



NEW SOUTH WALES ASSOCIATIONS  
INCORPORATION ACT, 1984

# OBJECTS RULES AND BY-LAWS

KINGS LANGLEY SOCCER CLUB INCORPORATED



**As at 24th November 2021**

# CONTENTS

1. CONTENTS
2. OBJECTS
3. RULES OF KINGS LANGLEY SOCCER CLUB INCORPORATED
4. Part 1 - Preliminary
  - a. Definitions
5. Part 2 - Membership
  - a. Membership Qualifications
  - b. Nominations for Membership
  - c. Cessation of Membership
  - d. Membership Entitlements not Transferable
  - e. Register of Members
  - f. Members Liabilities
  - g. Resolution of internal disputes
  - h. Disciplining of Members
  - i. Right of Appeal of Disciplined Members
6. Part 3 - Affiliation and Scope of Jurisdiction
  - a. Affiliation
  - b. Scope of Jurisdiction
7. Part 4 - Club Officials and the Committee
  - a. Officials of the Club
  - b. Election of Management Committee
  - c. Duties & Functions of Officials & Elected Members
  - d. Committees
  - e. Duties of the Management Committee
  - f. Duties of the Executive Committee
  - g. Casual Vacancies
  - h. Removal of Members of the Committee
8. Part 5 - Meetings
  - a. Committee Meetings
  - b. Annual General Meetings - Holding of
  - c. Annual General Meetings - Calling of and Business at
  - d. Special General Meetings
  - e. Management Committee Meetings
  - f. Rescission Motion
  - g. Quorums
  - h. Notice
  - i. Procedure
  - j. Presiding Member
  - k. Adjournment
  - l. Making Decisions
  - m. Voting
  - n. Special Resolution
9. Part 6 - Miscellaneous
  - a. Funds - management
  - b. Alterations of Objects and Rules
  - c. Common Seal
  - d. Custody of Books
  - e. Inspection of Books
  - f. Service of Notice
  - g. Constitution and By-Laws
  - h. By-Laws

INCLUDING AMENDMENTS UP TO THE 16th JULY 2004  
NEW SOUTH WALES ASSOCIATIONS INCORPORATION ACT  
1984

**OBJECTS OF KINGS LANGLEY SOCCER CLUB INC**

The name of the Club is **KINGS LANGLEY SOCCER CLUB INCORPORATED**

- 1) The objects of the Club are:
  - a) To foster and develop the game of Soccer Football within the local area.
  - b) To do such other things as are incident or conducive to the attainment of the objects of the Club.
- 2) The assets and income of the Club shall be applied solely in the furtherance of its above-mentioned objects 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.

# **RULES OF KINGS LANGLEY SOCCER CLUB**

## **INCORPORATED**

### **Part 1 - Preliminary**

#### **Definitions**

1. In these rules, except in so far as the context or subject matter otherwise indicates or requires:
2. Director-General means the Director-General of the Department of Fair Trading.
3. "Member", when used as a term on it's own, that is to say, not preceded by "Ordinary" "Life" or "Junior", means a member of the Club which shall include:
  - a. Officials of the Club
  - b. Ordinary Members
  - c. Life Members But excludes:
  - d. Junior Members
4. "Ordinary Member" means any person over the age of eighteen (18) years who has been admitted to the Club in accordance with these rules.
5. "Life Member" means those persons who have been admitted to Life Membership of the Club in accordance with these rules.
6. "Junior Member" means any person who has not attained the age of eighteen (18) years who is currently registered to play soccer for the Club.
7. "Person" means a natural person and includes a body corporate, firm or body of persons.
8. "Club" means the Kings Langley Soccer Club Incorporated.
9. "Committee" means the governing body of the Club.
10. "Secretary" means:
  - a. The person holding office under these rules as secretary of the club, or
  - b. If no such person holds that office - the public officer of the club.
11. "Special General Meeting" means a general meeting of the Club, other than an Annual General Meeting or a regular General Meeting.

12. "The Act" means the Associations Incorporation Act 1984.
13. "The Regulation" means the Associations Incorporation Regulation, 1985. In these rules:
  - a. A reference to a function includes a reference to a power, authority and duty.
  - b. A reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.
14. Words imparting the singular number include the plural and vice versa and masculine indicates feminine and vice versa.
15. Where the following abbreviations appear throughout these Rules they shall have the meanings set out hereunder:
  - a. AGM - Annual General Meeting
  - b. BDSFA Inc. - Blacktown & Districts Soccer Football Association Incorporated
  - c. EC - Executive Committee
  - d. ECM - Executive Committee Meeting
  - e. GM - General Meeting
  - f. HYGGM - Half Yearly General
  - g. SGM - Special General Meeting
  - h. MC - Management Committee
  - i. MCM - Management Committee Meeting
  - j. SNSWL - Soccer NSW Limited
16. 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 made under the Act.
17. For the purpose of these rules, the Registration Year shall be the period from the 1st January in one year until the 31st December in the same year inclusive.
18. The financial year of the Club shall be the period from the 1st July in one year to the 30th June in the following year inclusive

## **Part 2 - Membership**

### **Membership Qualifications**

19. Membership shall be open to any person not holding an office with an affiliated soccer club and who pays the prescribed fee.
20. Membership fees as required by clause 6 in the Constitution
21. Ordinary Member - A person is qualified to be an ordinary member of the Club, if and only if:
  - a. The person's a person referred to in Section 3 of the Act and has not ceased to be a member of the Club and at any time after Incorporation of the Club under the Act; or
  - b. The person is a natural person who has attained the age of eighteen (18) years; and
  - c. Has been nominated for membership of the Club as provided Clause 6 in the Constitution; and

- d. Has been approved for membership of the Club by the Executive Committee of the Club.

22. A Life Member shall be:

- a. Any member of the Club who shall be elected as such by two-thirds majority of those present at any General Meeting of the Club; and
- b. No member shall be elected a Life Member unless he has been a member for a continuous period of not less than five (5) years and has rendered exceptional service to the Club; and
- c. Not more than two (2) Life Members shall be elected in any one financial year; and
- d. Each nomination being put to a separate vote, must obtain a two-thirds majority to be elected. Nominations for Life Membership with proposer's and seconders remarks will only be accepted up to Twenty Eight days (28) days before the General Meeting. In the event of there being more than two (2) nominations for Life Memberships, the Committee will select the two (2) to be proposed at the General Meeting.

23. Junior Member shall be:

- a. Qualified to be a Junior Member of the Club if but only if, he/ she is a natural person who has not attained the age of eighteen (18) years of age and is currently registered to play Soccer for the Club.

24. All Players, Coaches and Managers registered with or appointed by the Club or members of the Committee of the Club shall either be:

- a. Ordinary Members or Life Members of the Club if they have obtained the age of eighteen (18) years or
- b. Junior Members if they have not obtained the age of eighteen (18) years.
- c. Voting rights fall to the nominated parent/guardian (Person nominated as Emergency Contact 1) of the Junior Member.

### **Nominations for Membership**

25. A nomination of a person for membership of the Club must be in line with Clause 6 of the Constitution

### **Cessation of Membership**

26. A person ceases to be a member of the Club if the person:

- a. Dies; or
- b. Resigns that membership; or
- c. Is expelled from the Club; or
- d. In the case of a Junior Member, ceases to be a registered player of the Club.

### **Membership Entitlements not Transferable**

27. A right, privilege or obligation which a person has by reason of being an ordinary member of the Club:

- a. is not capable of being transferred or transmitted to another person
- b. Terminates upon cessation of the person's Membership.

c. Resignation of Membership

28. An Ordinary Member of the Club is not entitled to resign that membership except in accordance with this rule.
29. An Ordinary Member of the Club who has paid all amounts payable by the Ordinary Member of the Club in respect of the Ordinary Member's membership may resign from membership of the Club by first giving notice of not less than one (1) month, or not less than such period as the Committee may determine, in writing, to the Secretary of the Member's intention to resign and upon the expiration of the period of notice, the member ceases to be an Ordinary Member.
30. Where an Ordinary Member of the Club ceases to be a member and in every other case where an Ordinary Member ceases to hold membership, the Secretary shall make an appropriate entry in the Register of Members recording the date on which the member ceases to be an Ordinary Member.

### **Register of Members**

31. The Public Officer of the Club shall establish and maintain a register of members of the Club specifying the name and address of each person who is a member of the Club together with the date on which the person became a member.

### **Members Liabilities**

32. The liabilities of a member of the Club to contribute towards the payment of the debts and liabilities of the Club or the cost, charges and expenses of the winding up of the Club is limited to the amount, if any, unpaid by the member in respect of the membership of the Club as required by Clause 31 of the Constitution..

### **Resolution of internal disputes**

33. Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.
34. At least 7 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 mediator.

### **Disciplining of Members**

35. If any member shall wilfully refuse or neglect to comply with the provisions of the Rules of the Club or shall be guilty of any conduct, which, in the opinion of the Committee, is unbecoming of a member or prejudicial to the interest of the Club, the Committee shall have the power to reprimand and/or fine and suspend and expel such member from the Club; provided that
36. At least fourteen (14) days before the meeting of the Committee at which a resolution to reprimand, fine, suspend or expel such a member or any combination thereof is put, the member shall have had the notice in writing of such meeting and of what is alleged against him and that he shall at such meeting and before the passing of such resolution have had the opportunity of giving orally or in writing any explanation or defence he/she may think fit; and provided further that
37. No member shall be expelled from the Club unless the resolution for his expulsion is passed by at least a seventy-five (75) per cent majority of those Committee members present and voting.

## **Right of Appeal of Disciplined Members**

38. A member may appeal to the Club in General Meeting against a resolution of the Committee which is passed under Rule 10 within seven (7) days after notice if the resolution is served on the member, by lodging with the Secretary a notice to that effect.
39. Upon receipt of a notice from a member under Clause 38, the Secretary shall notify the Committee which shall convene a meeting of the Committee to be held within twenty one (21) days after the date on which the Secretary received the notice.
40. At a General Meeting of the Committee convened under Clause 38:
  - a. No business other than the question of the appeal shall be transacted.
  - b. The Committee and the member shall be given the opportunity to state their respective cases orally or in writing or both.
  - c. The members present shall vote on the question of whether the resolution should be confirmed, revoked or varied.
  - d. Voting shall be conducted on a show of hands unless the meeting resolves by ordinary majority to conduct a secret ballot.

## **Part 3 - Affiliation and Scope of Jurisdiction**

### **Affiliation**

41. The Club shall affiliate with the BDSFA Inc. and RSO and NSO or their successors and shall adopt the Laws of the Game and any decisions, interpretations and amendments thereof, approved by those controlling bodies.

### **Scope of Jurisdiction**

42. The Kings Langley Soccer Football Club Inc shall at all times be bound by the Constitution Rules, Regulations and By-Laws of Blacktown & Districts Soccer Football Association Inc
43. Where there is any inconsistency between any provision of the Constitution and or Rules and Regulations of the Kings Langley Soccer Football Club Inc and those of Blacktown & Districts Soccer Football Association Inc, then to the extent of such inconsistency the constitution or Rules and Regulations of Blacktown Districts Soccer Football Association Inc shall prevail
44. The Kings Langley Soccer Football Club Inc shall be bound by the lawful decisions of the Blacktown Districts Soccer Football Association Inc and it shall do all things reasonably necessary to implement and enforce for such decisions. The jurisdiction of the club shall cover all Club Officials, Teams, Players, Spectators and Grounds within its boundaries.
45. The jurisdiction of the club may be extended beyond its boundaries by arrangement with other soccer associations and with the approval if necessary of Soccer New South Wales. Jurisdiction shall also cover players representing this Club in matches or competitions played outside its boundaries.

## Part 4 - Club Officials and the Committee

### Officials of the Club

46. The Officials of the Club shall be:

### Executive Committee

#### Office Bearers

*-must attend committee meetings*

*-have vote in meeting*

*-run under Exec Committee guidelines in constitution (involved in Disputes)*

- a. President
- b. Vice-President
- c. Secretary
- d. Treasurer

### Management Positions

*-must attend committee meetings*

*-have vote in meeting*

*-not involved in disputes (unless required by Exec)*

*-can step into Exec if needed*

- e. Registrar
- f. Competition Secretary

### Specific Duties Roles

*-must attend committee meetings*

*-have vote in meeting*

- g. Publicity Coordinator
- h. Sponsorship Coordinator
- i. Social and Fundraising Coordinator
- j. Canteen Manager
- k. Grants Coordinator
- l. Four (4) elected general committee members

### Sub Committee Roles

*-can attend meetings but don't have to*

*-governed by Exec committee*

*-do not have vote in meeting*

*-subcommittee to have at least one committee member*

- m. Equipment Officer
- n. Head Coach
- o. Female Development Coordinator
- p. Mini Roos Coordinator
- q. Members Protection Information Officer
- r. Groundsperson
- s. Open Goals Coordinator

47. Except as otherwise provided, officials and elected members of the club shall hold office during the year for which they are appointed and until the succeeding AGM

48. All members of the committee are, subject to these rules, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election, with the following variations;

- (a) Each of the officer bearers will serve a two-year term, as follows
  - (1) President (odd year),
  - (2) Vice President (even year),
  - (3) Treasurer (odd year),
  - (4) Secretary (even year),
- (b) Each management position will also be a two-year term as follows;

- (1) Registrar (odd year),
  - (2) Competition Secretary (even year)
49. Should any official or elected member absent themselves without excuse from three (3) normal consecutive meetings the Secretary shall report this to the chairperson who shall declare the office vacant.
  50. Any official or elected member deemed guilty of misconduct considered prejudicial to the interest of the club may be removed from office by a simple majority.
  51. Any official or elected member wishing to resign may do so by giving notice to the Secretary for consideration by the MC
  52. Any person who resigns from the MC during office cannot stand for a position on the MC for three (3) years. Reasons for exemption are family, health, work commitments and personal.
  53. In the event of a vacancy occurring during the year on the MC, this shall be filled by nominations and elections. This shall occur at the HYG or SGM, seven (7) days notice to be given of any such by-election.
  54. 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.

### **Election of Management Committee**

55. A nomination form listing the positions of Office shall be emailed at least twenty-one (21) days prior to the AGM. Nominations are to be called for in writing. Written applications to be lodged with the Secretary no later than fourteen (14) days prior to the AGM
56. No persons other than financial members shall be eligible to nominate for or be elected to any position on the MC of The club. Each nominated person must hold a current WWC Number.
57. No persons other than financial members shall be eligible to vote for any nominations.
58. If the full number of candidates is not nominated for any position as prescribed, additional nominations may only be taken from the floor for those positions still vacant. Where an application has been received by the Secretary for a position, consent must be sought by said nominees for that position to be sought. If there is more than the required number nominated an election by ballot shall take place, but if there is only the required number, the Returning Officer at the AGM of The club shall declare those nominated duly elected.

### **Duties & Functions of Officials & Elected Members**

59. The President shall:
  - a. Be Chairman of all meetings
  - b. Be ex-officio of all committees
  - c. Conduct meetings in accordance with the Rules of the Club.
  - d. Have casting vote only at all meetings.
  - e. Be responsible for Officials carrying out their duties in accordance with the Rules of the Club.
60. The Vice President shall:
  - a. Carry out the duties of the President in their absence.

61. The Secretary shall:

- a. Attend to the General Business of the Club.
- b. Hold the Common Seal.
- c. Hold the position of Public Officer.
- d. Hold and account for petty cash not exceeding \$100.00.
- e. Record any action taken by the Executive Committee between meetings.
- f. Attend to all correspondence.
- g. Prepare the Annual Report two (2) weeks before the AGM.
- h. Undertake any other duties found necessary in the carrying out of the above functions.
- i. Be an ex-officio member of all committees.
- j. Attend to publicity in regard to policy and issue of all statements.
- k. Keep minutes of proceedings at all meetings including a record of those members present at those meetings in accordance with the Rules of the Club.
- l. A Minutes Secretary may be selected from the MC to assist the Secretary in recording of the minutes.

62. The Treasurer shall:

- a. Receive monies, giving an official receipt in return and bank same to the Club's bank account in a timely manner.
- b. Have charge of all bank books.
- c. Pay all accounts passed for payment in accordance with these rules.
- d. Ensure that correct books and accounts are kept showing the financial affairs of the Club including full details of all receipts and expenditure connected with the activities of the Club.
- e. Prepare a financial statement for all MCMs and GMs.
- f. Prepare a financial statement and forecasted budget for the following year and submit to the Club Secretary for distribution within twenty-one (21) days of AGM.
- g. Be responsible for compiling and maintaining an asset register and a property register.
- h. Submit a report against the budget for each ensuing Committee Meeting of the Club

63. The Competition Secretary shall:

- a. Coordinate all competition fixtures with each Coach and Manager
- b. Arrange all Social games.
- c. Advise the BDSFA Inc. the results of games by ensuring the matchesheets have been submitted and are compliant.
- d. Compile and maintain accurate Competition tables and compile a table for the Most Valuable Player of each team.
- e. Receive and check all team sheets for the home games.
- f. Supply a Competition draw to coaches and managers and the Publicity Officer from information supplied by the Association.

64. The Registrar shall:

- a. Coordinate yearly registration of players
- b. Keep records of all registered players.

- c. Maintain a record of suspended, defaulting and ineligible players.
- d. Report regularly to the Committee

65. The Canteen Manager shall:

- a. Maintain stocks of food etc. for sale at the canteen.
- b. Organise help for home games.
- c. All actions must be authorised by Resolution by the EC.

66. The Equipment Officer shall:

- a. Maintain all Club equipment at levels set by the MC.
- b. Report to the MC re the replacement of equipment
- c. All actions must be authorised by the EC.

67. The Publicity Officer shall:

- a. Co-ordinate the Club newsletter.
- b. Arrange distribution of the Club newsletter to all members.
- c. Submit reports to the newspapers
- d. Coordinate all advertising by Resolution by the EC
- e. All actions must be authorised by Resolution by the EC

68. The Social Secretary shall:

- a. Organise and control all fundraising within the Club
- b. Organise social events for members
- c. Liaise with the Competition Secretary to organise pre-season and extra-season functions
- d. All such fundraising and events must be authorised by the EC.

69. The Grounds person shall:

- a. Be responsible for marking all fields.

70. The elected Officials not appointed to a position, shall:

- a. Assist other officials in any way as directed by the MC or EC.
- b. Other Duties As Required

71. All positions on the Committee are "hands-on." positions; and as such

72. All Club Officials may be asked to assist in any way with general running of the Club and at home games at the request of the MC or EC

## **Committees**

73. Executive Committee shall consist of:

- a. President
- b. Vice President
- c. Secretary
- d. Treasurer
- e. Competition Secretary

74. The Executive Committee shall be empowered to deal with all matters in the interest of the Club.

75. They shall report their actions at the next General Meeting, Special General Meeting, Annual General Meeting or Management Committee Meeting whichever first occurs.

#### Management Committee

76. At the AGM a Management Committee shall be duly elected by the financial members of the club.
77. The MC shall consist of the officials of the club plus but not limited to four (4) elected members.
78. All members of the MC must at all times be full financial members of the club. Shall be responsible to the SGM or AGM of the financial members of the club and shall handle and control, subject to the constitution rules or bylaws in force from time to time, all matters of business, financial or otherwise pertaining or necessary to allow the club to operate successfully in all respects.
79. The MC shall meet monthly during the period between 1st February and 20th September or as required.
80. All MC members shall make themselves available for club duties when called upon.

#### Sub Committees

81. Sub Committees may be raised during the season as required by the MC. These committee members will work with their elected chairperson. All sub-committees shall answer to the EC

#### Social Committee

82. The social committee will consist of a President, Secretary, Treasurer and Committee members to be elected by the MC and will be responsible for fundraising and expenditure as required during the season.
83. The Social Secretary will collect all money and receipts pertaining to the social committee on behalf of the Treasurer and will work in conjunction with the Treasurer at all times.
84. The Treasurer will be responsible for all financial matters in relation to the social committee.
85. 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.
86. The club must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **Duties of the Management Committee**

87. The Committee shall 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:
- a. Shall control and manage the affairs of the Club.
  - b. 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.
  - c. Has the power to perform all such acts and to do all such things as appears to the Committee to be necessary or desirable for the proper management of the affairs of the Club.
88. May from time to time alter or repeal all such By Laws as it may deem necessary or expedient for the proper conduct and management of the Club.

### **Duties of the Executive Committee**

89. The Executive Committee shall be empowered to deal with all matters in the interest of the Club and report on decisions made at the next Management Committee Meeting.

### **Casual Vacancies**

90. For the purpose of these rules, a casual vacancy in the Office of a member of the Committee occurs if the member:
- a. Dies;
  - b. Ceases to be a member of the Club;
  - c. Becomes insolvent under the Administration within the meaning of the Companies NSW Code;
  - d. Resigns from Office in writing to the Secretary;
  - e. Is removed from Office under Rule 21;
  - f. Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the Mental Health Act; or
  - g. Is absent without consent of the Executive Committee for three consecutive meetings.

### **Removal of Members of the Committee**

91. The Club in Special General Meeting may, by resolution passed by at least seventy-five (75) per cent of members present and voting, remove any member of the Committee from Office, before the expiration of the member's term of office and
92. may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
93. 105 Where a member of the Committee to whom a proposed resolution referred to in clause 21.1 relates, makes representation in writing to the Secretary or President and requests that the representations be notified to the members of the Club, the
94. 106 Secretary or the President may send a copy of the representation to each member of the Club, or if they are not to be sent, the member is entitled to require that the representation be read out at the meeting at which the resolution is considered.

## **Part 5 - Meetings**

### **Committee Meetings**

95. The MC shall meet monthly at such place and time as the MC may determine.
96. Additional meetings of the MC may be convened by:
- a. The President; or
  - b. By any two (2) members of the MC, notice of which shall be given by the Secretary to each member of the MC at least forty-eight (48) hours (or such period as may be determined unanimously by the members of the MC) before the time appointed for the holding of the meeting.

97. Oral or written notice of a meeting of the MC shall be given by the Secretary to each member of the MC at least forty-eight (48) hours (or such other period as may be agreed upon by the MC) before the time appointed for the holding of the MCM.
98. Notice of a meeting shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the MC members present at the meeting unanimously agree to treat as urgent business.
99. No business shall be transacted by the MC unless a quorum is present and if, within half an hour of the time appointed for the meeting, the quorum is not present, the meeting stands adjourned to the same place at the same time of the same day the following week.
100. If, at an adjourned meeting, the quorum is not present within a half hour of the time for the meeting, the meeting shall be resolved.
101. The accepted rules of Parliamentary Debate shall apply at all MCMs.

### **Annual General Meetings - Holding of**

102. With the exception of the first AGM of the Club, the Club shall at least once a year and within a period of six (6) months after the expiring of each financial year of the Club, convene an AGM of its members.
103. The Club shall hold its first Annual General Meeting:
  - a. Within the period of eighteen (18) months after its Incorporation under the Act.
  - b. Within the period of two (2) months after the expiration of the first financial year of the Club.

### **Annual General Meetings - Calling of and Business at**

104. The AGM of the Club shall, subject to the Act and to this Rule, be convened on such date and at such place and time as the MC thinks fit.
105. In addition to any other business which may be transacted at an AGM, the business of an AGM shall be:
  - a. To confirm the minutes of the last proceeding AGM and of any SGM held since that meeting if required.
  - b. To receive from the Committee reports upon activities of the Club during the preceding financial year.
  - c. To receive and consider the statement which is required to be submitted pursuant to Section 26 (6) of the Act.
  - d. The consideration and adoption of Honorariums to nominated Officials of the Club. Each official nominated is only eligible for one honorarium unless otherwise voted.
  - e. Alterations to the Objects, Rules and By-Laws.
  - f. To elect Officials of the Club.
  - g. General Business.

### **Special General Meetings**

106. The MC or the EC may, whenever it thinks fit, convene a Special General Meeting of the Club.
107. The MC shall, on the requisition in writing of at least five (5) per cent of the total number of members, convene a Special General Meeting.

108. A requisition of members for a Special General Meeting:
  - a. Shall be lodged in writing.
  - b. Shall state the purpose of the meeting.
  - c. Shall be signed by the members making the requisition.
  - d. Shall be lodged with the Secretary.
  - e. May consist of several documents in a similar form, each signed by one or more of the members. If the Committee fails to convene a Special General Meeting held within one (1) month after the date on which the requisition of members for the meeting is lodged with the Secretary, one or more members who made the requisition may convene a Special General meeting to be held not later than three (3) months after that date.
109. A Special General meeting convened by a member or members shall be convened as nearly as is practicable in the same manner as General Meetings are convened by the MC and any member who thereby incurs expense is entitled to be reimbursed by the Club for any expense so incurred.
110. SGMs may be called for the following purposes only:
  - a. To deal with any revision, alteration or amendment to the Object, Rules or By-Laws.
  - b. To deal with any written notice of motion involving amendment, alteration or rescission of any resolution at MC or a GM; and
  - c. To deal with any matter of an urgent nature this cannot be held over to the next GM.

### **Management Committee Meetings**

111. Management Committee Meetings will take place once per month from the start of training times until the completion of all football competitions at a time and place as determined by the MC or EC.
112. Additional Management Committee Meetings outside that period may be held at such times and places as the MC or EC shall from time to time determine.
113. The order of business at a MCM shall be:
  - a. Apologies.
  - b. Minutes of the previous meeting.
  - c. Business arising out of the Minutes.
  - d. Correspondence.
  - e. Financial Reports.
  - f. Reports by Officials of the Club.
  - g. General Business.

### **Rescission Motion**

114. Any motion of rescission must be in the hands of the Secretary within seven (7) days of that decision being made.
115. A two-thirds majority of those present and able to vote is required to uphold a rescind motion.

### **Quorums**

116. An ECM shall have a quorum of three (3).
117. A MCM quorum shall consist of one half of the MC plus one. Should the meeting have commenced with a quorum and then, through MC members becoming ineligible to sit on a case, a quorum is not present, then those MC members remaining at the meeting will constitute a quorum. Attendance by electronic means is accepted.
118. One third of members entitled to be present (being members entitled under these Rules to vote at a General Meeting) shall constitute a quorum for the transfer of the business of an AGM, SGM or MCM. Excluding non active membership (Life Members not currently registered with club)

## **Notice**

119. Except where the nature of the business proposed to be dealt with at a GM requires a special resolution of the Club, the Secretary, shall at least fourteen (14) days before the date fixed for the holding of the GM, cause to be sent by post or electronic mail to each members address appearing in the Register of Members, or cause to be delivered personally, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting,
120. Where the nature of the business proposed to be dealt with at a GM requires a special resolution of the Club, the Secretary shall, at least twenty one (21) days before the fixed date of the meeting, cause a notice to be sent to each member in the manner provided in specifying the intention to propose the resolution as a special resolution.
121. No business other than that specified in the Notice convening a GM shall be transacted at the meeting except, in the case of an AGM.
122. A member desiring to bring any business before a GM may give notice in writing to the Secretary, who shall include that business in the next notice calling a GM after the receipt of the notice from the member.
123. All notices of motion to amend the Objects, Rules and By-Laws shall stipulate the clause and/or sub-clause to be considered. In the event that a notice of motion refers to a new clause and/or sub-clause in the Objects, Rules and By-Laws, the notice of motion shall stipulate the proposed new number of the new clause/sub-clause. Should such an amendment be successful, all ensuing Rule, Clause and Subclause numbers will be automatically amended.
124. Such notices of motion for alteration or amendment of the Rules/By-Laws, proposed at an AGM, shall apply to the forthcoming year where it applies to the duties and/or functions of officials of the MC.
125. Notices of motion to alter or amend the duties and/or functions of officials of the MC must be determined at least twenty eight (28) days prior to elections at an AGM.
126. An amendment or alteration to the Objects, Rules and By-Laws once submitted and resolved cannot be amended or altered until the next AGM.

## **Procedure**

127. No item of business shall be transacted at a GM unless a quorum of members entitled under these Rules to vote is present during the time the meeting is considering that item.
128. If, within a half hour after the appointed time for the commencement of a GM, a quorum is not present, the meeting shall be dissolved and in any case shall 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 communication by written notices to members given before the day to which the meeting is adjourned) at the same place.

129. If, at the adjourned meeting, a quorum is not present within a half hour after the time appointed for the commencement of the meeting, the members present (being not less than 5) shall constitute a quorum.

### **Presiding Member**

130. The President, or in the President's absence, the Vice President shall preside as chairperson at each GM of the Club.
131. If the President and the Vice President are absent from a GM or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

### **Adjournment**

132. The chairperson of a GM at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place
133. Where a GM is adjourned for fourteen (14) days or more, the Secretary shall give written or oral notice of the adjourned meeting to each member of the Club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
134. Notice of an adjourned meeting or of the business to be transacted at an adjourned meeting is not required to be given.

### **Making Decisions**

135. Motions arising at a MCM shall be determined by a majority of the votes of the MC present at a meeting.
136. Each member present at a MCM is entitled to one vote but, in the event of an equality of votes on any motions, the Chairman may exercise his casting vote.
137. Questions arising at a GM of the Club shall be determined on a show of hands and, unless before on the declaration of the show of hands a poll is demanded, a declaration by the Chairman 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 minutes of the meeting, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
138. At a GM of the Club, a poll may be demanded by the Chairman or by not less than five (5) members present in person.
139. Where a poll is demanded at a GM the poll shall be taken:
- a. Immediately in the case of a poll which relates to the election of the Chairman of the meeting or to the question of an adjournment; or
  - b. In any other case, in such manner and at such time before the close of the meeting as the Chairman directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

### **Voting**

140. All Ordinary shall be entitled to one vote.
141. No Junior Members are entitled to vote.
142. In the case of an equality of votes on a question at a GM, the Chairman of the meeting is entitled to exercise a casting vote only.
143. All votes shall be given personally. Those in digital attendance are to give the vote to the chairperson verbally.

144. There shall be no voting by proxy.
145. All members shall sign the attendance book, prior to taking part in the meeting. For those attending electronically Secretary to enter digitally on their behalf
146. A member is not entitled to vote at any GM of the Club unless all money due and payable by the member has been paid.
147. A member under Suspension is not entitled to vote.

### **Special Resolution**

148. A Resolution of the Club is a Special Resolution if:
  - a. It is passed by a majority which comprises not less than three quarters of such members of the Club as, being entitled under these Rules so to do, vote in person at a GM of which not less than twenty one (21) days written notice specifying the intention to propose the resolution as a Special Resolution was given in accordance with these rules.

## **Part 6 - Miscellaneous**

### **Funds Management**

149. Subject to any resolution being passed by the club in GM, the funds of the club are to be used in pursuance of the objects of the club in such manner as the committee determines.
150. The Treasurer and one (1) of the following officials - President, or Secretary shall sign all cheques issued by the club. No two (2) members or defacto members of the same family can sign the same cheque and authorise transfers. Transfer to your own person can not be authorised by that person.
151. At the start of each season the Canteen Manager shall have a float of \$500
152. All "Club" Expenditure in excess of \$200 must first be endorsed by resolution by the EC, MC, or GM.
153. One auditor, who need not be connected with the Club, may be appointed at the first MCM after 30 June.
154. No person who held office as Treasurer during any portion of the year for which the accounts are to be audited shall be eligible for appointment as auditor or involved in the appointment of auditor
155. The funds of the Club shall be derived from Registration fees of players, annual subscriptions of members and membership fees, donations, sponsorship and, subject to any resolution passed by the EC or MCM, such other sources as the EC or MC determines.
156. All monies received by the Club shall be deposited as soon as practicable and without deduction to the credit of the Club' s bank account but no more than a week after receiving monies
157. The Club shall, as soon as practicable after receiving any money, issue an appropriate receipt.

## **Alterations of Objects and Rules**

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

## **Common Seal**

159. The Common Seal of the Club shall be kept in the Custody of the Public Officer.
160. The Common Seal shall not be fixed to any instrument except by the authority of the Committee and the affixing of the common seal shall be attested by the signatures either of at least two (2) members of the EC or one (1) member of the EC and the Public Officer or Secretary.

## **Custody of Books**

161. 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, as required by the Department of Fair Trading.

## **Inspection of Books**

162. The records, books and other documents of the Club shall be open for inspection, free of charge, by a member of the Club at any reasonable hour in accordance to privacy laws

## **Service of Notice**

163. For the purpose of these rules, a notice may be served on or given to a person:
- a. By delivering it to the person personally, or
  - b. By sending it by pre-paid post to the address of the person, or
  - c. 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.
  - d. for the purpose of these rules, a notice 's taken, unless the contrary is proved, to have been given or served:
    - i. In the case of a notice given or served personally, on the date on which it is received by the addressee, and
    - ii. 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, and
    - iii. 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.

## **Constitution and By-Laws**

164. The constitution shall be read in conjunction with the BDSFA inc. Constitution and By-Laws.

## **By-Laws**

165. No member of the club shall, without, the permission of the MC, raise any money by any means for or on behalf of their team, nor shall they allow any person to do so on behalf of their team, nor shall they or any member

of their team accept a prize, gift, donation or remuneration of any kind without the permission of the EC.

166. Club players of ten (10) years' continuous service receive a suitable trophy on a future presentation days.
167. Newly appointed Life Members receive a Lapel Badge at a suitable function. Such as coaches and managers night or a social dance.
168. Registration days shall be at the discretion of EC and in accordance with BDSFA
169. A limited amount of payment to be listed under miscellaneous in the Financial Statement to be no more than S100.00.