

Australian Carriage Driving Society

ABN: 28 794 114 302 – Incorporation No: A01028



Constitution

'Constitution' to replace 'Rules'

There is a mix up here with the Rules of the ACDS and 'Competition' Rules....and then there are 'Regulations'???

The Office of Fair Trading in NSW has changed their 'Model Rules' to a 'Model Constitution' and most people can relate to a Constitution being the basic principles and laws of an organisation that determine the powers and duties of the governing body and guarantee certain rights to Members. Paragraphs in a Constitution are normally referred to as a 'Clause' and not a 'Rule'.

Dot Willcoxson
Australian Carriage Driving Society
Federal President

xx xxxx xxxx

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Notes:

The Contents page has not been completed and will be amended once all changes have been reviewed by Members.

The name of the document has been changed from Rules to Constitution and the explanation is on the front page. Throughout the Document 'these Rules' have been changed to 'this Constitution'.

Any numbers, regardless of numerical value, have been changed to read the written text first followed by the numeral in brackets; e.g., eighteen (18). This confirms the figure and removes any doubt on the numerical value.

Where there are references to a 'rule', 'rule' has been changed to 'Clause'.

Where applicable, changed 'place' to 'venue'.

Where applicable changed 'Notice' to 'Notice of a Meeting'

Changes are in **red** and explanation for the changes are in **blue**.

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MODIFICATION HISTORY – LAST PAGE OF BY-LAWS

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PART 1 - PRELIMINARY

1. Interpretation

1.1 In this Constitution and in the By-laws, unless a contrary intention appears:

ACDS means the Australian Carriage Driving Society Incorporated.

Act means the Associations Incorporation Act 1991 (ACT).

Active Member (non-driving) means a person who has been admitted to Membership of the ACDS; pursuant to Clause 3.5 and in respect of whom all monies payable on account of Membership Subscription have been paid to their Principal Local Club or directly to the ACDS.

Added according the changes made to the Membership categories at the 2021 AGM.

Branch means the branch of the ACDS in each State ~~or~~ and Territory.

By-laws are clauses that prohibit, regulate, control, restrict or require permission for certain activities included in the day-to-day governance of the ACDS and do not conflict with this Constitution. Council has the **sole** authority to create By-laws.

Added – not defined in Clause 39.

Constitution comprises the basic principles and laws of the ACDS and specifies the powers and duties of the governing body and guaranteeing certain rights to Members.

Added to explain what a Constitution is (as per the front page). Throughout the marked-up Constitution, 'these rules' are replaced by 'this Constitution' and 'Rule/s' have been replaced by 'Clause/s'

Council means the **Federal** Council of the ACDS constituted in accordance with Clause 15.2.

Defines what Council means throughout the remainder of the Constitution

Deemed Member means a person deemed to be a Member of the ACDS pursuant to Clause 6.1

Refers to an explanation as what a deemed member is and their rights and privileges.

Executive Sub-committee means the committee elected pursuant to Clause 24.1.

Financial Year means the year ending on 30th April.

Honorary Life Member means a person elected as an Honorary Life Member pursuant to Clause 3.7.

Horse means a heavy horse, light horse, pony, ass, mule, donkey or any other animal that falls in the equidae family, regardless of breed.

Defines a horse in the context of this document

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Jury means the persons described as such in respect of any show or event conducted by the ACDS or any Branch of the ACDS or ~~purportedly~~ under the auspices of the ACDS. (this word means supposedly or allegedly and doesn't fit here)

Local Club means an organisation recognised as such by the Council and in which:

- a) the objectives are similar to those of the ACDS;
- b) the **Constitution and/or** rules:
 - i) Subject to compliance with the Act of Parliament in the State or Territory of Australia where the Branch is located, contain, a provision that in the event of any inconsistency between **the Constitution and/or** rules of the Local Club and the **ACDS Constitution rules of the ACDS**, the latter shall prevail; and

The word 'Rules' remains here as local clubs, depending on which State they belong to, still refer to their Constitution as Rules
 - ii) provide for such other matters as the Council may from time to time require.
- c) there are at all times at least sufficient Members to comply with the requirements for ongoing incorporation as an incorporated association in the State or Territory of Australia where the Local Club is incorporated.

Member means a person who has been admitted to Membership of the ACDS; pursuant to Clause 4 and in respect of whom all monies payable on account of Membership Subscription have in fact been paid to the Principal Local Club and includes an Honorary Life Member.

~~**Membership Year** means the year from 1 September to 31 August.~~

Specified in Clause 3.1

Office Bearers means the President, Vice President, Secretary and Treasurer of **Council**.

Ordinary Council Member means a Member of the Council who is not an office bearer of the ACDS as referred to in Clause 15.2.

President means the person holding office under **this Constitution these rules** as President of **the ACDS and subsequently, of Council**.

Defines the correlation between the Council President and ACDS President

Principal Local Club means the local club described as such and referred to in Clause 4.2.

Register of Members means the register required to be maintained by the ACDS of Members pursuant to the Act.

Regulations means the Associations Incorporation Regulations (ACT).

~~**Rules** means the Rules of the ACDS as in force from time to time.~~

Removed and replaced with Constitution

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Rule of Natural Justice means everyone is entitled to a decision by unbiased adjudicators and that the party shall be given adequate notice of the allegations against them, a right to respond and a right to appeal.

Included to ensure the Rules of Natural Justice are recognised in the Constitution and applies to Clause 12.5

Secretary means the person holding office under ~~this Constitution these rules~~ as Secretary of the ACDS or, where no such person holds that office, the public officer of the ACDS.

Technology includes radio, telephone, closed circuit television, ~~computer, tablet~~ or other electronic means or telecommunications device for audio or audio-visual communication, written document, ~~facsimile transmission~~, email or other means of communication, as determined by the Council from time to time, to be appropriate.

Added Computer and Tablet and removed facsimile transmission

Territory means the Australian Capital Territory, a territory of Australia.

Treasurer means the person holding office under ~~this Constitution these rules~~ as Treasurer of the ACDS.

Vice-President means the person holding office under ~~this Constitution these rules~~ as Vice-President of the ACDS.

1.2 In ~~this Constitution these rules~~ and in the By-laws:

- a) a reference to a function includes a reference to a power, authority and duty; and
- b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.

1.3 The provisions of the Interpretation Act 1967 (ACT) apply to and in respect of ~~this Constitution these rules~~ in the same manner as those provisions would so apply if ~~this Constitution these rules~~ were an instrument made under the Act.

PART 2 – OBJECTIVES OF THE ACDS

2. The Objectives of the ACDS are to:

- 2.1 encourage and promote the driving of horses ~~and ponies~~. (refer to Interpretations)
- 2.2 educate persons interested in horse ~~and pony~~ driving.
- 2.3 promote and offer education in respect of the building and restoration of horse drawn vehicles.
- 2.4 provide for the education and training of officials for the various activities of the ACDS.
- 2.5 set up and maintain a national scheme of accreditation for persons to teach driving at all levels.

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- 2.6 promote and encourage competitive and non-competitive driving events and activities.
- 2.7 apply rules to ~~the sport of combined driving~~ competitive and non-competitive driving events and activities. The objectives of the ACDS are to include the application of rules to all competitive and non-competitive disciplines – not just CDEs
- 2.8 setup and maintain a register of harness horses ~~and ponies~~ within Australia.
- 2.9 act as a supreme governing body for all clubs, associations and like organisations in Australia interested in carriage driving.
- 2.10 encourage and assist the setting up and administration of Local Clubs.
- 2.11 cooperate with, assist and affiliate with kindred organisations.
- 2.12 to pay or apply (including by donation) the funds of the ACDS for any purpose conducive to the attainment of any of the foregoing objectives.
- 2.13 to seek grants and donations from Government and private bodies for the promotion of the objectives of the ACDS.
- 2.14 make **By-laws** in relation to any matter or item within, or related to this Constitution and/or competition and non-competitive ~~rules or~~ activities of the ACDS. (spelling and expanded to include competition and non-competitive activities)
- 2.15 encourage the development of international driving in Australia, assisted with support by affiliations with appropriate organisations, which may include ~~the Equestrian Federation of Australia~~ Equestrian Australia. (EFA is now EA)

PART 3 – MEMBERSHIP

3. Classes of Membership

- 3.1 The annual ACDS Membership period is from 1st September to 31st August the following year.

Placed at the front of the section so people know the period of membership. Only other place it is mentioned is in Clauses 10.1(b) (for renewal purposes) and 20(b) (vacancy of a member of council or public officer). It was in the Interpretations but this is a more logical place to put it.

- 3.2 The ACDS has approved the following classes of Membership:
 - a. Single Membership;
 - b. Family Membership;
 - c. Junior Membership;
 - d. Active Member (non-driving) Membership;
 - e. Honorary Life Membership;

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- f. One Activity Membership;
 - g. Constituent Schools Membership; and
 - h. Deemed Membership
- 3.3 A person may be elected to the category of Single Member, which is available to a person who has attained the age of 18 years. **A Single Member has one vote.** (added to alleviate any confusion)
- 3.4 Family Membership, which is available to persons being either: (All changes in 3.4 are included to specify aspects of the Membership).
- a. the spouse, defacto spouse of a Member or one additional adult person (aged **eighteen** [18] years or over) in **a** family or a defacto relationship living at the same household (Family Member); ~~or~~ **and**
 - b. a child or grandchild of a Member who has not attained the age of **eighteen** (18) years (Family Junior Member):
 - i) **Does not need to live at the same household as the primary Members listed on the Membership form but must be a maternal/paternal Family Member.**
May apply to a full-time student living in a dormitory, renting or boarding to attend University (also see 'c' below)
 - c. a full-time student holding a Student Concession Card, who is no older than **twenty-five** (25) years of age:
 - i) **does not need to live at the same household as the primary Member/s listed on the Membership form, but they must be a maternal/paternal Family Member.**
 - ii) **maintains their Membership for the full Membership year, even if they do not maintain their Student Concession Card for the whole period.**
School Year finishes?
 - d. **All Members of a family Membership over eighteen (18) years of age, including a Member with a Student Concession Card, have one vote each. (to confirm)**
 - e. **A maternal/paternal family Membership also applies to those that are legally adopted or come under the legal guardianship of the primary Members. (to specify)**
- 3.5 A person may be elected to the category of Junior Member, which is available to a person who has not attained the age of 18 years and who is not the child of a Member. Junior Members will ~~receive a copy of the ACDS journal and~~ be able to drive at ACDS activities but will not have voting rights. (Journal recipients to be included in By-laws).
- 3.6 A person may be elected to the category of Active Member (non-driving), which is available to persons of any age who do not drive horses. Active Members (non-driving) will ~~receive a copy of the ACDS journal; will~~ (Journal recipients to be included in By-laws) have voting rights; but will not be able to drive at ACDS activities. **If an Active Member (non-driving):**

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- a. chooses to be a Club and/or State Member; the application process would be through their principal Club.
- b. chooses to be a Federal Member only, applications should be sent directly to the Federal Secretary.

Give the member a choice (previous Social or Official members did not need to be a member of a club)

An Active (non-driving) Member has one vote (providing they are over eighteen [18] year of age). (specifies)

An Active (non-driving) Member can officiate in any capacity as an 'Official' at an ACDS sanctioned activity/event, providing they hold the relevant accreditation. This type of membership replaced the Officials membership – so specifies what they can do

- 3.7 The Council may elect any Member, who has been a Member for a Substantial period of time and who has given distinguished service to the ACDS, as an Honorary Life Member of the ACDS. A Member elected as an Honorary Life Member shall not be required to pay a Subscription to the ACDS; but will have voting rights and be able to drive and officiate at ACDS activities.
- 3.8 A person may be elected to the category of 'One Activity Membership' who is a person that is interested in experiencing the ACDS's activities. A person in this category can apply for a One Activity Membership for a maximum of three times in any one ~~Membership Financial~~ Year.
- 3.9 A family may be elected to the category of One Activity Membership who are persons ~~who are~~ interested in experiencing ACDS activities. A Family in this category can apply for a One Activity Membership for a maximum of three times in any one ~~Membership Financial~~ Year. A family ~~as is~~ defined in ~~the Rules and Regulations Clause 3.4. Altered wording to conform with 3.8 and 3.4~~
- 3.10 One Activity Memberships are not available to a current or previous Member who has been suspended or expelled from the ACDS; unless prior written approval is obtained from Council. Added – at this time there is nothing to stop a suspended or expelled member from getting a One Activity Membership, unless it is specified by Council.
- 3.11 Government recognised teaching schools may be elected to the category of Constituent Schools Membership upon application to the Council. Persons covered by this class of Membership will be a guardian (i.e., a person who would qualify for Single or Family Membership) and up to five persons who satisfy as Junior Members and whose names are supplied. The fee shall be the same as for a Family Membership.
- 3.12 ~~Subject to and at the entire discretion of the Council, persons in the categories described in Clauses 3.1(a); (b); to (g) who are not Members of a Local Club may, by resolution of the Council, be Deemed Members of the ACDS for such period and Subject to such terms and conditions as the Council may from time to time determine. A deemed~~
See 6.1

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- 3.12 Any person joining the ACDS for the first time, **or a previous Member who has not been an ACDS Member for a period of 8 years**, after 1st March in a year, **will** be granted a Membership until the end of the Membership Year in the calendar year after the calendar year that the person first joins **or re-joins** the ACDS.

Amended so past members can have the opportunity to join, with an extended period, if they have not been members for 8 years. Previously it read that any previous member, no matter how long ago they were a member, could not get the extra time on their membership.

4. Membership Qualifications

- 4.1 Subject to Clause **3.6 (b)**, a person is qualified to be a Member if ~~he~~ **they**:

- a) ~~has have~~ attained the age of **eighteen** (18) years;
- b) ~~is are~~ a Member of a Local Club, **except for circumstances in Clause 3.6(b)**; and
- c) ~~has have~~ been nominated for Membership in accordance with **this Constitution these rules**.

Non gender specific and allows an Active Member (Clause 3.6b) to be an ACDS Member without being a Club Member.

- 4.2 Where a person is a Member of more than one Local Club, then for the purpose of Clause 4.1 (b) that person shall nominate the Local Club that they consider to be their Principal Local Club and the annual Subscription payable in respect of that person upon their admission to Membership of the ACDS shall be payable only through that Principal Local Club. Any other Local Clubs of which that person may be a Member shall be disregarded for all purposes under **this Constitution these Rules** and Membership thereof shall not carry any additional rights within the ACDS in respect of voting, participation, representation or otherwise howsoever.

5. Application for Membership

- 5.1 An application by a person for Membership of the ACDS, or a renewal of a Membership:
- a) shall be made by the applicant in writing in such form as the Council may from time to time approve.
 - b) shall be lodged with the secretary of a Local Club.
 - c) shall be accompanied by payment of the Membership fee applicable to the Local Club and the annual Membership Subscription for the ACDS referred to in Clause 10 and the fee charged by the Branch.
 - d) when an applicant for Membership receives a receipt from the Local Club, they shall be deemed to be a Member of the ACDS until such time as the Local Club determines the application in accordance with Clause 5.2. **(See 5.5 also)**

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- 5.2 As soon as practicable after receiving an application for Membership, or a renewal of a Membership, the secretary of the Local Club shall refer the application or renewal to the committee of the Local Club, which shall determine whether to approve or reject the application or renewal and record in the minutes of the meeting of the Local Club the names of applicants approved for Membership of the ACDS.
- 5.3 Where the committee of the Local Club determines to approve an application for Membership:
- the secretary of the Local Club shall as soon as practicable after that determination notify the ACDS Branch Secretary.
 - the applicant shall become a Member of the ACDS with effect from the date of that determination.
 - the Branch secretary shall as soon as practicable after receiving notice from the secretary of the Local Club, enter the applicants name in the register of Members.
- 5.4 Where the Local Club rejects an application for Membership or a renewal of a Membership, the Local Club shall not be required to provide reasons for the rejection.
- 5.5 Council has the authority to reject a Membership application or renewal of a Membership authorised by local clubs and shall be determined by a majority of votes of Members of the Council present at the meeting. If Council rejects a person's Membership or renewal of Membership, Council shall not be required to provide reasons for the rejection.

Currently, the ACDS does not have any powers to reject a membership. If a Local Club accepts a person's membership application, then the ACDS is obligated to accept their membership. This addition allows the ACDS to have the power of veto when accepting memberships.

- 5.6 Upon admission to Membership of the ACDS, a Member shall be deemed to have agreed to be bound by and strictly adhere to ~~this Constitution these rules~~ and By-laws ~~and policies~~ of the ACDS as amended from time to time. (policies added)

6. Deemed Membership

- 6.1 Subject to and at the entire discretion of the Council, persons ~~in the categories described in Clauses 3.1(a); (b); to (g) who are not Members of a Local Club~~ may, by resolution of the Council be Deemed Members of the ACDS for ~~such period~~ a period of time and subject to such terms and conditions as the Council may from time to time determine. A deemed Member ~~must comply with the ACDS Constitution, By-laws, Regulations and policies~~, may attend General Meetings of the ACDS and may be elected or appointed to Sub committees. ~~A Deemed Member is not entitled to vote at a General Meeting but is entitled to vote at a meeting of a Sub-committee if they are elected or appointed to that Sub-committee.~~

Altered to combine this clause plus 3.13 and includes requirements of a Deemed Member.

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7. Membership Entitlements Not Transferable

- 7.1 A right, privilege or obligation, which a person has by reason of being a Member of the ACDS:
- a) is not capable of being transferred or transmitted to another person; and
 - b) terminates upon cessation of the person's Membership.

8. Cessation of Membership

- 8.1 A person ceases to be a Member of the ACDS if the person:
- a) dies,
 - b) resigns from Membership of the ACDS,
 - c) is expelled from be ACDS, or
 - d) fails to pay any monies due by the Member to the ACDS.
- 8.2 A person also ceases to be a Member of the ACDS on 31 August in each calendar year.
- 8.3 The name of a person who has ceased to be a Member pursuant to Clauses 8.1 or 8.2 shall be forthwith removed from the Register of Members by the Secretary.

9. Resignation of Membership

- ~~9.1 A Member is not entitled to resign from Membership of the ACDS except in accordance with this rule Clause. Doesn't serve a purpose with all the content in 9.1 – 9.3.~~
- 9.1 A Member who has paid all amounts ~~payable by the Member due~~ to the ACDS may resign from Membership of the ACDS by first giving not less than one months' notice in writing to the Secretary of the Member's intention to resign and, upon the expiration of the period of notice, the Member ceases to be a Member. **Altered wording**
- 9.2 Where a person ceases to be a Member, the Secretary or **Assistant Secretary** shall make an appropriate entry in the register of Members recording the date on which the Member ceased to be a Member. **An established position appointed by Council**
- 9.3 In the case where a **Member person** ceases to be a Member of the ACDS pursuant to either Clauses ~~8.2~~ 8.1 or 9.21, the **Member person** will not be refunded any part of their Membership fee, **except where Clause 5.5 is instigated**. **Altered wording – where a person ceases to be a Member, they should not be referred to as a 'Member'. Any money paid for ACDS membership and that membership is rejected, then the Federal component is paid back.**

10. Fees, Subscriptions

- 10.1 The annual Membership Subscription shall be such amount as may be determined from time to time by resolution of the ACDS at the Annual General Meeting and is payable by 31st August in each year.

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- a) Where a person does not renew their Membership **for the next Membership year**, by 31st August, the person ceases to hold any Membership rights. Upon the person complying with the requirements of Clause 5, the person's Membership rights **are will be** reinstated from the date referred to in Clause 5.1(d) until the end of the current Membership Year. (clarifies)
- b) ~~Subject to Rule Clause 3.1 and notwithstanding any other Rules clauses~~, Where a person renews their Membership prior to 31st August in each **consecutive** year, the renewal of the Membership will be deemed to have occurred on 1st September of the year. (simplifies and ties in with Clause 3.1)

10.2 The annual Membership Subscription **will be decided at an Annual General Meeting** and may be different for such **particular** categories, descriptions or classes of Membership. ~~as the ACDS, at an Annual General Meeting, may decide.~~ Reworded but essentially the same.

11. Members' Liabilities

11.1 The liability of a Member to contribute towards the payment of the debts and liabilities of the ACDS or the costs, charges and expenses of the winding up of the ACDS is limited to the amount, if any, unpaid by the Member in respect of Membership of the ACDS as required by **Clause rule 10**.

12. Disciplining of Members

12.1 Where the Council is of the opinion that a Member has:

- a) **acted prejudicially in, or detrimentally to, the interests, objectives or purpose of the ACDS;**

Similar wording to that used in various State 'Model Rules' and replaces 12.1(l) below. The wording of this covers aspects that may or may not be 'missed' in other wordings in this section. 12.1(l) specifies 'driving' and may be confused with prejudicial behaviour whilst driving only. This clause can be taken as overall and not just whilst driving.

- b) **persistently** refused or neglected to comply with a provision of **this Constitution, these rules** or By-laws, **regulations, policies and competition rules;** ~~or~~

Persistent is referred to as 'continuing to occur over a prolonged period' and leaves a grey area in what is a 'prolonged period'. When discussing Constitution, By-laws, regulations and policies, persistent does not fit. The words regulations, policies and competition rules added in the text.

- c) conducted themselves at any show or event in a violent aggressive, abusive, improper or offensive manner; ~~or~~
- d) engaged in conduct that may reasonably be regarded as unsportsmanlike; ~~or~~
- e) disobeyed or ignored any reasonable request by any Judge, Steward or Official at any show or event; ~~or~~

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- f) disobeyed or ignored any reasonable request from ~~the ACDS~~, the ACDS Executive ~~or the~~ Council or Executive, ~~of the ACDS or~~ any Member or any Judge, Steward or Official at any show or event; ~~or~~ (Reworded to simplify)
- g) published any unjust intemperate or unduly critical matter concerning the ACDS or any Member or any Judge, Steward or Official at any show or event; ~~or~~
- h) offered any bribe or inducement to any judge, steward or official at or in connection with any show or event; ~~or~~
- i) engaged in any dangerous driving or has in any manner ill-treated any horse; ~~or~~
- j) competed with a horse that is lame, exhausted or in distress or otherwise not reasonably fit for competition; ~~or~~
- k) been convicted of any offence relating to cruelty to any animal; ~~or~~
- ~~l) persistently and wilfully acted in a manner prejudicial to the interests of the ACDS by:
 - ~~i) engaging in improper action in connection with driving;~~
 - ~~ii) engaging in conduct prejudicial to the interests of driving.~~~~

Seen as specifying driving and not the social or other aspects of the objectives of the ACDS. Replaced with 12.1(a) above to cover all aspects of the ACDS, which may include driving.
- l) failed to discharge a just debt to, or incurred in connection with any activity of or service provided or arranged by, the ACDS; ~~and/or~~
- m) been found guilty by a Jury of an offence at a show or event, as referred to in the By-laws.

The Council may, by resolution:

- n) suspend the Member from such rights and privileges of Membership of the ACDS as the Council may determine for a specified period.
- o) suspend the Member and/or the horse involved from any future show or event or activity of the ACDS or of a Branch or a Local Club for such period of time not exceeding two years as the Council may determine.
- p) disqualify the Member and/or the horse involved from any show or event in which he or they have taken part (and such disqualification shall ipso facto [by the fact itself] result in the forfeiture of any award or prize received at or given in respect of the show or event in question).

Explains 'ipso facto' and inserted 'in' in last sentence.

- q) impose such fine (not exceeding 20 times the then current annual Subscription) on the Member as is considered appropriate.

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- r) ~~retract an Honorary Life Membership; where the recipient has conducted themselves in a manner that reflects directly and adversely on the image or activities of the ACDS.~~

No provision for the retraction of Honorary Life Membership. This is extremely unlikely but in the event that it is necessary, then this gives the Federal Council authority to retract Life Membership. See 12.3 also (two thirds majority present and voting).

- s) expel the Member from the ACDS provided that a resolution pursuant to this Clause, 12.1(s), for expulsion of a Member shall require two-thirds majority of persons present and voting.

12.2 Council may provisionally suspend the Member immediately from such rights and privileges of Membership of the ACDS as the Council may determine for a specified period.

- a) The provisional suspension must be a resolution and confirmed by two-thirds majority present and voting.
- b) The Secretary shall, as soon as practicable, cause a notice in writing to be served on the Member, setting out the resolution of the Council and the grounds on which it is based; and
- c) Any time served under a provisional suspension is to be taken from any suspension given under Clause 12.1 (n) and (o).

12.3 A resolution of the Council under Clause 12.1 is of no effect unless the Council, at a meeting held not earlier than 14 days and not later than 28 days after service on the Member of a notice under Clause 12.4, confirms the resolution by a two-thirds majority present and voting.

12.4 Where the Council passes a resolution under Clause 12.1, the Secretary shall, as soon as practicable, cause a notice in writing to be served on the Member:

- a) setting out the resolution of the Council and the grounds on which it is based;
- b) stating that the Member may address the Council at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
- c) stating the date, place and time of that meeting; and
- d) informing the Member that the Member may do either or both of the following:
 - i) ~~attend and speak at that meeting in person or by representative~~ Submit to the Council, at or prior to the date of that meeting, a written representations submission relating to the resolution.
 - ii) ~~Submit to the Council, at or prior to the date of that meeting, written representations~~ Submissions relating to the resolution. Attend and speak at that meeting in person or by representative.

Simplified the wording

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- 12.5 Subject to compliance with the rules of natural justice, at a meeting of the Council mentioned in Clause 12.4, the Council shall:
- a) ~~give to the Member mentioned in Clause 12.1 due consideration to any written representation submission/s presented to the Council; by that Member at or prior to the meeting an opportunity to make oral representations;~~
 - b) ~~give due consideration to any written representations Submitted to the Council by that Member at or prior to the meeting; and give to the Member mentioned in clause 12.1 an opportunity to make oral representations; and~~

Simplified the wording
 - c) ~~by simple majority resolution~~ determine whether to confirm or to revoke the resolution of the Council made under Clause 12.1. ~~and shall require two-thirds majority of persons present and voting.~~ ~~Altered to ensure fairness in the process and conforms to 12.3~~
- 12.6 Where the Council confirms a resolution under Clause 12.5, the Secretary shall, within ~~seven (7)~~ days after that confirmation, by notice in writing, inform the Member of that confirmation and of the Member's right of appeal under Clause 13.
- 12.7 A resolution confirmed by the Council under Clause 12.5 does not take effect:
- a) until the expiration of the period within which the Member is entitled to appeal against the resolution where the Member does not exercise the right of appeal within that period; or
 - b) where within that period the Member exercises the right of appeal, unless and until the ACDS confirms the resolution in accordance with Clause 13.4.

13. Right of Appeal of Disciplined Member

- 13.1 A Member may appeal to the ACDS, at a General Meeting, against a resolution of the Council, which is confirmed under Clause 12.4, within ~~seven (7)~~ days after notice of the resolution is served on the Member, by lodging with the Secretary a notice to that effect.
- 13.2 Upon receipt of a notice under Clause 13.1 the Secretary shall notify the Council, which shall convene a General Meeting of the ACDS to be held within 40 days after the date on which the Secretary received the notice or as soon as possible after that date.
- 13.3 Subject to compliance with the rules of natural justice, at a General Meeting of the ACDS convened under Clause 13.2:
- a) no business other than the question of the appeal shall be transacted;
 - b) the Council and the Member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - c) the Members present shall vote by secret ballot on the question of whether the resolution made under Clause 12.4 should be confirmed or revoked.

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- 13.4 If the meeting passes a resolution, of which two-thirds of those present in person vote in favour to confirm the resolution made under Clause 12.4, that resolution is confirmed.

PART 4 – THE COUNCIL

14. Powers of the Council

- 14.1 The Council, Subject to the Act, the Regulations, ~~these Rules this Constitution~~, and to any resolution passed by the ACDS in General Meeting/s:

- a) shall control and manage the affairs of the ACDS;
- b) may exercise all such functions as may be exercised by the ACDS other than those functions that are required by ~~these Rules this Constitution~~ to be exercised by the ACDS in a General Meeting; and
- c) has power to perform all such acts and do all such things as appear to the Council to be necessary or desirable for the proper management of the affairs of the ACDS.

- 14.2 All decisions of the Council shall, Subject to ~~the Rules this Constitution~~, the Act, and the ACT Regulations be final and binding on all Members. ~~Included ACT. The ACDS is registered with Access Canberra and comes under the auspice of the ACT Acts and Regulations – no other State or Territory. Specifies it here.~~

15. ~~Constitution Structure~~ and Membership of the Council (changed heading so the wording does not conflict)

- 15.1 ~~The Office Bearers of the ACDS shall be:~~

- a) ~~the President,~~
- b) ~~the Vice-President,~~
- c) ~~the Treasurer, and~~
- d) ~~the Secretary.~~

~~each of whom shall be elected annually at the Annual General Meeting as hereafter provided in Clause 16.~~

- 15.2 The Council shall consist of:

- a) the office bearers of the ACDS and in addition,
- b) one Ordinary Council Member elected by and representing each Branch of the ACDS ~~as hereafter provided in Clauses 15.3, 15.4 and 15.5.~~

Placed 15.1 and 15.2 in a logical order

~~15.2—The office bearers of the ACDS shall be:~~

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- a) ~~the President,~~
- b) ~~the Vice-President,~~
- c) ~~the Treasurer, and~~
- d) ~~the Secretary.~~

~~each of whom shall be elected annually at the Annual General Meeting as hereafter provided.~~

- 15.3 Each Office Bearer shall, Subject to ~~these Rules this Constitution~~, hold office until all office bearers' positions are declared vacant at the Annual General Meeting following the date of the Member's election, but is eligible for re-election, Subject to Clause 16. The new office bearers shall take up their positions immediately upon their election.
- 15.4 In the event of a vacancy in the office bearers of the ACDS, the Council shall appoint another Member of the Council to fill the vacancy and the Member so appointed shall hold office, Subject to ~~these Rules this Constitution~~, until the conclusion of the Annual General Meeting next following the date of the appointment.
- 15.5 In the event of:
- a) a vacancy in the Ordinary Council Member representing a Branch, the Branch concerned shall, in accordance with its own procedures, elect or appoint another Member to fill the vacancy and that Member shall hold office, Subject to ~~this Constitution these rules~~, until the conclusion of the Annual General Meeting next following the date of appointment
 - b) the Branch failing within ~~sixty~~ (60) days to elect or appoint another Member to fill such a vacancy, the Council of the ACDS may do so by appointing a Member of a Local Club within the Branch concerned to fill the vacancy until the conclusion of the Annual General Meeting next following the date of the appointment.

16. Election of Office Bearers

- 16.1 Nominations of candidates for election as office bearers of the ACDS:
- a) shall be made in writing, signed by two Members of the ACDS and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
 - b) shall be delivered to the Secretary of the ACDS by the 15th day of April and the candidates' names, complete with their resumes, shall be circulated ~~in the June News Journal to all Members.~~ Means of notification to members should be by any means and not just included in the Journal.
- 16.2 A candidate for election as an office bearer of the ACDS must be a financial Single Member, Family Member, Honorary Life Member, or Active Member (non-driving). As per 2021 vote at the AGM.

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- 16.3 If insufficient nominations are received to fill all **Office Bearer** vacancies ~~in the office bearers~~, the candidate's nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting **for those positions not filled.** **Specifies**
- 16.4 If insufficient further nominations are received, any vacant positions remaining in the Office Bearers shall be deemed to be vacancies.
- 16.5 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be taken to be elected.
- 16.6 If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- 16.7 The ballot for the election of office bearers shall be conducted at the Annual General Meeting in such manner as the Council may direct.
- 16.8 A person is not eligible to simultaneously hold more than one position on the Council.
- 16.9 A person may not hold office as President for more than three consecutive years and thereafter is ineligible for election as President for a period of one year.
- 16.10 A person may not hold office as Vice-President or Treasurer for more than five consecutive years and thereafter is ineligible for election as any such office bearer for a period of one year. There is no term limit applicable to the position of Secretary.
- 16.11 The Council may co-opt any person, whether or not a Member of the ACDS, to assist the Council in relation to any matter and any such person may attend meetings of the Council but may not vote thereat.
- 17. Election of Ordinary Council Member**
- 17.1 Each Branch of the ACDS shall, prior to the Federal Annual General Meeting, elect from amongst the Members of the Local Clubs constituting the Branch, one person, who is a financial Member of the ACDS, to be an Ordinary Council Member representing that Branch on the Council.
- 17.2 The persons elected by the Branch shall be:
- a) one of the principal officers of the Branch; or
 - b) a Branch committee Member or person who has had previous Council or Branch experience.
- 17.3 Ordinary Council Members elected pursuant to this **Clause rule** shall commence to hold office as such from the conclusion of the next ensuing Annual General Meeting of the ACDS until the conclusion of the second such Annual General Meeting following their election.
- 17.4 Procedures for the election of Ordinary Council Members by Branches shall be as each Branch may from time to time require; provided that at all times each Member of each Local Club within a Branch shall be entitled to vote in any such election.

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17.5 Each Branch of the ACDS may appoint a person to act as that Branch's alternate Ordinary Council Member representing that Branch on the Council. The alternate Ordinary Council Member shall represent the Branch if the Ordinary Council Member is unable to fulfil their duties and shall have all ~~of the~~ power and entitlements, including the entitlement to vote at Council meetings, as the Ordinary Council Member.

18. Secretary / Public Officer

18.1 The Secretary of the ACDS shall, as soon as practicable after being appointed as Secretary, notify the ACDS of their **postal** address.

18.2 The Secretary shall keep minutes of:

- a) all elections and appointments of Office Bearers,
- b) the names of Ordinary Council Members of the Council present at a Council meeting or a General Meeting, and
- c) all proceedings at Council meetings and General Meetings.

18.3 Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

18.4 If the Secretary is

- a) eligible to be the public officer of the ACDS under the Act, the Secretary shall be the public officer of the ACDS, or
- b) not eligible to be the public officer of the ACDS, the Council shall appoint a person who has attained the age of **eighteen** (18) years and is a resident of the Australian Capital Territory as the public officer of the ACDS.

18.5 The Secretary shall be responsible for maintaining a Register of Members.

19. Treasurer

19.1 The Treasurer of the ACDS shall:

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

20. Vacancies

For the purpose of ~~this Constitution these rules~~, a vacancy in the office of an Office Bearer, public officer or Member of the Council occurs if the Member:

- a) dies;
- b) is not a financial Member of the ACDS at 1st September of the applicable year;

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- c) ceases to be a Member of the ACDS;
- d) resigns the office;
- e) is removed from office pursuant to ~~rule~~ **Clause 21**;
- f) becomes bankrupt or personally insolvent;
- g) is disqualified from office under sections 63(1) & (2), 63A or 64 (1) & (2) of the Act; or
- h) is absent without the consent of the Council for two consecutive meetings of the Council.

21. Removal of Council Members

The ACDS in a General Meeting may, by resolution, Subject to compliance with the rules of natural justice, remove any Member of the Council from the office of Member of the Council before the expiration of the Member's term of office.

22. Council Meetings and Quorum

- 22.1 The Council shall meet at least two times in each calendar year at such place and time as the Council may determine. **Without limiting the discretion of the Council to regulate their meetings, the Council may, if they think fit, confer by any technology, but should meet in person at least once per year.**

Added – allows Council to meet using any technology and removes Clause 22.9

- 22.2 Additional meetings of the Council may be convened by the Secretary on the instruction of the President (or Vice-president in the event ~~that~~ the President is overseas or has been granted a leave of absence) or by any four (4) Members of the Council.

- 22.3 **An oral, ~~or~~ written or an electronic** Notice of a Meeting of the Council shall be given by the Secretary to each Ordinary Council Member of the Council: **(allows for the use of electronic media)**

- a) in the case of a non-urgent meeting, at least **twenty-one** (21) days
- b) in the case of an urgent meeting, at least seven (7) days (or in each case such other period as may be unanimously agreed upon by the Members of the Council) before the time appointed for the holding of the meeting.
- c) the requirements as at 22.4.

- 22.4 Notice of a Meeting given under Clause 22.3 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, **of which at least 75% 90%** of the Council Members present at the meeting agree to **~~treat as urgent business~~ address.**

(gives the Council the authority to discuss 'other business' at FC meetings without the need to discuss whether it is urgent or otherwise)

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- 22.5 Any seven (7) Members of the Council constitute a quorum for the transaction of the business of a meeting of the Council.
- 22.6 No business shall be transacted by the Council 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 stands adjourned to the same place and at the same hour of the same day in the following week.
- 22.7 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.
- 22.8 At meeting of the Council:
- a) the President or in the absence of the President, the Vice-President shall preside; or
 - b) if the President and the Vice-President are absent, one of the remaining Members of the Council shall be chosen by the Members present to preside.
- ~~22.9 Without limiting the discretion of the Council to regulate their meetings under Clause 22.1, the Council may, if they think fit, confer by any Technology. See 22.1~~
- 22.9 Notwithstanding that the Council are not present together in one place at the time of the **meeting conference**, a resolution passed by the **meeting conference** will be deemed to have been passed at a meeting of the Council, held on the day on which and at the time at which the **meeting conference** was held.
- 22.10 The provisions of these Clauses relating to proceedings of Council apply to the **meeting conference** to the extent that they are capable of applying, and with the necessary changes.
- 22.11 A Council Member present at the commencement of the **meeting conference** will be conclusively presumed to have been present and, Subject to other provisions of **this Constitution these rules** to have formed part of the quorum throughout the **meeting conference**.
- 22.12 Any Minutes of a **meeting conference** of the type referred to in Clause 22.19 purporting to be signed by the chairperson of that **meeting conference** or by the chairperson of the next succeeding meeting of Council will be sufficient evidence of the observance of all necessary formalities regarding the convening and conduct of the **meeting conference**.

When, by the operation of Clause 22. 19, a resolution is deemed to have been passed at a meeting of the Council Members, that meeting will be deemed to have been held at such place as is determined by the chairperson of the relevant **meeting conference**, provided that at least one of the Council Members, who took part in the **meeting conference**, was at that place for the duration of the **meeting conference**.

In Clauses 22.9 to 22.12 – changed ‘conference’ to ‘meeting’ to keep it aligned to other text in the Constitution.

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If all of the Council Members have signed a document containing a statement that they are in favour of a resolution of the Council in terms set out in the document, a resolution in those terms will be deemed to have been passed at a meeting of the Council held on the day on which and at the time at which the document was last signed by a Council Member.

For the purposes of this Clause 22.13:

- (i) ~~two~~ (2) or more separate documents containing statements in identical terms each of which is signed by one or more Council Members will together be deemed to constitute one document containing a statement in those terms signed by the Council Members;
- (ii) a reference to all the Council Members does not include a reference to a Council Member who, at a meeting of the Council, would not be entitled to vote on the resolution, and;
- (iii) any document so signed by a Council Member may be received by the Secretary (or other place agreed by the Council Members) by post ~~by facsimile~~ or other technology ~~which that~~ displays the Council Member's signature, ~~actual or electronic signature~~, or by delivery (personal or otherwise).

~~Deleted facsimile and inserted electronic signatures - now being accepted legally and by our Insurers~~

22.13 Notwithstanding ~~anything the entire content of in~~ Clause 22, where a motion is circulated by email, Clause 25 shall apply to any decisions and votes made or carried out via email. (Reworded)

23. Delegation by Council to Sub-Committees

23.1 The Council may, by resolution, delegate to one or more Sub-committees consisting of such Member or Members of the ACDS as the Council thinks fit, the exercise of such of the functions of the Council as specified in the resolution, other than:

- a) this power of delegation; and
- b) a function which is a function imposed on the Council by the Act, by any other law of the Territory, or by resolution of the ACDS at a General Meeting.

23.2 A function, the exercise of which has been delegated to a Sub-committee under this Clause may, whilst the delegation remains unrevoked, be exercised from time to time by the Sub-committee in accordance with the terms of the delegation.

23.3 A delegation under this Clause 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.

23.4 Notwithstanding any delegation under this Clause, the Council may continue to exercise any function delegated.

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23.5 Any act or ~~thing~~ entity ~~done~~ performed or suffered by a Sub-committee acting ~~in the exercise under the direction of a delegation under~~ in this Clause, has the same force and effect as it would have if it had been ~~done performed~~ or suffered by the Council.
Reworded to clarify

23.6 The Council may, by instrument in writing, revoke wholly or in part any delegation under this Clause.

23.7 A Sub-committee may meet and adjourn, as it thinks proper.

23.8 Any two Members of a Sub-committee shall constitute a quorum at a meeting of the Sub-committee.

24. Executive Sub-Committee

24.1 There shall be a Sub-committee of the Council comprising the office bearers of the ACDS and known as the Executive Sub-Committee. ~~Election of the Executive Sub-committee is defined in Clause 16.1.~~ (added to direct the reader to the proper clause)

24.2 The Executive Sub-committee shall deal with routine business between meetings of the Council and shall report all decisions to the next ensuing Council meeting.

24.3 Any three Members of the Executive Sub-Committee shall constitute a quorum at a meeting of the Executive Sub-Committee, provided that a decision agreed by ~~all those~~ Members of the Executive Sub-Committee, by means of telephone, ~~in writing or electronic means, or facsimile communication~~ to the President or the Secretary. ~~The decision shall be a valid and effective decision as if the meeting had actually taken place occurred.~~ (specified means of communication)

25. Voting and Decisions

25.1 Questions arising at a meeting of the Council, or of any Sub-committee appointed by the Council, shall be determined by a majority of the votes of Members of the Council or Members of the Sub-committee present at the meeting.

25.2 At a meeting of the Council:

- a) each Office Bearer shall be entitled to one vote and each Ordinary Council Member representing each Branch shall be entitled to one vote at any Council meeting.

25.3 Each Member present at a meeting of any Sub-committee appointed by the Council and at the Executive Sub-Committee is entitled to one vote.

25.4 In the event of an equality of votes on any question at a meeting of the Council or of any Sub-committee or the Executive Sub-Committee, the person presiding may exercise a second or casting vote.

25.5 Subject to Clause 22.5, the Council may act notwithstanding any vacancy on the Council.

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- 25.6 Any act or thing done or suffered, or purporting to have been done or suffered, by the Council or by a Sub-committee appointed by the Council, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any Member of the Council or Sub-committee.

PART 5 – GENERAL MEETINGS

26. Annual General Meetings

- 26.1 The Annual General Meeting of the ACDS shall, Subject to the Act, be convened in June or July ~~each year~~ and at such place and time as the Council thinks fit. ~~(specifies)~~
- 26.2 Council may convene the Annual General Meeting either entirely as an in-person meeting or by the use of technology or as a hybrid in-person and telecommunications meeting.
- 26.3 An Annual General Meeting may be held at ~~two (2)~~ or more venues using any technology approved by Council that gives each ~~of the~~ ACDS Member a reasonable opportunity to participate. ~~(removed 'of the')~~
- 26.4 A Member of the ACDS' who participates in an Annual 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.
- 26.5 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~~ specified General Meeting held since that meeting; ~~(reworded)~~
 - b) to receive from the Council reports on the activities of the ACDS during the last preceding Financial Year;
 - c) to elect the Office Bearers;
 - d) to receive and consider the statement of accounts and the reports that are required to be Submitted to Members pursuant to ~~Subsection 373(1)~~ Clause 75(1)(a) and 75(2) of the Act; and ~~(changed to conform with current Act)~~
 - e) to set the annual Membership Subscription, as required by Clause 10.
- 26.6 An Annual General Meeting shall be specified as such in the ~~Notice of a Meeting~~, convening it in accordance with Clause 28. ~~(added to conform with the remainder of the document)~~
- 26.7 An Annual General Meeting shall be conducted in accordance with the provisions of Clause 29.

27. Calling of General Meetings

- 27.1 The Council may, whenever it ~~thinks~~ deems fit ~~and proper~~, convene a General Meeting of the ACDS. ~~(changed wording)~~

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- 27.2 Council may convene the General Meeting either entirely as an in-person meeting or by the use of Technology or as a hybrid in-person and telecommunications meeting.
- 27.3 A General Meeting may be held at **two (2)** or more venues using any technology approved by Council that gives each ~~of the~~ ACDS Member a reasonable opportunity to participate. **(removed 'of the')**
- 27.4 A Member of the ACDS, 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.
- 27.5 The Council shall, on the requisition in writing of not less than **twenty (20)** Members, convene a General Meeting of the ACDS.
- 27.6 A requisition of Members for a General Meeting:
- a) shall state the purpose or purposes of the meeting,
 - b) shall be signed by the Members making the requisition,
 - c) shall be lodged with the Secretary,
 - d) may consist of several documents in a similar form, each signed by one or more of the Members making the requisition,
 - e) may be in electronic form, and
 - f) a signature may be transmitted and a requisition may be lodged by electronic means.
- 27.7 If the Council fails to convene a General Meeting within **sixty (60)** days after the date of which a requisition of Members for the meeting is lodged with the Secretary, any one or more of the Members who made the requisition may convene a General Meeting to be held not later than three months after that date.
- 27.8 A General Meeting convened by a Member or Members referred to in Clause 27.4 shall be convened as nearly as is practicable in the same manner as General Meetings are convened by the Council and any Member who thereby incurs expense is entitled to be reimbursed by the ACDS for any reasonable expense so incurred.

28. Notice of a Meeting

- 28.1 The Secretary shall, at least **thirty (30)** days before the date fixed for the holding of a General Meeting, cause to be sent by pre-paid post to each Member at the Member's address appearing in the Register of Members, or by email, or by posting on the ACDS website, or by advertisement in a national newspaper, a **Notice of a Meeting** specifying the **venue place**, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 28.2 If the business proposed to be dealt with at a General Meeting requires a special resolution of the ACDS, the Secretary shall cause the **Notice of a Meeting** provided to each Member as provided in Clause 28.1 to specify, in addition to the matter required under that Clause, the intention to propose the resolution as a Special Resolution.

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- 28.3 No business other than that specified in the notice convening the General Meeting shall be transacted at the meeting except, in the case of an Annual General Meeting, business, which may be transacted pursuant to Clause 26.2 5.

Removed 2 and included 5 so it aligns with content

- 28.4 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 of a Meeting** calling a General Meeting given after receipt of the notice from the Member.

29. General Meetings – Procedure and Quorum

- 29.1 No item of business shall be transacted at a General Meeting unless a quorum of Members entitled under **this Constitution these rules** to vote is present during the time the meeting is considering that item.

- 29.2 **Twenty (20) Members present in person either entirely as an in-person meeting or by the use of technology or as a hybrid in-person and telecommunications meeting**, being Members entitled under **this Constitution these rules** to vote at a General Meeting, constitute a quorum for the transaction of the business of a General Meeting.

(agreed at the 2021 AGM)

- 29.3 If within half an hour after the appointed time for the commencement of a General Meeting a quorum is not present, the meeting, if convened upon the requisition of Members, shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and ~~(unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to Members given before the day to which the meeting is adjourned)~~ at the same ~~place~~ venue, unless another venue is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to Members given before the day to which the meeting is adjourned. (altered wording to make it easier to understand)

- 29.4 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 not less than twenty [20]), shall constitute a quorum~~, Rule 29.2 applies.

30. Presiding Member

- 30.1 The President, or in the absence of the President, the Vice-President, shall preside at each General Meeting of the ACDS.

- 30.2 If the President and the Vice-President are absent from the meeting or are unwilling to act, the Members of the Council present shall elect one of their number to preside at the meeting.

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31. Adjournment

- 31.1 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 ~~venue to venue 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.
- 31.2 Where a General Meeting is adjourned for **fourteen (14)** days or more, the Secretary shall give written **Notice of a Meeting** for the adjourned meeting to each Member of the ACDS by mail, by email, by posting on the ACDS website or by advertisement in a national newspaper stating the ~~venue place~~, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 31.3 Except as provided in Clauses 31.1 and 31.2, 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.

32. Making of Decisions

- 32.1 A question arising at a General Meeting of the ACDS shall be determined on a show of hands or by electronic vote **before and/or at the meeting**, 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 or by electronic vote, 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 ACDS evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

[Allows electronic voting before a meeting](#)

- 32.2 At a General Meeting of the ACDS, a poll may be demanded by the person presiding or by not less than three Members present in person or by proxy at the meeting.
- 32.3 Where the poll is demanded at a General Meeting, the poll shall be taken:
- a) immediately in the case of a poll that 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.

33. Special Resolution

A special resolution ~~shall require~~ **is required** to be passed by at least three-quarters of the Members present, who, being entitled to vote, vote pursuant to Clause 34.2. [\(changed wording\)](#)

34. Voting

- 34.1 Subject to Clause 34.3, upon any question arising at a General Meeting of the ACDS a Member has one vote only.

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- 34.2 All votes shall be given personally, **by electronic means**, by postal vote or by proxy. (allows for electronic voting)
- 34.3 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.
- 34.4 A Member is not entitled to vote at any General Meeting of the ACDS unless all money due and payable by the Member to the ACDS on any account whatsoever has been paid.
- 34.5 Each Member shall be entitled to appoint another Member as proxy by notice given to the Secretary before the scheduled time of commencement of the meeting in respect of which the proxy is appointed. The notice appointing the proxy shall be in the form set out in Schedule 2 of ~~these rules~~ **this Constitution, or by means of electronic voting organised by a provider of an electronic meeting and approved by Council from time to time. Either forms must provide for voting on each resolution or acceptance of the voting by the person appointed as proxy.** (allows electronic Proxy voting and prescribes that either forms must provide for each resolution or acceptance by the person acting as the proxy)

35. Postal Voting

- 35.1 ~~Members who do not have an email address or other means of electronic communication, as shown on the Membership list, Each Member shall be entitled to make use of postal or proxy voting in the election of the Office Bearers of the ACDS and in dealing with Notices of a Meeting as circulated for Annual General Meetings and General Meetings.~~ (entitles postal voting for those members without electronic means)

35.2 Election of Office Bearers

For the election of Office Bearers:

- a) ~~For those Members who do not have an email address or other means of electronic communication, as shown on the Membership list,~~ a ballot paper, initialled by hand or mechanical means by an ACDS Member appointed by Council, shall be sent to ~~all~~ Single Members, Family Members over the age of ~~eighteen~~ (18) years, ~~Active Members (non-driving)~~ and Honorary Life Members with the notice of a meeting for the Annual General Meeting, giving in alphabetical order the names of Members duly nominated as candidates and the vacancies to be filled. (entitles postal voting for those members without electronic means and added Active Member)
- b) Any Member wishing to exercise their right to vote should do so by indicating with a mark on the ballot paper beside the name of the candidate of their choice and return the marked ballot paper to the Secretary no later than seven (7) days prior to the commencement time of the annual General Meeting in the envelope provided endorsed with the Members signature and Membership number.

35.3 Notice of ~~Motions~~ a Meeting

- a) Members that do not have an email address or form of electronic media shown on the Membership list are to be sent, by post, a Notice of a Meeting.

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- b) For those members that do not have an email address or form of electronic media shown on the Membership list, a ballot paper, initialled by hand or mechanical means by an ACDS Member appointed by Council, shall be sent to all Single Members, Family Members over the age of eighteen (18) years, Active Members (non-driving) and Honorary Life Members with the Notice of the Annual General Meeting setting out the notices of motions, to be considered at the Annual General Meeting or General Meeting. (underlines process and added Active Members)
- c) Any Member wishing to exercise their right to vote should do so by indicating with a mark on their ballot paper beside the Yes/No box. The completed ballot paper shall be returned to the Secretary not later than seven (7) days prior to the commencement time of the annual General Meeting or General Meeting in the envelope provided endorsed with the Members signature and Membership number.

35.4 Counting of Votes.

- a) All ballot papers received shall be secured by the Secretary. Ballot papers are to be opened and counted prior to the commencement of the Annual General Meeting or General Meeting by the Secretary or a Member appointed by the Council and all valid votes shall be recorded by the Secretary or the appointee and two (2) scrutineers appointed by the Council for that purpose.
- b) Votes cast by the ballot are to be added to the votes cast at the poll and the results are to be announced at the Annual General Meeting or General Meeting.
- c) At the conclusion of the Annual General Meeting all ballot papers and polling papers shall be destroyed.

PART 6 – BRANCHES

36. Branches

- 36.1 A Branch of the ACDS shall comprise the Local Clubs in the geographic areas designated in the By-laws.
- 36.2 Each Branch shall formulate its own Constitution/Rules for the conduct of its affairs provided that such Constitution/Rules: Some States have a Constitution, some have Rules
 - a) Shall provide for a Branch committee comprising at least a chairman, vice-chairman (or vice-president), a secretary and a treasurer, elected at a branch Annual General Meeting at which all Members of all Local Clubs within the Branch area are entitled to attend and vote. (allows for a description as per their Constitution/Rules)

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- b) Shall provide for the disciplining of Members of the Branch in their capacity as such Members and shall be dealt with pursuant to the Constitution/Rules of the Branch ~~shall not provide for the discipline of Members, to the intent that all discipline of Members of the ACDS shall be pursuant to Clause 12 of these rules~~ and all discipline of Members of a Local Club in their capacity as such Member shall be dealt with pursuant to the Constitution/Rules of the Local Club concerned. Any discipline of Members pursuant to a breach of the ACDS Constitution, policies, rules or regulations is to be conducted by the ACDS Council only.

For State Branches and Clubs within all States, their Constitution/Rules must contain a section on discipline – otherwise their application for incorporation will not be accepted. Gives State Branches some power to discipline members and is not focused on the ACDS to do so. It is specific on what discipline matters cannot be dealt with at Club and State level.

- c) Shall ~~subject to compliance with the~~ be compliant with any and all Acts of Parliament and the laws of the relevant ~~in the~~ State or Territory of Australia where the Branch is ~~located~~ registered. It shall not conflict with any ~~part of the ACDS Constitution of the Rules of the ACDS~~ and shall contain a provision that in the event of any inconsistency between the rules of the Branch and ~~the ACDS Constitution the rules of the ACDS~~, the latter shall prevail. ~~Reworded and added registered instead off location~~
- d) Shall provide for such other matters as the Council may from time to time ~~require via By-laws require~~. ~~Reworded~~

~~36.3 Notwithstanding Clause 36.2, the rules of the Branch shall comply with the laws of the relevant State or Territory of Australia where the Branch is located and in the case of any inconsistency between this Constitution, rules and By-laws these rules of the ACDS and the laws of the relevant state or territory of Australia where the Branch is located, the latter will prevail. See 36.2(b) and (c)~~

PART 7 – MISCELLANEOUS

37. Funds Source

- 37.1 The funds of the ACDS shall be derived from entrance fees and annual Subscriptions of Members, donations and, Subject to any resolution passed by the ACDS at a General Meeting and ~~Subject to section M of the Act such~~ other sources as the Council ~~may~~ determine. ~~Section M is no longer in the Act~~
- 37.2 All money received by the ACDS shall be deposited as soon as practicable and without deduction to the credit of the ACDS bank account.
- 37.3 The ACDS shall, as soon as practicable after receiving any money, issue an appropriate receipt.

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38. Funds – Management

- 38.1 Subject to any resolution passed by the ACDS at a General Meeting, the funds of the ACDS shall be used in pursuance of the objectives of the ACDS in such manner as the Council determines.
- 38.2 ~~Electronic direct deposit~~, cheques, ~~drafts, bills of exchange, promissory notes~~, and other negotiable instruments shall be ~~signed authorised~~ by any two office bearers of the ACDS, being office bearers ~~sanctioned authorised~~ to do so by resolution of the Council.

Included Direct Deposit and removed some older systems of payment

39. By-laws

- 39.1 The By-laws of the ACDS at the date of adoption of ~~these Rules this Constitution~~ shall be those set out in Schedule 1.
- 39.2 The power to make, amend and repeal By-laws is vested ~~solely~~ in the Council.
- 39.3 Any By-law of the ACDS, whether contained in Schedule 1 or made by the Council after the adoption of ~~these rules this Constitution~~, may be amended or repealed at an Annual General Meeting of the ACDS by a simple majority of those present and entitled to vote, pursuant to Clause 34.2.

40. Audit

- 40.1 The Council shall be responsible for ensuring that the ~~financial~~ books and ~~financial~~ records of the ACDS are audited prior to the Annual General Meeting each year and otherwise in compliance with the Act.
- 40.2 Subject to the Act, the auditor to be appointed by the Council shall be such duly qualified person as the Council may from time to time ~~provide appoint~~. ~~Conflict of interest is to be considered when appointing an Auditor. but they shall not be a Member of a Local Club~~. Added the section on conflict of interest.
- 40.3 The auditor's report shall be presented to the Annual General Meeting of the ACDS.

41. Alteration of Objectives and ~~this Constitution Rules~~

Neither the objectives of the ACDS referred to in section 29 of the Act, nor ~~this Constitution these rules~~ shall be altered except pursuant to a special resolution and otherwise in accordance with the Act.

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~~42. Common Seal~~

~~42.1 The common seal of the ACDS shall be kept in the custody of the Secretary.~~

~~42.2 The common seal shall not be affixed to any instrument except by the authority of the Council and the affixing of the common seal shall be attested by the signatures either of two Members of the Council or of one Member of the Council and the Secretary.~~

Common Seal no longer applies

42. Indemnity

42.1 Every Member of the Council of the ACDS, every Member of the ACDS and every employee and agent of the ACDS shall be indemnified by the ACDS against, and it shall be the duty of the Council out of the funds of the ACDS to pay, all damages, costs, losses and expenses which any such person may incur or in respect of which he may become liable by reason of any contract entered into or any act or thing done (whether negligently or otherwise) by ~~him~~ **them** as such Member, employee or agent or in any way in the performance of ~~his~~ **their** duties including travelling expenses, unless such damages, costs, losses and expenses shall have been incurred by such person through ~~his~~ **their** own dishonesty, wilful act, or default.

42.2 No Member of the Council of the ACDS, Member of the ACDS or other employee or agent of the ACDS shall be liable for the acts, receipts, neglects or defaults of ~~himself~~ **themselves** or any other person or for loss, damage or expense howsoever arising as the result of any act, omission or default of any person, (including ~~himself~~ **themselves**) or for any loss occasioned by any error of judgment or oversight or neglect on ~~his~~ **their** part or for any other loss or damage whatsoever which shall happen in the performance of ~~his~~ **their** duties or in relation thereto unless the same shall happen in the performance of ~~his~~ **their** duties through ~~his~~ **their** own dishonesty, wilful act or default.

Gender inclusive

43. Custody of Books

Subject to the Act, the Regulations and ~~these Rules~~ **this Constitution**, the Secretary or Treasurer shall keep in ~~his or her~~ **their** custody or under ~~his or her~~ **their** control, all records, books and other documents relating to the ACDS.

44. Inspection of Books

The records, books and other documents of the ACDS shall be available for inspection at such ~~venue~~ **place** as Council may from time to time reasonably determine, free of charge, by a Member of the ACDS at any reasonable hour.

45. Service of Notices

45.1 For the purposes of ~~this Constitution~~ **these rules**, a notice may be served on or on behalf of the ACDS upon any Member either personally, **electronically** or by sending it by post to the Member at the Members address shown in the Register of Members.
Added electronically

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- 45.2 Where an electronic Service of Notice has been sent, it must be followed by a properly addressed letter. Added – outcomes of a Federal Council meeting resolution
- 45.3 Where a document is sent to a person by a properly addressed letter, it must be a category of mail that can be tracked. ~~prepaying and posting to the person a letter containing the document, the document shall be deemed.~~ For the purposes of this Constitution, ~~these Rules~~ a document shall be deemed to have been served on the person three working days after posting.

Rewording the process for Service of Notices

46. Surplus Property

- 46.1 At the first General Meeting of the ACDS held after the adoption of ~~these rules~~ this Constitution, the ACDS shall pass a special resolution nominating –
- a) another association, for the purpose of paragraph 92 (1)(a) of the Act; or
 - b) a fund, authority or institution for the purpose of paragraph 92(1)(b) of the Act, in which it is to vest its surplus property in the event of the dissolution or winding up of the ACDS.
- 46.2 An association nominated under ~~Clause rule~~ 46.1(a) must fulfil the requirements specified in Subsection 92(2) of the Act.