



**BANKSTOWN BULLS JUNIOR
RUGBY LEAGUE FOOTBALL
CLUB INCORPORATED**

CONSTITUTION

LAST UPDATED 05 OCTOBER 2018



Contents

Part 1	Preliminary	3
1	Definitions	3
1A	Name of The Club	4
1B	Aims and Objectives	4
Part 2	Membership.....	4
2	Membership Eligibility.....	4
3	Application for membership	4
3A	Life membership	5
4	Cessation of membership.....	6
5	Membership entitlements not transferable.....	6
6	Resignation of membership	6
7	Register of members.....	7
8	Fees and subscriptions	7
9	Members' liabilities.....	7
10	Resolution of disputes	8
11	Disciplining of members	8
12	Right of appeal of disciplined member.....	9
Part 3	The committee	10
13	Duties of the committee	10
14	Powers of the committee	10
15	Composition and membership of committee	11
16	Election of the executive	11
16A	Appointment of Ordinary Committee Members	12
17	Secretary.....	13
18	Treasurer.....	13
19	Casual vacancies.....	13
20	Removal of committee members.....	14
21	Committee meetings and quorum.....	14
22	Appointment of Club members as committee members to constitute quorum	15
23	Use of technology at committee meetings	15
24	Delegation by committee to sub-committee	15
25	Voting and decisions	16
Part 4	General meetings.....	16
26	Annual general meetings - holding of	16
27	Annual general meetings - calling of and business at	16
28	General meetings - calling of.....	17
29	Notice	17
30	Quorum for general meetings	18
31	Presiding member.....	18
32	Adjournment.....	18
33	Making of decisions	19
34	Special resolutions.....	19
35	Voting at general meeting	19
35A	Voting at annual general meeting.....	19
36	Proxy votes not permitted.....	20
37	Postal or electronic ballots.....	20
38	Use of technology at general meetings	20
Part 5	Miscellaneous	20
39	Insurance	20
40	Funds - source	20
41	Funds - management	21
42	Club is non-for-profit	21
43	Disclosure of Interest.....	21
44	Distribution of property on winding up of the club	22
45	Change of name, objects and constitution	22
46	Custody of books etc	23
47	Inspection of books etc.....	23
48	Service of notices	23
49	Junior League and Bulldogs delegated	24
50	Financial year	24

Part 1 Preliminary

1 Definitions

(1) In this constitution:

ordinary committee member means a member of the committee who is not an office-bearer of the Club.

secretary means:

- (a) the person holding office under this constitution as secretary of the Club, or
- (b) if no person holds that office - the public officer of the Club.

general meeting means a general meeting of the Club other than an annual general meeting.

relative means:

- (a) any person whom a member shares a domestic relationship with, including:
 - (i) a spouse or de facto partner;
 - (ii) parents and grandparents;
 - (iii) children and grandchildren;
 - (iv) siblings;
 - (v) aunts and uncles; and
 - (vi) cousins.
- (b) all definitions of relatives listed in subclauses (i – vi) include relationships which are acquired through marriage (for example, mother and father in law).
- (c) a person referred to in subclauses (i – vi) will be considered a relative of a member if they were considered as such at any time within the previous twelve (12) months.

member means:

- (a) all committee members;
- (b) any person who has been approved in accordance with clause 3;
- (c) a life member;
- (d) a coach of the club;
- (e) a trainer of the club;
- (f) a manager of the club.

the Club means the Bankstown Bulls JRLFC

the Act means the *Associations Incorporation Act 2009*.

the Regulation means the *Associations Incorporation Regulation 2016*.

(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.

- (4) If there is a conflict or inconsistency between this constitution and any other document, including the club by-laws, then this Constitution shall prevail to the extent of the conflict or inconsistency.

1A Name of The Club

The club shall be known as the Bankstown Bulls Junior Rugby League Football Club Incorporated (Bankstown Bulls JRLFC).

1B Aims and Objectives

The aims and objectives of the club shall be to:

- (a) Promote the sport of rugby league;
- (b) Organise, facilitate and partake in competitions involving the sport of rugby league;
- (c) Co-operate with other constituted bodies with similar aims and objectives;
- (d) Acquire such properties or equipment as may be deemed necessary for the advancement of the club;
- (e) Fundraise accordingly as may be deemed necessary for the advancement of the club;
- (f) Create a safe sporting environment that is non-sectarian and non-political.

Part 2 Membership

2 Membership Eligibility

- (2.1) A person is eligible to be a member of the Club if:
- (a) the person is a natural person, and
 - (b) the person has applied and been approved for membership of the club in accordance with clause 3.
- (2.2) A person is eligible to be a life member of the club if:
- (a) the person has given at least ten (10) successive years of outstanding service to the club; or
 - (b) the person has given two broken periods totalling at least twelve (12) years of outstanding service to the club; and
 - (c) the person's nomination has been proposed by a member of the club, not being a relative of the nominee, and seconded by another member of the club not being a relative of the nominee or the proposer.

3 Application for membership

- (3.1) An application by a person for membership of the Club:
- (a) must be made in writing (including by email or other electronic means) in the form determined by the committee; and
 - (b) must be lodged (including by electronic means) with the secretary of the Club.

- (3.2) As soon as practicable after receiving an application for membership, the secretary must refer the application to the committee, which is to determine whether to approve or to reject the application.
- (3.3) As soon as practicable after the committee makes that determination, the secretary must:
- (a) notify the applicant in writing (including by email or other electronic means) that the committee approved or rejected the application (whichever is applicable); and
 - (b) if the committee approved the application, request the applicant to pay (within the period of 28 days after receipt by the applicant of the notification) the sum payable under this constitution by a member as entrance fee and annual subscription as referred to in clause (8).
- (3.4) coaches, trainers and managers are exempt from the fee referred to in subclause 3.3(b).
- (3.5) The secretary must, on payment by the applicant of the amounts referred to in clause 8, within the period referred to in that provision, enter or cause to be entered the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the Club.
- (3.6) In the case of coaches, managers and trainers, they automatically become members of the club upon their appointment.
- (3.7) The secretary must, upon appointment of coaches, managers and trainers, enter or cause to be entered the applicant's name in the register of members.

3A Life membership

- (3A.1) A nomination by a person for life membership of the club must be:
- (a) made in writing; and
 - (b) proposed by a member of the club not being a relative of the nominee; and
 - (c) seconded by another member of the club not being a relative of the nominee or the proposer; and
 - (d) delivered (includes electronic means) to the secretary of the club before the close of applications.
- (3A.2) The secretary shall allow at least two (2) weeks for members to submit their nominations for life membership.
- (3A.3) A member can only submit one nomination for life membership each financial year.
- (3A.4) If a member submits more than one nomination for life membership in the same financial year, their nominations shall not be considered.
- (3A.5) As soon as practicable after close of nominations for life membership, the secretary must refer all nominations to the committee for determination, subject to subclause (3A.4).
- (3A.6) As soon as practicable after the committee makes that determination, the secretary must notify the nominee in writing (including by email or other electronic means) that the committee approved their nomination for acceptance.
- (3A.7) If the nominee accepts their life membership, the secretary must:
- (a) enter or cause to be entered the person's name in the register of members detailing that the person has become a life member and, on

the name being so entered, the applicant becomes a life member of the Club; and

- (b) notify the members of the club in writing, no later than the annual general meeting for that year.

(3A.8) A maximum of three (3) persons can be appointed as life members in each financial year.

(3A.9) All life members of Bankstown Central, Bankstown Collegians, Bankstown City, Bankstown Juniors and Bankstown Cougars automatically become life members of the Club upon the carriage of this constitution.

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) becomes a mentally incapacitated person, or
- (e) Is convicted of an offence of any sexual nature and was over the age of 18 at the time the offence was committed, or
- (f) 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

(6.1) A member of the Club may resign from membership of the Club by first giving to the secretary written notice of at least seven (7) days (or any other period that 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.

(6.2) A member automatically resigns from membership of the club if the person:

- (a) Is a member of the club by virtue of being a coach of the club and gives notice to the secretary that they no longer wish to coach; or
- (b) Is a member of the club by virtue of being a manager or trainer of the club and gives notice to the coach of the team which they are involved in or the secretary of the club, that they no longer wish to remain in their position.

(6.3) If a member of the Club ceases to be a member under subclauses (6.1) and (6.2), 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

- (7.1) The secretary must establish and maintain a register of members of the Club (whether in written or electronic form) specifying the name and postal, residential or email address of each person who is a member of the Club together with the date on which the person became a member.
- (7.2) 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.
- (7.3) The register of members must be open for inspection, free of charge, by any member of the Club at any reasonable hour.
- (7.4) A member of the Club may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- (7.5) 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.
- (7.6) 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.
- (7.7) If the register of members is kept in electronic form:
 - (a) it must be convertible into hard copy, and
 - (b) the requirements in subclauses (7.2) and (7.3) apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

8 Fees and subscriptions

- (8.1) 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.
- (8.2) In addition to any amount payable by the member under subclause (8.1), a member of the Club must pay to the Club an annual membership fee of \$1 or, if some other amount is determined by the committee, that other amount:
 - (a) except as provided by paragraph (b), before the first day of the financial year of the Club in each calendar year, or
 - (b) if the member becomes a member on or after the first day of the financial year of the Club in any calendar year—on becoming a member and before the first day of the financial year of the Club in each succeeding calendar year.
- (8.3) Life members, coaches, trainers and managers are exempt from paying the fees outlined in subclauses (8.1) and (8.2).

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 clauses (3) and (8).

10 Resolution of disputes

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 is to be resolved in accordance:

- (a) the parties to the Dispute must use reasonable endeavours to resolve the dispute by holding good faith discussions;
- (b) if the Dispute is not resolved by good faith discussions in accordance with clause (10.2)(a) above, within two (2) weeks from the start of discussions, a party to the dispute may refer the dispute to the committee by providing notice in writing to the secretary.
- (c) if the dispute is not resolved within two (2) weeks of being referred to the committee in accordance with clause 10(3)(a) above, a party to the dispute may refer the matter to a Community Justice Centre for mediation under the *Community Justice Centres Act 1983*.

11 Disciplining of members

- (11.1) 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 or recklessly acted in a manner prejudicial or contrary to the interests of the Club, or
 - (c) has wilfully or recklessly acted in a manner contrary to the code of conduct and/or spirit of the Club, or
 - (d) has wilfully or recklessly acted in a manner which brings the Club into disrepute.
- (11.2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (11.3) If the committee decides to deal with the complaint, the committee must:
 - (a) cause notice of the complaint to be served on the member concerned, and
 - (b) give the subject member at least seven (7) clear days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
 - (c) take into consideration any submissions made by the subject member in connection with the complaint.
- (11.4) The committee may dismiss the complaint on the papers, if after considering the complaint and any submissions made in connection with the complaint, they are satisfied that the facts alleged in the complaint do not warrant further investigation.
- (11.5) If after considering the complaint and any submissions made in connection with the complaint causes the committee to form the view that the complaint requires further investigation, they must cause the member to attend a committee hearing to investigate the complaint further, and if the complaint is proved, show cause why disciplinary action should not be taken.

- (11.6) A member subject of a disciplinary hearing may be represented by a legal representative.
- (11.7) The committee may appoint a panel, independent to the committee, to determine the outcome of the hearing.
- (11.8) If any committee member or panel member appointed by the committee to determine the outcome of a disciplinary hearing is a relative of a member subject to a disciplinary hearing, they must not adjudicate on the outcome of the hearing and must disqualify themselves from the hearing.
- (11.9) The committee, or a panel appointed by the committee, may by majority 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.
- (11.10) Subject to subclause (11.11) If the committee, or a panel appointed by the committee, expels or suspends a member, the secretary must, within seven (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).
- (11.11) If the committee, or a panel appointed by the committee, expels or suspends a member, during or within one week of finals, the secretary must, within 24 hours 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).
- (11.12) The expulsion or suspension takes immediate effect after notice is given to the member concerned.
- (11.13) An appeal from a decision made under subclause (11.9) shall not act as a stay of the suspension/expulsion subject to subclause (12.6).
- (11.14) A member who is expelled from the club can make a further application for membership no earlier than twelve (12) months after the decision to expel that member was made, unless otherwise determined by the committee.

12 Right of appeal of disciplined member

- (12.1) A member may appeal to the club against a resolution of the committee under clause (11.9), within seven (7) days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (12.2) 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.
- (12.3) Except in the case of an urgent appeal, on receipt of a notice from a member under subclause (12.1), 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.
- (12.4) A member may make an urgent appeal to the club against a resolution of the committee under clause (11.9), within 24 hours after notice of the resolution is served on the member, by lodging with the secretary a

notice to that effect, if the member is a coach or trainer or manager of the Club, and the decision was made during, or within one week of finals.

- (12.5) On receipt of a notice from a member under subclause (12.4), the secretary must notify the committee, which is to convene a general meeting of the club, to be held no later than the third day after the date on which the secretary received the notice, or before the next game of the team which that member is involved in (whichever comes first).
- (12.6) If a general meeting is not convened within the time periods allowed in accordance with subclauses (12.3) and (12.5), then a decision of the committee under subclause (11.9) is suspended until such time that a general meeting is convened.
- (12.7) At a general meeting of the club, convened under subclauses (12.3) and (12.5):
- (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.
- (12.8) The appeal is to be determined by a simple majority of votes cast by members of the club.

Part 3 The committee

13 Duties of the committee

- (13.1) All committee members must exercise their powers and discharge their duties:
- (a) in good faith; and
 - (b) in the best interests of the club; and
 - (c) for a proper purpose.
- (13.2) A committee member must not improperly use their position to:
- (a) gain an advantage for themselves or someone else; or
 - (b) cause detriment to the club.
- (13.3) A person who obtains information because they are, or have been, a committee member must not improperly use the information to:
- (a) gain an advantage for themselves or someone else; or
 - (b) cause detriment to the club.

This duty continues after the person ceases being a member of the club.

14 Powers of the committee

Subject to the Act, the Regulation, this constitution and 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 the functions that 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 the acts and do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of the club.

15 Composition and membership of committee

- (15.1) The committee is to consist of:
 - (a) the office-bearers of the club (the executive committee), each of whom is to be elected at the annual general meeting of the club under clause (15); and
 - (b) a minimum of three (3), and a maximum of seven (7) ordinary committee members, to be appointed by the executive committee under clause (16A).
- (15.2) The total number of executive committee members is to be at least three (3) and must not exceed five (5).
- (15.3) The office-bearers of the club are as follows:
 - (a) the president,
 - (b) the senior vice-president,
 - (c) the treasurer,
 - (d) the secretary, and
 - (e) the assistant secretary.
- (15.4) A committee member may hold up to 2 offices (other than both the offices of president and vice-president).
- (15.5) There is no maximum number of consecutive terms for which a committee member may hold office.
- (15.6) Each member of the committee is, subject to this constitution, to hold office until immediately before the election of committee members at the annual general meeting next following the date of the member's election and is eligible for re-election.
- (15.7) No two relatives are permitted to take a position on the committee unless approval has been sought by three quarters (75%) of the members at a general meeting, by way of secret ballot.
- (15.8) Not more than two relatives are permitted to take a position on the committee.
- (15.9) Executive members shall not hold office whilst simultaneously being a coach or manager of any team involved in a competitive competition.

16 Election of the executive

- (16.1) Nominations of candidates for election as office-bearers of the club:
 - (a) must be made in writing, signed by 2 members of the club not being a relative of the nominee or each other, and accompanied by the written consent of the candidate (which must be endorsed on the form of the nomination), and
 - (b) must be delivered (includes electronic means) to the secretary of the club before the closing date of nominations set by the secretary.
- (16.2) The secretary shall allow at least (7) days for members to submit their nominations for election on the executive.
- (16.3) If insufficient nominations are received to fill all executive positions, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.

- (16.4) If insufficient further nominations are received, any vacant executive positions remaining on the committee are taken to be casual vacancies.
- (16.5) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (16.6) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (16.7) The ballot for the election of executive positions is to be conducted at the annual general meeting by secret ballot.
- (16.8) A person nominated as a candidate for election as an executive of the club must be:
 - (a) a member of the club, or
 - (b) a parent/guardian of a financially registered junior player of the club under the age of 18 years; or
 - (c) a former member who has served a minimum three (3) of the last five (5) years in full, as a club or team official and has not been expelled or serving a suspension from the club pursuant to subclause (11.9).
- (16.9) If two or more relatives have nominated for a position of office, the following shall occur:
 - (a) a vote shall be conducted pursuant to subclause (15.7).
 - (b) if a vote pursuant to subclause (15.7) is not carried, a majority vote by way of secret ballot shall determine which relative is eligible to stand for office.
 - (c) if a vote pursuant to subclause (15.7) is carried, a majority vote by way of secret ballot shall determine which two relatives are eligible to stand for office.
- (16.10) A person elected as an executive of the club shall not hold a position as:
 - (a) a coach of any team involved in a competitive competition; or
 - (b) a manager of any team involved in a competitive competition.

16A Appointment of Ordinary Committee Members

- (16A.1) Ordinary committee members are to be appointed by the elected executive committee of the club.
- (16A.2) The executive committee are to convene within 21 days after the annual general meeting to determine successful nominations of ordinary committee members.
- (16A.3) Applications for appointment as ordinary committee members:
 - (a) must be made in writing, signed by 2 members of the club not being a relative of the nominee or each other and accompanied by the written consent of the candidate (which must be endorsed on the form of the nomination), and
 - (b) must be delivered (includes by electronic means) to the secretary of the club by the date set by the secretary.
 - (c) the secretary is to allow at least (7) days for members to submit their nominations for appointment as ordinary committee members.
- (16A.4) A person applying for appointment as an ordinary committee member must be:
 - (a) a member of the club, or
 - (b) a parent/guardian of a financially registered junior player of the club under the age of 18 years; or

- (c) a former member who has served a minimum three (3) of the last five (5) years in full, as a club or team official and has not been expelled or serving a suspension from the club pursuant to subclause (11.9).
- (16A.5) As soon as practicable after close of applications for the ordinary committee, the secretary must refer all nominations to the executives for determination.
- (16A.6) As soon as practicable after the committee makes that determination, the secretary must:
- (a) notify the applicant in writing (including by email or other electronic means) that the committee approved or rejected their nomination (whichever is applicable); and
 - (b) enter or cause to be entered the successful applicant's names onto the club's website.

17 Secretary

- (17.1) The secretary of the club must, as soon as practicable after being appointed as secretary, lodge notice with the club of his or her email address and other contact details.
- (17.2) It is the duty of the secretary to keep minutes (whether in written or electronic form) of:
- (a) all appointments of office-bearers and members of the committee, and
 - (b) the names of members of the committee present at a committee meeting or a general meeting, and
 - (c) all proceedings at committee meetings and general meetings.
- (17.3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- (17.4) The signature of the chairperson may be transmitted by electronic means for the purposes of subclause (17.3).

18 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.

19 Casual vacancies

- (19.1) In the event of a casual vacancy occurring in the membership of the committee, the executive 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 annual general meeting next following the date of the appointment.
- (19.2) 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) is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- (d) resigns office, or
- (e) is removed from office under clause 20, or
- (f) becomes a mentally incapacitated person, or
- (g) is absent without the consent of the committee from 3 consecutive meetings of the committee, or
- (h) 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
- (i) Is convicted of an offence of any sexual nature, or
- (j) Is convicted of an offence involving the abuse of any minor, or
- (k) 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.

20 Removal of committee members

- (20.1) The Club in general meetings 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.
- (20.2) If a member of the committee to whom a proposed resolution referred to in subclause (20.1) 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 must 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.
- (20.3) A member who is the subject of a resolution for removal has the right to be present at the meeting at which the resolution is considered.
- (20.4) A resolution brought for the removal of a committee member must be signed by at least 5% of voting members, to be considered at a general meeting.

21 Committee meetings and quorum

- (21.1) The committee must meet at least four (4) times in each period of 12 months at the place and time that the committee may determine.
- (21.2) Additional meetings of the committee may be convened by the president or by any office bearer.
- (21.3) 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 before the time appointed for the holding of the meeting (or any other period that may be unanimously agreed on by the members of the committee).
- (21.4) Notice of a meeting given under subclause (21.3) 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.

- (21.5) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (21.6) 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 unless a different day is unanimously agreed upon by the committee.
- (21.7) 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.
- (21.8) At a meeting of the committee:
- (a) the president or, in the president's absence, the vice-president is to preside, or
 - (b) if the president and the vice-president are absent or unwilling to act, one of the remaining members of the committee chosen by the members present at the meeting is to preside.

22 Appointment of Club members as committee members to constitute quorum

- (22.1) If at any time during an adjourned committee meeting, the number of committee members is less than the number required to constitute a quorum for a committee meeting, the existing committee members may appoint a sufficient number of members of the club as committee members to enable the quorum to be constituted.
- (22.2) A member of the committee so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (22.3) This clause does not apply to the filling of a casual vacancy to which clause 19 applies.

23 Use of technology at committee meetings

- (23.1) If the committee unanimously agree, a committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.
- (23.2) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.
- (23.3) subject to subclause (23.1), a quorum is not taken to have been convened unless the members physically attend in person.

24 Delegation by committee to sub-committee

- (24.1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of the member or members of the club that the committee thinks fit) the exercise of any of the functions of the committee that 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.

- (24.2) 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.
- (24.3) A delegation under this clause may be made subject to any conditions or limitations as to the exercise of any function, or as to time or circumstances, that may be specified in the instrument of delegation.
- (24.4) Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- (24.5) 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.
- (24.6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (24.7) A sub-committee may meet and adjourn as it thinks proper.

25 Voting and decisions

- (25.1) 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.
- (25.2) 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.
- (25.3) The committee may act despite any vacancy on the committee.
- (25.4) 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.

Part 4 General meetings

26 Annual general meetings - holding of

The club must hold its annual general meetings:

- (a) within 2 months after the close of the club's financial year, or
- (b) within any later time that may be allowed or prescribed under section 37 (2) of the Act.

27 Annual general meetings - calling of and business at

- (27.1) The annual general meeting of the club is, subject to the Act and to clause 26, is to be convened on the date and at the place and time that the committee thinks fit.

- (27.2) 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 office-bearers of the club,
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (27.3) An annual general meeting must be specified as that type of meeting in the notice convening it.

28 General meetings - calling of

- (28.1) The committee may, whenever it thinks fit, convene a general meeting of the club, being no less than four (4) times each financial year.
- (28.2) The committee must convene at least one (1) general meeting prior to the first official training session for the season.
- (28.3) The committee must, on the requisition of at least 5% of the total number of voting members, convene a special general meeting of the club.
- (28.4) A requisition of members for a special general meeting:
- (a) must be in writing, and
 - (b) must state the purpose or purposes of the meeting, and
 - (c) must be signed by the members making the requisition, and
 - (d) must be lodged with the secretary, and
 - (e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (28.5) If the committee fails to convene a general meeting to be held within 28 days after the 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 general meeting to be held not later than 3 months after that date.
- (28.6) A general meeting convened by a member or members as referred to in subclause (28.4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.
- (28.7) For the purposes of subclause (28.4):
- (a) a requisition may be in electronic form, and
 - (b) a signature may be transmitted, and a requisition may be lodged, by electronic means.

29 Notice

- (29.1) 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 twenty four (24) hours 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.
- (29.2) 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 (29.1), the intention to propose the resolution as a special resolution.

- (29.3) When calling an annual general meeting, the secretary must, at least (14) days before the date fixed for the holding of the 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.
- (29.4) 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 subclause (27.2).
- (29.5) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary, no later than (2) hours prior to the meeting, who must include that business in the next notice calling a general meeting, given after receipt of the notice from the member.

30 Quorum for general meetings

- (30.1) 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.
- (30.2) 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.
- (30.3) 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.
- (30.4) 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.

31 Presiding member

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

32 Adjournment

- (32.1) 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.

- (32.2) 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.
- (32.3) Except as provided in subclauses (32.1) and (32.2), 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.

33 Making of decisions

- (33.1) A question arising at a general meeting of the club is to be determined by:
- (a) a show of hands or,
 - (b) if the meeting is one to which clause 37 applies, any appropriate corresponding method that the committee may determine, or
 - (c) 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 secret ballot - a secret ballot.
- (33.2) If the question is to be determined by a show of hands or secret ballot, a declaration by the chairperson that a resolution has, on a show of hands or by secret ballot, 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.
- (33.3) If the question is to be determined by a secret ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

34 Special resolutions

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

35 Voting at general meeting

- (35.1) On any question arising at a general meeting of the club a member has one vote only.
- (35.2) 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.
- (35.3) Only members and committee members who are not serving a suspension are permitted to vote at general meetings.
- (35.4) 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.

35A Voting at annual general meeting

- (35A.1) At an annual general meeting, only the following members are eligible to vote:
- (a) a committee member;

- (b) any person who has been approved in accordance with clause 3;
- (c) a life member;
- (d) the primary coach of any team in club;
- (e) the primary manager of any team in the club;
- (f) the primary trainers of any team in the club, being:
 - i. one primary trainer for teams u11 and below;
 - ii. two primary trainers for teams u12;
 - iii. three primary trainers for teams u13 and above.

(35A.2) A person is not entitled to vote at any annual general meeting of the club unless all money due and payable by the person to the club has been paid and they are not serving a suspension.

(35A.3) Each eligible person only has one vote.

(35A.4) In the case of an equality of votes, the chairperson of the meeting is entitled to exercise a second or casting vote.

36 Proxy votes not permitted

Proxy voting must not be undertaken at or in respect of any club meeting.

37 Postal or electronic ballots

(37.1) The club may hold a postal or electronic ballot (as the committee determines) to determine any issue or proposal (other than an appeal under clause 12).

(37.2) A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.

38 Use of technology at general meetings

(38.1) A general meeting may at the discretion of the committee be held at two (2) or more venues using any technology approved by the committee that gives each of the club's members a reasonable opportunity to participate.

(38.2) A member of the club who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Part 5 Miscellaneous

39 Insurance

The club may effect and maintain insurance.

40 Funds - source

The funds of the club are to be derived from entrance fees and annual subscriptions of members, grants, donations, fundraising events and other activities and, subject to any resolution passed by the club in general meeting, any other sources that the committee determines.

41 Funds - management

- (41.1) Subject to any resolution passed by the club in general meeting, the funds of the club are to be used solely in pursuance of the objects of the club in the manner that the committee determines.
- (41.2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two (2) authorised signatories.
- (41.3) No two relatives are to both be authorised signatories on any club accounts.
- (41.4) Subject to subclause (41.6) 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.
- (41.5) The club must, as soon as practicable after receiving any money, issue an appropriate receipt.
- (41.6) The treasurer or secretary may retain cash in his or her control not exceeding the amount of five hundred dollars (\$500) if it is reasonably necessary to do so, such as for the operation of the club canteen, or any other club activity.
- (41.7) If funds are retained in cash in accordance with subclause (41.6), then it must be recorded by the treasurer in a book kept for that purpose and that book must be open at all reasonable hours to inspection pursuant to clause 47.
- (41.8) The book must be kept at the same address as the register of committee members.

42 Club is non-for-profit

- (42.1) Subject to the Act and the Regulation, the club must apply its funds and assets solely in pursuance of the objects of the club and must not conduct its affairs so as to provide a pecuniary gain for any of its members.
- (42.2) The club must not enter into any agreement which directly or indirectly provides a pecuniary gain for any member or a relative of any of its committee members unless:
 - (a) it is in the best interest of the club to do so; and
 - (b) the matter has been approved by a majority vote of the club's members at a general club meeting.
- (42.3) If in the process of deliberating on a matter the committee becomes aware, through disclosure or otherwise, that a committee member has an interest in the kind referred to in subclauses (42.2) and (43.1), they must refer the matter to the club members for determination, in accordance with clause (42.2)(b).

43 Disclosure of Interest

- (43.1) If a committee member has a direct or indirect interest in a matter being considered or about to be considered at any meeting, the committee member must, as soon as possible after the relevant facts have come to

the committee member's knowledge, disclose the nature of the interest prior to the matter being decided.

- (43.2) A disclosure by a committee member at a committee meeting, that the committee member or their relative is a member, or is in the employment, of a specified company or other body, or is a partner, or is in the employment, of a specified person, or has some other specified interest relating to a specified company or other body or to a specified person, is a sufficient disclosure of the nature of the interest in any matter relating to that company or other body or to that person that may arise after the date of the disclosure and that is required to be disclosed under subclause (43.1).
- (43.3) Particulars of any disclosure made under this section must be recorded by the committee in a book kept for that purpose and that book must be open at all reasonable hours to inspection by any member of the club on payment of the fee determined by the committee (but not exceeding the maximum fee prescribed by the regulations).
- (43.4) The book must be kept at the same address as the register of committee members and must be open for inspection pursuant to clause 47.
- (43.5) Subject to subclause (42.3), after a committee member has disclosed the nature of an interest in any matter, the committee member must not, unless the committee otherwise determines, be present during any deliberation of the committee with respect to the matter, or take part in any decision of the committee with respect to the matter.
- (43.6) For the purposes of the making of a determination by the committee under subclause (43.5), a committee member who has a direct or indirect interest in a matter to which the disclosure relates must not be present during any deliberation of the committee for the purpose of making the determination, or take part in the making by the committee of the determination.
- (43.7) If a committee member is found to knowingly be in breach of clause (43) that member must be expelled from the club.

44 Distribution of property on winding up of the club

- (44.1) Subject to the Act and the Regulations, in a winding up of the club, any surplus property of the club is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members, or to the Canterbury Bankstown Junior League.
- (44.2) In this clause, a reference to the surplus property of a club is a reference to that property of the club remaining after satisfaction of the debts and liabilities of the club and the costs, charges and expenses of the winding up of the club.

45 Change of name, objects and constitution

An application 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.

46 Custody of books etc

Except as otherwise provided by this constitution, all records, books and other documents relating to the club must be kept in New South Wales:

- (a) at the main premises of the club, in the custody of the public officer or a member of the club (as the committee determines), or
- (b) if the club has no premises, at the club's official address, in the custody of the public officer.

47 Inspection of books etc

(47.1) The following documents must be open to inspection, free of charge, by a member of the club, parent/guardian of any financial player of the club or a financial sponsor 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.

(47.2) A member of the club, parent/guardian of any financial player of the club or a financial sponsor of the club, may obtain a copy of any of the documents referred to in subclause (47.1) on payment of a fee of not more than \$1 for each page copied.

(47.3) Despite subclauses (47.1) and (47.2), the committee may refuse to permit an eligible person to inspect or obtain a copy of records of the club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the club.

(47.4) If the redaction of any document referred to in subclause (47.1) may cure any ailments of the type referred to in subclause (47.3), then the committee must permit eligible persons to inspect or obtain a copy of those documents in redacted form to the extent that is necessary to alleviate the ailments.

(47.5) If the inspection of any of the documents referred to in subclause (47.1) may reveal misconduct on behalf of any member of the club, that is not to be taken as a matter that is referred to in subclause (47.3).

48 Service of notices

(48.1) 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.
- (d) by sending it to their most recent telecommunication/mobile service.

(48.2) 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.
- (d) in the case of a notice sent by telecommunication/mobile service, on the date that it was sent.

49 Junior League and Bulldogs delegated

The executive committee shall appoint two (2) committee members to act as the club's official delegates at meetings held by the junior league and/or their associates, one of which being the secretary unless otherwise agreed by the committee.

50 Financial year

The financial year of the club is from the 1st of November to the 31st of October each year.