

Kincumber Roos Constitution, 27<sup>th</sup> October, 2008

# KINCUMBER ROOS FOOTBALL CLUB INCORPORATED

# CONSTITUTION

**Adopted 27<sup>th</sup> October, 2008**

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# **CONSTITUTION**

- 1. The name of the club shall be KINCUMBER ROOS F.C. INCORPORATED (herein referred to as the CLUB)**
- 2. The CLUB shall be affiliated to the CENTRAL COAST FOOTBALL LIMITED (herein referred to as C.C.F. Ltd)**
- 3. The CLUB colours shall be MAROON and GOLD, the arrangement of which may be decided and changed at any Annual General Meeting (herein referred to as A.G.M.) or Extraordinary Meeting subject to the approval of the C.C.F. Ltd**
- 4. The Home Ground of the CLUB shall be the ground bounded by Avoca Drive, Davies Street and Killuna Drive, Kincumber, known as and referred to as Frost Reserve or such other grounds as may be purchased, gifted or allocated to the CLUB**
- 5. The CLUB shall adopt the laws of football as laid down from time to time by the C.C.F. Ltd**
- 6. The objects of the CLUB shall be :**
  - 6.1 to foster, promote and develop football in the Kincumber and surrounding Districts**
  - 6.2 to acquire, prepare and maintain football grounds and other facilities deemed desirable for the promotion of the objects of the CLUB**
  - 6.3 to print and publish any periodical, brochure, programme or any other promotional material that the CLUB believes desirable for the promotion of the CLUB**
  - 6.4 to control football by adhering to the rules and laws of the game as laid down by the International Football Association (herein referred to as F.I.F.A.) or as amended and approved by the C.C.F. Ltd**
  - 6.5 to give permission for the exclusive, non – exclusive or limited right to use the CLUB name or emblem providing it directly or indirectly benefits the CLUB**

**6.6 to appoint, employ, remove or suspend such manager's, clerks, secretaries, volunteers, workman or other persons as may be necessary or convenient for the purpose of the CLUB and for the promotion of the game**

**6.7 to borrow or raise or secure the payment of money in such manner as the CLUB may think fit and to secure the payment or performance of any debt, contract, guarantee or other engagement incurred or to be entered into by the CLUB in any way and in particular by the issue of debentures, perpetual or otherwise charged upon all or any of the Clubs property (both present and future) and to purchase, redeem or pay off any such securities**

**6.8 in furtherance of the objects of the CLUB to sell, improve, manage, develop, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the CLUB**

**6.9 the income and property of the CLUB whence so ever derived shall be applied solely towards the promotion of the objects of the CLUB as set forth in this Memorandum of Association and no portion thereof shall be paid to, transferred directly or indirectly by way of dividend, bonus or otherwise whosoever, 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 to monies advanced by him / her to the CLUB or otherwise owing by the CLUB or to any Member of the CLUB or other person in return for any services actually rendered to the CLUB**

**6.10 the liability of the Members of the CLUB is limited**

**6.11 every Member of the CLUB undertakes to contribute to the assets of the CLUB in the event of the same being wound up during the time that he / she is a member, for payments of the debts and liabilities of the CLUB contracted before the time at which he / she ceases to be a Member and the costs, charges and expenses of winding up the CLUB and for the adjustment of the rights of the contributors amongst themselves, such amount not to exceed twenty dollars (\$20:00) per Member**

**6.12 if upon the winding up or dissolution of the CLUB there remains after satisfaction of all its debts and liabilities any property or amount whatsoever, the same shall be donated or transferred to some institution/s having similar objects to those of the CLUB**

**6.13 true accounts shall be kept of the sums of money received and expended by the CLUB and the matters in respect of which such receipt and expenditure takes place and of the properties, credits and liabilities of the CLUB and shall be open to inspection by any Office Bearer of the CLUB, or at the discretion of the Executive Committee, by any Member of the CLUB. Once at least every year the**

**accounts of the CLUB shall be examined and the correctness of the balance sheet ascertained by one or more qualified members of a recognised Institute, Association or Body of Accountants**

## **RULES**

### **7. ADMENDENTS TO THE CONSTITUTION**

**The Constitution and Rules may be altered or amended only at an Annual General Meeting (hereinafter referred to as A.G.M.) or Extraordinary Meeting. Any such alterations shall be in writing and reach the Club Secretary not less than twenty one (21) days prior to the A.G.M. or Extraordinary Meeting so that the Club Secretary can give the necessary fourteen (14) days notice to members. A majority of two thirds of the Members present at an A.G.M, an adjourned A.G.M, or an Extraordinary Meeting shall be required before, any alterations or amendments to the Clubs Constitution and / or Rules shall be accepted.**

### **8. MEMBERS INFORMATION**

#### **8.1 Member**

**A Member of the CLUB shall be:**

**8.1.1 any registered financial player of the CLUB who is at least 18 years of age**

**8.1.2 any parent or guardian of a registered financial player of the CLUB**

**8.1.3 any other person who pays an annual subscription which shall be determined at the start of the A.G.M. each year and is paid**

**8.1.4 any Life Member of the CLUB**

**8.1.5 a person not being defined in Section 8 Part 1 clauses, 1, 2, 3 or 4 who is a Coach, Manager or Office Bearer of the CLUB.**

**8.1.6 any other person who in the opinion of the Executive Committee by virtue of his / her interest in the Clubs activities should be regarded as a Member**

**8.1.7 the By-Laws contain the operating procedures of the CLUB and may be altered at any monthly meeting . Any such alterations shall be in writing and reach the Club Secretary not less than fourteen (14) days prior to the meeting. A majority of two**

**thirds of the Members present at the meeting shall be required before, any alterations or amendments to the Clubs By-Laws shall be accepted.**

## **8.2 Membership Fees**

**Annual registration fees shall be decided by the Executive and Management Committee. Registration fees must be paid in full before a player shall be regarded as being a financial player of the CLUB. The Executive Committee shall have the power to alter or waive such subscriptions if it is deemed by the Executive Committee that payment of such would create hardship.**

## **8.3 Discipline of a Member**

**The Executive Committee reserves to itself the right to refuse membership in particular where it is considered the applicant has an undesirable background or in the opinion of the Executive Committee would not benefit the CLUB.**

**If any Member by his /her conduct or by their membership or their association shall be in the opinion of the Executive Committee undesirable as a Member, or if the Executive Committee shall consider that any Member should be excluded permanently or temporarily from the CLUB or from the use of its property or from any part of its activities, then the Executive Committee shall have the power to suspend the membership of such Member permanently or temporarily provided that the Member shall have the right to appeal to Executive Committee decision.**

## **8.4 Right of Appeal by a Disciplined Member**

### **8.4.1 Members Rights**

**A member may appeal against a resolution of the Executive Committee which is passed under RULE 8:3 within seven (7) days after notice of the resolution is served on the Member, by lodging with the Secretary in writing a notice to that effect.**

### **8.4.2 Notice of Appeal Hearing**

**Upon receipt of a notice from a Member under RULE 8.4.1 the Secretary shall within seven (7) days convene a special meeting to hear the appeal**

### **8.4.3 Appeal Hearing**

**At an appeal hearing convened under RULE 8.4.1**

- a) **no business other than the question of the appeal shall be transacted**
- b) **the Executive and the Member shall be given the opportunity to state their respective cases verbally or in writing or both to the Appeals Board.**
- c) **The Appeals Board shall vote on the question of whether resolution should be confirmed, resolved or varied as nominated by the Executive.**
- d) **the decision may be varied by a majority of the Appeals Board.**

**8.5 Period of Membership**

**8.5.1** The period of membership for each member shall be the first day of February in one year to the thirty – first day of January the following year for those Members defined in Section 8 Part 1 clauses 1, 2 and 3.

**8.5.2** From the time of election or appointment until the next immediate A.G.M. for those Members defined in Section 8 Part 1 clause 5.

**8.5.3** For a period of time as deemed necessary by the Executive Committee or until the next immediate A.G.M. whichever period shall expire first, for those Members defined in Section 8 Part1 clause 6.

**8.6 Members privileges**

**Every Member shall be entitled to use the premises of the CLUB and its facilities and to enjoy all the rights and privileges from time to time afforded to Members of the Executive Committee but subject to the strict observance of these rules and compliance with the By – laws of the CLUB for the time being in force and to the directions and orders of the Management Committee**

**9. LIFE MEMBERSHIP**

**Life Membership may be granted to persons who have given outstanding service over a minimum period of five (5) years with the approval of a two – thirds majority of the eligible voters at any A.G.M. No more than two (2) Life members shall be selected during any year. Such persons shall be entitled to a special badge, which will provide entry to all CLUB functions, subject to the payment of any entry fees**

**decided upon by the organising committee and will provide privileges of membership to the CLUB for life.**

## **10. CLUB PATRON**

**A Patron is one who is elected at the A.G.M. He / she shall be entitled to attend all the Clubs committee meetings and speak from the floor but will not have the power to vote unless a committee member. The number of Patrons at any one time shall not exceed three (3).**

## **11. CLUB STRUCTURE**

**11.1 The Office Bearers of the Executive Committee are to number five (5) and shall comprise of :**

- **President**
- **Vice President**
- **Club Secretary**
- **Treasurer**
- **Football Chairperson**

**11.2 THE Management Committee**

**The Office Bearers of the Management Committee excluding the Executive Committee should number up to a maximum of nineteen (19) and shall comprise of;**

- **Registrar**
- **Senior Competition Teams Representative**
- **Junior Competition Teams Representative**
- **Junior Non-Competition Teams Representative**
- **Women's Competition Teams Representative**
- **Fixture Officer**
- **Social Co-ordinator**
- **Web Site Manager**
- **Canteen Manager**
- **Merchandising Officer**
- **Equipment Officer**
- **Cautions Co-ordinator**
- **Delegate to C.C.F. Limited (primary & secondary)**
- **Junior Development Officer**

- **Member Protection Officer**
- **Sponsorship and Marketing Officer**
- **Public Officer**
- **Ground Controller**
- **Liquor Licensee**

### **11.3 Election of Office Bearers**

**At the A.G.M. all Office Bearers of the CLUB shall retire and all retiring Office Bearers shall be eligible for re-election. Any member shall be eligible for election as an Office Bearer of the Executive and/or Management Committee. They shall hold their respective offices until the next A.G.M. following their election unless exceptional circumstances. All appointments to the Executive and Management Committees shall be honorary. Written nominations shall be accepted. The Management Committee of the CLUB shall have the powers to appoint any Member to fill a vacancy. Such appointee shall hold office until the next General Meeting and shall then be eligible for re-election.**

**All contested elections for office shall be decided by secret ballot.**

**The General Meeting reserves the right to refuse appointment of Office Bearer to any person or persons.**

**A person shall be entitled to hold more than one (1) concurrent Office Bearer position on the Executive and Management Committees providing the holding of more than one (1) Office Bearer position is deemed by the Executive Committee to directly or indirectly benefit the CLUB. No one person shall be entitled to hold more than one (1) concurrent Office Bearer position on the Executive Committee.**

### **11.4 Vacation of Office Bearer**

**11.4.1 The position of an Office Bearer shall be vacated if he / she resigns his / her office by notice in writing to the Club Secretary. Where deemed necessary, the Management Committee shall demand that specific audits be conducted by an authorised body, approved by the Management Committee, before accepting the resignation of the Office Bearer.**

**11.4.2 An Office Bearer who, in the opinion of the Executive Committee, is found guilty of conduct detrimental to the good name or reputation of the CLUB may be suspended or removed from office by the Executive Committee, to be endorsed at the following General Meeting. Any such suspension of an Office Bearer shall be effective when the Office Bearer is officially notified and shall remain in force until a final decision is made at the following General Meeting.**

**11.4.3 If any Office Bearer of the Management Committee fails to attend three (3) consecutive –meetings without approval of the Executive Committee, the Executive Committee shall have the right to declare the seat vacant and must notify the said Office Bearer accordingly**

**11.5 Responsibility of the Executive Committee**

**11.5.1 to oversee all the workings of the CLUB**

**11.5.2 to liaise with private individuals and public bodies in regard to sponsorship of monies for the benefit of the Members of the CLUB**

**11.5.3 to deal, at the Presidents discretion, with anything occurring outside the normal running of the CLUB and to report to the next General Meeting**

**11.5.4 to appoint a person to fulfil the position of an Office Bearer of the Management Committee in his / her temporary absence. This temporary appointment shall apply until the appointed Office Bearer returns from their temporary absence or unless Section 8 Part 3 enforced. Any such temporary appointment must be confirmed at the next General Meeting.**

**11.6 Responsibility of the Executive and Management Committee**

**The control and management of the CLUB shall be in the hands of the Executive and Management Committee and without limiting the generality of such management control, it shall have in particular the following powers.**

**11.6.1 maintain a set of By-Laws on the running of the CLUB.**

**11.6.2 to manage, control and maintain all building works and conveniences, which in the opinion of the Executive and Management Committee shall be necessary for the purpose of the CLUB and to the furtherance's of its objects**

**12 CLUB MEETINGS**

**Voting Rights at Meetings**

**only Members defined in Section 8 Part 1 shall be eligible to vote at CLUB meetings**

**if a person satisfies more than one (1) of the criteria for being deemed to be a Member, then that person shall be entitled to one (1) vote only at all Club meetings**

**if a Member defined in Section 8 Part 1 clause 5 ceases to be a Member through having to vacate his / her position at the A.G.M. then that person shall be entitled to vote at the A.G.M.**

**no proxy votes shall be accepted at any Club meetings**

#### **Quorum at Meetings**

<b>A.G.M.</b>	<b>The minimum of three Executive Committee and seven (7) CLUB Members</b>
<b>Extraordinary</b>	<b>The minimum of three Executive Committee and seven (7) CLUB Members</b>
<b>General Meeting</b>	<b>Ten (10) CLUB Members of which 5 must be Office Bearers of the Executive and Management Committee</b>
<b>Management Committee Meeting</b>	<b>8 Office Bearers of the Management Committee of which three (3) must be Office Bearers of the Executive Committee</b>
<b>Executive Committee Meetings</b>	<b>3 Office Bearers of the Executive Committee, of which one (1) must be either President or Club Secretary</b>

#### **Procedure at Meetings**

**At all Meetings the President shall preside and if he / she shall not be present the Vice President shall preside, and if there shall not be a Vice President present, the meeting shall appoint its own Chairperson. The Chairperson shall have a casting vote only otherwise provided within this Memorandum of Association. The procedure shall be such as is usual at meetings of Members of the CLUB and the ruling and decision of the Chairperson on any question of procedure shall be final. The Chairperson shall appoint a secretary at the commencement of each meeting. The secretary shall record and distribute precise minutes of the meeting, with a copy being forwarded to the Club Secretary. Every motion must be seconded. The Chairperson shall have the right to limit the time during which each person may speak. Except as otherwise provided within this Memorandum of Association, the decision of the meeting shall be recorded by resolution and shall be by the majority of votes of those**

**present. The declaration by the Chairperson as to the votes shall be final. Voting shall be by a show of hands, unless a secret ballot is called for or as otherwise provided within this Memorandum of Association.**

#### **Notice to Members of A.G.M. and Extraordinary Meeting**

**The CLUB Secretary shall be responsible to personally notify each Member of the Management Committee**

**The CLUB Secretary shall publish the notice in a newspaper not later than fourteen (14) days clear before the meeting, and provided that in cases where it is considered urgent action is necessary, the notice shall be such as the President shall consider sufficient**

#### **Annual General Meeting**

**The A.G.M. of the CLUB shall be held as soon as possible after the thirtieth (30<sup>th</sup>) day of September and not later than one (1) month from that date. The business of the Meeting shall be as set out in the following agenda:**

##### **Call for Apologies**

##### **Reading of the minutes of the last A.G.M.**

**Adoption of these minutes**

**Reading of Annual Reports**

**Adoption of these Annual Reports**

**Reading of the Annual Balance Sheets**

**Adoption of the Annual Balance Sheets**

**Vacation of all Office Bearers positions**

**Installation of Returning Officers**

##### **Election of Office Bearers**

**12.5.11 Formation of Committees and Sub-committees**

**12.5.12 Election of Alternate Association Delegates (2)**

**12.5.13 Election of Patron(s)**

**12.5.14 Election of CLUB Auditor(s)**

**12.5.15 Election of Life Member(s)**

**12.5.16 Motions of Notice**

**12.5.16 General Business**

**The Executive Committee to be elected at the A.G.M. and the sequence in which voting shall take place is:**

- President**
- Vice President**
- Club Secretary**
- Treasurer**
- Football Chairperson**

**The Management Committee to be elected at the A.G.M. and the sequence in which voting shall take place is:**

**Vacant positions can be appointed at a later date.**

- **Registrar**
- **Senior Competition Teams Representative**
- **Junior Competition Teams Representative**
- **Junior Non-Competition Teams Representative**
- **Women's Competition Teams Representative**
- **Fixture Officer**
- **Social Co-ordinator**
- **Web Site Manager**
- **Canteen Manager**
- **Mercandising Officer**
- **Equipment Officer**
- **Public Officer**
- **Cautions Co-ordinator**
- **Primary delegate to C.C.F. Limited**
- **Secondary delegate to CCF Limited**
- **Sponsorship and Marketing Officer**

**Failure to elect any one of the five (5) Office Bearers who comprise the Executive Committee shall result in the Returning Officers declaring the A.G.M. void. The Returning Officers shall then reinstate the retiring Office Bearers and adjourn the A.G.M. to a date to be fixed. Such other positions as are nominated by the outgoing Management Committee**

### **Extraordinary Meeting**

**Extraordinary Meetings may be convened by the President or by the Management Committee or any ten (10) or more Members to consider any special business concerning or affecting in any way the CLUB or its activities or progress including the passing or alterations of the Constitution or any matter affecting in any way Office Bearers or Members of the CLUB. The meeting shall be held within fourteen (14) days of receipt of request given to the Club Secretary in writing, stating the objects for which the meeting is called and briefly but not substantially the business to be brought before the meeting.**

### **Monthly General Meeting**

**A General Meeting of the CLUB shall be held each month during the football season and thereafter as required. This meeting shall be held on the first Monday of the month or another time as agreed upon by the incumbent committee and shall commence at 7:00pm. or unless advertised /**

**communicated otherwise. The business of the meeting shall be as set out in the following agenda**

- **Apologies**
- **Reading and confirmation of the minutes of the previous meeting**
- **Business arising out of the previous minutes**
- **Correspondence and Secretary report**
- **Reading of Financial Report**
- **Reports by Executive Committee Office Bearers**
- **Reports by other Office Bearers**
- **Reports by Association Delegates**
- **Motions of Notice**
- **General Business**
- **Date of next meeting**

#### **Management Committee Meeting**

**The Management Committee shall hold a regular meeting at least once each calendar month during the football season, on such day or night as from time to time the committee shall determine.**

#### **Executive Committee Meeting**

**The Executive Committee shall hold a meeting when necessary as determined by the President or a quorum of the Executive Committee. The Chairperson at an Executive Committee meeting shall be entitled to a deliberating vote.**

#### **Football Sub-Committee Meeting**

**The Football Sub-Committee shall hold a meeting when necessary as determined by the Chairperson of the Football Committee or a quorum of the Football Sub-Committee**

#### **Appeals Board**

**The appeals Board shall hold meetings as /when required. The Appeals Board shall consist of three (3) members – two (2) members of the Management Committee and a member of the CLUB over the age of 18.**

## **13 FINANCE**

### **13.1 Bank Account**

**The funds of the CLUB shall be banked at such accounts as may be determined from time to time by the Executive or Management Committee in the name of the CLUB, any two (2) of the President, Club Secretary or Treasurer to operate conjointly thereon. Provided that any cheque, bill or any other similar document may be endorsed by any one of the President, Club Secretary or Treasurer or person appointed as aforesaid for the purposes of the payment of such cheque, bill or other document to the credit of the Clubs account.**

### **13.2 Books of Accounts**

**The CLUB shall cause proper books of account and or records to be kept with respect to**

**13.2.1 all sums of monies received and expended by the CLUB and the matter and manner in respect of which the receipt and expenditure takes place.**

**13.2.2 all purchases and disposal of property of any kind of the CLUB**

**13.2.3 the assets and liabilities of the CLUB**

**13.2.4 the books of accounts and relevant records of the CLUB shall be closed no later than the 30<sup>th</sup> day of September in each year and be duly audited by qualified accountant (elected at the previous A.G.M.) in readiness to be presented at the A.G.M.**

### **13.3 Inspection of Books of Account**

**The accounts, books, documents and records of the CLUB shall be available for inspection by any member of the Executive and Management Committee, or at the discretion of the Executive Committee by any Member of the CLUB. All accounts shall be presented and passed for payment at a monthly General Meeting and the minutes of such approval shall be included in the minute book. The Executive Committee shall have the power to authorise payment of only those accounts that cannot be held over for approval until the next General Meeting. Details of these accounts and subsequent payments must be detailed and included in the minute book at the following General Meeting.**