

Bexley North Sports Club Incorporated

Constitution

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Part 1 – Preliminary

1. Definitions

In this Constitution:

Commissioner means the Commissioner of the Office of Fair Trading.

Secretary means:

- the person holding office under these rules as secretary of the club, or
- if no such person holds that office – the public officer of the club.

Special general meeting means a general meeting of the club other than an annual general meeting.

The *Act* means the *Associations Incorporation Act 1984*.

The Regulation means the Associations Incorporation Regulation 1999.

In this Constitution:

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

2. Name

The registered name of the Club shall be “Bexley North Sports Club Incorporated” (the Club). Football teams representing the Club will be known as the Bexley North Football Club, or any other name approved under Part 5, Section 30(14).

3. Objects

The objects of the Club will to be to foster and develop football and other sports in the Bexley North and adjacent areas. Association football will be the only football sport played during the winter months.

Part 2 - Membership

4. Membership Qualification

Persons are qualified to be members of the Club where they are:

- the parent/guardian/carer of any child aged 5 years to 17 years old who has paid the relevant fees, and has been accepted into the club, or
- any other person over the age of 18 years who has paid the relevant fees and has been accepted into the club, or
- a person admitted as a life member.

5. Register of Members

The Club must establish and maintain a register of members of the Club.

6. Registration and Playing Fees

A member of the Club must pay an annual registration fee and team playing fees as determined by the committee prior to the commencement of each season.

7. Member's Liabilities

The liability 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.

8. Resolution of Internal Disputes

Disputes between members (in their capacity as members) of the Club, and disputes between members and the Club, are to be referred to the Management Committee or a duly authorised Protests & Disputes Committee for mediation.

At least 2 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the relevant Committee.

9. Disciplining of Members

A complaint may be made to the Management Committee, or a duly authorised Protest & Disputes Committee, by any person, that a member of the Club, without reasonable excuse:

- has persistently refused or neglected to comply with a provision or provisions of these rules, or
- has persistently and wilfully acted in a manner prejudicial to the interests of the Club, or
- has been observed to be behaving in a manner contrary to the Club's Code of Conduct.

On receiving such a complaint, the committee:

- must cause notice of the complaint to be served on the member concerned; and
- must give the member at least 7 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
- must take into consideration any submissions made by the member in connection with the complaint.

If, after considering the complaint and any submissions made in connection with the complaint and the Committee is satisfied that the facts alleged in the complaint have been proved, the Committee may take (but not be limited to), any of the following actions:

- Request that the member submit a written apology to the affected party.
- Impose a \$50 fine plus any fine that may have been imposed by the St George Football Association upon the Club, and deem the member as not financial until the fine is paid. Non financial members or the registered player children of non financial members are not eligible to play for the Club until any outstanding fines have been paid to the Club and/or the St George Football Association.
- Deregister the relevant player/s if fines are not paid within two weeks.
- Automatically deregister second offenders.
- Resolve to permanently expel the member from the Club or suspend the member from membership of the Club.
- Impose any other fines and/or penalties at the discretion of the Committee.

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 and the reasons given by the committee for having taken that action.

The decisions of the Management Committee and/or the Protests & Disputes Committee are final.

Part 3 – The Committee

10. Powers of the committee

The committee is to be called the Management Committee of the Club and, subject to the *Act*, the Regulation and these rules and to any resolution passed by the Club in general meeting:

- is to control and manage the affairs of the Club, and
- may exercise all such functions as may be exercised by the Club, other than those functions that are required by these rules to be exercised by a general meeting of members of the Club, and
- 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.

11. Constitution and membership

The committee is to consist of the office-bearers of the Club as elected at the Annual General Meeting.

Each member of the committee is, subject to these rules, to hold office until the conclusion of the annual general meeting following the date of the member's appointment, but is eligible for re-election.

In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the Club to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

12. Election of members

Nominations of candidates for election as office-bearers of the Club may be made at an Annual General Meeting.

If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected.

If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.

If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

13. Casual vacancies

A casual vacancy in the office of a member of the committee occurs if the member:

- dies, or
- ceases to be a member of the Club, or
- becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- resigns office by notice in writing given to the secretary, or
- is removed from office under this Constitution, or
- becomes a mentally incapacitated person, or
- is absent without the consent of the committee from three consecutive meetings of the committee.

14. Meetings and quorum

The committee must meet at least 3 times in each period of 12 months at such place and time as the committee may determine.

Additional meetings of the committee may be convened by the president or by any member of the committee.

Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours before the time appointed for the holding of the meeting.

Notice of a meeting must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.

Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.

If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.

At a meeting of the committee:

- the president or, in the president's absence, the vice-president is to preside, or
- if the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

Part 4 – General Meeting

15. Annual general meetings – holding of

The Club must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Club, convene an annual general meeting of its members. The date upon which the Club's financial year ends is 31 December.

16. Annual general meetings – calling of and business at

The annual general meeting of the Club is, subject to the *Act*, to be convened on such date and at such place and time as the committee thinks fit.

In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:

- to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting
- to receive from the committee reports on the activities of the Club during the last preceding financial year,
- to elect office-bearers of the Club,
- to receive and consider the statement which is required to be submitted to members under section 26(6) of the *Act*.

An annual general meeting must be specified as such in the notice convening it.

17. Special general meetings – calling of

The committee may, whenever it thinks fit, convene a special general meeting of the Club.

The committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the Club.

A requisition of members for a special general meeting:

- must state the purpose or purposes of the meeting, and
- must be signed by the members making the requisition, and
- must be lodged with the secretary, and
- may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

A special general meeting convened by a member or members as referred to above must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

18. Notice

Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying the intention to propose the resolution as a special resolution.

No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under this Constitution.

A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

19. Procedure

No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.

Five members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:

- if convened on the requisition of members, is to be dissolved, and
- in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

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 at least 3) is to constitute a quorum.

20. Making of decisions

A question arising at a general meeting of the Club is to be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

At a general meeting of the Club, a poll may be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.

If a poll is demanded at a general meeting, the poll must be taken;

- immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
- in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

21. Special resolution

A resolution of the Club is a special resolution if it is passed by a majority which comprises at least three-quarters of such members of the Club as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules.

22. Voting

On any question arising at a general meeting of the Club a member has one vote only.

All votes must be given personally or by proxy but no member may hold more than 5 proxies.

In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.

A member or proxy is not entitled to vote at any general meeting of the Club unless all money due and payable by the member or proxy to the Club has been paid.

Part 5 – Miscellaneous

23. Insurance

The Club may effect and maintain insurance.

24. Funds – source

The funds of the Club are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Club in general meeting, such other sources as the committee determines.

All money received by the Club must be deposited as soon as practicable and without deduction to the credit of the Club's bank account.

The Club must, as soon as practicable after receiving any money, issue an appropriate receipt.

25. Funds – management

Subject to any resolution passed by the Club in general meeting, the funds of the Club are to be used in pursuance of the objectives of the Club in such manner as the committee determines.

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 authorised members of the committee.

26. Alteration of objects and rules

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Club.

27. Inspection of books

The records, books and other documents of the Club must be open to inspection, free of charge, by a member of the Club at any reasonable hour.

28. Service of notices

For the purpose of these rules, a notice may be served on or given to a person:

- by delivering it to the person personally, or
- by sending it by pre-paid post to the address of the person, or
- by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice, or
- by distributing it to Registered Team Officials for distribution to members, or
- by advertisement on the Club's website.

For the purpose of these rules, a notice is taken to have been given or served:

- in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post,
- in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent, or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date,
- in the case of distribution to Registered Team Officials, 7 days after distribution,
- in the case of advertisement on the Club's website, 7 days after posting.

29. Duties and Functions of Members of the Management Committee

President

When available, shall be Chairman at all meetings and shall see that the accepted rules of debate apply. The Chairman shall have a casting vote only at all meetings.

Vice-President

In the absence of the President at any meeting, the Vice-President shall be the Chairman. He/she shall have a casting vote only when acting as Chairman, but all other times shall have a deliberate vote.

In the absence of the President and Vice-President, a Chairman shall be elected from the meeting, and shall have a casting vote only, for that meeting.

Secretary

Shall attend to the general business of the Club and attend to all correspondence.

Assistant Secretary

Shall assist the Secretary or any other member of the Committee when necessary.

Treasurer

Receive all monies and give an official receipt. Deposit all monies received in a bank approved by the Club, in the name of the Club. He/she shall have charge of the Bank records and produce them at meetings. Responsible for the production of financial reports and the submission of annual returns to the Department of Fair Trading.

Registrar

Shall assist with matters associated with member and player registration.

Auditor

All financial reports shall be examined by the auditor in order to issue an opinion, prior to the annual general meeting.

Bank Authority

All cheques issued by the Club shall be signed by any two of the following members of the management committee:

- the President.
- the Vice President.
- the Secretary.
- the Treasurer.

The bank shall be notified promptly of any change in the signatories.

Life Members

The Club may admit two Life Members in any calendar year.

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Protests & Disputes Committee

The Vice President, or other authorised Management Committee member shall fill the role of Chairman of the Protests & Disputes Committee. The

Committee shall comprise the Chairman and a minimum of two other Management Committee members.

30. Policies - General

1. Players are to register with the Club in the age group for which they are eligible.
2. Should any age group have more players than needed, some players may be asked to play in a higher age group should the higher age group have a shortage of players. The committee shall nominate which players are available to play in the higher age group. It is expected that the coach when coaching these players will bear in mind the expected grading of the higher age group.
3. No team between the ages of 6 years to 17 years shall carry more reserve players as deemed by the St George Football Association.
4. Any All Age Player wishing to register with the Club will pay a fee to the Club, prior to the commencement of the season. This fee may include: Registration Fee, Match Fee, Referee Fee, and may include provisions for any Fines, and Bond at an amount determined by the committee prior to the start of each season.
5. Team grading will be performed by the Club grading committee. This committee will be selected by the committee. Team grading will occur for each competition age division, where possible and depending on player numbers.
6. Player Sharing & Playing Up - This is to be encouraged where possible and may be required by higher grade teams due to shortage of players. Coaches and managers for such teams should attempt to resolve issues without dispute. Teams should have adequate player numbers for a game. Failure to allow playing up should be referred to relevant team coordinator. Eligibility of players playing up should be verified via the St. George Association Registered Team Official Handbook.
7. Codes of Conduct – All players, official and parents must comply with the relevant Codes of Conduct. The Club endorses the Football Federation of Australia (FFA) Code of Conduct, which is available on the Club's website.
8. Club Uniform and Equipment - The colours of the Club are maroon C60.M100.Y77.K54 and sky blue C66.M33.Y0.K10. Shirts will be issued by the club, via team officials. These are the only approved uniforms to be used by teams when representing the club at any match. Where two teams from the Club are playing in same grade, the team nominated as home team should make alternative arrangements for strip. The use of bibs is approved. Alternative shirts may be used only if approved.
9. Registered Team Officials (RTO's) - Every team's coach and manager will be an RTO. Where possible an assistant coach and assistant manager should also be registered as an RTO. At least one RTO must be present at every game. Under circumstances where this is not possible the team manager shall arrange for alternative arrangements to be made.
10. Coaching Development - The club encourages and will sponsor RTO's to become registered coaches.

11. Child Protection - The Club will not tolerate any behaviour that is contrary to NSW Child Protection Laws. Appropriate action will be taken by the committee that could lead to criminal charges being laid against persons breaking the law. Information is available on the Football NSW website. www.footballnsw.com.au
12. Fund Raising - Activities may be organised during the season to raise money for the Club. All teams and members should contribute to fund raising activities.
13. Sponsorship - The Club invites local businesses and interested persons to support the Club and its objectives by way of sponsorship. Sponsorship of the Club may be in the form of financial donation and/or tangible product or service. All applications to sponsor the Club must be directed to and approved by the committee. All sponsorship must be made at Club level.
14. Promotion - The Club encourages the promotion of the Club and its objectives to the general public. Such activity (including any Individual Player/Team/Age Group/Grades registered within the Club) must prominently include the name of the Club in one of the following approved formats:
"Bexley North Football Club"
"Bexley North FC"
Such promotion must not include details, information or advertisement relating to local businesses or sponsors other than local businesses or sponsors approved by the committee.
Such promotion must not include names of individual players (under the age of 18 years) unless first approved by the player's parents/guardians.
All promotional items being displayed to the general public (including signs and banners) must first be directed to and approved by the committee.
15. Gala Days & Special Events - The Club encourages all teams to participate in Gala Days and special events (including tournaments) held by other Clubs within and outside the local area. The Club has the discretion to provide financial assistance to each Club team seeking to participate in "Gala Days & Special Events" on one occasion per financial year.