

# **Rules for the Perth Cichlid Society Inc.**

## **1. Name of Association**

Perth Cichlid Society Incorporated  
(Incorporation Certificate Number A1000874W)

## **2. Definitions**

In these rules, unless the contrary intention appears -

“annual general meeting”: means the meeting referred to in rules 15 & 8 (2)

“committee meeting” means meeting referred to in rule 17;

“committee member” means person referred to in paragraph (a), (b), (c), (d), or (e) of rule 8(1) and rule 8a (1) and (2);

“financial year” has the meaning of the year from 1 July to 30 June.

(a) “an incorporated association” or “the association” being construed as a reference to the Association; and

(b) “the Committee” being construed as a reference to the Committee;

“general meeting” means meeting convened under rule 15;

“member” means member of the Association;

“the Act” means the Associations Incorporation Act 1987

“the Association means the Association referred to in rule 1;

“the Committee means the Committee of Management of the Association referred to in rule 8(1);

“the Chairperson” means -

- (a) in relation to the proceedings at a Committee meeting or general meeting, the person presiding at the Committee meeting or general meeting in accordance with rule 9; or
  - (b) otherwise than in relation to the proceedings referred to in paragraph (a), the person referred to in rule 9 or, if that person is unable to perform his or her functions, the Vice Chairperson;
- “the Vice-Chairperson” means the Vice-Chairperson referred to in rule 9a.

“the Secretary” means the Secretary referred to in rule 10;

“the Treasurer” means the Treasurer referred to in rule 11;

### **3. Aims**

(1) The aims of the Society are:

- 1. to promote the conservation of the neotropical family Cichlidae world-wide
- 2. to undertake responsible husbanding of the species within Australia
- 3. to educate our members and the general public through fellowship and friendly sharing of knowledge at Society General Meetings, Open Days and Special Promotions.

(2) The property and income of the Association shall be applied solely towards the promotion of the aims 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 those aims.

### **4. Association Logo**

*Thorichthys meeki* (Firemouth cichlid) with Perth Cichlid Society (Inc.) written underneath it.

Colours: Black and White with Red around its gill/throat regions.

**5. Membership**

- (5a) Membership of the Association is open to any person with an interest in and an accord with the general aims outlined in Rule 3
- (5b) A person who wishes to become a member shall apply for membership by filling in the club Membership Application Form.
- (5c) Ordinary member shall mean a financially paid up Family, Single, or Concession person so recorded by the Treasurer.
- (5d) Family membership includes minor children and has 2 (two) votes .

**6. Subscriptions of Members of Association**

- (6a) Membership fees are as per directed by the Committee from year to year.
- (6b) Membership fees to be paid no later than the third (3<sup>rd</sup>) attendance of a Society Meeting,

**7. Register of Members of Association**

(1) The Secretary shall on behalf of the Association keep and maintain the register of members in accordance with Section 27 of the Act and that register shall be kept and maintained at his or her place of residence.

(2) The Secretary shall cause the name of person who dies or who ceases to be a member to be deleted from the register of members referred to in subrule (1).

**8. Committee of Management**

(1) The affairs of the Association shall be managed exclusively by a Committee of management consisting of -

- (a) a Chairperson
- (b) a Vice-Chairperson
- (c) a Secretary
- (d) a Treasurer, and
- (e) 6 other persons

all of whom shall be members of the Association elected to membership of that Committee at an annual general meeting or appointed under rule 8a(2).

(2) At the commencement of each annual general meeting following incorporation of the Association, the members of the Committee shall cease to be Committee members, but shall be eligible for re-election to membership of the Committee.

(3) Nominations for membership of the Committee shall be made in writing prior to the annual general meeting on the nomination form included in the Newsletter published in the month prior to the annual general meeting.

(4) A person who is eligible for election or re-election may, at the annual general meeting, propose or second himself or herself and vote for himself or herself.

#### **8a. Casual vacancies in Committee of Management**

(1) A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member dies, resigns, is convicted of an offence under the Act, is permanently incapacitated or is absent from more than 3 consecutive Committee meetings without tendering an apology or ceases to be a member of the Association.

(2) If a casual vacancy occurs in the membership of the Committee the Chairperson may at his or her discretion appoint a person to fill the vacancy.

#### **9. Chairperson**

(1) Subject to this rule, the Chairperson shall preside at all meetings ;

(2) In the event of the absence of the Chairperson, the Vice-Chairperson shall preside.

(3) In the absence of both the Chairperson and Vice-Chairperson, a Committee member elected by the other Committee members present, shall preside.

**9 a. Vice-Chairperson**

The Vice-Chairperson shall assist the Chairperson.

**10. Secretary**

The Secretary shall -

- (a) co-ordinate the correspondence of the Association
- (b) keep full and correct minutes of the proceedings of the Committee
- (c) comply on behalf of the Association with -
  - (1) section 27 of the Act in respect of the register of members of the Association;
  - (2) section 28 of the Act in respect of the rules of the Association; and
  - (3) section 29 of the Act in respect of the record of officeholders, and any trustees, of the Association;
- (d) have custody of all books, documents, records and registers of the Association, including those referred to in paragraph (c), other than those required by rule 10 to be kept and maintained by, or in the custody of, the Treasurer; and
- (e) perform such other duties as are imposed by these rules on the Secretary.

**11. Treasurer**

The Treasurer shall -

- (a) be responsible for the receipt of all monies paid in or received by, or by him on behalf of, the Association and shall issue receipts for those monies in the name of the Association;

(b) pay all monies referred to in paragraph (a) into such account or accounts of the Association as the Committee may from time to time direct;

(c) make payments from the funds of the Association with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by two Committee members, such signatories being any two of the four Committee members authorised by the Committee to sign cheques, namely the President, Vice-President, Secretary and Treasurer ;

(d) comply on behalf of the Association with sections 25 and 26 of the Act in respect of the accounting records of the Association;

(e) whenever directed to so do by the Chairperson, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;

(f) have custody of all securities, books and documents of a financial nature and accounting records of the Association, including those referred to in paragraphs (d) and (e); and

(g) Submit the books and accounts for Audit every year , such audit to be carried out by a person deemed as suitable by the Committee and perform such other duties as are imposed by these rules on the Treasurer.

## **12. Species Maintenance Officer**

The Species Maintenance Officer shall be responsible for the Breeders Award Programme and the Annual Breeding Competition.

## **13. Editor**

The Editor shall be responsible for compiling a newsletter on a regular basis in consultation with the Committee as to content and quality.

## **14. General Committee Members**

General Committee Members – one (1) of whom will be the Librarian - shall carry out duties as required and attend such matters as the Committee may decide from time to time.

## **15. Meetings**

(1) The Committee -

(a) may at any time convene a special general meeting;

(b) shall convene annual general meetings within the time limits provided for the holding of annual general meetings by section 23 of the Act; and

(c) in the case of an annual general meeting, the order in which business is to be transacted is

(1) first, the consideration of the accounts and reports of the Committee;

(2) second, the election of Committee members to replace outgoing Committee members; and

(3) third, any other business requiring consideration of the Association in an annual general meeting;

(d) may convene general meetings on a regular basis at intervals to be determined by the Committee.

(2) The Secretary or some other Committee member as delegated by the Chairperson shall give all members not less than 7 days notice of any meeting of the Association by notification in the Association's newsletter, the Association's website and/or by publication in a local newspaper.

## **16. Quorum in proceedings at meetings**

(1) At a general meeting, annual general meeting and special general meeting, 10 financial members present in person or by proxy constitute a quorum.

(1a) If a quorum is not present within 30 minutes of the time specified for the holding of a general meeting, the members present may nevertheless proceed with the business of that general meeting.

(2) At a committee meeting, 5 committee members constitutes a quorum.

## **17. Minutes of meetings of Association**

(1) The Secretary shall cause proper minutes of all proceedings of Annual General Meetings and Committee meetings to be taken and then to be entered within 30 days after the holding of each Committee meeting, as the case requires, in a minute book kept for that purpose.

(2) The Chairperson shall ensure that the minutes taken of meetings are checked and signed as correct by the Chairperson of the meeting to which those minutes relate or of the next succeeding Annual General Meeting or Committee meeting, as the case requires.

(3) When minutes have been entered and signed as correct under this rule, they shall, until the contrary is proved, be evidence that -

- (a) the meeting to which they relate was duly convened and held;
- (b) all proceedings recorded as having taken place at the meeting did in fact take place thereat; and
- (c) all appointments or elections purporting to have been made at the meeting have been validly made.
- (d)

(4) No minutes will be taken of general meetings as they are of a social and educational nature with no general business being discussed.

## **18. Voting rights of members of Association**

Subject to these rules, each member present in person or by proxy at any meeting of the Association is entitled to a deliberative vote.

## **19. Proxies of members of Association**

A member may appoint another member to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at any meeting of the Association.

## **20. Conduct of Members**

(20a) Any member reported to the Society for offences detrimental to the running and harmony of the Society will be dealt with by the Committee within fourteen (14) days of notification of offence.

(20b) Any member can be expelled, with cause by the full Committee of the Society, requiring a two thirds (2/3) majority. The member has the right to explain or apologise to a special General Meeting called for the purpose

(20c) The Executive Committee reviews all nominations for membership

(20d) The Committee by majority vote may at their discretion remove any person or persons from any meeting or Society event without due cause. The Committee (that is, those who are in attendance at the event) determining this status, needs a 75 per cent majority vote to pass this.

## **21. Rules of Association**

(1) The Association may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18 and 19 of the Act.

(2) These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

(3) These Rules may only be amended, enlarged or repealed from time to time by a special resolution passed by 75 per cent majority, calculated in the number of votes, of financial members present at an Annual or Special General Meeting called for this purpose.

(4) Any resolution designed to affect amendments, alterations, enlargements or deletion of the constitution, must be made in writing to the Secretary at least fourteen (14) days prior to Annual or Special General Meeting.

## **22. Life Membership**

Life memberships can only be awarded at the Annual General Meeting and commencing from the first award thereafter every five (5) years.

## **23. Common Seal of Association**

(1) The Association shall have a common seal on which its corporate name shall appear in legible characters.

(2) The common seal of the Association shall not be used without the express authority of the Committee and every use of that common seal shall be recorded in the minute book referred to in rule 17(1).

(3) The affixing of the common seal of the Association shall be witnessed by any two of the Chairperson, the Secretary and the Treasurer.

(4) The common seal of the Association shall be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

## **24. 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 but may not remove them.

## **25. Distribution of surplus property on winding up of Association**

21. 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

(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.



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