

**CONSTITUTION OF THE**  
**COUNTRY RACING ASSOCIATION OF WESTERN AUSTRALIA**

**1. NAME**

The Association shall be called the “Country Racing Association of Western Australian”.

**2. TO WHOM IT CONSISTS**

The Association shall consist of the following Race Clubs-

Broome Race Club	Leonora Race Club
Carnarvon Race Club	Marble Bar Race Club
Collie Race Club	Meekatharra Race Club
Dongara-Irwin Race Club	Mingenew Race Club
Eastern Gascoyne Race Club (Landor)	Moora Race Club
East Pilbara Race Club (Newman)	Mt Magnet Race Club
Esperance Bay Turf Club	Norseman Turf Club
Junction Race Club	Nor-West Jockey Club (Roebourne)
Kojonup Race Club	Pingrup Race Club
Kununurra Race Club	Port Hedland Turf Club
Laverton Race Club	West-Kimberley Turf Club
	(Derby)
Leinster Race Club	Wyndham Turf Club
Yalgoo Jockey Club	

or ‘any other entity’ as defined by Racing and Wagering Western Australian and deemed by the Committee to be a Member Club.

**3. MEMBERS OF THE ASSOCIATION**

Membership of the Association shall consist of the following:

- (a) Each financial club shall be considered to be a member of the Association.
- (b) Membership of the Association may also include an individual person or persons that have been recognized for valuable services to the Association.

**4. CLUB ENTITLEMENTS**

No Club shall at any time or under any circumstances be entitled to participate in any of the profits made by the Association, neither shall they by reason of their membership have any transferable or assignable interest by operation of law or otherwise in any property (real or personal) of the Association.

## **5. OBJECTS**

(1) The object of the Association is to form an alliance of all Country Racing Clubs for the betterment of Racing in the state of Western Australia and encourage and foster the thoroughbred racing industry.

(2) The property and income of the Association shall be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of these objects.

## **6. ADDRESS OF CLUBS**

All communications between the Association and the Clubs shall be addressed to the Secretary of each member club at the address published in the industry publication called the '**Racing Ahead WA calendar**' printed by Racing and Wagering WA.

## **7. ANNUAL SUBSCRIPTIONS**

Each Club in the Association shall pay an Annual Fee which shall be determined from time to time by the Committee.

## **8. DUE DATE OF SUBSCRIPTION**

Annual subscriptions shall fall due and be payable on the 1st day of July of each year. Where the club fails to pay the fee within 3 months of the due date then the club shall cease to be a member of the Association.

## **9. THE COMMITTEE**

The affairs and general business of the Association shall be managed by the Committee consisting of one Delegate from each Club or their Proxies.

**10. HOW SELECTED**

Each Club shall provide to the Association the name of the one Delegate who shall represent their Club.

**11. ANNUAL GENERAL MEETING**

The names of the Club Delegate's shall be submitted to the Annual General Meeting of the Association to be held prior to the 31st October of each year.

**12. POWERS OF THE COMMITTEE**

The Committee shall have the power:

- (a) To enter into such contracts on behalf of the Association as they shall consider advisable, and shall at all times allocate the funds of the Association as they may deem best for carrying out the objects of the Association.
- (b) To coordinate the annual race dates for all Clubs in the Association.
- (c) To recommend unplaced stakes subsidies.
- (d) Administer the finances of the Association.
- (e) Appoint bankers of the Association.
- (f) Fix fees and subscriptions payable by member Clubs and decide such levies, fines and charges as is deemed necessary and advisable and to enforce payment thereof.
- (g) Adjudicate on all matters brought before it which may in any way affect the Association.
- (h) Record the minutes of all proceedings at the meetings of the Committee and at special and Annual General Meetings.
- (i) To do all things incidental or conducive to the attainment of any or all of the above objects.

### **13. EXECUTIVE COMMITTEE**

- (a) The Executive Committee shall consist of the Chairperson, Two Vice Chairpersons, Secretary and Treasurer.
- (b) The Executive Committee as referred to in 12 (a) shall have the power to make decisions from time to time which in their opinion are in the best interest of the members.

### **14. SUB COMMITTEES**

The Committee may delegate any of their powers to Sub Committees consisting of such member or members of their body as they may think fit. The proceedings of all Sub Committees so appointed shall be regulated by the Rules heretofore contained relating to the proceedings of the Committee.

Any Sub Committee so formed shall conform to any resolutions that may be imposed on them by the Committee and shall report back to the full Committee who shall make the final decision.

### **15. MEETINGS OF COMMITTEE AND QUORUM**

- (a) The Committee shall meet as often as they may deem necessary but are required to meet at least twice in the calendar year one of which shall be the Annual General Meeting.  
A quorum of the Committee shall consist of the Chairman and or Vice Chairman and six member Clubs and minutes of the proceedings shall be entered in a minute book and read and confirmed at the next meeting.
- (b) Minutes of each meeting will be signed by the Chairman.

### **16. MEETINGS SHALL BE CONVENED**

A Committee meeting may be convened by the Chairman or Secretary and shall be convened by either, upon receipt of a requisition requesting either to do so, signed by three members of the Committee

## **17. ELECTION OF OFFICE BEARERS**

Members shall elect the following office bearers at the Annual General Meeting of the Association.

Chairman, Two (2) Vice Chairmen, Secretary and Treasurer who shall hold office until the next Annual General Meeting.

Provided that any vacancy occurring in the Office of Chairman or Vice Chairman during the period between the election to either office or the next Annual General Meeting shall be filled by a person nominated by the Committee.

In the election of Chairman and Vice Chairman under bylaw 15

- (a) Any member of the Committee who shall be unable to attend shall be entitled to lodge with the Secretary at any time up to the commencement of the election, his/her written nomination for the position of Chairman or Vice Chairman and such nomination shall be taken into account at the election.
- (b) In the event of there being an equal number of votes cast for any two or more members of the Committee for the position of Chairman or Vice Chairman then the position may be decided by the cut of the cards or similar method.
- (e) The position of Secretary and Treasurer may be one of the same people.

## **18. FINANCIAL YEAR**

The financial year of the Association shall run from 1 July until 31 June in the following year.

## **19. AUDITORS: APPOINTMENT AND REMOVAL**

The Auditor will be appointed and may be removed by the Committee and the auditor will perform such duties and have such rights and powers as may be specified by the Committee but such rights and powers afforded or given to the auditor will always be adequate in order for any audit to be properly and efficiently performed and in accordance with acceptable audit practices. A copy of the auditor's report shall be submitted to the Secretary whom shall submit the report to the members at the

Annual General Meeting to be held prior to the 30<sup>th</sup> September in each year.

**20. PRESIDING AT MEETINGS**

The Chairman or in his absence the person acting as Chairman must be seen to be and must act as an independent Chairman without any vote.

**21. POWERS OF MAJORITY OF COMMITTEE**

A majority of the Committee at any Meeting of the Committee shall have all of the powers hereby given to the Committee.

**22. THE SECRETARY**

The Secretary shall be the ex officio Executive of this Association.

The Duties of the Secretary are:

- (a) Co-ordinate the correspondence of the Association.
- (b) Keep full and correct minutes of the proceedings of the Committee and any general meetings.
- (c) Liaise with the representatives of Racing and Wagering Western Australia on matters concerning the Association business
- (d) Maintain on behalf of the Association the register of members in accordance with section 27 of the Act and that register shall be so kept and maintained at the Associations Office.
- (e) The Secretary shall cause the name of a Club who ceases to be a member to be deleted from the register of members referred to in sub rule 2.
- (f) Subject to the Treasurer and Secretary being one and the same, unless the Members resolve otherwise at a general meeting, the person shall have custody of all books, documents, records and the register of the association but other than those required by Clause 23 to be kept and maintained by, or in the custody of, the Treasurer.
- (g) Perform such other duties as may be imposed by the Committee.

## **23. THE TREASURER:**

### **Duties of the Treasurer**

- (a) Prepare and present to the Association an Annual Forecast Budget.
- (b) Prepare and distribute via the Secretary financial reports for meetings.
- (c) Prepare end of year accounts for auditors and liaise with auditors as require.
- (d) Present audited accounts reports at the AGM
- (e) Manage the Association daily Accounts Payable & Receivable.
- (f) Act as representative of the Association with regard to all bank transactions and enquires.
- (g) Make payments from the Association funds as instructed and ensure that all cheques are signed by two persons authorized to sign on behalf of the Association.
- (h) Maintain accurate records of all financial transactions and ensuring that all documentation is file in an orderly manner.

## **24. GENERAL MEETINGS**

- (a) The Annual General Meeting of the Association shall be held prior to the 31 October of each year.
- (b) The Secretary shall give at least 14 days' notice of the date of the Annual General Meeting to all Clubs.
- (c) The quorum at the Annual General Meeting shall be the Chairman and or Vice Chairman and a delegate from six (6) Clubs.

## **25. SPECIAL GENERAL MEETINGS**

- (a) At the request of the Chairman, or Secretary with the approval of the Chairman, or at the written request of a delegate from six (6) Clubs a special general meeting shall be called.
- (b) The Secretary shall give at least seven (7) days notice of the date of the special general meeting to all Clubs. Notice of special general meetings shall be set out clearly the business for which the meeting has been called.

No other business shall be dealt with at that Special General Meeting.

- (c) The quorum at the Special General Meeting shall be the Chairman and or Vice Chairman and a delegate from six (6) Clubs.

## **26. ALTERATION TO CONSTITUTION**

- (a) No alterations, repeal or additions shall be made to the Constitution except at the Annual General Meeting or a Special General Meeting called for that purpose and notice in writing of all motions to alter, repeal or add to the Constitution shall be signed by the proposer and seconder and sent to the Secretary at least four (4) weeks before the Annual General Meeting or Special General Meeting.
- (b) The Secretary shall forward such notices of motion to each Club delegate at least fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a Special General Meeting.
- (c) Such motions or any part thereof shall be of no effect unless passed by a three quarter(3/4) majority of those present and entitled to vote at the Annual General Meeting or Special General Meeting.
- (d) Alterations to by laws can be made at ordinary meetings of the Association. Notice of such changes may be placed on the agenda for the meeting.

## **MISCELLANEOUS**

### **27. REMUNERATION**

The Committee may elect to pay a remuneration to any members of the executive committee, such amounts to be determined by the Committee.

### **28. REIMBURSEMENT OF EXPENSES**

Members of the executive will be reimbursed for any out of pocket expenses incurred whilst carrying out their duties and responsibilities



## **29. VOTING**

All propositions, questions and matters submitted in accordance with these rules to any meeting, shall be decided by a majority of those present, to be determined in the first instance by a show of hands with one vote per financial member.

## **30. POLL**

Any five (5) Committeemen may before or immediately upon the declaration of the result of the show of hands demand a poll and if a poll is so demanded, the proposition, question or matter shall be finally decided by a division, to be held immediately after the demand for the poll and shall be conducted in such a manner so determined by the Chairman.

## **31. HONOURY LIFE MEMBERSHIP**

- (a) Any person who in the opinion of the Committee has been acknowledged for valuable service to the Association may be awarded Life Membership of the Association.
- (b) Persons awarded under the above shall not be entitled to voting rights.

## **32. ASSOCIATION BADGE**

The Association shall have a Badge and a Guest Badge which shall entitle the Committee and Secretary of each Club in the Association. The Association Badge and a Guest Badge shall also entitle Association Committee members to Reciprocal Members Privileges of Perth Racing and those Clubs affiliate to the Country Racing Association and The Western Australian Provincial Thoroughbred Racing Association. The Reciprocal Membership privileges will not apply major cup meetings.

## **33. COMMON SEAL OF THE ASSOCIATION**

- (a) The Association shall have a common seal on which it's corporate name shall appear in legible characters.
- (b) The common seal of the Association shall not be used without the express authority of the Committee and every use of the common seal shall be recorded in the minute book.

- (c) The affixing of the common seal of the Association shall be witnessed by any two of the Executive Committee as referred to in rule 12.
- (d) The common seal of the Association shall be kept in the custody of the Secretary or such person as the Committee from time to time decides.

### **34. INSPECTION OF RECORDS ETC OF ASSOCIATION**

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

### **35. DISTRIBUTION OF SURPLUS PROPERTY WINDING UP OF ASSOCIATION**

If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed-

(a) to another association incorporated under the Act or with similar objects

(b) for charitable purposes

which incorporated association or purposes, as the case requires shall be determined by resolution of the members when authorizing and directing the Committee under section 33 (3) of the Act to prepare a distribution plan for the distribution of the surplus property of the Association.

### **36. DEFINITIONS**

Unless repugnant to the sense of context where in these by laws the Male shall include the Female and vice versa and the singular shall include the plural.