
 - (c) its financial records;
 - (d) records and documents relating to transactions, dealings, business or property, of the Pony Club
 - (e) minutes, policies and by-laws of the Pony Club.

81 Winding up and cancellation

- (1) The Pony Club may be wound up voluntarily by special resolution at a general meeting convened to do so.
- (2) In the event of the winding up or the cancellation of the incorporation of the Pony Club, the surplus assets of the Pony Club must not be distributed to any members or former members of the Pony Club.
- (3) Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to a body that has similar purposes to that of the Pony Club, and which is not carried on for the profit or gain of its individual members.
- (4) The body to which the surplus assets are to be given must be decided by special resolution at the last general meeting, or if this is not done, must be given to Pony Club Victoria.

82 Alteration of Rules

These Rules may only be altered by special resolution of a general meeting of the Pony Club in accordance with Rule 43.