

HAZELBROOK
FOOTBALL CLUB INC



CONSTITUTION
DATED 21ST
SEPTEMBER 2008
AS ADOPTED

Hazelbrook Football Club Inc Constitution

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Hazelbrook Football Club Inc. Constitution

Part 1 Preliminary

1. Name of the Club

This is the Constitution of Hazelbrook Football Club Inc.

2. Interpretation

In this constitution, except in so far as the context or subject matter otherwise indicates or requires:

“Associate member” means a parent, guardian, spouse or partner of a Member, a former Member or a member of the Community who has paid the fee established for this category of Membership.

“Club” means Hazelbrook Football Club Inc.

“Committee Member” means a Member of the Management Committee of the Club.

“Executive” means the Club President, Vice President (Senior Vice President and Junior Vice President), Secretary, Treasurer and Competition Secretary.

“Financial Member” means a Member who has paid the relevant membership fee and for whom there are no outstanding fees, levies or fines.

“Junior Member” means a Member who is a natural person and who has not attained the age of eighteen (18) years./

“Life Member” means a Member who has conferred on him or her by operation of clause (11).

“Management Committee” means the governing body of the Club elected at the Annual General Meeting.

“Member” means a person who holds membership under the criteria set down in section nine (9) below.

“Season” means the period from the Club’s Registration day to the Club’s Annual General Meeting.

“Senior Member” means a Member who is a natural person and who has attained the age of eighteen (18) years of age.

“Voting Member” means all Life Members, Associate members and Senior Members who are financial.

3. Mission Statement

Hazelbrook Football Club Inc. shall strive towards the promotion of soccer, fostering the individual character and skills of its members whilst nurturing a community spirit.

4. Operation of the Club

(4.1) The Club shall be run on a non-profit basis.

(4.2) All profits and surpluses shall be used for the benefit of the Members and will not be distributed as income or dividends to individual Members.

(4.3) Management Committee, Coaches and Managers positions may be entitled to an honorarium and or to repayment of expenses, as determined from time to time by the Management Committee.

(4.4) The Club's funding sources shall include registration fees, match fees, canteen sales, sale of Club players' equipment, raffles, gala days, inter-club competitions, sponsorship, and other similar fundraising exercises.

5. District and State Associations

(5.1) The Club shall maintain affiliation with the relevant District and State Soccer Associations.

(5.2) The Club shall abide by the Constitution and By-Laws of the relevant District and State Soccer Associations.

6. Club Colours

The Club colours shall be predominantly royal blue shirt, white shorts and red socks.

7. Club Emblem

The Club emblem shall be a Hawk.

8. Competitions

(8.1) The Club may compete in soccer competitions conducted by the relevant District and State Soccer Associations.

(8.2) The Club may field teams, as availability of players permit, in all age divisions in both male and female competitions.

(8.3) The fielding of any team shall be at the discretion of the Management Committee.

(8.4) The Club may enter in special competitions and tournaments as determined by the Management Committee

Part 2 Membership

9. Membership

(9.1) Any natural person, becomes a Club Member who:

(9.1.1) registers as a player and pays such Club fees as may be determined from time to time by the Management Committee or,

(9.1.2) is the parent or guardian of a Junior Member or a spouse or partner of a Senior Member or,

(9.1.3) is appointed by the Club as an honorary team coach or team manager by the Management Committee.

(9.1.4) is a former member or a member of the community who becomes and remains a Financial Member of the Club.

(9.2) Membership of the Club shall be deemed to commence upon registration and or payment of the appropriate membership fee, with membership ceasing on the registration day of the following Season unless renewed by further registration and/or fee payment.

(9.3) Registration and Membership shall cease to be open to any person four months after the first registration day of the season.

(9.4) Notwithstanding Clauses (9.1.1), (9.1.2) and (9.1.3) no person shall be eligible to become a Member or Associate Member who does not endorse the aims of the Club or agree to abide by the Constitution and By-Laws of the Club.

10. Membership Voting Rights

Voting members of the Club shall be Life Members, Senior Members, Associate Members and Members who are financial.

11. Life Membership

The Club may bestow a Life Membership to an individual who has made an outstanding contribution to the Club.

12. Member Liabilities

The liability of a member of the Club to contribute towards the payments 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, of outstanding unpaid fees and fines of the Member.

13. Termination of Membership

(13.1) A Member of the Club may resign from the Club by giving one months written notice, to the Secretary or such period as the Management Committee may determine, of the Member's intention to resign and on the expiration of the period of notice the Member will cease to be a Member.

(13.2) members may deny or withdraw Membership from a person by resolution at an Extraordinary General Meeting on the grounds of a breach of the Club Constitution or By Laws, or the relevant District or State Association Constitution or By Laws.

(13.3) Membership is not transferable from one person to another, and ceases upon the death of a Member.

14. Register of members

The Public Officer of the Club must 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.

Part 3 Meetings

15. Annual General Meeting

(15.1) The Club's Annual General Meeting shall be held after the final match of the District Associations season and no later than October 31st each year on such date and at such place and time as the Management Committee thinks proper.

(15.2) the purpose of the Annual General Meeting shall be to receive and consider the Minutes of the previous Annual General Meeting; to receive and consider a written report from the out-going Management Committee on its conduct of Club affairs; to receive and consider audited Club accounts; to appoint an auditor for Club Accounts for the following year; and to resolve such matters as are proposed by Members in accordance with procedures set down for the Annual General Meeting in this Constitution and By Laws; and to elect Members to Management Committee positions for the following year.

(15.3) Notice of the Annual General Meeting specifying date, time and place shall be communicated to all Members at least three (3) weeks prior to the Meeting.

(15.4) Notice of the Annual General Meeting shall include a call for nominations for Management Committee positions and notice of any proposed general resolutions and resolutions to alter the Constitution.

(15.5) Written nominations for positions on the Management Committee must be lodged with the Secretary prior to the commencement of the Annual General Meeting.

(15.6) Nominations shall be accepted from the floor during the Annual General Meeting.

(15.7) Voting for each position and resolution shall be show of hands unless the Chairperson of the Annual General Meeting deems it appropriate to hold a secret ballot.

(15.8) Any vacant position remaining on the Committee after the Annual General Meeting shall be deemed to be a casual vacancy.

(15.9) The quorum for the Annual General Meeting shall be ten (10) Members eligible to vote.

16. General Meeting

(16.1) A General Meeting of Members may be called by the Management Committee or by a petition to the Committee signed by at least twenty (20) Members.

(16.2) Notice of the General Meeting specifying date, time and place shall be communicated to all Members at least fourteen (14) days prior to the meeting.

(16.3) A General Meeting call for in petition from Members must be held within 30 days of receipt of the petition by the Management committee.

(16.4) Notice of a General Meeting shall specify the matters for consideration by the Meeting.

(16.5) Only those matters specified in the Notice of Meeting shall be considered at the Meeting.

(16.6) The quorum for a General Meeting shall be ten (10) Members eligible to vote.

17. Management Committee Meeting

(17.1) Management Committee Meetings shall be held at least once a month during the soccer season or at the request of any Executive Committee Member.

(17.2) The Management Committee meeting shall be for the dispatch of business relating to the Club.

(17.3) At the meeting of the Management Committee the President, or in the President's absence the Vice President, shall preside. If the President and Vice President are absent or unwilling to preside such one of the remaining members of the Management committee, as may be chosen by the Members present at the meeting shall preside.

(17.4) No business shall 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 stands adjourned to the same place and at the same hour of the same day in the following week.

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

(17.6) Any five (5) Members of the Management Committee, two of whom must be members of the Executive, constitute a quorum for the Meeting of the Management Committee.

18. Extraordinary Meeting

(18.1) The Management Committee may call an Extraordinary Meeting as required.

(18.2) On written request from twenty (20) Members eligible to vote, of whom ten (10) must be in attendance at the meeting an Extraordinary Meeting may be held. At least seven (7) days notice must be given and the meeting held within thirty (30) days.

(18.3) Notice of a Extraordinary Meeting for the purpose of electing a Club Member to a vacant Executive position shall be advertised fourteen (14) days prior to the meeting specifying date, time and location of the meeting, the position or positions to be filled and inviting nominations for the said position/s.

(18.4) No business shall be considered at an Extraordinary meeting other than that specified in the notice of the meeting.

(18.5) A quorum shall be ten (10) Members eligible to vote providing the requirements of (18.2) are met.

19. Adjournment of Meetings

(19.1) The Chairperson of a Management Committee Meeting at which a quorum is present may, with consent of the majority of the 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 that the business left unfinished at the meeting at which the adjournment took place.(129.2) Where a General Meeting is adjourned for fourteen (14) days or more, the Secretary shall give written or oral notice of the adjourned meeting to each Management Committee member of the Club stating the place, date and time of the meeting and nature of the business to be transacted at the meeting.

(19.3) Except as provided in Clause (19.1) and (19.2) notice of an adjournment of a General Meeting or of the business to be transacted at an adjourned meeting is not required to be given.

Part 4 The Committee

20. The Management Committee

(20.1) The Management Committee shall be elected at the Annual General Meeting.

(20.2) The Management Committee shall control and manage the affairs of the Club, establish such policies, set such fees, appoint and employ such people and 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 consistent with the Constitution and By Laws of the Club.

(20.3) The Management Committee shall consist of the positions of President, Vice President, Secretary, treasurer and Competition Secretary and such other positions as may be determined by the Clubs By Laws at the Annual General Meeting.

(20.4) All Voting Members shall be eligible to be elected to a Management Committee position.

(20.5) A Member is not eligible for election to a Management Committee position where that Member holds a remunerated position with the Club or is directly or indirectly interested in any contract or proposed contract with the Club.

(20.6) A Member shall not be elected to more than 1 position unless there is an unfilled position, in which case a Member may be elected to two, but to no more than two Executive positions.

(20.7) The Executive Committee is responsible for the implementation of Management Committee policy and resolutions, and for the resolution of such business, consistent with the Club Constitution and By Laws, as may be required between Management Committee Meetings.

(20.8) Irrespective of the number of positions held each Member shall have one (1) vote.

(20.9) Passing of decisions at meetings require a simple majority.

21. Termination of Committee Membership

A resolution to remove a Member from a Management Committee position shall be carried unless three quarters (75%) majority is supported by the Management Committee Members.

22. Delegation by Management Committee to Sub-Committee

- (22.1) The Management Committee may form Sub-Committees and make appointments and delegations of such functions and powers to such Sub-Committees as the Management Committee thinks proper.
- (22.2) Sub-Committees established by the Management Committee may consist of such Member or Members as the Management Committee thinks appropriate.
- (22.3) A delegation under Clause (22.1) shall be way of formal Committee resolution and may be subject to such conditions and limitations as to its exercise as may be specified by the Management Committee.
- (22.4) Notwithstanding any delegation under Clause (22.1) the Committee may continue to exercise any power or function delegated.
- (22.5) Any act 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 if it had been done or suffered by the Management Committee.
- (22.6) The Management Committee may, by formal resolution and by formal communication to the Sub Committee, revoke wholly or in part any delegation under (Clause 22).
- (22.7) Consistent with the Club's Constitution and By Laws, and subject to conditions and limitations pursuant to Clause (22.3) a Sub Committee may functions as its Members deem appropriate.
- (22.8) Sub Committees and delegations established by a Management Committee shall expire with the appointment of a new Management Committee at any subsequent Annual General Meeting.

23. Casual Vacancies

- (23.1) A vacancy in a Management Committee position occurs if a member of the Committee ceases to be a Member of the Club, resigns his or her position by notice in writing given to the Secretary, or is removed from the position by a formal vote of the Management Committee.
- (23.2) A member of the Management Committee may be removed from a Committee position if he or she becomes of unsound mind, is absent without the consent of the Committee from three (3) consecutive Committee meetings or breaches the Club's Constitution or By Laws.
- (23.3) A member of the Committee shall resign a position, or where such a resignation is not offered, shall be removed from a position, where that Member assumes a remunerated position with the Club or is

directly or indirectly interested in any contract or proposed contract with the Club.

(23.4) Vacancies on the Management Committee or Executive position's may be filled by and at the discretion of the Management Committee.

(23.5) Vacancies of positions lasting for a period longer than two months shall be filled by nomination and election at a General Meeting, such General Meeting to be held by the Management Committee no later than four (4) weeks after the position becomes vacant.

PART 5 Miscellaneous

24. Disciplinary Matters and Disputes

- (24.1) If any member breaches the provisions of Club's Constitution, By Laws or Code of Conduct, is guilty of a breach of playing rules or rules of the game of soccer, or is guilty of any conduct which, in the opinion of the Committee is prejudicial to the aims and interest of the Club, the Management Committee shall have power to reprimand, fine suspend, or expel such a member from the Club.
- (24.2) A member who is the subject of disciplinary action shall be advised in writing of the concerns being addressed and the action proposed and be given an opportunity to make a submission to the Management Committee, in writing, in person and or by representation, regarding the concerns and proposed action.
- (24.3) Such notice shall be provided to the Member the subject of the disciplinary action within seven (7) days of the Management Committees decision and that Member shall be given at least fourteen (14) days notice of the General Meeting at which their submission can be made.
- (24.4) Any persons dealt with under this rule have the right to appeal to the relevant District or State Associations.

25. Changes to the Constitution

Amendments may only be made at the Annual General Meeting with a two third majority vote required of Voting Members attending the meeting.

26. Audit of Records

- (26.1) The Clubs financial records shall be examined each year by a qualified person who is not a member of the Management Committee.
- (26.2) The financial records of the Club shall be held by the Treasurer or, in that person's absence, by the Secretary.

27. Common Seal

- (27.1) The common seal of the Club must be kept in the custody of the Public Officer.
- (27.2) The common seal must be affixed to any instrument except by the authority of the management Committee and the affixing of the common seal must be attested by the signatures of two (2) members of the Management Committee and of the Secretary.

28. Custody of Books

Notwithstanding Clause (26.1), all records, books and other documents of the Club shall be made accessible for inspection by any Member within one (1) week of receipt to the President of a written consent.

29. Patrons

(29.1) The Members may appoint such Patrons for the Club to promote the Club's aims and its standing in the community.

(29.2) Appointment as a Club Patron shall be way of a resolution of two thirds of Voting Members at an Annual General Meeting.

(29.3) Nominations for Club Patron may be submitted to an Annual General Meeting by the Committee or by any Member, such nominations to include a recommended period of appointment.

(29.4) Patrons shall hold office for as long as the Members may determine.

(29.5) Patrons shall be entitled to attend all meetings and activities of the Club but shall not be entitled to vote.

30. Insurance

(30.1) The Committee shall ensure that the Club is covered by a Public Liability Insurance Policy, which meets the requirements of the appropriate authorities.

(30.2) In addition to the Insurance required under Clause (30.1) the Club may effect and maintain such other insurance as it deems appropriate.

31. Winding up of the Club

(31.1) Upon resolution to wind – up the Club, a trustee will be appointed by the Management Committee.

(31.2) The trustee appointed under Clause (31.1) shall hold all assets with a view of reforming the Club within two (2) years.

(31.3) If a trustee cannot be appointed in terms of Clauses (31.1) and (31.2) all Club funds and assets shall be distributed by the Management Committee to a charity or organisations of the Management Committees choice.

(31.4) Where a trustee cannot be appointed and the Management Committee is not able to function, the Club's affairs, assets and funds shall be placed under the control of the relevant District Association.

32. Effect

The provision as set out in this Constitution shall come into effect immediately upon their adoption by the members by the Club at a General Meeting convened for this purpose.

33. By - Laws

(33.1) Members shall establish rules and regulations which shall govern all matters relating to the conduct of its business and its competitions, and any other matter considered incidental thereto, with such rules and regulations to be known as By Laws.

(33.2) The Club's By Laws may be amended in accordance with provisions set out in the By Laws.

(33.3) The Management Committee may over-ride any By Laws, provided that such a decision will not result in changes made at the Annual General Meeting and such decision to have effect only for that season.

(33.4) No By Law may be over ridden in consecutive years without being submitted to the members at an Annual General Meeting.