

MARBLE RANGE FOOTBALL CLUB



INCORPORATED



CONSTITUTION AND RULES

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CHAPTER 1: IDENTITY

Name

1. The Club shall be called the “Marble Range Football Club Incorporated.”

Objects

2. The objects of the Club are:
 - a. To promote and develop the sport of Australian Rules Football within the local community, and to develop individual and team skills and understanding of the sport
 - b. To provide facilities for the promotion, recreation and social enjoyment of members
 - c. To provide a forum for competitive and enjoyable participation in Australian Rules Football, and to promote and uphold the best practices of sportsmanship
 - d. To strengthen community well-being and community spirit

Powers

3. The Club shall have the powers conferred by the Act, subject to the following restrictions:
 - a. The Club may purchase or take on lease any lands, buildings, easements or property which may be required for, or will assist in, the achievement and promotion of the objects of the Club;
 - b. The Club may hire and employ persons as is necessary or convenient for the achievement and promotion of the objects of the Club;
 - c. The Club may invest and deal with the monies and properties of the Club in such manner as determined by the Management Committee;
 - d. The Club may borrow or raise money to such an extent and in such manner as determined by the Management Committee

Club Colours

4. The colours of the Club shall be Black and White. Insofar as it is consistent with the requirements of the SANFL and any relevant football league, the Club uniform shall be either a Black and White vertical stripe jumper OR Black jumper with White V neck with black shorts and black socks.

Affiliation

5. The Club shall be affiliated with the Port Lincoln Football League Incorporated.
6. If any amendment to this Constitution is required to maintain consistency with the directives and requirements of the Port Lincoln Football League Incorporated, the Secretary shall propose a motion of amendment. Subject to the requirements of this Constitution, that motion shall be considered by the membership at an Annual General Meeting or Special General Meeting.

CHAPTER II: MEMBERSHIP

Membership

7. Membership of the Club shall be open to all bona fides applicants who are willing to uphold the objects and rules of the Club.
8. Membership of the Club may be granted by the Management Committee following an application in writing on the prescribed form. ~~Every candidate for membership shall be nominated by an existing member.~~
9. The Management Committee shall have due consideration for the character and antecedents of any applicant for membership, and such an application may be refused by a majority vote by Management Committee
10. Subject to 7,8,9 above new membership will become effective upon payment of the subscription fee.
11. The subscription fee shall be due annually, and shall be determined by the Management Committee and ratified at the Annual General meeting or Special General Meeting each year.

Classes of Membership

12. The classification of members shall be:
 - a. **General Club Members:** General Club Members are those members whose application has been approved by the Management Committee, and who have paid the subscription fee and are at least 18 years of age. General Club Members shall have full voting rights.;
 - b. **Life Members:** General Club Members who have been nominated for and approved for Life Membership, subject to the following requirements:
 - i. The member must have rendered an minimum of 15 years of outstanding service to the Club to be eligible for nomination for Life Membership
 - ii. The Management Committee shall call for written applications for Life Membership, on the 1st of June and which shall close no later than on the 31st of August July each- year.

- iii. The nomination and seconding to Life Membership is a function of the Management Committee only, and a special meeting shall be held to consider such nominations.
- iv. If any nomination receives two negative votes at the special meeting, or at any subsequent special meeting, that nomination shall be defeated.
- v. The vote for all Life Memberships shall be conducted by secret ballot, and all members present shall vote.
- vi. ~~No more than two Life Memberships may be granted in any one year.~~
Except under clause 12b viii, no more than two Life Members shall be granted in any one year.
- vii. If any Management Committee member is nominated for Life membership they shall not be present during consideration of any nomination

A successful nominee shall be presented with a Life Membership Badge, and shall henceforth have their annual subscription fee waived.

~~eviii. Player Life Membership:~~ Any player playing a minimum of 250 ~~senior~~ games for the Club, including Association Representative games, shall be ~~considered to receive automatically nominated for~~ Life Membership. Subject to approval by the Management Committee under 12b iii and being granted Life Membership under 12b viii, shall be in addition to any nominated Life Membership in the given year. A successful nominee shall be presented with a Life Membership Badge, have their annual subscription fee waved and have full voting rights.

~~i. A player entitled to Player Life Membership shall be presented with a Life Membership Badge, and shall henceforth have their annual subscription fee waived.~~

~~ii. Any award of a Players Life membership shall be in addition to any nominated Life Members in the given year~~

Resignation of Membership

- 13. A member may resign from membership of the Club by giving written notice to the Secretary of the Club. Any resigning member shall be liable for any outstanding subscriptions which may be recovered as a debt due to the Club.

Expulsion of a Member

- 14. Subject to giving the member an opportunity to be heard and/or to make a written submission, the Management Committee may resolve to expel or suspend a member upon a charge of misconduct detrimental to the interests of the Club

15. Details of the charge shall be communicated to the member at least 14 days before the meeting of the Management Committee at which the matter will be determined. Such notice may require the member to appear at that meeting to answer the charge. If the member so charged fails to attend after having received the said notice, the Management Committee may hear and determine the charge in his or her absence.

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16. The determination of the Management Committee shall be communicated to the member, and in the event of an adverse determination the member shall cease to be a member 14 days after the Management Committee has communicated its determination to the member.
17. It shall be open to the member to appeal the expulsion to the membership of the Club at a general meeting. The intention to appeal shall be communicated to the Secretary of the Club within 14 days after the determination of the committee has been communicated to the member.
18. In the event of an appeal under the above provision, the appellant's membership of the Club shall not be terminated unless the determination of the Management Committee to expel the member is upheld by the members of the Club at the general meeting, after the appellant has been heard by the members of the Club. In such event membership will be terminated on the date of the general meeting at which the determination of the Management Committee is upheld

Register of Members

19. A Register of Members shall be kept and shall be maintained by the Secretary. The register shall contain:
 - a. The name, address and contact details of each member;
 - b. The date on which each member was admitted to the Club;
 - c. The class of the member, and, if relevant, the date on which the member was awarded life membership;
 - d. If applicable, the date and reason(s) for the termination of membership
20. All members shall be entitled to examine any information held on the Register regarding themselves

CHAPTER III: MEETINGS

Annual General Meetings

21. The Annual General Meeting shall be held by the 31st December each year and shall be called by Public Notice.
22. Only those members whose names are on the roll and have paid all outstanding subscription fees due to that date shall be entitled to vote at the Annual General Meeting or any Special General Meetings

23. The Annual General Meeting shall be chaired by the President or Vice President in the absence of the President. If either the President or Vice President is unavailable a Chair shall be elected from those members present.

24. The order of business at the meeting shall be:

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- a. The confirmation of the minutes of the previous Annual General Meeting and of any Special General Meetings held since that meeting;
- b. The consideration of general and financial reports for the year under review, including the Treasurer's Report and the Management Committee's Report;
- c. Election of officers for the ensuring year;
- d. Appoint the Accountant for the following year; and
- e. Any other business requiring consideration by the Club in the general meeting

Special General Meetings

25. A Special General Meeting may be called by the Management Committee whenever it believes it necessary.

26. Upon a requisition in writing of not less than ten (10) members the Management Committee shall, within twenty-one (21) days from the receipt of the requisition, convene a Special General Meeting for the purposes specified in the requisition.

27. Every requisition for a Special General Meeting shall be signed by the relevant members and shall state the purpose of the meeting

Notice of General Meetings

28. Subject to this Constitution, at least 14 days notice of any general meeting shall be given to members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting

29. Where a constitutional amendment is proposed, at least 21 days notice must be given.

Voting at Meetings

30. At all Annual General Meetings and Special General Meetings each member of the Club present at the meeting shall be entitled to one vote

31. Voting by proxy will not be permitted

32. The election of officers shall be by secret ballot

33. The Chairman of any meeting shall have a deliberative vote only.

34. In the event of an equality of votes the motion shall be defeated.

Quorums

35. The relevant quorums for meetings shall be as follows:

- a. In the case of the Management Committee: seven (7)
- b. In the case of Annual General Meetings: twenty (20)
- c. In the case of Special General Meetings: fifteen (15)

Minutes

36. Proper minutes of all proceedings of general meetings of the Club and of meetings of the Management Committee shall be taken, and shall be entered within one month of after the relevant meeting in minute books kept for the purpose.

37. The minutes kept pursuant to this rule must be confirmed by the members of the Club or the members of the Management Committee at a subsequent meeting

CHAPTER IV: OFFICE HOLDERS

Patron

38. There shall be appointed a Patron (or Patrons if deemed appropriate) of the Club. The Patron (or Patrons) shall be appointed annually at the Annual General Meeting.

39. The role of the Patron is to act as the ceremonial head of the Club, to promote the Club in the broader community, and to further the objectives of the Club wherever possible.

President

40. The President is the operational head of the Club, is responsible for the oversight of the daily management of the Club and is charged to ensure the Club is acting in pursuit of its objects. The President shall act as the formal spokesperson of the Club.

41. The President shall be elected bi-annually at the Annual General Meeting for a two year term.

42. The President shall be an ex-officio member of all Club committees except the Selection Committee.

43. The President shall act as Chairman at the Annual General Meetings and Special General Meetings of the Club. If the President is unable to act as Chairman at a particular meeting, the Vice President shall act as Chairman. If the Vice President is unable to act, a Chairman shall be appointed from the floor of the meeting.

Vice-President

44. The Vice-President assists the President in the performance of the Presidents role, and acts as the President's deputy in the President's absence or incapacity.
45. The Vice-President shall be Chairman of the Management Committee

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46. The Vice-President shall be elected bi-annually at the Annual General Meeting for a two year term. The term of the Vice-President shall be staggered with respect to the term of the President, so that the President and the Vice-President shall be elected on alternate years.

Secretary

47. The Secretary has primary responsibility for ensuring that the rules and procedure of the constitution and the Club are followed, and the actions of the Club are consistent with those requirements. The Secretary is also responsible for:
 - a. Taking and maintaining minutes for all Management Committee and General Meetings;
 - b. Maintaining the Roll of Members;
 - c. Conducting correspondence under the direction of the Management Committee;
 - d. Issuing notices and agendas for Management Committee and General Meetings
 - e. Perform other functions as required by the Management Committee
48. The Secretary shall be elected biannually at the Annual General Meeting for a two year term. The term of the Secretary shall be synchronized with the term of the President.

Treasurer

49. The Treasurer shall be responsible for the financial management of the Club. The Treasurer shall:
 - a. Receive monies due to the Club in accordance with the manner provided by the Rules and By-laws and accepted industry best practice
 - b. Pay accounts of the Club upon authorization of the Management Committee.
 - c. Ensure that all cheques and electronic transactions for disbursement shall bear the signature of at least two authorized signees
 - d. Keep account of the income and expenditure of the Club, and submit a monthly abstract thereof to the Management Committee
 - e. Oversee the preparation of the annual financial reports in accordance with Chapter VI Clause 69 & 71 of this constitution to be presented at the Annual General Meeting.

50. The Treasurer shall be elected biannually at the Annual General Meeting for a two year term. The term of the Treasurer shall be synchronized with the term of the Vice President.

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Public Officer

51. The Public Officer shall be responsible for ensuring the Club is acting consistently with statutory requirements. The Public Officer is responsible for ~~ensuring that notification is made to the relevant Government department of change in Public Officer and of any changes to the Constitution of Club, within the prescribed time limits notifying Consumer and Business Services of change in Public Officer and of any changes to the Constitution of the Club within the prescribed time of one month as required by the Act.~~
52. The Public Officer shall be elected at the Annual General Meeting for a one year term.

CHAPTER V: MANAGEMENT COMMITTEE

Object and Membership of the Management Committee

53. The business and general affairs of the Club shall be under the management and direction of the Management Committee, subject to any policies determined by the Annual General Meeting or Special General Meetings.
54. The Management Committee shall consist of the following
- persons: a. The President;
 - b. The Vice-President;
 - c. The Secretary;
 - d. The Treasurer;
 - e. The Football Operations Manager;
 - f. A Senior League Delegate
 - g. A Players Representative
 - h. A Junior Committee Representative;
 - i. A Community Centre Representative;
 - j. A Social Committee Representative;
 - k. A Women's Committee Representative
 - lk. Up to three (3) Three (3) club members but no more than a maximum of 13 committee representatives

55. The President, Vice-President, Secretary, Treasurer, Senior League Delegate and the three club members shall have two year terms on the Management Committee.
56. The three club members and the Senior League Delegate will be elected at the Annual General Meeting. The terms of three club members will be staggered to promote continuity.
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57. The remaining Management Committee members shall have a one year term.
58. If any person holds more than one of the named positions, or a named position becomes redundant, an additional club member shall be elected for the remainder of that term.
59. The Management Committee may remove from their number any member who shall absent themselves from two consecutive meetings without supplying a satisfactory explanation

Powers of the Management Committee

60. The Management Committee shall have the following powers and authorities:
- a. To set policies and rules as required for the management and operation of the club;
 - b. To create By-Laws as may be deemed advisable for carrying out the objects of the Club, and to vary and or rescind such By-Laws. All variations or creation of By-Laws shall be displayed on the Club Notice Board, and shall be added as an appendix to this Constitution.
 - c. To create and appoint sub-committees for the management of club matters, including but not limited to the Social Committee and Junior Committee, and to:
 - i. Appoint a Chairman for that committee;
 - ii. Appoint members of that committee;
 - iii. Determine the terms of reference for that committee;
 - iv. Set policy and directives for that committee;
 - v. Determine the life of that committee;
 - vi. Provide reporting mechanisms for that committee;
 - vii. Delegate appropriate powers to that committee, provided that delegation is in writing and subject to this constitution
 - d. To regulate and control the financial dealings of the Club, including the authorisation of payments by the Club;
 - e. To supervise and direct the investment and management of Club assets
 - f. To employ any person or persons as deemed necessary, and to supervise and direct such persons
 - g. To employ such coaches as is deemed necessary, and to manage the employment contracts of such coaches

- h. To establish policies around good governance of the club, including and particularly in relation to Occupational Health and Welfare, Human Resources, and Risk Management
- i. To call Special General Meetings and Annual General Meetings of the Club;
- j. To delegate any of these powers, excluding the power of delegation; and
- k. To fill any casual vacancies that arise in the Club, including office holders. Such appointment shall be for the remainder of that term.

1. The Management Committee has control and management of the funds and other property of the Association.

- 61. The Management Committee shall report back to the Annual General Meeting outlining its conduct and proceedings in the year under consideration.
- 62. The Management Committee shall have authority to interpret the meaning of these rules and on any other matter relating to the affairs of the Club on which these rules are silent.

Meetings of the Management Committee

- 63. The Management Committee shall meet at least on a monthly basis giving 7 days notice but can meet out of session if required.
- 64. No business shall be transacted without a quorum
- 65. The Vice-President shall be Chairman of the Management Committee. If the Vice President is unable to chair the meeting, the President shall assume the chair, and in his or her absence a member of the Management Committee shall be appointed for that meeting.

The Seal

- 66. The Club shall have a common seal upon which its corporate name shall legibly appear.
- 67. The seal shall not be used without the express authorisation of the Management Committee, and every use of the seal shall be recorded in the minute book of the Club. The fixing of the seal shall be witnessed and signed by any two Management Committee members.

CHAPTER VI: FINANCIAL REPORTING

Financial Year

- 68. The Financial Year shall be ~~determined by the Management~~
Committee from 1st October to the 30th September.

Accounts to Be Kept

69. The Club shall keep and retain such accounting records as are necessary to correctly record and explain the financial transaction and financial positions of the Club in accordance with the Act.

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70. The Treasurer shall be responsible for the maintenance of these records, subject to the oversight of the Management Committee

Annual Report

71. The Treasurer shall oversee the preparation of annual financial reports, utilising the services of a qualified Accountant as appointed at the Annual General Meeting.

72. The Treasurer shall present that annual report to the Annual General Meeting following each financial year.

CHAPTER VII: ALTERATION OF THE CONSTITUTION

Alteration of the Constitution

73. This Constitution may only be altered in accordance with the following provisions

74. Any proposed alteration of the Constitution must be submitted to the Secretary in written form, who shall table a motion for the amendment at the next Annual General Meeting or Special General Meeting. If a Special General Meeting is proposed to deal with the amendment, it must be called in accordance with the provisions on Special General Meetings.

75. For any Annual or Special General Meeting at which a motion for amendment of the Constitution is to be made, at least 21 days Notice must be given. The Secretary must, in that Notice, advise of the proposed amendment and make available copies of the proposed amendment. The Secretary must display a copy of the proposed amendment on the Club Notice Board and Club website, for at least 21 days prior to the meeting.

76. For a proposed amendment to be successful no less than twenty (20) members must be present at the Annual or Special General Meeting at which it is considered, and at least **three quarters** of those members must vote in favour of the amendment.

77. Any alteration of the Constitution shall be registered by the Public Officer with the ~~Relevant Government Department, Consumer and Business Services~~ within one month as required by the Act.

Winding Up

78. The Club may be wound up by "Special Resolution" ~~in accordance with Part 5 Division 1 of the Act.~~

a. Where the rules of the association provide for the membership of the association – a resolution passed at a duly convened meeting of the members of the association if;

ii. At least 21 days written notice specifying the intention to propose the resolution as a special resolution has been given to all members of the association; and

ii. It is passed at a meeting referred to in this paragraph by a majority of not less than three-quarters of such members of the association as, being entitled to do so, vote in person or, where proxies are allowed, by proxy, at that meeting.

79. Distribution of surplus assets must be in accordance with the Act.

Disclosure of Interest

80. A member of the committee having a direct or indirect pecuniary interest in a contract with the association must disclose the nature and extent of that interest to the committee as required by the Act and shall not vote with respect to that contract or proposed contract.

Dispute Resolution

81. This rule applies to dispute between:

i. A member and another member (as members); or

ii. A member and the Association

82. If a dispute arises, the parties must meet and try to resolve the matter within 14 days after the dispute becomes known to all parties.

83. If the dispute is not resolved, the parties may agree to meet again with the help of an independent third person.

84. If the committee is required to make a decision about a dispute, it must act fairly and follow the principals of natural justice.

85. Nothing in this rule prevents a member or former member from applying to the Supreme Court or the Magistrates Court under section 61 of the Act if they believe the Association is acting in an oppressive or unreasonable way.

Rules Shall be Binding

~~86~~0. This Constitution shall bind the Club and every member and officer of the Club to the same extent as if they have respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.