

**THE NEW SOUTH WALES NSW STATE COMMITTEE
OF HIGHLAND DANCING INCORPORATED**



Constitution and Rules of the Association

ABN 4773 1463 964

Updated 2021

Based on

New South Wales Fair Trading, 2016

Model Constitution

Under the Association Incorporation Act 2009

Registration Number Y0794748

Date of incorporation 12 July 1989

Registered with NSW Fair Trading on 11 March 2022

INDEX**PAGE**

Part 1 PRELIMINARY	3
1.1 Definitions	3
1.2 Interpretation	3
1.3 Purposes and Aims	4
1.4 Objectives	5
Part 2 MEMBERSHIP	5
2.1 Classes of Members	6
2.2 Application for Membership	6
2.3 Cessation of Membership	7
2.4 Resignation of Membership	7
2.5 Termination of Membership	7
2.6 Membership Entitlements Not Transferable	8
2.7 Register of Members	8
2.8 Fees and Subscriptions	9
2.9 Members Liabilities	9
2.10 Resolution of Disputes	9
2.11 Disciplining of Members	10
2.12 Right of appeal of Disciplined Member	10
Part 3 THE EXECUTIVE COMMITTEE	11
3.1 Powers of the Executive Committee	11
3.2 Composition and Membership of the Executive Committee	11
3.3 Election of Office Bearers / Executive Committee	12
3.4 Role of the President	13
3.5 Role of the Vice-President	13
3.6 Role of the Secretary	13
3.7 Role of the Public Officer	14
3.8 Role of the Treasurer	14
3.9 Role of the Registrar	15
3.10 Casual Vacancies on the Executive Committee	15
3.11 Removal of Executive Committee Members	16
Part 4 MEETINGS	16
4.1 Executive Committee Meetings	16
4.2 NSW State Committee General Meetings	17
4.3 Judges and teachers Sub-Committee Meetings	17
4.4 Competition Organisers Meetings and Scrutineering Session	18
4.5 Annual general Meetings	18
4.6 Special general Meetings	19
4.7 Notice	19
4.8 Making of Decisions	20
4.9 Special Resolutions	20
4.10 Voting Rights	21
4.11 Proxy Votes Not Permitted	21
4.12 Postal or Electronic Ballots	21
4.13 Use of Technology at Meetings	21
Part 5 MISCELLANEOUS	22
5.1 Insurance	22
5.2 Funds - Source	22
5.3 Funds – Management	22
5.4 Association is Non-Profit	22
5.5 Distribution of Property on Winding Up of Association	22
5.6 Change of Name, Objects and Constitution	23
5.7 Custody of Books Etc	23
5.8 Inspection of Books Etc	23
5.9 Service of Notices	23
5.10 Financial Year	24
5.11 NSW Fair Trading	24

Part 1 PRELIMINARY

NAME

The name of the association is The New South Wales State Committee of Highland Dancing Incorporated (hereafter referred to as the NSW State Committee or NSWCHDI)

1.1 DEFINITIONS

In this constitution:

Secretary means:

the person holding office under this constitution as secretary of the association

The Act means:

the *Associations Incorporation Act 2009*.

The Regulation means:

the *Associations Incorporation Regulation 2016*.

“Office Bearer” mean: a person elected or appointed to the position of president, vice president, secretary, treasurer of the NSW State Committee in accordance with the provisions of this Constitution

“Committee Member” means: a person elected or appointed to the position of member association delegate, associated association delegate, Judges and Teachers Sub-Committee delegate and the registrar of the NSW State Committee in accordance with the provisions of this Constitution

“Executive Committee” means: the office bearers and committee members

In this constitution:

1. The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.
2. where in relation to any matter the Model Rules (Section 11 of the *Associations Incorporation Act 2009*) make provision but the constitution of this association do not make provision, the provisions of the Model Rules shall, in relation to that matter, be deemed to be included in the constitution of this association.
3. “written notice, requisition or signature” means in a format handwritten, printed and/or communicated by electronic means

1.2 INTERPRETATION

1. **“RSOBHD”** means The Royal Scottish Official Board of Highland Dancing, Edinburgh, Scotland
2. **“ABHDI”** means The Australian Board of Highland Dancing Incorporated
3. **“Member Association”** means an association which meets with all the following conditions

- a) That the association is one that adheres to the rules and dance techniques of the RSOBHD and ABHDI
- b) That the association is an Australian Examining Body which is recognised by the ABHDI conducting examinations in the techniques of Highland Dancing at least once in a calendar year
- c) That membership of the association includes qualified teachers, and registered adjudicators recognised as such by ABHDI
- d) That the association has been approved as a "member association" by a special resolution of the NSW State Committee

4. **"Associated Association"** means

An association that is considered by the NSW State Committee to be a substantial association, be a continuing organisation with a set constitution, have adequate Highland Dancing technical representation in its membership, be a body which adheres to the rules and techniques of the RSOBHD and the ABHDI, and has been approved as an Associated Association by a special resolution of the NSW State Committee

5. **"Technical person"** means

a) Registered Adjudicator / Judge

A person who has passed the Judges Test conducted by either the RSOBHD or the ABHDI, who is currently financial with the ABHDI and the RSOBHD (if an RSOBHD Judge), who has currently attended the necessary meetings as required by the RSOBHD/ABHDI, who is on the current Judges Panel of either

The Royal Scottish Official Board of Highland Dancing, Edinburgh, Scotland or The Australian Board of Highland Dancing Inc.

b) Teacher

A person who maintains teacher membership of an examining body recognised by ABHDI or RSOBHD and signs the ABHDI Code of Ethics annually

6. **Judges and Teachers Sub-Committee** – Set up by the NSW SCHDI under the rules of the RSOBHD and ABHDI and consisting of only technical persons

7. **"Registrar"** means

A person who is appointed / elected on an annual basis by the NSW State Committee members at the Annual General Meeting

8. **"Competition Organisation"** means

An organisation approved by the NSW State Committee to conduct a registered Highland Dancing Competition and/or Championship under the Rules of the RSOBHD/ABHDI and consists of a minimum of three (3) financial members.

NOTE: as per ABHDI Constitution By-Laws, under the heading "Competition Organisation" an individual cannot be accepted as a Competition Organiser.

1.3 **PURPOSES AND AIMS:**

To govern and arbitrate technicalities of Highland Dancing in New South Wales and to implement at a State level the aims and objects set forth below.

- 1. To bring about co-operation between, and to assist Australian Examining Bodies, Judges, Teachers and Associated Highland Dancing Associations (operating independently in New South Wales), and other Societies, Competition Organisers and individuals interested in Highland Dancing

2. To advance the technique of Highland Dancing and to ensure as far as possible that all Teachers teach the correct technique as set by the RSOBHD
3. To carry out the rules of ABHDI and RSOBHD subject to such modification as may be necessary to meet local conditions
4. To encourage the conduct of competitions in NSW in a proper manner and to ensure that all Championships/ Scottish National Dance Premiership (SNDP) in New South Wales are registered with the ABHDI.

1.4 OBJECTIVES:

1. To promote, manage, and encourage Highland Dancing in New South Wales
2. To encourage, manage, co-ordinate and control (where applicable) Championships, Scottish National Dance Premiership (SNDP) and competitions approved by the NSW State Committee
3. To govern, arbitrate and control the rules and technicalities of the ABHDI and RSOBHD in NSW
4. To assist and co-operate with Members, and to hear, determine, settle and assist in resolving disputes
5. To effect co-ordination and co-operation between all Associations, Organisations, Societies and individuals associated with Scottish Highland and National Dancing within NSW
6. To affiliate with and further the aims of the ABHDI
7. To deal with any other matters which the NSW State Committee may deem to be in the interest of the ABHDI and RSOBHD

Part 2 MEMBERSHIP

- 2.1 CLASSES OF MEMBERS - As described under Point 1.2 - INTERPRETATION** of this constitution
The membership of NSWCHDI will consist of –

1. Member Associations

This class of membership includes Examining Bodies with members resident in NSWCHDI area of control that exist for the purpose of conducting amateur and professional highland dancing examinations in NSW and consists of a minimum of seven (7) financial members resident in NSW.

- Each Member Association may be represented by three (3) delegates and will have three (3) votes. A Member Association may appoint a lesser number of Delegates, without affecting its full voting rights
The numbers in this category will be unlimited.

2. Associated Association

This class of membership includes an association in which all Office Bearers are elected from all members of the Association, the membership of the Association not being restricted to members of any particular studio and consists of a minimum of five (5) financial members resident in NSW.

Each Associated Association may be represented by one (1) delegate and will have one (1) vote.
The numbers in this category will be unlimited.

3. **Adjudicator Members**

All Adjudicators residing in the State of New South Wales, will have one (1) vote at general meetings.
The numbers in this category will be unlimited.

4. **Teacher Members**

All Teachers residing in or, actively teaching in the State of New South Wales are entitled to have one (1) vote at general meetings - If more than one (1) teacher from the same studio is present, then that studio will only have one (1) vote.
The numbers in this category will be unlimited

5. **Competition Organisations**

A Competition Organisation is one formed to conduct Highland Dancing competitions in NSW in accordance with RSOBHD and ABHDI rules and consists of a minimum of three (3) financial members.

Each Competition Organisation may be represented by one (1) delegate at general meetings - Competition Organisation Delegates are not entitled to a vote

6. **Honorary Members**

Judges resident in NSWCHDI area of control who have been recognised as an Honorary Judge by either RSOBHD or ABHDI.

Any other individuals appointed by NSWCHDI at its discretion, who, because of their outstanding contribution to Highland Dancing in NSWCHDI area of control, warrant recognition.

Honorary Members are **not entitled to a vote** and will pay no fees.

Any member who qualifies under more than one (1) category of membership will only be entitled to one (1) vote at any meeting attended

2.2 APPLICATION FOR MEMBERSHIP

1. An application by a person or Association for membership of the State Committee:
 - a) must be made in writing (including by email or other electronic means), in the form determined by the Executive Committee, and
 - b) must be lodged (including by electronic means), with the secretary of the NSW State Committee.
2. As soon as practicable after receiving an application for membership, the secretary must refer the application to the Executive Committee, which is to determine whether to approve or to reject the application.
3. Before approving the membership of any Association, Organisation, Judge or Teacher, they must satisfy NSWCHDI that they accept the standards and techniques of Highland Dancing as laid down by the RSOBHD.
4. Before becoming a member, Teachers and Judges should submit to NSWCHDI proof of membership of an Examining Body, Working with Children (WWC) certificate and a signed code of ethics

5. Before becoming an Association member, the Constitution of each proposed Association should be submitted to and approved by NSWCHDI along with a list of its executive and financial members.
6. As soon as practicable after the Executive Committee makes that determination, the secretary must:
 - a) notify the applicant in writing (including by email or other electronic means) that the Executive Committee approved or rejected the application (whichever is applicable), and
 - b) if the Executive Committee approves the application, request the applicant to pay (within the period of 28 days) the annual subscription payable under this constitution.
7. The secretary must, on payment by the applicant of the amounts referred to in subclause (6) (b) within the period referred to in that provision, enter the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the NSW State Committee.

2.3 CESSATION OF MEMBERSHIP

A person ceases to be a member of the NSW State Committee if the person:

- a) dies, or
- b) resigns membership, or
- c) is expelled from the NSW State Committee, or
- d) fails to pay the annual membership fee under clause 2.8 within 6 months after the fee is due.

2.4 RESIGNATION OF MEMBERSHIP

1. A member of the NSW State Committee may resign from membership of the NSW State Committee by first giving to the secretary written notice of at least 1 month (or any other period that the Executive Committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
2. If a member of the NSW State Committee ceases to be a member under subclause (1), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

2.5 TERMINATION OF MEMBERSHIP

1. Any Association, Organisation, Judge or Teacher who fails to pay the subscription due by 31 March in that particular year will incur a penalty of an addition of ten percent (10%) for as long as the fee remains unpaid up to a maximum period of six (6) months. If the fee remains unpaid after this time, such Association, Organisation, Judge or Teacher will cease to be a member or have the right to be represented by delegate members.
2. If a member or its delegate –
 - a) is convicted of an indictable offence
 - b) fails to comply with any of the provisions of this Constitution; or

- c) conducts themselves in a manner considered to be injurious or prejudicial to the character or interests of NSWCHDI or the Child Protection Act 1999

The Executive Committee will determine whether their membership should be terminated. When determining this action, consideration should be given to whether the misdemeanor is of a sufficient nature to be detrimental to the objectives of the NSWCHDI.

3. A 75% majority of members in attendance at any Annual General or Special General Meeting may by resolution, expel the member/delegate. However, in all cases, the member/delegate will be given at least one (1) month's written notice of the particulars of the charge and the proposed motion.
4. The member/delegate concerned will be given a full and fair opportunity of presenting their case and if NSWCHDI resolves to terminate their membership, it will instruct the Secretary to advise the member/delegate in writing accordingly. Membership will cease fourteen (14) days after the Secretary has communicated the determination.
5. Any member/delegate expelled, or resigning will forfeit all claims on the funds of NSWCHDI and will not be entitled to any reimbursement of subscriptions paid.
6. Any Association, Organisation, Judge or Teacher may re-affiliate with NSWCHDI in accordance with this Constitution.

2.6 MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

A right, privilege, or obligation which a person / organisation has by reason of being a member of the NSW State Committee:

1. Is not capable of being transferred or transmitted to another person / organisation, and
2. Terminates on cessation of the person's / organisation's membership.

2.7 REGISTER OF MEMBERS

1. The secretary must establish and maintain a register of members of the NSW State Committee (whether in written or electronic form) specifying the name, postal, residential, phone number and email address of each person / organisation who is a member of the NSW State Committee together with the date on which the person / organisation became a member.
2. The register of members must be kept in New South Wales:
 - a) at the main premises of the NSW State Committee, or
 - b) if the NSW State Committee has no premises, at the NSW State Committee's official address.
3. The register of members must be open for inspection, free of charge, by any member of the NSW State Committee at any reasonable hour.
4. A member of the NSW State Committee may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
5. If a member requests that any information contained on the register about the

member (other than the member's name) that information must not be made available for inspection.

6. A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the NSW State Committee or other material relating to the NSW State Committee, or
 - b) any other purpose necessary to comply with a requirement of the Act or the Regulation.
7. If the register of members is kept in electronic form:
 - a) it must be able to be converted into hard copy, and
 - b) the requirements in subclauses (2) and (3) apply as if a reference to the register of members is, a reference to a current hard copy of the register of members.

2.8 FEES AND SUBSCRIPTIONS

1. All members of the NSW State Committee must pay to the NSW State Committee an annual membership subscription fee as determined at the last Annual General Meeting or, if some other amount is determined by the Executive Committee, that other amount.
2. This subscription is due
 - a) before the first day of April in each calendar year, or
 - b) if the member becomes a member on or after the first day of the financial year of the NSW State Committee in any calendar year—on becoming a member of the NSW State Committee and before the first day of April in each succeeding calendar year.

2.9 MEMBERS' LIABILITIES

The liability of a member of the NSW State Committee to contribute towards the payment of the debts and liabilities of the NSW State Committee or the costs, charges and expenses of the winding up of the NSW State Committee is limited to the amount, if any, unpaid by the member in respect of membership of the NSW State Committee as required by clause 2.8 above

2.10 RESOLUTION OF DISPUTES

1. A dispute (which remains unresolved after discussion by the Executive Committee) between a member and another member (in their capacity as members) of the NSW State Committee, or a dispute between a member or members and the NSW State Committee, are to be referred to a Community Justice Centre for mediation under the *Community Justice Centres Act 1983*.
2. If a dispute is not resolved by mediation within 3 months of the referral to a Community Justice Centre, the dispute is to be referred to arbitration.
3. The *Commercial Arbitration Act 2010* applies to a dispute referred to arbitration.

2.11 DISCIPLINING OF MEMBERS

1. A complaint may be made to the Executive-Committee by any person, that a member of the NSWCHDI
 - a) has refused or neglected to comply with a provision or provisions of this constitution, or
 - b) has willfully acted in a manner prejudicial to the interests of the NSW State Committee, or
 - c) has neglected to comply with any requirements or direction of the NSW State Committee
2. The Executive Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
3. If the Executive Committee decides to deal with the complaint, the Executive Committee:
 - a) must cause notice of the complaint to be served on the member concerned, and
 - b) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
 - c) must take into consideration any submissions made by the member in connection with the complaint.
4. The Executive Committee may, by resolution, expel the member from the NSW State Committee or suspend the member from membership of the NSW State Committee if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
5. If the Executive Committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under clause 2.12.
6. The expulsion or suspension does not take effect:
 - a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - b) if within that period the member exercises the right of appeal, unless and until the NSW State Committee confirms the resolution under clause 2.12 whichever is the later.

2.12 RIGHT OF APPEAL OF DISCIPLINED MEMBER

1. A member may appeal to the NSW State Committee in a special general meeting against a resolution of the Executive Committee under clause 2.11, within 14 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
2. The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
3. On receipt of a notice from a member under subclause 1), the secretary must

notify the Executive Committee, which is to convene a special general meeting, of the NSW State Committee to be held within 21 days after the date on which the secretary received the notice.

4. At a special general meeting of the NSW State Committee convened under subclause 3):
 - a) no business other than the question of the appeal is to be transacted, and
 - b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
5. The appeal is to be determined by a simple majority of votes cast by members of the NSW State Committee.

Part 3 THE EXECUTIVE COMMITTEE

3.1 POWERS OF THE EXECUTIVE COMMITTEE

Subject to the Act, the Regulation, this Constitution and any resolution passed by the NSW State Committee in any meeting - the Executive Committee:

1. Is to control and manage the affairs of the NSW State Committee, and
2. Has power to perform all the acts and do all things that appear to the Executive Committee to be necessary or desirable for the proper management of the affairs of the NSW State Committee.
3. Ensure all matters discussed at any meeting of the NSW State Committee shall not in any circumstances be divulged, prior to the NSW State Committee minutes being circulated, to any person or association other than to the Committee of the association which they represent. Any person serving on the Executive Committee or any member or observer found guilty of such practices may be debarred from any other meeting of the NSW State Committee

3.2 COMPOSITION AND MEMBERSHIP OF THE EXECUTIVE COMMITTEE

1. The Executive Committee will consist of the following;

Office Bearers

- a) President – casting vote only
- b) Vice-President – one vote
- c) Secretary, Secretary / Treasurer – does not have a vote
- d) Treasurer – one vote

Committee Members

- e) Member Association – Three Delegates, three votes
 - a Member Association may appoint a lesser number of Delegates, without affecting its full voting rights
 - f) Associated Association – One Delegate, one vote
 - g) Judges and Teachers Sub-Committee – Two Delegates, two votes
 - the Judges and Teachers Sub-Committee may appoint a lesser number of Delegates, without affecting its full voting rights
 - h) The Registrar – does not have a vote
2. An Office Bearer may hold up to 2 offices (other than both the offices of president and vice-president).

3. The Office Bearers of the Executive Committee a) - d) above, must be elected annually at the Annual General Meeting. However, if that member is elected for the same position and accepts that position at five consecutive Annual General Meetings, that member will not be eligible for re-election at the next Annual General Meeting. Thereafter that member will be eligible for re-election at any subsequent Annual General Meeting for that position provided such re-election complies with the terms of this rule. Should no other nominations be received, the provisions of this clause will not apply.
4. Each Office Bearer of the NSW State Committee is, subject to this constitution, to hold office until immediately before the election of Office Bearers at the annual general meeting and is eligible for re-election.
5. The Office Bearers will all serve in an honorary capacity. The Secretary and Registrar will receive payment of a nominated honorarium determined on an annual basis at the Annual General Meeting
6. An Office Bearer cannot be an undischarged bankrupt and must be at least eighteen (18) years of age

3.3 ELECTION OF OFFICE BEARERS / EXECUTIVE COMMITTEE

1. Nominations of candidates for election as Office Bearers of the NSW State Committee:
 - a) must be made in writing, signed by 2 members of the NSW State Committee and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - b) must be delivered to the secretary of the NSW State Committee at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
2. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
3. If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
4. If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations for the vacancies, can be received at the annual general meeting.
5. If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
6. The ballot for the election of Office Bearers of the NSW State Committee is to be conducted at the annual general meeting in any usual and proper manner that the committee directs.
7. A person nominated as a candidate for election as an Office Bearer of the NSW State Committee must be a member of the NSW State Committee.

3.4 ROLE OF THE PRESIDENT

1. The President is ultimately responsible for the NSW State Committee. The role of the President is to oversee the running of the NSW State Committee.
2. This includes but is not limited to, having a good understanding of the NSW SCHDI constitution and be familiar with the ABHDI constitution to ensure the NSW State Committee acts in accordance with its purposes, aims and objectives, and its legal obligations
3. The President should attend and act as Chairperson of all meetings of the Committee. The President is to give a casting vote in the case of a tie, otherwise the President must not vote. In the President's absence, the Vice President is to preside.
4. In the event of both being absent, the members present are to elect a Chairperson for that meeting. The Chairperson is to give a casting vote in the case of a tie, otherwise this Chairperson must not vote
5. The President usually represents the NSW State Committee at ABHDI meetings and other events

3.5 ROLE OF THE VICE-PRESIDENT

1. The Vice-President is responsible for assisting the President in overseeing the running of the NSW State Committee.
2. This includes but is not limited to, having a good understanding of the NSW SCHDI constitution and be familiar with the ABHDI constitution to assist the President with ensuring the NSW State Committee acts in accordance with its purposes, aims and objectives, and its legal obligations
3. The Vice President works with the President to help understand concerns and alternative points of view within the NSW State Committee.
4. The Vice-President has one vote
5. In the President's absence, the Vice President is to preside at all meetings. In the event of both being absent, the members present are to elect a Chairperson for that meeting. The Chairperson is to give a casting vote in the case of a tie, otherwise this Chairperson must not vote

3.6 ROLE OF THE SECRETARY

1. The secretary of the NSW State Committee shall, as soon as practical after being appointed as Secretary, lodge notice with the NSW State Committee of their address
2. It is the duty of the Secretary to keep minutes and records of
 - a) all appointments of office bearers, committee members and members of the NSW State Committee
 - b) the names of members of the NSW State Committee present at meetings and
 - c) all proceedings at NSW State Committee meetings
3. As soon as practical and not more than thirty (30) days after each general meeting, special meeting and the Annual General Meeting, forward copies of minutes to the President for approval prior to sending to each member of the NSW State Committee and ABHDI Secretary
4. Call meetings of the State Committee as and when required, when requested by the President and if requested by five (5) or more members of the NSW State Committee

5. Have a good understanding of the NSW SCHDI constitution and be familiar with the ABHDI constitution to assist the President with ensuring the NSW State Committee acts in accordance with its purposes and aims and its legal obligations
6. May, as part of the role of Secretary become the Public Officer
7. Receive and deal with all correspondence on behalf of the NSW State Committee and present to meetings
8. Receive and process applications for registration of competitions and Championships in NSW including forwarding Championship applications to the ABHDI for approval.
9. To receive all Championship results from Organisers, check and forward to the ABHDI Secretary within 14 days of the Championship date.
10. To receive Code of Ethics forms from all Teachers and Competition Organisers on an annual basis and keep Registrar updated with those received
11. Have custody of the books, papers and effects relating to the office of Secretary and surrender these to the president within seven (7) days at the request of the NSW State Committee
12. The Secretary does not have a vote refer 3.2
13. Other duties as determined by the NSW State Committee

3.7 ROLE OF THE PUBLIC OFFICER

The public officer is both the official point of contact for Fair Trading for an incorporated association, and automatically one of the authorised signatories for the association. However, the public officer does not automatically become a signatory to the association's bank account.

The public officer is responsible for:

1. Notifying Fair Trading of any change in the association's official address within 28 days
2. Collecting all association documents from former committee members and delivering the documents to the new committee member
3. Acting as the official contact for the association, including taking delivery of documents served on the association and bringing them to the attention of the committee as soon as practicable
4. Custody of any documents as required by the constitution.
5. Returning all association documents to a committee member within 14 days, upon vacating office

3.8 ROLE OF THE TREASURER – can be a combined role with the Secretary

1. Arrange for cheques drawn on the NSW State Committee's bank account to be signed by any two of the President, Secretary, Treasurer or a member of the NSW State Committee as authorised by the NSW State Committee for that purpose
2. Prepare a financial statement for presentation to each NSW State Committee meeting
3. To ensure that all money due to the NSW State Committee is collected and received and that all payments authorised by the NSW State Committee are made

4. To ensure that correct books and accounts are kept showing the financial affairs of the NSW State Committee including full details of the receipts and expenditure connected with the activities of the NSW State Committee
5. Prepare a budget for each NSWCHDI event
6. To prepare books for review by the Accountant re annual financial report
7. At the end of each financial year the Treasurer shall prepare all such statements as are required to be presented to the Annual General Meeting in accordance with the provisions of Section 26 (6) of the Act and shall present such statements together with the Accountant's statement of confirmation at the Annual General Meeting
8. The Treasurer has one vote
9. If the Secretary/Treasurer role is combined then, this position does not have a vote
10. Other duties as determined by the NSW State Committee

3.9 ROLE OF THE REGISTRAR

1. to register Primary, Pre-Premier and Premier dancers
2. to receive results of competitions from the Competition Organisers
3. to update competitors' records
4. to notify interstate registrars of the details of the awards of their registered Pre-Premier dancers at competitions conducted in New South Wales
5. to receive Code of Ethics forms from the dancer / parent / guardian prior to issuing or renewing registration cards
6. the Registrar does not have a vote
7. other duties as requested by the NSW State Committee

3.10 CASUAL VACANCIES ON THE EXECUTIVE COMMITTEE

1. In the event of a casual vacancy occurring on the Executive Committee, the committee may appoint a member of the NSW State Committee to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
2. A casual vacancy in the office of a member of the Executive Committee occurs if the member:
 - a) dies, or
 - b) ceases to be a member of the NSW State Committee, or
 - c) is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - d) resigns office by notice in writing given to the secretary, or
 - e) is removed from office under clause 3.12.1
 - f) becomes a mentally incapacitated person, or
 - g) is absent without notification to the committee from 3 consecutive meetings of the committee, or
 - h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or

- i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

3.11 REMOVAL OF EXECUTIVE COMMITTEE MEMBERS

1. The NSW State Committee in a general meeting may, by resolution remove any Office Bearer of the Executive Committee before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
2. If a member of the committee to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding 28 days) and requests that the representations be notified to the members of the NSW State Committee, the Secretary or the President may send a copy of the representations to each member of the NSW State Committee or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

Part 4 MEETINGS

4.1 EXECUTIVE COMMITTEE MEETINGS

1. The Executive Committee will meet at such times as are considered necessary by the President and Secretary to exercise its functions.
2. Written notice of the time and place of such meetings must be given at least seven (7) days prior to the meetings; except in the case of urgent business when a meeting may be called at shorter notice.
3. Subject to sub-clause (1) the Executive Committee must meet at least two (2) times in each period of 12 months.
4. The President is to preside at all meetings of the Executive Committee – refer to **Role of the President** in this constitution
5. The accepted rules of debate and conduct will apply at all meetings.
6. **QUORUM** - Any five (5) members of the Executive Committee constitute a quorum for the transaction of the business of a meeting.
7. No item of business is to be transacted by the Executive Committee unless a quorum is present
8. If within 30 minutes of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned. The members of the Executive Committee who are present are to decide the day, time and place of the adjourned meeting
9. If at the adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting, the meeting lapses.
10. The Executive Committee may delegate any of its powers to a sub-committee consisting of those members of NSWCHDI as the Committee sees fit. Any sub-committee formed must adhere to any regulations imposed on it by the Executive Committee whilst exercising its powers of delegation.

11. Any action taken by any meeting of the Executive Committee or a sub-committee, or by any person acting as a member of these committees, will stand. This is irrespective of if it is afterwards discovered that there was some defect in their appointment.

12. To elect delegates to represent NSW SCHDI at ABHDI board meetings

4.2 NSW STATE COMMITTEE GENERAL MEETINGS

1. The NSW State Committee, must meet at least two (2) times in each period of 12 months at the place and time that the Executive Committee may determine.
2. Additional meetings of the NSW State Committee may be called by the President, Secretary or, by any five (5) or more members of the NSW State Committee
3. Written notice of the time and place of such meetings must be given at least seven (7) days prior to the meetings; except in the case of urgent business when a meeting may be called at shorter notice.
4. Notice of a meeting given under subclause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which a majority of the members present at the meeting agree to treat as urgent business.
5. All Members of Member Associations, Associated Associations and of Competition Organisations may be present as observers at any general meeting in addition to their Delegates. Guests invited by the NSW State Committee may also be present as observers. Observers may not address the meeting without the permission of the Chairperson
6. **QUORUM** - Any five (5) members plus five (5) members of the Executive Committee constitute a quorum for the transaction of the business of a general meeting.
7. No business is to be transacted by the NSW State Committee unless a quorum is present
8. If within 30 minutes of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned. The members of the Committee who are present are to decide the day, time and place of the adjourned meeting
9. If at the adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting, the meeting lapses.
10. At a meeting of the NSW State Committee:
 - a) the president or, in the president's absence, the vice-president is to preside, or
 - b) if the president and the vice-president are absent or unwilling to act, one of the Executive Committee members chosen by the members present at the meeting is to preside.

4.3 JUDGES AND TEACHERS SUB-COMMITTEE MEETINGS

A Chairperson and Secretary are to be nominated and elected by NSW Registered Adjudicators at the first Judges meeting in each calendar year and appointed at the NSW SCHDI Annual General Meeting to:

1. organise the nomination and election (using the protocols outlined in 3.3) of two delegates (must include at least one NSW Registered Adjudicator) from the Judges and Teachers Sub-Committee, to act as Committee Members on the Executive Committee

2. organise and conduct Judges, and Technical meetings within NSW to meet the requirements of ABHDI/RSOBHDI
3. organise the taking of minutes of the meeting
4. distribute the minutes within 60 days to all Judges and/or Teachers and forward a copy to the NSWSCHDI Secretary for forwarding to the ABHDI Secretary
5. organise the distribution of all technical information received from RSOBHD and ABHDI to Judges and Teachers
6. actively support the Executive Committee in all areas
7. carry out other duties as determined by the Executive Committee

4.4 COMPETITION ORGANISERS MEETING AND SCRUTINEERING SESSION

1. At least one meeting of **Competition Organisers** to be held annually by the NSW State Committee
All competition Organisers (including Championship and Scottish National Dance Premiership Organisers) are to sign the Organisers Code of Ethics when renewing their Competitions each year. The NSW State Committee to retain the signed Code of Ethics forms in the event of a complaint for a period of 7 years.

2. At least one Scrutineering session of **Scrutineers** to be held annually by the NSW State Committee.

Scrutineers who have not attended a session and been issued with a certificate within a period of two years will not be eligible to officiate at competitions where the scrutineering system, as set out in the RSOBHD Constitution & Rules is in use.

Note: If Organisers use an ineligible (as published in the ABHDI Rules and Regulations Annexure) scrutineer/s at a competition, an explanation in writing must be made to the NSW State Committee and such explanation or failure to make such explanation will be taken into account in deciding on the registration of future competitions for that Organiser.

The NSW State Committee is required to record the names, email / addresses and telephone numbers of all persons who attend an official Scrutineering Session and such information is to be forwarded to the ABHDI.

A standard certificate of verification of attendance at a Scrutineering Session with name of person attending, date of attendance and signed by The NSW State Committee Secretary or authorised personnel as appointed by NSW State Committee will be issued on the day to all participants who successfully complete a scrutineering session.

4.5 ANNUAL GENERAL MEETINGS

1. The Annual General Meeting of the NSW State Committee shall be held no later than 31st March in each calendar year to be convened on a date, place and time that the Executive Committee agrees to.
2. In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - b) to receive from the Office Bearers reports on the activities of the NSW State Committee during the last preceding financial year,

- c) to elect Office Bearers of the NSW State Committee,
 - d) to receive and consider any financial statement or report required to be submitted to members under the Act.
 - e) to appoint an Accountant
 - f) to elect, when required, an Executive Committee for the ABHDI when it is to be domiciled in NSW
3. An annual general meeting must be specified as such in the notice convening it.
 4. All other business at an Annual General Meeting shall be special business

4.6 SPECIAL GENERAL MEETINGS

1. The Office Bearers may convene a special general meeting of the NSW State Committee when found necessary.
2. The Secretary must, on the requisition in writing of not fewer than 5 members of the NSW State Committee, convene a special general meeting of the NSW State Committee
3. A requisition of members for a special general meeting:
 - a) must be in writing, and
 - b) must state the purpose or purposes of the meeting, and
 - c) must be signed by the members making the requisition, and
 - d) must be lodged with the secretary, and
 - e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
4. If the Office Bearers fail to convene a special general meeting to be held within 28 days after the date on 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 special general meeting to be held not later than 3 months after that date.
5. A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.
6. For the purposes of subclause (3):
 - (a) a requisition may be in electronic form, and
 - (b) a signature may be transmitted, and a requisition may be lodged, by electronic means.

4.7 NOTICE

1. Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the NSW State Committee, the secretary must, at least 7 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
2. If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the NSW State Committee, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter

required under subclause (1), the intention to propose the resolution as a special resolution.

Note. A special resolution must be passed in accordance with section 39 of the Act.

3. No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 4.3 (2).
4. A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

Adjournment

1. The chairperson of 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 place to place, but no other business is to be transacted at an adjourned meeting except the business left unfinished at the meeting at which the adjournment took place.
2. If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
3. Except as provided in subclauses (1) and (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.

4.8 MAKING OF DECISIONS

1. A question arising at a general meeting of the NSW State Committee is to be determined by:
 - (a) a show of hands or, if the meeting is one to which clause 4.10 applies, any appropriate corresponding method that the committee may determine, or
 - (b) if on the motion of the Chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot.
2. If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, 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 NSW State Committee, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
3. Subclause (2) applies to a method determined by the committee under subclause (1) (a) in the same way as it applies to a show of hands.
4. If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

4.9 SPECIAL RESOLUTIONS

A special resolution may only be passed by the NSW State Committee in accordance with section 39 of the Act which states:

Voting on special resolutions

(1) A resolution is passed by an association as a special resolution:

(a) at a meeting of the association of which notice has been given to its members no later than 21 days before the date on which the meeting is held, or

(b) in a postal ballot conducted by the association, or

(c) in such other manner as the Director-General may direct, if it is supported by at least three-quarters of the votes cast by members of the association who, under the association's constitution, are entitled to vote on the proposed resolution.

(2) A notice referred to in subsection (1) (a) must include the terms of the resolution and a statement to the effect that the resolution is intended to be passed as a special resolution.

(3) A postal ballot referred to in subsection (1) (b) may only be conducted in relation to resolutions of a kind that the association's constitution permits to be voted on by means of a postal ballot and, if conducted, must be conducted in accordance with the regulations

4.10 VOTING RIGHTS

On any matter arising at a General Meeting of the NSW State Committee:

1. a Member Association has three votes (three Delegates). A Member Association may appoint a lesser number of Delegates, without affecting its full voting rights
2. Judges and Teachers Sub-Committee has two votes (two delegates). The Judges and Teachers Sub-Committee may appoint a lesser number of Delegates, without affecting its full voting rights.
3. an Associated Association has one vote (one delegate)
4. Judges have one vote,
5. Teachers have one vote each. Note: If more than one (1) teacher from the same studio is present, then that studio will only have one (1) vote.
6. A Delegate may represent only one (1) Member Association / Associated Association at any meeting of the NSW SCHDI
7. In the case of an equality of votes on a question at a meeting, the chairperson of the meeting is entitled to exercise a casting vote.
8. A member is not entitled to vote at any meeting of the NSW State Committee unless all money due and payable by the member to the NSW State Committee has been paid.
9. A member is not entitled to vote at any meeting of the NSW State Committee if the member is under (17) years of age.
10. Any member who qualifies under more than one (1) category of membership will only be entitled to one (1) vote at any meeting attended

4.11 PROXY VOTES NOT PERMITTED

Proxy voting must not be undertaken at or in respect of any meeting.

4.12 POSTAL OR ELECTRONIC BALLOTS

1. The NSW State Committee may hold a postal or electronic ballot (as the committee determines) to determine any issue or proposal (other than an appeal under clause 12).
2. A postal or electronic ballot is to be conducted in accordance with the Associations Incorporation Regulation 2016 – Schedule 3 – *Conduct of postal or electronic ballots*.

4.13 USE OF TECHNOLOGY AT MEETINGS

1. All meetings may be held at 2 or more venues using any technology approved by the Executive Committee that gives each of the NSW State Committee's members a reasonable opportunity to participate.

2. A member who participates in a meeting using such technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

PART 5 MISCELLANEOUS

5.1 INSURANCE

The NSW State Committee is to effect and maintain insurance.

5.2 FUNDS - SOURCE

1. The funds of the NSW State Committee are to be derived from annual subscriptions of members, dancer registrations, donations, revenue from the holding of competitions and functions, and subject to any resolution passed at any NSW State Committee meeting, any other sources that the committee determines.
2. All money received by the NSW State Committee must be deposited as soon as practicable and without deduction to the credit of the NSW State Committee's bank or other authorised deposit-taking institution account.

5.3 FUNDS – MANAGEMENT

1. Subject to any resolution passed by the NSW State Committee in any meeting, the funds of the NSW State Committee are to be used solely in pursuance of the objects of the NSW State Committee in the manner that the committee determines.
2. All Cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 authorised signatories.

5.4 ASSOCIATION IS NON-PROFIT

Subject to the Act and the Regulation, the NSW State Committee must apply its funds and assets solely in pursuance of the objects of the NSW State Committee and must not conduct its affairs so as to provide a pecuniary gain for any of its members. Note. Section 5 of the Act defines pecuniary gain for the purpose of this clause.

5.5 DISTRIBUTION OF PROPERTY ON WINDING UP OF ASSOCIATION

1. Subject to the Act and the Regulations, in a winding up of the NSW State Committee, any surplus property of the NSW State Committee is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
2. In this clause, a reference to the surplus property of an association is a reference to that property of the NSW State Committee remaining after satisfaction of the debts and liabilities of the NSW State Committee and the costs, charges and expenses of the winding up of the NSW State Committee.

Note. Section 65 of the Act provides for distribution of surplus property on the winding up of an association.

5.6 CHANGE OF NAME, OBJECTS AND CONSTITUTION

An application for registration of a change in the NSW State Committee's name, objects or constitution in accordance with section 13.14 of the Act is to be made by the public officer.

5.7 CUSTODY OF BOOKS ETC

Except as otherwise provided by this constitution, all records, books and other documents relating to the NSW State Committee must be kept in New South Wales:

1. At the main premises of the NSW State Committee, in the custody of the public officer or a member of the NSW State Committee (as the committee determines), or
2. If the NSW State Committee has no premises, at the NSW State Committee's official address, in the custody of the public officer.

5.8 INSPECTION OF BOOKS ETC

1. The following documents must be open to inspection, free of charge, by a member of the NSW State Committee at any reasonable hour:
 - a) records, books and other financial documents of the Association
 - b) this constitution
 - c) minutes of all meetings of the NSW State Committee.
2. A member of the NSW State Committee may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.
3. Despite subclauses (1) and (2), the Executive Committee may refuse to permit a member of the NSW State Committee to inspect or obtain a copy of records of the NSW State Committee that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the NSW State Committee.

5.9 SERVICE OF NOTICES

1. For the purpose of this constitution, a notice may be served on or given to a person:
 - a) by delivering it to the person personally, or
 - b) by sending it by pre-paid post to the address of the person, or
 - c) by electronic transmission
2. For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - a) In the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - b) In the case of a notice sent by pre-paid / express post, on the date when it would have been delivered in the ordinary course of post, and
 - c) In the case of a notice sent by electronic transmission, on the date it was sent
 - d)

5.10 FINANCIAL YEAR

The financial year of the NSW State Committee is:

1. The period of time commencing on the date of incorporation of the NSW State Committee and ending on the following 31 December, and
2. Each period of 12 months after the expiration of the previous financial year of the NSW State Committee, commencing on 1 January and ending on the following 31 December.

5.11 NSW FAIR TRADING

NSWSCHDI is registered with the NSW Fair Trading, and is a Tier 2 Association