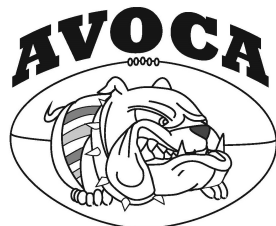


AVOCA FOOTBALL NETBALL CLUB INC.

# CONSTITUTION

Incorporation Number: A0006547B



**Football Netball Club**

## **STATEMENT OF PURPOSES OF THE AVOCA FOOTBALL NETBALL CLUB INCORPORATED**

1. The name of the Club is the Avoca Football Netball Club Incorporated.
2. The purposes for which the incorporated Club is established are:
  - a) To establish, promote, encourage and regulate football and netball in the Avoca district.
  - b) To promote, encourage and provide facilities for the education, practice and play of the sport of football and netball, and to raise levels and standards of play in football and netball in the Avoca district.
  - c) To promote and encourage the patronage of football and netball through the establishment of high standards of administration, facilities and supervision.
  - d) To co-operate with and assist any organisation having objectives and purposes similar to those of the Club in any manner which may further the interest of football, netball or the Club generally and without limiting the generality of the foregoing to subscribe to, maintain membership of and co-operate with AFL Victoria, the Australian Football League, Netball Victoria, Netball Australia.
  - e) To promote a greater community awareness of football and netball, and their contribution to sports generally.
  - f) To uphold, regulate and enforce the rules of football and netball.
  - g) To protect the interest of the members of the Club in all matters whatsoever that relate directly or indirectly to football, netball or to sport generally and to represent and promote the interest of the players in relation to any other represented studies, clubs, associations, Clubs or persons whatsoever.
  - h) To select and appoint football and netball representatives and delegates in local and interleague competition or for any other purpose.
  - i) To collect and apply the funds of the Club in such manner that the Club or its executive committee believe to be in the best interest of football, netball, and/or its members.

**STANDARD PURPOSES :**

Solely for the purpose of furthering the purposes set out above, the Club shall have power:

- a) To take over the funds and other assets and the liabilities of the present incorporated club known at the Avoca Football Netball Club Incorporated.
- b) To indemnify any person for any loss or damage incurred as a result of having, on behalf of the incorporated club, become liable to pay any amount by way of damages or otherwise.
- c) To subscribe to, become a member of, and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Club.
- d) To buy, sell and deal in all kinds of articles, commodities and provisions for the members of the Club or persons frequenting the Club's premises as deemed appropriate.
- e) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purpose of, or capable of being conveniently used in connection with, any of the objects of the Club; provided that in case the Club shall take or hold any property which may be subject to any trusts, the Club shall only deal with the same in such manner as is allowed by law having regard to such trusts.
- f) To enter into any arrangements with the Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club; to obtain from any such Government or Authority any rights, privileges and concessions which the Club may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- g) To appoint, employ, remove or suspend such managers, officers, secretaries, and other persons as may be necessary or convenient for the purposes of the Club.
- h) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Club's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working management, carrying out, alteration or control thereof.
- i) To invest and deal with the money of the Club not immediately required in such manner as may from time to time be thought fit.
- j) To take, or otherwise acquire and hold shares, debentures or other securities of any company or body corporate.
- k) To lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.

- l) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account of overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated Club's property or assets present or future and to purchase, redeem or pay off any such securities.
- m) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of lading and other negotiable or transferable instruments.
- n) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.
- o) To take or hold mortgages, liens, charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Club's property of whatsoever kind sold by the Club, or any money due to the Club from purchasers and others.
- p) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Club, in the shape of donations, annual subscriptions or otherwise.
- q) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Club but subject always to the proviso in paragraph (e).
- r) Apply (Victorian Commission for Liquor & Gambling Regulation) for a permit for a liquor license in accordance with the Liquor Control Reform Act 1998 or to conduct a raffle or game of bingo in accordance with the Lotteries Gaming and Betting (Raffles and Bingo) Act 1977 or any subsequent enactment.
- s) To print, and publish any newspapers, periodicals, books or leaflets that the Club may think desirable for the promotion of its objects.
- t) To amalgamate with any one or more incorporated Clubs having objects altogether or in part similar to those of the Club.
- u) To purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated clubs with which the Club is authorised to amalgamate.
- v) To transfer all or any part of the property, assets, liabilities and engagements of the Club to any one or more of the incorporated clubs with which the Club is authorised to amalgamate.
- w) To make donations for patriotic, charitable or community purposes.
- x) To do all other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club.

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**RULES FOR THE INCORPORATED CLUB :**

1. NAME

The name of the Incorporated Club is the Avoca Football Netball Club Incorporated (in these Rules called "the Club").

2. INTERPRETATION

1. In these Rules, unless the contrary intention appears :

"Committee" means the General Committee of the Club.

"Financial Year" means the year ending 31<sup>st</sup> October.

"General Meeting" means a meeting of members convened in accordance with Rule 14.

"Member" means a financial member of the Club. "Honorary Member" means a non-voting member of the Club.

"Junior Section" means that part of the Club responsible for Junior Football Operations for players not participating in the Senior Section.

"Netball Section" means that part of the Club responsible for Senior and Junior Netball Operations.

"General Member of the Committee" means a member of the Committee who is not an Executive Officer of the Club under Rule 15.

"Portfolios" means areas of responsibility and accountability of all the members of the Committee.

"Senior Section" means that part of the Club responsible for Senior Football Operations which consists of players involved in first and seconds football, and to overview the whole of football operations.

"The Act" means the Club Incorporation Act Reforms 2012.

"The Regulations" means regulations under the Act.

2. In these rules, a reference to the Secretary of the Club is a reference:

a) where a person holds office under these rules as secretary of the Club - to that person; and

b) in any other case, to the Public Officer of the Club.

3. Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

4. Words importing the masculine gender also include the feminine gender.

3. QUALIFICTIONS FOR MEMBERSHIP:

1. Membership of the Club shall be divided into the following classes:
  - a) Officers of the Club
  - b) Ordinary Members of the Committee
  - c) Playing Members
  - d) Life Members
  - e) Non-playing Members
  - f) Honorary Members
2. Life Members:
  - a) Will be considered / appointed according to the Club's Life Membership Policy.
  - b) The election of any new Life Members of the Club shall be confirmed by resolution of the Committee, such resolution to be passed in sufficient time to allow for the presentation of the Life Membership at the next Annual General Meeting. Life Members are entitled to vote at any meetings.
  - c) Every Life Member shall be entitled to all the privileges of the Club without further payment annually or otherwise.
3. Honorary Members
  - a) People who are from opposing clubs on match day
  - b) Officials and members of the Maryborough Castlemaine District Football Netball League and others as deemed appropriate
  - c) Members of the general public / visitors

4. VOTING MEMBERS:

Voting Members are those financial (playing and non-playing) members of the club above the age of 18years.

5. MEMBERSHIP FEES AND SUBSCRIPTIONS

Any applicable annual player registration fees and / or membership fee shall be fixed by the Committee and payable as determined by the Committee on an annual basis. Fees are subject to variation and will be only fixed for a 12 month term. The rights of membership are not transferable and end once membership ceases. Membership applications shall be presented to the Committee for formal approval.

6. PERIOD OF MEMBERSHIP

1. Membership of Non-playing Members and Playing Members shall be valid from the date the membership is approved by the Committee until the following annual general meeting of the Club.
2. The Life Members of the AFNC are perpetual and shall remain current from the time of their election as Life Members until cessation under Rule 9.

3. Membership of a Honorary Member is valid on the day(s) of competition, event or activity only and the fee must be collected prior to admission.

7. REGISTER OF MEMBERS

The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and a date of entry of the name of each member and the register shall be available for inspection at the address of the Secretary.

8. GENERAL RIGHTS OF MEMBERS

1. A member (including playing, non-playing & Life Member) of the Club who is entitled to vote has the right —
  - a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
  - b) to submit items of business for consideration at a general meeting; and
  - c) to attend and be heard at general meetings; and
  - d) to vote at a general meeting; and
  - e) to have access to the minutes of general meetings and other documents of the Club
  - f) to inspect the register of members.
2. A member is entitled to vote if —
  - a) the member is either a current Member and
  - b) the member's membership rights are not suspended for any reason.
3. Honorary Members
  - a) Do not have voting rights at General Meetings
  - b) Are granted temporary membership to the Club, and as such are required to act in accordance with the Club's policies, licencing requirements and codes of conduct.
  - c) Required to pay a once-off admission fee to matches, events and activities.

9. CEASING MEMBERSHIP

1. The membership of a person ceases on non-renewal, resignation, expulsion or death.
2. If a person ceases to be a member of the Club, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

10. RESIGNING AS A MEMBER

1. A member may resign by notice in writing given to the Club. It includes by post or by handing the notice to a member of the committee.



2. A member is taken to have resigned if—
  - a) the member's membership has lapsed under rule 6.1 and has not been renewed.

11. EXPULSION, SUSPENSION OR FINING OF MEMBERS

1. Subject to these Rules, the Committee (in line with the Club's Incident Management Protocol and Grievances Policy) may by resolution:

- a) expel a member from the Club;
- b) suspend a member from membership of the Club for a specified period; or
- c) fine a member in accordance with the regulations, if the committee is of the opinion that the member :
  - i) has refused or neglected to comply with these rules or the by-laws, policies and codes of the Club; or
  - ii) has been guilty of conduct unbecoming a member or prejudicial to the interest of the Club.
- d) deny a new or renewing application for membership, if the committee is of the opinion that the member:
  - i) has refused or neglected to comply with these rules or the by-laws, policies and codes of the Club; or
  - ii) has been guilty of conduct unbecoming a member or prejudicial to the interest of the Club.

2. Disciplinary Subcommittee

If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member under sub-clause (1), the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.

3. The members of the disciplinary subcommittee —

- a) may be Committee members, members of the Club or anyone else; but
- b) must not be biased against, or in favour of, the member concerned.

4. A resolution of the Committee under sub-clause (1) shall not take effect unless prior to the making of such resolution, the following procedures are adhered to:

- a) notice shall be served on the relevant member which shall include the date, time and place of the hearing before the Committee and advice that such member may attend thereat and be heard as to the matter in question.
- b) service of the said notice shall be effected at least seven (7) days before the hearing date contained therein.
- e) the Committee shall convene at the time, date and place set out in such notice and allow such member to be heard and consider all relevant material submitted by such member.

5. The member may within fourteen (14) days of the passing of any resolution under clause 11.1 exercise a right of appeal to the members of the Club by giving notice to that effect to the Secretary. Upon receipt of such notice, the Secretary shall forthwith convene a special ordinary meeting of the Committee to consider such appeal which shall be held within one (1) month of the receipt of such notice by the Secretary.

6. Notice to member

Before disciplinary action is taken against a member, the Secretary must give written notice to the member—

- a) stating that the Club proposes to take disciplinary action against the member; and
- b) stating the grounds for the proposed disciplinary action; and
- c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the disciplinary meeting); and
- d) advising the member that he or she may do one or both of the following—
  - i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting; or
  - ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
- e) setting out the member's appeal rights under rule 11.5

The notice must be given no earlier than 28 days, and no later than 7 days, before the disciplinary meeting is held.

7. Decision of disciplinary subcommittee

1. At the disciplinary meeting, the disciplinary subcommittee must—

- a) give the member an opportunity to be heard; and / or
- b) consider any written statement submitted by the member.

2. After complying with sub rule 11.7.1, the disciplinary subcommittee may—

- a) take no further action against the member; or
- b) take the following action —
  - (i) reprimand the member; or
  - ii) suspend the membership rights of the member for a specified period; or
  - (iii) expel the member from the Club.
  - (iv) seek compensation for any damages

3. The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

8. Appeal rights

1. A person whose membership rights have been suspended or who has been expelled from the Club under Rule 11.7.2.b may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
2. The notice must be in writing and given—
  - a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
  - b) to the Secretary not later than 48 hours after the vote.
3. If a person has given notice under sub rule 11.8.2, a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 10 days, after the notice is received.
4. Notice of the disciplinary appeal meeting must be given to each member of the Club who is entitled to vote as soon as practicable and must—
  - a) specify the date, time and place of the meeting; and
  - b) state—
    - i) the name of the person against whom the disciplinary action has been taken; and
    - ii) the grounds for taking that action; and
    - iii) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

9. Conduct of disciplinary appeal meeting

1. At a disciplinary appeal meeting—
  - a) no business other than the question of the appeal may be conducted; and
  - b) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
  - c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
2. After complying with rule 11.9.1, the committee members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
3. A member may not vote by proxy at the meeting.
4. The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

12. GRIEVANCE PROCEEDURE

The Club will manage all grievances and disputes in accordance with its Grievances and Disputes Resolution Policy.

13. ANNUAL GENERAL MEETING

1. The Committee must convene an annual general meeting of the Club to be held within 5 months after the end of each financial year. The Club's financial year runs from November 1<sup>st</sup> to October 31<sup>st</sup> annually. The AGM must not be held prior to the end of the financial year.
2. Despite rule 13.1, the Club may hold its first annual general meeting at any time within 18 months after its incorporation.
3. The Committee may determine the date, time and place of the annual general meeting.
4. The ordinary business of the annual general meeting is as follows—
  - a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
  - b) to receive and consider—
    - i) the annual report of the Committee on the activities of the Club during the preceding financial year; and
    - ii) the financial statements of the Association for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;
  - c) to elect the members of the Committee.
5. The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.

14. GENERAL MEETINGS

All general meetings other than the Annual General Meeting shall be called special general meetings.

1. The Committee may, whenever it thinks fit, convene a special general meeting of the Club.
2. The Committee shall, on the requisition in writing of at least ten (10) members plus a simple majority of the Committee, or at least 25 members, convene a special general meeting of the Club.
3. The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
4. If the Committee does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than three months after that date.
5. A special general meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Club to the persons incurring the expenses.

15. NOTICE OF MEETINGS

1. The Secretary of the Club shall, at least fourteen (14) days before the date fixed for holding an Annual or Special General Meeting of the Club, publicise the intent to host via print media and / or the Club's digital communication tools stating the place, date and time of the meeting.
2. No business other than that set out in the notice convening the meeting shall be transacted at the meeting without the consent of a majority of the members present.
3. A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next Committee meeting after the receipt of the notice.

16. PROCEEDINGS AT MEETINGS

1. All business that is transacted at a special general meeting and all business that is transacted at the Annual General Meeting, with the exception of that specially referred to in these rules as being the ordinary business of the Annual General Meeting, shall be deemed to be special business.
2. No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
3. At least 15 members shall form a quorum at an Annual General Meeting, and at least 15 of the current membership shall form a quorum at a Special General Meeting. These being members entitled under these rules to vote at a general meeting.
4. If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting, if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present shall be a quorum.
5. The President, or in his absence, a Vice-President, shall preside as Chairperson at each meeting.
6. If the President and the Vice-Presidents are absent from a meeting, the members present shall elect one of their number to preside as Chairperson at that meeting.
7. The Chairperson of a meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at the meeting at which the adjournment took place.
8. Where a meeting is adjourned for fourteen (14) days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
9. Except as provided in clause 15.1 and 15.2 it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

10. A motion arising at a meeting of the Club shall be determined on a show of hands and unless before or on the declaration of the show of hands a vote is demanded, a declaration by the Chairperson that a resolution has, on a show of hands (75% of members) been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Club is evidence of the fact without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
11. Upon any question arising at a meeting of the Club, a member has one vote only.
12. All votes shall be given personally. The Club does not allow proxy votes to be used.
13. In case of an equality of voting on a question, the Chairperson is entitled to exercise a second or casting vote.
15. If at a meeting, a vote on any motion is demanded by not less than three members, it shall be taken at that meeting in such manner as the Chairperson may direct and the resolution of the vote shall be deemed to be a resolution of the meeting on that motion.
16. A vote that is demanded on the election of a Chairperson or on a motion of an adjournment shall be taken forthwith and vote that is demanded on any other motion shall be taken at such time before the close of the meeting as the Chairperson may direct.
17. A member is not entitled to vote at any meeting unless all moneys due and payable by him to the Club have been paid, other than the amount of the annual membership payable in respect of the current financial year.
18. Special resolutions
  1. A special resolution is passed if not less than three quarters of the members voting at a general meeting, (whether in person or by proxy), vote in favour of the resolution.
  2. Note In addition to certain matters specified in the Act, a special resolution is required—
    - a) to remove a committee member from office ;
    - b) to alter these Rules, including changing the name or any of the purposes of the Club
19. Determining whether resolution carried
  1. Subject to clause 16.18.2, the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—
    - a) carried; or
    - b) carried unanimously; or
    - c) carried by a particular majority; or
    - d) lost - and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.
  2. If a vote (where votes are cast in writing) is demanded by three or more members on any question —
    - a) the vote must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
    - b) the Chairperson must declare the result of the resolution on the basis of the vote.

3. A vote demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.

4. A vote demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

17. GENERAL COMMITTEE

1. The affairs of the Club shall be managed by the General Committee.
2. The General Committee:
  - a) shall control and manage the business and affairs of the Club.
  - b) may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these rules to be exercised by meetings of the members of the Club; and
  - c) subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club.
3. All general committee members will have a Portfolio as outlined in the Club's Organisational Structure Policy and will be appointed to the committee in one of these portfolio positions. Portfolios may be shared by up to two people.
4. The Executive Officers of the Club shall be:
  - a) President
  - b) Vice-President
  - c) Secretary
  - d) Treasurer
5. The Committee shall consist of between ten (10) to fifteen (15) members.
  - a) Four (4) executive officers of the Club; and
  - b) Six to eleven (11) general members,each of whom shall be elected either at the AGM or at any general committee hereinafter.
6. The office bearers and the ordinary members of the Committee of the Club shall be elected at the Annual General Meeting and their term of office shall, subject to these rules, be for two (2) years, with the appointees being confirmed.
7. In the event of a casual vacancy occurring in the officers of the Club, the Committee may appoint one of its members or a member of the Club to the vacant office and the member so appointed may continue in office until the next Annual General Meeting.
8. In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the Committee may appoint a member of the Club to the vacant office (or confirm an appointee

replacing a representative of Netball or Junior Football) and the member so appointed may continue in office until the next Annual General Meeting.

18. ELECTION OF OFFICERS AND VACANCY

1. Nominations of candidates for election as officers of the Club or as general members of the Committee.
  - a) Shall be in writing, signed by the Nominator and Nominee, both of whom shall be financial members of the Club.
  - b) Shall be delivered to the Secretary not later than seven (7) days prior to the Annual General Meeting.
2. If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
3. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
4. If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
5. The ballot for the election of officers and ordinary members of the Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.
6. A person may nominate for a maximum of any two (2) positions at any one election, but can only be elected to one position. Any elected member wishing to contest an election for another position must first resign the position he is holding. Once the nominee has been elected to one office on the Committee he shall not be eligible for election to any other office.
7. For the purpose of these rules, the office of an Officer of the Club or of an ordinary member of the Committee becomes vacant if the officer or member:
  - a) resigns his office by notice in writing given to the Secretary.
  - b) death,
  - b) or fails to attend four (4) consecutive Committee meetings, without leave of absence having been approved, unless there was sufficient reason for his absence, providing that it shall be the responsibility of the Secretary, following the second successive absence to notify the officer in writing of the possible consequences of a further absence in sequence.

19. LEAVE OF ABSENCE

1. Leave of Absence for a period not exceeding three (3) months shall be granted by the Committee to any of its members applying for leave, provided that such member submits a written application for leave to the Secretary.
2. Where the member seeking leave of absence is an Officer, the vacancy for the duration of the leave of absence shall be filled by an appointment by the Committee of one of its ordinary members of the Committee.



20. PROCEEDINGS OF COMMITTEE

1. The Committee shall meet as required to effectively manage the business of the Club at such place and such time as the Committee determine.
2. Any six (6) members shall constitute a quorum for the transaction of the business of a committee meeting of the Committee.
3. No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
4. At meetings of the Committee:
  - a) The President or in his absence a Vice-President shall preside or:
  - b) If the President and the Vice-President are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.
5. The Committee may from time to time delegate to a sub-committee consisting of any persons approved by the Committee to conduct one or more specific functions for and on behalf of the Club. The Committee shall determine the duties and powers afforded to such sub-committees. A Committee member shall be a member of any sub-committee so appointed.
6. Motions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a vote taken in such manner as the person presiding at the meeting may determine.
7. Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (excluding the person presiding at the meeting) is entitled to one vote and in the event of an equality of votes on any question, the person presiding may exercise a casting vote.
8. Meetings shall run for a maximum of 2 hours, unless an extension for the meeting time is asked for and granted by a vote of 75% of members present.
9. Meetings will be held monthly with a minimum of 11 per year.

21. MINUTES OF THE MEETING

1. The Committee must ensure that minutes are taken and kept of each committee meeting.
2. The minutes must record the following—
  - a) the names of the members in attendance at the meeting;
  - b) the business considered at the meeting;
  - c) any resolution on which a vote is taken and the result of the vote;
  - d) any material personal interest disclosed under rule 65.

## 22. CONFLICT OF INTEREST

1. A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee.
2. The member —
  - a) at the discretion of the President may be required to not to be present while the matter is being considered at the meeting; and
  - b) must not vote on the matter.

**Note**

Under section 81(3) of the Act, if there are insufficient committee members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a general meeting may be called to deal with the matter.

3. This rule does not apply to a material personal interest —
  - a) that exists only because the member belongs to a class of persons for whose benefit the Association is established; or
  - b) that the member has in common with all, or a substantial proportion of, the members of the Association.

## 23. SECRETARY

1. The Secretary shall keep minutes of the resolutions and proceedings of each general meeting and each committee meeting electronically and in hardcopy for the purpose together with a record of the name of persons present at committee meetings, and shall carry on the business of the Club under the directions of the Committee.
2. The Secretary will complete an annual return to Consumer Affairs Victoria within the allocated time frame as required annually.

## 24. TREASURER

1. The Treasurer of the Club:
  - a) Shall keep a record of all Receipts and Payments.
  - b) Shall issue a receipt, if requested, for all moneys received by them on behalf of the Club, and bank same to the credit of the Club.
  - c) Shall make a financial statement and balance sheet for presentation at the Annual Meeting of the Club and at every Committee meeting.
  - c) Make payments on behalf of the Club as directed by the Committee.
2. The accounts and books referred to in clause 23.1 and 24.1 shall be made available for inspection by members, upon receipt of a written request submitted to the Secretary.
  - a) The Committee may refuse to permit a member to inspect records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club.

- b) The Committee must on request make copies of these rules available to members and applicants for membership free of charge.

25. REMOVAL OF COMMITTEE MEMBERS

1. The Club in general meeting may by resolution remove any member of the Committee before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first-mentioned member.
2. Where the member to whom a proposed resolution referred to in clause 25.1 makes representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and requests that they be notified to the members of the Club, the Secretary or the President may send a copy of the representations to each member of the Club or, if they are not so sent, the member may be required that they be read out at the meeting.

26. SIGNING OF NEGOTIABLE INSTRUMENTS

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two officers of the Club as appointed at a Committee meeting, minuted and registered with the Club's banking institution.

27. ALTERATIONS OF RULES AND STATEMENT OF PURPOSES

These rules and the Statement of Purposes of the Club may be altered by way of a special resolution at the Annual General Meeting.

1. A notice of the proposed change/s will be sent 21 days prior to the Annual General Meeting to members.
2. Changes will be agreed upon in accordance with rule 16.18.1 and 16.19.

**NOTE**

An alteration of these Rules does not take effect unless or until it is approved by the Registrar, Consumer Affairs Victoria

28. NOTICES

1. A notice may be served by or on behalf of the Club upon any member either personally or by sending it by post to the member at his address shown in the Register of Members.
2. Where a document is properly addressed pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

29. DISTRIBUTION OF FUNDS

The Club is intended as a not-for-profit organisation. No funds shall be distributed to members except as reimbursement for genuine expenses incurred in assisting the running of the Club or as *bona fide* remuneration for services rendered.

30. WINDING UP OR CANCELLATION

In the event of the winding up or cancellation of the Incorporation of the Club, the assets of the Club shall be distributed to a fund or funds with similar objectives to the Club or to a fund for charitable purposes.

31. CUSTODY OF BOOKS AND OTHER DOCUMENTS

Except as otherwise provided in these rules, the Secretary shall keep in their custody or under their control all books, documents and securities of the Club.

32. SOURCES OF FUNDS

The funds of the Club shall be derived from entrance fees, sponsorships, annual membership fees, donations and such other sources as the Committee determines.

33. AUDITOR

The Club shall appoint one Auditor, at the Annual General Meeting, whose business it shall be to audit the Club books.

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Adopted by Avoca Football Netball Club at a meeting held on this day .....13<sup>th</sup> of this  
...November..., (month) ...2018.. (year)

Signature

President: .....*Bill Drummond*..... Secretary: ...*Delvene Barber*.....

Name: ...Bill Drummond..... Name: ...Delvene Barber.....