

BUNDOORA JUNIOR FOOTBALL CLUB

Constitution

The Club Rules

DATE: 1st December 2014



Bundoora Bulls

The Constitution of the Club has been updated to include the Model Rules legislated in 2012.



BUNDOORA JUNIOR FOOTBALL CLUB INC.

(ABN 29 867 737 355) (Reg. No. A0002811P)



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PART 1 – PRELIMINARY

1. Name

The name of the incorporated association is Bundoora Junior Football Club Incorporated. (In these rules called the “Club”)

2. Purpose

The purpose of the Club is to provide children an opportunity to learn and play Australian Rules football in an encouraging and safe environment.

3. Financial year

The financial year of the Club is each period of 12 months ending on 30th September.

4. Definitions

(1) In these rules, unless the contrary intention appears:-

“Club” means Bundoora Junior Football Club Incorporated.

“Committee” means the Committee of Management of the Club.

“General Meeting” means the general meeting of members convened in accordance with Part 4.

“Members” means a member of the Club

“The Act” means the Associations Incorporation Reform Act 2012.

“The Regulations” means regulations under the Act.

“Books” means hardcopy or electronic files recorded and stored in a form approved by the Committee.

(2) In these Rules, a reference to the Secretary of the Club is a reference:-

- a. Where a person holds office under these Rules as Secretary of the Club – to that person; and
- b. In any other case, to the public officer of the Club.



PART 2 – POWERS OF THE CLUB

5. Powers of the Club

- (1) Subject to the Act, the Club has power to do all things incidental or conducive to achieve its purpose.
- (2) Without limiting sub-rule (1), the Club 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 Club may only exercise its powers and use its income and assets (including any surplus) for its purposes.

6. Not for profit organisation

- (1) The Club must not distribute any surplus, income or assets directly or indirectly to its members.
- (2) Sub-rule (1) does not prevent the Club 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. Minimum number of members

The Club must have at least 5 members.

8. Who is eligible to be a member

Any person who supports the purpose of the Club is eligible for membership.



9. Application for membership

- (1) A natural person who is nominated and approved for membership as provided in these rules is eligible to be a member of the Club on payment of the annual subscription payable under these rules.
- (2) A person who is not a member of the Club at the time of the incorporation of the Club (or who was such a member at that time but has ceased to be a member) shall not be admitted to membership:-
 - a. Unless they are nominated as provided in sub-clause (3); and,
 - b. Their admission as a member is approved by the Committee.
- (3) A nomination of a person for membership of the Club:-
 - a. Shall be made in writing in a form set out by the Club; and
 - b. Shall be lodged with the Secretary of the Club.

10. Consideration of application

- (1) As soon as is practicable after the receipt of a nomination, the Secretary shall refer the nomination to the Committee.
- (2) Upon a nomination being referred to the Committee, the Committee shall determine whether to approve or to reject the nomination.
- (3) The Committee must notify the applicant in writing of its decision as soon as practicable after the decision is made.
- (4) If the Committee rejects the application, it must return any money accompanying the application to the applicant.
- (5) No reason needs be given for the rejection of an application.

11. New membership

- (1) Upon a nomination being approved by the Committee, the Registration Secretary shall enter the nominee's name in the register of members kept by them and, upon the name being so entered; the nominee becomes a member of the Club.
- (2) A right, privilege, or obligation of a person by reason of their membership of the Club:-
 - a. Is not capable of being transferred to transmitted to another person;
 - b. Terminates upon the cessation of their membership whether by death or resignation or otherwise.

12. Annual subscription and fee for joining

- (1) The annual subscription will be determined by the Committee from time to time in each year.
- (2) The Club may determine that any new member may be subject to a joining fee.
- (3) The rights of a member (including the right to vote) who has not paid the joining fee and/or annual subscription fee by the due dates are suspended until the subscription is paid.



13. General rights of members

- (1) A member of the Club who is entitled to vote has the right:-
 - a. To receive notice of General Meetings and of the 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 Club as provided under Rule 75; and
 - f. To inspect the register of members; Subject to the provisions of the Act.
- (2) A member is entitled to vote if:-
 - a. The member is a Full Member or Life Member;
 - b. More than 10 business days have passed since he or she became a member of the Club;
 - c. The member's membership rights are not suspended for any reason.

14. Membership

- (1) Membership shall consist of the following categories:-
 - a. "Full Member", is a person who has attained the age of 18 years; is a parent, guardian, Club or Team Official. This does not include officials, from affiliated clubs, with combined teams.
 - b. "Playing Member", is a person eligible to compete for the Club.
 - c. "Life Member"-
 - i. Any member of the Club maybe nominated for life membership at a General Meeting of the Club.
 - ii. Nominations shall be referred to the Committee for their decision; this decision shall take into account years and distinction of service.
 - iii. Such membership (Life Membership) shall be conferred at Club presentation day in each year.
 - iv. A maximum of two Life Memberships shall be awarded in any year.
 - d. "Junior Member", nonplaying and under the age of 18 years.
- (2) Only Full and Life Members shall have voting entitlements at a General Meeting of the Club.

15. Rights not transferable

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

16. Ceasing membership

- (1) The membership of a person ceases on resignation, expulsion or death.
- (2) If a person ceases to be a member of the Club, the Registration Secretary 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 of the Club who has paid all monies due and payable to the Club may resign from the Club by first giving notice in writing to the Secretary of their intention to resign and upon giving the Secretary that period of notice, the member shall cease to be a member.
- (2) Upon the expiration of a notice given under sub-clause (1), the Registration Secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given, cease to be a member.
- (3) 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 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 Registration Secretary shall keep and maintain a register of members that includes:-
 - a. For each current member
 - i. The members name;
 - ii. The address for notice as given by the member;
 - iii. The date of becoming a member;
 - iv. Type of membership;
 - 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.

Note: Under section 59 of the Act, access to the personal information of a person recorded in the register of members may be restricted in certain circumstances. Section 58 of the Act provides that it is an offence to make improper use of information about a person obtained from the Register of Members.

Division 2 – Disciplinary action

19. Grounds for taking disciplinary action

- (1) The Club 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 purpose of the Club; or
 - c. Has engaged in conduct prejudicial to the Club; or
 - d. Has been guilty of conduct unbecoming a member.



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 Club 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 must give written notice to the member:-
 - a. Stating that the Club 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; 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 the 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 disciplinary meeting must be between 7 to 28 days after the notice is given.

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. Suspend the membership rights of the member for a specified period; or
 - iii. Expel the member from the Club.
- (3) The disciplinary subcommittee may recommend to fine the member and refer back to the Committee for approval before proceeding.
 - a. A member can only be fined to reimburse the Club for financial loss or damages incurred.
- (4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule take effect immediately after the vote is passed.



23. Appeal rights

- (1) A person whose membership rights have been suspended or who has been expelled or fined by the Club under Rule 22 may give notice to the effect that he or she wishes to appeal against the suspension, expulsion or fine.
- (2)
- (3) 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 not later than 48 hours after the vote.
- (4) 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.
- (5) Notice of the disciplinary appeal meeting must be given to each member of the Club 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 the 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 are 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) The decision is upheld if not less than two thirds of the member's present vote in person or by proxy 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;
 - b. A member and the Committee;
 - c. A member and the 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 themselves 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 – a person appointed by the Committee; or
 - ii. If the dispute is between a member and the Committee or the Club - a person appointed or employed by the Dispute Settlement Centre of Victoria.
- (3) A mediator appointed by the Committee may be a member or former member of the Club 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, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

PART 4 – GENERAL MEETINGS OF THE CLUB

30. Annual general meeting

- (1) The Club shall in each calendar year convene an annual general meeting of its members to be held within 5 months after the end of each financial year.
- (2) The annual general meeting shall be held on such a day as the Committee determines.
- (3) The annual general meeting shall be specified as such in the notice convening it.
- (4) The ordinary business of the annual general meeting shall be:-
 - a. To confirm the minutes of the last preceding annual general meeting;
 - b. To receive from the Committee reports upon the transactions of the Club during the last preceding financial year;
 - c. To elect officers of the Club and ordinary members of the Committee; and
 - d. To receive and consider the financial statement submitted by the Club in accordance with Part 7 of the Act.
- (5) The annual general meeting may transact special business received from the floor.
- (6) The annual general meeting shall be in addition to any other general meeting that may be held in the same year.

31. Special general meetings

- (1) The Committee may, whenever it thinks fit, convene a special general meeting of the Club and, where but for this sub-clause, more than 15 months would lapse between annual general meetings, shall convene a special general meeting before the expiration of that period.



32. Special general meeting held at request of members

- (1) The Committee shall, on the requisition in writing of members representing not less than 5% of the total number of members, convene a special general meeting of the Club.
- (2) The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisitions and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- (3) If the Committee does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (4) A special general meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Club, to the person incurring the expenses.

33. Notice of general meetings

- (1) The Secretary of the Club shall, at least 14 days before the date fixed for holding a general meeting of the Club, give notice of the meeting by displaying a notice on the notice board in the clubrooms, or by such method as directed by the Committee.
- (2) A member desiring to bring any business before a meeting may do so from the floor.
- (3) This rule does not apply to a disciplinary appeal meeting.

34. Proxies

- (1) Each member shall be entitled to appoint another member as their proxy by notice given to the Secretary.
- (2) The notice appointing the proxy shall be in the form approved by the Committee.

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 the 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 item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
- (2) 15 members personally present (being members entitled under these rules to vote at a general meeting) constitute a quorum for transaction of the business of a general meeting.
- (3) In the case of a meeting convened by, or at the request of, members under Rule 32 – the meeting must be dissolved if a quorum is not present within half an hour after the notified commencement time of the general meeting. Another Special General Meeting is to be called as per Rule 32 for any business to be heard.
- (4) If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to same day in the next week at the same time and (unless another place is specified by the Chair at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for commencement of the meeting, the members present (being not less than 3) shall be quorum.

37. Adjournment of general meeting

- (1) The Chair of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- (3) Except as provided in sub-clause (1) and (2), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

38. Voting at general meeting

- (1) Upon any question arising at a general meeting of the Club, a member has one vote.
- (2) All votes shall be given personally or by proxy, or by duly lodged proxy, except in the case of a special resolution, the question must be decided on a majority of votes.
- (3) In the case of an equality of voting on a question, the Chair of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at any general meeting unless all moneys due and payable by them to the Club have been paid.



39. Special Resolution

- (1) A special resolution is passed if not less than three quarters of the members voting at general meeting (whether in person or by proxy) vote in favour of the resolution.

Note: In addition to certain matters specified in the Act, 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 purposes of the Club.

40. Determining whether resolution carried

- (1) A question arising at a general meeting of the Club shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chair that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minutes of the Club is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (2) If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting in such manner as the Chair may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (3) A poll that is demanded on the election of a Chair or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chair may direct.

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 names of the members attending the meeting; and
 - b. Proxy forms given to the Chairperson of the meeting under rule 34; and
 - c. The financial statements submitted to the members in accordance with rule 30 (4) d; and
 - d. The certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position of and performance of the Club; 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 – Power of Committee

42. Role and power

- (1) The affairs of the Club shall be managed by the Committee of Management constituted as provided in Rule 44.
- (2) The Committee-
 - a. Shall control and manage the business and affairs of the Club;
 - b. May, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these rules to be exercised by general meetings of the members of the Club; and
 - c. Subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club;
 - d. May appoint and remove staff;
 - e. 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 or staff, any of its powers and functions other than:-
 - a. The 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 Club shall be-
 - a. President;
 - b. Vice-President, as elected by the Executive Committee;
 - c. Treasurer;
 - d. Secretary;
 - e. Football Manager;
 - f. IT Co-ordinator;
 - g. League Delegate.

- (2) Each Officer of the Club shall hold office until the annual general meeting next after the date of their election but is eligible for re-election. No member of the Club shall hold the office of President for more than three consecutive years.

- (3) The Committee may consist of-
 - a. The officers of the Club; and
 - b. Immediate Past President;
 - c. Coaches Co-ordinator;
 - d. Medical Co-Ordinator;
 - e. Canteen Manager;
 - f. Uniform & Merchandise Officer;
 - g. Property and Grounds Officer;
 - h. Development/Recruitment/liaison Officer;
 - i. Registration Secretary;
 - j. Social Secretary;
 - k. Sponsorship Secretary
 - l. General Committee Member;
 - m. General Committee Member.

- (4) In the event of a casual vacancy occurring in the office of a member of the Committee, the Committee may appoint a member of the Club to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of their appointment.



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 Club 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 Club; 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 Club.
- (6) 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) The President, or in their absence, Vice-President shall preside as Chair at each general meeting and any committee meeting of the Club.
- (2) If the President and the Vice-Presidents are absent or 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 member present.



47. Secretary

- (1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.
- (2) The Secretary of the Club shall keep minutes of the resolutions and proceedings of each general meeting and each committee meeting in books provided for the purpose together with a record of the names and of persons present at the committee meetings.
- (3) The Secretary must-
 - a. Keep custody of the common seal (if any) of the Association and, except for the financial records referred to in Rule 70, all books, documents and securities of the Club in accordance with Rules 72 and 75; and
 - b. Subject to the Act and the Rules, provide member with access to the register of member, the minutes of general meetings and other books and documents; and
 - c. Perform any other duty or function imposed on the Secretary by these Rules.
- (4) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

48. Treasurer

- (1) The Treasurer of the Club-
 - a. Shall collect and receive all money due to the Club and make all payments authorised by the Club; and
 - b. Shall keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and expenditure connected with the activities of the Club;
 - c. Must ensure all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two officers named, President, Secretary and Treasurer.
- (2) The accounts and books referred to in sub-clause (1) shall be available for inspection by members, upon written request to the Club.
- (3) The Treasurer must-
 - a. Ensure that the financial records of the Club are kept in accordance with the Act; and
 - b. Coordinate the preparation of the financial statements of the Club and their certification by the Committee prior to their submission to the annual general meeting of the Club.
- (4) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Club.



Division 3 – Election of Committee members and tenure of office

49. Who is eligible to be a Committee member

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.

50. Positions to be declared vacant

- (1) The rule applies to any annual general meeting of the Club, after the annual report and financial statements of the Club 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 51 to 54

51. Nominations

- (1) Nominations of candidates for election as officers of the Club or as ordinary members of the Committee:-
 - a. Shall be made in writing, signed by two members of the Club, and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - b. Shall be delivered to the Secretary of the Club, not less than 7 days before the fixed date for the holding of the annual general meeting.
- (2) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (4) If no written nomination for a position is received, a nomination may be accepted from the floor.
- (5) If the number of nominations received is more than the number of vacancies to be filled, a ballot shall be held in accordance with Rule 54.
- (6) 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.



52. Election of Officers of the Club

- (1) At the annual general meeting, separate elections must be held for each of the following positions-
 - a. President;
 - b. Vice-President;
 - c. Secretary;
 - d. Treasurer;
 - e. Football Manager;
 - f. IT Co-Ordinator;
 - g. League Delegate.
- (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 54.
- (4) On his or her election, the new President may take over as Chairperson of the meeting.

53. Election of Committee members

- (1) At the annual general meeting, separate elections must be held for each of the following positions-
 - a. Coaches Co-Ordinator;
 - b. Medical Co-Ordinator;
 - c. Canteen Manager;
 - d. Uniform & Merchandise Officer;
 - e. Property and Grounds Officer;
 - f. Recruitment Officer;
 - g. Development/Recruitment/liaison Officer;
 - h. Registration Secretary;
 - i. Social Secretary;
 - j. Sponsorship Secretary;
 - k. General Committee Member;
 - l. General Committee Member.
- (2) 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.
- (3) A single election may be held to fill all of those positions.
- (4) If the number of members nominated for the position of committee members 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.
- (5) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with Rule 54.



54. 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 the 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 names 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 paper 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 candidates 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-rule (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. i.e. toss of a coin.

55. Terms of office

- (1) Subject to sub-rule (3) and Rule 56, 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) The Club in a general meeting may by resolution remove any member of the Committee before the expiration of their term of office and appoint another member in their stead to hold office until the expiration of the term of the first – mentioned member.
- (4) Where the member to whom a proposed resolution referred to in sub-rule (3) makes representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and request that they be notified to the members of the Club, the Secretary or the President may send a copy of the representation to each member of the Club or, if they are not so sent, the member may require that they be read out by the meeting.



56. Vacation of office

- (1) For the purpose of these Rules, the office of an officer of the Club or of an ordinary member of the Committee becomes vacant if the officer or member-
 - a. Ceases to be a member of the Club; or
 - b. Becomes insolvent under administration within the meaning of the Companies (Victoria) Code; or
 - c. Fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under Rule 67; or
 - d. Resigns their office by notice in writing given to the Secretary.

57. Filling casual vacancies

- (1) The Committee may appoint an eligible member of the Club to fill a position on the Committee that:-
 - a. Has become vacant under Rule 56; or
 - b. Was not filled by election at the last annual general meeting.
- (2) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
- (3) Rule 55 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

58. Meetings of Committee

- (1) The Committee shall meet at least 3 times in each year at such place and such time as the Committee may determine.
- (2) Special meeting of the Committee may be convened by the President or by any 4 of the Members of the Committee.
- (3) The date, time and place of the first committee meeting must be determined by the Club at which the Members of the Committee were elected.

59. 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) Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted as such a meeting.
- (5) The only business that may be conducted at the meeting is the business for which the meeting is convened.



60. Urgent meetings

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with Rule 59 provided that as much notice as practicable is given to each committee members 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.

61. Procedure and order of business

- (1) The procedure to be followed at the meeting of the 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.

62. 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 the committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.
- (2) The order of business may be determined by the members present at the meeting.

63. Quorum

- (1) Any half plus one of the Committee constitutes a quorum for the transaction of the business of the meeting of the Committee.
- (2) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.

64. Voting

- (1) Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote and, in the event of any equality of votes on any question; the person presiding may exercise a second or casting vote.



65. Conflict of Interest

- (1) A committee member who has a material 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) The 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 Club is established; or
 - b. That the member has in common with all, or substantial proportion of, the members of the club.

66. Minutes of meeting

- (1) The Committee must ensure that minutes are taken and kept for 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 65.

67. 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 members to seek the leave in advance.

PART 6 – FINANCIAL MATTERS

68. Source of funds

The funds of the Club may be derived from joining fees, annual subscriptions, donations, and such other sources as the Committee determines.



69. Management of funds

- (1) The Club must open an account with a financial institution from which all expenditure of the Club is made and into which all of the Club's revenue is deposited.
- (2) Subject to any restrictions imposed by a general meeting of the Club, the Committee may approve expenditure on behalf of the Club.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Club (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.
- (4) All cheques, electronic fund transfers, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two officers named, President, Secretary and Treasurer.
- (5) All funds of the Club must be deposited into the financial account of the Club no later than 5 working days after receipt.
- (6) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

70. Financial records

- (1) The Club 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 Club must retain the financial records for 7 years after the transactions covered by the records are completed.
- (3) The Treasurer must keep in his or her custody, or under his or her control-
 - a. The financial records of the current financial year; and
 - b. Any other financial record as authorised by the Committee.

71. Financial statements

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Club 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 Club;
 - e. The lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.



PART 7 – GENERAL MATTERS

72. Common Seal

- (1) The Club may have a Common Seal.
- (2) The Common Seal of the Club shall be kept in the custody of the Secretary.
- (3) 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 of the two members of the Committee.

73. Registered Address

- (1) The registered address of the Club 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.

74. 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 60.
- (3) Any notice required to be given to the Club 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 Club or the Secretary; or
 - ii. By facsimile transmission to the facsimile number of the Club.



75. 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 Club, include minutes of Committee meetings.
- (2) The Committee may refuse to permit a member to inspect records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club.
- (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 Club referred to in this rule and the Club 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 Club and includes the following:-
 - a. Its membership records;
 - b. Its financial statements;
 - c. Its financial records;
 - d. Records and documents relating to transactions, dealing, business or property of the Club.

76. Winding up and cancellation

- (1) The Club may be wound up voluntarily by special resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Club, the assets of the Club shall be disposed of in accordance with the provision of the Act.

77. Alteration of Rules

- (1) The rules and the statement of purpose of the Club shall not be altered except in accordance with the Act.