

HIGHETT FOOTBALL CLUB INC CONSTITUTION

1. *Title*

The name of the incorporated association is the **HIGHETT FOOTBALL CLUB INCORPORATED** (hereinafter called 'The Club').

2. *Definitions*

In this constitution, unless the contrary intention appears the following interpretations shall apply:

“**Club Executive**” means the Executive of the Club.

“**Senior Committee**” means the committee of management of the Seniors.

“**Junior Committee**” means the committee of management of the Juniors.

“**Financial Year**” means the year ending 30 September.

“**The Act**” means the Associations Incorporation Act 1981.

“**Seniors**” means teams with players playing in a senior competition.

“**Juniors**” means teams with players playing in a junior competition.

“**Regulations**” means the Associations Incorporation Regulations 1993.

“**Rules**” means the Rules of the Club in force for the time being.

“**Month**” means a calendar month.

Words or expression contained in the Rules (and By Laws) shall be interpreted in accordance with the “Interpretation of Legislation Act 1984” and that Act as in force from time to time.

Words importing the singular number include the plural and vice-versa.

Words importing the feminine gender include the masculine gender and vice versa.

3. *Colors*

The colors of the Club shall be blue, red and white with a bulldog motif on the front and shall be worn by all teams representing the Club in competitive sport subject to the conditions, rules and regulations of the bodies in which the Club is represented.

4. *Objects*

The objects of the Club shall be:

- a) To foster and further the interests of competitive sporting and social activities.
- b) To maintain and conduct a Club of non-political character, to provide club rooms, ancillary premises, football ovals for the playing of football and other facilities for the use and recreation of the members of the Club and their guests at such times or places as the Members from time to time determine, to apply for, hold and renew the Club's licences pursuant to the Liquor Control Act and the Gaming Acts of the State of Victoria, to sell food, liquor and other provisions for the use of Members and their guests, and generally to offer to them all the usual privileges, advantages and conveniences of the Club.

- c) To raise or borrow any moneys required for the purposes of the Club upon such terms and conditions and/or such securities as may be determined.
- d) To purchase, take, lease, exchange, hire or otherwise acquire any real or personal property and other rights and privileges necessary or convenient for the purposes of the Club.
- e) To construct, alter, add to and maintain all buildings and other property belonging to the Club.
- f) To sell, mortgage, improve, manage, develop, lease, dispose of, turn to account or otherwise deal with all or any part of the property of the Club.
- g) To apply through an authorised officer of the Club for a liquor licence appropriate to the needs of the Members.
- h) To maintain under the Associations Incorporation Act 1981 an existing incorporated body known as the Highbury Football Club Incorporated and thereby to hold all the assets and be responsible for all the liabilities and the management and control of the affairs of that body.
- i) To do all such things as are incidental or necessary for the achievement of the above purposes.
- j) Such other purposes as the Members may determine.

5. *Membership Classification*

The Club shall consist of the following classes of Membership:

- a) Full Club Membership
- b) Junior Club Membership
- c) Honorary Life Membership
- d) Life Membership
- e) Social Membership
- f) Honorary Membership
- g) Temporary Membership

6. *Membership Age Limit*

No person under the age of eighteen (18) years shall be admitted as a member of the Club other than as a Junior Club Member.

7. *Membership Privileges*

- a) Full Club Members, Life Members, Honorary Life Members and Honorary Members, who alone shall be eligible to vote at Club Meetings are entitled to all the privileges of the Club as set out in the Rules.
- b) Junior Club Members, Social Members and Temporary Members shall be entitled to such privileges as are set out in the Rules and any additional privileges as the Club Executive may from time to time determine but are not entitled to vote. (Refer 8(c) for voting rights of parents/guardians of junior players.)
- c) A right, privilege or obligation of a person by reason of membership of the Club:
 - (i) is not capable of being transferred or transmitted to another person.

- (ii) terminates upon cessation of membership whether by death or resignation or otherwise.

8. Full Club Membership

Any person aged not less than 18 years may become a Full Club Member on payment of the amount due under the Rules and may include:

- a) Any player 18 years or over who has paid the amount due under the Rules.
- b) Any person who has paid the amount due under the rules.
- c) One Parent/Guardian of a junior player who has paid the amount due under the rules.

9. Life Membership

- a) A Full Club Member who has been a Full Club Member for at least ten (10) years and has rendered outstanding service to the Club may be recommended as a Life Member and may be conferred with Life Membership.
- b) A Life Member shall have full privileges of the Club and shall not be obliged to pay any future subscriptions or levies.

10. Honorary Life Membership

- a) A Life Member who is deemed to have contributed to the well-being of the Club to an exemplary level may be recommended as an Honorary Life Member.
- b) An Honorary Life Member shall have full privileges of the Club and shall not be obliged to pay any future subscriptions or levies.
- c) An Honorary Life Member shall be entitled to attend all Club functions with no obligation to pay entry fee.

11. Junior Club Membership

- a) Any person under the age of eighteen (18) years may be a Junior Club Member upon payment of the amount due under the Rules.
- b) A Junior Club Member shall not be permitted to hold office or to nominate or second other Members for such positions or to vote at any meeting of the Club.
- c) A Junior Club Member reaching the age of eighteen (18) years as at the first day of July shall continue to be classified as a Junior Club Member for the remainder of the current season.
- d) A Junior Club Member shall be subject to the Rules and Regulations of the Liquor Control Act and all other Statutes relating to the admission of persons under eighteen (18) years of age to licensed clubs.

12. Social Membership

- a) Any person over the age of eighteen (18) years may be admitted as a Social Member upon payment of the amount due under the Rules.
- b) A Social Member shall be entitled to all the privileges of the Club other than the right to:
 - (i) vote at any meeting of the Club.
 - (ii) hold any office in the Club.
 - (iii) nominate or record other members for office in the Club.
- c) Social Membership shall not exceed 25% of the Full Club Membership.

13. Honorary Membership

- a) A Social Member may be nominated by the Club Executive for election to the Committee as an Honorary Member. This person will be granted full membership privileges of a Full Club Member. Such membership may be revoked at the discretion of the Club Executive.

14. Temporary Membership

- a) Members and supporters of other football clubs present at the Club for the purpose of playing or officiating, or spectators may be Temporary Members for that day without payment of any amount.
- b) A Temporary Member shall be entitled to use the amenities of the Club.
- c) A Temporary Member shall not be entitled to vote or to speak at any Club election or Club meeting, shall not be entitled to offer themselves for membership of any Club committees and shall not be entitled to introduce visitors to the Club premises.
- d) The Club Executive shall have power to withdraw any or all privileges from a Temporary Member.
- e) A person shall not:
 - (i) be admitted as a Temporary Member of the Club; or
 - (ii) be exempted from the obligation to pay the ordinary subscription for membership of the Club

unless the person is of a class specified in these Rules and the admission or exemption is in accordance with the Rules.

15. Subscriptions

- a) Annual subscriptions for senior players are set by the Senior Committee. Refer 29(a).
- b) Annual subscriptions for junior players are set by the Junior Committee. Refer 32(a).
- c) The annual subscription is due and payable prior to the first game of each season.
- d) Subject to Items 7 to 14, only fully financial members are eligible to participate in finals matches.
- e) Subject to Items 7 to 14, only fully financial members are eligible to receive trophies/awards.
- f) Players experiencing financial difficulty may apply to pay subscriptions via instalment plan. Final payment is due prior to finals matches.
- g) Players who have not paid subscriptions by 1 June and have not entered into an instalment plan will be invoiced for outstanding amount.
- h) Consideration for (d) and (e) may be made by the Club Executive in special circumstances.

16. Compliance of Members

- a) A Member binds themselves to observe and abide by the Constitution and any rules or regulations of the Club.
- b) Every Full Club Member, Honorary Life Member, Life Member and Honorary Member shall be entitled to attend and vote personally or by proxy at any Annual General Meeting or Special General Meeting of the Club.

- c) No Junior Club Member, Social Member or Temporary Member shall be entitled to vote or to hold office or nominate or second others for office or speak at any Club meeting or election.
- d) No Member shall be entitled to vote at any Annual General Meeting or Special General Meeting of the Club unless his/her annual subscription and any moneys due by him/her to the Club have been paid.
- e) No Member shall be eligible for election as an office bearer unless his/her annual subscription and any moneys due by him/her to the Club have been paid.
- f) Subject to 15(f) no Member shall be eligible for selection for any team representing the Club in any competitive sport unless his/her annual subscription has been paid by the due date.
- g) A Member retiring from the Club or ceasing to be a Member for any cause shall not be entitled to use or have any claim upon any portion of the property or funds of the Club.

17. Liability of Members

- a) If a Member by any breach of these Rules or by any unlawful act causes the Club or an officer of the Club to pay any moneys or to become liable for the payment of moneys such Members shall be civilly liable to the Club or to such officer for the amount so paid or due to be paid.

18. Discipline of Members

- a) Any refusal or neglect by a Member to comply with the Club Rules and By-Laws shall render such Member liable to censure, discipline, fine, suspension or expulsion at the direction of the Club Executive.
- b) The Club Executive shall have power to censure or discipline (other than to fine, suspend or expel any Member within its jurisdiction) for any conduct which in its opinion is unbecoming or prejudicial to the interest of the Club provided always that such Member shall be entitled to fourteen (14) days notice, in writing, of the charge and to be present and to be heard at the hearing thereof by the Club Executive.
- c) Any member fined, suspended or expelled by the Club Executive shall be entitled to appeal, in writing, against the decision to a Special General Meeting of the Members of the Club called for that purpose and convened by the Club Executive for that purpose provided that no such meeting shall be called unless and until a requisition for such Special General Meeting signed by at least twenty (20) members has been lodged with the Club Executive.

19. Disputes and Mediation

- a) The grievance procedure set out in this rule applies to disputes under these Rules between:
 - (1) a member and another member; or
 - (2) a member and the Association.
- b) 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.
- c) 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.

- d) The mediator must be:
 - (1) a person chosen by agreement between the parties; or
 - (2) in the absence of agreement:
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or
 - (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- e) A member of the Association can be a mediator.
- f) The mediator cannot be a member who is a party to the dispute.
- g) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- h) The mediator, in conducting the mediation, must:
 - (1) give the parties to the mediation process every opportunity to be heard; and
 - (2) allow due consideration by all parties of any written statement submitted by any party; and
 - (3) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- i) The mediator must not determine the dispute.
- j) 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.

20. Resignation of Members

- a) A Member who has paid all moneys due or payable to the Club may resign from the Club by first giving seven (7) days notice in writing to the Club Executive and upon expiration of such notice the Member shall cease to be a Member.

21. Annual General Meeting

- a) The Annual General Meeting of the Club shall be held no later than 30 November of each year upon such date and at such place as the Club Executive shall decide.
- b) The Secretary shall notify all members at least fourteen (14) days prior to any Annual General Meeting of the time and place at which such meeting will be held and shall state clearly the business that will be brought before such meeting.
- c) A copy of the notice sent to the Members shall be placed on the Club noticeboard no later than the date on which the notice of the meeting is forwarded to the Members.
- d) A Notice may be served by or on behalf of the Club upon any member either personally or by sending it by mail to the member at the address shown in the Register of Members.
- e) All Notices mailed as a letter, postage prepaid and properly addressed as recorded in the Register of Members, shall, unless the contrary is proved, be deemed to have been given to the Member at the time at which the letter would have been delivered in the ordinary course of mail.
- f) A Member desiring to bring any business before an Annual General Meeting shall give notice in writing to the Club Executive at least twenty one (21) days before the next respective General Meeting to be held.
- g) The business that may be brought before any Annual General Meeting shall be:

- (i) reading of the Notice convening the Meeting;
- (ii) reading and confirmation of Minutes of the previous Annual General Meeting and any Special General Meeting held since the last Annual General Meeting;
- (iii) the receiving of the Annual Report and Balance Sheet for the financial year;
- (iv) consideration and adoption of the Annual Report and Balance Sheet;
- (v) the election of office bearers for the ensuing period;
- (vi) nomination and election of auditors;
- (vii) determination of honoraria for the current year;
- (viii) the transaction of any other business submitted by the Club Executive.

h) Quorum at Annual General Meetings:

- (i) Twenty (20) Members entitled to vote present in person or by proxy will form a quorum at any Annual General Meeting of the Club.
- (ii) At all Annual General Meetings of the Club should a quorum not be present within thirty (30) minutes of the specified time, then such a meeting if convened upon the requisition of members shall be dissolved. In any other case the meeting shall stand adjourned to such day, time and place as the Club Executive shall determine, and if at such adjourned meeting other than an adjourned Annual General Meeting a quorum is not present, the meeting shall lapse.
- (iii) In the case of an adjourned Annual General Meeting the members present at such adjourned meeting shall form a quorum.
- (iv) No notice of any adjourned meeting needs to be delivered or mailed to Members but notice thereof shall be placed on the Club noticeboard.
- (v) No item of business shall be transacted at a General Meeting unless a quorum of Members entitled under these Rules to vote is present in person or by proxy during the time when the meeting is considering that item.

22. Special General Meeting

- a) All General Meetings of the Club other than Annual General Meetings shall be called Special General Meetings.
- b) Upon receipt of a written requisition signed by twenty (20) Members of the Club, the Secretary shall, within fourteen (14) days of receiving such request, call a Special General Meeting of the Club. Such requisition shall clearly state the business that will be brought before such meeting.
- c) Upon receipt of a request by the Club Executive the Secretary shall, within fourteen (14) days of receiving such request, call a Special General Meeting of the Club.
- d) The Secretary shall notify all Members at least seven (7) days prior to any Special General Meeting of the time and place at which such meeting shall be held and shall state clearly the business that will be brought before such meeting.
- e) The Special General Meeting shall be held not less than fourteen (14) days and not more than twenty eight (28) clear days from the time of receiving the requisition.
- f) If the Club Executive does not cause a Special General Meeting to be held within twenty eight (28) days after the date on which the requisition is sent to the Club Executive, the Members making the requisition, or any one of them, may convene a Special General Meeting to be held no later than three (3) months after that date.

- g) A Special General Meeting of the Club convened by Members in pursuance of these Rules shall be convened in the same manner nearly as possible as that in which those meetings are convened by the Club Executive and all reasonable expenses incurred in convening the meeting shall be refunded by the Club to the persons incurring the expenses.
- h) Only the business for which such Special General Meeting is called shall be transacted at such meeting.
- i) **Quorum at Special General Meeting:**
 - (i) Twenty (20) Members present in person or by proxy shall form a quorum at any Special General Meeting of the Club.

23. *Voting at Meetings*

- a) All questions for decision of the Members at an Annual General or Special General Meeting shall be duly proposed and seconded, and shall be determined by a show of hands unless a ballot is asked for by ten (10) Members present. The ballot shall then be taken at the meeting. When a ballot is taken at the meeting two (2) Members shall be appointed by those present to conduct the ballot. The position of the names (if more than one) on the ballot paper shall be decided by a draw in the presence of the chairperson. The result of each ballot shall be deemed to be a resolution of the Club adopted at such meeting.
- b) The Chairperson of an Annual General or Special General Meeting shall be entitled to vote, and when the votes are equal, except in the case of an election of officers, the motion or amendment as the case may be shall be declared lost.
- c) At any Annual General Meeting or Special General Meeting, unless a poll is demanded by at least ten (10) Members, a declaration by the Chairperson for the time being that a resolution has been carried by a particular majority and an entry made to that effect in the Minute Book of the Club, such entry in the Minute Book shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.
- d) All resolutions passed at the Annual General Meeting or at any Special General Meeting of the Club shall be conclusive and binding on all Members whether present at such meeting or not.
- e) All votes at an Annual General Meeting or Special General Meeting shall be given personally or by proxy.

24. *Proxies*

- a) The instrument appointing a proxy shall be in writing and signed by the appointing Members. The proxy must be another Member of the Club.
- b) The instrument appointing a proxy must be lodged with the Chairman prior to the commencement of the meeting at which the Member named in the instrument proposes to vote.

25. *Election of Office Bearers and the Senior Committee and Junior Committee*

- a) The office bearers of the Club shall comprise the five (5) members of the Executive Committee and a minimum of six (6) other Members of the Club. These Members shall form two (2) committees of equal numbers and will be known as the Senior Committee and the Junior Committee.

- b) The office bearers of the Club shall hold office for a period of one year and will hold office until the next Annual General Meeting.
- c) Nominations for all offices must be in writing, signed in each case by the proposer and seconder, both of whom must be Members of the Club, and the Nominee and must be lodged with the Secretary at least seven (7) days prior to the Annual General Meeting. When insufficient nominations are received for all positions, nominations may be received prior to the commencement of the Annual General Meeting. Should there still be vacancies, they may be filled by the Club Executive at its first meeting after the Annual General Meeting. Such elected officer/s shall hold office until the next Annual General Meeting.
- d) Where there is a greater number of candidates than official positions, the election shall be made by a show of hands or, if demanded by at least ten (10) Members present in person, shall be made by secret ballot.
- e) Any office bearer may be removed from office at any Special General Meeting called for that purpose.
- f) If an office bearer, other than the President absents himself from three (3) consecutive meetings of the Committee or Sub-committee of which he/she is a member without giving satisfactory explanation to the Committee, then he/she shall be deemed to have vacated his/her office.

26. Club Executive

- a) The Club Executive shall comprise:
 - The President;
 - The Vice President;
 - The Vice President (The Junior President);
 - The Club Secretary; and
 - The Club Treasurer.

The Club Executive shall be known as the Club Executive.

27. Power and Duties of the Club Executive

- a) The sole management of the Club, including dismissal of all servants of the Club, shall be in the hands of the Club Executive which shall have power to perform such acts and deeds as may appear to such Club Executive as necessary or essential in the interests of or the proper conduct of the affairs of the Club.
- b) The Club Executive shall have power to make, amend or repeal any rules or regulations as may appear to the Club Executive as necessary or essential in the interests of or for the proper conduct of the affairs of the Club.
- c) No such rule or regulation as described in 26(b) shall be inconsistent with or shall affect or repeal anything contained in this constitution.
- d) The Club Executive shall have power to determine the division of Members into different classes of Members.
- e) The Club Executive shall have the right of refusing membership to any person without assigning any reason for doing so.
- f) The Club Executive shall have power to fix penalties for violation of the constitution, rules or regulations, or for misconduct which, in the opinion of the Club Executive, is detrimental to the welfare of the Club and to enforce or rescind such penalties.
- g) The Club Executive shall meet as may be considered necessary.

- h) Four (4) Members of the Club Executive present in person or by proxy shall form a quorum at any meeting of the Club Executive.
- i) The Club Executive shall have power to invite any person to any meeting deemed necessary.
- j) The Club Executive shall have power to borrow, raise or secure the payment of money in any such manner as the Club Executive shall think fit and in particular by the issue of debentures or debenture stock, perpetual or otherwise charged upon all or any of the Club's property both present and future.
- k) The Club Executive shall have the power:
 - (i) To interpret the Rules of the Club or any word or expression used in the Rules in the event of any doubt or difficulty arising the interpretation being final and binding on all Members subject to confirmation or contradiction by a Special General Meeting of Members that may be called for that purpose.
 - (ii) To carry out all resolutions passed at any Annual General Meeting or Special General Meeting of the Club.
 - (iii) On the authority of the Annual General Meeting or Special General Meeting of the Club to impose levies on Members.
 - (iv) To deal with Member's resignations which must be in writing.
 - (v) To initiate and/or enforce the discipline of any member.
 - (vi) To deal with other matters which may arise or which are not specifically provided for in the Rules of the Club.
- l) The Club Executive shall cause correct books of account to be kept showing the financial affairs of the Club and the particulars usually shown in the books of account of like nature.
- m) The Club Executive shall authorise all expenditure including any expenditure passed on at the Annual General Meeting or Special General Meeting of the Club.
- n) The Club Executive shall direct the method of dealing with moneys received for and on behalf of the Club.
- o) The Club Executive shall have power to appoint an assistant or assistants to the Treasurer.
- p) The Club Executive shall submit to Members a statement containing the following:
 - (i) The income and expenditure of the Club during its last financial year.
 - (ii) The assets and liabilities of the Club at the end of its last financial year.
 - (iii) The mortgages, charges and securities affecting any of the property of the Club at the end of its last financial year.

28. Duties of Secretary

- a) The Secretary shall attend all Annual General, Special General, Committee or Club Executive meetings properly convened and cause correct minutes and attendance at such meetings to be kept and retained in a special minute book.
- b) Except as otherwise provided in this constitution, the Secretary shall keep in his/her custody or under his/her control all books, documents and securities of the Club.

- c) The Secretary shall keep and maintain a register of Members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members at the address of the Public Officer.
- d) The Secretary shall conduct all correspondence in connection with the business of the Club.
- e) Further, he/she shall in general, perform such functions appertaining to his/her office that the business of the Club shall require.

29. *Duties of Treasurer*

- a) The Treasurer shall be the Officer of the Club responsible for:
 - (i) The collection and receipt of all moneys belonging to the funds of the Club including the collection of subscriptions.
 - (ii) Promptly depositing or arranging to be deposited with the Club banks all moneys received.
 - (iii) Verifying all accounts drawn against the Club and at the direction of the Club Executive pay all accounts due by the Club.
 - (iv) Paying staff and maintaining records of personnel, payroll, taxation, superannuation and Workcover.
 - (v) Keeping correct accounts of all moneys received and expended in accordance with the Club finance instructions.
 - (vi) Keeping correct books of account showing the financial affairs of the Club and the particulars usually shown in books of account of like nature.
 - (vii) Preparing and submitting at each monthly meeting of the Club Executive the financial position of the Club including balances of all accounts held by banks and other institutions.
 - (viii) Preparing a Balance Sheet of the Club as at the end of the last financial year together with a Statement of Income and Expenditure for the last financial year in accordance with Section 30(3) of the Act.
 - (ix) Arranging the timely audit of the Club's financial reports.
 - (x) Maintaining records of debenture holders.
 - (xi) Maintaining the Liquor Purchases Register.
 - (xii) Carrying out any other duties usually associated with the office of Treasurer.
- b) The accounts and books of the Club, maintained by the Treasurer, shall be available for inspection by Members.

30. *Power and Duties of the Senior Committee*

- a) The annual subscription payable by Seniors shall be such as the Senior Committee shall decide and, such subscription shall be paid to the Treasurer or Secretary of the Club, or to such person or persons the Seniors Committee shall appoint, subject to the ratification by the Club Executive.
- b) The Senior Committee shall meet at least once a month and at such times as may be considered necessary. The Secretary shall have the power to call a meeting whenever necessary.

- c) The President, or in his absence the Vice President, shall preside as Chairman at each Seniors Committee meeting of the Club.
- d) The Seniors Committee meetings will be run as per tabled agenda.
- e) Four (4) members of the Seniors Committee present in person or by proxy shall form a quorum at any meeting of the Seniors Committee.
- f) The Seniors Committee shall have power to appoint from within its members or from within the members of the Club such sub-committees for any purpose, including finance, management, social and selection sub-committees it shall deem advisable.
- g) No moneys shall be expended on behalf of the Seniors without the sanction of the Seniors Committee and all accounts must be submitted and passed for payment at a properly constituted meeting of the Seniors Committee before disbursement. An exception in passing for payment may be made in cases of an urgent nature. Any amount in excess of the limit established by the Club Executive pursuant to the Rules must first be approved by the Club Executive.
- h) All cheques for disbursements of the Club funds shall be signed by any two of the President, Secretary or the Treasurer, or one of the abovementioned and one other appointed nominee.
- i) The Seniors Committee shall have power to invite any person to any meeting deemed necessary.
- j) The Seniors Committee shall have power to appoint from within its members or from within the members of the Club the maximum number of delegates permitted by the bodies in which the Club is represented, who shall report to the Seniors Committee on the activities of the respective bodies.
- k) The Seniors Committee shall have power to fill any vacancy which may occur within itself during the term of office provided that such elected are members of the Club. Any Member elected to fill such vacancy or vacancies shall hold office subject to this constitution, until the next Annual General Meeting.
- l) The Seniors Committee shall appoint sufficient persons to enable the Club to perform such duties that may be required from time to time.
- m) The Chairman at any meeting shall have a casting vote as well as a deliberate vote.

31. Appointment of Seniors Coaches

- a) The Seniors Committee shall source a coach or coaches for all senior teams for the following season on such conditions as it thinks fit, subject to ratification by the Club Executive.

32. Appointment of Seniors Captains and Vice-Captains

- a) The Captain and Vice-Captain of any senior team representing the Club shall be appointed by the Coach of the teams subject to ratification by the Seniors Committee.

33. Power and Duties of the Juniors Committee

- a) The annual subscription payable by Juniors shall be such as the Juniors Committee shall decide and, such subscription shall be paid to the Treasurer or Secretary of the Club, or to such person or persons as the Juniors Committee shall appoint, subject to the ratification by the Club Executive.

- b) The Juniors Committee shall meet at least once a month and at such times as may be considered necessary. The Secretary shall have the power to call a meeting whenever necessary.
- c) The Junior President, or in his/her absence a Committee Member, as nominated by the Junior President, shall preside as Chairman at each Juniors Committee meeting of the Club.
- d) The Juniors Committee meetings will be run as per tabled agenda.
- e) Four (4) members of the Juniors Committee present in person or by proxy shall form a quorum at any meeting of the Juniors Committee.
- f) The Juniors Committee shall have power to appoint from within its members or from within the members of the Club such sub-committees for any purpose, including finance, management, social and selection sub-committees it shall deem advisable.
- g) No moneys shall be expended on behalf of the Juniors without the sanction of the Juniors Committee and all accounts must be submitted and passed for payment at a properly constituted meeting of the Juniors Committee before disbursement. An exception in passing for payment may be made in cases of an urgent nature. Any amount in excess of the limit established by the Club Executive pursuant to the Rules must first be approved by the Club Executive.
- h) All cheques for disbursements of the Club's funds shall be signed by any two of the President, Secretary or the Treasurer, or one of the abovementioned and one other appointed nominee.
- i) The Juniors Committee shall have power to invite any person to any meeting deemed necessary.
- j) The Juniors Committee shall have power to appoint within its members or from within the members of the Club the maximum number of delegates permitted by the bodies in which the Club is represented, who shall report to the Juniors Committee on the activities of the respective bodies.
- k) The Juniors Committee shall have power to fill any vacancy which may occur within itself during the term of office provided that such elected are members of the Club. Any Member elected to fill such vacancy or vacancies shall hold office subject to this constitution, until the next Annual General Meeting.
- l) The Juniors Committee shall appoint sufficient persons to enable the Club to perform such duties that may be required from time to time.
- m) The Chairman at any meeting shall have a casting vote as well as a deliberate vote.

34. *Appointment of Juniors Coaches*

- a) The Juniors Committee shall appoint a coach or coaches for all Juniors teams for the following season subject to ratification by the Club Executive.

35. *Appointment of Juniors Captains and Vice-Captains*

- a) The Captain and Vice-Captain of any Juniors team representing the Club shall be appointed by the Coach of the teams subject to ratification by the Juniors Committee.

36. *Indemnity of Officers*

- a) If the President, Vice President, Secretary or Treasurer, in their offices as such have paid or are liable to pay money for any act, default, or any omission of or by any other person such money shall be refunded to such office bearer of the Club.

37. *Source of Funds*

- a) The funds of the Club shall be: annual subscriptions; donations; joining fees; levies; social activities; sponsors' contributions; bar trading; canteen trading; donations; gifts; debentures and such other sources as the Club Executive determines.
- b) Annual subscriptions and all levies and fines shall be deemed to be debts due and recoverable by the Treasurer in the name of the Club.

38. *Bank Accounts*

- a) The bank accounts of the Club shall be kept with such bank, or banks or other financial institutions as from time to time appointed by the Club Executive and all moneys banked therein.
- b) All bank accounts shall be in the name of "Highett Football Club Inc".
- c) Bank accounts shall not be opened until approved by the Club Executive.
- d) All bank accounts of the Club shall have as registered signatories the President, Secretary and the Treasurer.
- e) All cheques drawn on the Club accounts shall be signed by any two (2) of the following registered with the Bank for that purpose, namely: the President, Secretary and Treasurer provided that should any of these officers be absent through illness or other cause and a substitute or acting appointment be made by the Club, then such person acting in the place of any Officer shall be empowered to sign cheques on the Club bank accounts in like manner.

39. *Audit*

- a) Nominations for Auditor(s) shall be taken on the day of the Annual General Meeting each year.
- b) The Auditor(s) must be professionally qualified for that office to be nominated as Auditor(s) for the Club.
- c) The Auditor(s) shall be appointed at the Annual General Meeting of the Club.
- d) The Auditor(s) shall have power at all times to examine the books and documents of the Club and, as soon as it is convenient after the close of the financial year, shall audit the statements of Income and Expenditure setting forth the financial business of the Club for the last financial year and the Balance Sheet of the Committee as at the end of the last financial year. These statements shall be prepared by the Treasurer.
- e) All reports from the Auditor(s) shall be submitted to the Annual General meeting of the Club.

40. *Common Seal*

- a) The Common Seal of the Club shall be kept in the custody of the Secretary.
- b) The Common Seal shall not be affixed to any instrument except by the authority of the Club Executive and the affixing of the Common Seal shall be attested by the signatures of either two members of the Club Executive or of the Public Officer of the Club and one other Member of the Committee.

41. *Winding Up*

- a) In the event of the Club being disbanded, the assets and property after the payment of all such debts and liabilities shall not be distributed to members but shall be distributed to a

fund or funds with objects similar to those of the Club and/or to a fund exclusively for charitable purposes.

42. Control Over Club Property

- a) The negotiating of a loan, the issuing of debentures, the giving of any security over any property of the Club, the selling or purchasing of any realty, the leasing of any land or buildings, the property of the Club and all measures in any way extending the liabilities of the Club beyond the assets and estimated revenue of the Club, shall require the prior approval of an Annual General Meeting or Special General Meeting of the Club.
- b) The property of the Club shall be subject to the control and disposition of the Club Executive which is empowered to negotiate loans, issue debentures, and sell or purchase any realty, and lease any land or buildings of the Club, subject to such approval as aforesaid.

43. Borrowing Powers

- a) If at any time the Club in Annual General Meeting or Special General Meeting shall pass a resolution authorising the Club Executive to borrow money, the Club Executive shall thereupon be empowered to borrow such amounts of money, either at one time or from time to time, and at such rate of interest, and in such form and manner, and upon such security as shall be specified in such resolution, and thereupon the Club Executive at its discretion shall make all disposition of the Club property or any part thereof, and enter into such agreements in relation thereto, as the Club Executive may deem proper for giving security for such loan and interest. All members of the Club shall be bound by the decision of the meeting.
- b) The profits and other income of the Club shall be applied to the promotion of the purposes for which the members are associated together, and no payment of any dividend or distribution of profit or income to or amongst the members of the Club shall be made except in the case of payment of interest and the capital to debenture holders. Provided that nothing herein contained shall prevent the payment by way of honorarium or refund of expenses to any officer of the Club for services rendered as set at the Annual General Meeting of the Club or resulting from endorsement of recommendations from the Club Executive.

44. Public Officer

- a) The Public Officer is the person appointed to handle the requirements of the Associations Incorporation Act 1981.
- b) The Public Officer shall be the Secretary of the Club.
- c) The Public Officer of the Club shall, within fourteen (14) days after appointment, give notice in writing of the appointment to the Registrar.
- d) The Public Officer shall within fourteen (14) days of changing address in Victoria give notice of the change to the Registrar.
- e) The Public Officer must within one (1) month of the Annual General Meeting of the Club give to the Registrar a statement in the prescribed form.
- f) The Public Officer shall lodge a statement outlining all alterations to the Statement of Purposes and Rules of the Club within one (1) month of passing of the special resolution.

45. *Alteration to Constitution and Statement of Purposes*

- a) Subject to the provisions of the Act, the Constitution of the Club may be altered, rescinded or added to at any Special General Meeting called for that purpose or at any Annual General Meeting of the Club, provided notice in writing of the proposed alteration of the Constitution has been lodged with the Secretary at least twenty one (21) days prior to the holding of such meeting.
- b) Alterations to the Constitution and Statement of Purposes will be by a majority of not less than three-fourths of members.
- c) The Public Officer shall within one month of the passing of a special resolution notify the Registrar in writing of such alterations which shall be accompanied by the prescribed fee.

46. *Club Rules*

- a) Visitors to the Club must not be supplied with liquor in the Club premises unless in the company of a member of the Club.
- b) Members shall be allowed to introduce visitors to the Club subject to such regulations as the Club Executive shall determine from time to time provided that no person shall be introduced as a visitor whose conduct or presence on the Club's premises would be considered objectionable or prejudicial to the interests of the Club.
- c) The names and addresses of all visitors and the names and signatures of members introducing them shall be recorded in a Visitors' Book and the introducers shall be responsible for the conduct of their visitors and any damage they may cause whilst at the Club. Such visitors shall only remain in the Club during the pleasure and in the presence of the members introducing them to the Club.
- d) An appropriate register is to be provided for keeping of records of guests which will be known as the Visitors' Book.
- e) Notwithstanding anything to the contrary herein contained the Committee upon advice of the Club's legal advisors may in connection with procedure for approval of these Rules or amendments thereof by the Liquor Licensing Commission make such amendment or amendments of these Rules as may be required to comply with the Liquor Control Act or any requirements, direction, submission or policy of the Commission. Any such amendment shall unless otherwise determined by the Club Executive take effect forthwith and the Club Executive shall cause a copy of such amendment or amendments to be displayed in a conspicuous position in the Club premises within seven (7) days after making thereof.
- f) The Club premises shall be open to Members for such times and on such conditions as may be decided by the Club Executive from time to time subject to any Licences issued under the Liquor Control Act.
- g) No more than such number of persons as the licensed premises can adequately accommodate shall be permitted on such premises at any one time.
- h) No member shall remove from the Club premises or deface or damage any article being the property of the Club. Members removing or damaging any article being the property of the Club shall pay for the same at a price fixed by the Club Executive.

47. *Equity of Member Benefit*

- a) No person shall receive any benefit or advantage from the Club which is not shared equally by every member thereof, other than:

- (i) A remuneration approved by the Liquor Control Commission paid as salaries or wages to employees.
- (ii) Wages paid to any Club member for casual work approved by the Club Executive.
- b) No payment or part payment shall be made to any Officer, Member or servant of the Club by way of commission or allowance from or upon the receipts of the Club for liquor supplied.
- c) No Members shall be relieved of the payment of the regular subscription appropriate to their category of membership except in exceptional or worthy cases where the Club Executive may exercise its discretion to waive all or any part of the subscription due.

48. *Supply of Liquor*

- a) No liquor as defined by the Liquor Control Act 1968 or any amendment thereof or substitution thereof shall be sold or supplied to any person in contravention of the provisions of the said Act.
- b) No liquor shall be sold or supplied to any person under eighteen (18) years of age except where such person is accompanied by a spouse, parent or guardian and the liquor is sold or supplied for consumption as part of a meal supplied on the Club's premises.
- c) No person under the age of eighteen (18) years shall serve behind the bar.
- d) Notwithstanding anything herein before contained no intoxicating liquor shall be sold, supplied or disposed of on the premises in contravention of the Liquor Licence pertaining to the premises.