



# **North Lakes Soccer Club Inc. Rules Of Association**

**Effective 21/10/08**  
Version 1.4 (Revised Application Copy)

NORTH LAKES SOCCER CLUB INC

ABN 31 247 092 900  
P.O. Box 67, North Lakes QLD 4509

[www.northlakesmustangs.com.au](http://www.northlakesmustangs.com.au)

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## **1. Name**

- 1.1 The name of the incorporated association shall be North Lakes Soccer Club Inc. (in these Rules called "the Club").

## 2. Definitions & Interpretation

### 2.1 Definitions

In these Rules, except insofar as the context of subject matter otherwise indicates or requires:

<b>Associate Member</b>	means a parent or legal guardian of a registered Junior Playing Member pursuant to Rule 5.4;
<b>Auditor</b>	means the person appointed by these Rules to act as auditor of the Club;
<b>Club Officials</b>	means any Office Bearer or member of the coaching staff, however designated, of the Club pursuant to Rule 5.5;
<b>Committee</b>	means the committee constituted pursuant to Rule 12.1
<b>Junior Playing Member</b>	means a person less than 18 years of age who has been registered as a player of the Club pursuant to Rule 5.3;
<b>Member</b>	means any registered member of the Club incorporating Senior Playing Members, Junior Playing Members, Associate Members & Club Officials
<b>Office Bearers</b>	means the Office Bearers of the Club elected pursuant to rule 11.1;
<b>Register</b>	means the Register of all Members to be kept pursuant to Rule 10.1;
<b>Registrar</b>	means the Registrar of the Club elected or appointed in accordance with these Rules;
<b>Secretary</b>	means the Secretary of the Club elected or appointed in accordance with these Rules;
<b>Senior Playing Member</b>	means a person over 18 years of age who has been registered as a player of the Club pursuant to Rule 5.2;
<b>Soccer Season</b>	means the period in each year commencing on the date of the first fixture match organised by the Club and terminating on the date of the grand finals of fixtures organised by the Club;
<b>Sub-committee</b>	means a sub-committee appointed by the Committee pursuant to Rule 13.1;
<b>Team</b>	means a team registered by the Registrar to play in fixtures organised by the Club.

2.2 **Interpretation**

In these Rules except to the extent that the context otherwise requires:

- (a) any word importing the singular number includes the plural and vice versa;
- (b) any word importing one gender includes the other genders;
- (c) any reference to a statute is to be construed as including all statutory provisions consolidating, amending or replacing the statute

### **3. Objects**

The objects for which the Club is established are:

- 3.1 to foster, develop, encourage and control the sport of soccer for the benefit of Members;
- 3.2 to provide means whereby organised amateur soccer games, fixtures and/or competitions, and training are available to Members;
- 3.3 to foster and encourage sportsmanship and a sense of friendly competition between all concerned;
- 3.4 to abide by the laws of the game of soccer as laid down by the International Board as set out in the latest issue of the Referee's Chart, and as altered or amended by the Club;
- 3.5 to provide a safe environment for Junior Playing Members through adherence to the principles of the QCSA Child Protection Policy, and as altered or amended by the Club;
- 3.6 to foster other activities of benefit to Members as appropriate circumstances arise;
- 3.7 to improve the standard of soccer played by playing Members;
- 3.8 to foster and participate in the management of matters pertaining to the conduct of amateur soccer in the community;
- 3.9 to encourage playing games of soccer for both males and females;
- 3.10 to discourage the use of alcohol and drugs;
- 3.11 to do all such other things (which the Club may decide) that are incidental and conducive to the attainment of the above objects or any of them.

## 4. Powers

The powers of the Club are:

- 4.1 to take over the funds and other assets and the liabilities of the present unincorporated club known as the "North Lakes Soccer Club";
- 4.2 to subscribe to, become a member of and co operate with any other organisation whose objects are altogether or in part similar to those of the Club provided that the Club shall not subscribe to or support with its funds any club association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Club under or by virtue of Rule 18.2 and provided further that the Club shall not affiliate with or receive affiliation from other organisations (including soccer associations) or subsequently disaffiliate from such organisations unless a poll of Members has been taken and not less than two thirds of the Members at the time of the poll approve such affiliation or disaffiliation;
- 4.3 in furtherance of the objects of the Club to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid (except for drugs and articles used in or associated with any form of gambling), for the Members of the Club or persons frequenting the Club's premises;
- 4.4 to purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Club provided that in case the Club shall take or hold any property which may be subject to any trusts the Club shall only deal with the same in such manner as is allowed by law having regard to such trusts;
- 4.5 to enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club; to obtain from any such Government or Authority any rights, privileges and concessions which the Club may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- 4.6 to appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Club;
- 4.7 to remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated Club, or in or about the incorporated Club or promotion of the incorporated Club or in the furtherance of its objects;
- 4.8 to construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Club's interests, and to contribute to, subsidise or otherwise assist and take part in the construction,

- improvements maintenance, development, working, management, carrying out, alteration or control thereof;
- 4.9 to invest and deal with the money of the Club not immediately required in such manner as may from time to time be thought fit;
- 4.10 to take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
- 4.11 in furtherance of the objects of the Club to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
- 4.12 to borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated Club's property or assets present or future and to purchase, redeem or pay off any such securities;
- 4.13 to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- 4.14 in furtherance of the objects of the Club to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club;
- 4.15 to take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Club's property of whatsoever kind sold by the Club, or any money due to the Club from purchasers and others;
- 4.16 to take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Club but subject always to the proviso in sub rule 4.4;
- 4.17 to take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Club, in the shape of donations, annual subscriptions or otherwise;
- 4.18 to print and publish any newspapers, periodicals, books or leaflets that the Club may think desirable for the promotion of its objects;
- 4.19 in furtherance of the objects of the Club to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Club and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Club under or by virtue of Rule 18.2;

- 4.20 in furtherance of the objects of the Club to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of anyone or more of the incorporated associations with which the Club is authorised to amalgamate;
- 4.21 in furtherance of the objects of the Club to transfer all or any part of the property, assets, liabilities and engagements of the Club to any one or more of the incorporated associations with which the Club is authorised to amalgamate;
- 4.22 to make donations for patriotic, charitable or community purposes;
- 4.23 to transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- 4.24 to regulate the conduct and the behaviour of Senior and Junior Playing Members, Club Officials and other persons at matches, fixtures and competitions promoted by the Club, and to enforce order and discipline among all involved;
- 4.25 to do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club.

## 5. Classes Of Members

### Classes

5.1 The membership of the Club shall consist of the following classes of Members:

- (a) Senior Playing Members;
- (b) Junior Playing Members;
- (c) Associate Members;
- (d) Club Officials;

### 5.2 Senior Playing Members

5.2.1 Persons who:

- (a) are over 18 years of age
- (b) apply in writing in such form as the Committee may from time to time prescribe to play in the soccer fixtures and competitions organised by the Club in a Soccer Season;
- (c) agree during the Soccer Season to participate only in soccer fixtures and competitions:
  - (i) organised by the Club;
  - (ii) organised by any association with which the Club is affiliated;  
or
  - (iii) approved by the Committee,

may apply to become Senior Playing Members of the Club.

5.2.2 Senior Playing Membership shall continue until 30th. November following the conclusion of the Soccer Season for which the Senior Playing Member has applied to play.

5.2.3 Senior Playing Members shall be entitled to attend, speak or vote at the Annual General Meeting of the Club as defined in Rule 14.1 and as applicable any Special General Meeting of the Club as defined in Rule 15.1.

5.2.4 Unless invited by the Committee, Senior Playing Members shall not be entitled to attend, speak or vote at any other any meeting of the Club, the Committee or any other Sub-committee except insofar as the Senior Playing Member is entitled to do so by virtue of holding a position on the Committee.

5.2.5 The number of Senior Playing Members shall be limited at any time by reference to the maximum number of players permissible in all Teams registered to play in fixtures organised by the Club in the current Soccer Season.

### 5.3 **Junior Playing Members**

5.3.1 Persons who:

- (a) are less than 18 years of age
- (b) apply in writing in such form as the Committee may from time to time prescribe to play in the soccer fixtures and competitions organised by the Club in a Soccer Season;
- (c) agree during the Soccer Season to participate only in soccer fixtures and competitions:
  - (i) organised by the Club;
  - (ii) organised by any association with which the Club is affiliated;  
or
  - (iii) approved by the Committee,

may apply to become Junior Playing Members of the Club.

5.3.2 Junior Playing Membership shall continue until 30th. November following the conclusion of the Soccer Season for which the Junior Playing Member has applied to play.

5.3.3 Junior Playing Members shall be not be entitled to attend, speak or vote at any meeting of the Club, the Committee or any other Sub-committee, including the Annual General Meeting or any Special General Meeting.

5.3.4 The number of Junior Playing Members shall be limited at any time by reference to the maximum number of players permissible in all Teams registered to play in fixtures organised by the Club in the current Soccer Season.

### 5.4 **Associate Members**

5.4.1 Persons who:

- (a) are over 18 years of age
- (b) are a parent or legal guardian of a registered Junior Playing Member of the Club

will be automatically registered as Associate Members of the Club.

- 5.4.2 Associate Membership shall continue until 30th. November following the conclusion of the Soccer Season for which the associated Junior Playing Member has applied to play.
- 5.4.3 Associate Members shall be entitled to attend, speak or vote at the Annual General Meeting of the Club as defined in Rule 14.1 and as applicable any Special General Meeting of the Club as defined in Rule 15.1, as recognised representative of their associated Junior Playing Member.
- 5.4.4 Unless invited by the Committee, Associate Members shall not be entitled to attend, speak or vote at any other any meeting of the Club, the Committee or any other Sub-committee except insofar as the Associate Member is entitled to do so by virtue of holding a position on the Committee.
- 5.4.5 The number of Associate Members shall be limited at any time by reference to the maximum number of Junior Playing Members, on a ratio of one Associate Member to one Junior Playing Member.

## **5.5 Club Officials**

- 5.5.1 Persons who:
  - (a) are over 18 years of age
  - (b) are either elected Office Bearers or coaching staff of the Club
  - (c) hold a current Blue Card registrationwill be automatically registered as Club Officials, regardless of existing Associate or Senior Playing Membership (or lack thereof).
- 5.5.2 Club Officials shall retain such status until completion of the Annual General Meeting following the conclusion of the Soccer Season for which they were previously elected and/or coached.
- 5.5.3 Club Officials shall be entitled to attend, speak or vote at the Annual General Meeting of the Club as defined in Rule 14.1 and as applicable any Special General Meeting of the Club as defined in Rule 15.1.
- 5.5.4 Unless invited by the Committee, Club Officials shall not be entitled to attend, speak or vote at any other any meeting of the Club, the Committee or any other Sub-committee except insofar as the Club Official is entitled to do so by virtue of holding a position on the Committee.
- 5.5.5 The number of Club Officials shall be limited at any time by reference to the elected Office Bearers and coaching staff required for the Teams registered to play in fixtures organised by the Club in the current Soccer Season.

## **6. Membership**

### **6.1 Members of Unincorporated Association**

Every person which at the date of incorporation of the Club was a member of the unincorporated club shall be admitted by the Committee without payment of any fee to the same class of membership as that person held in the unincorporated club.

### **6.2 Applications for Membership**

6.2.1 Every person applying for membership as a Senior Playing Member or Junior Playing Member of the Club must lodge with the Secretary or the Registrar:

- (a) within the time limit determined by the Committee from time to time;
- (b) an application for membership in writing, signed by or on behalf of the person in such form as the Committee from time to time prescribes; and
- (c) a statement that if admitted to membership the person agrees to abide by the Rules and by laws of the Club.

6.2.2 In the first instance, priority will be given to applications for membership from returning Senior Playing Members and Junior Playing Members, who were Members during the previous Soccer Season.

### **6.3 Membership Fees**

The fees and subscriptions for each class of membership are:

6.3.1 as determined at the Annual General Meeting; and

6.3.2 payable at such time and in such manner as the Committee from time to time determines.

## **7. Admission and Rejections Of Members**

### **7.1 Consideration Of Member Application**

At the next meeting of the Committee after receipt of an application by a person for membership of the Club such application shall be considered by the Committee which may:

7.1.1 approve the application;

7.1.2 approve the application subject to conditions; or

7.1.3 refuse the application.

### **7.2 Notice to Applicant**

Upon the acceptance or rejection of an application for any class of membership the Secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

### **7.3 No Right of Appeal**

7.3.1 An applicant whose application for membership has been accepted by the Committee subject to conditions shall have no right of appeal against the conditions.

7.3.2 An applicant whose application for membership has been rejected by the Committee shall have no right of appeal against such rejection.

### **7.4 Applicant May Reapply**

An applicant whose application for membership has been rejected by the Committee may reapply for the same or another class of membership after such time as the Committee thinks fit.

## **8. Resignation Of Membership**

### **8.1 Playing Member Resignation**

A Senior Playing Member or Junior Playing Member may resign from the Club at any time upon:

8.1.1 giving notice in writing to the Secretary

### **8.2 Associate Member Resignation**

In the event that a Junior Playing Member resigns, the related Associate Member will be deemed to have resigned simultaneously.

### **8.3 Club Official Resignation**

A Club Official may resign from the Club at any time upon:

8.3.1 giving two (2) weeks notice in writing to the Secretary

8.3.2 the resignation being accepted by the Committee

## **9. Termination Of Membership & Disciplinary Powers**

### **9.1 Disciplinary Considerations**

9.1.1 Pursuant to upholding Rule 3.3 & 3.4 the Club will consider disciplinary measures against Members in the following circumstances:

- (a) after issuance of a red card by a match official for verbal or physical abuse to other players or match officials; or
- (b) upon accumulation of a specified number of disciplinary points over a single Soccer Season, to be determined from time to time by the Committee and agreed at the Annual General Meeting pursuant to Rule 14.8.7; or
- (c) on receipt of formal notification from an applicable governing body of other behavior deemed as detrimental to the Club's stated objectives.

9.1.2 Unless a specific disciplinary Sub-committee has been established under Rule 13.1, all disciplinary considerations will be undertaken by the Committee.

### **9.2 Expulsion / Disqualification**

9.2.1 The Committee may:

- (a) expel a Member; or
- (b) suspend a Member's membership for such time as the Committee thinks fit,

upon a charge of conduct detrimental to the interests of the Club.

9.2.2 A motion to expel or suspend a Member must be considered by the Committee following a formal complaint or report from a match official or governing body or upon accumulation of a specified number of disciplinary points.

9.2.3 Particulars of the charge must be given to the Member by delivering it to their address in the register of Members:

- (a) of the conduct complained of; and
- (b) that they are entitled to present oral or written evidence or arguments to the Committee at a meeting on a given date.

9.2.4 At the meeting at which the motion to expel or suspend a Member is considered the Committee must:

- (a) give the Member, by not more than two (2) Club Officials, the opportunity to be heard; and

- (b) consider any written document presented by the Member on his or her behalf.

9.2.5 The Committee may then, by a simple majority of the persons present and entitled to vote at that meeting determine:

- (a) to dismiss the charge against the Member; or
- (b) to expel the Member; or
- (c) to suspend the Member's membership for a period determined by the Committee; or
- (d) to permit the Member to remain as a Member of the Club subject to conditions.

9.2.6 On expulsion under this Rule all monies paid to the Club by the expelled Member remain the property of the Club.

9.2.7 In the event that a Junior Playing Member is expelled, the related Associate Member will be automatically expelled simultaneously.

9.2.8 The disciplinary powers contained in this Rule are separate from any disciplinary powers exercised in respect of other By Laws or governing bodies which will be additionally abided to by the Club.

9.2.9 No appeal shall lie against a decision of the Committee pursuant to this Rule.

## **10. Register Of Members**

### **10.1 Register To Be Kept**

The Committee shall cause a Register to be kept in which shall be entered:

10.1.1 the names and residential addresses of all Members; and

10.1.2 the dates of admission of all Members

### **10.2 Further Particulars in Register**

Particulars shall also be entered into the Register of disciplinary points, deaths, resignations, terminations, suspensions and reinstatements of membership and any further particulars as the Committee or the Members at the Annual General Meeting may require from time to time.

### **10.3 Register to be Open for Inspection**

The Register shall be open for inspection at all reasonable times by any Member who previously applies to the Secretary for such inspection.

## **11. Office Bearers**

### **11.1 Office Bearers**

The Office Bearers of the Club shall be:

11.1.1 a President;

11.1.2 a Secretary;

11.1.3 a Minute Secretary

11.1.4 a Treasurer; and

11.1.5 a Registrar

### **11.2 Duties of Office Bearers**

#### **11.2.1 The President:**

- (a) presides as chairman of all meetings of the Club and general meetings of the Club;
- (b) chairs all meetings of the Committee; and
- (c) has responsibility for and oversight of all Committee meetings and any other meetings as may be necessary; and
- (d) performs such other functions as ordinarily pertain to the office of President.

#### **11.2.2 The Secretary:**

- (a) administers the affairs of the Club as directed at the Annual General Meeting of the Club and by the Committee and in accordance with these Rules;
- (b) causes full and accurate minutes of all questions, matters, resolutions and other proceedings of every Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial Member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Committee meeting shall be signed by the chairman of that meeting or the chairman of the next succeeding Committee meeting verifying their accuracy; provided that the minutes of any Annual General Meeting shall be signed by the chairman of that meeting or the chairman of the next succeeding general meeting or Annual General Meeting; and
- (c) performs such other duties as ordinarily pertain to the office of Secretary.

**11.2.3 The Treasurer:**

- (a) produces financial reports to the Committee;
- (b) collects, receipts, banks and invests of all money received by the Club;
- (c) reconciles of all deposit accounts;
- (d) pays at the direction of the Committee of all expenses incurred by the Club;
- (e) keeps custody of the bank books and cheque books and the produces them as directed by the Committee;
- (f) prepares the financial statements for the Annual General Meeting; and
- (g) produces of all books and receipts as requested by the Auditor.

**11.2.4 The Registrar:**

- (a) keeps a proper record of persons registered as Members;
- (b) keeps a proper record of disqualifications and suspensions of Members; and
- (c) executes such other duties as directed by the Committee.

**11.2.5 The Minute Secretary:**

- (a) records the business transacted at every meeting in the official minute book; and
- (b) executes such other duties as directed by the Secretary.

**11.3 Election of Office Bearers**

11.3.1 The Office Bearers are elected at the Annual General Meeting of the Club pursuant to the following:

- (a) any two (2) Members of the Club may nominate another Member ("the Candidate") to serve as an Office Bearer;
- (b) such nomination must be:
  - (i) in writing; and
  - (ii) signed by the Candidate and the Members who nominated him or her; and
  - (iii) given to the Secretary at least 14 days before the Annual General Meeting at which the election is to be held.

11.3.2 Where there is one (1) nomination only for any position, an election must be held and the nominee will only be deemed to be elected where the nominee receives the votes of not less than one half of the number of persons present and entitled to vote at the Annual General Meeting.

11.4 **Period of Office Bearers**

11.4.1 No Office Bearer can hold any position on the Committee for more than four (4) consecutive years and must retire for a minimum of one (1) year before they are eligible for re-election.

11.4.2 At the Annual General Meeting of the Club the Committee shall on even years retire the President, Treasurer, Minute Secretary and (if filled) the person holding Committee position six (6) and on odd years retire the Secretary, Registrar and (if filled) the person holding Committee position seven (7) from office but shall be eligible upon nomination for re-election subject to Rule 11.4.1.

11.5 **Casual Vacancies in Office Bearers**

11.5.1 A casual vacancy in any of the Office Bearer positions must be filled by an existing Member and agreed by a formal meeting of the Committee.

11.5.2 If the vacancy occurs within three (3) months of the next Annual General Meeting, the existing Committee members can take on the role, so long as there are enough Committee members remaining to constitute a quorum.

## **12. Committee**

### **12.1 Composition of Committee**

The Club is administered by the Committee of (up to) seven (7) members consisting of:

- (a) the President;
- (b) the Secretary;
- (c) the Minute Secretary;
- (d) the Treasurer;
- (e) the Registrar;
- (f) other Committee members, the number of which to be determined at the Annual General Meeting from time to time.

### **12.2 Functions and Powers of Committee**

12.2.1 Except as otherwise provided in these Rules the Committee shall:

- (a) administer the day to day affairs of the Club in accordance with these Rules
- (b) have general control and management of the affairs property and funds of the Club;
- (c) be responsible for directing the activities of Committees;
- (d) report on the actions of the Committee and on the activities of Sub-committees at the Annual General Meeting; and
- (e) be responsible for appointing delegates of the Club to any organisation with which the Club is affiliated.

12.2.2 The Committee shall have such powers and authority as may be conferred upon it at the Annual General Meeting and will exercise all powers and do all such acts and things as may be done by the Club for the function of effective sport and competition. The powers of the Committee shall include, without limitation:

- (a) to purchase, transfer, sell, assign, mortgage, charge, lease, hire, exchange or otherwise acquire or dispose of any real or personal property for such price, rent or rentals upon such terms and conditions as the Committee shall resolve;
- (b) to invest, borrow, raise or secure payment of monies at such rates of interest and in such a manner as the Committee may resolve;

- (c) to negotiate articles of affiliation with potential affiliate members.

### 12.3 **Meetings of Committee**

Subject to any express provision in these Rules or the By Laws to the contrary the Committee shall meet as often as necessary for properly conducting the business and operations of the incorporated Club, but:

12.3.1 must meet at least once a month during the Soccer Season; and

12.3.2 must meet at least once every four (4) months at other times; and

12.3.3 there must be a minimum of four (4) meetings per year.

### 12.4 **Chairman of Committee Meetings**

12.4.1 The President shall preside as chairman at each meeting of the Committee.

12.4.2 If the President is absent from a meeting, the members of the Committee present shall elect one of their number to preside as chairman at the meeting.

### 12.5 **Quorum at Committee Meetings**

12.5.1 The quorum at a meeting of the Committee is a simple majority of the number of members of the Committee holding office at the time of the meeting.

12.5.2 Members of the committee shall be considered to be present at any meeting if involved in the meeting by any reasonable form that technology may allow, including but not limited to in person, teleconference and video conference.

### 12.6 **Decisions at Committee Meetings**

All decisions at meetings of the Committee are made by simple majority of votes cast except where these Rules specifically provide otherwise.

### 12.7 **Proxies at Committee Meetings**

Attendance and/or voting by proxy is not permitted at meetings of the Committee.

### 12.8 **Minutes of Committee Meetings**

12.8.1 The Minute Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each committee meeting are entered in a minute book.

12.8.2 To ensure the accuracy of the minutes, the minutes of each committee meeting must be signed by the chairman of the meeting, or the chairman of the next committee meeting, verifying their accuracy.

12.9 **Vacancies**

12.9.1 A member of the Committee who:

- (a) is absent from three (3) consecutive meetings of the Committee; and
- (b) has not applied for and been granted by the Committee leave of absence extending to any such meeting, may be asked by the Committee to show cause why his office should not be declared vacant.

12.9.2 A casual vacancy in any of the Committee positions must be filled by an existing Member and agreed by a formal meeting of the Committee.

12.9.3 If the vacancy occurs within three months of the next Annual General Meeting, the existing Committee members can take on the role, so long as there are enough Committee members remaining to constitute a quorum.

12.10 **Flying Resolution**

12.10.1 A resolution in writing signed by all the members of the Committee for the time being shall be as valid and effectual as if it had been passed at a meeting of the Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Committee.

12.10.2 For the purposes of the practical performance of Rule 12.10.1, as technology allows, an email from a Committee member's regular email address that states their agreeance constitutes written acknowledgement.

## **13. Sub-committees**

### **13.1 Appointment of Sub-committees**

The Committee shall appoint in each year to assist in the administration of the Club:

13.1.1 those Sub-committees required by these Rules and the By laws to be appointed; and

13.1.2 and any other Sub-committee as the Committee from time to time may determine.

### **13.2 Chairman of Committees, Vacancies**

13.2.1 The Committee shall:

(a) appoint the chairman of each Sub-committee appointed pursuant to Rule 13.1; and

(b) fill any vacancies which may from time to time occur on any Sub-committee.

13.2.2 Unless otherwise determined by the Committee the members of Sub-committees shall hold office until the close of the Annual General Meeting of the Club next following their appointment, or until their successors are appointed.

13.2.3 The Committee shall prescribe the duties and powers of all Sub-committees to the extent that they are not prescribed in these Rules or in the By Laws.

## **14. Annual General Meeting**

### **14.1 Time for Annual General Meeting**

An Annual General Meeting must be held each year:

14.1.1 not earlier than thirty (30) days after the date on which the grand finals for the immediately preceding Soccer Season have been held; and

14.1.2 not later than 30th November.

### **14.2 Notice of Annual General Meeting**

14.2.1 The Secretary must give to each Member not less than 14 days notice of the date, time and place of the Annual General Meeting.

14.2.2 The Committee may decide the way in which the notice must be given, including electronic methods, notices on boards and/or newsletters.

### **14.3 Attendance at Annual General Meeting**

All Members invited by the Committee may attend the Annual General Meeting and speak on matters relevant to the good conduct of the affairs of the Club, subject to:

14.3.1 the control of the chairman of the meeting; and

14.3.2 matters duly brought forward being in accordance with procedures laid down in the Rules and by laws.

### **14.4 Voting at Annual General Meeting**

At the Annual General Meeting:

14.4.1 each Club Official shall be entitled to one (1) vote; and

14.4.2 each Senior Playing Member shall be entitled to one (1) vote; and

14.4.3 each Associate Member shall be entitled to one (1) vote, as representative for their associated Junior Playing Member; but

14.4.4 if a Member holds more than one category of membership they will be limited to one (1) vote only; and

14.4.5 Members are not entitled to vote at the Annual General Meeting unless all monies due to the Club have been paid.

### **14.5 Quorum for Annual General Meeting**

The quorum for the Annual General Meeting shall be:

14.5.1 at least the number of members elected or appointed to the Committee at the close of the last Annual General Meeting plus 1;

14.5.2 however, if all Club Members are members of the Committee, the quorum is the total number of members less 1.

14.5.3 If the Club makes a decision at an Annual General Meeting for which there is no quorum, the decision has no effect.

**14.6 Chairman of the Annual General Meeting**

14.6.1 The President shall preside as chairman.

14.6.2 If the President is absent, the Committee shall elect one of their number to preside as chairman at the meeting.

**14.7 Decisions at Annual General Meeting**

14.7.1 All decisions at the Annual General Meeting are made by simple majority of votes cast except where these Rules specifically provide otherwise.

14.7.2 Equal votes shall be considered to be in the negative when passing a motion. The President does not have a casting vote in this instance.

**14.8 Business of Annual General Meeting**

The business of the Annual General Meeting is to:

14.8.1 confirm the minutes of the last Annual General Meeting;

14.8.2 discuss any business arising from those minutes;

14.8.3 hear an address by the President;

14.8.4 receive and, if thought fit, adopt:

- (a) a report from the Committee;
- (b) the accounts of the Club for the preceding financial year;
- (c) A report from the Auditor upon the books and accounts for the preceding financial year;

14.8.5 elect:

- (a) the Office Bearers, pursuant to Rule 11.4;
- (b) the Auditor, pursuant to Rule 16.1;

14.8.6 set subscriptions, fees and bonds for the following financial year;

14.8.7 endorse penalties to apply in respect of offences committed by Members for the following year in accordance with recommendations by the Committee;

- 14.8.8 consider such other business as shall have been submitted in writing by members or by the Committee, full particulars of which have been included in the notice of the Annual General Meeting; and
- 14.8.9 witness the induction of the President for the ensuing year and welcome incoming members of the Committee for the ensuing year.

## **15. Special General Meeting**

### **15.1 Reasons For Meeting**

The Secretary must call a Special General Meeting after:

15.1.1 being directed to call the meeting by the Committee; or

15.1.2 being given a written request signed by:

- (a) at least 33% of the number of members of the Committee when the request is signed; or
- (b) at least the number of ordinary Members equal to double the number of members of the Committee when the request is signed plus 1

### **15.2 Notice of Special General Meeting**

15.2.1 The Secretary must give to each Member notice of the date, time and place of the Special General Meeting, within 14 days of receipt of a request under Rule 15.1

15.2.2 The Committee may decide the way in which the notice must be given, including electronic methods, notices on boards and/or newsletters.

15.2.3 However, notice of a Special General Meeting for the purpose of hearing and deciding a proposed special resolution must be given in writing.

### **15.3 Purpose**

A request given in Rule 15.1.2 must state:

15.3.1 why the Special General Meeting is being called; and

15.3.2 the business to be conducted at the meeting.

### **15.4 Time for Special General Meeting**

A Special General Meeting must be held within 3 months after the Secretary:

15.4.1 is directed to call the meeting by the Committee; or

15.4.2 is given a written request pursuant to Rule 15.1.2.

### **15.5 Voting at Special General Meeting**

In the event that any decisions are required to be made at a Special General Meeting:

15.5.1 Members will automatically be granted equivalent voting rights at the Special General Meeting to those allowed at the Annual General Meeting pursuant to rule 14.4

15.6 **Quorum for Special General Meeting**

The quorum for the Special General Meeting shall be:

15.6.1 at least the number of members elected or appointed to the Committee at the close of the last Annual General Meeting plus 1;

15.6.2 however, if all Club Members are members of the Committee, the quorum is the total number of members less 1.

15.6.3 If the Club makes a decision at a Special General Meeting for which there is no quorum, the decision has no effect

15.7 **Chairman of the Special General Meeting**

15.7.1 The President shall preside as chairman.

15.7.2 If the President is absent, the Committee shall elect one of their number to preside as chairman at the meeting.

15.8 **Decisions at Special General Meeting**

15.8.1 All decisions at the Special General Meeting are made by simple majority of votes cast except where these Rules specifically provide otherwise.

15.8.2 Equal votes shall be considered to be in the negative when passing a motion. The President does not have a casting vote in this instance.

## **16. Auditor**

### **16.1 Determination of the Requirement**

In the first instance, the Committee will determine each year whether there is a formal requirement for an Auditor to be appointed for the Club, based on compliance with applicable governing law for incorporated bodies, with respect to the current level of Club revenue.

### **16.2 Election of Auditor**

Pursuant to Rule 16.1, as applicable, at each Annual General Meeting of the Club, a person shall be elected as the Auditor of the Club.

### **16.3 Term of Appointment**

The person so appointed shall hold office until the Annual General Meeting next after that at which he is appointed, and is eligible for reappointment.

### **16.4 First Auditor**

The first Auditor of the Club may be appointed by the Committee before the first Annual General Meeting and, if so appointed, shall hold office until the first Annual General Meeting.

### **16.5 Failure to Appoint Auditor**

If an appointment is not made at an Annual General Meeting the Committee shall appoint an Auditor of the Club for the then current financial year of the Club, as applicable.

### **16.6 Casual Vacancy**

If a casual vacancy occurs in the office of Auditor during the course of a financial year of the Club, the Committee may appoint a person as Auditor and the person so appointed shall hold office until the next succeeding Annual General Meeting.

### **16.7 Auditor to Conduct Audit**

The Auditor must:

16.7.1 once at least in each financial year of the Club, examine the accounts of the Club;

16.7.2 certify as to the correctness of the accounts of the Club;

16.7.3 report thereon to the Members present at the Annual General Meeting;

16.7.4 conduct such other audits and present such other statements as may be directed by the Committee from time to time.

## **17. By Laws**

### **17.1 Committee to Make By Laws**

The Committee may make by laws not inconsistent with these Rules for the better management of the affairs of the Club and for governing the running of all fixtures organised by the Club and may vary and interpret such by laws.

### **17.2 Ratification at Annual General Meeting**

The Committee shall promptly give notice to all Members of any by law made or varied and any such by law or variation shall be subject to ratification at the next succeeding Annual General Meeting.

## **18. Funds and Accounts**

### **18.1 Bank Account**

The funds of the Club shall be banked in the name of the Club in such bank as the Committee may from time to time direct. All money shall be banked as soon as practicable after receipt thereof.

### **18.2 Management of Funds**

The income and property of the Club whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out in these Rules and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the Members of the Club provided that nothing herein contained shall prevent the payment in good faith of interest to any such Member in respect of monies advanced by it to the Club or otherwise owing by the Club to it or of remuneration to any officers or servants of the Club or to any Member of the Club or other person in return for any services actually rendered to the Club provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any Member of out of-pocket expenses, money lent, reasonable and proper charges for goods hired by the Club or reasonable and proper rent for premises demised or let by the Club.

### **18.3 Issuing of Cheques**

18.3.1 For all payments up to \$ 100, the Treasurer shall sign such amounts paid by cheque, in the first instance. In the event the Treasurer is unavailable the President and any other member of the Committee appointed from time to time by the Committee shall sign instead.

18.3.2 For all payments greater than \$ 100, the Treasurer and the President shall both sign such amounts paid by cheque, in the first instance. In the event that either is unavailable, any other member of the Committee appointed from time to time by the Committee shall sign instead.

### **18.4 Financial Year**

The financial year of the Club shall close on 31st October in each year.

## **19. Miscellaneous**

### **19.1 Common Seal**

The Committee shall provide for a common seal and for its safe custody. The common seal shall only be used by authority of the Committee and every instrument to which the seal is affixed shall be signed by a member of the Committee and shall be countersigned by the Secretary or by a second member of the Committee or by some other person appointed by the Committee for the purpose.

### **19.2 Alteration of Rules**

19.2.1 Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any Annual General Meeting of the Club.

19.2.2 However, an amendment, rescission or addition is valid only if it is registered by the President or Secretary.

### **19.3 Documents**

The Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Club.

### **19.4 Distribution of Surplus Assets**

If the Club shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981 and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Members of the Club but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Club, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Club under or by virtue of Rule 18.2 and which is a fund, authority or institution approved by the Commission of Taxation as a fund, authority or institution which is exempt under Section 23 of the income Tax Assessment Act 1936 as amended, such institution or institutions to be determined by the Members of the Club.

### **19.5 Indemnity**

Club Officials, other Members, Auditors, employees and agents of the Club shall be indemnified out of the Club's assets for all liabilities incurred by them in the bona fide execution of their duties under these Rules.