The Entrance Bateau Bay AFC



Constitution

4th June 2013

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The Constitution of

THE ENTRANCE BATEAU BAY AUSTRALIAN FOOTBALL CLUB

Part I – Preliminary

Name

1: The name of the club shall be The Entrance Bateau Bay Australian Football Club Incorporated hereinafter referred to as "the club"

Objectives

- 2: The Objectives of the club shall be;
 - (i) To promote and foster the game of Australian Football, particularly amongst junior players, through the provision of training practices and facilities and by the entering of a team or teams in organised competition.
 - (ii) To encourage community spirit among members of the club through involvement in the clubs affairs and social activities.

Interpretation

3: (i) In these rules, except in so far as the context or subject matter otherwise indicates or requires:-

"Ordinary Member" means

A member of the committee who is not an office bearer of the club as referred to in rule 10 (i)

"Secretary" means;

- (a) The person holding office under these rules as secretary of the club or;
- (b) Where no such person holds that office the public officer of the club.

"Special General Meeting" means;

A general meeting of the club other than the Annual General Meeting.

"The Act" means;

The Associations Incorporation act 2009

"The Regulations" mean;

The Associations Incorporation Regulation, 2010

"The Club" means;

The name of the Association shall be The Entrance Bateau Bay Australian Football Club,

(ii) In this Constitution

- (a) A reference to a function includes a reference to a power, authority and duty; and
- (b) A reference to the exercise of a function includes, where the function is a duty, a reference to the performance of a duty.
- (iii) The Provisions of the Interpretation Act, 1987 apply to and in respect of these rules in the same manner as those provisions would apply if these rules were an instrument under the Act.
- (iv) Official Colours of the club are mainly Navy Blue and Gold
- (v) The Club Logo/Badge shall incorporate SBFC overlapping each other

Part II Membership

4: Membership Qualifications

- (i) Membership shall be open to any member of the community who possesses an interest in the game of Australian Football
 - (ii) There shall be the following categories;
 - (a) Senior member;
 - (b) Junior Member
 - (c) Honorary Life member
 - (iii) Senior members shall be 18 years of age or older and together with honorary life members shall be the general body of members of the club with the right to elect the committee and vote and general meetings.
 - (iv) Junior members shall be those members under 18 years of age.
 - (v) A properly elected annual general meeting or special general meeting may appoint a person as an honorary life member of the club in recognition of services rendered in promoting the interests and objects of the club. Not more than (2) honorary life members shall be elected in any financial year of the club and such election shall be approved by a three fourths majority of financial members present.
 - (vi) The nomination first must be accepted and recommended by the committee before being included on the agenda of the Annual general meeting for approval by members.
 - (vii) Life membership may be bestowed upon a member who has given outstanding service as an official of the club for at least 10 years,
 - (viii) As a player who has played 200 games for the club, or has played for Ten years, their name will be placed on the clubs honorary board.

5: Register of members

- (i) The public officer of the association must establish and maintain a register of members of the association specifying the name and postal or residential address of each person who is a member of the association together with the date on which the person became a member.
 - (ii) The register of members must be kept in New South Wales:

 (a) At the main premises of the association, or

 (b) If the association has no premises, at the association's official address.
- (iii) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- (iv) A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- (v) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection that information must not be made available for inspection.

6: Cessation of Membership

- (i) A person ceases to be a member of the association if the person: dies, or
- (ii) Resigns membership, or
- (iii) Is expelled from the association, or
- (iv) Fails to pay the annual membership fee under clause 8 (2) within 3 months after the fee is due

7: Resignation of membership

- (i) A member of the association may resign from membership of the association by first giving to the secretary written notice of at least one month (or such other period as the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (ii) If a member of the association ceases to be a member under subclause (I) and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member

8: Membership entitiements not transferable

A right, privilege or obligation which a person has by reason of being a member of the association:

- (i) is not capable of being transferred or transmitted to another person, and
- (ii) terminates on cessation of the person's membership.

9: Fees and Subscriptions

- (i) There shall be no entrance fee for admission to membership of the club, senior members and junior members shall pay an annual subscription as determined by the committee. Such subscription shall fall due on 1st April in each calendar year, or as otherwise determined by the committee. Membership shall cease automatically when the subscription is three (3) months in arrears unless otherwise determined by the committee,
- (ii) A life member shall not be liable for any annual membership fees and is further entitled to a discount of fifty percent on any player registration fees for subsequent years if still playing as a player.

10: Members liabilities

The liabilities of a member of the club to contribute towards the payment of the debts and liabilities of the club or the costs, charges and expenses of the winding up of the club is limited to the amount, if any, unpaid by the member in respect of membership of the club as required by rule 9.

11: Disciplining of members

- (i) A complaint may be made in writing to the committee by any person that is a member of the association:
 - (a) Has refused or neglected to comply with a provision or provisions of this constitution, or
 - (b) Has wilfully acted in a manner prejudicial to the interests of the association.
- (ii) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
 - (iii) If the committee decides to deal with the complaint, the committee:
 - (a) Must cause notice of the complaint to be served on the member concerned, and

- (b) Must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
- (c) Must take into consideration any submissions made by the member in connection with the complaint.
- (iv) The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- (v) If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under clause 12.
 - (vi) The expulsion or suspension does not take effect:
 - (a) Until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 12, whichever is the later?
 - (vi) Should any member fail to appear before the committee to answer allegations as mentioned under clause 11, such member shall be automatically be suspended until he/she appears before the committee.

12: Right of appeal of disciplined member

- (i) A member may appeal to the association in general meeting against a resolution of the committee under clause 11, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (ii) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (iii) On receipt of a notice from a member under subclause (i), the secretary must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
 - (iv) At a general meeting of the association convened under subclause (iii):

- (a) No business other than the question of the appeal is to be transacted, and
- (b) The committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
- (c) The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (v) The appeal is to be determined by a simple majority of votes cast by members of the association

PART III THE COMMITTEE

13: Powers etc of the committee

The committee shall be called the committee of management of the club and, subject to the act, the regulation and these rules and to any resolution passed in general matter,

- (i) Shall control and manage the affairs of the club;
- (ii) May exercise all such functions as may be executed by the club other than those functions that are required by these rules to be exercised by a general meeting of the club; and
- (iii) Has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the club including promulgation of bylaws.

14: Constitution and membership

- (i) Subject in the case of first members of the committee to section 21 of the act, the committee shall consist of
 - (a) The office bearers of the club; and
 - (b) 3 ordinary members

Each of whom shall be elected at the annual general meeting of the club pursuant to rule 15

(ii) The office bearers of the club shall be;

(a) Executive committee:

President
Vice president
Secretary
Treasurer

Registrar

(b) General Committee

Auskick Co-ordinator
5 general committee positions

- (iii) Each member of the committee shall, subject to these rules, hold office until the conclusion of the annual general meeting next following the date of the member's election, but is eligible for re-election.
- (iv) In the event of a casual vacancy occurring in the membership of 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 appointment.

15: Election of members

- (i) Nominations of candidates for elections office bearers or ordinary members of the committee shall be made in writing, signed by 2 members of the club and delivered to the secretary not less than 7 days before the date fixed for the annual general meeting.
- (ii) If insufficient nominations are received on the committee, the candidates nominated shall be deemed elected and further nominations shall be received at the annual general meeting.
- (iii) Any position not filled at the annual general meeting shall be deemed to be casual vacancies.
- (iv) The ballot for the election of office bearers shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- (v) For election of officers if two or more candidates obtain an equal number of votes, a draw from the hat shall take place.

 All Office Bearers (excluding General Committee) shall be limited to three (3) consecutive years in any one position. These members are still eligible for election to another position on committee and may be re-elected to the former position after one (1) year with the proviso that if a replacement cannot be found, the retiring officer may serve one more year only. If the office of any member of the committee becomes vacant, the committee shall appoint a successor to hold that office for the remainder of the term.

16: Secretary

It is the duty of the secretary to:

- (i) Organise meetings in accordance with these rules and keep minutes of all proceedings and the names of those present at such meetings
- (ii) Attend to and keep records of all club correspondence;

17: Treasurer

It is the duty of the treasurer of the club to ensure that:

- (i) All money due to the club is collected and received and that all payments authorised by the club are made; and
- (ii) Correct books and accounts are kept shoeing the financial affairs of the club including full details of all receipts and expenditure connected with the activities of the club.

18: Casual vacancies

For the purposes of these rules, a casual vacancy in the office of a member of the committee occurs if the member;

- (i) resigns office by notice in writing given to the secretary;
- (ii) Ceases to be a member of the club:
- (iii) Is removed from office under rule 19
- (iv) Is absent from (3) three consecutive committee meetings without reasonable excuse:
- (v) Dies

19: Removal of Committee member

- (i) The members of the club in special general meeting may by special resolution remove any member of the management committee from office before the expiration of the member's term of office and may by special resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (ii) A member of the management committee may be removed from office by a special resolution of the management committee if a vote of no confidence is passed by the remaining members of the management committee. The vote on a special resolution of the management committee to remove a management committee member under this rule will only be deemed as passed if the majority of the executive committee and the majority of the other members of the management committee vote in favour of the resolution.
- (iii) A member may appeal the club, in accordance with rule 12, in special general meeting against a special resolution of the committee passed under rule 19 (ii)
- (iv) If a member of the management committee to whom a proposed resolution referred to in rule 14.1 relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the club, the secretary or president may send a copy of the representations to each member of the club or, if the representations are not so sent, the member is entitled to require that the representations be read out at the special general meeting at which the resolution is considered.
- (iv) A member removed from office under rule 19 (ii) shall not be entitled to attend any meetings of the management committee until any appeal lodged by the member in accordance with rule 12 is upheld by the members voting at a special general meeting.

20: Meetings and Quorum

- (i) the committee must meet monthly or otherwise as required at such place and time as the committee may determine.
- (ii) Oral or written notice of a meeting of the committee shall be given by the secretary at least (7) seven days before the date of such meeting.
- (iii) Any (4) four members of the committee, (2) two of those members being Executive committee members shall constitute a quorum for the transaction of the business of a meeting.
- (iv) No business shall be transacted by the committee unless a quorum is present and within haif an hour of the time appointed for the meeting a quorum is not present, the meeting stands adjourned to a time and a place to be advised within (14) fourteen days of the date of such adjourned meeting.

- (v) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the members present (being not less than three) shall constitute a quorum.
- (vi) At a meeting of the committee;
 - (a) The president or, in the presidents absence, the vice president shall preside; or
 - (b) If the president and Vice president are absent or unwilling to act, the members present may choose one of their number to preside.

21: Delegations to sub-committee

- (i) The committee may, by instrument in writing, delegate to one or more sub committees the exercise of such functions as may be considered necessary from time to time other than:
 - (a) This power of delegation; and
 - (b) A function which is a duty imposed on the committee by the Act or by any other law.
- (ii) A function the exercise of which has been delegated to a subcommittee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation
- (iii) A delegation under this section may be made subject to such conditions or limitations as may be specified in the instrument of delegation.
- (iv) Not withstanding any delegation under this rule, the committee may continue to exercise any function delegated.
- (v) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- (vi) The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (vii) A sub-committee may meet and adjourn as it thinks proper.

22: Voting and Decisions

(i) Questions arising at a meeting of the committee or any sub-committee appointed by the committee shall be determined by a majority of votes of members of the committee or sub-committee present at the meeting.

- (ii) Each member present at a meeting of the committee or subcommittee (including the person presiding at the meeting) is entitled to one vote but, in the event of equality of votes on any question, the person presiding may exercise a second or casting vote.
- (i) Any act or thing done or suffered, or purporting to have done or suffered, by the committee or a sub-committee appointed by the committee is valid and effectual not withstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

Part IV General Meetings

23: Annual General Meetings

- (i) The annual general meeting of the club shall be held in October each year at such place and time as the committee may determine.
- (ii) In addition to any other business which may be transacted at an annual general meeting, the order of business shall be;
 - (c) Apologies
 - (d) Confirmation of minutes of previous annual general meeting and of any special general meeting which may have been held since that meeting.
 - (e) To receive from the committee, reports upon the activities of the club during the financial year just ended.
 - (f) To receive and consider the financial statement which is required to be submitted to members pursuant to section 26 (6) of the Act
 - (g) Election of office bearers and ordinary members of the committee.

24: Special general meeting

The Committee may convene a special general meeting of the club whenever it thinks fit or on a receipt of a requisition in writing from not less than four (4) members of the club stating the purpose of the meeting.

25: Notice

(i) Except where the nature of the business to be proposed to be dealt with at a general meeting requires a special resolution of the club, the secretary shall provide at least 14 days notice of the meeting to each member of the club specifying the place, date and time of the meeting and the nature of the business to be transacted.

- (ii) Where the nature of the business requires a special resolution of the club, at least 21 days notice of the meeting shall be provided in the manner described in clause (i) and specifying the intention to propose the resolution as a special resolution.
- (iii) No business other than that specified in the notice convening a general meeting shall be transacted at that meeting except, in the case of an annual general meeting, business which may be transacted pursuant to rule 23 (ii).
- (iv) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who shall include that business in the notice for the meeting provided that the requirements of notice under this rule can be satisfied.

26: Procedure

- (i) No item of business shall be transacted at a annual/Special general meeting unless a quorum of members entitled under these rules to vote is present
- (ii) Ten (10) members present in person (being members entitled under these rules to vote at an annual/special general meeting) shall constitute a quorum for the transaction of business at a annual/special general meeting of the club.
- (iii) If within half an hour of the appointed time for the commencement of a annual/special 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 a time and place to be advised, within twenty one days of the date of such adjourned meeting.
- (iv) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 5) shall constitute a quorum.

27: Presiding Member

- (i) The president or, in the presidents absence, the vice president, shall preside as chairperson at each annual/special general meeting of the club.
- (ii) If the president and vice president are absent from a annual/special general meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

28: Adjournment

The chairperson of a Annual/special general meeting at which a quorum is present may, with the consent of the majority of the members present at the meeting, adjourn the meeting to another time and 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.

29: Decisions and Voting

- (i) A question arising at a annual/special general meeting of the club shall be determined on a show of hands unless a poll is demanded by the chairperson or by 5 or more members present or by proxy at the meeting. The resolution of the poll on the matter shall be deemed to be the resolution of the meeting on the matter in question.
- (ii) Upon any question arising at a annual/special general meeting of the club only senior members and life members shall be entitled to vote, in the event of equality of voting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (iii) A member of or proxy is not entitled to vote at any annual/special general meeting of the club unless all money due and payable by the member or proxy to the club has been paid, other than the amount of the annual subscription payable in respect of the current year.
- (iv) Each member shall be entitled to appoint another member as proxy by notice given to the secretary before the commencement of the meeting in respect of which the proxy is appointed.

30: Special resolution

A resolution of the club is a special resolution if it is passed by a majority which comprises not less than three quarters of such members of the club as, being entitled under the rules to do so, voting in person or by proxy at a annual/special general meeting of which not less than 21 days written notice specifying the intention to purpose the resolution as a special resolution was given in accordance with these rules.

Part V Miscellaneous

31: Insurance

- (i) The club shall effect and maintain insurance pursuant to section 44 of the act.
- (ii) In addition to the insurance required under clause (i), the club may effect and maintain other insurance.

32: Funds-Source

- (i) The funds of the club shall be derived from annual subscriptions of members, donations and, subject to any resolutions passed by the club in general meeting, such other sources as the committee determines.
- (ii) All money received by the club shall be deposited as soon as practicable and without deduction to the credit of the clubs bank account.
- (iii) The club shall, as soon as practicable after receiving any money, issue an appropriate receipt.

33: Funds-Management

- (i) Subject to any resolution passed by the club in general meeting, the funds of the club shall be used in pursuance of the objects of the club in such manner as the committee determines.
- (ii) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two members of the committee authorised by the committee to do so.

34: Alteration of objects and rules

(i) The statement of objects, rules and this constitution may be altered, rescinded or added to only by a special resolution off the club.

35: Common Seal

- (i) The common seal of the club shall be kept in the custody of the public officer.
- (ii) 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 either of two members of the committee or of one member of the committee and of the public officer or secretary.

36: Custody of books

Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the club.

37: Inspection of books, etc

- (i) Any member of the club wishing to inspect the records, books or other documents of the club shall provide the custodian of those documents with notice of not less than 48 hours.
- (ii) The records, books and other documents of the club shall be open to inspection, free of charge, by a member of the club, having given the notice required in clause (i), at any reasonable hour.

38: Service of notices

- (i) For the purposes of these rules, a notice may be served by or on behalf of the club any member either personally or by sending it to post to the member at the members address shown in the register of members.
- (ii) Where a document is sent to a person by properly addressing, prepaying and posting to the person containing the document, the document shall unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of the post.

39: Presentation Day Awards

(i) All Auskick, U9's, U10's and U11's players receive a participant trophy. All U12's, U13's, U14's, U15's, U16's and U17 players each receive a drink bottle or what is decided on by the committee.

40: Team Awards

- (i) U9's Participation trophy only
- (ii) U10's,and U11's Coaches Awards
- (iii) U12's, U13's, U14's, U15's, U16's and U17's.
 - Best and Fairest
 - Beast and Fairest Runner up
 - Most Consistent
 - Players Player
 - Coaches Award
 - Most Improved
- (iv) Rookie of the year: First Year Player only. Each Coach can nominate one person from any age group. Winner declared from these votes, If a draw, only committee members vote on nominated players
- (v) <u>Junior player of the year:</u> only U12, U13, U14, U15, U16, and U17 players can be nominated. The coaches nominate one person they deem to be the best player of the year. If equal votes the President has casting vote.
- (vi) <u>Club Person of the year:</u> Any person, player, committee member, parent can be voted. All committee members vote by secret ballot. If equal votes President has casting vote.\
- (vii) Presidents award: Presidents Choice
- (viii) Northern Coast players: Announced and come to front for Congratulations:
- (ix) Best and Fairest for Central Coast: re-awarded the trophy they received from Central Coast Reps in Recognition. If any!
- (x) Social Committee: Thankyou and wine,
 General Committee: Wine/Beer/Soft Drink/Chocolates
 Canteen Coordinator: Wine
 Gifts decided on by the committee at the time

(xi) Trophy System

- Best and Fairest: Most points on 3, 2, 1
- Best and fairest Runner up: 2nd in 3, 2, 1 points
- Consistent Player: 3rd in 3, 2, 1 points
- Most Improved
- Coaches Award: Selected by Coaches
- Players Player: Selected by players in a ballot

41: Dissolution-taxation clauses - Non Profit organisations:

- (i) The club may be wound up only by a special resolution of the club.
- (ii) The assets and income of the club shall be applied solely in furtherance of its stated objectives and no portion shall be distributed directly or indirectly to the members of the club except as bona fide compensation for services rendered or expenses incurred on behalf of the club.
- (iii) In the event of the club being dissolved, the amount which remains after such Dissolution and the satisfaction of all debts and liabilities shall be transferred to any organisation that the committee identifies as having similar objects and which is exempt from income tax.
- (iv) Where it furthers the objects of the club to amalgamate with any one or more Organisations having similar objects, the other organisation(s) must have rules prohibiting the distribution of its (their) assets and income to members; and must be exempt from tax.

FORM FOR APPOINTMENT OF PROXY

The Entrance Bateau Bay Australian Football Club

(Incorporated under the Association Incorporations Act, 1984)

(FULL NAME)
Of(ADDRESS)
Being a member of The Entrance Bateau Bay Australian Football Club Incorporated hereby appoints: -
(FULL NAME OF PROXY)
Of, (ADDRESS OF PROXY)
Being a member of this club, as my proxy to vote for me on my behalf at the meeting of the club to be held on the and, and at any adjournment of that meeting.
My proxy is authorised to vote in favour of / against (delete as appropriate) the following special resolution:
(Signature of member appointing proxy)
(Date)

A proxy vote may not be given to a person who is not a member of this club. Proxy votes will only be

Accepted for determination of special resolutions.