

**Constitution of the Orange Tigers Australian Rules Football Club**  
**Incorporated**



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## 1) Name of the Club

The name of the club shall be the Orange Tigers Australian Rules Football Club Incorporated, hereinafter referred to as the "Club".

## 2) Definitions

**Act** means the Associations Incorporation Act (NSW) 2009 and any amendments in force from time to time.

**AFL** means the game of Australian rules football or the Australian Football League.

**AFLCW** means the governing body of Australian rules football in the Central West

**AFL NSW/ACT** means the governing body of Australian rules football in New South Wales and the Australian Capital Territory.

**AGM** means the Annual General Meeting of the Club.

**Club** means the Orange Tigers Australian Rules Football Club Incorporated.

**Executive Committee** is the committee formed by the President, Vice President, Treasurer and Secretary of the Club.

**Financial Member** means a person who is a member of the Club pursuant to clause 5 of this Constitution and has paid their membership fees in full and includes an Honorary Life Member.

**Financial Year** means the period 1 November to 31 October each year.

**General Committee** is the committee of the Club as elected at the AGM in accordance with clause 7 and includes the Executive Committee.

**General Meeting** shall be a meeting of the General Committee on no less than 6 occasions per year.

**Honorary Life Member** is a category of membership granted pursuant to clause 14

**Junior Playing Member** is any person under the age of eighteen (18) as at 1 January in each year and registered to play for the Club.

**Senior Playing Member** is any person eighteen (18) years of age or older as at 1 January in each year and is registered to play for the Club.

**Social Member** means any person who applies to the General Committee for such membership who is not registered to play for the Club.

**Special General Meeting** is a meeting of the General Committee called pursuant to the provisions of clause 16.

## 3) Affiliation

The Club shall participate in the AFLCW and abide by any By-Laws enacted by same. The Club will do all things necessary to be registered with the AFLCW each year.

## 4) Objectives

The objectives of the Club shall be:

- a) To promote, advance, cultivate and foster the game of AFL.
- b) To assist in the educational advancement of the community by means of the development of a sense of fair play and a love of sport and in particular of AFL.
- c) To encourage, advance and assist in the development of an improved standard of physical fitness in all members of the community, both individually and collectively.
- d) To promote and advance the development of the AFLCW by way of working with, respecting and training of officials, umpires, players and volunteers and upholding all Codes of Conduct implemented by the AFL, AFL NSW/ACT or AFLCW

## 5) Membership

- a) Membership is open to all individuals who accept the objectives, rules and by-laws of the Club. Individuals wishing to become members of the Club must register online through the AFL NSW/ACT designated online platform.
- b) Club membership shall consist of the following categories:
  - i) Social Member.
  - ii) Senior Playing Member.
  - iii) Junior Playing Member.
  - iv) Honorary Life Member.
- c) The Registrar in consultation with the executive committee shall determine whether or not to accept a new application for membership to the Club at its absolute discretion.

The Executive Committee is not required to supply reasons for accepting or rejecting an application for membership.

- d) A person's membership will commence from the time of online registration and payment.

#### **6) Payment of Membership Fees**

- a) Annual membership subscriptions for all categories shall be determined at the AGM each year or, if elected to do so at the AGM, at a future General Meeting.
- b) All Club membership fees must be paid on in full at time of online registration.
- c) Membership fees must be paid before any person is eligible for selection in any Club grade team. No person shall be permitted to play for the Club unless they are an Honorary Life Member or membership fees have been paid in full.
- d) Subject to clause 5(f) Financial Membership shall cease on 31 October each year.

#### **7) Election of Executive, General Committee and Sub-Committee Positions**

Any fully Financial Member of the Club may be nominated to the General Committee or Sub-Committee positions of the Club. Such nominations:

- a) must be made in writing, signed by two fully Financial Members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
- b) must be delivered to the Secretary of the Club at least seven (7) days before the date fixed for the holding of the AGM at which the election is to take place.
- c) if insufficient nominations are received to fill all vacancies on the General Committee, the candidates nominated are taken to be elected and further nominations are to be received at the AGM.
- d) if insufficient further nominations are received, any vacant positions remaining on the General Committee are taken to be casual vacancies.
- e) if the number of nominations is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- f) if the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

#### **8) General Committee**

- a) The business and affairs of the Club shall be under the management of the General Committee consisting of the Executive Committee (President, Vice-President, Secretary, Treasurer), one Senior Member who shall act as the Player Representative, one Senior Female Member who shall act as the Female Representative, one Junior Representative and two (2) other members of the Club; all of whom shall be elected at the AGM. If a vacancy exists after the election at the AGM, the members may allow the newly elected committee to fill that position as soon as a suitable person becomes available.
- b) Each member of the General Committee shall hold office from the date of their election or appointment until the next AGM.
- c) Retiring General Committee members are eligible for re-election.
- d) The General Committee shall, subject to decisions made at General Meetings, exercise all powers of the Club and do all such acts and deeds as may be necessary or expedient to carry out the objectives of the Club.
- e) Any General Committee member, except the President, who fails to attend three (3) consecutive General Meetings without forwarding an acceptable and satisfactory written explanation shall be deemed to have vacated their office.
- f) The General Committee shall have the power to fill any vacancy that may occur in the General Committee from time to time to ensure that the minimum number of General Committee members (as per clause 8(a) is maintained).
- g) A casual vacancy which occurs may be filled by the General Committee from the fully Financial Members of the Club, subject to a maximum of three (3) replacements in any one Financial Year. A replacement member of the General Committee shall hold office for the unexpired portion of the predecessor's term. In the event that further vacancies occur that prevent a quorum being attainable or in the opinion of the General Committee reduces efficiency of the administration such vacancies shall be filled at a Special General Meeting called for the purpose. Members so elected shall hold office

- until the next AGM which occurs after the election.
- h) A General Committee member shall cease to hold office upon the resignation in writing or removal as a member of the Club or in accordance with clause 8(j).
  - i) The Committee may function validly provided its number is not reduced below the quorum.
  - j) The Executive Committee shall have power of expulsion, of interpreting rules and by-laws and of investigating complaints.
- k) The business of the Club shall be decided by a vote of fully Financial Members of the Club or members under clause 6(d) present at a General or Special Meeting.
- l) In case of an equality of votes the President, or in the President's absence the appointed Chair, shall have a second or casting vote.

### **9) General Meetings**

- a) The quorum for General Meetings shall be at least five (5) General Committee members present with at least two (2) present being from the Executive Committee.
- b) Notice of a General Meeting shall be given at the previous General Meeting or by such other means as the General Committee may determine.
- c) At all General meetings the Chair shall be taken by the President or in their absence the Vice-President or if neither of these be present, by a member of the General Committee elected by the meeting. Every fully Financial Member present shall be entitled to have one (1) vote and in the case of an equality of votes, the Chair shall have a second or casting vote.
- d) A meeting shall be adjourned if at any time during the course of such meeting a quorum ceases to be in attendance. This is applied to any Special General Meeting but does not apply to the Annual General Meeting.
- e) Any fully Financial Member present a General Meeting, but is not part of the General Committee, shall be allowed to vote. This person must first be noted in the minutes of the meeting.
- f) The General Committee shall hold General Meeting's as often to conduct the business of the Club as is necessary but no less than six per year.
- g) At any General Meeting a declaration by the Chair that a resolution has been carried or not shall be conclusive.
- h) A ballot shall be conducted if demanded by eight (8) or more members entitled to vote.

### **10) Sub-Committee**

- a) The Executive Committee may from time to time appoint sub-committees for matters of special interest that may require investigation or action; which sub-committees shall report to the General Committee when requested by the General Committee.
- b) The Executive Committee shall appoint a chairperson for each sub-committee who shall be responsible for accounting and reporting to the Executive Committee on the activities of the sub-committee.
- c) All moneys received by any sub-committee shall be paid into the Club's official bank account. The Executive Committee may, from time to time allot to any sub-committee such moneys as it may deem necessary for carrying on the work of that sub-committee.
- d) All sub-committees shall regularly report through it's chairperson all its activities and present financial statements to the Executive Committee as and when required.

### **11) Club Colours**

The official colours of the Club shall be black and gold in any combination.

## **12) Membership Liability**

The members of the Club shall have no liability to contribute towards the payments of debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club except to the amount of any unpaid membership fees.

## **13) Disciplining of Members**

- a) The procedure for disciplining members shall be determined by the Executive Committee and may be the subject of By-Laws enacted by the Executive Committee.
- b) In the absence of any procedure or By-Laws enacted by the Executive Committee, the Executive Committee shall be responsible for the disciplining of any member in its absolute discretion.
- c) Any member who wishes to appeal against a decision expelling them from membership (or otherwise disciplining them) may do with a meeting with the Executive Committee.
- d) The Executive Committee decision will be final and no other appeal will be heard.

## **14) Life Membership**

The following criteria should not be seen as a guarantee of the acceptance of Life Membership, but rather a guide as to the criteria which will be used to assess the worthiness of the candidate.

- Players – A minimum of 100 games or 10 years senior playing service with the club.
- Coaching – A minimum of 3 years in a senior coaching role or a minimum 5 years in a junior coaching role.
- Committee/Volunteer - A minimum 3 years in a senior executive role (i.e. President, Vice President, Secretary or Treasurer). Minimum 5 years in other committee roles. A minimum 10 years service in volunteering for the club.
- League Participation – A minimum 3 years in a AFLCW executive position
- Other – Other outstanding contribution to the Promotion, Growth, Culture Facilities/assets and/or success of the club.

Application for life Membership to be forwarded to the secretary by 30<sup>th</sup> of June of year the application is to be considered.

The General Committee, by a two-thirds majority of those present, shall be empowered to confer Honorary Life Membership to any person/s they consider have exceeded what is expected in the normal course of performing their duties. The nominees will then be sent to the Life Member panel for the final decision. No more than two (2) Honorary Life Members can be nominated in any one (1) year and if it is considered that there are no suitable nominees then the General Committee need not nominate any person for Honorary Life Membership. Honorary Life Members shall have all the privileges of membership without payment of any fee.

## **15) Annual General Meeting**

The AGM of the Club shall be held within six (6) months of the end of the Financial Year (as defined in Section 2). The time, date & venue of the meeting to be decided by the General Committee for the following purposes:

- a) To receive from the General Committee a report, balance sheet and statement of income and expenditure for the preceding financial year. The Treasurer must provide a written report of explanation along with the financial documents.
- b) To receive the President's report - The President must provide a detailed written report regarding an overview of the Club's operational journey since the last AGM. The report does not have to include any financial notes as would be expected to be found in the Treasurer's Report.
- c) To receive written reports from the chairperson of all sub-committee's or coordinator's.
- d) To receive a copy of the Club's assets from a member of the General Committee designated as the Club's Secretary and Treasurer.
- e) To determine membership subscriptions for the following twelve (12) months. If agreed by the majority at the AGM this may be left for the General Committee to decide at a future General Meeting.

- f) To consider any other business submitted to the AGM in a proper manner and in accordance with the Constitution.
- g) To elect Executive and other members of the General Committee.
- h) To elect sub-committee roles where considered necessary:
- i) Twelve (12) days notification including the agenda of any Annual General Meeting or Special General Meeting shall be given to all fully Financial Members. Also a notice must be placed on the Club's social media, via email and at the usual place where Club notices are displayed or by written notification no later than Twelve (12) days before the Club's AGM is to be held.
- j) The quorum for the AGM is ten (10) fully Financial Members plus two (2) members of the Executive Committee. If a quorum is not reached within 45 minutes of the time appointed, then the AGM shall be adjourned by the members present to such a day as they may appoint. If at the subsequent date a quorum is still not formed, then those present shall elect an Executive Committee and as many General Committee members as are necessary to keep the Club active.
- k) Only fully Financial Members of the Club present shall be entitled to vote

#### **16) Special General Meetings**

- a) The President or Secretary shall call a Special General Meeting on receiving a requisition setting forth the objects of the proposed meeting, signed by fourteen (14) fully Financial Members of the Club. Such Special General Meeting shall be held within one (1) calendar month from such date of requisition. Twelve (12) days' notice including the agenda must be given or made available to all fully Financial Members as soon as possible via email, social media, at the usual place where Club notices are displayed, via oral notices at training or Club functions or any combination of the foregoing.
- b) The General Committee shall have the power to call a Special General Meeting of the Club whenever it has matters under consideration upon which it may be deemed necessary or desirable to obtain the opinions on the matters under consideration by the fully Financial Members.
- c) A quorum for any Special General Meeting is ten (10) fully Financial Members, if a quorum is not present within 30 minutes of the time appointed then the meeting shall lapse altogether.
- d) Only fully Financial Members of the Club present shall be entitled to vote

#### **17) By-Laws**

The General Committee shall have the power to make such By-Laws as may be deemed advisable for carrying out the objectives of the Club and to vary or rescind such laws from time to time if necessary; provided always such By-Laws shall not conflict with the Constitutions of the Club and also provided the Notice of Motion has been given of such intention to vary or rescind such By-Laws at the previous meeting.

#### **18) Duties**

- a) Honorary Secretary – The Honorary Secretary, hereafter known as the Secretary, shall carry out the duties under the direction of the General Committee and keep a true record of all minutes, attend to correspondence, issue notices for meetings, keep records and carry out such duties as directed by the General Committee.
- b) Honorary Treasurer:
  - i) The Honorary Treasurer, hereafter known as the Treasurer, shall receive all monies payable to the Club and issue receipt for the same. All monies so received shall be paid into the bank account of the Club, to be assigned "Orange Tigers Australian Rules Football Club Incorporated" account. The Treasurer shall see to the payment of all accounts when passed by the General Committee and shall be responsible for all transactions of sub-committees. The Treasurer shall present at each General Meeting a Statement of the Club's finances and shall keep proper books of accounts of all moneys received and disbursed and generally perform all such duties as directed by the General Committee.
  - ii) All money raised within or for the Club for any reasons must be presented to the Club Treasurer and be deposited in the Club's bank account.

## **19) Finance**

- a) The Financial year shall be from 1 November to 31 October each year.
- b) The Club's Executive Committee members shall be made Bank signatories for the Club's bank account except where two or more members of the Executive Committee are related by marriage or immediate family then only one of the said persons can be an authorised Bank signatory.
- c) Moneys shall be drawn from the Club's accounts, by cheque, BPAY, direct deposit, electronic transfer or money transfer signed or authorised by the bank signatories as authorised by the General Committee.
- d) All expenditure of Club funds must be authorised by any two (2) Bank signatories and as authorised by the General Committee. In the case of cheques all cheques on the Club's bank account must be signed by any two (2) Bank signatories.
- e) The annual summary of income and expenditure shall be reported and presented at the Club AGM. Sections 42-49 of the Act, Tier 2 Associations Annual Summaries do not need to be audited. Associations must forward Annual Financial Summaries in the correct form with the Director General within one (1) month of the Club AGM.
- f) No person shall give any financial commitments on behalf of the Club to any other person or organisation unless with the express authority of the at least three (3) of the Executive Committee or the General Committee as a whole and must be noted in the minutes of the next general meeting.

## **20) Special Resolutions**

- a) A special resolution must be passed by a Special General Meeting of the Club to effect the following changes:
  - i) A change to the Club's name.
  - ii) A change of the Club's objectives.
  - iii) An amalgamation with another association.
  - iv) To voluntarily wind up the Club and distribute its property.
  - v) To apply for registration as a company.

## **21) Election of League Delegates**

The AFLCW league delegates being Club President and Club Secretary, are to attend the AFLCW delegates meetings as set by the AFLCW board. If the President is unable to attend, a suitable replacement can be used as a proxy. The delegates shall attend all meetings and report fully to the General Committee on the proceedings of the meeting at the next Club General Meeting. Any urgent issues must be actioned by the Secretary to forward to the person/s responsible for action required.

## **22) Constitution**

- a) In the event of any questions not provided for by these rules arising, the General Committee shall have the full power to act in the matter as it considers fit, the decisions to be made by simple majority.
- b) The Constitution & By-Laws should be reviewed every 2 years to make sure they are up to date with the Club's needs and requirements.
- c) This Constitution is steadfast and can only be amended at a Special General Meeting by a 2/3rd majority vote. An application to the Director-General for registration of a change in the Club's name, objectives or constitution in accordance with section 10 of the Act is to be made by the Public Officer.

## **23) Public Officer**

- a) The committee shall ensure that a person is appointed a Public Officer.
- b) The first Public Officer shall be the person who completed the application form for the Incorporation of the Club
- c) The Executive Committee may at any time remove the Public Officer and appoint a new Public Officer provided the person is eighteen (18) years of age or older and is a resident of New South Wales.
- d) The Public Officer shall be deemed to have vacated their position in the following circumstances:
  - i) Death
  - ii) Resignation



- iii) Removal by committee
- iv) Bankruptcy or financial insolvency
- v) Mental illness
- vi) Residency outside of New South Wales
- e) When a vacancy occurs in the position of Public Officer the committee shall within 14 days notify the Department of Fair Trading by the prescribed form and appoint a new Public Officer.
- f) The Public Officer may be a General Committee member or any other person within or outside of the Club regarded as suitable for the position elected by the committee

**24) Miscellaneous;**

- a) The Club shall effect and maintain insurance as required under the Association Incorporation Act together with any other insurance which may be required by law or regarded as necessary by the Club
- b) The funds of the Club shall be derived from the fees of members, donations, sponsorship, grants and other such sources approved by the Club.
- c) All books, documents and securities of the Club shall be kept in the custody of the Public Officer and shall be made available to any financial member of the Club for inspection free of charge at any reasonable hour.
- d) The Club may at any time pass a Special Resolution determining how any surplus property or monies is to be distributed in the event that the Club should be wound up in accordance with Section 53 of the Associations Incorporation Act 2010.

**25) Interpretations in this Constitution**

- a) Masculine includes feminine
- b) Words imparting singular include plural and words imparting plural include singular, where the content permits.
- c) "in writing" or "written" means and includes printing or other means of representing or reproducing words in visible form.
- d) Financial members- for the purpose of voting and forming a quorum shall be the Financial Senior Playing Members, Social Members and Honorary Life Members of the Club.
- e) Junior Playing Members, including Auskick may have one (1) parent/guardian over the age of eighteen (18) to attend and vote at Annual General Meetings, Special General Meetings and General Meetings in lieu of their vote and will be counted as part of the quorum. They are entitled to one (1) vote early no matter how many junior playing members they are representing.
- f) Junior Playing Members may have one (1) parent/guardian to be nominated for the Executive, General Committee or Sub-Committee of the Club in accordance with clause 7 & 10.

**Notes- Constitution (Fundamental Principles that govern the operation of the Club)**

**All Constitutions & By-Laws should be reviewed on a regular basis to make sure they are up to date with the Clubs needs and requirements.**