

# FRIENDS OF THE HOUND Inc.

## RULES

as at January 2010

### PRELIMINARY

#### 1. DEFINITIONS

(1) In these rules:

**Commissioner** means the Commissioner of the Office of Fair Trading

**Committee** means the Committee of Management of the Association

**ordinary member** means a member of the committee who is not an office bearer of the association

**meeting** means a grouping of members, either in person, or in near real time communication (e.g. electronic or virtual means)

**the Act** means the *Associations Incorporation Act 1984*

**the Regulation** means the *Associations Incorporation Regulation 1999*

**signed** means an authorisation in a verifiable manner, which can be a physical signature or electronic acknowledgement

#### 2. NAME

The name of the association is **Friends of the Hound Inc.**

#### 3. OBJECTIVES

The objectives of the association are....

(a) to rescue Greyhounds and rehome them as pets to suitable permanent homes;

(b) to inform, educate and raise awareness about Greyhounds, and promote the breed and its potential and suitability as family pets and companions.

#### 4. MODEL RULES

Where any rule is not specified in the Constitution, the Model Rules for Incorporated Associations (under the Associations Incorporated Act 1984) will be referred to.

#### 5. NON-DISTRIBUTION OF PROFITS

(1) The income and property of the association, however derived, shall, subject to any obligations under charitable trust law or any other statutory requirements, be used and applied solely in the promotion of its objects and in the exercise of powers conferred upon it by the rules.

(2) No portion of this income and property shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the association.

(3) The requirement contained in clause (2) shall not, however, prevent the payment in good faith of:

(a) interest (provided it is based on the prevailing rate of interest charged by banks, building societies or credit unions for unsecured loans) to any such member in respect of monies advanced by that member to the association, or otherwise owing by the association to the member, or

(b) any remuneration to any officers or members of the association or other person in return for any services genuinely rendered to the association.

## **6. MEMBERSHIP QUALIFICATIONS**

- (1) Membership qualifications of the association shall be determined by the Committee and defined in the Schedule of Membership.
- (2) The Schedule of Membership shall be set by the Committee from time to time, provided always that there must be at least one class of membership which provides for a natural person who is a resident of Australia and has applied and had membership of the association approved by the Committee as provided by rule 7, who can exercise voting rights as are appropriate to that class of membership.

## **7. APPLICATION FOR MEMBERSHIP**

- (1) An application for membership of the association:
  - (a) must be made in writing, or completed on the designated form, signed by the applicant, and accompanied by the prescribed subscription and shall be in such form and contain such other requirements as the Committee from time to time prescribes.
  - (b) must be lodged with the Secretary of the association.
- (2) As soon as practicable after the receiving an application for membership and the prescribed fee, the Secretary must refer the application to the Committee to determine approval of the application.
- (3) The Secretary must, on approval of the application, enter the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the association.

## **8. CESSATION OF MEMBERSHIP**

- (1) A person ceases to be a member of the association if the person:
  - (a) dies, or
  - (b) resigns membership, or
  - (c) does not pay the required membership renewal fee within three months of the anniversary date of initial membership, or
  - (d) is expelled from the association.
- (2) Refunds of membership fees will not be given on cessation of membership.

## **9. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

- 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 cessation of the person's membership.

## **10. MEMBERSHIP ENTITLEMENTS**

The membership entitlements are at the discretion of the Committee and constitute such varied voting entitlements as the Committee from time to time prescribes as defined in the Schedule of Membership.

## **11. RESIGNATION OF MEMBERSHIP**

- (1) A member of the association is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the association who has paid all amounts payable to the association in respect of the member's membership may resign from membership of the association by giving the Secretary written notice of the member's intention to resign and, on receipt of notice, the member ceases to be a member.
- (3) If a member of the association ceases to be a member under clause (2), 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.

## **12. REGISTER OF MEMBERS**

- (1) The Public Officer of the association, or person appointed by the Committee to so act, must maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member.
- (2) The register of members must be kept at the principal place of administration of the association.
- (3) A member of the association may obtain, at the Committee's discretion, a copy of any part of the register on payment of a nominal fee.

### **13. FEES**

- (1) A potential member of the association must, on application to become a member, pay the association the prescribed membership fee as defined in the Schedule of Membership.
- (2) A member of the association must pay to the association, at each anniversary date of initially joining the association, the prescribed membership renewal fee as defined in the Schedule of Membership.

### **14. MEMBERS' LIABILITIES**

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 rule 13.

### **15. RESOLUTION OF INTERNAL DISPUTES**

- (1) Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.
- (2) At least seven 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.

### **16. DISCIPLINING OF MEMBERS**

- (1) A complaint may be made to the Committee by any person that a member of the association:
  - (a) has persistently refused or neglected to comply with a provision or provisions of these rules, or
  - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the association.
- (2) On receiving such a complaint, the Committee:
  - (a) must cause notice of the complaint to be served on the member concerned, and
  - (b) must give the member at least fourteen 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.
- (3) The Committee may, by resolution, expel the member from the association or suspend the member from membership of the association 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.
- (4) If the Committee expels or suspends a member, the Secretary must, within seven days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Committee for having taken that action, and of the member's right of appeal under rule 17.
- (5) The expulsion or suspension does not take effect:
  - (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
  - (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under rule 17 (5), whichever is the latter.

### **17. RIGHT OF APPEAL OF DISCIPLINED MEMBER**

- (1) A member may appeal to the association in general meeting against a resolution of the Committee under rule 16, within seven days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- (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.
- (3) On receipt of a notice from a member under clause (1), the Secretary must notify the Committee which is to convene a General Meeting of the association to be held within twenty-eight days after the date on which the Secretary received the notice.
- (4) At a General Meeting of the association convened under clause (3):
  - (a) no business other than the question of the appeal is to be transacted, and
  - (b) the Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
  - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) If at the General Meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

## **THE COMMITTEE**

### **18. POWERS OF THE COMMITTEE**

The Committee is to be called the Committee of Management of the association and, subject to the Act, the Regulation and these rules, and to any resolution passed by the association in general meeting:

- (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 these rules to be exercised by a general meeting of the 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.

### **19. CONSTITUTION AND MEMBERSHIP**

- (1) The Committee is to consist of:
  - (a) the office bearers of the association, and
  - (b) at least one ordinary member,each of whom is to be elected at the annual general meeting of the association under rule 20.
- (2) The office bearers of the association are to be:
  - (a) the President
  - (b) the Vice President
  - (c) the Treasurer, and
  - (d) the Secretary.
- (3) Each member of the Committee is, subject to these rules, 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.
- (4) In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a full voting member of the association to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the next annual general meeting following the date of the appointment.

### **20. ELECTION OF MEMBERS**

- (1) Nominations of candidates for election of office bearers of the association or as ordinary members of the Committee:
  - (a) must be made in writing, stipulating the position on the Committee for which the person is being nominated, and signed by two members of the association and accompanied by the written consent of the nominee (which may be endorsed on the form of the nomination) and
  - (b) must be delivered to the Returning Officer of the association who has been appointed by the Committee to so act, at least fourteen days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) A ballot for all nominations received is to be conducted at the annual general meeting, in the manner prescribed by the Committee, to determine candidates for election.
  - (a) In the case of only one received nomination for a particular position on the Committee, only a majority vote by members present at the annual general meeting, including proxies, will determine if the candidate is elected to the position. If a majority is not reached and the position remains vacant, further nominations are to be received at the annual general meeting.
  - (b) In the case of two or more nominations being received for a particular position on the Committee a ballot is held to determine if the nominees are to be put forth as candidates for election, after which a poll (as prescribed by Committee) is conducted to establish the candidate elected to that position. If no candidates are put forth for election, further nominations are to be received at the annual general meeting.
- (3) If further nominations are received, the process of a ballot to determine candidates for election ensues.
- (4) If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be casual vacancies.

### **21. SECRETARY**

- (1) 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 a general meeting, and
  - (c) all proceedings at committee meetings and general meetings.
- (2) Minutes of proceedings at a meeting must be signed by the Chairperson of the meeting or by the Chairperson of the next succeeding meeting.

- (3) It is the duty of the Secretary to keep in safe custody all correspondence and minutes of the association during the term of office.

## **22. TREASURER**

- (1) 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.
- (2) It is the duty of the Treasurer to keep in safe custody all books, records and accounts with regard to the financial affairs of the association during the term of office.

## **23. CASUAL VACANCIES**

For the purpose of these rules, 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 rule 24, or
- (f) becomes a mentally or medically incapacitated person, or
- (g) is absent without the consent of the Committee from all meetings of the Committee held during a period of six months.

## **24. REMOVAL OF MEMBER**

- (1) The association may by resolution in general meeting, 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.
- (2) If a member of the Committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representation be notified to the members of the association, the Secretary or President may send a copy of the representation to each member of the association or have it read out at the meeting at which the resolution is considered.

## **25. MEETINGS AND QUORUM**

- (1) The Committee must meet at least three times in each period of twelve months in such manner and/or at such place and time as the Committee may determine.
- (2) Additional meetings of the Committee may be convened by the President or by any member of the Committee.
- (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 seventy-two 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.
- (4) Notice of a meeting given under clause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that is to be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any three members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- (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 in the same manner and/or to the same place and at the same hour of the same day in the following week (unless unanimously agreed by the Committee to be held at an earlier appointed date or time).
- (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.
- (8) At a meeting of the Committee:
- (a) the President or, in the President's absence, the Vice President is to preside, or
  - (b) if the President and the Vice President are absent or unwilling to act, one of the remaining members of the Committee may be chosen by the members present at the meeting to preside.

## **26. DELEGATION BY COMMITTEE TO SUB-COMMITTEE**

- (1) The Committee may, in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the Committee sees fit) the exercise of such functions of the Committee as they specify, other than:
  - (a) this power of delegation, and
  - (b) function that is a duty imposed on the Committee by the Act or by any other law.
- (2) A function, the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (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.
- (4) Despite any delegation under this rule, the Committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by sub-committee 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, in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn, as it thinks proper.

## **27. VOTING AND DECISIONS**

- (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.
- (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.
- (3) Subject to rule 25 (5), the Committee may act despite any vacancy on the Committee.
- (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.

## **GENERAL MEETING**

### **28. ANNUAL GENERAL MEETINGS – HOLDING OF**

- (1) With the exception of the first annual general meeting of the association, the association must, at least once in each calendar year and within the period of six months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- (2) The association must hold its first annual general meeting:
  - (a) within the period of eighteen months after its incorporation under the Act, and
  - (b) within the period of six months after the expiration of the first financial year of the association.
- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commissioner under section 26 (3) of the Act.

### **29. ANNUAL GENERAL MEETINGS – CALLING OF AND BUSINESS AT**

- (1) The annual general meeting of the association is, subject to the Act and to rule 28, to be convened in such manner and 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 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,
  - (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) to elect an Auditor of the financial records of the association as governed by rule 47, and
  - (e) to receive and consider the statement which is required to be submitted under section 26 (6) of the Act.

- (3) An annual general meeting must be specified as such in the notice convening it.

### **30. SPECIAL GENERAL MEETINGS – CALLING OF**

- (1) The Committee may convene a special general meeting of the association in such manner and on such date and at such place and time as the Committee thinks fit.
- (2) The Committee must, on the requisition in writing of at least five percent of the total number of members, convene a special general meeting of the association.
- (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.
- (4) If the Committee fails to convene a special general meeting to be held within one month after the date on which a requisition of members for the meeting is lodged, any one or more of the members who made the requisition may convene a special general meeting to be held not later than three months after that date.
- (5) A special general meeting convened by a member or members as referred to in clause (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.

### **31. NOTICE**

- (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 fourteen days before the date fixed for the holding of the general meeting, give notice to each member specifying the manner, place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (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 twenty-one 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 in clause (1), the intention to propose the resolution as a special resolution.
- (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 rule 29 (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 must include that business in the next notice calling a general meeting.

### **32. PROCEDURE**

- (1) No item of business is to 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 half an hour after the appointed time for the commencement of a general 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 at the same place (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 before the day to which the meeting is adjourned).
- (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 three) is to constitute a quorum.

### **33. PRESIDING MEMBER**

- (1) The President, or in the President's absence, the Vice President, is to preside as Chairperson at each general meeting of the association.
- (2) If the President and the Vice President are absent or unwilling to act, the members present must elect one of their number to preside as Chairperson at the meeting.

### **34. ADJOURNMENT**

- (1) The Chairperson of 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for fourteen days or more, the Secretary must give written or oral notice of the adjourned meeting to each member of the association stating the manner, place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses (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.

### **35. MAKING OF DECISIONS**

- (1) A question arising at a general 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 of or against the resolution.
- (2) At a general meeting of the association, a poll may be demanded by the Chairperson or by at least three members present in person or by proxy at the meeting.
- (3) If a poll is demanded at a general 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.

### **36. 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 association as, being entitled under these rules to do so, vote in person or by proxy at a general meeting of which at least twenty-one days' written notice specifying the intention to propose the resolution as a special resolution was given, in accordance with these rules, or
- (b) where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in paragraph (a), if the resolution is passed in a manner specified by the Commissioner.

### **37. VOTING**

- (1) Membership of the association consists of a range of categories, as determined by the Committee, which are subject to respective voting entitlements as prescribed by the Committee.
- (2) All votes must be given personally or by proxy but no member may hold more than five proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) 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.

### **38. APPOINTMENT OF PROXIES**

- (1) Each member is to be entitled to appoint another member as proxy by notice given to the Secretary or, in the case of an annual general meeting the Returning Officer, no later than twenty-four hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy is to be in the form set out in Appendix 1 to these rules.

### **MISCELLANEOUS**

#### **39. INSURANCE**

The association may effect and maintain insurance.

#### **40. DISSOLUTION**

- (1) The association shall be dissolved in the event of membership less than five persons or upon the vote of a three-fourths majority of members present at a Special General Meeting convened to consider such question.



- (2) Upon a resolution being passed in accordance with clause (1), the net assets or property available after satisfying all debts and liabilities shall, upon determination by the members of the association, be handed over to some other organisation or association having similar objectives, which prohibits the distribution of its income and property among its members to an extent at least as great as is imposed by the association under rule 5.
- (3) However, in making the distribution, the association must ensure it satisfies all legal obligations applying to any funds or property over which a charitable trust exists.

#### **41. TRUSTEES**

- (1) If required, three Trustees shall be elected at a properly constituted general meeting.
- (2) All property of whatever kind belonging to the association shall be vested in the Trustees and they shall have the custody of all deeds and documents of title relating to the property of the association, and shall be responsible for the same, and shall deal with and dispose of all the property of the association whether real or personal for the time being vested in them and the income thereof, in accordance with the directions of the Committee, provided that such directions are not in violation of the trusts upon which the property is held.

#### **42. FUNDS – SOURCE**

- (1) The funds of the association are to be derived from subscriptions of members, adoption fees, fundraising, donations, grants, and such other sources as the Committee determines.
- (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.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

#### **43. FUNDS – MANAGEMENT**

- (1) Subject to any resolution passed by the association in general 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.
- (2) All cheques, drafts, bills of exchange, promissory notes, electronic funds transfers and other negotiable instruments must be signed by any two members of the Committee, being members authorised to do so by the Committee.

#### **44. GIFT FUND**

- (1) If the association is a recipient of Deductible Gift Recipient (DGR) endorsement from the Australian Tax Office (ATO), a separate account, to be known as the Gift Fund Account (GFA), is to be opened and maintained for the objectives of the association. The Gift Fund Account is to be held with such bank, building society or credit union as the Committee may direct.
- (2) All gifts or deductible contributions of money or property received by the association for its objectives are to be deposited in the Gift Fund Account. The Gift Fund Account is not to be credited with any other money or property, and funds are to be expended only for the objectives of the association.
- (3) If the Gift Fund is wound up or if the endorsement of the association as a Deductible Gift Recipient is revoked, any surplus assets of the Gift Fund remaining after the payment of liabilities attributed to it, shall be transferred to another fund, authority or institution to which income tax deductible gifts can be made.
- (4) Funds raised by means by a fundraising appeal within the meaning of the *Charitable Fundraising Act 1991* must be maintained in accordance with that Act.

#### **45. AUTHORISATION OF ACCOUNTS**

The Treasurer shall ensure that payment is made for all accounts, with appropriate approval as determined by the Committee. Payment may be as petty cash, cheque or electronic funds transfer signed by two authorised signatories, of whom there shall be no more than four appointed by the Committee of the association.

#### **46. FINANCIAL YEAR**

The financial year shall align with the calendar year, concluding on 31<sup>st</sup> December.

#### **47. AUDIT**

- (1) The auditor or auditors shall be elected at the annual general meeting. They shall examine all necessary accounts, vouchers, receipts, books, files, and furnish a report to the members at the next annual general meeting. Audits shall be conducted at regular intervals of approximately twelve months.
- (2) An auditor shall not be a member, or closely-related to a member, of the Committee.

- (3) Replacement of the current auditor and nomination of another auditor is to be at the discretion of the Committee and must be included in the agenda for the annual general meeting, and notice provided to the current auditor as to the termination of services.
- (4) Where the current auditor submits a resignation, or notifies the Secretary of the intention not to seek re-election as auditor, the Committee must source and nominate another auditor for election at the annual general meeting.

#### **48. AUTHORISATION OF OBJECTS AND RULES**

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the association.

#### **49. COMMON SEAL**

- (1) The common seal of the association must be kept in the custody of the Public Officer.
- (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 either of two members of the Committee or of one member of the Committee and the Public Officer or Secretary.

#### **50. CUSTODY OF BOOKS**

Except as otherwise provided by these rules, the Public Officer must keep in custody, or under his or her control, all records, books and other documents relating to this association.

#### **51. INSPECTION OF BOOKS**

The records, books and other documents of the association are available for inspection, free of charge, by a member of the association upon written request to the Committee, specifying which records or documents are required for inspection and the reason for the request. Arrangements for the inspection of records and documents of the association will be conducted at the Committee's discretion.

#### **52. SERVICE OF NOTICES**

- (1) For the purpose of these rules, 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 prepaid post to the address of the person, or
  - (c) by sending it electronically to an address or in a manner specified by the person for giving or serving the notice.
- (2) For the purpose of these rules, 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 prepaid 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 electronically, on the date it was sent.

**FORM OF APPOINTMENT OF PROXY**

I, .....  
(full name)

of .....  
(address)

being a member of **Friends of the Hound Inc.**

hereby appoint .....  
(full name of proxy)

of .....  
(address of proxy)

being a member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the association ( annual general meeting or special general meeting, as the case may be) to be held on the ..... day of ..... and at any adjournment of that meeting.  
(month) (year)

\* My proxy is authorised to vote IN FAVOUR / AGAINST (delete as appropriate)  
the resolution .....  
(insert details)  
.....

Signed: ..... Date: .....  
(signature of member appointing proxy)