



CONSTITUTION

Of the

TOLLAND FOOTBALL CLUB

INCORPORATED

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PART 1 - PRELIMINARY

1. DEFINITIONS

(1) In this constitution:

Club means Tolland Football Club Incorporated.

Committee means the governing body of the Tolland Football Club Incorporated.

Director-General means the Director-General of the Department of Services, Technology and Administration.

Ordinary Member means any person over the age of eighteen (18) years of age who has been admitted to the club in accordance with these rules.

A member of the committee who is not an office-bearer of the Tolland Football Club.

Secretary means:

(a) The person holding office under this constitution as secretary of the club, or

(b) If no such person holds that office - the public officer of the club.

Special General Meeting means a general meeting of the Tolland Football Club Incorporated other than a Monthly General Meeting or an Annual General Meeting.

General Meeting means a monthly meeting of the Tolland Football Club Incorporated other than a Special General Meeting or an Annual General Meeting.

The Act means the *Clubs Incorporation Act 2009*.

The Regulation means the *Clubs Incorporation Regulation 2010*.

(2) 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, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

PART 2 - MEMBERSHIP

2. MEMBERSHIP GENERALLY

- (1) A person is eligible to be a member of the Club if:
 - (a) The person is a natural person, eighteen years and over and
 - (b) The person has been nominated and approved for membership of the club in accordance with clause 3.
- (2) A person is taken to be a member of the club if:
 - (a) The person is a natural person, and
 - (b) The person was:
 - (i) In the case of an unincorporated body that is registered as the club - a member of that unincorporated body immediately before the registration of the club, or
 - (ii) In the case of a club that is amalgamated to form the relevant club - a member of that other club immediately before the amalgamation, or
 - (iii) In the case of a registrable corporation that is registered as a club - a member of the registrable corporation immediately before that entity was registered as a club.
- (3) A person is taken to be a member of the club if the person was one of the individuals on whose behalf an application for registration of the club under section 6 (1) (a) of the Act was made.

3. Nomination for membership

- (1) A nomination of a person for membership of the club:
 - (a) Must be made by a member of the club in writing in the form set out in Appendix 1 to this constitution, and
 - (b) Must be lodged with the secretary of the club.
- (2) as soon as practicable after receiving a nomination for membership, the secretary must refer the nomination to the committee which is to determine whether to approve or to reject the nomination.
- (3) as soon as practicable after the committee makes that determination, the secretary must:
 - (a) Notify the nominee, in writing, that the committee approved or rejected the nomination (whichever is applicable), and
 - (b) If the committee approved the nomination, request the nominee to pay (within the period of 28 days after receipt by the nominee of the notification) the sum payable under this

constitution by a member as entrance fee and annual subscription.

- (4) The secretary must, on payment by the nominee of the amounts referred to in subclause (3) (b) within the period referred to in that provision, enter or cause to be entered the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the club.

4. Cessation of membership

A person ceases to be a member of the club if the person:

- (a) Dies, or
- (b) Resigns membership, or
- (c) Is expelled from the club, or
- (d) Fails to pay the annual membership fee under clause 8 (2) within 3 months after the fee is due.

5. Membership entitlements not transferable

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

- (a) is not capable of being transferred or transmitted to another person, and
- (b) Terminates on cessation of the person's membership.

6. Resignation of membership

- (1) A member of the club may resign from membership of the club 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.
- (2) If a member of the club ceases to be a member under subclause (1), 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.

7. Register of members

- (1) The public officer of the club must establish and maintain a register of members of the club specifying the name and postal or residential address of each person who is a member of the club together with the date on which the person became a member.
- (2) The register of members must be kept in New South Wales:
 - (a) At the main premises of the club, or
 - (b) If the club has no premises, at the club's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the club at any reasonable hour.
- (4) A member of the club may obtain a copy of any part of the register on payment of a fee of not more than \$2 for each page copied.
- (5) 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) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the club or other material relating to the club, or
 - (b) Any other purpose necessary to comply with a requirement of the Act or the Regulation.

8. Fees and subscriptions

- (1) A member of the club must, on admission to membership, pay to the club a fee of \$1 or, if some other amount is determined by the committee, that other amount.
- (2) In addition to any amount payable by the member under subclause (1), a member of the club must pay to the club an annual membership fee of \$2 or, if some other amount is determined by the committee, that other amount:
 - (a) Except as provided by paragraph (b), before 1 Nov in each calendar year, or
 - (b) if the member becomes a member on or after 1 Nov in any calendar year - on becoming a member and before 1 Nov in each succeeding calendar year.

9. Members' 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 as required by clause 8.

10. Resolution of disputes

- (1) A dispute between a member and another member (in their capacity as members) of the club, or a dispute between a member or members and the club, are to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- (2) If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- (3) The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

11. Disciplining of members

- (1) A complaint may be made to the committee by any person that a member of the club:
 - (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 club.
- (2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) 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.
- (4) The committee may, by resolution, expel the member from the club or suspend the member from membership of the club 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.
- (5) 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.
- (6) 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 club confirms the resolution under clause 12, whichever is the later.

12. *Right of appeal of disciplined member*

- (1) A member may appeal to the club 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.
- (2) 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.
- (3) On receipt of a notice from a member under subclause (1), the secretary must notify the committee which is to convene a general meeting of the club to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of the club convened under subclause (3):
 - (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.
- (5) The appeal is to be determined by a simple majority of votes cast by members of the club.

PART 3 - THE COMMITTEE

13. Powers of the committee

Subject to the Act, the Regulation and this constitution and to any resolution passed by the club in general meeting, the committee:

- (a) Is to control and manage the affairs of the club, and
- (b) may exercise all such functions as may be exercised by the club, other than those functions that are required by this constitution to be exercised by a general meeting of members of the club, and
- (c) 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.

14. Composition and membership of committee

- (1) The committee shall consist of:

(b) each of whom is to be elected at the annual general meeting of the club under clause 15.

(2) The executive committee:

- (a) The president,
- (b) The senior men's vice-president and senior women's vice president
- (c) The junior vice - president,
- (d) The treasurer,
- (e) The secretary.
- (f) The registrar.

(3) The ordinary committee:

- a) Coaching Coordinator
- b) Property Officer
- c) Publicity Officer
- d) Fundraising Officer
- e) Volunteers Coordinator

(4) A committee member may hold up to 2 offices (other than both the president and vice-president offices).

(5) Each member of the committee is, subject to this constitution, 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.

(6) The committee is responsible for:

- ensuring all documents in their possession, belonging to the club, are delivered to the public officer within 14 days after vacating office
- ensuring the required particulars are provided for inclusion in the register of committee members
- disclosing an interest in a matter that conflicts with the performance of their duties
- ensuring information obtained as a committee member is not used dishonestly
- ensuring their position as a committee member is not used dishonestly
- appointing a public officer and ensuring that any vacancy is filled within 28 days
- appointing additional authorised signatories and removing such appointments
- ensuring that annual general meetings are held within 6 months after the close of the club's financial year
- ensuring proper financial records are kept and financial statements prepared in accordance with requirements for either a Tier 1 or Tier 2 association
- lodging an Annual summary of financial affairs with the prescribed fee within one month of the club's annual general meeting
- ensuring that the club's full name appears on all official documents and publications
- ensuring that the association does not incur debts that are not expected to be repaid
- ensuring that the association does not do any act with intent to defraud

- ensuring that any document addressed to the association is brought to the attention of the committee as soon as practicable
- complying with any additional duty set out in the constitution.

In addition, members of the committee should:

- be aware of the duties of the public officer and ensure they are properly carried out
- use reasonable care and skill in the performance of their duties
- act in good faith and in the best interest of the club
- ensure that new committee members are aware of their statutory obligations and responsibilities to the club.

15. Election of committee members

- (1) Nominations of candidates for election as executive committee members of the club or as ordinary committee members:
 - (a) Must be made in writing, signed by 2 members of the club and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - (b) Must be delivered to the secretary of the club at least 14 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and no further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies, until the vacancies are filled at a general meeting.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- (7) A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the club must be a member of the club.

16. Secretary

- (1) The secretary of the club must, as soon as practicable after being appointed as secretary, lodge notice with the club of his or her address.
- (2) It is the duty of the secretary to keep minutes of:
 - (a) The names of members of the committee and visitors present at all club meetings.
 - (c) All proceedings of meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

17. Treasurer

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

- (a) That all money due to the club is collected and received and that all payments authorised by the club are made, and
- (b) 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.

18. Casual vacancies

- (1) 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 this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- (2) A casual vacancy in the office of a member of the committee occurs if the member:
 - (a) Dies, or
 - (b) Ceases to be a member of the club, or
 - (c) Becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - (d) Resigns office by notice in writing given to the secretary, or
 - (e) Is removed from office under clause 19, or
 - (f) Becomes a mentally incapacitated person, or
 - (g) Is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
 - (h) Is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

19. Removal of committee members

- (1) The club in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in subclause (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 the 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 meeting at which the resolution is considered.

20. Committee meetings and quorum

- (1) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (2) 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 (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (3) Notice of a meeting given under subclause (3) 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.
- (4) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (5) 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. 11

- (6) 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.
- (7) At a meeting of the committee:
 - (a) The president or, in the president's absence, the president's nominee or senior vice presidents are to alternate chairing meetings in the president's absence
 - (b) 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.

21. Delegation by committee to sub-committee

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the club as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, 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.
- (2) A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-committee may meet and adjourn as it thinks proper.

22. Voting and decisions

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to clause 20 (5), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.
- (5) Any financial transaction exceeding \$500 from the Tolland Football Club must have approval from the majority of the club's executive committee.

- (6) New members of the Tolland Football Club cannot vote at the club meeting that they have been approved club membership. Life and rejoining members from the previous financial year are exempt from this clause at the AGM

PART 4 - GENERAL MEETINGS

23. Annual general meetings - holding of

- (1) The club must hold its first annual general meeting within 18 months after its registration under the Act.
- (2) The club must hold its annual general meetings:
- (a) Within 6 months after the close of the club's financial year, or
 - (b) Within such later time as may be allowed by the Director-General or prescribed by the

Regulation.

24. Annual general meetings - calling of and business at

- (1) The annual general meeting of the club is, subject to the Act and to clause 23, to be convened on such date and at such place and time as the committee thinks fit.
- (2) 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:
 - (a) To confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) To receive from the committee reports on the activities of the club during the last preceding financial year,
 - (c) To elect returning officer.
 - (d) To elect executive committee of the club and ordinary committee members,
 - (e) To receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as such in the notice convening it.
 - Twenty eight (28) days notice of the Annual General Meeting shall be given to all members of the club and such notice shall call for nominations for executive and ordinary committee members, life member nominations and for any resolutions to be put.
 - Within seven (7) days of the Annual General Meeting, the secretary of the club will provide all members:
 - minutes of previous Annual General Meeting
 - a written agenda, detailing the order of business,
 - nominations for executive and ordinary members of the club
 - any life member nominations approved by the committee
 - And such resolutions to be transacted.
- (4) Only business included on the agenda may be dealt with at an Annual General Meeting.
- (5) Five (5) members present in person (being members entitled under this constitution to vote at An Annual General Meeting) constitute a quorum for the transaction of business of an Annual General Meeting.
- (6) If within half an hour after the appointed time for the commencement of a annual general meeting a quorum is not present, the meeting:
 - (a) If convened on the requisition of members, is to be dissolved, and
 - (b) 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.
- (7) 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) are to constitute a quorum.

25. Special general meetings - calling of

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the club.
- (2) 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.

- (3) A requisition of members for a special general meeting:
 - (a) Must state the purpose or purposes of the meeting, and
 - (b) Must be signed by the members making the requisition, and
 - (c) Must be lodged with the secretary, and
 - (d) May consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) 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.
- (5) A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

26. Notice

- (1) 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.
- (2) 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, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution.
- (3) 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 clause 24 (2).
- (4) 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.

27. Quorum for general meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Five members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (a) If convened on the requisition of members, is to be dissolved, and
 - (b) 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.
- (4) 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) are to constitute a quorum.

28. Presiding member

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the club.
- (2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

29. Adjournment

- (1) The chairperson of a general meeting 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must 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.
- (3) Except as provided in subclauses (1) and (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.

30. Making of decisions

- (1) A question arising at a general meeting of the club is to be determined by either:
 - (a) A show of hands, or
 - (b) If on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- (2) If the question is to be determined by a show of hands, 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.
- (3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

31. Special resolutions

A special resolution may only be passed by the club in accordance with section 39 of the Act.

32. Voting

- (1) On any question arising at a general meeting of the club a member has one vote only.
- (2) 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.
- (3) A member is not entitled to vote at any general meeting of the club unless all money due and payable by the member to the club has been paid.
- (4) A member is not entitled to vote at any general meeting of the club if the member is under 18 years of age.

33. Proxy votes not permitted

Proxy voting must not be undertaken at or in respect of a general meeting.

34. *Postal ballots*

- (1) The club may hold a postal ballot to determine any issue or proposal (other than an appeal under clause 12).
- (2) A postal ballot is to be conducted in accordance with Schedule 3 to the Regulation.

PART 5 - MISCELLANEOUS

35. Insurance

The club may effect and maintain insurance.

36. Funds - source

- (1) 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.
- (2) All money received by the club must be deposited as soon as practicable and without deduction to the credit of the club's bank or other authorised deposit-taking institution account.
- (3) The club must, as soon as practicable after receiving any money, issue an appropriate receipt.

37. Funds - management

- (1) Subject to any resolution passed by the club in general meeting, the funds of the club are to be used in pursuance of the objects of the club in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee or employees of the club, being members or employees authorised to do so by the committee.

38. Change of name, objects and constitution

An application to the Director-General for registration of a change in the club's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

39. Custody of books etc and Records to be kept

The secretary must keep in his or her custody or under his or her control all minutes and list of attendance for all club meetings.

The treasurer must keep in his or her custody or under his or her control all financial records of the club.

The public officer must keep in his or her custody or under his or her control all records of members, signatories, and documents lodged with Department of Fair Trading and other documents relating to the club.

The club must keep a register of committee members. The register must be kept at the main premises of the club or the club's official address, which must be in NSW.

The register must be made available for inspection, free of charge, by anyone and must contain the following particulars:

- the committee member's name, date of birth and residential address
- the date of appointment to the committee, their position and the date the appointment ceased
- the name of any members of the committee to hold the positions (if any) of president, vice-president, secretary or treasurer.
- The register must be updated within 1 month of any change in the committee's membership occurring.
- It is important the club keeps accurate records of its authorised signatories, in particular the appointment and release of any such appointments. It is suggested that these records be kept with the register of committee members. The particulars should include:
- name of the authorised signatory

- position (eg. public officer, committee member)
- date of appointment and the date appointment ceased
- reason appointment ceased (e.g. release, resignation, removal from position of public officer by general meeting)
- reference in minutes for tracking of the relevant appointment or revocation.

The committee must also maintain a register disclosing a direct or indirect interest of any committee member that could stop a committee member from performing their duties. The register must be kept with the register of committee members and available for inspection by any member of the association upon payment of a fee as determined by the committee. The maximum fee that may be charged is set out in the Associations Incorporation Regulation 2010. The association must keep minutes of the proceedings of all its committee meetings and general meetings.

If the minutes are, in whole or part, in a language other than English a copy of the minutes in English must be kept with those minutes.

40. Inspection of books etc

- (1) The following documents must be open to inspection, free of charge, by a member of the club at any reasonable hour:
 - (a) Records, books and other financial documents of the club,
 - (b) This constitution,
 - (c) Minutes of all committee meetings and general meetings of the club.
- (2) A member of the club may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$2 for each page copied.

41. Service of notices

- (1) For the purpose of this constitution, 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.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - (a) In the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) 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
 - (c) 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.

42. Financial year

The financial year of the club is:

- (a) The period of time commencing on the date of incorporation of the club and ending on the following 31 Oct, and
- (b) Each period of 12 months after the expiration of the previous financial year of the club, commencing on 1 Nov and ending on the following 31 Oct.

43. Public Officer

A committee member, an ordinary member or a person outside the club may hold the position of public officer.

They must be over 18 years of age and reside in New South Wales.

The person nominated as the public officer on the application for incorporation of a club will become the club's first public officer. The committee will appoint the public officer when a vacancy occurs.

A public officer will vacate the position if he or she:

- dies
- resigns in writing to the committee
- is removed from office by the passing of a resolution at a general meeting
- becomes bankrupt
- becomes a mentally incapacitated person
- ceases to be a resident of New South Wales, or
- Meets any circumstances as provided for in the constitution.

Once the position becomes vacant, the committee must fill the position within 28 days.

The new public officer must notify NSW Fair Trading within 28 days of the new appointment.

Notification must be in the approved form

The public officer is responsible for:

- notifying NSW Fair Trading of any change in the club's official address within 28 days
- collecting all club documents from former committee members and delivering the documents to the new committee member
- returning all club documents to a committee member within 14 days, upon vacating office
- acting as the official contact for the club, including taking delivery of documents served on the club and bringing them to the attention of the committee as soon as possible,
- Custody of any documents as required by the constitution.

44. Objectives

The objectives of the Tolland Football Club Incorporated shall be to develop, promote and Co-ordinate the game of football generally and within in the club particularly.

45. Provisions Required by Football New South Wales

1. Tolland Football Club Incorporated shall at all times be bound by the Constitution, Rules and Regulations of Football New South Wales Limited.
2. Where there is any inconsistency between any provision of the Constitution and or Rules and Regulations of Tolland Football Club Incorporated and those of Football New South Wales, then to the extent of such inconsistency the Constitution, Rules and Regulations of Football New South Wales shall prevail.
3. Tolland Football Club Incorporated shall be bound by the lawful decisions of the board of Football New South Wales and shall do all things reasonably necessary to implement and enforce such decisions.

46. Affiliation

1. Tolland Football Club Incorporated will be affiliated with Football Wagga Wagga hence with Football New South Wales and with such other organisations as appropriate when it is deemed to be in the best interests of football generally and the club in particular.
2. Affiliation with Tolland Football Club Incorporated may be granted to any organisation when such affiliation is deemed to be in the best interests of football generally and the club in particular.
3. Tolland Football Club Incorporated may co-operate without affiliation with any organisation for the promotion of football generally and the club in particular.

4. Any affiliation that Tolland Football Club Incorporated maintains can be suspended or terminated when such action is deemed to be in the best interests of football generally and the club in particular.
5. Affiliation with Tolland Football Club Incorporated by any body will be conditional upon accepting the powers contained in this constitution of the club

47. Provisions for the Recognition of Players.

Senior Players (not junior players) shall be recognised when they have played every 100th competition game with the club. With the committee to determine such recognition as deemed appropriate. Any junior player participating in any senior matches has these games recorded towards their senior milestone games.

48. Life Membership

To be eligible for Life Membership, the person must comply with the requirements of Section 2.2 of this constitution.

Life Membership of the club may be conferred on any member who:

- a) Has been a member of the club for a minimum period of five (5) years.
- b) And in the opinion of the club members has rendered exceptional service to the club in this time.
- c) Nominations for life membership will only be accepted up to twenty one (21) days before the Annual General Meeting.
- d) Nominations shall be forwarded to the club for acceptance, and if accepted, it shall be referred as a notice to the next Annual General Meeting for approval of Life Membership.
- e) Nominations must be submitted using correct nomination form (APPENDIX 2) in this constitution, being nominated and seconded by club members, attached to nomination must be a written recommendation of the nominees service to the club.

Not more than two (2) life members shall be elected at any Annual General Meeting. In the event of more than two (2) nominations being received, the committee will select no more than two (2) to be proposed for election by the members at the Annual General Meeting.

- The proposed nomination/s for life membership will be put to a separate vote at the Annual General Meeting and must attain a majority vote to be elected.
- Voting may be by show of hands or ballot, to be determined by the members present.
- Life Members shall have all rights and privileges of an ordinary member, but shall be relieved of the obligation to pay annual subscriptions.
- All persons, who at the date of the resolution adopting this constitution were Life Members of the club, shall be thereafter Life Members of the club.
- Life Membership may not be recognised to any member who has been removed from club under section 19 of this constitution.

49. Grievance Procedures

- a) The grievance procedure set out in this rule applies to disputes under these rules between a member and: (1) another member (2) or the association
- b) The parties to the dispute must meet and discuss the matter in dispute, and, if possible resolve the dispute within fourteen (14) days after the dispute comes to the attention of all parties.
- c) If the parties are unable to resolve the dispute at the meeting or if a party fails to attend that meeting, then the parties must, within ten (10) days refer the dispute for resolution to an independent tribunal established by the committee in accordance with the procedures determined by the committee from time to time. The decision made by the independent tribunal is final and not appealable.
- d) The committee may describe additional grievance procedures in consistent with this clause 49.

APPENDIX 1

Application for Membership



APPLICATION FOR MEMBERSHIP OF TOLLAND FOOTBALL CLUB (Incorporated)

I. _____
(Full name of applicant)

Of. _____
(Address)

Postal Address. _____

Date of Birth. _____

Hereby apply to become a member of the Tolland Football Club.

As a Committee Member _____

As an Ordinary Member (Committee Approve New Application) _____

I am a Life Member _____

In the event of my admission as a member, I agree to be bound by the rules of the club for the time being in force.

.....
Signature of applicant

.....
Date

Contact Details

Mobile. _____

Phone (H). _____

Email. _____

<u>New Member \$1.00 plus Annual Membership \$2.00</u>
--

<u>Annual Membership \$2.00</u>

LIFE MEMBERS RELIEVED OF OBLIGATION TO PAY ANNUAL SUBSCRIPTIONS.

Nomination Form

For

LIFE MEMBER

Of

TOLLAND FOOTBALL CLUB INC.

I, (.....)
(Full name)

(Signature)

Being a member of Tolland Football Club Inc. hereby nominate:

.....
(Print name of nominated person)

For Life Membership of the Tolland Football Club Inc.

I, (.....)
(Full name)

(Signature)

Being a member of Tolland Football Club Inc, second the nomination of:

.....
(Print name of nominated person)

For Life Membership of the Tolland Football Club Inc.

Written summary on a separate page of member's service must accompany this nomination to be accepted for approval.