



# **Constitution of Black Fallow Scheme Incorporated.**

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This constitution has been prepared in accordance with the Associations  
Incorporation Act 1999 and the Associations Incorporation Regulation 2010.

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## PART 1 – PRELIMINARY.

### 1. Definitions

1.1 In this constitution:

**Director-General means** - the Director-General of the Department of Finance and Services.

**Association means** – the Black Fallow Scheme Inc. (also referred to as BFS)

**Committee member means** - a member who has been elected to the committee in accordance with clause 17.

**Ordinary committee member means** - a committee member, who is not an office-bearer of the association, as referred to in clause 16.2.

**Member means** - any financial member of the association.

**Secretary means** –

- (a) the person holding office under this constitution as secretary of the association, or
- (b) if no such person holds that office, the public officer of the association.

**Annual General Meeting means** – a meeting of the association held once annually to receive annual reports, elect a new committee and such other business as indicated under clause 27.2

**General Meeting means** – a normal meeting of the association, held as the Committee so decides.

**Special General Meeting means** – a general meeting of the association other than an annual general meeting called to consider special items of business such as changes to the constitution or other business as prescribed under clause 28.

**The Act means** – the Associations Incorporation Act 1999.

**The Regulation means** – the Associations Incorporation Regulation 2010.

**Game Council of NSW means** – the statutory authority established under the *Game and Feral Animal Control Act 2002*.

**R licence** – refers to the Restricted licence issued by the Game Council of NSW

**NSW DA** – refers to the New South Wales Deerstalkers Association Inc.

**Approved Hunting Organisation means** – an organization which meets the criteria specified by the Game Council of NSW for the status of an “approved” hunting organization (AHO) and is so registered by the Game Council of NSW.

1.2 In this constitution:

- (a) a reference to a function includes a reference to a power, authority and duty, and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

1.3 The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution was an instrument made under the Act.

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## PART 2 – MEMBERSHIP.

### **2. Membership qualifications.**

2.1 A person is eligible to be a member of the association if the person:

- (a) is a natural person, and
- (b) is a financial member of the NSW Deerstalkers Association, and
- (c) is a holder of an R licence issued by the Game Council of NSW, and
- (d) is a holder of a firearms licence, and
- (e) has applied for membership of the association as provided by clause 3, and
- (f) has been approved for membership by a general meeting of the association as prescribed under clause 3.

2.2 A person is taken to be a member of the association if the person was one of the individuals on whose behalf an application for registration of the association under section 6 (1) (a) of the Act was made.

2.3 The committee may recommend to a general meeting of the association that suitable persons be appointed Honorary Members. Such Honorary Members shall not pay subscription nor be entitled to vote at any meeting, nor participate in any hunting activities under the BFS.

2.4 Members may, by resolution at an annual general meeting, confer Life Membership on any member for meritorious service to the association.

2.5 Life members shall be entitled to all the benefits and privileges of membership without paying annual subscriptions, levies or fees, except for those subscriptions, levies or fees due to participate in hunting activities under the BFS, which remain payable in full. Life Members wishing to participate in hunting activities organized under the BFS will also be required to show evidence of meeting criteria identified under sub-clause 2.1(b), (c) and (d) above.

### **3. Membership application procedure.**

3.1 Application for membership with the association must be in writing and lodged with the secretary of the BFS.

3.2 The application for membership shall be made on the prescribed form in accordance with the association's Operating Procedures.

3.3 Applicants for membership of the association shall include on the Application for Membership Form evidence that the applicant is a current financial member of the NSW Deerstalkers Association, possesses a current R licence and is a holder of a firearms licence.

3.4 Upon receiving a valid application for membership, the secretary must refer the application to the next general meeting of the association for determination.

3.5 Voting on membership applications shall be by secret ballot.

3.6 As soon as practicable after that determination is made, the secretary must notify the applicant in writing of the determination.

3.7 If the application is approved, the applicants name will be placed on the Approved BFS Waiting List.

3.8 Membership of the Black Fallow Scheme from the Approved BFS Waiting List will be as described in the Operating Procedures.

3.9 When membership of the BFS is offered to an applicant from the Approved BFS Waiting List, the secretary will notify the applicant to this effect. The applicant will be requested to pay, within the period of 28 days of the date of notification, all fees as determined by the committee to be appropriate.

3.10 The secretary must, on payment by the applicant of the amounts determined in accordance with sub-clause 3.9 and within the period referred to in that provision, enter, or cause to be entered, the applicant's name and other required details, in the register of members. On the name being so entered, the applicant becomes a member of the BFS.

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3.11 Refer to the Operating Procedures for the situation where an offer of membership is declined.

## 4. Membership renewal.

4.1 Membership renewal with the association must be in writing and lodged with the treasurer of the association.

4.2 The Membership renewal shall be made on the prescribed form in accordance with the association's Operating Procedures.

4.3 Membership renewal shall include evidence that the member:

- (a) is a current financial member of the NSW Deerstalkers Association, and
- (b) holds a current R licence as issued by the Game Council of NSW, and
- (c) holds a current firearms licence.

4.4 Where a member has not paid his/her fees and/or levies within one (1) month of the due date, the member shall be deemed unfinancial and will not receive any of the rights and privileges of membership.

## 5. Cessation of membership.

A person ceases to be a member of the association if the person:

- (a) dies or,
- (b) resigns membership, or
- (c) is expelled from the association, or
- (d) ceases to be a financial member of the NSW Deerstalkers Association, or
- (d) fails to pay all fees and levies within three (3) months after the due date, and an entry into the Register of Members shall be made to that effect.

## 6. Membership entitlements.

6.1 A right, privilege or obligation which a person has by reason of being a member of the association:

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on the cessation of the person's membership **with the exception as noted under sub-clause (3) below.**

**6.2 Where a long-standing financial member of the BFS (not less than five (5) years membership):**

- (i) retires due to ill-health or**
- (ii) is physically unable to hunt the scheme property,**

**then prior to retiring, that member shall be entitled to nominate his/her son/daughter to replace him/her as a member of the BFS, subject to sub-clause (4) below. The nomination shall be in writing to the secretary stating the name of the person being nominated and their contact details.**

**6.3 In the event of a long-standing financial member of the BFS (not less than five (5) years membership) dying before being able to nominate a son/daughter to succeed them, the child or one of the children of the former member may nominate for a (single) membership of the BFS within a period not exceeding ninety (90) days from the death of the member, subject to sub-clause (4) below.**

**6.4 When a nomination is received under sub-clause (2) or (3), the secretary shall provide this information to the next general meeting of the association, where it will be voted upon by the members in secret ballot. The nominee shall be advised of the outcome of the ballot by the secretary as soon as possible after the meeting.**

**6.5 If the person accepted for membership under sub-clause (2) or (3) does not meet the requirements for membership as specified under sub-clause 2.1 (b), (c) and (d), they shall have ninety (90) days from the date upon which they are notified in order to complete**

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**these requirements. Should these requirements not be completed and the secretary so advised within the ninety (90) days, the offer of this position shall lapse.**

**6.6 Nominations under sub-clause (2) or (3) will not be accepted where a member is currently suspended or expelled from the BFS under clause 12 or 14.**

## 7. Resignation of membership.

7.1 A member of the association may resign from membership of the association by first giving to the secretary written notice of at least 1 month (or such other period as the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.

7.2 If a member of the association ceases to be a member under sub-clause (1) and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7.3 Money for fees, subscriptions or dues paid by the resigning member shall not be refunded.

7.4 Upon submitting his/her resignation the member shall return keys and such other property of the association that he/she has acquired through membership of the association.

## 8. Register of members.

8.1 The secretary of the association must establish and maintain a register of members of the association specifying the name and postal or residential address of each person who is a member of the association together with the date on which the person became a member.

8.2 The register of members must be kept in New South Wales:

- (a) at the main premises of the association, or
- (b) if the association has no premises, at the secretary's official address.

8.3 The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.

8.4 A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.

8.5 If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.

8.6 A member must not use information about a person obtained from the register to contact or send material to the person, other than for:

- (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
- (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

## 9. Fees and subscriptions.

9.1 A member of the association must, on admission to membership, pay to the association a fee of \$5 or, if some other amount is determined by the committee, that other amount.

9.2 In addition to any amount payable by the member under sub-clause (1), a member of the association must pay to the association an annual membership fee of \$25 or, if some other amount is determined by the committee, that other amount.

9.3 The annual membership fee is payable:

- (a) except as provided by paragraph (b) before 1st November in each calendar year, or
- (b) if the member becomes a member on or after 1st November in any calendar year – on becoming a member and before 1st November in each succeeding calendar year.

## 10. Members' liabilities.

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The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 9.

## 11. Resolution of internal disputes.

11.1 Disputes between members (in their capacity as members) of the association, or disputes between a member or members and the association, are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.

11.2 At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

11.3 If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.

11.4 The Commercial Arbitration Act 1984 applies to any such dispute referred to arbitration

## 12. Disciplining of members.

12.1 A complaint may be made to the committee by any member of the association that a member of the association:

- (a) has refused or neglected to comply with a provision or provisions of this constitution, the Operating Procedures, or any other rules the association may adopt from time to time, or
- (b) has wilfully acted in a manner prejudicial to the interests of the association.

12.2 The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

12.3 If the committee decides to deal with the complaint, the committee:

- (a) must cause notice of the complaint to be served on the member concerned, and
- (b) must give the member 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
- (c) must take into consideration any submissions made by the member in connection with the complaint.

12.4 During this time, and until such time as the committee is of the view that the matter has been resolved, the committee may prohibit the member from participating in any BFS related hunting activities.

12.5 If, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved, the committee may then by resolution:

- (a) suspend the member from membership of the association for a specified period not exceeding twenty four (24) months; or
- (b) expel the member from the association.

12.6 Where the committee passes a resolution under sub-clauses 12.5 (a) or (b), the secretary shall, as soon as practical, and not exceeding 7 days, cause written notice to be given to the member setting out the resolution of the committee and the grounds on which it is based and of the member's right of appeal under clause 13.

12.7 A resolution confirmed by the committee under sub-clause 12.5 (a) or (b) does not take effect:

- (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
- (b) where within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 13, whichever is the later.

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## 13. Right of appeal of disciplined member.

13.1 A member may appeal to the association in general meeting against a resolution of the committee under clause 12, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

13.2 The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

13.3 On receipt of a notice from a member under sub-clause (1), the secretary must notify the committee which is to convene a meeting of the association to be held as soon as practicable, but within 6 months from the date on which the secretary received the notice.

13.4 At a general meeting of the association convened under sub-clause (3):

(a) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and

(b) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

13.5 If at the meeting called in accordance with sub-clause (3), the resolution is supported by the majority of those present and voting, then the resolution is confirmed.

## 14. Penalty imposed where a member contravenes Rules for Season hunt.

14.1 Penalties will be imposed by the committee where a member, an accompanying family member or an invited hunter takes any deer in contravention of the Rules for Season hunt established prior to the season commencing, unless a “No fault” season is declared.

14.2 These rules and penalties will be confirmed by the members at each Pre-season general meeting and detailed in the Operating Procedures.

14.3 There is no right of appeal against penalties imposed under this clause.

## PART 3 - THE COMMITTEE.

### 15. Powers of the committee.

Subject to the Act, the Regulation and this constitution and to any resolution passed by the members of the association in any meeting, the committee:

(a) is to control and manage the affairs of the association, and

(b) may exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and

(c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

### 16. Constitution and membership of the committee.

16.1 The committee is to consist of:

(a) the office-bearers of the association, and

(b) no more than one (1) ordinary member, who is to be elected at the annual general meeting of the association under clause 17.

16.2 The office-bearers of the association are to be the President, two Vice Presidents, Secretary and Treasurer, all of whom shall be members of the association.

16.3 The President and Vice Presidents shall be known as the Scheme Coordinators.

16.4 A committee member may hold up to two offices other than both the president and a vice-president office.

16.5 Each member of the committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.



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## 17. Election of members to the committee.

17.1 Nominations of candidates for the election as office-bearers of the association or as an ordinary member of the committee:

- (a) shall be a financial member of the association;
- (b) shall be accepted by the secretary of the association by hand or by post up to the time of the elections at the Annual General Meeting.

17.2 If insufficient nominations are received in accordance with sub-clause 17.1(b) to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received during the annual general meeting.

17.3 If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.

17.4 If the number of nominations received in accordance with sub-clause 17.1(b) is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

17.5 If the number of nominations received in accordance with sub-clause 17.1(b) exceeds the number of vacancies to be filled, a ballot is to be held.

17.6 The ballot for the election of office-bearers and ordinary members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

## 18. Secretary.

18.1 The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.

18.2 It is the duty of the secretary to keep minutes of:

- (a) all appointments of office-bearers and members of the committee,
- (b) the names of members of the committee present at a committee meeting or any other meeting of the association, and
- (c) all proceedings at all association meetings.

18.3 Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

## 19. Treasurer.

It is the duty of the treasurer of the association to ensure:

- (a) that all money due to the association is collected and received and that all payments authorised by the association are made, and
- (b) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

## 20. Casual vacancies on the committee.

20.1 In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.

20.2 For the purpose of this constitution, a casual vacancy in the office of a member of the committee occurs if the member:

- (a) dies, or
- (b) ceases to be a member of the association, or
- (c) becomes an insolvent under administration within the meaning of the Corporations Act 2001, of the Commonwealth, or
- (d) resigns office by notice in writing given to the secretary, or
- (e) is removed from office under clause 20, or

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- (f) becomes a mentally incapacitated person, or
- (g) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months, or
- (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
- (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the Corporations Act 2001 of the Commonwealth.

## 21. Removal of committee member.

21.1 The association in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

21.2 A member may be removed from office at a general meeting of the association if a majority of the members present and voting at a meeting vote in favour of removing the member.

21.3 A member has no right of appeal against a member's removal from office under this clause.

## 22. Meetings and quorum of the committee.

22.1 The committee must meet at least **once** in each period of 12 months at such place and time as the committee may determine.

22.2 Additional meetings of the committee may be convened by the president or by any member of the committee.

22.3 Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.

22.4 Notice of a meeting given under sub-clause (3) must specify the general nature of the business to be transacted.

22.5 A quorum of members for the committee of the association shall be three (3) members of the association present in person and entitled to vote as committee members.

22.6 No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.

22.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.

22.8 At a meeting of the committee:

- (a) the president or, in the president's absence, either vice-president is to preside, or
- (b) if the president and the vice-presidents are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

## 23. Delegation by committee to sub-committee.

23.1 The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:

- (a) this power of delegation, and
- (b) a function which is a duty imposed on the committee by the Act or by any other law.

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23.2 A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

23.3 A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.

23.4 Despite any delegation under this clause, the committee may continue to exercise any function delegated.

23.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.

23.6 The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.

23.7 A sub-committee may meet and adjourn, as it thinks proper.

23.8 A sub-committee shall have no control whatsoever of any of the association's funds.

### **24. Voting and decisions of the committee.**

24.1 Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.

24.2 Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

24.3 Subject to clause 22.5, the committee may act despite any vacancy on the committee.

24.4 Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

## **PART 4 - MEETINGS OF THE ASSOCIATION.**

### **25. General Meetings – calling and holding of**

The committee shall convene such number of general meetings as the committee sees fit.

### **26. Annual General Meeting – holding of**

26.1 The association must hold its first annual general meeting within 18 months after its registration under the Act.

26.1 The association must hold its annual general meetings:

- (a) within 6 months after the close of the association's financial year, or
- (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

### **27. Annual General Meetings – calling of and business at**

27.1 The annual general meeting of the association is, subject to the Act and to clause 26, to be convened on such date and at such place and time as the committee thinks fit.

27.2 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:

- (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,

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- (b) to receive from the committee reports on the activities of the association during the last preceding financial year,
- (c) to elect office-bearers of the association and ordinary members of the committee,
- (d) election of Returning Officer and Assistant Returning Officer,
- (e) to receive and consider the statement which is required to be submitted to members under section 26 (6) of the Act.
- (f) to receive and consider any nomination(s) for life membership of the association.

27.3 An annual general meeting must be specified as such in the notice.

### **28. Special General Meetings – calling of**

28.1 The committee may, whenever it thinks fit, convene a special general meeting of the association.

28.2 The committee must, on the requisition in writing of at least 5 percent of the total number of members, convene a special general meeting of the association.

28.3 A requisition of members for a special general meeting

- (a) must state the purpose or purposes of the meeting, and
- (b) must be signed by the members making the requisition, and
- (c) must be lodged with the secretary, and
- (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

28.4 If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

28.5 A special general meeting convened by a member or members as referred to in clause 28.4 must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who consequently incurs expenses is entitled to be reimbursed by the association for any expense so incurred.

### **29. Notice of meetings**

29.1 Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

29.2 If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under clause 29.1, the intention to propose the resolution as a special resolution.

29.3 No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 27.2.

29.4 A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

### **30. Quorum for meetings.**

30.1 No item of business is to be transacted at a general meeting, annual general meeting or special general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.

## **Draft Constitution of Black Fallow Scheme Incorporated**

30.2 For meetings described under clause 30.1, ten (10) members, one of whom must be an office bearer (being members entitled under this constitution to vote at a general meeting) shall constitute a quorum for the transaction of business.

30.3 If within half an hour after the appointed time for the commencement of a meeting a quorum is not present, the meeting:

- (a) if convened on the requisition of members, is to be dissolved, and
- (b) in any other case, is to stand adjourned to the same day in the following week at the same time, and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

30.4 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

### **31. Presiding member.**

31.1 The president or, in the president's absence, either vice-president, is to preside as chairperson at each meeting of the association.

31.2 If the president and the vice-president(s) are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

### **32. Adjournment.**

32.1 The chairperson of any meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

32.2 If a meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

32.3 Except as provided in clauses 32.1 and 32.2, notice of an adjournment of a meeting or of the business to be transacted at an adjourned meeting is not required to be given.

### **33. Making of decisions at all meetings.**

33.1 A question arising at any meeting of the association is to be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour for or against that resolution.

33.2 At all meetings of the association, a poll may be demanded by the chairperson or by at least 3 members present in person at the meeting.

33.3 If a poll is demanded at any meeting, the poll must be taken:

- (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
- (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

### **34. Special resolution.**

A resolution of the association is a special resolution:

- (a) if it is passed by a majority which comprises at least three-quarters of such members of the

# Draft Constitution of Black Fallow Scheme Incorporated

association as, being entitled under this constitution so to do, vote in person at a meeting of which at least 21 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with this constitution, or  
(b) where it is made to appear to the Director-General that it is not practicable for the resolution to be passed in the manner specified in clause 34 (a), if the resolution is passed in a manner specified by the Director-General.

## **35. Voting at meetings.**

35.1 Except as provided in clause 35.3, on any question arising at any meeting of the association a member has one vote only.

35.2 On a show of hands a member has only one vote.

35.3 In the case of an equality of votes on a question at any meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.

35.4 A member is not entitled to vote at any meeting of the association unless all money due and payable by the member has been paid, other than the amount of the annual subscription payable in respect of the then current year.

## **36. Proxy voting not permitted.**

Voting by proxy in any meeting of the association is not permitted.

## **37. Postal voting not permitted.**

Postal ballots in any meeting of the association are not permitted.

## **PART 5 – MISCELLANEOUS.**

### **38. Insurance.**

38.1 The association may effect and maintain appropriate insurances.

38.2 The association shall ensure that all members are appropriately insured as prescribed in the association's Operating Procedures.

### **39. Funds – source.**

39.1 The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in any meeting, such other sources as the committee determines.

39.2 All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank account or other authorized deposit-taking institution account.

39.3 The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **40. Funds – management.**

40.1 Subject to any resolution passed by the association in any meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the committee determines.

40.2 All cheques and other negotiable instruments must be signed by any 2 members of the committee of the association, being members authorised to do so by the committee.

### **41. Alteration of objects and constitution.**

41.1 The statement of objects and this constitution may be altered, rescinded or added to only

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by a special resolution of the association.

41.2 An application to the Director-General for registration of a change in the association's name, objects or constitution in accordance with sub-clause (1) is to be made by the public officer or a committee member.

## 42. Custody of books, etc.

42.1 Except as otherwise provided by this constitution, the secretary must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

42.2 The treasurer shall be entitled to keep the books of account of the association under his or her control.

## 43. Inspection of books, etc.

43.1 The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:

- (a) records, books and other financial documents of the association;
- (b) this constitution;
- (c) minutes of all committee meetings and general meetings of the association.

43.2 A member of the association may obtain a copy of any of the documents referred to in sub-clause (1) on payment of a fee of not more than \$1 per page copied.

## 44. Service of notices.

44.1 For the purpose of this constitution, a notice may be served on or given to a person:

- (a) by delivering it to the person personally, or
- (b) by sending it by pre-paid post to the address of the person, or
- (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

44.2 For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent, or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

## 45. Statement of Association Objects

The statement of objects of the Black Fallow Scheme Incorporated are:

- (a) To sustainably manage all species of deer which occur on the host properties, for both quality trophies and venison.
- (b) To take into account the need of the land owners to support a quality deer herd alongside their normal agricultural production.
- (c) To provide all members of the Black Fallow Scheme with equity in their chance to take trophies and venison.
- (d) To undertake research relevant to managing a wild deer herd.
- (e) To educate BFS members on the subject of game management, deer biology and harvesting methods.
- (g) To do all such other lawful things as may appear to be incidental or conducive to the attainment of the above objects or any of them.

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## **46. Game Council provisions applicable to members of the association.**

46.1 Members of the association shall be required to abide by the Game Council of NSW “Code of Practice” for ethical, safe and responsible hunting as specified in the Operating Procedures.

46.2 Any member who is deemed to have breached:

- (a) the Game Council’s Code of Practice; or
- (b) the Game and Feral Animal Control Act, its Regulation and associated legislation, including the Prevention of Cruelty to Animals Act, and the Firearms Act,

shall be disciplined in accord with clause 12.

## **47. Fiscal year**

The financial year of the association is:

- (a) the period of time commencing on the date of incorporation of the association and ending on the following 31 December, and
- (b) each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 January and ending on the following 31 December unless otherwise determined at a general meeting of the association.

## **48. Precedence**

The Act, the Regulations and this constitution shall, in that order, take precedence over the association’s Operating Procedures.

**This Constitution was adopted by Special Resolution of the members on ??? and accepted for registration by the NSW Office of Fair Trading on .....**