

RIDING FOR THE DISABLED ASSOCIATION  
OF WESTERN AUSTRALIA INCORPORATED.

BRIGADOON RDA CENTRE INCORPORATED.

## AMENDED CONSTITUTION

*This is the annexure of 14 pages marked "A" referred to in Form 1 signed by me and  
dated 22<sup>nd</sup> February 2009*

A handwritten signature in black ink that reads "Neil Bennett". The signature is written in a cursive style and is underlined with a single horizontal line.

Neil Bennett

**Date:** 2nd May 2007  
**Amended:** 22<sup>nd</sup> February 2009

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# CONSTITUTION

## 1. NAME

The name of the Centre shall be "Riding for the Disabled Association of Western Australia Brigadoon Centre Incorporated". The name of the Centre shall be approved by the Association and granted under Seal.

## 2. DEFINITIONS

Unless the contrary intention appears in this Constitution or the Constitution of Riding for the Disabled of Western Australia (Inc) the following words mean:

- "Advocate"** The authorized Representative of a person with a disability
- "Association"** Riding for the Disabled Association of Western Australia (Inc).
- "Council"** The Council of the Association.
- "Centre"** The Brigadoon Centre
- "Committee"** The Committee of the Centre elected pursuant to this Constitution
- "Electronic"** Any means of electronic communication by electronically operated devices for the purposes of oral, visual or written communication.
- "Honorary Life Member"** Person nominated by a Member and elected as such as is hereinafter provided
- "Horses" or "Ponies"** Any animals which the Centre may use for its purposes.
- "Member"** A financial Member of the Centre
- "President"** The President of the Centre
- "Riding"** Unless the contrary intention appears, the care and maintenance of horses and their use in any capacity whatsoever including, without limiting the generality of the foregoing, leading and driving with or without the use of horse or pony-drawn vehicles
- "Secretary"** The Secretary of the Centre
- "Treasurer"** The treasurer of the centre
- "Special Resolution"** A resolution required to be passed by a majority of not less than three quarters (3/4) of the members entitled to vote at a meeting of which notice specifying the intention to propose a resolution as a Special Resolution was given in accordance with the Rules. "Treasurer" – the Treasurer of the Centre
- "The Act"** The Associations Incorporation Act 1987

### **3. OBJECTS**

The objects are to:

- 3.1 encourage, promote, support and assist Members to provide riding therapy, sport, recreation, training and safety programs for persons with or without disabilities;
- 3.2 foster and support the integration of people with or without disabilities into community activities and into the administration of the Centre;
- 3.3 liaise with other bodies having an interest in the treatment and well being of persons with disabilities;
- 3.4 provide and maintain such facilities and equipment as may be required for the purpose of the Centre;
- 3.5 train Coaches and Volunteers.

### **4. POWERS**

The Centre shall have the power to:

- 4.1 provide horse riding facilities for people with or without disabilities;
- 4.2 invest in authorised Trustee Investments or otherwise deal with the monies of the Centre;
- 4.3 borrow or raise money to secure repayment or payment of any money at such rate of interest and in such manner as the Committee may think fit and for that purpose to enter into such mortgages, charges, debentures, or other securities over all or any part or parts of the Centre's real and/or personal property present or future
- 4.4 co-opt persons as required;
- 4.5 elect, suspend or terminate membership;
- 4.6 make, amend or repeal By-Laws subject to the approval of Council; appoint, amend and abolish Sub-Committees and determine their terms of reference;
- 4.7 effect such insurance arrangements as are deemed necessary;
- 4.8 raise funds by any lawful means for bringing into effect any of the objects of the Centre as the Committee may resolve;
- 4.9 erect, maintain or alter any building or structure for the fulfilment of the objects of the Centre as the Committee may resolve;
- 4.10 do all such things as are incidental or conducive to the attainment of such objects.

## 5. AFFILIATION

The Centre shall maintain Membership of the Riding for the Disabled Association of Western Australia (Inc.) shall abide by the Constitution and By-Laws of the Association and shall accept the directions and requirements specified therein.

## 6. CLASS OF MEMBERSHIP

Members of the Centre shall be categorised as follows:

- 6.1 **Adult Members:** Members eighteen (18) years or over at the first (1st) of January of the current year.
- 6.2 **Junior Members:** Members over the age of twelve (12) years and under the age of eighteen (18) years at the first (1st) of January of the current year.
- 6.3 **Provisional Members:** those individuals subscribing to the objects of the Centre, who have paid the prescribed membership fee. Such individuals may be elected to membership at the next Committee Meeting.
- 6.4 **Honorary Life Membership:**
  - 6.4.1 a person who has given outstanding service to the Centre shall be eligible for election as an Honorary Life Member, without voting rights.
  - 6.4.2 nominations shall be submitted in writing and include a supporting statement.
  - 6.4.3 Life Membership may be awarded if the nomination is approved by two-thirds (2/3) of the Members entitled to vote.
  - 6.4.4 there shall be no more than one (1) person elected to Honorary Life Membership in any one (1) year.

## 7. TERMINATION OF MEMBERSHIP

A Member may resign from the Centre at any time by giving notice in writing to the Secretary, but the Member shall remain liable for any subscription or other monies due to the Centre.

## 8. SUSPENSION OR EXPULSION OF MEMBERS

- 8.1 The Centre shall have the power to suspend or expel a Member who in the opinion of the Centre has acted in a manner prejudicial to the best interests of the Centre provided that such member be given at least thirty (30) days notice of any proposal to exercise such power.
- 8.2 The notice to the member shall be in writing, nominating the time and place of the meeting at which the proposal will be considered by the Centre and shall inform the Member of the proposal and allegations against the Member.
- 8.3 Upon the proposal being put to the Centre as a Special Resolution the Member shall be entitled to be heard in his or her own defence, in person or by a representative of the Centre.

- 8.4** A decision to suspend or expel a Member shall require a majority of not less than three quarters (3/4) of Members in person who are entitled to vote. The Member shall be entitled to receive in writing a copy of the Special Resolution. The Special Resolution shall be required to state the reasons for the suspension or expulsion.
- 8.5** An expelled or suspended Member may appeal against the decision in writing within fourteen (14) days of the decision being communicated to that Member.
- 8.6** When notice to appeal is given the Centre must:
- a. at a Special Meeting either confirm or set aside the decision to suspend or expel the Member after having afforded the Member a reasonable opportunity to be heard by or to make representations in writing to the Centre at the Special Meeting and;
  - b. the Member who gave that notice is not suspended or does not cease to be a Member unless and until the decision to suspend or expel is confirmed.

## **9. REGISTER OF MEMBERS**

- 9.1** The Secretary, on behalf of the Association, must comply with section 27 of the Act by keeping and maintaining:

In an up to date condition a register of the members of the Association and their postal or residential addresses and, upon the request of a member of the Association, shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.

- 9.2** The register must be so kept and maintained at the Secretary's place of residence, or at such other place as the members at a general meeting decide.
- 9.3** The Secretary must cause the name of a person who dies or who ceases to be a member under rule 8 to be deleted from the register of members referred to in sub-rule 9.1.
- 9.4** The register shall include the date of original admission, current renewals and category of membership.

## **10. CENTRE MANAGEMENT**

- 10.1** All Members shall abide by this Constitution and By-laws.
- 10.2** The general control, management and administration of the Centre shall be by a Committee consisting of a President, Vice President/s, Secretary, Treasurer and Committee Members not being less than three (3) nor more than ten (10) as Members decide at the Annual General Meeting.
- 10.3** The Members shall elect a President, Vice President/s, Secretary, Treasurer, and Committee Members at the Annual General Meeting, and they shall hold office until the conclusion of the next Annual General Meeting. A minimum of twenty-five per cent (25%) of Committee Members should be people with disabilities or their Advocates.

- 10.4** The immediate Past President shall be an ex-official Member of the Committee for one year following retirement from office.
- 10.5** The position of a Committee Member shall be deemed to be vacant if that Member is absent for two (2) consecutive Meetings without providing an acceptable apology.
- 10.6** The Committee shall have the power to co-opt up to two (2) additional members without voting rights.
- 10.7** The Committee shall present an annual report to the Annual General Meeting of the Association and a report at Association Council meetings.
- 10.8** A Notice of Motion to be put before the Association shall be forwarded to the Association Secretary not less than six (6) weeks prior to the meeting.
- 10.9** The Committee shall:
- a. be responsible for the acceptance and confirmation of new Centre Members;
  - b. determine the annual membership fees;
  - c. hold not less than six (6) meetings in one year;
  - d. obtain permission of the Association Executive to borrow money or apply for Government funds.

## **11. COMMITTEE MEETINGS**

- 11.1** At least fourteen (14) days notice of meetings shall be given to Members of the Committee.
- 11.2** Special Meetings of the Committee may be convened by the President or by any three (3) Committee Members.
- 11.3** Notice of Special Meetings shall be given to Committee Members specifying the nature of the business to be transacted.
- 11.4** The quorum for Committee Meetings shall not be less than three (3) or one-third (1/3) of Committee Members, whichever is greater.

## **12. COMMITTEE MEMBERSHIP**

- 12.1** A position on the Committee shall become vacant if a Member:
- a. ceases to be a Member;
  - b. resigns in writing addressed to the Secretary;
  - c. is absent for two (2) consecutive meetings without providing an explanation acceptable to the Committee;
  - d. is under suspension as a Member of the Centre.

- 12.2** In the event of a casual vacancy in any office, the Committee may appoint one of its Members to the vacancy, up to and including the next Annual General Meeting.
- 12.3** In the event of a vacancy occurring in the position of ordinary Committee Member, the Committee may appoint a Member to fill the vacancy, up to and including the next Annual General Meeting.
- 12.4** No Member shall hold the office of President or Vice President for more than three (3) years consecutively.
- 12.5** An employee of the Centre or of the Association shall not be eligible for election as an Office Bearer.

### **13. GENERAL MEETINGS OF CENTRE MEMBERS**

- 13.1** General Meetings may be convened by the President or;
- 13.1.1** convened by the President on receipt of a written request from one quarter (1/4) of adult Members;
- 13.1.2** the request for the meeting shall be signed by the Members making the request and state the objects of the meeting;
- 13.1.3** the Secretary shall give Members at least fourteen (14) days notice of the meeting, stating the nature of the business to be conducted.
- 13.1.4** if the meeting requested is not held within thirty (30) days of the request being made, the Members may convene the said meeting to be held within a further thirty (30) days.
- 13.2** The quorum for General Meetings shall be one third (1/3) of adult members.

### **14. SPECIAL GENERAL MEETINGS**

- 14.1** Special General Meetings may be convened by the President;
- 14.1.1** or on receipt of a written request from one quarter (1/4) of the adult Members;
- 14.1.2** the President shall within fourteen (14) days of the receipt of a written request, call a Special Meeting to be held within a further thirty (30) days;
- 14.1.3** twenty one (21) days notice shall be given to Members of a Special Meeting, specifying the business to be transacted and the terms of any resolution proposed to be passed at the meeting and no other business shall be transacted other than that specified in the notice.
- 14.2** At Special General Meetings any resolution must have a majority of not less than three quarters (3/4) of Members present and eligible to vote.
- 14.3** The quorum shall be one third (1/3) of members eligible to vote.

- 14.4** A Special General Meeting at which a quorum is not present may be adjourned but no other business shall be transacted at the adjourned meeting other than business uncompleted at the meeting at which the adjournment took place.
- 14.5** If at the adjourned meeting a quorum is not present within thirty (30) minutes after the appointed time the meeting shall be abandoned.
- 14.6** Notice of an adjourned meeting shall be given to all members entitled to attend and vote.

## **15. ANNUAL GENERAL MEETING**

- 15.1** The Annual General Meeting shall be held not later than August of each year. At least fourteen (14) days notice in writing shall be given to each Member.
- 15.1.1** the notice shall state the time, date and place for the meeting and the business to be transacted.
- 15.2** The order of business shall be:
- a. open the meeting and welcome;
  - b. apologies;
  - c. confirm the Minutes of the preceding Annual General Meeting and any Special Meeting since that date;
  - d. business arising from the Minutes;
  - e. receive from the President an Annual Report;
  - f. receive from the Treasurer an audited financial statement for the last financial year;
  - g. receive activity reports from Committee Members;
  - h. set annual membership subscriptions for the next financial year;
  - i. elect Office Bearers and Committee Members;
  - j. elect a Representative of the Centre to the Association Council;
  - k. appoint an auditor who shall not be a Member of the Committee;
  - l. appoint a Patron and Vice Patrons if required.
  - m. conduct any special business for which notice has previously been given in writing.
- 15.3** The quorum for the Annual General Meeting shall be one third (1/3) of the adult members.

## **16. ELECTIONS**

- 16.1** Nominations shall be called not later than twenty one (21) days prior to the date set for the Annual General Meeting and shall be lodged with the Secretary not later than seven (7) days prior to the date set for the meeting.
- 16.2** Candidates for election shall be nominated by an adult Member and seconded by an adult Member on the official nomination form.
- 16.3** The Secretary shall promulgate to Members the names of all candidates nominated for positions on the Committee.
- 16.4** If more than one (1) nomination is received for any one position a secret ballot shall be held and two (2) scrutineers shall be appointed by the Chairman at the meeting.
- 16.5** When no nominations are received for a particular position, nominations may be called from the floor of the meeting.
- 16.6** An incoming Committee shall take office at the conclusion of the Annual General Meeting at which the Committee is elected.

## **17. SUBSCRIPTIONS**

The annual Membership subscription shall be determined at the Annual General Meeting and payable by the thirtieth (30th) June each year.

## **18. VOTING**

- 18.1** At all General Meetings each financial adult Member present is entitled to one (1) vote and in the event of a tied vote the motion is lost.
- 18.2** The Chairperson may exercise an ordinary vote in the same way as each other adult Member.
- 18.3** Voting shall be by a show of hands or division unless not less than one quarter (1/4) of those present demand a secret ballot.

## **19. DUTIES OF OFFICE BEARERS**

- 19.1** The President shall:
- a. preside at all General Meetings and Committee Meetings;
  - b. be an ex-officio member of all sub-committees.
- 19.2** The Vice- President shall:
- a. undertake the duties of the President in the absence of the President.
- 19.3** The Honorary Secretary shall:

- a. notify all Members of General Meetings and Committee Members of Committee Meetings;
- b. attend all meetings, keep Minutes, and record the names of persons present;
- c. ensure a list of all correspondence is available at Committee meetings and that correspondence requiring action is brought to the Committee's attention, responded to and correctly filed;
- d. comply on behalf of the Association with:
  - I. section 27 of the Act with respect to the register of members of the Association, as referred to in rule 9.
  - II. Section 28 of the Act by keeping and maintaining in an up to date condition the rules of the Association and, upon the request of a member of the Association, must make available those rules for the inspection of the member and the member may make a copy of or take an extract from the rules but will have no right to remove the rules for that purpose; and
  - III. Section 29 of the Act by maintaining a record of:
    - a. The names and residential or postal addresses of the persons who hold the offices of the Association provided for by these rules, including all offices held by the persons who constitute the Committee and persons who are authorised to use the common seal of the Association under rule 22; and
    - b. The names and residential or postal addresses of any persons who are appointed or act as trustees on behalf of the Association,

And the Secretary must, upon the request of a member of the Association, make available the record for the inspection of the member and the member may make a copy of or take an extract from the record but will have no right to remove the record for that purpose;

- e. Unless the members resolve otherwise at a general meeting, have custody of all books, documents, records and registers of the Association, including those referred to in paragraph (d) but other than those required by rule 19.4 to be kept and maintained by, or in the custody of, the Treasurer;
- f. forward the register details to the Association Secretary by the thirtieth (30th) June each year;
- g. except as otherwise provided be responsible for all documents and private records of clients and members;
- h. forward to the Association Secretary copies of minutes of the Annual General Meeting within fourteen (14) days of the meeting;
- i. keep records of registered riders, coaches and volunteers, and their attendance at the Centre for insurance purposes. Make these details available as required by the Association;

- j. maintain records of accidents and forward appropriate copies of Accident Report Forms to the Association Secretary within seven (7) days of any accident; and
- k. perform such other duties as are imposed by these rules on the Secretary.

**19.4** The Treasurer shall:

- a. receive all moneys paid to the Centre and ensure receipts are issued. Make payments as authorized by the Committee;
- b. maintain accounts and books detailing the financial affairs and assets of the Centre with details of all receipts and expenditure;
- c. at Committee Meetings present a current financial statement;
- d. present an audited financial statement for the last financial year to the Annual General Meeting and forward a copy to the Treasurer of the Association,

**20. FINANCE**

- 20.1** The Centre shall conduct its financial transactions through a bank, credit union or other financial institution approved under the Charitable Collections Act.
- 20.2** All cheques, drafts, bills of exchange; promissory notes and other negotiable instruments shall be signed by any two (2) members of the Committee authorized by the Centre.
- 20.3** The financial year shall end on the thirtieth (30th) day of June each year.
- 20.4** Any member who has a financial interest in any contract or project made or proposed to be made with the Centre shall promptly disclose such interest to the Secretary.

**21. THE CENTRE REPRESENTATIVE TO THE ASSOCIATION COUNCIL**

- 21.1** The Centre Representative to the Association Council shall:
  - a. attend all meetings of the Centre and its Committee, all General and Council Meetings of the Association and shall submit reports thereon to the next Committee Meeting;
  - b. as a Member of the Council vote on any matters at Council and in doing so exercise his or her obligations to the Centre when so directed by the Committee on specific issues, for which prior notice has been given.
- 21.2** In the event of a casual vacancy occurring for the office of Centre Representative the Committee may appoint a proxy Representative. The name of the proxy, who shall be an adult member, shall be sent to the Secretary of the Association in writing, prior to the meeting.

## **22. DISSOLUTION**

- 22.1** The affairs of the Centre may be voluntarily wound up by a Special Resolution passed by not less than a three quarter (3/4) majority of Members at a Special General Meeting subject to conditions specified by the Act. On winding up, any surplus funds and other assets shall be distributed to another incorporated association having objects similar to those of the Centre and which is registered for charitable purposes.
- 22.2** Upon dissolution all membership records, minute books, books of account, cheque books, deposit books and other documents of record shall be forwarded to the Secretary of the Association.

## **23. BY –LAWS**

- 23.1** The Centre may make, amend or repeal By-laws not inconsistent with this Constitution or the Constitution and By-laws of the Association.
- 23.2** Any By-laws or amendments must have approval of the Council before implementation.

## **24. LEGAL LIABILITY**

- 24.1** The Centre shall not be legally responsible for or hold itself liable for accident, injury or damage occurring at meetings or functions to any person, rider, horse, or thing.
- 24.2** The Centre shall pay the premium for any insurance which is assessed by the Council as applicable to the Centre.

## **25. NON-PROFIT CLAUSE**

The income and property of the Centre shall be applied solely towards the promotion of the objectives of the Center and no portion of the income or property shall be paid, transferred or distributed directly or indirectly to any Member of the Centre provided that nothing shall prevent the payment in good faith of reasonable and proper remuneration to any officer or employee of the Centre or to any person in return for services actually rendered to the Centre.

## **26. INTERPRETATION**

The Committee shall have the authority to interpret the meaning of the Constitution, By-laws and any matter relating to the Centre which is not covered by the Constitution.

## **27. TRUSTEES**

- 27.1** There may be Trustees who shall be appointed at an Annual General Meeting.
- 27.2** The Trustees shall remain in office until resignation or death or until removed from office by a resolution to that effect passed at an Annual General Meeting.

## **28. CONSTITUTIONAL AMENDMENTS**

Subject to the approval of the Council, this Constitution may be amended by a Special Resolution passed by not less than a three-quarters (3/4) majority of the Members present at a Special General Meeting.

## **29. COMMON SEAL**

- 29.1** The Centre shall have a Common Seal, on which its corporate name shall appear.
- 29.2** The Common Seal shall not be used except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures of any two (2) of the President, Secretary or Treasurer and every use shall be recorded in Committee Minutes.
- 29.3** The Common Seal shall be kept in the custody of the Secretary.

## **30. INSPECTION OF RECORDS, ETC OF THE ASSOCIATION**

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association, excluding the personal medical records and other records of clients.