



ASSOCIATIONS INCORPORATIONS ACT 1985

RULES OF THE YANKALILLA, RAPID BAY AND MYPONGA. AGRICULTURAL AND HORTICULTURAL SOCIETY INCORPORATED

1. NAME

The name of the incorporated association is The Yankalilla, Rapid Bay and Myponga Agricultural and Horticultural Society Incorporated referred to herein as 'the Society'.

2. SITUATION

The Society is situated at Yankalilla in the state of South Australia

3. DEFINITIONS

- 3.1 'The Society' means The Yankalilla, Rapid Bay and Myponga Agricultural and Horticultural Society incorporated
- 3.2 'Office Holder' means President, Vice President, Secretary and Treasurer.
- 3.3 'The Act' means Associations Incorporation Act 1985—as amended.
- 3.4 'Member' means a financial member of the Society.
- 3.5 'Life Member' means a person elected to membership of Society for life by resolution of an annual general meeting of members.

4. OBJECTS OF THE SOCIETY

- 4.1 To encourage and promote the agricultural, pastoral, horticultural and industrial interests and the production of livestock in the area of the District Council of Yankalilla.
- 4.2 To hold exhibitions for;-
 1. The display of horses, cattle, sheep and other livestock.
 2. Such arts and crafts as may be deemed advisable
 3. Pastoral, agricultural, dairying, farm and garden produce of all kinds.
 4. Machinery and manufacturers
- 4.3 To provide and maintain a Hall, other buildings and land for holding exhibitions and for social and recreational meetings and gatherings for persons living in the area of the District Council of Yankalilla.
- 4.4 To apply the revenue of the said hall and buildings in payment of current and working expenses, interest (if any), rates, taxes, repairs and other expenses
- 4.5 To improve, add to, and equip the hall, buildings and premises thereafter for such local purposes for the benefit of the persons living in the area of the District Council of Yankalilla.
- 4.6 To lease, let or otherwise deal with the hall, buildings and lands
- 4.7 To take consistent steps to encourage broad community involvement in all of its activities by providing equitable access for people with disabilities and promoting inclusion of all residents and attendees at events regardless of age, gender, or ethnicity.
- 4.8 To do all such other things as may be incidental to the attainment of such objects.

5. POWERS

The Society shall have the following powers for the purpose of carrying out its objects, subject to the Act.

- 5.1 Acquire, hold, deal with, and dispose of any real or personal property; and
- 5.2 Administer any property on trust; and

5.3 Open and operate bank or financial institution accounts (Authorised Deposit-Taking Institution accounts); and

5.4 Invest its moneys-

1. In any security in which trust moneys may, by Act of Parliament, be invested; or
2. In any other manner authorised by the rules of the Society; and
3. borrow money upon such terms and conditions as the Society thinks fit; and
4. give such security for the discharge of liabilities incurred by the Society as the Society thinks; and
5. appoint agents to transact any business of the Society on its behalf; and
6. enter into any other contract it considers necessary or desirable

6. MEMBERSHIP

6.1 Any person who supports the objects of the Society and agrees to be bound by its rules, and who applies for membership of the Society, upon the acceptance of the application by the committee and upon payment of the first annual subscription the applicant shall be a member of the Society.

6.2 Life membership may be conferred on any member who is deemed to have given meritorious service to the Society and is elected to life membership by resolution of an Annual General Meeting of members

6.3 Life members shall be excused subscription

6.4 The names of all members shall be kept in a data base by the secretary or other nominated person and no person shall be entitled to any privilege by virtue of membership unless they have been enrolled.

6.5 The data base of members may be inspected by any member of the Society at any reasonable time

7. SUBSCRIPTIONS

6.1 The subscription fees for membership shall be such sum as the members shall determine from time to time in a general meeting.

6.2 The subscription fees shall be payable annually on 1st July or at such other time as the committee shall determine from time to time

6.3 Any member whose subscription is outstanding for more than three months after the due date for payment shall cease to be a member of the Society, provided always that the Committee may reinstate such a person's membership on such terms as it thinks fit.

8. RESIGNATION

A member may resign from membership of the Society by giving written notice thereof to the secretary or public officer of the Society. Any member so resigning shall be liable for any outstanding subscriptions that shall be recovered as a debt due to the Society.

9. PROHIBITION AGAINST SECURING PROFITS FOR MEMBERS

The assets and income of the Society shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members except as bona fide remuneration for services rendered or expenses incurred on behalf of the Society.

10. MEETINGS OF THE SOCIETY

- 10.1 The Annual General Meeting of the members of the Society shall be held in November in every year. Such meeting shall be convened by a notice emailed or posted to each member at least fourteen days prior to the date for the holding of such meeting and setting out the purpose for which the meeting has been called.
- 10.2 A special general meeting of the members of the Society shall be convened in the same manner. This notice shall contain a statement setting forth the purposes for which such a meeting is called. Any such special general meeting may be called by the committee and contain a statement setting forth the business for which such a special general meeting is desired.
- 10.3 No member of the Society shall be entitled to vote at any annual or special general meeting unless such member is a financial member of the Society. The chairperson of the annual or any special general meeting shall have a deliberating casting vote.
- 10.4 At each annual or special general meeting 10 members shall form a quorum. In the event of no quorum being present at any meeting the Chairperson shall adjourn such meeting to a time and place to be decided by such Chairperson. The adjourned meeting shall take place notwithstanding the number of persons in attendance

11. MANAGEMENT OF THE SOCIETY

- 11.1 The management of the Society shall be vested in a Management Committee, hereafter referred to as the Committee, consisting of President, and two Vice presidents, Treasurer, Secretary and other persons elected at the Annual General Meeting of the members of the Society. An independent third party shall be appointed to review the accounts annually.
- 11.2 This committee structure may be varied by majority agreement of the committee to suit particular purposes at any time as long as the essential committee structure remains the same
- 11.3 Any casual vacancy among the office holders or other members of the committee shall be filled by the remaining members of the committee. Any member so appointed shall hold office until the next annual election of the committee
- 11.4 All members of the Committee shall remain in office until their successors are appointed. The President and Secretary shall hold office for 2 years from appointment, the Vice President and Treasurer positions shall hold office for 2 years but be elected on a biennial alternative basis. The remaining committee members shall be elected annually.

12. THE TREASURER AND SECRETARY

The Treasurer and Secretary shall have the following powers and duties:

- 12.1 To carry out such instructions as may be from time to time be given by the Committee.
- 12.2 To do all the clerical work of the Society

12.3 To handle all moneys of the Society and pay all authorised accounts and issue receipts for moneys received on behalf of the Society.

12.4 To summon meetings of the members of the Society and the Committee, to attend such meetings and record proceedings, and do all such acts and things as will at all times adequately and properly record all proceedings of the Society.

13. PUBLIC OFFICER

The Act requires a Public Officer for Incorporated Associations.

13.1 The Secretary shall be the Public Officer of the Society unless otherwise determined by the Committee.

14. COMMON SEAL

The Common Seal of the Society shall not be affixed to any deed or instrument without a resolution of the Committee to that effect. All instruments requiring execution or authentication of the Society shall be sealed with the Common Seal and countersigned by the President and Secretary or Treasurer.

15. POWERS AND PROCEEDINGS OF THE COMMITTEE

15.1 The Society and the property and affairs thereof shall be under the control and management of the Committee

15.2 In addition to all powers hereby expressly conferred upon them and without detracting from any other regulation, the Committee shall have the following powers, namely:-

(1) To expend the funds of the Society in such manner as they shall consider most beneficial for the purpose of the Society and to invest in the name of the Society such part thereof as they may think fit and to direct the sale or transposition of any such sale for the purposes of the Society. Provided that the Committee shall not enter into contracts for and expend any funds of the Society in excess of \$15,000 at any one time without the consent of the members given at a general meeting called for that purpose.

(2) To borrow such moneys as may be approved at any annual or special general meeting of the members of the Society upon the security of any of the property of the Society or otherwise.

15.3 To lease, let, or hire for such period and to such persons and at such rates of hire as they may think fit, the hall, buildings and lands or any part of the property of the Society, provided that said hall, buildings and lands shall not be let, leased or hired for any period exceeding twelve months without the consent of the members having been given at a Special General Meeting called for that purpose.

15.4 To delegate all or any of their affairs to any subcommittee

15.5 To make and from time to time repeal or alter any bylaws as to the management of the Society and the affairs thereof and the duties of any officers or servants of the Society and the conduct of business by the Committee provided that these are not inconsistent with the rules of the Society.

15.6 Generally to do all things necessary or expedient for the conduct of the affairs of the Society not otherwise provided for

15.7 The Committee shall meet every three (3) months or more frequently for the purpose of business and may adjourn and otherwise regulate its meeting as it may see fit.

- 15.8 At all Committee meetings, half of the current committee members plus one shall be a quorum. The chairperson of the Committee or any two members thereof may whenever he/she or they shall think fit, convene a meeting of the committee.
- 15.9 Notice of every meeting of the Committee shall be communicated to each member of the Committee either manually or electronically to the usual or last known place of abode within the State of South Australia at least three days before such meeting unless urgent circumstances require shorter notice, but the proceedings of any meeting shall not be invalidated by any irregularity in respect of such notice or the non-receipt thereof by any member.
- 15.10 A record of the business transacted at every meeting of the Management Committee shall be recorded by the Secretary and circulated to all Committee Members as soon as is practicable after the meeting. These minutes shall be confirmed, with or without amendment, at the next Committee meeting.
- 15.11 The President shall preside at all meetings of the Committee and at all meetings of the members duly convened as aforesaid at which he/she is present and in the event of his/ her absence from any meeting of the Committee one of the Vice Presidents shall preside and in the absence of the President and all the Vice Presidents the members then present shall appoint one of their number to preside at such meeting. The President, Vice President (if presiding or other member so appointed to preside at a meeting of the committee) shall have a deliberate and casting vote.
- 15.12 Any office holder or other member of the Committee may resign upon giving the Committee at least one calendar months notice in writing of their intention to do so.
- 15.13 Certain persons may not be members of the committee as prescribed in Division 1, Section 30 of the Act.
- 15.14 A special general meeting is required to alter the rules of the Society.
- 15.15 Any act or thing that the Committee is authorised or empowered to do may (except as herein expressly otherwise provided) be done by a majority of the members present at any duly convened meeting of the Committee.

16. WINDING UP

The Society may be wound up in the manner provided for by the Act.

17. APPLICATION OF SURPLUS ASSETS

- 17.1 If after winding up of the Society there remains "surplus assets" as defined in the Act, such surplus assets shall be distributed to any organisation which has similar objects and rules prohibiting the distribution of its assets and income to its members.
- 17.2 Such organisation or organisations shall be identified and determined by a resolution of members in a general meeting.

Amended November 15th 2021



Secretary and Public Officer