



ACT Rescue & Foster Inc. (ARF)

Rules

Part 1.1 Preliminary

1. Definitions for ARF rules

In these rules:

financial year means the year ending on 30 June.

member means a member, however described, of ARF.

ordinary Committee member means a member of the Committee who is not an office-bearer of the association as mentioned in Rule 16 (1) (a).

the **Act** means the *Associations Incorporation Act 1991*.

the **Association** means ACT Rescue and Foster (ARF).

the **Regulation** means the *Associations Incorporation Regulation 1991*.

Note: A definition applies except so far as the contrary intention appears (see *Legislation Act 2001*, s 155).

1A Application of Legislation Act 2001

The **Legislation Act 2001** applies to these rules in the same way as it would if they were an instrument made under the Act.

1B Objects of the Association

ARF's objects are to:

Save and improve the lives of dogs primarily in the Canberra region, as well as in surrounding regions, including metropolitan and regional Sydney by:

- Rescuing and rehoming as many unwanted dogs as possible;
- Educating the community about responsible dog companionship;
- Working with local pounds to help achieve, develop and implement "minimum destruction" policies and procedures; and
- Establishing and developing networks of communication for people involved in rescue and rehoming dogs.

Part 1.2 Membership

2. Types of Membership

There are two types of members –

- Ordinary members
- Lifetime members
- (deleted)
- (deleted)

3. Membership qualifications - Ordinary Members

- 1) A person is qualified to be an ordinary member of ARF if they –
 - a) have applied for membership in accordance with subrule 7 (1);
 - b) support the objectives of ARF; and
 - c) has been approved for membership by the Committee.

4. Membership qualifications - Lifetime Members

- 1) A person is qualified to be a lifetime member of ARF if they –
 - a) have been nominated by the Committee for lifetime membership in recognition of his/her outstanding contribution to ARF; and
 - b) the nomination has been approved by vote of the general membership at the Annual General Meeting.
- 2) A maximum of two lifetime memberships may be granted in any one year.
- 3) Lifetime members enjoy all the rights, privileges and obligations of ordinary members but are not required to pay annual membership fees.

5. Membership Qualifications – Associate members

(deleted)

6. Membership Qualifications – Honorary Members

(deleted)

7. Application for membership

- 1) An application for membership of ARF –
 - a) shall be made in writing in the form agreed by the Committee; and
 - b) shall be forwarded to the Committee for approval.
- 2) As soon as is practicable after receiving an application for membership, the Committee shall determine whether to approve or to reject the application.

- 3) If the Committee determines to approve an application for membership, the applicant is required to pay any membership fee that is determined by the Committee from time to time.
- 4) If the Committee determines to reject an application for membership, it shall as soon as practicable notify the applicant and refund any membership fee paid.
- 5) The Committee will ensure that, on approval of the application and payment of any sum payable under these rules as per subrule (3), that the applicant's name will be entered in the register of members and, on the name being so entered, the applicant shall become a member of ARF.
- 6) ARF must keep and maintain a register of its members, and must enter any particulars in the register required by the Act, the Regulation or these Rules.

8. Rights and Responsibilities of Ordinary Members

- 1) A person is taken by virtue of their membership to agree to act in accordance with the objects and Rules of the Association.
- 2) Members of ARF –
 - a) have the right to attend and vote at the annual general meeting and special general meetings of the Association; and
 - b) receive information from the Association in the form of occasional newsletters and other written material from time to time.

9. Rights of Associate Members

(deleted)

10. Membership entitlements not transferable

A right, privilege or obligation that a person has by reason of being a member of ARF –

- a) is not capable of being transferred or transmitted to another person; and
- b) terminates on cessation of the person's membership.

11. Cessation of membership

A person ceases to be a member of ARF if the person –

- a) dies; or
- b) resigns from membership of ARF; or
- c) is expelled from ARF; or
- d) fails to pay any required membership fee.

12. Resignation of membership

- 1) A member is not entitled to resign from membership of ARF except in accordance with this rule.
- 2) A member who has paid all amounts payable by the member to ARF may resign from membership of ARF by first giving notice (being not less than 1 month or, if the Committee has determined a shorter period, that shorter period) in writing to the Committee of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- 3) Where a person ceases to be a member, the Committee shall ensure that an appropriate record is maintained.
- 4) A member's failure to respond to reasonable requests for contact from the ARF Committee within four weeks, without reasonable excuse, will constitute resignation of membership.

13. Fee, Subscriptions etc

- 1) The annual membership fee of ARF is such an amount, if any, as has been determined by resolution of the Committee. The Committee may set a pro-rata subscription for members joining ARF during the financial year.
- 2) The annual membership fee is payable as determined by the Committee

14. Members' liabilities

The liability of a member to contribute towards the payment of the debts and liabilities of ARF or the costs, charges and expenses of the winding up of ARF is limited to the amount (if any) unpaid by the member in respect of membership of ARF as required by Rule 13 and any other moneys owed to ARF.

15. Disciplining of member

- 1) ARF may take disciplinary action against a member who in the opinion of a majority of the Committee –
 - a) has failed to comply with the rules; or
 - b) refuses to comply with the objects of the association; or
 - c) refuses or neglects to comply with ARF policies and procedures, including social media policies and procedures; or
 - d) has persistently and wilfully acted in a manner prejudicial to the interests of ARF.
- 2) Disciplinary action may consist of one of the following –
 - a) counselling the member;
 - b) reprimanding the member;
 - c) suspension of the member from such rights and privileges of membership of ARF as the Committee may determine for a specified period; or

- d) expulsion of the member from ARF.
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- 3) The committee must only accept complaints from an identified member or members concerning the behaviour of another member or members. Where a valid complaint is made, the Committee must decide either –
 - a) that there is no case to answer, an allegation is trivial, or the complaint is frivolous and notify the member who has made the complaint that it has been dismissed; or
 - b) decide to consider the complaint and to notify the member complained about as provided for in subrule (4).
 - 4) Before the Committee takes disciplinary action against a member, it must –
 - a) give the member written notice that it is considering whether or not to take such action;
 - b) set out the grounds on which the action could be taken, in sufficient detail to allow the member to make representations under paragraph (e);
 - c) inform the member of his or her right to challenge a Committee member as disqualified for bias under subrule (7);
 - d) hold the meeting referred to in paragraph (e) no earlier than 14 days and no later than 28 days after notice has been given to the member under this subrule;
 - e) give the member an opportunity to be heard in relation to those grounds in person or in writing, or both, at a meeting of the Committee to be held at a stated time and place; and
 - f) give due consideration to representations made by the member before or at the meeting.
 - 5) A member of the Committee who is not unbiased in a matter must not take part in the Committee's deliberations or decision on that matter at the meeting referred to in subrule (4) or otherwise.
 - 6) If, within 7 days of being notified of the Committee's intention to consider disciplinary action under subrule (4), the member gives notice that he or she believes a member of the Committee is disqualified under subrule (5), and the Committee member does not withdraw, the President of ARF must rule on that contention, and exclude the Committee member from all the Committee's deliberations on the matter if that is justified.
 - 7) Within 7 days of a decision by the Committee to take disciplinary action against a member, the Committee must notify the member in writing of its decision and the reasons for it, and inform the member of the right to appeal under rule 16 within the time specified in that rule.
 - 8) To the extent that it is compatible with the foregoing subrules, a disciplinary procedure should be completed as soon as is reasonably practicable.

- 9) A decision to take disciplinary action against a member does not take effect until either –
 - a) the expiration of the appeal period in rule 16 without an appeal being lodged; or
 - b) on an appeal under rule 16, an appeal Panel appointed under that rule confirms the disciplinary action or replaces it with a different one.
- 10) If a member is the subject of a disciplinary procedure, the member or their representative must not initiate a dispute resolution procedure under rule 16A in relation to the matter which is the subject of the disciplinary procedure until the disciplinary procedure, including any appeal, has been completed.

16. Right of appeal of disciplined member

- 1) Within 7 days of the Committee notifying a member that it has taken disciplinary action against the member, the member (the appellant) may appeal to a Panel of 3 persons to hear and determine an appeal in the matter.
- 2) Members of the Panel must be appointed by the President of ARF (the President) within 7 days of the notice of appeal being lodged, and the appellant notified of the Panel membership.
- 3)
 - a) Panel members must not be biased, or apparently biased, in favour of or against the appellant, must not have a personal interest in the disciplinary matter and must have been members of ARF for at least 12 months.
 - b) No member of the Committee is eligible to be a member of the Panel.
 - c) If, within 7 days of being notified of the Panel's membership under subrule (2), the appellant gives notice that he or she believes a member of the Panel is disqualified under paragraph (a) or (b) of this subrule, and the Panel member does not withdraw, the President must rule on that contention, and replace the Panel member if that is justified.
- 4) The Panel must proceed having regard to the principles of natural justice required by section 50 and the procedural requirements in section 65C of the Act, together with the provisions of this rule.
- 5) As soon as possible after the Panel's appointment, the Committee must provide the Panel with a report giving details of the grounds for its decision and reasons for its adoption.
- 6) As soon as possible after its appointment, the Panel must inform the appellant of –

- a) his or her right to make written representations concerning the matters in issue;
 - b) his or her right to appear in person and/or to be represented, at his or her expense, before the Panel;
- and as soon as the Panel receives the report referred to in subrule (5) it must provide it to the appellant.
- 7) Where an appellant gives notice that they wish to appear and/or be represented, the Panel must meet for that purpose no earlier than 7 days and no later than 14 days after that notice is given. The Panel must give the appellant notice of the time and date of the meeting and remind the appellant of his or her rights under subrule (6).
 - 8) At the meeting convened under subrule (7), the Panel must:
 - (a) give the appellant a reasonable opportunity to be heard in person or by a representative, and consider that material and any written representations made by the appellant concerning the matters in issue, including the findings and reasons in the Committee's report; and
 - (b) consider the report from the Committee with details of the grounds for its decision and the reasons for its adoption.
 - 9) As soon as possible after receiving all relevant representations, the Panel must then –
 - (a) decide whether the disciplinary action should be upheld or revoked or the disciplinary action taken by the Committee changed; and
 - (b) inform the Committee and the appellant in writing of its decision and the reasons for its adoption.
 - 10) To the extent that it is compatible with the requirements of this rule, an appeal must be completed as soon as is reasonably practicable.
 - 11) The appellant and the Committee are bound by any decision of the Panel.
 - 12) Subrule (11) is not intended to preclude any party's right to take legal action seeking a different outcome.

16A. Dispute resolution procedure

- 1) Where a dispute arises under the Act or these Rules between a member and another member in their capacity as members, or between a Member and ARF (the association), the Committee must establish a dispute resolution procedure to assist in resolving the dispute. The procedure must comply with the rules of natural justice

as required by section 50 of the Act, and with the provisions of section 65B of the Act.

- 2) A member may appoint any person to act on behalf of the member in the dispute resolution procedure.
- 3) In applying the dispute resolution procedure, the Committee must ensure that –
 - a) each party to the dispute has been given an opportunity to be heard on the matter which is the subject of the dispute;
 - b) the outcome of the dispute is determined by an unbiased decision-maker;
 - c) the decision-maker notifies each party to the dispute, in writing, about the decision and gives reasons for the decision;
 - d) to the extent that doing so is compatible with paragraphs (a) to (c), the dispute resolution procedure is completed as soon as is reasonably practicable; and
 - e) the dispute resolution procedure includes an appeal process.
- 4) If a member has initiated a dispute resolution procedure in relation to a dispute between the member and the association, the association must not take disciplinary action under rule 15 against the member, or their representative under subrule (2) of this rule, until the dispute resolution procedure has been completed.

Part 1.3 Committee

17. Powers of Committee

The Committee, subject to the Act, the regulation, these rules, and to any resolution passed by ARF in general meeting –

- a) shall control and manage the affairs of ARF; and
- b) may exercise all such functions as may be exercised by ARF other than those functions that are required by these rules to be exercised by ARF in general meeting; 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 ARF.

18. Constitution and Membership

- 1) The Committee shall consist of:
 - a) the office bearers of ARF;
 - b) no less than 4 and no more than 6 ordinary Committee members; each of whom must be elected under rule 19 or appointed in accordance with sub rule (4).
- 2) The office-bearers of ARF shall be –
 - a) the President;
 - b) the Vice-President;
 - c) the Treasurer; and
 - d) the Secretary.

- 3) Each member of the Committee shall, subject to these Rules, hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- 4) In the event of a vacancy in the membership of the Committee, the Committee may appoint a member of ARF to fill the vacancy and the member so appointed shall hold office, subject to these Rules, until the conclusion of the next annual general meeting following the date of the appointment, subject to the operation of rules 24 and 25 of these Rules.
- 5) The Committee may from time to time issue guidelines identifying the duties and responsibilities of the executive office bearers and other Committee Members.

Note: Division 4.2 of the Act, Duties of Officers, provides that Officers of an incorporated association have duties of care and diligence and to act in good faith and for proper purposes, and duties not to improperly use their positions, or information gained from holding those positions, to gain advantage for any person or to cause detriment to the Association (Sections 66A–66D).

19. Election of Committee members

- 1) All members who have paid the required membership fee shall be eligible for election to the Committee.
- 2) Nominations of candidates for election as office bearers of ARF or as ordinary Committee members must be –
 - a) made in writing and by the member; and
 - b) given to the Secretary of ARF not less than 1 week before the date fixed for the annual general meeting at which the election is to take place.
- 3) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and further nominations may be received at the annual general meeting.
- 4) If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected.
- 5) If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be vacancies.
- 6) If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.
- 7) The ballot for the election of office bearers and ordinary Committee members must be conducted at the annual general meeting in the way the Committee may direct.

20. The President and Vice-President

- 1) The President shall be responsible for the Committee overseeing all aspects of Association business but has no power to direct the affairs of ARF other than through resolution of the Committee, or, within the agreed policies of ARF as determined by the Committee.
- 2) The Vice-President shall assist the President and act for them in their absence.

21. Secretary

- 1) The Secretary of ARF must, as soon as practicable after being appointed as Secretary, notify ARF of his or her address and the addresses of other Committee members.
- 2) The Secretary must keep minutes of -
 - a) all elections and appointments of Committee members; and
 - b) the names of members of the Committee present at a Committee meeting or a general Meeting; and
 - c) all proceedings at Committee meetings and general meetings; and
 - d) all decisions made by the Committee out of session (via email).
- 3) Minutes of proceedings at a meeting must be confirmed at the next meeting.

22. Treasurer

The Treasurer of ARF shall –

- a) make all payments authorised by ARF; and
- b) keep correct accounts and books showing the financial affairs of ARF with full details of all receipts and expenditure connected with the activities of ARF.

23. Ordinary Committee Members

Ordinary Committee members shall carry out such activities as agreed by the Committee.

24. Vacancies

For these rules, a vacancy in the office of a member of the Committee occurs if the member –

- a) dies; or
- b) ceases to be a member of ARF; or
- c) resigns the office by notice in writing given to the public officer; or
- d) is removed from office under rule 25; or
- e) becomes an insolvent under administration within the meaning of the Corporations Act; or
- f) suffers from mental or physical incapacity; or

- g) is disqualified from office under the Act, section 63 (1).

25. Removal of Committee members

- 1) ARF in general meeting may by resolution, subject to section 50 of the Act, remove any member from the Committee before the expiration of the member's term of office, if the membership of ARF is of the opinion that the Committee member is not fulfilling their roles and responsibilities.
- 2) If a member of the Committee fails to attend three consecutive meetings without apology, or without the agreement of the Committee, the Committee shall seek an explanation, and if dissatisfied with that explanation, may declare that position vacant and shall advise the member, in writing, that their position is vacated.

26. Committee meetings and quorum

- 1) The Committee shall meet at such place and time as the Committee may determine.
- 2) Meetings of the Committee may be convened by any member of the Committee.
- 3) Oral or written notice of a meeting of the Committee shall be given to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the Committee) before the time appointed for the holding of the meeting.
- 4) Notice of a meeting given under sub rule (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business that the Committee members present at the meeting unanimously agree to treat as urgent business.
- 5) Any five members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 6) No business shall be transacted by the Committee unless a quorum is present and if within half an hour after the time appointed for the meeting a quorum is not present the meeting shall stand adjourned and be reconvened as soon as possible.
- 7) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.
- 8) At meetings of the Committee -

- a) the President, or in the absence of the President, the Vice-President presides; or
 - b) if the President and the Vice-President are absent -1 of the remaining members of the Committee may be chosen by the members present to preside.
- 9) Decisions at meetings of the Committee or of a Subcommittee will generally be made by consensus. Where necessary a matter may be resolved by a vote in accordance with subrule 28(3).

26A. Use of technology at Committee meetings

- 1) A Committee meeting may be held at 2 or more venues using any technology approved by the Committee that gives each of the Committee's members a reasonable opportunity to participate, including –
 - a) all members being able, without being in each other's presence, to hear or otherwise apprehend what other members communicate;
 - b) all members being able to speak and otherwise communicate their views readily; and
 - c) all members being furnished with the same written material that is relevant to a discussion.
- 2) A member of the Committee who participates in a meeting of the Committee using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Note: Some examples of methods of communication that could be used, singly or in combination, are: a phone link, a satellite link, an internet or intranet link, in writing.

27. Delegation by Committee to Subcommittee

- 1) The Committee may, in writing, delegate to 1 or more Subcommittees the exercise of such of the functions of the Committee as are specified, other than –
 - a) this power of delegation; and
 - b) a function which is a function imposed on the Committee by the Act, by any other Territory law, or by resolution of ARF in general meeting.
 Each Subcommittee must be headed by a member of the Committee and include such members of ARF as he/she deems fit.
- 2) A function, the exercise of which has been delegated to a Subcommittee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the Subcommittee in accordance with the terms of the delegation.

- 3) A delegation under this rule 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.
- 4) Notwithstanding any delegation under this rule, the Committee may continue to exercise any function delegated.
- 5) Any act or thing done or suffered by a Subcommittee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.
- 6) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- 7) A Subcommittee may meet and adjourn as it thinks proper.
- 8) A Subcommittee will keep minutes of all proceedings. The minutes must be confirmed at a subsequent meeting and provided to the ARF Committee.

28. Voting and decisions

- 1) Subject to rule 26(5), the Committee may act notwithstanding any vacancy on the Committee.
- 2) Questions arising at a meeting of the Committee or of any Subcommittee appointed by the Committee are decided by a majority of the votes of members of the Committee or Subcommittee present at the meeting.
- 3) Each member present at a meeting of the Committee or of any Subcommittee appointed by the Committee (including the person presiding at the meeting) is entitled to 1 vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.
- 4) (deleted)
- 5) Votes by proxy are not permitted unless this has previously been determined in policy by the Committee.
- 6) Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a Subcommittee appointed by the Committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or Subcommittee.

28A. Disclosure of material personal interests

- 1) Subject to the exclusions in sections 65 and 65A(2) of the Act, a member of the Committee who has a material personal interest in a matter being considered at a Committee meeting must –
 - a) as soon as the member becomes aware of the interest, disclose to the Committee the nature and extent of the interest, and the relation of the interest to the activities of ARF; and
 - b) disclose the nature and extent of the interest, and the relation of the interest to the activities of ARF, at the next general meeting of ARF; and must not –
 - c) be present while the matter is being considered at a meeting; or
 - d) vote on the matter.
- 2) The details disclosed in accordance with subrule 1(a) and (b) must be recorded in the minutes of the meeting at which the disclosure is made.

Notes: 1. The phrase 'material personal interest', in relation to a matter being considered at a committee meeting, has been interpreted to indicate that 'directors should disclose (real or substantial) interests that have the capacity to influence the vote of the particular director upon the decision to be made'.

2. Sections 65 and 65A of the Act establish the following offences on the part of committee members with a material personal interest, each of which is subject to a heavy penalty of up to 20 penalty points:

- Failure to disclose the nature and extent of a material personal interest to the committee.
- Failure to disclose the nature and extent of that interest to the next general meeting.
- Presence by a committee member with a material personal interest in a matter during its consideration at a committee meeting.
- Voting on a matter by a committee member with a material personal interest in it.

29. Out of session decision-making

- 1) The Committee may make "out-of-session" decisions, or recommendations to General Meetings, as may be required from time to time. Such decisions may or may not involve all members in accordance with procedures agreed by the Committee.
- 2) All out-of-session decisions shall be included in the minutes of the next scheduled Committee meeting for record keeping purposes.

Part 1.4 General Meetings

30. Annual general meetings - holding of

- 1) ARF shall, at least once in each calendar year and within the period of 5 months after the end of the financial year, convene an annual general meeting of its members.
- 2) Sub rule (1) has effect subject to the powers of the registrar general under section 120 of the Act in relation to extensions of time.

31. Annual general meetings - calling of and business at

- 1) The annual general meeting of ARF shall, subject to the Act, be convened on such date and at such place and time as the Committee thinks fit.
- 2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be –
 - a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting; and
 - b) to receive from the Committee reports on the activities of ARF during the last preceding financial year; and
 - c) to elect members of the Committee; and
 - d) to receive and consider the statement of accounts and the reports that are required to be submitted to members under the Act, Section 73 (1) or under any other applicable legislative provisions.
- 3) An annual general meeting shall be specified as such in the notice convening it in accordance with rule 33.
- 4) An annual general meeting shall be conducted in accordance with the provisions of this part.

32. General meetings - calling of

- 1) The Committee may, whenever it thinks fit, convene a general meeting of ARF.
- 2) The Committee shall, on the requisition in writing of not less than 5% of the total number of ARF members, convene a general meeting of ARF.
- 3) A requisition of members for a general meeting –
 - a) shall state the purpose or purposes of the meeting; and
 - b) shall be signed by the members making the requisition; and
 - c) shall be lodged with the Committee; and
 - d) may consist of several documents in a similar form, each signed by 1 or more of the members making the requisition.
- 4) If the Committee fails to convene a general meeting within 1 month after the date on which a requisition of members for the meeting is lodged with the Committee, any 1 or more of the members who made the requisition may convene a general meeting to be held not later than 3 months after that date.

- 5) A general meeting convened by a member or members referred to in subrule (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee and any member who thereby incurs expense is entitled to be reimbursed by ARF for any reasonable expense so incurred.

33. Notice

- 1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of ARF, the Secretary shall, at least 14 days before the date fixed for the holding of the general meeting, inform each member, by email, post or telephone, of the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of ARF, the Secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in subrule (1) specifying, in addition to the matter required under that sub rule, the intention to propose the resolution as a special resolution.
- 3) No business other than that specified in the notice calling a general meeting may be transacted at the meeting except, for an annual general meeting, business that must be transacted under subrule 31(2).
- 4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

34. General meetings - procedure and quorum

- 1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- 2) Five members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 3) If within 30 minutes after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened on the requisition of members shall be dissolved and in any other case shall stand adjourned and be reconvened as soon as practicable.

- 4) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the commencement of the meeting, the members present (being not less than 4) shall constitute a quorum.

34A. Use of technology at general meetings including annual general meetings

- 1) A general meeting may be held at 2 or more venues using any technology approved by the Committee that gives each of the members of ARF a reasonable opportunity to participate, including –
 - a) all members being able, without being in each other's presence, to hear or otherwise apprehend what other members communicate;
 - b) all members being able to speak and otherwise communicate their views readily; and
 - c) all members being furnished with the same written material that is relevant to a discussion.
- 2) A member of the association who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.
- 3) The provisions in rules 38 and 39 relating to appointment of proxies and voting by proxy apply to voting at two or more venues as provided in subrule (1).

Note: Some examples of methods of communication that could be used, singly or in combination, are: a phone link, a satellite link, an internet or intranet link, in writing.

35. Presiding member

- 1) The President, or in the absence of the President, the Vice-President, presides at each general meeting of ARF.
- 2) If the President and the Vice-President are absent from a general meeting, the members present must elect 1 of their number to preside at the meeting.

36. Adjournment

- 1) The person presiding at a general 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 2) Where a general meeting is adjourned for 14 days or more, the Secretary shall give written or oral notice of the adjourned meeting to each member of ARF

stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

- 3) Except as provided in subrules (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

37. Making of decisions

- 1) A question arising at a general meeting of ARF shall 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 person presiding 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 ARF, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 2) At a general meeting of ARF, a poll may be demanded by the person presiding or by not less than 3 members present in person or by proxy at the meeting.
- 3) Where the poll is demanded at a general meeting, the poll shall be taken –
 - a) immediately in the case of a poll which relates to the election of the person to preside at 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 person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

38. Voting

- 1) Subject to sub rule (3), on any question arising at a general meeting of ARF a member has 1 vote only.
- 2) All votes shall be given personally or by proxy.
- 3) In the case of an equality of votes on a question at a general meeting, the person presiding is entitled to exercise a second or casting vote.
- 4) A motion or resolution will be seen as being carried if declared by the person presiding as so, and it is entered into the minutes.
- 5) A member or proxy is not entitled to vote at any general meeting of the association unless all money due and payable by the member or proxy to the association has been paid, other than the amount of the annual subscription payable for the then current year.

39. Appointment of proxies

- 1) Each member shall be entitled to appoint another member as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- 2) The notice appointing the proxy shall be in the form agreed by the Committee.
- 3) No member may hold more than 5 proxies.

40. Minutes of General Meetings

Minutes of all proceedings of general meetings must be confirmed at a subsequent meeting and signed by the member who presided at that meeting or by the member presiding at the subsequent meeting.

Part 1.5 Miscellaneous

41. Funds - source

- 1) The funds of ARF shall be derived from annual membership fees as determined by the Committee, sponsorships and donations, adoption fees, grants, fundraising sales and, subject to any resolution passed by ARF in general meeting, and, subject to section 114 of the Act, such other sources as the Committee determines.
- 2) All money received by ARF shall be deposited as soon as practicable and without deduction to the credit of ARF's bank account.
- 3) ARF shall, as soon as practicable after receiving any money, issue an appropriate receipt.

42. Funds - management

- 1) Subject to any resolution passed by ARF in general meeting, the funds of ARF shall be used for the objects of ARF in such manner as the Committee determines. The management of the ARF Gift Fund is subject to the restrictions of rule 43.
- 2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the Committee or employees of ARF, being members of the Committee or employees authorised to do so by the Committee.

- 3) The assets and income of ARF shall be applied solely in the furtherance of ARF's objects and purposes and no portion shall be distributed directly or indirectly to the members of ARF except as bona fide compensation for services rendered or expenses incurred on behalf of ARF.

43. ARF Gift Fund - Management

- 1) The ACT Rescue & Foster Inc. (ARF) Gift Fund (ARF Gift Fund) is a fund which is maintained exclusively for funding of activities directly related to the principal object (purpose) of ARF.
- 2) More specifically, this fund may only be used to cover costs directly incurred during the rescue, rehabilitation and rehoming of unwanted dogs. These direct costs are:
 - a) pound fees
 - b) standard veterinary costs
 - c) special veterinary costs
 - d) cost of professional behavioural advice
 - e) dog food
 - f) dog accommodation
 - g) dog transport.
- 3) The extent of coverage of the cost of each of these items will be in accordance with ARF policy or as determined by the ARF Committee in the event of dispute.
- 4) The ARF Gift Fund will not be used for any purpose other than those described in subrules (1) and (2) above.
- 5) All gifts and deductible contributions of money or property made to ARF will be made to the ARF Gift Fund.
- 6) All money received by ARF because of gifts and deductible contributions, including proceeds from gifted property, and investment returns from money or property that continues to be part of the ARF Gift Fund, will be credited to the ARF Gift Fund account. This includes testamentary gifts (that is, gifts made under a will), gifts that are not tax deductible for the donor, distributions from other charities or deductible gift recipients (if made for the principal purpose).
- 7) The ARF Gift Fund will not receive any money or property other than that referred to in subrules (5) & (6).
- 8) Specifically, the ARF Gift Fund will not receive amounts that are not gifts or are not tax-deductible including receipts from sponsorships or commercial activities and proceeds from raffles, charity auctions, dinners and the like where proceeds are not deductible contributions.

- 9) Money belonging to the ARF Gift Fund will be banked and managed in a separate account from that of the rest of the income of ARF.
- 10) All money belonging to the ARF Gift Fund must be banked in the ARF Gift Fund bank account prior to use.
- 11) If money or property is incorrectly received into the ARF Gift Fund, it must be removed from that Fund as soon as is practicable and accounts adjusted and noted accordingly.
- 12) If ARF Gift Fund money is incorrectly received into any other account, it must be removed and deposited into the ARF Gift Fund as soon as is practicable and accounts adjusted and noted accordingly.
- 13) All property belonging to the ARF Gift Fund must be specifically and clearly identified in the ARF Register of Assets as belonging to the ARF Gift Fund.

44. Alteration of objects and rules

Neither the objects of ARF referred to in section 29 of the Act, nor these Rules shall be altered except in accordance with the Act.

45. Common seal

- 1) The common seal of ARF shall be kept in the custody of the Secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures of 2 members of the Committee.

Note: For execution of a document or deed without the use of an association's common seal, see section 55 of the Act.

46. Custody of books

Subject to the Act, the Regulation and these Rules, the Committee shall keep in its custody or under its control all records, books, and other documents relating to ARF.

47. Inspection of books

- 1) Subject to the Act, the Regulation and these Rules, the records, books and other documents of ARF shall be open to inspection by arrangement at a place in the ACT, free of charge, by a member of ARF at any reasonable hour.
- 2) A request to inspect the records, books and other documents from ARF's auditor or reviewer, the Public Officer, or from the Registrar, must be met.
- 3) A member of the Association may apply to the Committee to inspect the register of members as provided for in section 67A of the Act, under which the Committee must –
 - a) allow the request; or
 - b) refuse the requestin accordance with subsection (3) of that provision.

48. Service of notice

- 1) For these rules, a notice may be served by or on behalf of ARF on any member either personally or by sending it by post to the member at the member's address shown in the register of members or by email.
- 2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

49. Surplus property

- 1) In the event of the dissolution of ARF, the practical disposal of assets and surplus property, including land or an interest in land (being land in the ACT) other than the ARF Gift Fund, to –
 - a) another association; or
 - b) a fund, authority or institution),that –
 - c) has been nominated for that purpose either in these Rules, or by special resolution of ARF at a general meeting,must be decided by the Committee at a special meeting prior to the dissolution.
- 2) An association that has been nominated as referred to in sub rule (1) must fulfil the requirements specified in section 92 (2) of the Act.
- 3) In the event of the dissolution of ARF, or in the event of the endorsement of ARF as a deductible gift recipient being revoked by the Australian Taxation Office, any surplus assets of the ARF Gift Fund must be transferred to another fund, authority or institution eligible for tax deductibility under subdivision 30–B of the Income Tax Assessment Act 1997 having objects similar to the objects of the former public fund and the rules of which prohibit the distribution of its income among its members.

- 4) Where possible, the decision to transfer surplus assets of the ARF Gift Fund should be made by a general meeting of the former association, but in the absence of that it may be made by the Committee of the former association.