

# HIGH WYCOMBE JUNIOR FOOTBALL CLUB INCORPORATED

## CONSTITUTION

### 1. NAME

The name of The Club shall be HIGH WYCOMBE JUNIOR FOOTBALL CLUB INCORPORATED and shall be affiliated with the Swan Districts Football Development Council (hereafter referred to as 'SDFDC').

### 2. COLOURS

The colours of The Club shall be red, white and blue. Playing jumper colours and styles shall be detailed in The Club By-Laws.

### 3. OBJECT

To promote and encourage junior Australian Rules football within the High Wycombe / Maida Vale areas primarily.

To support in any way the promotion of junior sporting and community activities for the members of The Club.

To provide and maintain a Club premises and sporting amenities for the use of the members.

The property and income of The Club shall be applied solely towards the promotion of the object of The Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of these objects.

### 4. DEFINITIONS

In reading this Constitution, unless the context or such otherwise indicates or requires:

- a) "The Club" means the High Wycombe Junior Football Club Incorporated.
- b) "The Club Premises" means all land, building and structures thereon of which The Club is the bona fide occupier, as provided by the City of Kalamunda.
- c) "The Committee" means the Management Committee for The Club, duly elected for the time being in accordance with these rules.
- d) "Annual General Meeting" means an Annual General Meeting or AGM.
- e) "Special General Meeting" means a General Meeting as defined below, called in accordance with Rule 12 hereunder, at which only business that has been described in the notice may be transacted.

- f) "General Meeting" means the monthly meeting of The Club's management committee at which all members of The Club may attend.
- g) Special Management Meeting is an adhoc meeting of the Management Committee.
- h) "Month" means a calendar month.
- i) "Financial Year" means from the first of July each year, until the following 30<sup>th</sup> of June.
- j) "The By-Laws" means the codes of rules made and adopted in accordance with Rule 14.

## **5. MEMBERSHIP**

The Club shall keep an up to date register of members in respect Ordinary, Social, Life, Junior and Honorary members. This register must be continually available for inspection at The Club premises.

- a) Ordinary Members – Persons over the age of 18 years or a family who are guardians for a junior player registered with The Club and has paid The Club subscriptions.
- b) Social Members – Persons over the age of 18 years who do not have a junior player registered with The Club in the current season shall be accorded the same rights and privileges as an ordinary member, as decided by The Committee.
- c) Life Member – the Members may elect any person whom has been a member of The Club for a minimum of five years, who have rendered meritorious service to The Club as Life Members for such service.
- d) Junior Member – Persons under the age of 18 years may make application to The Club as a Junior Member. Persons granted this category of membership, will require a sporting affiliation, but shall have no voice in the management of The Club and shall not be entitled to hold any office or vote at any Meeting of The Club.
- e) Honorary Member – Membership that may be granted to Club Patrons, Sponsors, selected Government Officers and any other such persons as the committee may decide from time to time.

**Only Ordinary Members and Life Members shall be allowed to vote**

## **6. APPLICATION TO BECOME A MEMBER**

- a) Ordinary Member – Any person desiring to become such a member of The Club shall submit an application form provided. Upon receipt and acceptance by the Registrar of The Club the membership shall commence and remain valid until the beginning of the following calendar year or until the junior is no longer registered with The Club whichever occurs first.
- b) No person shall be entitled to exercise any of the privileges of a member until they have paid all subscriptions due by them.

- c) The Committee shall have the right to refuse to admit any person to membership without assigning any reason for doing so.
- d) On the acceptance of each candidate, the Secretary shall notify the same to them, and they shall on payment of their subscription be enrolled as a Member of The Club, and become entitled to the privileges and be bound by its rules and by-laws, and by all consequences resulting from breach or non-performance thereof, and shall thereby absolve every person concerned in carrying out enforcing such rules from all personal responsibility or legal liability on such account.
- e) Life Member – Any member may nominate another member for Life Membership of The Club, in writing, giving reasons that Life Membership should be granted.
  - i. The Committee will review all nominations at a General Meeting and shall determine the recipients by means of a vote of the Management Committee, with a maximum of two members to be awarded Life Membership annually.
  - ii. A General Meeting may, upon a 75% majority vote, confer Life Membership on a member who has rendered special and outstanding services to The Club.
  - iii. The Life Membership/s shall be presented at the annual Awards / Trophy presentation.
  - iv. The holder of a Life Membership shall be entitled to all privileges of an ordinary member and be exempt from subscriptions but shall pay any levies and fees.

## **7. MEMBERS RIGHTS**

- a) The rights and privileges of every member shall be personal and shall not be in any manner transferrable by their own act or through any other person on their behalf or by operation of law, and on any member ceasing by death (or otherwise) to be a member, all their interest shall go to the estate.
- b) The Committee may revoke the membership of any Honorary member at any time without notice.
- c) Honorary members shall not be entitled to vote or be present at any Meeting of the Members of The Club, nor have any right, title or interest in or to any of the property of The Club.
- d) Ordinary and Life Members shall be entitled to one vote each at Annual and Special Meetings.

## **8. SUBSCRIPTIONS**

- a) The subscription of The Club shall be set by majority vote of The Committee prior to the commencement of the Calendar Year. Notice of the subscription shall be notified to the members, via The Club website.
- b) All subscriptions are due prior to the first round of the fixtures.

## **9. LIABILITY FOR SUBSCRIPTION**

- a) The Committee shall have the power by resolution to remove from the roll of members the name of any member who fails to pay their subscription by the first round of fixtures.
- b) Any member whose subscription is in arrears after the first round of the season shall cease to be a member, unless the committee upon receiving an explanation in writing from that member shall otherwise decide.

## **10. QUORUMS**

The following quorums shall apply:

- a) Annual General Meeting – Fifteen financial members
- b) Special General Meeting – Fifteen financial members
- c) General Meeting – Eight Management Committee members.

## **11. ANNUAL GENERAL MEETINGS**

The Annual General Meeting of members shall be held every calendar year within four months of the end of the year. Notice of the Meeting and agenda items including notices of motion must be posted on The Club website for 14 days before the date of the Meeting. At this Meeting a report shall be presented by the President on behalf of the Management Committee, and the Treasurer shall present The Clubs statement of accounts and balance sheet for the past year, duly audited, and other business in accordance with these rules may be transacted.

Full financial members shall constitute a quorum at an Annual General Meeting or Special General Meeting. The Chairman of the Meeting shall be The Club President or if not available a person nominated and elected by the members present.

The order of business at the Annual General Meeting shall be as follows:

- a) Reading the notice of Meeting
- b) Reading minutes of the last Annual General Meeting and any other General Meeting not yet confirmed and confirming or amending same.
- c) Reading Presidents Report, discussion and adoption of same.
- d) Reading Statement of accounts and Balance Sheet to be received or otherwise.
- e) Election of Management Committee.
- f) Election of The Club Auditor.
- g) Special Business of which Notice of Motion has been given.
- h) Other Business.

## **12. SPECIAL GENERAL MEETINGS**

The Management Committee may, at any time call a Special General Meeting by giving a minimum of 7 days' notice on The Club website. A Special General Meeting shall also be called by the Management Committee on a requisition signed by no less than ten members stating in detail the purpose of the Meeting. Notice of the Meeting and a copy of the requisition shall be posted on The Club website for at least seven days before the date of the said Meeting. Only business, of which notice shall have been given as above, or in accordance with these rules, shall be transacted at a Special General Meeting. In the case of insufficient members to form a quorum being present 30 minutes following the advertised start time the Meeting shall lapse.

## **13. PROCEDURES AT GENERAL MEETING**

- a) The President shall have the casting vote only and shall decide all questions of order unless otherwise provided by these rules.
- b) All Notices of Motion for consideration at the General Meeting must be submitted to the Secretary in writing no less than 7 days prior to the date set for said Meeting and posted on The Club website and Notice Board in the Clubrooms for 7 days prior to the Meeting.
- c) In the case of insufficient members to form a quorum being present after 30 minutes following the advertised start time for a General Meeting, said Meeting will be automatically adjourned to re-convene at the same time seven days later and shall proceed with or without quorum, in the presence of The Club Patron.

The order of business at the General Meeting shall be as follows:

- a) Reading the notice of Meeting
- b) Reading minutes of the last General Meeting and any other General Meeting not yet confirmed and confirming or amending same.
- c) Reading Presidents Report, discussion and adoption of same.
- d) Reading of Correspondence in and out
- e) Reading Statement of accounts and Balance Sheet to be received or otherwise.
- f) Presentation of General Business and Notices of Motion

## **14. GENERAL PROVISION**

- a) No member shall be entitled to take any legal action against The Club (other than a claim for goods sold and delivered and services rendered) and must conform to the decisions of the Committee and in the case of an appeal, to the decision of the General Meeting to which the member may appeal.
- b) These rules shall be the rules of The Club and shall be binding on members.
- c) The by-laws stated in the High Wycombe Junior Football Club Incorporated By-Laws shall be binding on members.

- d) Correct accounts and records shall be kept showing the financial affairs of The Club and the particulars usually shown in books of accounts of a like nature.
- e) The Clubhouse and other Club facilities are to be maintained from the joint funds of The Club and no person shall be entitled under these rules to derive any benefit or advantage from The Club which is not shared equally by every member thereof.

## **15. ELECTION OF OFFICE BEARERS**

- a) Management of The Club shall be vested in a Management Committee consisting of a minimum of 8 committee persons elected for a 12 month term with all positions being vacated at the end of the term.
- b) The annual election of officers shall be by ballot at each Annual General Meeting in the presence of The Club Patron and two scrutineers elected by the members present at such Meeting. Members unable to attend the Meeting may lodge a vote in writing to The Club Secretary prior to the Meeting, having also recorded and signed an apology for the Meeting on the outer of a sealed envelope that contains the ballot paper.
- c) In the case where no more than the required number of nominations are received than positions, those nominated shall be declared elected.
- d) If there are insufficient nominations to fill the whole of the vacancies of the list of positions, those nominated shall be declared elected and shall have power to fill the vacancies and any casual vacancies that may occur.

## **16. THE MANAGEMENT COMMITTEE AND TERMS**

- a) The Office Bearing positions on the Management committee shall be President, Vice President, Secretary, Treasurer and any other as determined by the full committee, and shall be elected at the first Meeting of the elected Management committee.
- b) General Meetings shall be held monthly. A Special Management Meeting may be called by the President, Vice-President, Secretary, Treasurer or on the request of three members of the committee.
- c) If, without satisfactory explanation, any Committee person shall be absent from three consecutive General Meetings, their appointment shall be terminated forthwith unless the disqualification shall be dispensed with on a resolution of the Committee.
- d) No member of the Committee shall be held to have resigned their seat until their resignation, in writing, has been accepted by the Committee
- e) Any vacancy occurring in the Committee shall be filled at a meeting of the Committee when a member shall be elected to fill such a vacancy until the next election provided the member elected at such General Meeting shall hold the position in the place of, and upon the same terms and conditions as their predecessor, had the later continued in the position.

- f) The President shall preside at all meetings of the Committee of The Club and, in his absence the Vice President, if both are absent the Junior Vice President. Should these members not be present, the meeting shall elect a Chairperson. All resolutions of the Committee shall be decided by a majority vote of all those present. In the case of equality of votes, the proposal before the Committee shall be decided in the negative. The President or, in his absence the acting President shall be authorised to speak on behalf of The Club.

## **17. POWERS OF THE COMMITTEE**

The business of The Club shall be managed by the Committee, who may exercise all powers of The Club, except those required to be exercised by The Club at an Annual General Meeting.

Without prejudice to the powers conferred by the last preceding rule, the Committee shall, subject to the by-laws, have power to do the following things:

- a) To purchase or otherwise acquire merchandise, equipment or services and dispose of them as it may see fit.
- b) To determine from time to time the conditions on which and time when, members may use the property of The Club or any parts or parts thereof, and when and under what conditions the premises of The Club or any part or parts thereof, shall be used by members.
- c) To determine what person (if any) not being members of The Club shall be permitted to use the premises of The Club or any part or parts thereof.
- d) To appoint any other officials or servants of The Club and to remove them as occasions may require at their discretion and to define their respective duties. Persons appointed to a paid position, shall be engaged under a contract, award or Registered Workplace Agreement.
- e) To delegate (subject to such conditions as it thinks fit) any of its powers to sub-committees consisting of such members of The Club co-opted for the purpose as it may determine and to make such regulations as to the proceedings of such sub-committees as may be thought desirable.
- f) To regulate and control their own meeting and the transaction of business there at.
- g) To pay any servant of The Club any gratuity for faithful and diligent service as deemed fit.
- h) In accordance with the rules to suspend, or expel any member.
- i) To enter into or accept any lease or tenancy of the premises where on The Club shall conduct its affairs or of any furniture, goods and effects, which may be required for the use of The Club on such terms and on such conditions as The Club, may deem expedient.
- j) To take and defend all legal proceedings by or on behalf of The Club and to appoint all necessary Attorneys for any such purpose.
- k) To borrow, raise or secure the payment of money, and to sell and dispose of the assets of The Club.

- l) To make, alter and repeal by-laws inconsistent with these rules, regulate the use and management of The Club premises, the admission of members and the conduct of The Club and its affairs generally.
- m) To do and perform any other act, matters and things in connection with or relative to the management of The Club as shall not by these rules require to be done by The Club in General Meetings.
- n) To appoint such number of delegates to sporting bodies and associations with which The Club may from time to time be affiliated as may be required by the rules thereof and such delegates shall hold office in accordance with the rules of such sporting bodies and associations respectively.
- o) Every member of the Committee shall be indemnified against any loss, expenses or liability incurred by reason of any act or deed performed by them in good faith on behalf of The Committee and the Committee may use the funds of The Club for any such purpose required, together with any reasonable expenses incidental to Committee activities.
- p) A member of the Committee who has any direct or indirect financial interest in any matter under contemplation by the Committee, shall, as soon as the member becomes aware of their interest, disclose the nature and extent of such interest to the Committee and shall not take part in any deliberations or decision of the Committee with respect to that matter.

## **18. SECRETARY**

- a) It shall be the duty of the Secretary to conduct the affairs of The Club under the directions of the Committee.
- b) It shall be the duty of the Secretary or an appointed person to record the name in full and the addresses of all members of The Club for the time being and the date of the last payment by each member of his/her subscription and in another record shall be the name of all Life and Honorary members, the date of their election and the period of their membership.
- c) It shall be the duty of the Secretary to record full and accurate minutes of the proceedings of all meetings of members of the committee which shall be produced to the Committee at every meeting thereof.
- d) Every notice directed to be exhibited by The Club shall be posted on The Club website.

## **19. TREASURER**

- a) It shall be the duty of the Treasurer to conduct the affairs of The Club under the directions of the Committee.
- b) It shall be the duty of the Treasurer to keep the records of the accounts of the financial affairs of The Club and the particulars usually shown in books of accounts of a like nature.



- c) To provide the records of The Club accounts to the Auditor in a timely fashion that the accounts may be audited prior to the Annual General Meeting.
- d) All payments exceeding \$500.00 shall be made by EFT on the authority of the Committee to be lodged by a member, or members thereof appointed by the Committee from time to time for that purpose and approved by the Secretary or Treasurer.

## **20. SUB-COMMITTEES**

The Committee may delegate any of its powers to Sub-Committees consisting of such Ordinary Members as it thinks fit, provided that no act of any Sub-Committee shall be binding on the Committee of The Club until ratified by the Committee. Such Sub-Committee must report to and be responsible to the Committee.

## **21. AUDITORS**

There shall be an Auditor, not a member of the Committee, who shall be elected at the Annual General Meeting. Such Auditor shall audit the accounts and have power at any time to call for the books, papers, accounts etc. relating to the affairs of The Club. The Auditor shall be entitled to receive such remuneration as the Committee may from time to time determine. The Auditor should not be a member of The Club.

If any casual vacancy occurs in the office of any Auditor appointed by The Club the committee should fill the appointment until the next Annual General Meeting.

## **22. ALTERATION AND REPEAL OF RULES**

- a) No repeals of any existing rules and no new rules or alterations, amendments or suspensions of a rule shall be valid unless a motion therefore is carried by a three quarters majority of members present and voting at an Annual or Special Meeting.
- b) Notices of motions to repeal, alter or suspend any rule shall be given to the Secretary at least 21 days preceding the Annual or Special General Meeting at which the motion shall be presented. The Secretary shall exhibit the proposal on The Club website at least fourteen days prior to such meeting.
- c) Within thirty days after the making of any amendment or addition to the rules of The Club, the Management Committee shall send or deliver to the Department of Commerce, a notice of the special resolution setting out particulars of the alterations, a certificate in the approved form that the resolution was duly passed as a special resolution and a consolidated copy of the rules of The Club.
- d) Any alteration of the rules shall not take effect until subsection 22(c) has been complied with.

## **23. SUSPENSION OR EXPULSION OF MEMBERS**

The President or Committee in receiving a complaint of a members behaviour which is considered a serious breach of acceptable member behaviour or where police involvement is required, may suspend a member for a period of time until disciplinary action under clauses 23(c) and 23(d) can be taken.

- a) The Management Committee is required to exempt any member of that Committee from hearing a charge in which they have an interest.
- b) Who shall fail in the observance or commit any breach of any rule of The Club, or any by-law of The Club or of any order or direction of the Management Committee or of any General Meeting.
- c) Who shall in the sole judgement of the Management Committee have been guilty in or out of The Club's premises of any act, conducted matter or thing calculated to bring discredit on The Club or its members, or to impair or affect the enjoyment of The Club by other members.

Any member charged with misconduct as above shall be furnished with a written copy of the charge and summoned before the Management Committee, who shall after hearing the accuser and accused and taking such evidence as they may consider proper, if they find the charge proved, inflict a penalty of suspension from all or any of the privileges of membership. If the Management Committee consider that on a charge of gross misconduct, suspension as above is insufficient, they may call on the member to resign, and if the member neglects to resign within 10 days they may declare the member to be expelled, but in any case the accused shall have the right of appeal to a Special General Meeting called for the purpose, whose decision shall be final as decided by the majority of the members present.

- d) Any expelled member of The Club who may be aggrieved by their expulsion is required to lodge their appeal the sum \$50 with the Secretary to defray the cost of a Special General Meeting.

## **24. COMMON SEAL**

The Club shall have a common seal, which shall be kept in the custody of the Secretary and shall not be affixed to any document except by the authority of The Committee and in the presence of one member of The Committee. Any document to which the seal is affixed shall be countersigned by the Secretary or an officer appointed by the Management Committee for that purpose.

## 25. DISSOLUTION OF THE CLUB

If upon winding up or dissolution of The Club there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members but shall be given or transferred:

- a) To another club incorporated under the Act; or
- b) For charitable purposes.

Which incorporated club or purposes, as the case requires shall be determined by the resolution of the members when authorising and directing the Committee under section 30(3) of the Act to prepare a distribution plan of the surplus property of The Club, in the event of the winding up or dissolution within 30 days of the dissolution.

All previous Constitutions are hereby replaced.

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President  
G. Geier

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Secretary  
J. Bain

Dated: ..... Day of June 2018