

CONSTITUTION
of the
WESTERN AUSTRALIAN
ARABIAN HORSE ASSOCIATION (Inc.)

Trading As:
West Australian Arabian Horse Association (Inc.)

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WESTERN AUSTRALIAN ARABIAN HORSE ASSOCIATION (INC)

CONSTITUTION

1. INTERPRETATION

Wherein here used the following terms shall have the meanings in this clause assigned thereto:

1) *Annual General Meeting* means the Annual General Meeting of the Body.

2) *Associate Member* means:

- a) any person who is eighteen (18) years of age and over
- b) any partnership
- c) any firm
- d) any company
- e) any corporation and any association

who is not a General Member or Life Member of the Body and whose application for associate membership or renewal thereof has been approved by the Management Committee in accordance with the Constitution and whose annual associate membership fee has been paid.

3) *Auditor* means the Auditor appointed by the Annual General Meeting of the Body.

4) *Bankers* means such bank or banks at which the Management Committee may from time to time open an account or accounts in the name of the Body in accordance with the Constitution.

5) *Body* means the *Western Australian Arabian Horse Association (Inc.)*

6) *Breed* means Arabian, Anglo Arabian, Arabian Warmblood, Arabian Pony, Arabian Riding Pony, Partbred Arabian, Quarab and Arabian Stockhorse horses as defined in the Regulations.

7) *Chairman* means the Chairman from time to time elected pursuant to the Constitution.

8) *Constitution* means the provision of this Constitution.

9) *Financial Member* a Member of the body who is not in default for more than one (1) months in the payment of any subscription or in the payment of any fees or other money payable by him in accordance with the Constitution.

10) *General Member* means:

- a) any person who is eighteen (18) years of age and over
- b) any partnership
- c) any firm
- d) any company
- e) any corporation and
- f) any association

who is not an Associate member or Life Member of the Body and whose application for the general membership or renewal thereof has been approved by the Management Committee in accordance with the Constitution and whose annual general membership fee has been paid.

11) *General Meeting* means a general meeting of the Body whether annual or special.

12) *Junior Member* means any person who is seventeen (17) years of age or under whose application for Junior Membership of the Body or renewal thereof has been approved by the Management Committee in accordance with the Constitution and whose annual junior membership fee has been paid.

- 13) *Management Committee* means the Management Committee elected pursuant to the Constitution.
- 14) *Member* means any General Member, Associate Member, Junior Member or Life Member.
- 15) *Memorandum and Articles of Association* means the Memorandum and articles of the Association of the Society.
- 16) *Month* means a calendar month.
- 17) *Officer Bearers* include the Chairman, Vice-Chairman and Treasurer.
- 18) *Registrar* means the Registrar appointed by the Management Committee.
- 19) *Regulations* means the Regulations of the Society as promulgated from time to time.
- 20) *Rules* means any lawful rules of the Body as are promulgated by the Management Committee from time to time and they shall be constructed and take effect subject to the Constitution.
- 21) *Secretary* means the Secretary appointed by the Management Committee.
- 22) *Society* means the "Arabian Horse Society of Australia Limited"
- 23) *Sub-committee* means a Committee consisting of at least three (3) members drawn from the Management Committee, with the power to co-opt General members, the formation and purpose to be determined from time to time by the Management Committee.
- 24) *Treasurer* means the Treasurer from time to time elected pursuant to the Constitution.
- 25) *Vice Chairman* means the Vice Chairman from time to time elected pursuant to the Constitution.

2. NAME

The name of the Body shall be the "WESTERN AUSTRALIAN ARABIAN HORSE ASSOCIATION (INC)"

3. OBJECTS

The objects and powers of the body are:

- 1) To promote the improvement of the Breed in Western Australia.
- 2) To promote and encourage the breeding of Arabian pure and derivative horses and to promote the "Breed" in the equestrian pleasure industry, and to conduct suitable events so as to provide opportunities for the Arabian horse owners to compete and enjoy their equestrian activities.
- 3) to advertise and publish any matter and thing in newspapers, periodicals, books or any other media and books the Management Committee on behalf of the Body may think fit.
- 4) to print and publish any newspaper, periodical, book, leaflet or to avail itself of any electronic or other media as the Management Committee on behalf of the Body may think necessary or desirable for the attainment of the objects of the Body.
- 5) to encourage the introduction of the Breed into Western Australia as a breeding and performance horse, and to advise on matters relating to the purchase, transportation and introduction of the Breed into Western Australia.

6) to establish harmonious relations and co-operate with Agricultural Societies in Western Australia with a view, inter alia, of having the Breed fully represented in the Schedule of Prizes at shows, exhibitions and displays conducted by any of those Agricultural Societies.

7) to establish harmonious relations with organisations having objects similar to these objects and to encourage exchanges with organisations of a like nature elsewhere.

8) To purchase, sell, hire, lease, mortgage, charge, encumber, deal with or dispose of any real or personal property in the interests of the body and to appoint Trustees to hold and deal with the same subjects to the provisions of this Constitution.

9) to accept any gift or legacy of any money or property whether subject to any trust or not for any one or more of the objects of the Body.

10) to invest any money of the Body and to borrow and raise money on such terms and in such manner as may from time to time be determined by the Management Committee on behalf of the Body.

11) discharge any responsibilities as may from time to time be delegated to the Body by the board of the Society.

12) to do all things permitted or contemplated by the Memorandum and Articles of Association and the Regulations of the Society in force from time to time as are incidental or conducive to the attainment of the above objects if those things are permitted by the Constitution and the Rules.

4. CLASSES OF MEMBERS

1) The classification of members shall be:

a) * General Member* being one who has paid the prescribed general membership fee and whose application has been accepted in accordance with Sub-Clause 9(11) of the Constitution.

b) * Associate Member* being one who has paid the prescribed associate membership fee and whose application has been accepted in accordance with Sub-Clause 9(11) of the Constitution.

c) * Junior Member* being one who has paid the prescribed junior membership fee and whose application has been accepted in accordance with Sub-Clause 9(11) of the Constitution.

d) * Life Member* being one who has been elected as a life member in accordance with Clause 6 of the Constitution.

e) * Family/Joint:* Family Member being one who has paid the prescribed general membership fee and whose applications has been accepted in accordance with Sub-Clause 9 (11) of the constitution. A Family membership will consist of Adults, and/or their children. Joint membership shall consist of owners of registered horse in joint names. One adult is to be nominated in writing to represent the Family/Joint membership to vote on its behalf (one single vote) and to sit on committee. Any changes to the nominated person must be notified to WAAHA committee in writing.

2) Subject to the Rules any person, partnership, firm, company, corporation or association may be admitted by the Management Committee as a General Member, or as an Associate Member or in the case only of a person if he is under eighteen (18) years of age a Junior Member of the Body upon application being made for membership of a particular class if that application is accompanied by the annual membership fee appropriate for that class of membership

3) An application for any class of membership shall be in such form as may be prescribed from time to time by the Management Committee in respect of that class of membership.

4) The Management Committee may accept or refuse any application to be a General Member, Associate Member or Junior Member of the Body or any application for renewal thereof without obligation to assign any reason therefore.

5. ASSOCIATE MEMBERS AND JUNIOR MEMBERS

An Associate Member and a Junior Member shall enjoy all the privileges of membership of the Body save and except as follows:

1) They shall not be eligible for election to the Management Committee.

2) They shall not be entitled to vote in general Meeting.

3) An Associate Member shall not be entitled to exhibit at any show conducted by the Body at discounted General, Life or Junior Member Rates.

6. LIFE MEMBERSHIP

1) The Management Committee may elect as a Life Member any person who in the opinion of the Management Committee has given exceptional and valued service to the Body or to the Society. The nomination and seconding of a person to be a Life Member is a right vested only in Members of the Management Committee. The election of a Life Member shall be by unanimous resolution of the Management Committee.

2) A Life member elected pursuant to this Clause shall not be liable to pay any annual membership fee. The Management Committee may cancel the election of a Life Member only by a unanimous resolution.

3) A Life Member shall be liable for all fees and other charges (other than membership fees) which may be payable from time to time in respect of the privilege bestowed upon the Life Member.

4) A Life Member shall enjoy all privileges of a General Member.

7. MEMBERSHIP FEES

1) The Management Committee shall from time to time determine the annual membership fee to be payable by General Members, Associate Members and Junior Members.

2) Until otherwise determined the annual membership fee in respect of each class of membership shall be payable on the 1st day of January of each year.

3) Any Member who fails to pay his membership fee by the last day of January of each year shall cease to be a financial member. If his membership fee is not paid by the last day in January in that year, his name shall be deleted from the list of Members of the class to which he belongs and he shall thereupon cease to be a Member of the Body but he shall still be liable for all amounts owing by him.

8. REGISTER OF MEMBERS

1) The Management Committee shall appoint a Registrar whose duties shall include:

a) the maintenance of a register of Members of all classes in which shall be entered and recorded the name and address of each Member of the Body.

b) making the Register available to any Member of the Body for inspection at all reasonable times and upon twenty four (24) hours notice thereof being given to the Registrar.

2) Each member shall promptly notify the Registrar of any changes in his address and notify the Registrar of his new residential address and also his postal address if this varies from his residential address.

9. MANAGEMENT COMMITTEE

1) A Management Committee shall be nominated by postal return and elected by the Financial General and Life Members present at an Annual meeting or by postal vote by members not present.

2) The Management Committee shall manage and control the affairs of the Body and may exercise all its powers and functions.

3) The Management Committee of up to twelve (12) be elected as defined above. The Term of Appointment to the Committee shall be for two (2) Years with Six (6) Members retiring annually. For the first election only, the Six Candidates accumulating the highest aggregates of vote serve for the first two years, and the Six Candidates with the next highest aggregate of votes serve for one year. Thereafter Six Committee Members having served two (2) years retire annually.

4) Candidates for the above positions must be nominated in writing to the Secretary, and signify their acceptance of nomination in writing by a closing date at least forty five (45) days prior to the Annual General Meeting. Ballot papers will be forwarded to all Financial General and Life Members and completed papers must be returned to a Receiving Officer nominated by the Committee by at least twenty four (24) hours prior to the Annual General Meeting. Votes to be opened and counted at the Annual General Meeting by the Returning Officer and a Scrutiniser appointed from outside the Body Membership. Votes submitted at the Annual general Meeting are valid. Election to the Management Committee shall be by simple majority.

5) The Office Bearers of the Body (Chairman, Vice Chairman and Treasurer) shall be elected by the vote of the Financial General and Life Members present at the Annual General Meeting.

6) Any casual vacancy occurring on the Management Committee may be filled by the Management Committee from amongst the Members eligible to be elected to serve on the Management Committee. A Member appointed to fill a casual vacancy shall, subject to the rules, hold office until the expiry of the term of the office of the Management Committee Member he replaces.

7) The Management Committee may at any time and from time to time appoint a Secretary and a Registrar.

8) The Management Committee may appoint Sub-Committees, and may revoke such appointments. It may prescribe the purposes, functions and terms of reference of such Subcommittees.

9) Notwithstanding sub-clause 9(7) hereof the Members eligible to vote at a General Meeting may at an Annual General Meeting at which the Secretary retires decide to appoint a new Secretary provided that at least two (2) Members eligible to vote at a General Meeting not less than twenty eight (28) days prior to such meeting give written notice to the Secretary of their intention to propose such appointment at such meeting and the Secretary gives to the Members not less than twenty one (21) days notice of such intention. An appointment as Secretary may be for such time and on such terms and conditions as to salary and otherwise as the Management Committee shall decide and may be amended or modified or revoked by the Management Committee from time to time except where the law of Western Australia or contractual obligations otherwise require.

10) The salary of any paid Secretary shall be met out of the general revenue of the Body.

11) Any application for membership of the Body or for renewed membership of the Body may be approved by the majority vote of the Management Committee.

12) The Management Committee may appoint from time to time an Executive Committee comprising of the Chairman, Vice-Chairman and one other member of the Management Committee. Such Executive Committee shall have the power to deal with any matters which may arise and require urgent attention between Management Committee meetings.

10. SECRETARY

1) The Management Committee shall subject to the Sub-Clause 9(9) appoint a Secretary whose duties shall include the following:

- a) Summoning and attending all meetings of the Body and of the Management Committee.
- b) to carefully and accurately take minutes of all proceedings at every meeting of the Body and of the Management Committee; record the names of Members present thereat and to keep a book containing a full and correct statement of minutes.
- c) to keep and produce at all times when required by the Management Committee all books, correspondence, vouchers and other papers belonging to or relating to the business of the Body in his keeping or under his control.
- d) to attend to all inward and outward correspondence and to keep copies of both for production at meetings of the Management Committee and where appropriate at General Meetings of the Body.
- e) to carry out such activities as directed by the Management Committee with any other officer appointed by the Body or the Management Committee.
- f) to conform to and observe the Rules in force from time to time.

11. TREASURER

1) The Annual general Meeting shall elect a treasurer whose duties shall include:

- a) being a signatory of the Bank account or Bank accounts of the Body
- b) signing and presenting to General Meetings of the Body the latest financial statements of the Body.
- c) to receive all money on behalf of the Body and forthwith pay them into the Body Bank Account, to issue receipts for cash received or upon request and account for same to the Management Committee.
- d) to receive entries for and generally carry out under the direction of the Management Committee all clerical work in connection with any Show, Gymkhana and other activity of the Body. The Management Committee may appoint a member of the Management Committee to assist the Treasurer in this duty.
- e) to keep or cause to be kept all necessary or proper books of account and financial records.
- f) to ensure that all receipts are properly recorded and accounted for and that all payments are properly vouched and authorised.
- g) to enter in a general Cash Book an account of all money received and paid.
- h) to prepare financial statements yearly and financial statements other than yearly financial statements as required by the Management Committee showing inter alia income and expenditure, a profit and loss account and a statement of assets and liabilities of the Body.
- i) to pay all claims against the Body approved by the Management Committee or where necessary the Executive Committee.

12. FINANCIAL YEAR

1) Until otherwise determined at a General Meeting by Members entitled to vote thereof each financial year of the Body shall commence on the first day of January in each calendar year.

13. BANK ACCOUNT

- 1) The Body's Bankers shall be such Bank or Banks as the Management Committee shall from time to time decide and an account or accounts shall be opened in the name of the Body with the Body's Bankers at such place or places as the Management Committee may from time to time decide.
- 2) Subject to sub-clause 13(3) hereof the Body's banking account shall be operated upon in the name of the Body in such manner as the Management Committee from time to time directs.
- 3) Cheques drawn on the Body's banking account shall be signed by any two of the Chairman, Treasurer or Secretary
- 4) All money, cheques and negotiable instruments received by or for the Body shall forthwith be paid without deduction to the credit of the Body's banking account.

14. AUDITOR

- 1) The Members entitled to vote at a general Meeting shall at each Annual General Meeting appoint an Auditor who shall be a qualified accountant and a member of either the Institute of Chartered Accountants in Australia or of the Australian Society of Accountants and such appointment shall be at such fee and upon such conditions as the Members entitled to vote at a General Meeting may prescribe.
- 2) The Auditor's fee (if any) shall be payable from the revenue of the Body.

15. ANNUAL GENERAL MEETING

The Annual General Meeting of the Body shall be held annually at such time, within 4 months of the end of the Body's financial year, and place as the Management committee may determine.

16. GENERAL MEETINGS OF THE BODY

- 1) A quorum of a general Meeting of the Body shall be twenty (20) Members entitled to vote at that meeting present in person. In the event that a quorum is not present within half an hour of the time appointed for the commencement of the meeting the Chairman or in his absence the Chairman presiding pursuant to Clause 19 hereof may postpone the meeting to such place date and time as may be considered by him to be suitable.
- 2) At every General Meeting each Member entitled to vote thereat and who attends such meeting shall have one (1) vote and may only vote in person.
- 3) In respect of every Member entitled to vote at a General Meeting, if that Member is a partnership, or firm, a company, or corporation or an association, then that Member may in writing or if that Member is a company, corporation or incorporated association, then that Member may under its Common Seal, nominate a person who need not be a Member to attend and vote on its behalf at General Meetings of the Body and such appointment shall not constitute that person to be a proxy of that member.
- 4) Every General Meeting shall be convened by the Secretary pursuant to and in accordance with such directions as may be given to him by:
 - a) the Chairman or the Vice-Chairman if the Chairman is not in Western Australia; or
 - b) a resolution of the Management Committee; or
 - c) a requisition signed by at least twenty (20) members entitled to vote at such meeting.
- 5) The order of business as applicable to Management Committee Meetings shall apply mutatis to general Meetings of Members.

17. MANAGEMENT COMMITTEE MEETINGS

- 1) The Management Committee shall meet so often and at such time or times and at such place or places as the Management Committee may from time to time determine.
- 2) The quorum for the meeting of the Management Committee shall be 50% plus 1 members of the Management Committee present in person at the meeting
- 3) Until otherwise determined by Management Committee the order of business at a Management Committee meeting shall be:
 - a) the reading of the minutes of the previous meeting of the Management Committee.
 - b) the adoption of the minutes of the previous meeting of the Management Committee,
 - c) consideration of the business arising out of the minutes of the previous meeting of the Management Committee.
 - d) the presentation of sub-committee reports.
 - e) the adoption of sub-committee reports.
 - f) the presentation of correspondence and the replies thereof.
 - g) the presentation of applications for Membership of the Body and the voting for new Members of whatever class.
 - h) any other business the Chairman may direct.
 - i) general business.
- 4) the Management Committee may adjourn from time to time its meeting to such time and place as the Management Committee may determine.
- 5) Management Committee meetings shall be convened by the giving of such prior notice as the Management Committee may from time to time determine.
- 6) Except as otherwise provided by the Rules the Management Committee may regulate its own meetings.
- 7) in all matters coming before the Management Committee for determination the Chairman shall have a deliberative and when necessary a casting vote.
- 8) if a Member of the Management Committee fails to attend two (2) consecutive meetings of the Management Committee without tendering an apology to the Management Committee or absents himself from three (3) meetings in anyone year without such apology having been tendered his position on the Management Committee will be vacated at the absolute discretion of the Management Committee.

18. PRESIDING AT MEETINGS

The Chairman of all meetings (*Presiding Chairman*) whether General Meetings or Meetings of the Management Committee or of a Sub-Committee shall be:

- 1) The Chairman if present or failing him the Vice-Chairman.
- 2) If the Chairman of Directors of the Society be present he may preside at the invitation of the Chairman or if he is not present at the invitation of the Vice-Chairman.
- 3) If no Chairman is available pursuant to sub-clause 19(1) and 19(2) hereof then the meeting shall elect a Chairman from amongst those members present who are entitled to vote at such a meeting.

19. NOTICE CONVENING MEETING OF THE BODY

- 1) a GENERAL Meeting shall be convened by not less than twenty one (21) days notice in writing

specifying the time and place at which such meeting is to be held, the Agenda and if a special resolution is to be moved there at, the content of that special resolution.

2) Notice of a General Meeting shall be given to every General Member, every Associate Member, every Junior Member and every Life Member.

3) A notice of a General Meeting shall be deemed to have been given if:

a) delivered to a Member personally.

b) addressed to a Member at his registered address and delivered to that address or

c) if addressed to a Member at his registered address and posted (postage prepaid) to him. Any notice so posted shall be deemed to have been given at the expiration of forty eight (48) hours from the time of posting.

20. PROCEDURE

1) At any meeting the presiding Chairman's ruling shall be final in all matters of order, procedure and practice.

2) Business on the agenda for any meeting and which has not been completed or dealt with at such meeting may be completed or dealt with as the case may be at any adjournment of the meeting.

3) The meeting may by resolution from time to time adjourn its meeting to such a place and time as may be determined.

4) No objection shall be made as to the validity of any vote except at the meeting at which such vote is tendered; every vote recorded and not disallowed at such meeting shall be deemed to be valid for all purposes whatsoever. The Presiding Chairman shall be the sole and absolute judge (but subject to the provisions of this Constitution) of the validity of all votes tendered or cast at any meeting and he may at his discretion allow or disallow any vote tendered or cast which is not tendered or cast as provided in this Constitution.

5) Minutes of the proceedings of all the meetings shall be recorded by the Secretary in a minute book kept for that purpose. The Minutes shall be verified and signed by the Presiding Chairman of the Meeting to which they relate or shall be verified at the next succeeding meeting and signed by the Presiding Chairman of that meeting. When signed the Minutes shall be prima facie evidence of the facts stated therein.

21. CONDUCT OF MEMBERS

1) No member shall so conduct himself as to bring the Society, the Body or himself as such a Member or any other Member into discredit.

2) If it appears to the Management Committee that any Member is guilty of a breach of the provisions of the Constitution or of the Rules or be guilty of any misconduct the Secretary if directed so to do by the Management Committee shall give notice in writing to that Member to appear before the Management Committee at a time and place specified in the notice and the Management Committee may make such enquiry as it considers appropriate in the circumstances and may in the exercise of its judgment either reprimand that Member, or inflict upon that Member such fine (not exceeding ONE HUNDRED DOLLARS (\$100) in respect of anyone breach) as the Management Committee may think proper after due enquiry and after considering the circumstances of the case or may forfeit the Members membership of the Body whereupon the Secretary shall in writing inform the Member or Ex-member of the determination of the Management Committee PROVIDED THAT the Member shall be informed in writing of any breach or misconduct and he shall be given twenty one (21) days in which to answer any charges that may be laid against him and to provide any explanation or evidence that he considers desirable and he shall be given the opportunity to appear in person and to address the Management

Committee concerning the alleged breach or misconduct and to answer any charge and to furnish to the Management Committee evidence or explanation as the circumstances may warrant.

22. TERMINATION OF MEMBERSHIP

A Member shall cease to be a Member of the Body:

- 1) if he submits his written resignation addressed to the Management Committee to the Registrar or Secretary to that effect:
- 2) if he shall die or being a company go into liquidation or being a firm shall be dissolved PROVIDED THAT the estate of a deceased Member may be that deceased Member's legal personal representative and a company in liquidation may by its liquidator continue as a Member if notice in writing to that effect is given by the legal personal representative or by the liquidator (as the case may be) to the Registrar or Secretary:
- 3) if, pursuant to a resolution passes by a three-fourth majority of the Members entitled to vote at a General Meeting who are present and voting at a meeting, the Member is requested to resign and if the Member has not resigned at or before the expiration of thirty (30) days from the date of such resolution; and
- 4) if the Member is called upon pursuant to a resolution of the Management Committee to resign his membership and fails to do so within thirty (30) days thereafter.

23. LIMITATION OF CLAIMS

No member shall have any claim against the Body or against any member of the Management Committee or any other Member or employee of the Body or of the Management Committee in respect of any act, matter or thing done or omitted to be done or decision made in good faith and in accordance with the Constitution.

24. APPEALS

Every determination of the Management Committee affecting a Member or an application for membership or renewal thereof shall be subject to appeal to a General Meeting of the Body at the instance of that Member and any two General Members PROVIDED that such appeal shall be lodged with the secretary within one (1) calendar month of the determination of the Management Committee.

25. APPLICATION OF BODY PROPERTY AND INCOME

The income and property of the Body however derived shall be applied solely towards the exercise of the powers and attainment of the objects of the Body as set forth herein PROVIDED that nothing herein shall prevent payment in good faith or remuneration to any official and servant of the Body or other person in return for services actually rendered to the Body.

26. WINDING UP OF BODY

The Body may be dissolved or wound up by a special resolution at any general meeting or at a special general meeting called for such purpose. If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purpose of profit or gain to its individual members, and which association shall be determined by resolution of the members.

27. VALIDITY OF BODY DECISIONS

All acts done by or with the authority of a general Meeting, of an Annual General Meeting or of the Management Committee or of any Sub-Committee shall be valid and effectual notwithstanding that it shall be afterwards discovered that there was some defect in the convening of the constitution of that Meeting or a question has arisen as to the eligibility of any person to attend or vote at any meeting or in respect of any determination.

28. INDEMNITY TO OFFICERS

1) Every office bearer and employee appointed by the Body or by the Management Committee and every member of the Management Committee shall be entitled to be indemnified out of the funds of the Body against any loss, expense or liability incurred or sustained by him in the bona-fida and proper exercise of his duty PROVIDED THAT a special expense statement in respect thereof shall be submitted to and approved by the Management Committee for all claims under this clause.

2) Neither the Body nor any member of the Management Committee shall be liable at the instance of any Member for an act or omissions purporting to be done or omitted pursuant to the Constitution and the Rules or purported to be done pursuant to authority given by the Management Committee.

29. ALTERATIONS TO CONSTITUTION

This constitution maybe amended by special resolution carried by three quarters (3/4) majority of votes of the Members present and entitled to vote at a General Meeting of Members and voting in person at a General Meeting of Members PROVIDED THAT at least twenty one (21) days prior written notice of intention to amend this Constitution shall be given by the Secretary together with a copy of the resolution proposed to be moved in accordance with Clause 19 hereof.

30. SEAL

The Body shall have a common seal which shall be kept in the custody of the Secretary. There shall be THREE (3) seal holders for the purpose of affixing the seal to any document and the Management Committee shall from time to time (whether members of the Management Committee or not but who in any event shall be a General or Life Member) to be the seal holders and may at any time remove a seal holder and appoint another in his or her place.

The seal shall not be affixed to any document except by order of the Management Committee and such affixation shall be countersigned by any TWO (2) of the seal holders. The Secretary shall keep a record of all documents to which the seal shall be affixed.

31. INTERPRETATION OF THE CONSTITUTION

If any matter arises in respect of which this Constitution does not provide or if there is doubt as to the interpretation of this Constitution, the Management Committee shall interpret this Constitution and until this Constitution can be amended to provide for additional matters not contemplated by this Constitution, the Management committee may promulgate temporary Rules Relating to that matter or those matters, such temporary rules to lapse at the time that General Meeting is called to consider amendments to this Constitution and if the amendments sought to replace those Rules are rejected the those rules nor any rules similar thereto shall not be promulgated again.