



EXHIBITION POULTRY ASSOCIATION OF NSW INC

# CONSTITUTION AND RULES OF CONDUCT

AMENDED

AUGUST 19 2023

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A. PRELIMINARY

1 NAME

The name of the organisation is the Exhibition Poultry Association of New South Wales Incorporated (EPANSW), and no member or other identity is entitled to use the name of the association without proper authority.

2 AIMS AND OBJECTIVES

The purpose of EPANSW is primarily directed to the provision of an integrated and fully representative body to promote the cause and co-ordinate the activities of the exhibition (purebred) poultry fancy in NSW. The specific aims and objectives of EPANSW are:

- a. To encourage participation in the exhibition and breeding to standard of all recognised breeds and varieties of landfowl, waterfowl and pigeon found in Australia and by so doing strive to preserve the unique type and breed characteristics in conformity with the appropriate standard of perfection for that breed or variety. These standards include, but are not limited to, the *Australian Poultry Standards of Perfection*, the *British Poultry Standard* and the *American Standard of Perfection*. The *Australian Poultry Standards of Perfection* should take precedence.
- b. To properly consider any worthy proposal for acceptance of a new standard of type to be adopted appropriate to any new breed, or additional variety of an already recognised breed, that may be developed in NSW. Where the proposal is substantiated, EPANSW will support its case with the Australian Poultry Standards Committee.
- c. To establish, maintain and publish a listing of registered poultry judges approved as competent to judge at competitive exhibitions of recognised poultry breeds, in accordance with the requirements of the relevant official standard. All such judges are to be approved as competent by the EPANSW executive, in accordance with by-law 2 (*Qualifying Rules for Judges*).

- d. To encourage and assist the training of new judges for accreditation as may be required.
- e. To ensure uniform and consistent judging and thereby encourage breeders to produce stock that substantially conforms to the relevant standards.
- f. To seek and establish official recognition of EPANSW by relevant bodies as being the representative voice of the exhibition poultry fraternity in NSW, doing all that is reasonable and proper to protect the rights and privileges of breeders and exhibitors in NSW.
- g. To fully co-operate with the Royal Agricultural Society of NSW and all other agricultural show societies or kindred bodies to further the best interests of NSW breeders and exhibitors. This co-operation will include providing current issues of the EPANSW judges' register.
- h. To maintain and publish an annual list of member clubs and individual members.
- i. To publish a set of uniform rules for poultry shows in NSW that should be adopted or used as guidelines for all member clubs, affiliates and show societies when running poultry shows.
- j. To join with interstate peak exhibition poultry bodies in the Exhibition Stud Poultry Association of Australia to present a united front on all matters coming under Australian Government jurisdiction or of national importance to breeders and/or exhibitors, provided always that the NSW delegates are appointed by EPANSW.
- k. To confer and co-operate with all interstate representative poultry bodies on matters of common concern and/or mutual benefit, especially with respect to reaching agreement on interpretation of recognised breed standards and their application to judging and in the adoption of uniform rules for poultry shows.

### 3 DEFINITIONS

- a. For the purposes of this constitution, the word **poultry** where used means and includes all recognised breeds and varieties of domesticated landfowl, waterfowl and pigeons. It excludes other avian species, including cage birds.
- b. **By laws**, where referred to, are separate instruments necessary to provide uniform guidelines for purposes associated with attaining the aims and objectives of EPANSW. Although they are binding in their application, they do not form part of the constitution.
- c. **Delegated representative/s** means a person/s acting by the authority of, and on behalf of, a member club or affiliate.
- d. **Secretary** means the person holding the office of secretary of the association under this constitution or, in the absence of a secretary, the public officer of the association.
- e. **Executive committee** and **the executive** are interchangeable terms and refer to the group consisting of the president, vice president/s, secretary, treasurer, and any other member delegate co-opted to join this group.

### B. MEMBERSHIP

#### 1 CATEGORIES

The association's membership will comprise four separately defined categories:

- a. **MEMBER CLUB** – with full voting rights and delegated representation, limited to active and approved poultry clubs, societies or associations directly involved in the breeding and/or exhibition of recognised breed/s of domesticated poultry. These clubs will be identified as either general poultry clubs (catering for all/many breeds) or breed clubs (catering for a single breed or specific group of breeds)

- b. **AFFILIATE MEMBERSHIP** – with full voting rights and delegated representation is open to all NSW agricultural show societies or other such bodies, which provide facilities for holding poultry shows or are otherwise supportive of exhibition poultry.
- c. **INDIVIDUAL MEMBER** – without voting rights, automatically extended to all registered breeders and/or exhibitors provided there are no known reasons for refusing applications for such membership.

New applicants for membership *must be formally proposed* and accepted for membership by majority vote at a general or executive meeting where, on acceptance, they must become financial.

- d. **HONORARY MEMBER** – without voting rights, may be conferred on any person, organisation or group seen to be notably supporting the interests or actively serving the benefit of the poultry fraternity in NSW. Examples include the rural press, publishers of poultry journals, NSW Agriculture, research institutions and veterinarians.

## 2 **APPLICATION FOR MEMBERSHIP**

Applications must be in writing on the appropriate form, except for honorary members, and must be accompanied by the appropriate fee for the current year.

## 3 **TERMINATION OF MEMBERSHIP**

Every member has the right to terminate their membership without question should they wish to, provided notice of such termination has been provided to the secretary. The executive retains the right to terminate any membership if it can be shown that the member:

- a. unreasonably fails to comply with the provisions of this constitution or is incriminated for improper conduct or behaviour on social media (*social media refers to any online tools or functions that allow people to communicate and/or share content via the internet*) that may in any way be construed to be detrimental or contrary to the best interests of EPANSW or the exhibition poultry fancy within NSW.

- b. uses the organisation as a means of perpetrating private gain, misrepresentation, dishonesty, or other fraudulent behaviour
- c. uses the organisation as a platform to expound political, religious, or other form of partisan activity.

Where the executive resolves to terminate a membership, the secretary will write to that member advising them of the decision and setting out the reasons for the decision. The member will then have 30 days to appeal the decision if they feel it is unjust or unreasonable.

In the event of an appeal being lodged, the member may exercise the right to appear before the executive or make a written submission in their defence. Any appearance will be at a mutually convenient time.

In its final deliberation, dependent on any evidence presented, the executive committee will either confirm or revoke the termination decision by majority vote and inform the member accordingly.

#### 4 **SUBSCRIPTION**

The annual membership subscription dues for each membership year will be determined by the executive committee and ratified by the annual general meeting and will be effective from the first day of July for each successive year.

Member clubs or affiliate members who are more than three months in arrears will be declared lapsed with the loss of all rights until such time as all outstanding dues are fully paid up. Individual members who are registered judges must remain current financial members to retain registered judge status.

#### 5 **FINANCIAL YEAR**

The association's financial and membership subscription year will begin on 1 July each year and end on 30 June of the following year. The appropriate membership and registration fees (together with insurance fees for member clubs) will be determined by the executive committee at the May monthly

meeting and become effective from the following financial year. The annual fees will be subject to ratification at the annual general meeting each year.

## 6 REPRESENTATION AND VOTING RIGHTS

Each financial member club and affiliate member will be entitled to appoint their own delegated representatives (not exceeding two persons) to attend meetings and act on their behalf in the decision-making process of the association. These representatives need not be members of the member club or affiliate making the appointment **but must be financial individual members of the EPA of NSW Inc**. These representatives will hold delegated authority for the period determined by the appointing member club or affiliate.

Voting rights will be limited to those representatives present at the meeting, except in matters where the executive committee decides to call a postal ballot of all members entitled to vote. In the case of a postal ballot, the executive committee will appoint a returning officer to conduct the ballot.

## C GOVERNANCE

### 1 EXECUTIVE COMMITTEE

Conduct of the association's affairs will be delegated to an executive committee comprising the elected office bearers plus up to three other financial members nominated at the annual general meeting or a special general meeting called for that purpose.

The executive committee will meet as frequently as necessary when all matters of concern to the association's viability will be decided by majority vote of those present. Meetings may be held by teleconference and do not require prior notice.

The quorum for such meetings will be a minimum of three committee members present, with the proviso that where considered necessary the executive committee will have authority to co-opt other members to ensure a quorum.

## 2 OFFICE BEARERS

The association's office bearers for each successive year will be elected at the annual general meeting and will comprise president, vice president x 2, secretary, treasurer, and assistant secretary, who will each hold office for one year and be eligible for re-election.

The positions of president and secretary are to be democratically elected by postal ballot, which is to be tallied and declared at the annual general meeting. The remainder of the positions are to be elected by ballot of delegated representatives present and entitled to vote at the annual general meeting.

Candidates nominated for office must be financial individual members for a concurrent period of more than 12 months. Candidates for secretary should have served either a period of time on the committee of EPANSW or otherwise have been in a similar position in a member club.

The president will chair all meetings unless unavoidably absent when the chair will be taken by one of the vice presidents being present. Otherwise, the members present may elect one of their number to fill the vacancy for the purpose of transacting any necessary business.

There will be two vice presidents, one of who will be elected to represent country members specifically. Where there are insufficient candidates to fill both these positions, one of the other elected office bearers will fill the role of country vice president.

The secretary will have custody of, and be responsible for, all documents relating to the affairs of the association and will:

- a. record and keep full and correct minutes of the proceedings of all meetings, attend to correspondence, present accounts for payment, and transact all other aspects of day-to-day business that may be required in the best interests of the association.
- b. keep an up-to-date register with the full names and addresses and financial status of all members of the association and attend to promotional needs as may be required by the executive committee.



The treasurer will receive and be responsible for all monies payable to the association and will:

- a. deposit such monies to the credit of the Exhibition Poultry Association of NSW Inc with such bank or other financial institution as may be determined by the executive committee. All outgoing payments on behalf of the association are to be properly authorised by the executive committee and paid either by cheque or by electronic funds transfer.
- b. keep detailed records of all monies received and/or paid out and categorise these entries separately so that the association's financial position can be readily established at any time.
- c. submit a financial report for each executive committee meeting and prepare and present a detailed financial statement to the annual general meeting. The annual financial statement may be subject to audit confirming its veracity.

The judges' registrar will:

- a. receive all nominations for admission to the Judges' Register and present them to the executive committee for ratification and/or classification, subject to the nominees having completed the requisite paperwork and being acceptable
- b. compile and maintain an up-to-date record of all nominations received from member clubs or affiliates and advise those clubs of the executive committee's decision in relation to any nominations they make
- c. advise newly admitted judges of their acceptance and update the records accordingly
- d. compile and maintain an official register of approved judges and classifications for issue to member clubs and other interested parties on receipt of appropriate publishing fee. The register should be updated and reissued at least once every three years.
- e. where applicable, issue licences (badges) to approved judges and acknowledge receipt of any fees that may become payable for such recognition.

An auditor may be appointed to review the financial records for any year.

### **3 CASUAL VACANCIES**

In the event of a casual vacancy occurring, the executive committee is empowered to appoint an alternative for the remainder of the period of office.

#### 4 ELECTION OF OFFICE BEARERS

The following process is to be followed in relation to the election of office bearers for the association.

- a. nomination of candidates for the position of president and honorary secretary are to be lodged in writing, all member clubs and affiliates exercising their right to nominate suitable, appropriate candidates for these positions.
- b. nominations for these positions will be called for each year and will be returnable not later than June 30 in each year, to enable a postal ballot to be effected in time for declaration at the annual general meeting. Nominations should be signed by the president and secretary of the member club or affiliate making the nomination. Nominations will be presented to the meeting following the closing date of the executive committee.
- c. where the number of candidates nominated for each position is equal to the number required, then the nominated person will be declared elected, subject to there being no sustainable objection.
- d. where the number of candidates nominated for each position is greater than the number required, a postal ballot will be conducted. In the event of an equal number of postal votes being received for each candidate, the position will be resolved at the annual general meeting.

#### 5 TRUSTEES, FUNDS AND PROPERTY

EPANSW will function as a non-profit organisation where any property or income acquired will be used exclusively for the advancement of the aims and objectives of the association. None of its funds will be payable to any member, except by way of reimbursement of authorised expenses incurred on behalf of the association. Such expenses are to be supported by suitable documentation. In addition, an honorarium may be paid each year to the president and the secretary to cover additional costs associated with the

positions. This honorarium is to be set at the annual general meeting each year, if considered appropriate.

The trustees of the association comprise the president, secretary, treasurer and vice president. The official signatories of the cheque will be any two of the trustees, one of which will be the treasurer (or if unavailable, the president). The authorised signatory to the online bank account will be the treasurer.

## **6 MEETINGS (GENERAL AND SPECIAL)**

### **A Annual / special general meetings.**

The annual general meeting will be held each year in the month of August, unless circumstances dictate otherwise, when the executive committee will determine the date and venue, provided that the meeting is held not later than 16 weeks from the end of the association's financial year.

Notice of the annual general meeting, together with the agenda, will be sent to all financial club members indicating the date, time, and place. At least 14 days notice will be given of the meeting date.

A special general meeting may be called by the executive committee at any time where a question of urgency arises, or when requisitioned by the written request of not fewer than five financial member clubs specifying the purpose for such meeting. In either case, a minimum of 10 days' notice will be given.

Regular meetings of the executive committee will be held on a monthly basis unless otherwise determined by the committee. Separate notice of these meetings may be dispensed with provided they are held on a regular basis and are noted in the previous month's meeting minutes.

All matters considered to be of significant consequence to the membership, or having been submitted by a financial member, will be discussed, and detailed in the minutes of the meeting. They will then be stood over to allow such matters to be considered by member clubs and affiliates prior to any decision being taken by the executive committee at a later meeting.

Under this constitution, a notice will be deemed to be a written form of communication, either by post or by email, to the last known address of each member and representative entitled to be present and/or represented at any meeting.

**B Postal or electronic ballots**

The association may hold a postal or electronic ballot, as determined by the committee, to decide any matter other than an appeal (under clause 8).

The ballot must be conducted in accordance with Schedule 2 of the Regulation.

**C Transaction of business outside meetings or by telephone or other means**

- (1) The committee may transact its business by the circulation of papers, including by electronic means, among all committee members.
- (2) If the committee transacts business by the circulation of papers, a written resolution, approved in writing by a majority of committee members, is taken to be a decision of the committee made at a meeting of the committee.
- (3) The committee may transact its business at a meeting at which 1 or more committee members participate by telephone or other electronic means, provided a member who speaks on a matter can be heard by the other members.
- (4) The member presiding at the meeting and each other member have the same voting rights as they would have at an ordinary meeting of the committee for the purposes of:
  - (a) the approval of a resolution under subclause (2), or
  - (b) a meeting held in accordance with subclause (3).
- (5) A resolution approved under subclause (2) must be recorded in the minutes of the meetings of the committee.

**Note:** The Act, section 30(2) and (3) contains requirements relating to meetings held at 2 or more venues using technology.

(Associations Incorporation Act 2009 No 7)

## **7 QUORUM AND DECISIONS**

The quorum for any meeting will be not fewer than five financial member club representatives present or 25 percent of the financial membership, whichever is the fewer, with all matters considered being decided by majority vote, except where otherwise provided for in this constitution.

The chairperson at any meeting of the association will be entitled to vote on any issue before the meeting (should he/she so choose) and in the event of an equality of votes will also have the right to exercise a casting vote.

Under this constitution, any act or thing done or purported to have been done by resolution of the executive committee or appointed sub-committee will be valid and effective regardless of any defect that may later be found with respect to wrongful appointment of any member of such committee/s.

## **8 AMENDMENT OF CONSTITUTION**

The association's constitution and rules of conduct will not be altered or added to except by way of special resolution at the annual general meeting or special general meeting called for that purpose, and, provided that proper notice of motion proposing such changes has been given to all financial members not fewer than 14 days before the scheduled meeting date.

In the event of any changes being adopted, the revised sections of the constitution will be circulated to all members.

A copy of the constitution currently in force will be kept in both hard and soft copy by the secretary.

## **9 DISBANDMENT**

EPANSW will be disbanded in the event that the membership becomes less than eight financial member clubs or affiliates, or the event of a special resolution being carried by not less than 75 percent of the members entitled to vote by postal ballot.

In the case of disbandment, the **funds and property of the association** remaining after the discharge of all liabilities will be administered by the then

trustees and may be applied to the re-establishment of the association within a period of three years from the date of disbandment.

In the absence of any meaningful re-establishment being effected within the above time limit the trustees will then disburse any remaining funds to a recognised public institution conducting research into poultry or to such other public institution or charitable organisation as may have been determined by the meeting at which the disbandment resolution was carried.

## D MISCELLANEOUS

### 1 MEMBER CLUB AND AFFILIATE RESPONSIBILITIES

All member clubs and affiliates will, as far as practicable, fully support and co-operate with EPANSW in its efforts to attain the objects and exercise the powers as mentioned in the constitution and relevant rules and by laws. Member clubs and affiliates are authorised to act as agents for EPANSW in the collection of individual membership fees.

### 2 ETHICS

The representatives of member clubs and affiliates and individual members present at any meeting or other activity pertaining to the association or its aims and objectives *or the exhibition poultry fancy within NSW* will conduct themselves with decorum and due respect for the feelings of others. The executive committee will be empowered to suspend, expel, or otherwise discipline any representative or individual member found to be in conflict with this code.

## APPENDICES

By law 1 - Special Rules for Adoption of a new standard

By law 2 - Guidelines for Registration of Judges

By law 3 - **(removed 16 January 2012)**

By law 4 - Uniform Guidelines for Poultry Shows in NSW

By Law 5 - Social Media Policy