



**BONNET BAY FOOTBALL CLUB Inc.**

Incorporation No. Y0330118

# CONSTITUTION

Adopted 24 June 2008

Amended 9 November 2015

# BONNET BAY FOOTBALL CLUB Inc

## CONSTITUTION

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### PART A – PRELIMINARY

#### 1. NAME

- 1.1 The name of the Association shall be the Bonnet Bay Football Club Inc.
- 1.2 The Association hereafter will be referred to as the Club.

#### 2. OFFICE

- 2.1 The office of the Club shall be situated at Lakewood Reserve, Coolidge Crescent at Bonnet Bay in the State of New South Wales or such other place as the Committee may from time to time require or determine.

#### 3. COLOURS

- 3.1 The colours and uniform of the Club shall be blue, lime green and white.
- 3.2 The colours of the Club may only be changed by special resolution at an Annual General Meeting.

#### 4. OBJECTIVES

The Club's Mission is to create an environment which gives each member the opportunity to be the best player, person and/or citizen they can be. The objectives of the Club are:

- 4.1. to enable members to participate in all facets of the game of football for and on behalf of the Club.
- 4.2. to encourage, develop, teach and facilitate the playing of football by its members.
- 4.3. to promote, take part in and exercise control of games of football for its members.
- 4.4. to enter into any affiliation or alliance with any other person or organisation having compatible objectives with those of the Club
- 4.5. to provide a social environment for members and others to enjoy
- 4.6. to make its clubhouse and other facilities it manages available for hire by members and others in accordance with approvals and agreements with Sutherland Shire Council and others.

## **PART B - MEMBERSHIP**

### **5. MEMBERS**

- 5.1. Any person with an interest in football or other club activities may become a member of the Club.
- 5.2. Every member agrees to be bound by the Constitution.
- 5.3. Every member agrees to be bound and comply strictly with any Policy and/or Code of Conduct that is current and approved by the Committee.

### **6. TYPES OF MEMBERS**

- 6.1. A person who registers to play football for a team of the Club shall be known as a 'Player Member'.
- 6.2. A person who has personal responsibility for a player member under the age of 18 years shall become a member and be known as a 'Parent or Guardian Member'. A maximum of 2 persons representing a particular player member under the age of 18 years may become a member in this way.
- 6.3. A person who joins the Club to support its activities shall become a member and be known as a 'Social Member'
- 6.4. Any other person who becomes a member, including a person (not being a player or parent/guardian member) who is elected to the Committee shall be known as an 'Ordinary Member'.
- 6.5. The Committee may establish other membership types for groups that utilise club facilities for specific purposes.

### **7. ADMISSION OF MEMBERS**

- 7.1. Any person who wishes to be admitted as a member of the Club shall do so each year using the prescribed method approved by the Committee from time to time.
- 7.2. All applications for membership are to be made or renewed by the final official annual registration day as advertised on the club's website. Late applications may be accepted at the sole discretion of the Committee.
- 7.3. A person may be admitted or renewed as a member of the Club at the sole discretion of the Committee and on such terms and conditions as deemed appropriate.
- 7.4. A person who is a member of the Club shall have their name recorded in the Club records.

### **8. ADMISSION OF LIFE MEMBERS**

- 8.1. Any member may be nominated to become a life member of the Club. The eligibility criteria and process for such nomination and the consideration of such nominations shall be set out in the Club Policies.
- 8.2. Any recommendation for life membership may only be ratified at an Annual General Meeting or any such other meeting as determined by the Committee.
- 8.3. Election of a life member shall require a two-thirds majority of the vote of eligible members present. 8.4 Life members may be entitled to such privileges as deemed appropriate by the Committee in addition to the discount shown in clause 9.3.

## **9. FEES PAYABLE BY MEMBERS**

- 9.1. Any person who wishes to be admitted as a member of the Club shall also pay any prescribed fees for each type of member as determined and approved by the Committee.
- 9.2. Any person must pay any prescribed fees within any time periods determined by the Committee.
- 9.3. No club fees are payable by any member who has been awarded life membership of the Club. Such members may however be required to pay any fees covering association registration, insurance and match fees.
- 9.4. No fees are payable by any parent/guardian members who are not player members.

## **10. TERMINATION OF MEMBERSHIP**

- 10.1 A person ceases to be a member of the Club if that person:
  - 10.1.1 dies;
  - 10.1.2 resigns that membership pursuant to these rules
  - 10.1.3 is suspended or expelled by the Committee
  - 10.1.4 being a player member who without approval of Committee plays for another Club
  - 10.1.5 has not paid any prescribed fees within any specified time periods determined by the Committee.
- 10.2 A member may resign membership of the Club by doing so in writing to the Secretary.
- 10.3 A right, privilege or obligation that a person has by reason of being a member is not capable of being transferred to another person and terminates upon cessation of the person's membership.

## **PART C – THE EXECUTIVE COMMITTEE**

### **11. THE EXECUTIVE COMMITTEE**

The Executive Committee (“Committee”) of the Club shall control and manage the affairs of the Club and be referred throughout this Constitution as the Committee.

### **12. CONSTITUTION AND MEMBERSHIP TO COMMITTEE**

12.1. The Committee shall consist of from 5 to 9 members including the office bearers of the Club with the number determined by the members present at the Annual General Meeting. At least one of these members must represent the interests of the player members each of whom shall be elected at the Annual General Meeting of the Club.

12.2. The office-bearers of the Club shall be:

12.2.1 President

12.2.2 Senior Vice President

12.2.3 Junior Vice President

12.2.4 Secretary

12.2.5 Treasurer

12.3. The positions of office-bearers may be amended as considered necessary. Such amendment of an office bearer position may only be approved at an Annual General Meeting or a Special General Meeting.

12.4. Each member of the Committee shall hold office until the conclusion of the Annual General Meeting following the date of the member’s election but such a member shall be eligible for re-election in the following year.

### **13. ELECTION OF COMMITTEE MEMBERS**

13.1 Nominations of candidates for election as office-bearers of the Club or as members of the Committee shall:

13.1.1 be made in writing, and

13.1.2 signed by 2 members of the Club; and

13.1.3 accompanied by the written consent of the candidate (which may be endorsed on the form of nomination)

13.2 If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held. The ballot for the election of office-bearers and members of the Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the present Committee may direct.

## **14. POWERS & RESPONSIBILITIES OF COMMITTEE**

- 14.1 The Committee, subject to the provisions of the Club Incorporation Act of 1984 (the Act) and related regulations, these rules and to any resolution passed by the Club in general meeting, shall have the power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Club
- 14.2 The Committee in addition to any general power under these rules may do such other lawful things as appear to be incidental or conducive to the objects of the Club including but not limited to:
- 14.2.1 take over any assets and liabilities of any nature
  - 14.2.2 appoint representatives to any other association, company, club or body in the State of New South Wales or elsewhere
  - 14.2.3 acquire, sell, mortgage or exchange any property whether real or personal including but not limited to purchase, lease, exchange and/or demise.
  - 14.2.4 obtain and hold any rights, licences, concessions, privileges, official powers or other authorities
  - 14.2.5 provide and maintain any soccer ground within the Sutherland Shire or elsewhere
  - 14.2.6 provide and maintain club houses and other buildings, facilities or structures to be used by members and other persons for either payment or otherwise
  - 14.2.7 provide and maintain any kind of equipment, vehicles, furniture and other objects that may be required for use in connection with the Club
  - 14.2.8 buy, prepare, make, supply, sell or deal in all kinds of refreshments required or used by members or other persons frequenting the grounds, premises or events of the Club
  - 14.2.9 execute any trusts or other agency agreement
  - 14.2.10 print and publish any newspaper, website media, periodicals, books, programs or leaflets
  - 14.2.11 hire, employ or obtain the services of qualified instructors or other person to provide instruction, training or assistance to teach the principles of football
  - 14.2.12 facilitate members obtaining any licence or licences or endorsements to become qualified managers, coaches, trainers, referees or other type of football official
  - 14.2.13 prosecute or defend any suits, applications, actions and/or proceedings before any court or tribunal however constituted.

## **15. SECRETARY**

- 15.1 The Secretary of the Club as soon as is practicable after being appointed as Secretary, is to lodge notice with the Club of his or her address and shall:
- 15.1.1 keep minutes of all appointments of office-bearers and members of the Committee
  - 15.1.2 record the names of members of the Committee present at a committee meeting or a general meeting



- 15.1.3 keep minutes of all proceedings at committee meetings and general meetings.
- 15.1.4 present the annual report;
- 15.1.5 conduct all correspondence and file all documents connected with the Club;
- 15.1.6 have control of the property of the Club
- 15.1.7 act as a delegate of the Club at meetings of the Sutherland Shire Football Association (hereafter referred to as SSFA)
- 15.1.8 other duties as set out in the relevant Job Description approved by the Committee.

## **16. TREASURER**

- 16.1 The Treasurer of the Club shall:
  - 16.1.1 ensure that all money due to the Club is collected and received
  - 16.1.2 ensure that all payments authorised by the Club are made; and
  - 16.1.3 keep correct books and accounts showing the financial affairs of the Club including full details of all receipts and expenditure connected with the activities of the Club.
  - 16.1.4 other duties as set out in the relevant Job Description approved by the Committee.

## **17. CASUAL VACANCIES**

- 17.1 The Committee may fill casual vacancies with an eligible member of its choice. For the purposes of these Rules, a casual vacancy in the office of a member of the Committee occurs if the member -
  - 17.1.1 dies;
  - 17.1.2 ceases to be a member of the Club;
  - 17.1.3 becomes an insolvent under administration within the meaning of Corporations Law;
  - 17.1.4 resigns office by notice in writing given to the Secretary;
  - 17.1.5 is removed from office under rule 18;
  - 17.1.6 becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
  - 17.1.7 is absent without the consent of the Committee from all meetings of the Committee held during a period of 3 months.

## **18. REMOVAL OF COMMITTEE MEMBER**

- 18.1 The Club in a general meeting may by resolution remove any member of the Committee from the office held before the expiration of the member's term of office and / or may by another resolution appoint another member to hold office until the expiration of the term of office of the other members.
- 18.2 The member of the Committee to whom a proposed resolution in rule 18.1 relates to, may make written representations or oral submissions to the members at the general meeting prior to a vote being taken on the issue.

## **19. DISCIPLINING MEMBERS**

- 19.1 The Committee may on complaint or at its own volition require a member to appear before a Committee meeting and be given the opportunity to respond to any issue relating to the possible discipline of that member of the Club. In the case of a member under the age of 18 years that person is to be accompanied by a parent/guardian member of their choice.
- 19.2 The Committee may discipline that member following that meeting where it is of the opinion that the member has:
- 19.2.1 brought the game of football or the name of the Club into disrepute; or
  - 19.2.2 not conducted him or herself in accordance with the policies and/or code of conduct of the Club and/or the constitution of the SSFA or any other governing body; or
  - 19.2.3 persistently or willfully acted in a manner prejudicial to the interests of the Club
- 19.3 Where the Committee is of the opinion that a member of the Club has so acted they may, by resolution:
- 19.3.1 take no further action other than to make a formal note in the records of the Club;
  - 19.3.2 place such conditions and / or restrictions on that member and his or her membership as the Committee considers appropriate in the circumstances
  - 19.3.3 suspend the member from membership to the Club for a specified period of time
  - 19.3.4 expel the member from the Club
- 19.4 The Committee must as soon as possible notify the member in writing of the relevant facts, reasons and decision made. Such notification must also include reference to the member's right to appeal that decision pursuant to rule 20.

## **20. RIGHT OF APPEAL**

- 20.1 A member who is aggrieved by a disciplinary decision made by the Committee may appeal against the disciplinary resolution of the Committee to the Club in a special meeting of at least three (3) members consisting of either life members and/or past Club presidents.
- 20.2 Written notice of an intention to appeal must be received by the Secretary within seven (7) days of the aggrieved member being notified of the decision of the Committee.
- 20.3 The Secretary shall arrange for a special meeting of at least three (3) members consisting of either life members and/or past Club presidents to be held no later than fourteen (14) days from the date of receipt of a notice of intention to appeal from an aggrieved member.
- 20.4 The Secretary shall provide to each member of the special meeting a copy of the written notice given pursuant to rule 19.4 and the aggrieved member may provide written representations or make oral submissions to those members at the special meeting concerning the disciplinary matter prior to a poll being taken as to whether to confirm, vary or revoke the decision of the Committee.

## **21. COMMITTEE MEETINGS AND QUORUM**

- 21.1 The Committee shall meet at least four (4) times in each period of 12 months at such place and time as the Committee may determine. Additional meetings of the Committee may be convened by the President or by any office bearer of the Club.
- 21.2 Notice of a meeting of the Committee shall be given by the Secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the Committee) before the time appointed for the holding of the meeting.
- 21.3 Such notice of a meeting shall specify the general nature of the business to be transacted at the meeting. No other business shall be transacted at the meeting, except that which the committee members present at the meeting unanimously agree to treat as urgent.
- 21.4 Any three (3) members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee. No business shall be transacted by the Committee unless a quorum is present. If within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the same day in the following week (or such earlier date as may be agreed). If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- 21.5 At a meeting of the Committee the President (or in his/her absence, the Senior Vice-President) shall preside. If neither are present or willing to so act such other of the remaining office-bearers of the Club as may be chosen by the members present at the meeting shall preside.

## **22. DELEGATION BY COMMITTEE TO SUB-COMMITTEE**

- 22.1 The Committee may, by instrument in writing and on such terms and conditions as it thinks appropriate, delegate to one or more sub-committees (consisting of such member or members of the Club as the Committee thinks fit) such functions of the Committee as are specified in the instrument. The Committee however may not delegate the power of delegation or a function, which is a duty imposed on the Committee by the Act or by any other law.
- 22.2 The sub-committee may exercise any function in accordance with the terms of the delegation. Notwithstanding any delegation under this rule, the Committee may still continue to exercise any delegated function.
- 22.3 The Committee may in writing at any time and at its own discretion revoke the whole or any part of a delegation to a sub-committee.
- 22.4 The Committee must appoint a “Planning for Next Season Sub-Committee” by 15<sup>th</sup> August of each year which will focus on planning issues for the ensuing season until the appointment of a new Committee at the following Annual General Meeting.

## **23. VOTING AND DECISIONS**

- 23.1 Questions arising at a meeting of the Committee (or of any sub-committee appointed by the Committee) shall be determined by a majority of the votes of members of the Committee (or sub-committee) present at the meeting.
- 23.2 Each member present at a 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.
- 23.3 Provided there is an appropriate quorum the Committee may act notwithstanding any vacancy on the Committee.

## PART D - GENERAL MEETINGS

### 24. ANNUAL GENERAL MEETINGS

- 24.1 The Club shall at least once in each calendar year, on or before the 15<sup>th</sup> December, convene an Annual General Meeting of its Members.
- 24.2 The Annual General Meeting of the Club shall, subject to the Act and this rule, be convened on such date and at such place and time as the Committee thinks fit.
- 24.3 In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting shall be -
- 24.3.1 to confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;
  - 24.3.2 to receive from the Committee reports upon the activities of the Club during the last preceding Financial Year (defined as period commencing 1 October in any year and ending on 30 September in the following year)
  - 24.3.3 to receive the financial statement;
  - 24.3.4 to elect members of the Committee;
  - 24.3.5 to consider any amendments to the Guiding Policies of the Club;
  - 24.3.6 to consider any amendments to the Code of Conduct of the Club;
  - 24.3.7 to deal with any business or motion of which due and proper notice has been given in accordance with these Rules.
  - 24.3.8 to deal with such other business as may be accepted by a majority of members present at the meeting; and
  - 24.3.9 to receive and consider the statement, which is, required to be submitted to Members pursuant to section 21.6 of the Act.
- 24.4 An Annual General Meeting shall be specified as such in the notice convening it.

### 25. VISITORS

- 25.1 The Committee may admit or exclude visitors from any meeting as it sees fit.
- 25.2 Any visitor may address the meeting upon invitation from the Chairman with the consent of the majority of the members present.
- 25.3 No visitor shall have the right to vote at any meeting.

## **26. NOTICE**

- 26.1 The Secretary shall, at least 14 days before the date fixed for the holding of the general meeting, (or 21 days before in the case of a special resolution) cause a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting to be notified to each member. Such a notice circulated by electronic mail, on the club's website or similar club journal will be deemed sufficient notification to all members.
- 26.2 No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an Annual General Meeting, business that may be transacted pursuant to rule 24.3.
- 26.3 A Member desiring to bring any business or motion before a general meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the Member.

## **27. PROCEDURE**

- 27.1 No item of business shall be transacted at a general meeting unless a quorum of at least ten (10) members entitled under these Rules to vote is present during the time the meeting is considering that item.

## **28. PRESIDING MEMBER**

- 28.1 The President or, in the President's absence, the Vice-President, shall preside as chairperson at each general meeting of the Club.
- 28.2 If the President and the Vice-President are absent from a general meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.
- 28.3 The chairperson has the power to remove an abusive and/or inappropriately disruptive member from a meeting.

## **29. ADJOURNMENT**

- 29.1 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place. Where a general meeting is adjourned for 14 days or more, the Secretary shall give further notice in accordance with rule 26.1.
- 29.2 Except as specifically provided by these rules, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

### **30. MAKING OF DECISIONS**

- 30.1 A question arising at a general meeting of the Club shall be determined on a show of hands members present in person or by proxy at the meeting.
- 30.2 A declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 30.3 At a general meeting of the Club, a poll may be demanded by the chairperson or by not less than 3 members present in person or by proxy at the meeting.

### **31. SPECIAL RESOLUTION**

- 31.1 A special resolution of the Club requires it to be passed by a majority which comprises not less than three-quarters of such members of the Club present at the meeting and being entitled under these rules so to do, vote in person or by proxy at a general meeting.
- 31.2 A special resolution requires not less than 21 days' written notice specifying the intention to propose the resolution as a special resolution.

### **32. VOTING**

- 32.1 Upon any question arising at a general meeting of the Club a member has one vote only.
- 32.2 All votes shall be given personally or by proxy but no Member may hold more than five (5) proxies.
- 32.3 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.
- 32.4 For this purpose the Parent/Guardian Member is deemed to have the automatic proxy of the associated player Member. Regardless of the number of Player Members associated with a Parent/Guardian Member, each Parent/Guardian Member can cast only one vote.
- 32.6 A Member or proxy is not entitled to vote at any general meeting of the Club unless all money due and payable by the Member or proxy to the Club has been paid.

### **33. APPOINTMENT OF PROXIES**

- 33.1 Each member over the age of 18 years shall be entitled to appoint another member over the age of 18 years as his or her proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- 33.2 The notice appointing the proxy shall be in such form as the Committee may decide from time to time.

## PART E – MISCELLANEOUS

### 34. INSURANCE

- 34.1 The Club shall effect and maintain insurance pursuant to section 38 of the Act.
- 34.2 In addition to the insurance required under rule 34.1, the Club may effect and maintain such other insurance as the Committee considers appropriate.

### 35. FUNDS - SOURCE

- 35.1 The funds of the Club may be derived from any lawful source including but not limited to annual subscriptions or levies on Members, donations, sponsorship, advertising and hire fees on any building.
- 35.2 All money received by the Club shall be deposited as soon as practicable and without deduction to the credit of the Club's bank account.
- 35.3 The Club shall, as soon as practicable after receiving any money, issue an appropriate receipt.

### 36. FUNDS - MANAGEMENT

- 36.1 Subject to any resolution passed by the Club in general meeting and subject to these Rules, the funds of the Club shall be used in pursuance of the objects of the Club in such manner as the Committee determines.
- 36.2 The assets and income of the Club shall be applied solely in the furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the Club including by way of profit, gain or dividend except as bona fide compensation for services rendered or expenses incurred directly on behalf of the Club.
- 36.3 All cheques, electronic funds transfers and other negotiable instruments must be authorised and/or signed by two (2) members of the Committee or members or employees authorised to do so by the Committee.
- 36.7 Funds which are surplus to the Club's requirements may be retained to meet any future obligations.
- 36.8 Such surplus funds as may exist from time to time may also be invested in a fund approved by the Committee.

### 37. ACCOUNTS

- 37.1 Accounts properly recording all money received and expended by, or on behalf of the Club, and the circumstances under which such money has been received or expended by or on behalf of the Club, and a register of the assets and liabilities of the Club shall be retained by the Club and shall be available for examination by a member as prescribed in Rule 42.



- 37.2 Financial statements carried to the last day of September in each calendar year shall be prepared and, where applicable, submitted to the Club's auditors for examination and report.
- 37.3 The accounts, audited where applicable, shall be reproduced in the Club's Annual Year Book which yearbook shall be distributed via the club's website and made available to the members not less than three (3) days prior to the Annual General Meeting.

### **38. LEVIES**

- 38.1 The Club may, at any time, make a levy on any class of members of the Club for the purpose of meeting particular expenses or expenditure of the Club. Such levies may be raised on individual members or members of a particular team whose actions have caused an unexpected expense of the Club.
- 38.2 Any such levy or levies shall -
- 38.2.1 be determined and apportioned solely by the Committee;
  - 38.2.2 be calculated on the basis of expenses or expenditure incurred by the class of Members in pursuance of the objects of the Club;
  - 38.2.3 become payable at such time and place as may be determined by the Committee;
- 38.3 Any levy obtained shall be reported to Members at the next succeeding Annual General Meeting as part of the Committee's reports.

### **39. ALTERATION OF OBJECTS, RULES & GUIDING POLICIES**

- 39.1 This Constitution and these Rules may be altered, rescinded or added to only by a special resolution of the Club.
- 39.2 The Guiding Policies, Code of Conduct and any Statement of Objects may be altered, rescinded or added to only with the approval of a two-thirds majority of the votes of the members present and eligible to vote at a general meeting.

### **40. COMMON SEAL**

- 40.1 The common seal of the Club shall be kept in the custody of the Secretary.
- 40.2 The common seal shall not be affixed to any instrument except by the authority of the Committee and the signatures of 2 office bearers shall attest the affixing of the common seal.

### **41. CUSTODY OF BOOKS, ETC.**

41. Except as otherwise provided by these Rules, the Secretary shall keep in his or her custody or under his or her control all records, books and other documents relating to the Club.

## **42. INSPECTION OF BOOKS ETC.**

- 42.1 The records, books and other documents of the Club shall be open to inspection, free of charge; by a member of the Club at any reasonable hour provided that at least 48 hours prior notice of such requirement for inspection is given to the Secretary.

## **43. AUDIT**

- 43.1 An auditor may be appointed by the Club at a general meeting of the Club and, unless such auditor resigns or is removed from office by resolution of the Committee, shall remain in office until the next succeeding Annual General Meeting. Under the Act an auditor must be approved in certain circumstances.

## **44. INDEMNITY**

- 44.1 If any prosecution, action or suit at law is commenced against any member of the Committee or any other officer, servant or agent of the Club for anything done by them in the proper discharge of their duties such person or persons shall be indemnified by the Club for all damage, costs and expenses which may be incidental to, or result from such prosecution, action or suit at law and the Club shall be empowered to apply the property and funds of the Club for such purposes.
- 44.2 No member of the Committee or other officer of the Club shall be liable for the acts, receipts, neglects or defaults of any other member of the Committee or other officer or for joining in any receipt or other act for the sake of conformity or for any loss or expense happening to the Club through the insufficiency or deficiency of title of any property acquired by order of the Committee for or on behalf of the Club in or upon which any money of the Club shall be invested or for any loss or damage arising from bankruptcy, insolvency or tortious act of any person with whom any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his or her respective office or in relation thereto, unless the same shall happen through his own act or willful default.

## **45. CODE OF CONDUCT**

- 45.1 The Code of Conduct shall be developed by the Committee for approval by the members under rule 39.2.
- 45.2 The Code of Conduct shall be readily available for viewing either within the clubhouse or on the Club's web- site.

## **46. GUIDING POLICIES**

- 46.1 The Guiding Policies shall be developed by the Committee for approval by the members under rule 39.2.
- 46.2 The Guiding Policies shall be readily available for viewing either within the clubhouse or on the Club's web- site.

**47. AFFILIATION**

- 47.1 Affiliations shall be made each year to the SSFA and through it to Football NSW Limited.
- 47.2 The whole or any part of the SSFA constitution shall form part of these Rules.
- 47.3 In the event of any inconsistency between these Rules and the SSFA constitution, then the latter shall prevail.
- 47.4 Affiliations or memberships may also be made with other relevant bodies.

***END OF DOCUMENT***