

Somerville Football Netball Club
Constitution October 2018

1.0 NAME:

The name of the Club is Somerville Football Netball Club Inc hereinafter referred to as the Club

2.0 OBJECTS:

The objects of the Club are:-

- 2.1 To operate and promote a Football Netball Sporting Club.
- 2.2 To act at all times on behalf of and in the interest of the members and the games of Football and Netball.
- 2.3 To conduct, encourage, promote, advance and administer Football and Netball throughout the local area.

3.0 ATTAINING OBJECTS

The Club shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objects of the Club.

4.0 PROPERTY OF THE CLUB

The Club must apply all property and income of the Club towards the promotion of the objects or purposes of the Club and no part of that property or income to be paid or otherwise distributed, directly or indirectly, to members of the Club, except in good faith in the promotion of those objects or purposes.

5.0 POWERS OF THE CLUB.

- 5.1 To acquire, hold, deal with, and dispose of any real or personal property;
- 5.2 To open and operate bank accounts;
- 5.3 To invest its money –
 - (i) in any security in which trust moneys may be invested; or
 - (ii) in any other manner authorised by the rules of the Club;
- 5.4 To appoint agents and employees to transact any business of the Club on its behalf for reward or otherwise;
- 5.5 To build, construct, erect, maintain, alter and repair any premises building or other structure of any kind and to furnish, equip and improve the same for use by the Club in accordance with Mornington Peninsula Shire Council guidelines;
- 5.6 Accept donations and gifts in accordance with the objects of the Club;
- 5.9 Print and publish any information by any media including newsletters, newspapers, articles, leaflets or social media for promotion of the Club;
- 5.10 Provide gifts and prizes in accordance with the objects of the Club;

5.11 Organise social events for Members and the promotion of the Club; and

5.12 To enter into any other contract the Club considers necessary or desirable. All contracts to be ratified each year by the incoming committee.

6.0 **MEMBERSHIP:**

6.1 Membership shall be open to any person who wishes to further the interests of the Club.

6.2 Any person seeking membership shall make application to the Management Committee, and the Management Committee shall determine whether the application is successful or not.

6.3 Each person admitted to membership shall be;

6.3.1 Bound by the Constitution and By-laws of the Club.

6.3.2 Come liable for such fees and subscriptions as may be fixed by the Club.

6.3.3 Entitled to all advantages and privileges of membership.

6.4 Membership Categories. The members shall be divided into the following categories:

6.4.1 FULL MEMBER

Full members shall have the right to hold office, be present, debate and vote at general meetings. Full members include football players, netball players, Coterie members, member sponsors and those interested in promoting the Club.

6.4.2 LIFE MEMBER

The Club may, at its discretion, elect a Life Member of the Club who has given outstanding service to the club as a reward for commitment, service, performance & loyalty over time. Life members shall have the right to hold office, be present, debate and vote at general meetings.

6.4.3 PLAYING LIFE MEMBER

All members who participated in 150 or more Senior & Reserve games (excluding under age) of Football and Netball for the Somerville Football Netball Club shall be awarded Playing Life Membership

6.4.4 JUNIOR MEMBERSHIP

Junior members are members under the age of 18 years and have no voting rights and are not entitled to hold office.

6.4.5 PATRON

The Club may, at its discretion, elect a patron/s or vice patron/s of the Club for such period as may be deemed necessary. Such patron/s or vice patron/s shall not be eligible to vote unless they are current members of the Club under another category of membership.

6.4.6 AFFILIATED CLUB'S OR TEAMS

A club or team desirous of becoming an affiliated club or team must make application in accordance with the by-laws of the Club. Such application must be lodged with the Club Secretary on or before a date as determined by the Management Committee of the Club. Each affiliated club or

team shall appoint or elect a delegate as his or her representative to meetings of the Management Committee.

6.5 The Management Committee shall appoint a member of the Club to maintain an up to date register of members of the Club.

6.6 A member may at any reasonable time inspect the records and documents of the Club.

7.0 **SUBSCRIPTIONS:**

7.1 To be paid by different classes as and when they are due. The Committee shall determine the cost of each membership class prior to the commencement of each season.

8.0 **TERMINATION OF MEMBERSHIP**

8.1 Any person's membership may be terminated by the following events;

8.1.1 Resignation

8.1.2 Expulsion

8.1.3 a Full Member's annual membership fee remains unpaid after 31st May each year;

8.2 The Management Committee shall have the power to suspend or expel any member of the Club for:

8.2.1 any of the events in Item 8.1

8.2.2 False or inaccurate statements made in the member's application for membership of the Club,

8.2.3 breach of any rule, regulation or by-law of the Club and

8.2.4 by any act detrimental to the Club.

After having undertaken due inquiry.

8.3 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final.

9.0 **MANAGEMENT COMMITTEE**

9.1 Management of the Club shall be vested in the Management Committee elected by the members at the Annual General Meeting and consisting of;

9.1.1 President

9.1.2 Senior Vice President

9.1.3 Junior Vice President

9.1.4 Secretary

9.1.5 Treasurer

9.1.6 Football Operations Director

9.1.7 Up to five Committee Members including at least one Netball representative

9.1.8 Club or Team delegates may be added after Annual General Meeting.

9.2 No person shall hold more than one position on the Management Committee at any one time. A person shall cease to be a member of the Management Committee at the conclusion of the Annual

General Meeting which follows his/her election and he/ she will be eligible for re-election.

- 9.3 A quorum of the Management Committee shall be half of its members plus one.
- 9.4 If the President or Vice President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting.
- 9.5 A member of the management committee may lose his or her seat on the committee for either of the following;
 - Absence from three or more meetings without leave of absence.
 - Found not to be a financial member.

9.6 Meetings of Management Committee

(1) The Management committee must meet at least 8 times in each year at the times, dates and places determined by the committee. In the event of urgent or pressing matter, votes can be held via telephone or email and shall be tabled and minuted at the next formal meeting.

10.0 **POWERS OF THE MANAGEMENT COMMITTEE**

- 10.1 The Management Committee shall carry out the day-to-day running of the Club and shall have the power to:
 - 10.1.1 Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account;
 - 10.1.2 Fix the manner in which such banking accounts shall be operated upon, providing the Management Committee passes all payments;
 - 10.1.3 Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof;
 - 10.1.4 Adjudicate on all matters brought before it which in any way affect the Club.
 - 10.1.5 Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members;
 - 10.1.6 Make, amend and rescind rulings and By-laws;
 - 10.1.7 Have the power to form and appoint any subcommittee/s as required for specific purposes; including an Executive Committee consisting of the President, Secretary, Treasurer and Senior Vice President.
 - 10.1.8 May at their discretion employ a person or persons to carry out certain duties required by the Club, at salaries or remunerations for such period of time, as may be deemed necessary.
 - 10.1.9 Should a vacancy occur on the Management Committee during the season, the Management Committee shall appoint a successor until the next Annual General Meeting.

10.1.10 Appoint an officer/s or agent of the Management Committee to have custody of the Club's records, documents and securities.

11.0 **AUDITOR**

- 11.1 The Annual General Meeting shall elect or appoint an Auditor or Auditors.
- 11.2 The Auditor/s shall examine and audit all the books and accounts of the Association annually, and have the power to call for all books, papers, accounts, receipts etc., of the Club and report thereon to the Annual General Meeting.

12.0 **GENERAL MEETINGS:**

12.1 Annual General Meeting

12.1.1 The Annual General Meeting of the Club must be held within two months of the end of the club's financial year.

12.1.2 The Secretary shall give at least twenty one (21) days notice of the date of the Annual General Meeting, to members.

12.1.3 All financial members may attend the Annual General Meeting.

12.1.4 The quorum at the Annual General Meeting, shall be a minimum of 25 members. If, at the end of 30 minutes after the time appointed in the notice for the opening of the Meeting, there be no quorum the meeting shall stand and adjourn for one week. If at such meeting there is no quorum those members present shall be competent to discharge the business of the meeting.

12.1.5 The agenda for an Annual General Meeting shall be;

- Opening of Meeting
- Apologies
- Confirmation of Minutes of previous Annual General Meeting and other General Meetings held during the year.
- Presentation of Annual Report
- Adoption of Annual Report
- Presentation of Treasurer's statement
- Election of New Management Committee and appointment of Auditor
- Vote of thanks to outgoing Management Committee
- Determination of Annual Membership Fee
- Notice/s of Motion
- General business
- Closure

12.2 General Meetings

12.2.1 General Meetings may be called by the Management Committee or at the request of the President and Secretary or on the written request of 25 members of the Club.

12.2.2 The Secretary shall give at least twenty one (21) days notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.

12.2.3 The quorum at the General Meeting shall be a minimum of 25 members.

13.0 SPECIAL GENERAL MEETINGS

13.1 Any general meeting of the club, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting.

13.2 The committee must convene a special general meeting if a request to do so is made in accordance with subrule (2) by at least 25 members.

13.3 A request for a special general meeting must-

- (a) Be in writing; and
- (b) State the business to be considered at the meeting and any resolutions to be proposed; and
- (c) Include the names and signatures of the members requesting the meeting; and
- (d) Given to the Secretary

13.4 If the committee does not convene a special general meeting within one month after the date on which the request is made, the members making the request (or any of them) may convene the special general meeting.

13.5 A special general meeting convened under sub section (3) –

- (a) Must be held within 3 months after the date on which the original request was made; and
- (b) May only consider the business stated in the request.

13.6 A special resolution if not less than three quarters of the members voting at a General Meeting vote in favour of the resolution.

13.7 A special resolution is required

- (a) to remove a committee from office and
- (b) to alter these rules, including changing the name of the Club or any of the purposes of the Club.

14.0 NOTICE OF GENERAL MEETINGS

14.1 The Secretary (or in the case of a special general meeting, the members convening the meeting) must give to each member of the club –

- (a) At least 21 days notice of a general meeting, if a special resolution is to be proposed at the meeting; or
- (b) At least 21 days notice of a general meeting in any other case

14.2 The notice must-

- (a) Specify the date, time and place of the meeting; and
- (b) Indicate the general nature of each item of business to be considered at the meeting; and
- (c) If a special resolution is to be proposed:-

- (1) State in full the proposed resolution; and
- (2) State the intention to propose the resolution as a special resolution.

15.0 VOTING

- 15.1 Voting powers at the Annual General Meeting and General Meetings:
 - 15.1.1 The President/ Chairperson shall be entitled to a deliberate vote and, in the event of a tied vote, the President shall exercise a casting vote
 - 15.1.2 Each individual financial member present shall have one (1) vote
- 15.2 Voting powers at Management Committee Meetings;
 - 15.2.1 The President/ Chairperson shall be entitled to a deliberate vote, and, in the event of a tied vote, The President/ Chairperson shall exercise a casting vote.
 - 15.2.2 Each individual committee member present shall have one (1) vote
 - 15.2.3 Proxy voting is not permitted.
- 15.3 Voting shall be by show of hands unless the President/ Chairperson advise that a secret ballot is appropriate.
- 15.4 A committee member who has a material, personal, vested interest in a matter being considered at a committee meeting must disclose the nature and extent of the interest to the committee
- 15.5 The member must not be present whilst the matter is being considered at the meeting and must not vote on the matter.

16.0 FINANCE:

- 16.1 All funds of the Club shall be deposited into the Club's accounts at such bank or recognised financial institution as the Management Committee may determine.
- 16.2 All accounts due by the Club shall be paid by bank transfer after having being passed for payment at the Management Committee Meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Management Committee Meeting.
- 16.3 The Management Committee member shall not spend more than a set amount of Petty Cash without the consent of the Management Committee, and shall keep a record of such expenditure in a Petty Cash Book.
- 16.4 A statement showing the financial position of the Club shall be tabled at each Management Committee Meeting by the Treasurer.
- 16.5 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report shall be attached to such financial report.
- 16.6 The financial year of the Club shall commence on October 1st each year. The accounts, books and all financial records of the Association shall be audited each year.
- 16.7 The signatories to the Club's account/s will be the Treasurer and any one (1) from the following;
 1. President

2. Senior Vice President
 3. Junior Vice President
 4. Secretary
- 16.8 All property and income of the Club will apply solely to the promotion of the objects of the Club and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of these objects.

17.0 OFFICIAL LETTERHEAD

The Secretary shall hold an official letterhead and its use must be for Club business only.

18.0 UNIFORM

The colours of the Club shall be Royal Blue and Gold and the uniform worn by playing members of the Club shall be Royal Blue Jersey with Gold vertical stripe on front, Royal Blue shorts and Royal Blue socks. Netball attire to be Royal Blue and Gold. An alternate Uniform may be only being worn where a clash of club colours occurs during away fixtures.

19.0 ALTERATIONS TO THE CONSTITUTION AND BY-LAWS:

- 19.1 No alteration, repeal or addition shall be made to the Constitution except at the Annual General Meeting, or General Meeting, called for that purpose and notice of all motions to alter, repeal or add to the Constitution shall be given to members twenty one (21) days prior to the Annual General Meeting, or twenty one (21) days prior to a General Meeting called for such purpose.
- 19.2 The Secretary shall forward such notices of motion to each Management Committee member at least twenty one (21) days prior to the Annual General Meeting or twenty one (21) days prior to a General Meeting.
- 19.3 Alterations to the By-laws can be made only at Management Committee Meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.
- 19.4 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (Special Resolution) of the votes cast at the Annual General Meeting, General Meeting or Management Committee Meeting, as the case may be.
- 19.5 Within one month of the passing of a Special Resolution, the Secretary shall notify the Department of Consumer and Employment Protection and the Victorian Commission for Gambling and Liquor Regulation of the amendment.

20.0 DISSOLUTION

If, on the winding up of the Club, any property of the Club remaining after satisfaction of the debts and liabilities of the Club and the costs, charges and expenses of that winding up, that property shall be distributed

- (e) another incorporated association having objects similar to those of the club; or

- (f) for charitable or benevolent purposes, which incorporated Club or purposes, as the case requires, shall be determined by resolution of the members.

21.0 INDEMNITY

21.1 Every Committee member and employee of the club shall be indemnified out of the property and assets of the Club against any liability incurred by them in their capacity as a Committee member or employee in defending any proceedings, whether civil or criminal, in which judgement given in their favour or in which they are acquitted or in connection with any application in relation to any such proceedings in which relief is granted to them by the Court.

21.2 The Club shall indemnify its Committee members and employees against all damages and costs (including legal costs) for which any such Committee member or employee may or become liable to any third party in consequence of any act of omission except wilful conduct.

22.0 GRIEVANCE PROCEDURE

22.1 The grievance procedure set out under these rules between

- (a) a member and another member
- (b) a member and a committee
- (c) a member and the Club

22.2 Parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party

22.3 If not resolved seek the services of a Mediator at the cost of the aggrieved member.

22.4 If still not resolved then the matter may be referred to the Disputes Settlement Centre of Victoria.

16th October, 2018.