

**The Golden Grove
Football Club
Incorporated**



Constitution
Revised 30th January 2017

<u>CONTENTS</u>	<u>PAGE</u>		
<u>NAME</u>	3	<u>PROHIBITION AGAINST SECURING PROFITS FOR MEMBERS</u>	14
<u>DEFINITIONS</u>	3		
<u>OBJECTIVES</u>	3	<u>WINDING UP</u>	14
<u>POWERS</u>	3	<u>APPLICATION OF SURPLUS FUNDS</u>	14
<u>MEMBERSHIP</u>	4	<u>SPORTING SECTION</u>	14
Types		Nomination of Teams	
Admission		Club Uniform	
Life Members		Selections	
Membership Fees		Neglect or Refusal to Play	
Expulsion of a Member		Coaches	
Privacy		Captain and Vice-Captains	
<u>THE COMMITTEE</u>	6	Unseemly Conduct	
Powers and Duties		Dealing with an Offence	
Appointment		Disciplining Playing Members	
Proceedings		Rescinding Appointments	
Disqualification of a Member		Eligibility for Trophies	
Withdrawals from Bank Accounts		Certificate of Merit	
Petty Cash		Association Delegates	
<u>THE SEAL</u>	11	<u>RULES</u>	16
<u>GENERAL MEETINGS</u>	11	<u>IDEMNITY</u>	17
Annual General Meetings			
Special General Meetings			
Notice of General Meetings			
Proceedings			
Voting			
Poll			
Special and Ordinary Resolutions			
Proxies			
<u>MINUTES</u>	13		
<u>FINANCIAL REPORTING</u>	13		
Financial Year			
Accounts			
Audit			

THE CONSTITUTION AND RULES OF THE GOLDEN GROVE FOOTBALL CLUB INCORPORATED

1. NAME

The name of the incorporated association is “Golden Grove Football Club” referred to herein as “The Club”.

2. DEFINITIONS

- a) “The Football Club” or “The Club” means the Golden Grove Football Club Incorporated.
- b) “Management Committee” means the persons appointed in accordance with these rules.
- c) “Members” means members as defined in accordance with these rules.
- d) “The Act” means the Associations Incorporation Act 1985 (as amended).
- e) “General Meeting” means a general meeting of members of the Football Club convened in accordance with these rules.

3. OBJECTIVES OF THE CLUB

The objectives of the Club shall be:

- (a) To promote and encourage members to play Australian Rules Football.
- (b) To promote, advance and cultivate the game of Australian Rules Football throughout the general community.
- (c) To assist in the educational advancement of the community by means of the development of a sense of fair play and love of sport.
- (d) To encourage, advance and assist in the development of an improved physical standard of fitness in all members of the community, both individually and collectively.
- (e) To provide for the social amenities of the Members of the Club.

4. POWERS OF THE CLUB

The Club shall have all the powers conferred by section 25 of the Act.

5.

MEMBERSHIP

5.1 MEMBERSHIP TYPES

1. The Club shall consist of the following classes of members.
 - (a) Social Members
 - (b) Senior Playing Members
 - (c) Junior Playing Members
 - (d) Life Members
 - (e) Honorary Social Members
2. Any man or woman over the age of eighteen years shall be eligible for election as a social member.
3. Any person under the age of eighteen years, who shall make him/herself available for selection as a player in any of the teams of the Club, shall be eligible for selection as a Junior Playing Member.

A parent or carer of Junior Playing Members are considered to be members for the purposes of voting at Annual General and Special Meetings and for the purposes of complying with the requirements of Liquor Licencing.

Junior Members on reaching eighteen years of age shall take over parental voting rights.
4. All members excluding Honorary Social Members, are eligible to vote at General Meetings provided they are financial two months prior to the meeting.

5.2 ADMISSION OF MEMBERS

1. Playing membership application shall be by way of the relevant Association player's registration forms valid at the date of application and shall be deemed as accepted unless specifically declined by the majority vote of the Management Committee.
2. Social membership application shall be by way of The Clubs application form and will be accepted on majority vote by Management Committee.
3. Any persons temporarily visiting South Australia may be granted Honorary Social Membership by the Management Committee for a period of not more than two months.
4. Any persons affiliated with a visiting Club playing on the day may be granted Honorary Social Membership by the Management Committee for that day only.
5. The Secretaries shall establish and maintain at all times a register showing the full names and addresses of each member, including that of Honorary Members.

6. All private details of members will be kept in confidence and will only be supplied to the appropriate affiliated association for the purposes of registering players and officials.

5.3 LIFE MEMBERS

Life Membership of the Golden Grove Football Club Inc. shall be looked upon as the highest honour bestowed upon any financial members of the Club whose service to the Club has been over a long period in a voluntary capacity whether to a Sporting Section or the Management Committee of the Club. Eligibility under normal circumstances shall be ten years as an official, or on committee. In a playing capacity, eligibility for life membership shall be after 200 senior games.

A combination of any of the above criteria may be accepted in arriving at eligibility. Under exceptional circumstances meritorious service of the highest order for a minimum of six years may be considered in arriving at eligibility.

1). Nomination for Life Membership

Each year during July nominations for Life Membership may be made to the "Life Members Sub Committee" in the following ways:

- a) By any financial Member of the Club or any duly formed Sub-Committees giving details of service and placed in sealed envelope marked "Nomination for Life Membership".
- b) By the Management Committee of the Golden Grove Football Club Inc. giving details of service and placed in sealed envelope marked "Nominations for Life Membership".

The 'Life Members Sub Committee' so appointed shall evaluate such nominations and submit their recommendations to the President of the Club for his or her final endorsement before members are asked to vote on recommended nominations at the Annual General Meeting.

Any Life Members who are elected to the "Life Membership Sub Committee are precluded from making any Life Membership nominations.

2). Privileges of Club Life Membership

All Life members shall be entitled to all privileges of Membership without paying any membership fees for the remainder of his/her life.

5.4 MEMBERSHIP FEES

The Club annual membership fees shall be set each year by the Management Committee prior to registrations opening for the new season.

Committee members are deemed to be Social Members and are entitled to waiver of those fees.

Honorary Social Members are not liable to pay any membership fees.

Management Committee may waive the whole of any part of the subscription of any member if as a result of some unforeseen circumstances such members shall have suffered hardship. Any member who shall have been the subject of such a decision shall be entitled to attend and vote at all meetings of the Club during the year in respect of which the decision was made.

Any member whose subscription is outstanding for more than two months after the due date for payment (as determined by the Management Committee) shall cease to be a member of the Club, provided always that the Management Committee may reinstate such a persons membership on such terms as it sees fit.

Any member may resign his membership by giving written notice thereof to the Club Secretary. Any member so resigning shall be liable for any outstanding subscriptions, which may be recovered as a debt due to the Club.

5.5 EXPULSION OF A MEMBER

1. Subject to giving a member an opportunity to be heard or to make a written submission, the Management Committee shall have the power to suspend for any period or expel any member whose conduct, on or off field, in the opinion of the Committee is detrimental to the interests of the Club, and such member shall:-
 - (a) If suspended, cease to be a member of the Club for the period of the suspension.
 - (b) If expelled, cease to be a member of the Club.
2. In the event of expulsion the subscription for the current year shall not be returned to the member.
3. In the event of suspension or expulsion, the member may appeal the decision by forwarding an appeal in writing to the Club Secretary within seven days of being notified of the suspension or expulsion. The Executive Committee, whose decision shall be final, shall hear the appeal.

6. THE COMMITTEE

6.1 POWERS AND DUTIES

- (a) The affairs and concerns of the Club shall be managed and controlled by the Management Committee, which in addition to any powers and authorities conferred by these rules, may exercise all such powers and do all such things as are within the objectives of the Club, and are not by the Act or by these rules required to be done by the Club in General Meeting.

- (b) The Management Committee has the management and control of the funds and other property of The Club.

Specifically, the Management Committee shall have the power to:-

- 1) Appoint at their discretion, professional and business personnel such as Lawyers, Accountants and Builders to the Management or Sub-Committees. Such personnel shall not have the power to vote at any meeting.
- 2) To engage, hire and dismiss clerks, managers, servants, workers and employees generally and to remunerate them and other persons in return for their services to The Club by way of such salaries, wages, gratuities or pensions as the Management Committee may from time to time decide.
- 3) To establish, promote, or assist in establishing or promoting any other association or club whose objects are in whole or in part similar to the objectives of The Club or the establishment or promotion of which may be beneficial to or further the objectives of The Club.
To subscribe to or become a Member of or associated or amalgamated with any other association or club whose objects are in whole or in part similar to the objectives of The Club or the establishment or promotion of which may be beneficial to or further the objectives of The Club.
- 4) To borrow or raise money either alone or jointly upon such terms and conditions and upon such security if any as The Management Committee shall think fit and in particular by the issue of bonds or debenture stock preferential or otherwise or by mortgage or charge upon all or any of the assets of The Club (both present and future) and to purchase, discharge, redeem, transfer, assign, or otherwise deal with any such securities.
- 5) To sell, improve, manage, let, mortgage, dispose of, take into account or otherwise deal with all or any of the real and personal property of The Club.
- 6) To invest and deal with the monies of The Club not immediately required in such manner and upon such securities (if any) including loaning any such monies to persons or corporations, subject to such terms and conditions as may be determined from time to time by The Management Committee.
- 7) Approve and sign all contracts and agreements entered into by the Club and stamp such documents with the Club's seal as set out in these rules.

- 8) Make such by-laws as may be deemed advisable for carrying out club objectives, and to vary or rescind such laws from time to time as necessary, providing that such by-laws shall not interfere with the rules as written herein, and also providing that notice of motion has been given at a previous meeting of intention to vary or rescind such by-laws.
 - 9) Appoint sub committees for the purpose of investigating matters of special interest to the Club. Such sub committees shall report the results of such investigations to the full Management Committee. The President and the Club Secretary of the Management Committee shall be ex-official members of all sub committees. Members for such sub committees can be opted from any member of the Club.
 - 10) Appoint managers to administer sections that do not warrant a committee being appointed. Such Managers shall be fully responsible for such sections and will carry out all duties as required to properly administer the section and shall report to the Management Committee. Such managers shall not be members of the Management Committee but may, when summonsed, attend to make reports.
 - 11) To support and subscribe as is seen fit by the Management Committee to any charitable, athletic, sporting, or public body.
 - 12) To declare special fundraising days within the oval grounds and/or clubrooms at which all members shall pay an admittance fee if requested.
 - 13) To deposit all funds received from any source on behalf of The Club into the appropriate accounts in the name of the Golden Grove Football Club Inc.
 - 14) Determine the standards of dress and conduct within the premises of the licensed area.
 - 15) To pass for payment or otherwise deal with the accounts submitted to The Club.
 - 16) To do all such acts and things as are incidental or conducive to the attainment of all or any of the above objects.
- (c) The Management Committee shall have authority to interpret the meaning of these rules and any other matter relating to the affairs of the Club on which these rules are silent.
- (d) The Club Secretary shall act as Public Officer for the purpose of the Associations Incorporation Act 1956.

6.2 APPOINTMENT

- (a) The Management Committee shall be comprised of:-
- (1) President
 - (2) Vice President (Sponsorship)
 - (3) Club Secretary
 - (4) Treasurer
 - (5) Senior Football Director
 - (6) Junior Football Director
 - (7) Senior Secretary
 - (8) Junior Secretary
- Up to 12 general Committee members but not less than 6
- (b) A committee member shall be a natural person.
- (c) The Executive Committee of the Club shall consist of the positions one to eight of the Management Committee. They shall decide all urgent issues that cannot wait until next Management meeting. Such decisions must be ratified at the next Management committee meeting. Any long-term policy issues may be formulated by executive committee but must be presented to general committee for decision.

The executive committee positions shall be for two-year terms, changeover to alternate as follows:-

The President, Club Secretary, Junior Secretary and Senior Football Director on one term and the Vice-President, Senior Secretary, Treasurer and Junior Football Director on the other. Should circumstances prevail whereby 2 related positions (President/Vice-president, Senior Football Director/Senior Secretary, Junior Football Director/Junior Secretary) are up for changeover at the same time (i.e. resignation during tenure), the lower ranked position shall be appointed for a 1 year term only i.e. Vice-President, Senior Secretary, Junior Secretary.

All other Management Committee positions are for a one-year term.

- (d) A retiring committee member shall be eligible to stand for re-election without nomination.
No other person shall be eligible to stand for election unless a nomination for the position vacant has been delivered to the Club Secretary no later than seven days prior to the annual general meeting, either by letter or by a nomination form provided by the Golden Grove Football Club committee, signed by the proposer and the nominee (both who must be financial members at the time of nominations).
If no nominations are held for the position, the vacancy can be put to the floor at the Annual General Meeting.
Honorary Social Members are not eligible for nomination.
- (e) Any Committee Member may resign his membership by giving to the Club Secretary notice in writing to that effect. Every such notice shall, unless otherwise expressed, be deemed to take effect immediately. The Management Committee may then appoint a person to fill the casual vacancy, who shall hold

office until the next Annual General Meeting, and shall be eligible for election to the committee without nomination.

6.3 PROCEEDINGS OF COMMITTEE

- (a) The Management Committee shall meet at least monthly between Annual General Meetings, unless the Management Committee vote unanimously in favour to cancel one monthly meeting during the off-season.
- (b) The President shall preside at each Management Committee and General Meeting, but in the event of the President's absence the members present shall appoint a Chairman for the occasion.
- (c) Each of the members of the Management Committee will have the right of one vote at meetings.
- (d) Voting at every meeting, excepting as elsewhere specified shall be determined by a show of hand, unless a ballot or division be demanded by any two members.
- (e) Questions arising at any meeting of the committee shall be decided by majority of votes, and in the event of a tied vote the President shall have a second casting vote. However if this decision is for an amount of more than \$1000.00 and there is a tie of votes then the casting vote is not valid and the decision is to go to the members of the Golden Grove Football Club.
- (f) A member of the committee having a direct or indirect pecuniary interest in a contract or proposed contract with the Club must disclose the nature and extent of that interest to the committee as required by the Act, and shall not vote with respect to the contract or proposed contract.
- (g) A quorum for a meeting of the committee shall be one half of the members of the committee.

6.4 DISQUALIFICATION OF COMMITTEE MEMBERS

The office of a committee member shall become vacant if a committee member is:-

- Disqualified from becoming a committee member by the Act
- Expelled as a member under these rules
- Permanently incapacitated by ill health
- Absent without apology for more than three consecutive meetings in a financial year
- No longer the duly appointed representative of a corporate member

6.5 WITHDRAWALS FROM BANK ACCOUNTS

All withdrawals from Club accounts shall be signed as follows:-

By any two of the following officers - President, Club Secretary, Junior Secretary or Treasurer.

6.6 PETTY CASH

The individual members of the Management Committee of Golden Grove Football Club may at any one time expend not more than \$500.00 on incidental expenses without the express sanction at a Management Committee meeting.

7. THE SEAL

The Club shall have a common seal upon which its corporate name shall appear in legible characters.

The seal shall not be used without the express authorisation of the Management Committee, and every use of the seal shall be minuted. The President of the Club plus one other Executive Committee member shall witness the affixing of the seal.

8. GENERAL MEETINGS

8.1 ANNUAL GENERAL MEETINGS

The Annual General Meeting of the Club shall be held no later than the last day of February each year.

The order of the business at the meeting shall be:

- (a) The confirmation of minutes of the previous annual general meeting and of any special general meeting held since that meeting.
- (b) The consideration of the accounts and reports of the committee and the auditors report.
- (c) The election of committee members.
- (d) The appointment of auditors.
- (e) Any other business requiring consideration by the members on general meeting.

8.2 SPECIAL GENERAL MEETINGS

- (1) The Management Committee may call a Special General Meeting of the Club at any time.
- (2) Upon a requisition in writing stating the purpose of the proposed meeting signed by at least ten (10) financial members, the committee shall within one month of the receipt of the requisition, convene a Special General Meeting for the purpose specified in the requisition.

8.3 NOTICE OF GENERAL MEETINGS

- (1) At least 14 days notice of any general meeting shall be given to members, excluding Honorary Social 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.

- (2) Notice of a meeting at which a special resolution is to be proposed shall be given at least 21 days prior to the date of the meeting.
- (3) The Club shall give a notice to members by way of notice in the local press, Club Newsletter, Club Website and/or usual public place where Club notices are displayed.

8.4 PROCEEDINGS AT GENERAL MEETINGS

- (1) Twenty members present personally or by proxy shall constitute a quorum for the transaction of business at any general meeting.
- (2) If within 30 minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting the members present shall form a quorum.
- (3) The President shall preside at a General Meeting of the Club, but in the event of the President's absence or retirement from the position, the members present shall appoint a Chairman for the occasion.

8.5 VOTING AT GENERAL MEETINGS

- (1) Every Committee Member, Social Member, Life Member, Senior Playing Member and parent of Junior Playing Member shall be entitled to one vote upon every motion at a General meeting, provided they are financial two months prior to the meeting. Honorary Social Members are not entitled to vote on any issue or at any meetings of the Club.
- (2) Subject to these rules, a question for decision at a general meeting, other than a special resolution, must be determined by a majority of members who vote in person or by proxy at that meeting. A special resolution will require a three-fifths majority to be approved.
- (3) Unless a poll is demanded by at least five members, a question for decision at a general meeting must be determined by a show of hands.

8.6 POLL AT GENERAL MEETINGS

- (1) If a poll is demanded by at least five members, it must be conducted in a manner specified by the person presiding and the result of the poll is the resolution of the meeting on that question.
- (2) A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.

8.7 SPECIAL AND ORDINARY RESOLUTIONS

- (1) A special resolution is a special resolution as defined in the Act.
- (2) An ordinary resolution is a resolution passed by simple majority at a general meeting.

8.8 PROXIES

A member shall be entitled to appoint in writing a natural person who is also a member of the Club to be their proxy, and attend and vote at any general meeting of the Club.

9. MINUTES

- 1) Minutes of all proceedings, motions passed and directions from the chair at all general meetings of the Club and of meetings of the committee, shall be recorded. Any member may request to read such minutes.
- 2) The minutes kept pursuant to this rule must be confirmed by the members of the Club or the members of the committee (as relevant) at a subsequent meeting.
- 3) The Chairperson of the meeting at which the proceedings took place shall sign the minutes of meetings.
- 4) Where minutes are signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

10. FINANCIAL REPORTING

- (1) The financial year of the Club shall be a period of 12 months ending 30 September of each year.
- (2) The Club shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Club in accordance with the Act.
- (3) All accounts of the Club shall be audited by an auditor who shall submit the accounts, together with the auditors report on the accounts, the committee's statement and the committees report to the annual general meeting.
- (4) At each general meeting, the members shall appoint a person to be auditor of the Club until the next annual general meeting. If an appointment is not made at annual general meeting, the Management Committee shall appoint an auditor for the current financial year.

- (5) If requested by the Management Committee, it shall receive from the Treasurer a budget for the coming year showing expected income and expenditure. The Management Committee shall then, at their own discretion, on request from the particular section or auxiliary transfer money in instalments as they deem fit.
- (6) The Management Committee reserves the right to cut any sections budget if sufficient funds are not available.

11. PROHIBITION AGAINST SECURING PROFITS FOR MEMBERS

The income and capital of the Club shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the Club.

12. WINDING UP

The Club may be wound up in the manner provided for in the Act.

13. APPLICATION OF SURPLUS FUNDS

- (1) If after winding up of The Club there remains "surplus assets" as defined in the Act, such surplus assets shall be distributed to any charitable or sporting organisation which has similar objects and has rules which prohibit the distribution of its assets and income to its members.
- (2) Such organisations shall be identified and determined by resolution of members in general meeting.

14. SPORTING SECTION

14.1 NOMINATION OF TEAMS

The Committee shall have power to nominate in each or any division or grade (including junior grades) of any Association, League or Organisation with which the section may be affiliated. Should however the committee wish to join any other Association, League or Organisation, approval from the Executive Committee must be first obtained.

The Committee may appoint a manager or managers, other officials and/or sub-committees to administer the affairs of each or any team, but the manager of the sub-committee so appointed shall at all times act under direction of the committee.

14.2 CLUB UNIFORM

The committee shall decide the uniform of the sporting section in all grades, and it shall be compulsory on the part of the players to wear the prescribed uniform, when representing the club in competition.

14.3 SELECTIONS

SENIOR GRADES

Committee shall appoint the appropriate selection panels, and each panel shall consist of not more than five members. In the case of a selector being absent, the remaining selectors have the power to appoint a deputy selector to act in his/her absence. All players to play matches shall be chosen by the Selection Panel.

In the event of a selected player being absent, the Captain shall act on the advice of members of the selection panel if available, otherwise the Captain and Vice Captain shall act on their own judgement.

JUNIOR GRADES

Junior Grades to be selected by Team coach and or Assistant/Team Manager.

14.4 NEGLECT OR REFUSAL TO PLAY

Any player selected to represent the section in any match, who neglects or refuses to play in such a match, without lawful or reasonable excuse (of which the committee shall be the sole judge) may be dealt with as the committee thinks fit. The player may appeal to the Executive Committee under these rules.

14.5 COACHES

Management Committee shall appoint, if required, Coaches for the forth- coming season in any grade it deems fit. Such appointments shall not be for more than a one-year period.

14.6 CAPTAIN AND VICE -CAPTAINS

The Captains and Vice - Captains shall be elected by the Team Coach as he sees fit.

In the event of the Captain or Vice-Captain resigning during the season or being prevented from taking his/her place in the selected team, the coach shall, as early as practicable, appoint either a successor or deputy, whichever is deemed advisable.

14.7 UNSEEMLY CONDUCT

The Captain or an official is required to inform the committee after the occurrence on or off the field of any act of disobedience, bad language, or unseemly conduct of any player or official, that tends to lower the dignity of the Club.

14.8 DEALING WITH OFFENCE

Any player or official reported in accordance with these rules shall be dealt with as the Management Committee may determine.

14.9 DISCIPLINING PLAYING MEMBERS

The Management Committee shall have power to discipline any player or official who shall be found guilty of such conduct which, in the opinion of the committee warrants disciplinary action, and if they consider such member to be unfit to continue as a member they may recommend to the Management Committee that he or she be expelled. If the committee disciplines such a player or official he or she may appeal under these rules.

14.10 RESCINDING APPOINTMENTS

If for the reason during the progress of the playing season the committee consider it desirable in the interest of the Club they may vary or rescind the appointment of Coach, Captain or Vice-Captain.

14.11 ELIGIBILITY FOR TROPHIES

Any player who is not financial within the required time allocated for payment shall not be eligible to receive any trophies for that season.

14.12 CERTIFICATE OF MERIT

Any player who shall play with or any member who honourably serves the club may, at the discretion of the committee, and at the termination of meritorious service receive a Certificate of Merit in recognition of such services.

14.13 ASSOCIATION DELEGATES

The Management Committee shall appoint two Delegates (junior and senior) as required to represent the Football Club on any organisation or body with which the section may be affiliated. Delegates must attend all relevant meetings and functions and report in full to their committee.

15. RULES

These rules may be altered by special resolution of members of the Club with a simple majority at the Annual General Meeting of the club or a three-fifths majority of members present at a Special General Meeting. This includes rescision or replacement by substitute rules.

Proposed alterations must be lodged with the Club Secretary fourteen days prior to the Annual General Meeting or Special Meeting of the Club, in writing and signed by the proposer and seconder.

The Clubs Public Officer must notify any such changes to the rules to the Commission of Corporate Affairs for filing, as required by the Act.

The registered rules shall bind The Club and every member to the same extent as if they have respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.

16. INDEMNITY

As far as may be legally permissible, every committee person, official and employee of The Club shall be indemnified by The Club against all claims for damages and for losses or expenses or costs arising by reason or any contract property entered into or act or thing properly done by such committee person, official or employee or in any way in the discharge of their duties.