

**The Golden Grove
Football Club
Incorporated**



**Constitution
Revised 18 February 2021**

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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 foster player development and create pathways from juniors to seniors within the Club and to relevant league clubs.
- (c) To promote, advance and cultivate the game of Australian Rules Football throughout the general community.
- (d) To assist in the educational advancement of the community by means of the development of a sense of fair play and love of sport by promoting a strong club ethos and family friendly environment.
- (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) Senior Playing Members
 - (b) Junior Playing Members
 - (c) Life Members
 - (d) Social Members
 - (e) Honorary Social Members
2. Any natural person over the age of eighteen years shall be eligible to be accepted by the Management Committee as a social member.
3. A parent or carer of any playing Members under the age of eighteen are deemed 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.
4. All members excluding Honorary Social Members, are eligible to vote at General Meetings.

5.2 ADMISSION OF MEMBERS

1. Playing membership application shall be by way of the relevant Association player's registration platform valid at the date of application and shall be deemed as accepted unless outside of the registration period and subject to policies current at the time of registration.
2. Social membership application shall be by way of the Club's application form and will be assumed as accepted unless specifically denied by majority vote of the Management Committee.
3. Any persons temporarily visiting South Australia may be granted Honorary Social Membership by the Club Secretary 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 Club Secretary for that day only.
5. The relevant Secretaries shall establish and maintain a register/database showing the full names and addresses of each playing, Life or Social 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 member of the Club whose service to the Club has been over a long period in a voluntary capacity as an official or on Committee. Eligibility under normal circumstances shall be ten years as an official or on Committee, or after 200 Senior Men's games or 150 Senior Women's games in a playing capacity.

A combination of any of the above criteria or extended service over fifteen years for other persons may be considered in arriving at eligibility.

1). Nomination for Life Membership

Each year during October nominations for Life Membership may be made to the Life Members Sub Committee by any financial Member of the Club or by the Management Committee of the Club giving details of service.

The Life Members Sub Committee so appointed shall evaluate such nominations and submit their recommendations to the General Committee of the Club for their approval before Members are asked to vote on recommended nominations at the Annual General Meeting.

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 their 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, committee appointed persons, sponsors, team coaches and team managers are deemed to be Social Members and are entitled to waiver of those social membership fees. The Executive Committee may also waive the social membership fee of any member if deemed appropriate for services rendered.

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

The appropriate Junior or Senior Football Director and/or Secretary may enter into a repayment arrangement or waive the playing membership fee of any member if deemed appropriate. 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 the 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 Management 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) Subject to the Act and this Constitution, the affairs and concerns of the Club shall be managed and controlled by the Management Committee in accordance with the objectives of the Club and for the benefit of Members in a professional, ethical and transparent manner.
- (b) 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.
- (c) The Management Committee shall appoint sub committees for matters of special interest to the Club. Members of the sub-committee are to be approved the Management Committee and given a clear directive of scope, powers and membership.
- (d) The Club Secretary shall act as Public Officer as required by the Act.

6.2 APPOINTMENT

- (a) The Management Committee shall be comprised of: -
 - (1) President
 - (2) Vice President
 - (3) Club Secretary
 - (4) Treasurer
 - (5) Senior Football Director
 - (6) Junior Football Director
 - (7) Female Football Director
 - (8) Senior Football Secretary
 - (9) Junior Football Secretary

Up to 10 general Committee members.

- (b) A Committee Member shall be a natural person.
- (c) The Executive Committee of the Club shall consist of the positions one to nine of the Management Committee.
They shall convene as required to consider matters such as:
- (i) Strategic planning, policy, by-laws, risk management, succession planning and any other areas that affect the club,
 - (ii) To decide urgent issues than cannot wait until next management meeting.
- These urgent issues and decisions will be advised to the general Committee at next meeting.
- (d) The Executive Committee positions shall be for two-year terms, changeover to alternate as follows: -
- The President, Club Secretary, Senior Football Director and Junior Football Secretary on one term, and the Vice President, Senior Football Secretary, Treasurer and Junior Football Director on the other.
 - Should circumstances prevail whereby two (2) related positions (President/Vice President, Senior Football Director/Senior Football Secretary, Junior Football Director/Junior Football 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 Football Secretary, Junior Football Secretary.

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

- (e) 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.
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.
- (f) Any Committee Member may resign their 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 Executive Committee may then appoint a person to fill the casual vacancy, who shall hold office until the next Annual General Meeting, and shall be automatically 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 chair will pass to next highest ranking Executive present.
- (c) Each of the members of the Management Committee will have the right of one vote at meetings. Should a person hold multiple positions they will only have one vote.
- (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 \$5,000 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 plus one 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

6.5 WITHDRAWALS FROM BANK ACCOUNTS

All withdrawals from Club accounts shall be signed as follows:

By any two of the following Executive Committee Members - President, Club Secretary, Senior Club Secretary, Junior Football Secretary or Treasurer.

Where authorisation by two separate Executive Committee member is to be provided, at least one is to be either the President, Club Secretary or Treasurer.

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) Presentation of President's, Treasurer's, Football Director's reports for information.
- (c) The election of Committee Members.
- (d) 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 Management 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. The nature and order of the business to be transacted at the Meeting will be provided upon request prior to 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 email and notice on the 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 chair will pass to the next highest ranking Executive present.

8.5 VOTING AT GENERAL MEETINGS

- (1) Every Committee Member, Social Member, Life Member, Playing Member over the age of eighteen or parent of Playing Member under the age of eighteen shall be entitled to one vote upon every motion at a General 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 or reviewed by an Independent Qualified Person (as required under the Act) after the financial year.
- (4) The Treasurer shall deliver a budget for the coming year showing expected income and expenditure.

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

Detailed information around the operation of the Club can be found within existing Policies, handbooks or guidelines available on the Golden Grove Football Club website (www.ggfc.com.au).

14.1 NOMINATION OF TEAMS

Prior to nomination in each or any division or grade of any Association, League or Organisation with which the Club may be affiliated, the Management Committee shall discuss affiliation.

14.2 CLUB UNIFORM

The Management 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 REMOVED

14.4 REMOVED

14.5 COACHES

The relevant Football Director and Football sub committees appointed in terms of 6.1 (c) shall present to the Executive Committee the short-listed nominations and the preferred coaches with any supporting criteria for final approval by the Executive Committee before any coaching appointment is made.

All coach appointments other than A grade coach shall not be for more than a one-year period. The A grade coach may be appointed for a period of no more than three (3) years.

14.6 REMOVED

14.7 REMOVED

14.8 REMOVED

14.9 REMOVED

14.10 REMOVED

14.11 REMOVED

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 REMOVED

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 rescission 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 Club's Public Officer must notify any such changes to the rules to the appropriate body 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 the provisions thereof.

16. INDEMNITY

As far as may be legally permissible except under wilful misconduct, every Committee person, official and employee of the Club shall be indemnified by the Club against all claims for damages, losses, expenses or costs arising while acting on behalf of the Club in the discharge of their duties.