

CONSTITUTION

FREE RANGE PIG PRODUCERS INCORPORATED

Under the Associations Incorporation Act 2009

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ASSOCIATIONS INCORPORATION ACT 2009

OBJECTIVES

The name of the incorporated association is Free Range Pig Producers Incorporated.

1. The purposes for which the incorporated association is established are:-

- a) To unite all persons interested in free range pig production for their common benefit;
- b) To provide a forum where collective action can be facilitated;
- c) To lead by example in promoting safe healthy food and environmentally sound practices.
- d) To collect and record data and facts relating to the free range farming of pigs and make this information available to its members;

Code of Ethics

All pigs should be able to fulfill their basic behavioural and physiological needs by having the freedom to forage on the land and live outdoors. Their general movements are not to be hindered by cages, stalls, tethers or confined yards.

Each free range pig producer is also a steward of the land and will put in place management practices that promote health and well being for humans, animals and the environment.

Australian consumers have the right to expect the food they buy to meet certain standards; that it be raised according to sound animal husbandry techniques and free from contaminants that could jeopardize the wholesomeness of that food.

The health of pigs will not rely on preventative medications. Pigs will not be systematically fed antibiotics and their natural growth and body function will not be altered by the use of hormones, growth promotants or other medications.

RULES FOR AN INCORPORATED ASSOCIATION

1. The name of the incorporated association is Free Range Pig Producers Incorporated
(in these Rules called "**The Association**")

2. DEFINITIONS

- 2.1 In these Rules, unless the contrary intention appears:

"Act" means the Association Incorporation Act 2009

"**Committee**" means the committee of Management of the Association.

"**Committee Member**" means the member of the Management Committee appointed in accordance with Rule 18.

"**Financial year**" means the year ending on 30 June;

"**FRPPA**" The Free Range Pig Producers Association Inc.

"**FRpigPA**" means Free Range Pig Producers Association Inc

"**Free Range**" – Free range shall mean that all pigs live and are raised outdoors and are supplied with adequate shelter and shade. All pigs will have access to pasture with adequate space to allow them to range and exhibit natural behaviours including running, rooting, wallowing and interaction with the herd. Pigs will not be tail docked, have their teeth clipped or have nose rings inserted.

"**General meeting**" means a general meeting of members convened in accordance with Rule 9;

"**Member**" means a member of the Association.

"**Associate Member**" means a person whose application for membership has been accepted in accordance with these rules and has not lapsed in accordance with Rules 3.

"**Full Member**" means a member that has successfully completed the requirements for such membership as set out in Rule 3

"**Register**" means the Register of members established in accordance with Rule 5.

"**Regulations**" means regulations under the Act.

"**relevant documents**" has the same meaning as in the Act.

- 2.2 In this constitution:

- a a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty and

- b a reference to a function includes a reference to a power, authority and duty

- 2.3 Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1987 and the Act as in force from time to time.

3. MEMBERSHIP

3.1 Associate Membership

- 3.1.1 All persons who support the Code of Ethics of the Free Range Pig Farmers Association, are eligible to apply for associate membership.
- 3.1.2 Any eligible person may apply for associate membership online at www.australiapigfarmers.com.au.
- 3.2 The Committee may provide an amended form of application for membership.
- 3.3 Membership applications must be considered at the next meeting of the Committee.
- 3.4 Upon acceptance of an application and payment of the required fee, the Secretary must enter the applicant's name in the register and upon the name being so entered, the applicant becomes a member of the Association.
- 3.5 The Committee must determine if the application is approved or rejected.
- 3.6 The secretary must as soon as practicable after determination of the application, notify the applicant in writing.
- 3.7 Associate Membership does **not** give license for the use of the Association Logo or imply any accreditation has been given to the associate member's business.
- 3.8 Associate membership does not entitle the member to voting rights.

3.9 Full Membership

- 3.9.1 All persons who support the Code of Ethics and currently own and operate a free range piggery, are eligible to apply for full membership when the following requirements are met;
 - An application for Full Membership is made and payment received by the Association;
 - A statement is made to the Association detailing the number of pigs owned and the system under which they are farmed.
 - A declaration is made that all pigs owned by the applicant are farmed under full free range conditions (as described under interpretations).
- 3.9.2 Parallel pig production systems will not be accepted as meeting the FRPPA requirements for Full Membership. All pigs on the property must be managed under free range conditions as described under interpretations.
- 3.10 Full Membership must be renewed every twelve months by forwarding to the Association any subscription payments due and updated Statements and Declarations declaring that they have continuously met and will continue to meet the requirements for membership.
- 3.11 Each Full Membership is entitled to one vote at meetings.

3.12 Farm Inspections for Full Membership

- 3.11.1 **Unannounced Farm Inspections** – Applicants for Full Membership must agree to having their farm inspected for compliance to these rules. Every year, the Association will choose a number of members for an unannounced farm inspection to be performed by an assessor appointed by the Association.
- 3.12 The Association may from time to time vary the requirements for Full Membership and will inform members of any changes and the date from which they are to take effect.
- 3.13 Full Membership will entitle the applicant to the limited use of the Associations logo. The logo may only be displayed on letterhead and/or on one website that is owned by the applicant. The logo shall not imply that approval or certification of any kind has been applied to the applicants farming operation. The logo is to clearly state membership of the association only **and must not be used on any packaging or display material or in any marketing in relation to the selling of pork or pork products**. The logo will not be used on websites on the same pages that offer product for sale.

4. ANNUAL SUBSCRIPTION

4.1 The annual subscription is the relevant amount set by the Committee from time to time and is payable on a date in each year determined by the Committee.

- **Associate Membership** - \$25 membership fee per year
- **Full Membership** - \$120 membership fee per year

5. REGISTER OF MEMBERS

5.1 The Secretary must keep and maintain a register of members containing:

- 5.1.1 The name and address of each member; and
- 5.1.2 The date upon which each member's name was entered in the register.

6. RESIGNATION of MEMBERS

- 6.1 A member may resign from the association by giving notice in writing to the Secretary of his or her resignation.
- 6.2 On receipt of the notice, the member ceases to be a member. The secretary must record the cessation of membership in the register.

7. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS

- 7.1 Subject to these Rules, if the Association is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming or prejudicial to the interests of the Association, the Association may by resolution:
- 7.1.1. in the case of Full Members, inspect the producers operation as soon as practicable and report the findings to the Committee for decisive action: and
or
 - 7.1.2 issue a corrective action; or
 - 7.1.3 suspend that member from membership of the Association for a specified period while remedial action is taken; or
 - 7.1.4 expel that member from the Association.
- 7.2 A resolution of the Association under sub-rule 7.1 does not take effect unless:
- 7.2.1 at a meeting held in accordance with sub-rule 7.3, the Association confirms the resolution; and
 - 7.2.2 if the member exercises a right of appeal to the Association under this Rule, the Association confirms the resolution in accordance with this Rule.
- 7.3 A meeting of the Committee to confirm or revoke a resolution passed under sub-rule 7.1 must be held not earlier than fourteen (14) days and not later than twenty-eight (28) days, after notice has been given to the member in accordance with sub-rule 7.4.
- 7.4 For the purposes of giving notice in accordance with sub-rule 7.3, the Secretary must, as soon as practicable, cause to be given to the members a written notice:
- 7.4.1 setting out the resolution of the Association and the grounds on which it is based;
and
 - 7.4.2 stating that the member, or his or her representative, may address the Association at a meeting to be held not earlier than fourteen (14) days and not later than twenty-eight (28) days after the notice has been given to the member; and
 - 7.4.3 stating the date, place and time of the meeting,
 - 7.4.4 informing the member that he or she may do one or both of the following:
 - 7.4.4.1 attend that meeting;
 - 7.4.4.2 give to the Committee before the date of that meeting a written statement seeking revocation of the resolution; and
 - 7.4.5 informing the member that, if at that meeting, the Committee confirms the resolution, he or she may not later than forty-eight (48) hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.

- 7.5 At a meeting of the Committee to confirm or revoke a resolution passed under sub-rule
7.1, the Committee must:
- 7.5.1 give the member, or his or her representative, an opportunity to be heard;
and
 - 7.5.2 give due consideration to any written statement submitted by the member;
 - 7.5.3 determine by resolution whether to confirm or revoke the resolution.
- 7.6 If at the meeting of the Committee, the committee confirms the resolution, the member may, not later than forty-eight (48) hours after that meeting, give the secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- 7.8 If the Secretary receives a notice under sub-rule 7.6, he or she must notify the Committee and the Committee must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- 7.9 At a general meeting of the Association convened under sub-rule 7.7:
- 7.9.1 no business other than the question of the appeal may be conducted; and
 - 7.9.2 the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - 7.9.3 the member, or his or her representatives, must be given an opportunity to be heard; and
 - 7.9.4 the members present must vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 7.10 A resolution is confirmed if, at the general meeting, not less than two-thirds of the members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

8. DISPUTES AND MEDIATION

- 8.1 The grievance procedure set out in this role applies to disputes under these Rules between-
- (a) a member and another member; or
 - (b) a member and the Association
- 8.2 The parties to the dispute must meet and discuss the matter in dispute, and if possible resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 8.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

- 8.4 The mediator must be-
- (a) a person chosen by agreement between the parties;
- 8.5 A member of the Association can be a mediator
- 8.6 The mediator cannot be a member who is party to the dispute.
- 8.7 The parties to the dispute must , in good faith, attempt to settle the dispute by mediation.
- 8.8 The mediator, in conducting the mediation, must-
- (a) give the parties to the mediation process 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 to the dispute throughout the mediation process.
- 8.9 The mediator must not determine the dispute.
- 8.10 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

9. ANNUAL GENERAL MEETING

- 9.1 The Association must in each calendar year convene an annual general meeting of its members.
- 9.2 The annual general meeting must be held on the date and the time and place as the Committee determines.
- 9.3 The ordinary business of the annual general meeting is: -
 - 9.3.1 to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting.
 - 9.3.2 to receive from the Committee reports upon the transactions of the Association during the last preceding financial year;
 - 9.3.3 to elect the members of the Committee; and
 - 9.3.4 to receive and consider, the financial statements submitted by the Association in accordance with section 30(3) of the Act.8.4. The annual general meeting may conduct any special business of which notice is given in accordance with these rules.

10. SPECIAL GENERAL MEETINGS

- 10.1 In addition to the annual general meeting any other general meeting may be held in the same year.
- 10.2 All general meetings other than the annual general meeting are special general meetings.
- 10.3 The Committee may, whenever it thinks fit, convene a special general meeting of the Association.
- 10.4 If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the Committee must convene a special general meeting before the expiration of that period.
- 10.5 The Committee must, on the request in writing of members representing not less than twenty (20) per cent of the total numbers of members, convene a special general meeting of the Association.
- 10.6 The request for a special general meeting must: state the objects of the meeting; and be signed by the members requesting the meeting; and be sent to the address of the secretary.
- 10.7 If the Committee does not cause a special general meeting to be held within one (1) month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than three (3) months after that date.
- 10.8 If a special general meeting is convened by members in accordance with this Rule, it must be convened by the Committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.

11. SPECIAL BUSINESS

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the Rules as ordinary business at the annual general meeting, is deemed to be special business.

12. NOTICE OF GENERAL MEETINGS

- 12.1 The Secretary of the Association must give at least fourteen (14) days notice of a general meeting.
- 12.2 The notice may be given to the members of the Association in accordance with the Act.
- 12.3 Meetings will be held at the registered address of the Association but may also be attended in a second place simultaneously with the use of appropriate technology including telephone, telephone conferencing or internet video link.
- 12.4 The accidental omission to give notice of a meeting to or the non-receipt of notice of the meeting by any member does not invalidate any proceedings or resolutions at a general meeting.

13. QUORUM OF GENERAL MEETING

- 13.1 At all general meetings three members present in person constitutes a quorum. If within thirty (30) minutes from the time appointed for the meeting a quorum is not present:
 - 13.1.1 in the case of a meeting convened at the request of members, the meeting must be dissolved;
 - 13.1.2 in all other cases, the meeting may stand adjourned to the same day in the next week at the same time and place (unless another place is specified by the Chairperson at the time of adjournment);
 - 13.1.3 at the adjourned meeting the members present [being not less than three (3)], constitute a quorum.

14. PRESIDING AT GENERAL MEETINGS

The President of the Management Committee presides at all general meetings. In his or her absence or if unwilling to chair the meeting, a Chairperson must be appointed for that meeting by the members present.

15. ADJOURNMENT

The person presiding may with the consent of the majority of members present at a meeting adjourn the meeting but no business may be conducted at an adjourned meeting other than business left unfinished at the meeting from which the adjournment took place.

16. VOTING AT GENERAL MEETINGS

- 16.1 Each Full Member present is entitled to one (1) vote.
- 16.2 Resolutions are to be carried by a majority of the members present and voting. Except in the case of special business, in the case of equality of votes, the Chairperson has a second or casting vote.
- 16.3 A proxy vote at a general meeting is not permitted.
- 16.4 A member who has not paid all fees due and payable or has not met the requirements of membership as per section 3.9 may not vote at a general meeting.

17. POLL AT A GENERAL MEETING

- 17.1 At any general meeting a declaration by the Chairperson that a resolution has been carried or not is sufficient evidence of members' voting intention unless three (3) members call for a poll.
- 17.2 When a poll is taken the number of votes in favour and against the resolution must be recorded.

18. MANAGEMENT COMMITTEE

Composition and membership of the committee

- 18.a The Committee is to consist of:
 - 1. the office bearers of the association
- 18.b The total number of committee members must amount to a least three.
- 18.c The office bearers of the association are as follows:
 - a The President
 - b The Vice President
 - b The Treasurer
 - c The Secretary
- 18.d A committee member may hold up to 2 offices (other than both president and vice president offices)

18.1 The President shall act as chairman of all meetings of the Association at which he or she is present. In his or her absence a chairman shall be elected.

18.2 **The Committee**

18.2.1 Shall control and manage the business and affairs of the Association and perform all acts and things as appear to the Committee to be essential for the proper management of the affairs of the Association.

18.2.2 May, subject to these rules, exercise all such powers and functions as may be exercised by the Association other than such powers and functions expressly reserved by these rules to be exercised by the members in a general meeting.

18.2.3 Shall be appointed every three years at the appropriate annual general meeting, at which all positions will be declared vacant and elections held. Postal voting may be used under clause 18.3.2

18.2.4 May from time to time co-opt other members to form part of sub-committees deemed necessary for the proper discharge of the Committee's duties and obligations.

18.2.5 Shall have the right to fill casual vacancies by appointment from amongst members otherwise eligible to serve in accordance with these rules.

18.2.6 Shall be indemnified by the Association for any pecuniary liability incurred on behalf of the Association whilst faithfully and truly performing their obligations under these rules.

18.2.7 Shall appoint a Secretary and /or a Treasurer of the Association if no-one is elected to those positions. Where a member is elected as Secretary the Committee may appoint an officer to assist with the secretarial duties. The Secretary shall keep correct minutes of all Committee and General Meetings, conduct correspondence under the direction of the Committee and in general perform functions usually appertaining to the office of a Secretary. The Treasurer shall prepare and render accounts and collect and bank funds on behalf of the Association, prepare cheques for the payment of accounts and generally perform functions usually appertaining to the office of a Treasurer. The Secretary and/or Treasurer shall receive such remuneration for the performance of their duties as shall be determined from time to time by the Committee.

18.2.8 Shall ensure that where it has appointed a Secretary and/or Treasurer who is not an elected member of the Association then an alternative elected Officer of the Association is also appointed by the Committee in lieu of the appointed Secretary and/or Treasurer to be a signatory for any cheque or financial transaction.

18.3 Elections

18.3.1 At every third Annual General Meeting immediately following the presentation of the President's report for the prior year all offices and positions of the Committee members shall be declared vacant.

18.3.2 Provided the membership of the Association exceeds 250 members then the outgoing Committee may have decided to cause the election of office bearers for the new Committee to be undertaken by a postal vote in accordance with section (6) and the result will be declared at the annual general meeting. If a postal vote has not been undertaken then an election will be held at the annual general meeting in accordance with sections (9), and (10).

18.3.3 Nominations for candidates for election as Officers or Committee members shall be in accordance with the regulations.

18.3.4 If the number of nominations equals the vacancies to be filled then those individuals nominated shall be deemed to be elected.

18.3.5 If the number of nominations exceeds the vacancies to be filled then a ballot shall be held and only financial members and Honorary Life Members shall be entitled to vote.

18.3.6 **Postal Ballot**

When a postal vote is to be undertaken the Committee must call for nominations for all positions by mail dispatched at least 21 days before a nominated date for the closure of nominations. The nominations must be seconded and accompanied by a photo and a resume for distribution to all members. Ballot papers and counterfoils will then be prepared over the next 14 days and the papers distributed by mail for voting. The closing time and date for votes to be cast will be nominated but shall not be less than close of business 21 days from the date the mail is dispatched and shall be at least 3 business days prior to the annual general meeting. For a postal vote to be valid the voter's intention must be clear and in accordance with the voting instructions and the counterfoil must be completed and signed. The declaration of the postal vote will be made at the annual general meeting. In circumstances where insufficient nominations have been received for all positions then an election for the vacant positions will be held at the annual general meeting.

18.4 Inability to serve

For the purposes of these rules the office of an Officer of the Association or of a Committee member becomes vacant if the Officer or Committee member:

18.4.1 dies; or

- 18.4.2 becomes bankrupt or applies to take or takes advantage of any law relating to bankruptcy or insolvent debtors or compounds with his creditors or makes any assignment of his estate for their benefit; or
- 18.4.3 becomes of unsound mind; or
- 18.4.4 resigns his office in writing addressed to the Secretary or to any officer or Committee member; or
- 18.4.5 fails without leave granted by the Committee, to attend three consecutive meetings of the Committee; or
- 18.4.6 ceases to be a member of the Association in the normal course of business or did know of such interest and did not disclose the same to the President. All procedures must be in compliance with Section 21 of the Association Incorporations Act (ii) No member of the Committee may validly vote whilst in Committee in respect of any contract or arrangement in which they have a pecuniary interest or possible pecuniary interest.

19. INCOME AND PROPERTY

Funds - source

- 19.1 The income and property of the Association shall be derived from membership fees, donations and sponsorships.
- 19.2 All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank or other authorized deposit taking institution account.
- 19.3 The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

Funds - management

- 19.4 The funds of the Association are to be used in pursuance of the objects of the association in such a manner as the committee determines.
- 19.5 The Association will not make any distributions of Association property or income to any Members except, with the approval of the Committee, for the payment in good faith of reasonable remuneration to any Member in consideration for services rendered or goods supplied by that Member to the Association in the ordinary course of business.
- 19.6 Nothing in these rules shall prevent the Committee authorizing the holding in cash on an imprest system by the Secretary or any officer or Committee member such sum (not exceeding \$500) for the disbursement of petty expenses.

20. PAYMENT FOR SERVICES RENDERED

The Association may appoint a person who is either within the membership or outside the membership of the Association to any office of the Association to the holder of which office there is payable any remuneration by way of a fee, salary, or any out of pocket expenses or a payment for goods and services rendered.

21. PAYMENT FOR SERVICES RENDERED

The Committee shall have the power to suspend or dismiss any person appointed under rule 21 and pay them for services rendered.

22. CUSTODY AND INSPECTION OF RECORDS

22.1 Except as otherwise provided in these Rules, the Secretary must keep in his or her custody and control all books, documents and securities of the Association. A financial member of the association may request an inspection of the financial records at a time convenient to both parties.

24. LIFE MEMBERSHIP

24.1 Nominations for life associate membership can be made to the Committee has made a significant contribution to the Association.

24.2 Any member may nominate another member for life membership.

24.3 Applications for life membership must be considered at the next general meeting after their nomination.

26. ALTERATION OF RULES AND OBJECTIVES

These rules and the statement of objectives must not be altered except in accordance with the Act.

27. MEMBERS LIABILITIES

The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by rule 4.

28. FINANCIAL YEAR

The financial year of the association is:

a the period of time commencing on the date of incorporation of the association and ending on the following 30 June and;

b each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.