

**VICTORIAN RACING PIGEON UNION INCORPORATED**  
**Associations Incorporation Rules as at March 2025**

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## PART 1—PRELIMINARY

### 1 Name

The name of the incorporated association is "Victorian Racing Pigeon Union Incorporated". (In these rules called the VPU).

### 2 Purposes

The purposes for which The Victorian Racing Pigeon Union Incorporated is established are: -

- (1) To encourage the breeding and racing of racing pigeons;
- (2) To ensure high standards of care and welfare of racing pigeons;
- (3) To encourage the staging of combined races between all affiliated Clubs and from time to time with other racing pigeon associations;
- (4) To encourage an interest in and increase participation in the sport of pigeon racing;
- (5) To promote the highest ideals of sportsmanship and honesty in the sport of pigeon racing;
- (6) For the protection and improvement of pigeon racing and encouragement of Federation races.

### 3 Financial year

The financial year of the VPU is each period of 12 months ending on 31<sup>st</sup> December

### 4 Definitions

In these Rules—

***absolute majority***, of the Committee, means a majority of the committee members currently holding office and entitled to vote at the time (as distinct from a majority of committee members present at a committee meeting);

***associate member*** means a member referred to in rule 14(1);

***Chairperson***, of a general meeting or committee meeting, means the person chairing the meeting as required under rule 46;

***Committee*** means the Committee having management of the business of the VPU;

***committee meeting*** means a meeting of the Committee held in accordance with these Rules;

***committee member*** means a member of the Committee elected or appointed under Division 3 of Part 5;

***disciplinary appeal meeting*** means a meeting of the members of the VPU convened under rule 23(3);

***disciplinary meeting*** means a meeting of the Committee convened for the purposes of rule 22;

***disciplinary subcommittee*** means the subcommittee appointed under rule 20;

***financial year*** means the 12 month period specified in rule 3;

***general meeting*** means a general meeting of the members of the VPU convened in accordance with Part 4 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;

***member*** means a member of the VPU;

***member entitled to vote*** means a member who under rule 13(2) is entitled to vote at a general meeting;

***season*** means the racing programme for that year

***special resolution*** means a resolution that requires not less than two thirds of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;

***Secretary-Treasurer of the VPU*** means

- (i) Where a person holds office under these Rules as Secretary-Treasurer of the VPU – to that person; and
- (ii) In any other case, to the public officer of the VPU.

***the Act*** means the **Association’s Incorporation Reform Act 2012** and includes any regulations made under that Act;

***the Registrar*** means the Registrar of Incorporated Associations.

Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1984 and the Act as in force from time to time.

## **PART 2—POWERS OF VPU**

### **5 Powers of VPU**

- (1) Subject to the Act, the VPU has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting sub rule (1), the VPU may—
  - (a) acquire, hold and dispose of real or personal property;
  - (b) open and operate accounts with financial institutions;
  - (c) invest its money in any security in which trust monies may lawfully be invested;
  - (d) raise and borrow money on any terms and in any manner as it thinks fit;
  - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
  - (f) appoint agents to transact business on its behalf;
  - (g) enter into any other contract it considers necessary or desirable.
- (3) The VPU may only exercise its powers and use its income and assets (including any surplus) for its purposes.

### **6 Not for profit organisation**

- (1) The VPU must not distribute any surplus, income or assets directly or indirectly to its members.
- (2) Sub rule (1) does not prevent the VPU from paying a member—
  - (a) reimbursement for expenses properly incurred by the member; or
  - (b) for goods or services provided by the member—if this is done in good faith on terms no more favourable than if the member was not a member.

## **PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES**

### **Division 1—Membership**

#### **7 Membership**

The VPU shall consist of financial members of affiliated Clubs who shall be governed by the Committee.

#### **8 Eligibility to be a member**

Any person who supports the purposes of the VPU is eligible for membership.

#### **9 Application for membership**

- (1) (a) Any Club desirous of becoming affiliated shall make application to the VPU Secretary-Treasurer and shall supply a list of at least six of its member's names and locations on the night of application.
- (b) Any person desirous of becoming a member shall make application to the appropriate Club Secretary who shall forward the application together with loft location.
- (2) All Clubs must submit a list of their office bearers to the VPU Secretary-Treasurer for the current year prior to the old bird series. These positions shall include President, Secretary and Clock Chairman.
- (3) All racing partnerships should have the name of the flyer whose location is being flown from as the first name in such a partnership.

#### **10 Consideration of application**

- (1) Where a Club has made an application to the VPU Secretary-Treasurer a vote will be taken for their admission at the following Committee meeting. The Committee, whose decision will be final, shall consider the application for acceptance. In the event of an application being rejected, three months' notice in writing must be given before such Club can be again submitted for membership.
- (2) Where a person has made an application to the VPU Secretary-Treasurer a vote will be taken for their admission at the following Committee meeting. In the event of an applicant being rejected, three months' notice in writing must be given before such person can be again submitted for membership.
- (3) The Committee must notify the Club in writing of its decision as soon as practicable after the decision is made.
- (4) No Club may have as a member; an expelled person of another recognised homing Club or Federation except as approved by the Committee. Any affiliated Club that retains as a member any expelled person from a recognised homing Club or Federation, after being given due notice, shall cease to be an affiliated Club of the VPU.
- (5) No reason need be given for the rejection of an application.

#### **11 New membership**

- (1) If an application for membership by a Club or person is approved by the Committee—
  - (a) the resolution to accept the membership must be recorded in the minutes of the committee meeting; and
  - (b) the Secretary-Treasurer must, as soon as practicable, enter the name and address of the new member, and the date of becoming a member, in the register of members.
- (2) A Club or person becomes a member of the VPU and, subject to rule 13(2), is entitled to exercise their rights of membership from the date, whichever is the later, on which—
  - (a) the Committee approves the Club or person's membership and
  - (b) the person pays the joining fee and membership fee

## **12 Annual subscription and fee on joining**

- (1) At each annual general meeting, the VPU must determine—
  - (a) the amount of the annual subscription (if any) for the following financial year; and
  - (b) the date for payment of the annual subscription.
- (2) The VPU may determine that a lower annual subscription is payable by associate members.
- (3) The VPU may determine that any new member who joins after the start of a financial year must, for that financial year, pay a fee equal to—
  - (a) the full annual subscription; or
  - (b) a pro rata annual subscription based on the remaining part of the financial year; or
  - (c) a fixed amount determined from time to time by the VPU.
- (4) The rights of a member (including the right to vote) who has not paid the annual subscription by the due date are suspended until the subscription is paid.

## **13 General rights of members**

- (1) A member of the VPU who is entitled to vote has the right—
  - (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
  - (b) to submit items of business for consideration at a general meeting; and
  - (c) to attend and be heard at general meetings; and
  - (d) to vote at a general meeting; and
  - (e) to have access to the minutes of general meetings and other documents of the VPU as provided under rule 80; and
  - (f) to inspect the register of members.
- (2) A member is entitled to vote if—
  - (a) the member is a member other than an associate member; and
  - (b) more than 10 business days have passed since he or she became a member of the VPU; and
  - (c) the member's membership rights are not suspended for any reason.
  - (d) all monies due and payable by the member to the VPU have been paid, other than the amount of the annual subscription payable in respect of the current financial year.
  - (e) only one financial member of any partnership is entitled to vote on any matter arising.

## **14 Associate members**

- (1) Associate members of the VPU include—
  - (a) any members under the age of 15 years; and
  - (b) any member who has not participated in racing pigeons for a continuous 2 seasons yet paid their annual membership fees.
- (2) An associate member must not vote but may have other rights as determined by the Committee or by resolution at a general meeting.

## **15 Rights not transferable**

The rights of a member are not transferable and end when membership ceases.

## **16 Ceasing membership**

- (1) The membership of a person ceases on resignation, expulsion or death. Upon the membership resignation of a person or the person does not fly with the VPU which results in that person or any joint membership flying with another Melbourne Federation, then that person or any joint membership shall not be permitted to reapply for membership or fly in the VPU for a period of four (4) years.
- (2) Any Club or person retiring from the VPU before the end of the season must waive and forfeit all rights, monies, etc., deposited with the VPU and will be held liable for an equal part of any deficit on general expenses account.
- (3) If a person ceases to be a member of the VPU, the Secretary-Treasurer must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

## **17 Resigning as a member**

- (1) A member may resign by notice in writing given to the VPU.
- (2) A member is taken to have resigned if—
  - (a) the member's annual subscription is more than 12 months in arrears; or
  - (b) where no annual subscription is payable—
    - (i) the Secretary-Treasurer has made a written request to the member to confirm that he or she wishes to remain a member; and
    - (ii) the member has not, within 3 months after receiving that request, confirmed in writing that he or she wishes to remain a member.

## **18 Register of members**

- (1) The Secretary-Treasurer must keep and maintain a register of members that includes—
  - (a) for each current member—
    - (i) the member's name;
    - (ii) the address for notice last given by the member;
    - (iii) the date of becoming a member;
    - (iv) if the member is an associate member, a note to that effect;
    - (v) any other information determined by the Committee; and
  - (b) for each former member, the date of ceasing to be a member.
- (2) Any member may, at a reasonable time and free of charge, inspect the register of members.

### **Division 2—Disciplinary action**

## **19 Grounds for taking disciplinary action**

The VPU may take disciplinary action against a member in accordance with this Division if it is determined that the member—

- (a) has failed to comply with these Rules; or
- (b) refuses to support the purposes of the VPU; or
- (c) has engaged in conduct prejudicial to the VPU; or

- (d) does not pay due respect to the Chairperson and uphold the dignity of the chair; or
- (e) disobeys the Chairperson's ruling and continues to do so; or
- (f) fails to comply with the VPU Code of Conduct; or
- (g) fails to comply with the Social Media Guidelines
- (h) fails to comply with Rule 171.

## **20 Disciplinary subcommittee**

- (1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- (2) The members of the disciplinary subcommittee—
  - (a) may be Committee members, members of the VPU or anyone else; but
  - (b) must not be biased against, or in favour of, the member concerned.

## **21 Notice to member**

- (1) Before disciplinary action is taken against a member, the Secretary-Treasurer must give written notice to the member—
  - (a) stating that the VPU proposes to take disciplinary action against the member; and
  - (b) stating the grounds for the proposed disciplinary action; and
  - (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the *disciplinary meeting*); and
  - (d) advising the member that he or she may do one or both of the following—
    - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
    - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
  - (e) setting out the member's appeal rights under rule 23.
- (2) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

## **22 Decision of subcommittee**

- (1) At the disciplinary meeting, the disciplinary subcommittee must—
  - (a) give the member an opportunity to be heard; and
  - (b) consider any written statement submitted by the member.
- (2) After complying with sub rule (1), the disciplinary subcommittee may—
  - (a) take no further action against the member; or
  - (b) subject to sub rule (3)—
    - (i) reprimand the member; or
    - (ii) fine the member; or
    - (iii) suspend the membership rights of the member for a specified period; or
    - (iv) expel the member from the VPU.



- (3) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

### **23 Appeal rights**

- (1) A person whose membership rights have been suspended or who has been expelled from the VPU under rule 22 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given—
  - (a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
  - (b) to the Secretary-Treasurer not later than 48 hours after the vote.
- (3) If a person has given notice under sub rule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days, after the notice is received.
- (4) Notice of the disciplinary appeal meeting must be given to each member of the VPU who is entitled to vote as soon as practicable and must—
  - (a) specify the date, time and place of the meeting; and
  - (b) state—
    - (i) the name of the person against whom the disciplinary action has been taken; and
    - (ii) the grounds for taking that action; and
    - (iii) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

### **24 Conduct of disciplinary appeal meeting**

- (1) At a disciplinary appeal meeting—
  - (a) no business other than the question of the appeal may be conducted; and
  - (b) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
  - (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) After complying with sub rule (1), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) A member may not vote by proxy at the meeting.
- (4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

## **Division 3—Grievance procedure**

### **25 Application**

- (1) The grievance procedure set out in this Division applies to disputes under these Rules between—
  - (a) a member and another member; or
  - (b) a member and the Committee; or
  - (c) a member and the VPU; or
  - (d) a member and his or her Club.
- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

### **26 Parties must attempt to resolve the dispute**

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

### **27 Appointment of mediator**

- (1) If the parties to a dispute are unable to resolve the dispute between them within the time required by rule 26, the parties must within 10 days—
  - (a) notify the Committee of the dispute; and
  - (b) agree to or request the appointment of a mediator; and
  - (c) attempt in good faith to settle the dispute by mediation.
- (2) The mediator must be—
  - (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement—
    - (i) if the dispute is between a member and another member then a person nominated by the Committee or the Committee or the VPU.
- (3) A mediator appointed by the Committee may be a member or former member of the VPU but in any case must not be a person who—
  - (a) has a personal interest in the dispute; or
  - (b) is biased in favour of or against any party.

### **28 Mediation process**

- (1) The mediator to the dispute, in conducting the mediation, must—
  - (a) give each party every opportunity to be heard; and
  - (b) allow due consideration by all parties of any written statement submitted by any party; and
  - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
- (2) The mediator must not determine the dispute.

### **29 Failure to resolve dispute by mediation**

If the mediation process does not resolve the dispute, then the current VPU committee shall determine the dispute after hearing the grievance dispute from both parties and may:

- (1) reprimand one or both members; and or

- (2) fine one or both members; and or
- (3) suspend the membership rights of one or both members for a specified period; or
- (4) expel one or both members from the VPU.

#### **PART 4—GENERAL MEETINGS OF THE VPU**

### **30 Annual general meetings**

- (1) The Committee must convene an annual general meeting of the VPU held in the first week of March of each season.
- (2) The Committee may determine the date, time and place of the annual general meeting.
- (3) The ordinary business of the annual general meeting is as follows—
  - (a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
  - (b) to receive and consider—
    - (i) the annual report of the Committee on the activities of the VPU during the preceding financial year; and
    - (ii) the financial statements of the VPU for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;
  - (c) to elect the members of the Committee;
  - (d) to confirm or vary the amounts (if any) of the annual subscription and joining fee.
  - (e) presenting certificates and special prizes won during the past season; and
  - (f) such other business as may be necessary for the welfare of the VPU
- (4) The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.

### **31 Special general meetings**

- (1) Any general meeting of the VPU, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting.
- (2) The Committee may convene a special general meeting whenever it thinks fit.
- (3) The President, or in his absence, the Vice-President, shall preside as Chairman at each general meeting of the VPU.
- (4) If the President and Vice-President are absent from a general meeting, the members present shall elect one of their numbers to preside as Chairman at the meeting.
- (5) The Committee shall have the power to deal with any business arising between meetings.
- (6) No business other than that set out in the notice under rule 33 may be conducted at the meeting.

### **32 Special general meeting held at request of Clubs**

- (1) The Committee must convene a special general meeting if a request to do so is made in accordance with sub rule (2) by at least four (4) Clubs.
- (2) A request for a special general meeting must—
  - (a) be in writing; and
  - (b) state the business to be considered at the meeting and any resolutions to be proposed; and

- (c) include the names and signatures of the Club President and Secretary-Treasurer requesting the meeting; and
  - (d) be given to the VPU Secretary-Treasurer.
- (3) No business other than that set out in the notice under rule 33 may be conducted at the meeting.

### **33 Notice of general meetings**

- (1) The Secretary-Treasurer must give to each member of the VPU—
  - (a) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
  - (b) at least 14 days' notice of a general meeting in any other case.
- (2) The notice must—
  - (a) specify the date, time and place of the meeting; and
  - (b) indicate the general nature of each item of business to be considered at the meeting; and
  - (c) if a special resolution is to be proposed—
    - (i) state in full the proposed resolution; and
    - (ii) state the intention to propose the resolution as a special resolution; and
  - (d) comply with rule 34(5).
- (3) A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary-Treasurer, who shall include that business in the notice calling for the next general meeting after the receipt of the notice.
- (4) A Notice of Motion to alter or rescind any Rule must first be forwarded to the Committee who shall make certain recommendations to a Special General Meeting called for the purpose or to the following Annual Meeting.
- (5) This rule does not apply to a disciplinary appeal meeting.

### **34 Proxies**

- (1) A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.
- (2) The appointment of a proxy must be in writing and signed by the member making the appointment.
- (3) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.
- (4) If the Committee has approved a form for the appointment of a proxy, the member may use any other form that clearly identifies the person appointed as the member's proxy and that has been signed by the member.
- (5) Notice of a general meeting given to a member under rule 33 must—
  - (a) state that the member may appoint another member as a proxy for the meeting; and
  - (b) include a copy of any form that the Committee has approved for the appointment of a proxy.

- (6) A form appointing a proxy must be given to the Chairperson of the meeting before or at the commencement of the meeting.
- (7) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Secretary – Treasurer of the VPU no later than 24 hours before the commencement of the meeting.

### **35 Use of technology**

- (1) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a member participating in a general meeting as permitted under sub rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

### **36 Quorum at general meetings**

- (1) No business may be conducted at a general meeting unless a quorum of members is present.
- (2) The quorum for a general meeting is the presence (physically, by proxy or as allowed under rule 35) of at least twenty (20) of the members entitled to vote.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting—
  - (a) in the case of a meeting convened by, or at the request of, members under rule 32—the meeting must be dissolved;
  - (b) in any other case—
    - (i) the meeting must be adjourned to a date not more than 21 days after the adjournment; and
    - (ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.
- (4) If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under sub rule (3)(b), the members present at the meeting (if not fewer than 3) may proceed with the business of the meeting as if a quorum were present.

### **37 Adjournment of general meeting**

- (1) The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting sub rule (1), a meeting may be adjourned—
  - (a) if there is insufficient time to deal with the business at hand; or
  - (b) to give the members more time to consider an item of business.
- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 33.

### **38 Voting at general meeting**

- (1) On any question arising at a general meeting—
  - (a) subject to sub rule (3), each member who is entitled to vote has one vote; and
  - (b) members may vote personally or by proxy; and
  - (c) except in the case of a special resolution, the question must be decided on a majority of votes.
- (2) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (3) If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.
- (4) This rule does not apply to a vote at a disciplinary appeal meeting conducted under rule 24.

### **39 Special resolutions**

- (1) A special resolution is passed if not less than two thirds of the members voting at a general meeting (whether in person or by proxy) vote in favour of the resolution.
- (2) A special resolution is required—
  - (a) to remove a committee member from office;
  - (b) to alter these Rules, including changing the name or any of the Statement of Purposes of the VPU.

### **40 Determining whether resolution carried**

- (1) Subject to subsection (2), the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—
  - (a) carried; or
  - (b) carried unanimously; or
  - (c) carried by a particular majority; or
  - (d) lost—and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.
- (2) If a poll (where votes are cast in writing) is demanded by three or more members on any question—
  - (a) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
  - (b) the Chairperson must declare the result of the resolution on the basis of the poll.
- (3) A poll demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.
- (4) A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

### **41 Minutes of general meeting**

- (1) The Committee must ensure that minutes are taken and kept of each general meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.

- (3) In addition, the minutes of each annual general meeting must include—
  - (a) the number of the members attending the meeting; and
  - (b) proxy forms given to the Chairperson of the meeting under rule 34(6); and
  - (c) the financial statements submitted to the members in accordance with rule 30(4) (b) (ii); and
  - (d) the certificate signed by the President certifying that the financial statements give a true and fair view of the financial position and performance of the VPU; and
  - (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

## **PART 5—COMMITTEE**

### **Division 1—Powers of Committee**

#### **42 Role and powers**

- (1) The business of the VPU must be managed by or under the direction of a Committee.
- (2) The Committee may exercise all the powers of the VPU except those powers that these Rules or the Act require to be exercised by general meetings of the members of the VPU.
- (3) The Committee may establish subcommittees consisting of members with terms of reference it considers appropriate.

#### **43 Delegation**

- (1) The Committee may delegate to a member of the Committee, a subcommittee, any of its powers and functions other than—
  - (a) this power of delegation; or
  - (b) a duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
- (3) The Committee may, in writing, revoke a delegation wholly or in part.

### **Division 2—Composition of Committee and duties of members**

#### **44 Composition of Committee**

- (1) The Officers of the VPU shall be -
    - (a) a President; and
    - (b) a Vice-President; and
    - (c) a Secretary-Treasurer-Treasurer; and
    - (d) an Assistant Secretary-Treasurer.The duration of appointment of such officers shall be for twelve months with the exception of the Secretary-Treasurer where the appointment shall be for three years.
  - (2) The Committee of the VPU shall consist of
    - (a) the Officers; and
    - (b) a further seven ordinary members who were nominated by their respective Clubs and duly elected by ballot by all affiliated VPU members under Rule 53.All members of the committee, except for the Secretary-Treasurer and Assistant Secretary shall be honorary positions.
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## **45 General Duties**

- (1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.
- (2) The Committee is collectively responsible for ensuring that the VPU complies with the Act and that individual members of the Committee comply with these Rules.
- (3) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- (4) Committee members must exercise their powers and discharge their duties—
  - (a) in good faith in the best interests of the VPU; and
  - (b) for a proper purpose.
- (5) Committee members and former committee members must not make improper use of—
  - (a) their position; or
  - (b) information acquired by virtue of holding their position so as to gain an advantage for themselves or any other person or to cause detriment to the VPU.
- (6) All the property of the VPU real and personal shall be vested in the VPU and managed by the current VPU committee. The committee shall deal with the property of the VPU as directed by a resolution of the members at an annual general meeting or a special meeting called for this purpose.
- (7) The Committee shall have the power to frame By-Laws for the conduct of all Federation and Special races, and the 'Federation' in such regulations shall be deemed to be identical with the VPU herein.
- (8) The VPU shall not be dissolved without the consent, in writing, of three-fourths of the Clubs affiliated as aforesaid, such consent to be given by a majority of the members of said respective clubs.
- (9) The Committee shall have the power to recommend changes to the Rules or Statement of Purposes of the VPU but no such alteration shall take effect until the same has been confirmed at the Annual Meeting or a Special General Meeting convened for the purpose. The Committee shall have the power to make By-Laws, Regulations and Conditions (not inconsistent with these Rules), as it may from time to time deem necessary. Half the elected members of the Committee shall form a quorum.
- (10) The Committee shall decide all questions and disputes of whatever kind arising not provided for in these Rules and By-Laws.
- (11) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.

## **46 President and Vice-President**

- (1) It shall be the duty of the President to preside at all meetings of the VPU, to preserve order, to give a casting vote on all questions when required, sign the minutes of the previous meeting when confirmed by vote, he shall have a casting vote and he shall have power to call special meetings and sign cheques in conjunction with the Secretary-Treasurer and the Vice-President.
- (2) It shall be the duty of the Vice-President to attend all meetings and render assistance to the President on all occasions and to perform the duties of President in his stead, when he is absent, when he shall be vested with all the powers of the President.



- (3) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of the meeting must be—
  - (a) in the case of a general meeting—a member elected by the other members present; or
  - (b) in the case of a committee meeting—a committee member elected by the other committee members present.

#### **47 Secretary-Treasurer**

- (1) The Secretary-Treasurer must perform any duty or function required under the Act to be performed by the Secretary-Treasurer of an incorporated VPU.
- (2) The Secretary-Treasurer must—
  - (a) maintain the register of members in accordance with rule 18; and
  - (b) keep custody of the common seal (if any) of the VPU and, except for the financial records referred to in rule 70(3), all books, documents and securities of the VPU in accordance with rules 72 and 75; and
  - (c) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
  - (d) perform any other duty or function imposed on the Secretary-Treasurer by these Rules.
  - (e) convene and attend all meetings, except such as he may be excused by the meeting from attending and keep an accurate account of all business transacted. He shall have charge of all property belonging to the VPU and shall keep in his custody or under his control all books, documents and securities of the VPU. He shall also produce a Balance Sheet, signed by Auditors, at the Annual Meeting, or at any time when he is requested to do so by the Committee. He shall also have for the information of the Committee a statement of the indebtedness of each affiliated club of the VPU at each meeting. He shall deposit all money in the Bank in the name of the Victorian Racing Pigeon Union and shall in conjunction with the President or Vice-President sign cheques. He shall also, at the Annual Meeting render a detailed statement, showing clearly the financial position of the VPU.
- (3) The Secretary-Treasurer must give to the Registrar notice of his or her appointment within 14 days after the appointment.

#### **48 Assistant Secretary-Treasurer**

- (1) The Assistant Secretary-Treasurer must—
  - (a) attend all meetings, and make an accurate record of the business transacted thereat. He shall also assist with the calculating of velocities in connection with VPU races.
  - (b) ensure that at least one other committee member has access to the accounts and financial records of the VPU.

#### **49 Auditors**

The Auditors shall prior to each annual meeting or at any time the VPU may direct, audit and examine all books, documents and balance sheets, and if correct, sign and certify to same accordingly.

#### **50 Ring Registrar**

It shall be the duty of the Ring Registrar to record each new season's ring issue and to keep an up-to-date record of the transferred pigeons and reported strays.

## **51 Clock Committee**

- (1) (a) There shall be a clock committee comprising the President, Secretary-Treasurer and one member from each affiliated Club. Each member of the committee shall be appointed by his Club. The committee shall decide any question in respect to any time record. Three members of the committee shall form a quorum.  
  
b) All due respect shall be shown to the Chairman and members of the Clock Committee on clock setting and race days. A member whose conduct is deemed disorderly or offensive may be subject to disciplinary action.

## **52 Convoyer**

- (1) It shall be the duty of the convoyer to take charge of race birds as soon as accessible and attend same until liberation. A VPU liberation report form will be completed for each race by the convoyer and given to the Secretary-Treasurer within 7 days.

### **Division 3—Election of Committee members and tenure of office**

## **53 Eligibility to be a Committee member**

- (1) A member is eligible to be elected or appointed as a committee member if the member—
  - (a) is 18 years or over; and
  - (b) is entitled to vote at a general meeting; and
  - (c) is nominated in writing to the Secretary-Treasurer by an affiliated Club of the VPU and
  - (d) has been a financial member of the VPU for the last two (2) consecutive years.

## **54 Positions to be declared vacant**

- (1) This rule applies to an annual general meeting of the VPU, after the annual report and financial statements of the VPU have been received.
- (2) The Chairperson of the meeting must declare all positions on the Committee vacant and hold elections for those positions in accordance with rules 55 to 58.

## **55 Nominations**

- (1) Nominations of members for committee shall be by their respective Clubs and duly elected by ballot by all affiliated VPU members.
- (2) It is provided however that the neglect or failure of any affiliated Club to nominate a representative shall not in any way prejudice or limit the rights or powers of the Committee consisting of said Office bearers and such members who may have been nominated by their Clubs and elected by VPU ballot to the Committee.
- (3) The name of each Club's nominees to the Committee shall be in the possession of the VPU Secretary-Treasurer by the 31st December of each year. Only three members per Club may be nominated.
- (4) A member who is nominated for a position and fails to be elected to that position may be nominated for any other position for which an election is yet to be held.

## **56 Election of President etc.**

- (1) At the annual general meeting, separate elections must be held for each of the following positions—
  - (a) President;
  - (b) Vice-President;

- (c) Secretary-Treasurer;
- (d) Assistant Secretary.
- (2) If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
- (3) If more than one member is nominated, a ballot must be held in accordance with rule 59.
- (4) On his or her election, the new President may take over as Chairperson of the meeting.

#### **57 Election of ordinary members**

- (1) The annual general meeting must by resolution decide the number of ordinary members of the Committee (if any) it wishes to hold office for the next year.
- (2) A single election may be held to fill all of those positions.
- (3) If the number of members nominated for the position of ordinary committee member is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position.
- (4) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 59.

#### **58 Election of Life Members**

Any Club desirous of nominating any VPU member for Life Membership must in the first instance submit such a nomination to the Committee for consideration. The Committee reserves the right not to recommend, without any reason, any nomination, but if any nomination is not recommended by the Committee then the Club making such a nomination shall be notified.

#### **59 Ballot**

- (1) If a ballot is required for the election for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
- (2) The returning officer must not be a member nominated for the position.
- (3) Before the ballot is taken, each candidate may make a short speech in support of his or her election.
- (4) The election must be by secret ballot.
- (5) The returning officer must give a blank piece of paper to—
  - (a) each member present in person; and
  - (b) each proxy appointed by a member.
- (6) If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
- (7) If the ballot is for more than one position—
  - (a) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;
  - (b) the voter must not write the names of more candidates than the number to be elected.
- (8) Ballot papers that do not comply with sub rule (7) (b) are not to be counted.
- (9) Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.

- (10) The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
- (11) If the returning officer is unable to declare the result of an election under sub rule (10) because 2 or more candidates received the same number of votes, the returning officer must—
  - (a) conduct a further election for the position in accordance with sub rules (4) to (10) to decide which of those candidates is to be elected; or
  - (b) with the agreement of those candidates, decide by lot which of them is to be elected.

## **60 Term of office**

- (1) Subject to sub rule (3) and rule 62, a committee member holds office until the positions of the Committee are declared vacant at the next annual general meeting.
- (2) A committee member may be re-elected.
- (3) A general meeting of the VPU may—
  - (a) by special resolution remove a committee member from office; and
  - (b) elect an eligible member of the VPU to fill the vacant position in accordance with this Division.
- (4) A member who is the subject of a proposed special resolution under sub rule (3) (a) may make representations in writing to the Secretary-Treasurer or President of the VPU (not exceeding a reasonable length) and may request that the representations be provided to the members of the VPU.
- (5) The Secretary-Treasurer or the President may give a copy of the representations to each member of the VPU or, if they are not so given, the member may require that they be read out at the meeting at which the special resolution is to be proposed.

## **61 Vacation of office**

- (1) A committee member may resign from the Committee by written notice addressed to the Committee.
- (2) A person ceases to be a committee member if he or she—
  - (a) ceases to be a member of the VPU; or
  - (b) fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under rule 72; or
  - (c) On the death or resignation of any Officer of the VPU or of any member of the Committee or if an Officer of the VPU or member of the Committee shall be removed from the office by a resolution of the Committee, the Committee shall appoint an Officer or Officers of the VPU or member or members of the Committee to fill any vacancy or vacancies so occurring. All such appointees shall hold office or be members of the Committee as the case may be until the next Annual meeting.
  - (d) otherwise ceases to be a committee member by operation of section 78 of the Act.

## **62 Filling casual vacancies**

- (1) The Committee may appoint an eligible member of the VPU to fill a position on the Committee that—
  - (a) has become vacant under rule 61; or
  - (b) was not filled by election at the last annual general meeting.

- (2) If the position of Secretary-Treasurer becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
- (3) Rule 60 applies to any committee member appointed by the Committee under sub rule (1) or (2).
- (4) The Committee may continue to act despite any vacancy in its membership.

#### **Division 4—Meetings of Committee**

##### **63 Meetings of Committee**

- (1) The Committee must meet at least 6 times in each year at the dates, times and places determined by the Committee.
- (2) The date, time and place of the first committee meeting must be determined by the members of the Committee as soon as practicable after the annual general meeting of the VPU at which the members of the Committee were elected.
- (3) Special committee meetings may be convened by the President or by any 4 members of the Committee.

##### **64 Notice of meetings**

- (1) Notice of each committee meeting must be given to each committee member no later than 7 days before the date of the meeting.
- (2) Notice may be given of more than one committee meeting at the same time.
- (3) The notice must state the date, time and place of the meeting.
- (4) If a special committee meeting is convened, the notice must include the general nature of the business to be conducted.
- (5) The only business that may be conducted at the meeting is the business for which the meeting is convened.

##### **65 Urgent meetings**

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with rule 64 provided that as much notice as practicable is given to each committee member by the quickest means practicable.
- (2) Any resolution made at the meeting must be passed by an absolute majority of the Committee.
- (3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

##### **66 Procedure and order of business**

- (1) The procedure to be followed at a meeting of a Committee must be determined from time to time by the Committee.
- (2) The order of business may be determined by the members present at the meeting.

##### **67 Use of technology**

- (1) A committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.

- (2) For the purposes of this Part, a committee member participating in a committee meeting as permitted under sub rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

## **68 Quorum**

- (1) No business may be conducted at a Committee meeting unless a quorum is present.
- (2) The quorum for a committee meeting is the presence (in person or as allowed under rule 67) of a majority of the committee members holding office.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting—
  - (a) in the case of a special meeting—the meeting lapses;
  - (b) in any other case—the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 64.

## **69 Voting**

- (1) On any question arising at a committee meeting, each committee member present at the meeting has one vote.
- (2) A motion is carried if a majority of committee members present at the meeting vote in favour of the motion.
- (3) Sub rule (2) does not apply to any motion or question which is required by these Rules to be passed by an absolute majority of the Committee.
- (4) The President and Secretary-Treasurer shall not have any deliberate vote in any matter under discussion at any Committee meeting, but in the case of the President, he shall have a casting vote if necessary. It is further provided that the President and Secretary-Treasurer shall attend all Committee meetings when possible to act in any advisory capacity to the Committee
- (5) Voting by proxy is not permitted.

## **70 Conflict of interest**

- (1) A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee.
- (2) The member—
  - (a) must not be present while the matter is being considered at the meeting; and
  - (b) must not vote on the matter.
- (3) This rule does not apply to a material personal interest—
  - (a) that exists only because the member belongs to a class of persons for whose benefit the VPU is established; or
  - (b) that the member has in common with all, or a substantial proportion of, the members of the VPU.

## **71 Minutes of meeting**

- (1) The Committee must ensure that minutes are taken and kept of each committee meeting.
- (2) The minutes must record the following—
  - (a) the names of the members in attendance at the meeting;

- (b) the business considered at the meeting;
- (c) any resolution on which a vote is taken and the result of the vote;
- (d) any material personal interest disclosed under rule 70.

## **72 Leave of absence**

- (1) The Committee may grant a committee member leave of absence from committee meetings for a period not exceeding 3 months.
- (2) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance.

## **PART 6—FINANCIAL MATTERS**

### **73 Source of funds**

The funds of the VPU may be derived from joining fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the Committee.

### **74 Management of funds**

- (1) Subject to any restrictions imposed by a general meeting of the VPU, the Committee may approve expenditure on behalf of the VPU.
- (2) The Committee may authorise the Secretary -Treasurer to expend funds on behalf of the VPU (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.
- (3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by the President and the Secretary –Treasurer.

### **75 Financial records**

- (1) The VPU must keep financial records that—
  - (a) correctly record and explain its transactions, financial position and performance; and
  - (b) enable financial statements to be prepared as required by the Act.
- (2) The VPU must retain the financial records for 7 years after the transactions covered by the records are completed.
- (3) The Secretary -Treasurer must keep in his or her custody, or under his or her control—
  - (a) the financial records for the current financial year; and
  - (b) any other financial records as authorised by the Committee.

### **76 Financial statements**

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the VPU are met.
- (2) Without limiting sub rule (1), those requirements include—
  - (a) the preparation of the financial statements;
  - (b) if required, the review or auditing of the financial statements;
  - (c) the certification of the financial statements by the Committee;
  - (d) the submission of the financial statements to the annual general meeting of the VPU;
  - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

## PART 7—GENERAL MATTERS

### 77 Common Seal

- (1) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Committee or of one member of the Committee and of the Public Officer of the VPU.
- (2) The Common Seal must be kept in the custody of the Secretary-Treasurer.

### 78 Registered address

The registered address of the VPU is—

- (a) the address determined from time to time by resolution of the Committee; or
- (b) if the Committee has not determined an address to be the registered address— the postal address of the Secretary-Treasurer.

### 79 Notice requirements

- (1) Any notice required to be given to a member or a committee member under these Rules may be given—
  - (a) by handing the notice to the member personally; or
  - (b) by sending it by post to the member at the address recorded for the member on the register of members; or
  - (c) by email or facsimile transmission.
- (2) Sub rule (1) does not apply to notice given under rule 65.
- (3) Any notice required to be given to the VPU or the Committee may be given—
  - (a) by handing the notice to a member of the Committee; or
  - (b) by sending the notice by post to the registered address; or
  - (c) by leaving the notice at the registered address; or
  - (d) if the Committee determines that it is appropriate in the circumstances—
    - (i) by email to the email address of the VPU or the Secretary-Treasurer; or
    - (ii) by facsimile transmission to the facsimile number of the VPU.

### 80 Custody and inspection of books and records

- (1) Members may on request inspect free of charge—
  - (a) the register of members;
  - (b) the minutes of general meetings;
  - (c) subject to sub rule (2), the financial records, books, securities and any other relevant document of the VPU, including minutes of Committee meetings.
- (2) The Committee may refuse to permit a member to inspect records of the VPU that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the VPU.
- (3) The Committee must on request make copies of these rules available to members and applicants for membership free of charge.



(4) Subject to sub rule (2), a member may make a copy of any of the other records of the VPU referred to in this rule and the VPU may charge a reasonable fee for provision of a copy of such a record.

(5) For purposes of this rule—

*relevant documents* means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the VPU and includes the following—

(a) its membership records;

(b) its financial statements;

(c) its financial records;

(d) records and documents relating to transactions, dealings, business or property of the VPU.

### **81 Winding up and cancellation**

(1) The VPU may be wound up voluntarily by special resolution.

(2) In the event of the winding up or the cancellation of the incorporation of the VPU, the surplus assets of the VPU must not be distributed to any members or former members of the VPU.

(3) Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to a body that has similar purposes to the VPU and which is not carried on for the profit or gain of its individual members.

(4) The body to which the surplus assets are to be given must be decided by special resolution.

### **82 Routes**

It shall be the duty of the Committee to provide a series of races on four routes, West, North West, North and North East. They shall have the power to alter or vary the race schedule or race route or the day the race will be conducted at any time should the necessity arise. Race schedules for the subsequent year shall be presented to clubs not later than the AGM each year.

### **83 Alteration of Rules**

These Rules and Regulations may be added to, appealed or amended by a two thirds majority of members at any Annual General Meeting or Special General Meeting called for that purpose. All new rules will be published annually in the VPU Website.

**Members are respectively requested to make themselves fully conversant with these Rules and Regulations**

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