

# Notice of the Annual General Meeting

The Annual General Meeting of The Australian Stock Horse Society will be held on Saturday, 1st August 2020  
Commencing at 1pm at the Powerhouse Hotel by Rydges, 248 Armidale Road East Tamworth

**Registration will commence at 9:30am. Tea and Coffee on arrival, Lunch will be provided.**

## AGENDA

1. AGM Opening
2. Present
3. Apologies
4. Proxies
5. Confirmation of Minutes of the 2019 Annual General Meeting  
*Motion 1: Previous Minutes*
6. Matters Arising from the Minutes
7. Chairman's Report  
*Motion 2: Chairman's Report*
8. Treasurer's Report/Financial Report  
*Motion 3: Audited Financial Report*
9. Appointment of Auditors for 2020/2021  
*Motion 4: Appointment of Auditors*
10. Board of Directors' Election Results
11. Special Resolutions  
**Alterations to Constitution:**  
**Motion 5: The Board recommends that Section 1.2 (a) Definitions of the Society Constitution be amended from the following:**  
(a) **Subscription** means the subscription fee payable by a Member pursuant to clause 9.1(d).  
**To:**  
(a) **Subscription** means the subscription fee payable by a Member pursuant to clause 10.2(d).  
**Motion 6: The Board recommends that Section 3.1 Number of Directors of the Society Constitution be amended from the following:**  
(a) The Society must have ten (10) Directors to be known as the Board, at least two of which must reside in Australia, unless the Society in general meeting otherwise determines.  
(b) The said ten (10) Directors shall comprise Directors as follows:  
(i) Four (4) Directors each residing in New South Wales;  
(ii) Two (2) Directors each residing in South Queensland;  
(iii) Two (2) Directors residing in South Australia and/or Victoria and/or Tasmania;  
(iv) One (1) Director residing in Northern Queensland and/or Northern Territory; and  
(v) One (1) Director residing in Western Australia.  
(c) For the purposes of this clause 3.1(b) New South Wales shall be deemed to include the Australian Capital Territory.  
(d) The Directors shall be resident within the States/Territories or part thereof they seek to represent and shall be elected by the Members within their respective States/Territories or part thereof.  
**To:**  
(a) The Society must have ten (10) Directors to be known as the Board, unless the Society in general meeting otherwise determines.  
(b) The said ten (10) Directors shall comprise Directors as follows:  
(i) Four (4) Directors each residing in New South Wales;  
(ii) Two (2) Directors each residing in South Queensland;  
(iii) Two (2) Directors residing in South Australia and/or Victoria and/or Tasmania;

## Agenda Continued

- (iv) One (1) Director residing in Northern Queensland and/or Northern Territory; and
- (v) One (1) Director residing in Western Australia.
- (c) For the purposes of this clause 3.1(b) New South Wales shall be deemed to include the Australian Capital Territory.
- (d) The Directors shall be resident within the States/Territories they seek to represent and shall be elected by the Members within their respective States/Territories.
- (e) **Notwithstanding the foregoing, a member shall be eligible to seek election to the Board in a State or Territory other than where they reside if they have been an active member of a Branch and/or Management Council within the relevant State or Territory for not less than five (5) years preceding the election. An endorsement by the relevant Branch/Management Council to that effect must be included on the candidate's nomination and shall be conclusive evidence of that fact.**

### **Motion 7: The Board recommends that Section 3.6 (a) of the Society Constitution be amended from the following:**

- (a) Each Director shall hold office for a term of three (3) years.
- (b) Thereafter, any retiring Director, if eligible, may be reconsidered by the Society to be nominated and re-elected as a Director.

#### **To:**

- (a) Each Director shall hold office for a term of three (3) years. **A Director is eligible to hold office for 3 consecutive terms (9) years after which they are ineligible to hold office for one term (3) years. Where circumstances arise that no nominations for vacancies are received the Board shall fill the number of vacancies in accordance with clause 4.10.**
- (b) Thereafter, any retiring Director, if eligible, may be reconsidered by the Society to be nominated and re-elected as a Director.

### **Motion 8: The Board recommends that Section 10.2 (f) of the Society Constitution be amended from the following:**

#### **Section 10.2 (f)**

- 10.2 (f) Any person admitted as a new Member of Society, if he is admitted after 30th June of any one Membership year, shall only be required to pay to the Society one half of the annual subscription for membership of the Society.

#### **To:**

- 10.2 (f) Any person admitted as a new Member of the Society, if he/she is admitted **six months after the start of any one membership year**, shall only be required to pay to the Society one half of the annual subscription for membership of the Society.

### **Motion 9: The Board recommends that Section 10.2 (j) of the Society Constitution be amended from the following:**

- (j) Address of Member
- (i) Each Member shall provide to the Secretary details of a postal address in Australia.
- (ii) If a Member fails to provide a postal address in Australia, the address of the Member is deemed to be the registered office of the Society.
- (iii) Notwithstanding clause 10.2(j)(ii) the Society will, for each Member that has provided a postal address outside Australia, forward correspondence by international mail to that Member.

#### **To:**

- (j) Address of Member
- (i) Each Member shall provide to the Secretary details of a postal **and email** address in Australia.
- (ii) If a Member fails to provide a postal address in Australia, the address of the Member is deemed to be the registered office of the Society.
- (iii) Notwithstanding clause 10.2(j)(ii) the Society will, for each Member that has provided a postal **and email** address outside Australia, forward correspondence by international mail **or email** to that Member.

### **Motion 10: The Board recommends that Clause 11 of the Society's Constitution be removed in its entirety and be replaced with the following Clauses 11, 12 and 13:**

#### **11. HORSE REGISTRATION**

- 11.1 The Board shall keep or cause to be kept a Stud Book Register and a General Register in which the registration records of all horses registered as Australian Stock Horses are kept. The Board may make regulations governing the keeping of the two registers and the contents thereof, the eligibility criteria for registration, registration fees and procedures. Such regulations must not be inconsistent with this Constitution.

## Agenda Continued

- 11.2 Horses registered prior to 1st January 2021 will retain their registration status and category of registration and will continue to enjoy the privileges accruing to their registration status.
- 11.3 On and from 1st January 2021 horses shall be registered in one or other of the following registers:
- (a) Stud Book Register, comprising the categories of registration and the minimum criteria of registration set out in Clause 12; or
  - (b) General Register, comprising the categories of registration and the minimum criteria of registration as set out in Clause 13.

### 12. STUD BOOK

12.1 The Stud Book Register shall comprise the following two (2) categories:

- i. Heritage Stud Book; and
- ii. Stud Book.

12.2 The HERITAGE STUD BOOK is recognised as the highest standard of breeding of the Australian Stock Horse. A horse shall be eligible for registration in this category if it is registered in the STUD BOOK category and if in addition it exhibits a minimum of 87.5% Australian Stock Horse heritage lineage. For the purpose of this category of registration, 'heritage lineage' shall mean that the horse is a descendant either of the same breeds of horses ridden by the Australian Light Horse in World War I or of the breeds existing in Australia prior to 1945.

12.3 A horse shall be eligible for registration in the STUD BOOK category if it shall have either:

- (a) two Stud Book registered Australian Stock Horses as parents (and compliant with the sire registration rules); or
- (b) one Stud Book registered Australian Stock Horse and one Second Cross registered Australian Stock Horse as parents (and compliant with the sire registration rules).

### 13. GENERAL REGISTER

13.1 The General Register shall comprise the following four (4) categories:

- i. Second Cross (including the sub-category of Special Merit which will continue to exist until 1st August 2022);
- ii. First Cross;
- iii. Registry; and
- iv. Breeding Purposes Only.

13.2 A horse shall be eligible for registration in the SECOND CROSS category if it shall have either:

- (a) one Stud Book registered Australian Stock Horse parent and one First Cross registered Australian Stock Horse parent (and compliant with the sire registration rules); or
- (b) two Second Cross registered Australian Stock Horse parents (and compliant with the sire registration rules). (The eligibility criteria for the sub-category of Special Merit is an exception to the above and is set out in the regulations).

13.3 A mare or gelding shall be eligible for registration in the FIRST CROSS category if it shall have either:

- (a) one Stud Book registered Australian Stock Horse parent and one Registry registered Australian Stock Horse, or one unregistered or non - Australian Stock Horse parent (and compliant with the sire registration rules if the sire is an Australian Stock Horse); or
- (b) one Second Cross registered Australian Stock Horse parent and one First Cross registered Australian Stock Horse parent (and compliant with the sire registration rules); or
- (c) two First Cross registered Australian Stock Horse parents (and compliant with the sire registration rules).

13.4 A horse shall be eligible for registration in the REGISTRY category if it shall have either:

- (a) one parent, or one grandparent, or two great grandparents registered as an Australian Stock Horse and denoted as being a Heritage Stock Horse; or
- (b) two Registry registered Australian Stock Horse parents.

13.5 A horse shall be eligible for registration in the BREEDING PURPOSES ONLY category if it shall be a Thoroughbred registered in the Thoroughbred Stud Book.

13.6 A horse registered in any of the Second Cross, First Cross or Registry categories of the General Register may also be denoted as a 'Heritage Stock Horse' if it exhibits a minimum of 87.5% Australian Stock Horse heritage lineage.

13.7 For the purpose of this Clause 13, 'heritage lineage' shall have the meaning attributed to that term in Clause 12.2.

*If this resolution is passed as a special resolution, there will also be the need for consequential amendments to clause numbering and references to numbered clauses throughout the Constitution. A vote in favour of the resolution shall be deemed also to authorise consequential amendments of this nature.*

## Agenda Continued

### **Motion 11: The Board recommends that Clause 14 of the Society's Constitution be removed in its entirety and be replaced with the following:**

#### **14 Disciplinary Action**

- 14.1 For the purpose of this clause, 'disciplinary powers' means the power to do any one or more of the following in respect of a Member:
- (a) expel the Member;
  - (b) suspend the Member or any of the Member's privileges for any period;
  - (c) impose a fine on the Member;
  - (d) reprimand the Member;
  - (e) place the Member on probation for any period; or
  - (f) remove any horse of which the Member is registered as the owner or part owner from the Stud Book permanently or for any period; and includes the power to take no action if the circumstances so warrant.
- 14.2 The framework for the exercise by the Society of its disciplinary powers is a three-tier one, as follows:
- (a) the Chief Executive Officer, forming the first tier;
  - (b) an Investigative Committee, comprising the Chief Executive Officer, the Chairman and (should they deem appropriate in the circumstances another member of the Board, forming the second tier; and
  - (c) a Disciplinary Committee, comprising three (3) independent persons nominated by the Chief Executive Officer, forming the third tier. No Board member may sit as a member of the Disciplinary Committee.
- 14.3 A complaint that a Member may have engaged in conduct which may be:
- (a) unbecoming of a Member;
  - (b) prejudicial to the interests of the Society; or
  - (d) in breach of this Constitution or other regulations of the Society; shall be made in writing to the Chief Executive Officer.
- 14.4 The Chief Executive Officer shall consider and assess any complaint made pursuant to Clause 14.3 and may:
- (a) if the complaint is deemed to be frivolous, vexatious or otherwise without merit, dismiss the complaint; or
  - (b) if the complaint is found to be meritorious, but not of sufficient gravity to refer to the second tier, reprimand the Member; or
  - (c) refer the complaint to the Investigative Committee.
- 14.5 The Investigative Committee shall consider and investigate any complaint referred to it by the Chief Executive Officer and may exercise any of the following disciplinary powers as it shall deem appropriate:
- (a) dismiss the complaint;
  - (b) reprimand the Member;
  - (c) impose a fine on the Member, provided such fine does not exceed \$1,000.00;
  - (d) suspend the Member or any of the Member's privileges for any period not exceeding three (3) months;
  - (e) place the Member on probation for any period not exceeding six (6) months; or
  - (f) refer that conduct to the Disciplinary Committee.
- 14.6 In considering any complaint the Chief Executive Officer or the Investigative Committee may seek such further information as may be deemed appropriate from the complainant, the Member or any other person, and shall consider any submissions in writing that any such person may wish to make.
- 14.7 The determination of the Chief Executive Officer or the Investigative Committee shall be communicated to the Member and the complainant in writing within seven (7) days. The Chief Executive Officer and the Investigative Committee shall report all such determinations to the Board.
- 14.8 The Disciplinary Committee shall consider and investigate any complaint referred to it by the Investigative Committee and exercise such of the disciplinary powers as the Disciplinary Committee shall determine appropriate.
- 14.9 The Disciplinary Committee must not exercise disciplinary powers in respect of the conduct of any Member unless not less than four (4) weeks in advance there has been given to that Member notice of the time and place at which the question of disciplinary action in respect of the conduct of that Member is to be brought before the Disciplinary Committee.

## Agenda Continued

- 14.10 Any member to whom notice is required to be sent under this clause is entitled to be heard by the Disciplinary Committee before it exercises disciplinary powers in respect of the conduct of that Member. The Disciplinary Committee shall not be bound by the rules of evidence and may consider such information and give such weight to information as it thinks fit.
- 14.11 If the Chief Executive Officer is satisfied that a member of the Disciplinary Committee is unable from time to time to act on the Committee (through illness, misadventure, conflict of interest or otherwise) the Chief Executive Officer may appoint a person to act in the place of that member for the period of the member's incapacity.
- 14.12 If the Investigative Committee or the Disciplinary Committee as the case may be determines to exercise disciplinary powers in respect of a Member such Member may, by notice lodged with the Chief Executive Officer within seven (7) days after having received notice of the Disciplinary Committee's determination, require the determination to be reconsidered by the Board. The determination does not take effect until the expiration of seven (7) days from the date of receipt by the Member of the said notice and if the determination is to be reconsidered by the Board ('the appeal'), the determination will not take effect. The Board shall conduct a fresh hearing into the matter and similarly shall not be bound by the rules of evidence and may consider such information and give such weight to information as it thinks fit. The Board must notify the Member of its decision on the appeal. The decision of the Board is at its discretion and shall be final and binding on the Member.
- 14.13 Where an appeal is brought from a determination of the Investigative Committee or the Disciplinary Committee as the case may be and where the Board is of the opinion that the Member in requesting that the matter be reconsidered was acting in a vexatious or frivolous manner, then the Board may award costs incurred by the Society in the preparation and conduct of the appeal proceedings against the Member.
- 14.14 Where the Member whose conduct is brought before the Disciplinary Committee is a Director of the Society, the Disciplinary Committee shall notify the Board not less than seven (7) days in advance of the time at which the question of disciplinary action is to be brought before the Disciplinary Committee. In addition to any of the disciplinary powers conferred on the Disciplinary Committee under this clause, the Disciplinary Committee may make a recommendation to the Board for the removal of the Director from the office of Director under clause 3.11.
- 14.15 In respect of the exercise of disciplinary powers by the Chief Executive Officer, the Investigative Committee or the Disciplinary Committee, the Board must not enquire into or be informed about any matter that is so referred until those proceedings have been concluded and a determination is made or, in the case of a determination of the Disciplinary Committee, until the time for any appeal against that determination has elapsed.
- 14.16 The Society shall be entitled in its discretion to publish lists in its Journal or other official publication of Members in respect of whom disciplinary powers have been exercised pursuant to this clause 14.

### Honorary Life Membership

#### **Motion 12: The Board recommends that Honorary Life Membership be awarded to Mr Ernest Bassingthwaite**

- 12. General Business
- 13. Close of Meeting