

# Extraordinary General Meeting - Minutes

Held at the Dressage NSW Grounds, Clarendon

Saturday, 12 March 2011

Meeting opened at 12:50pm

## Welcome and Apologies

### Present

Prue Spurrett, Toni Venhaus, Gail Benson, Kathy Shelley, Jenny Rapson, Merrilee Poolman, Ros Quist, Karen Lever, Sue Cunningham, Michelle Baker, Cathy Cupit, Belinda Ives, Gayle Falconer, Ros Arthur, Janet Mudge, Teresa Grills, Matthew Dowsley, Ann Marie Sorenson, Lia Notaras, Anna Hudson, David Shoobridge, Amanda Shoobridge, Camilla Palmer, Janice Usherwood, Janet Dillan-Smith, Joan Morrison-Swan

### Apologies (\* Proxies received)

\*Franz Venhaus, \* Wendy Cooper, \*Judy Wilson

The President, as Chair, opened the meeting and outlined the proposed Constitution changes to be put to the meeting.

### RESOLUTION OF DISPUTES

16. (a) A dispute between a Member and another Member (in their capacity as members) of the association, or a dispute between a Member or Members and the Association, are to be referred to a community justice centre for mediation under the Community Justice Centres Act 1983.
- (b) If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- (c) The Commercial Arbitration Act 1984 applies to any such dispute referred to arbitration.

### DISCIPLINING OF MEMBERS

17. A complaint may be made to the Committee by any person that a Member of the Association:
  - (a) has refused or neglected to comply with a provision or provisions of this Constitution, or
  - (b) has willfully acted in a manner prejudicial to the interests of the Association.The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
18. If the Committee decides to deal with the complaint, the Committee:
  - (a) must cause notice of the complaint to be served on the Member concerned, and
  - (b) must give the Member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
  - (c) must take into consideration any submissions made by the Member in connection with the complaint.
19. 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 and the expulsion or suspension is warranted in the circumstances.
20. If the Committee expels or suspends a member, the Secretary must, within 7 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 clause 22.
21. 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 clause 12, whichever is the later.

### RIGHT OF APPEAL OF DISCIPLINED MEMBER

22. (a) A Member may appeal to the Association in General Meeting against a resolution of the Committee under clause 19, within 7 days after notice of the resolution is served on the Member, by lodging with the Secretary a notice to that effect.
- (b) 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.
- (c) On receipt of a notice from a Member under subclause (a), the Secretary must notify the Committee which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
23. At a General Meeting of the Association convened under subclause 22 (c):

- (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.
- 24.** The appeal is to be determined by a simple majority of votes cast by Members of the Association.
- 1. To insert a new paragraph (h) in clause 27 (renumbered, current clause 20.)
    - (h) All Committee Members must disclose any potential conflict of interest and must not use their position or privileged information for a dishonest purpose or for personal advantage.
  - 2. To insert a new paragraph (b) in clause 45 (renumbered current clause 37.):
    - (b) Retiring Office Bearers and other Committee Members must hand over any documents of the Association within fourteen (14) days after ceasing office. This includes the deletion of electronic files kept in the course of holding the office.

**To amend clause 30**

An annual general meeting of the Association shall be held yearly in NSW as nearly as practicable to the month of July but in any case before the end of ~~November~~ *December*, at a time and place, to be determined by the Committee.

**Amend clause 48**

The Association's banking account shall be operated upon by cheques or electronically and signed or authorised by such persons not being less than two as the Association may from time to time authorise.

**Special Resolution** That the Constitution of Dressage New South Wales Incorporated be amended as proposed.

Moved: Toni Venhaus    Seconded: Cathy Cupit

**The Chair put the motion. Members present in person or by proxy voted unanimously to adopt the Special Resolution, which will become effective 13 March 2011.**

**Close of Meeting**

The meeting was declared closed at 1:00pm