

CONSTITUTION OF KINGSWAY JUNIOR FOOTBALL CLUB INC. (formerly known as LANDSDALE JUNIOR FOOTBALL CLUB INC.)

1. Name

The name of this body shall be called the Kingsway Junior Football Club Inc. (formerly known as Landsdale Junior Football Club Inc.)

2. Definitions

In these rules, unless the contrary intention appears -

"The Committee" means the Committee of Management of the Club referred to in rule (12)

"Committee meeting" means meeting referred to in rule 18(1);

"Committee member" means person referred to in of rule 12(1);

"financial year" has the meaning given by section 3(1) of the Act, and a reference in that section to -

(a) "an incorporated Club" or "the Club" being construed as a reference to the Club; and

(b) "the committee" being construed as a reference to the Committee;

"general meeting" means a meeting convened under rule 19;

"juniors" means any person under the age of 18

"member" means member of the Club;

"ordinary resolution" means resolution other than a special resolution;

"special resolution" has the meaning given by section 24 of the Act;

"the Act" means the Associations Incorporation Act 1987;

"the Club" means the Club referred to in rule 1;

"the President" means -

(a) in relation to the proceedings at a Committee meeting or general meeting, the person presiding at the Committee meeting or general meeting in accordance with rule 13; or

(b) otherwise than in relation to the proceedings referred to in paragraph (a), the person referred to in rule 12(1) (a) or, if that person is unable to perform his or her functions, the Vice Presidents;

"the Committee" means the Committee of Management of the Club referred to in rule 12(1);

"the Registrar" means the Registrar referred to in rule 12(1)(e);

"the Secretary" means the Secretary referred to in rule 12(1)(c);

"the Treasurer" means the Treasurer referred to in rule 12(1)(d);

"the Vice-President's" means the Vice-President's referred to in rule 12(1)(b).

3. Objects

(1) The objects of the Club are -

(a) To foster and promote the sport of Australian Rules Football for Juniors in the area.

(b) To promote good sportpersonship.

(c) To teach the sport of football to all Juniors who desire it and who can be accommodated by the Club.

(d) To field a team or teams in any junior football competition that the Club may from time to time decide and to control and manage those football teams appropriately.

(2) The club will be non-sectarian and non-party-political.

(3) The property and income of the Club shall be applied solely towards the promotion of the objects 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 those objects.

4. Powers

In pursuing its objectives the Club may do things necessary or convenient for carrying out its objects and purposes, and in particular, may:-

(a) acquire, hold deal, with, dispose of, purchase, take on lease, or exchange, hire or otherwise acquire for the purpose of the Club any real or personal property;

(b) open and operate bank accounts;

(c) invest its money-

(i) in any security in which trust moneys may be invested; or

(ii) in any other manner authorised by these rules.

(d) borrow money upon such terms and conditions the Club thinks fit;

(e) give such security for the discharge of liabilities incurred by the Club as the Club thinks fit;

- (f) appoint agents to transact any business of the Club on its behalf;
- (g) enter into any contract it considers necessary or desirable;
- (h) erect, construct, remove, rebuild, alter, improve and maintain any building for the purposes of the Club;
- (i) let any part or parts of any land or building in such a manner as may be deemed expedient;
- (j) co-operate with any institutions, societies or associations having objectives altogether or in part similar to those of the Club; and
- (k) affiliate with the body responsible for the conduct of Australian Rules football for the local area.

5. Membership

- (1) The membership of the Club shall be open to:-
 - (a) all persons approved by the Committee on the payment of the prescribed membership subscription;
 - (b) the term "Member" in respect of any minor shall include the parents or guardians of that minor;
 - (c) any interested adults;
 - (d) Honorary Life Members elected under Rule 6.
- (2) The Registrar shall on behalf of the Club keep and maintain the register of members of the Club in accordance with section 27 of the Act and that the register shall be kept and maintained at the Registrar's place of residence.

6. Honorary Life Membership

- (1) In recognition of past services to the Club and subject to these rules and any Club By-Laws a member may be elected to Honorary Life Membership by a three quarters majority of members present at an Annual General Meeting;
- (2) Written notice of the proposed motion of election of an Honorary Life Member shall be signed by the proposer and seconder and handed to the Secretary three weeks prior to the Annual General Meeting;
- (3) A member of the Club must serve for a term of at least six (6) consecutive years as a member of the Club before being eligible for nomination to Honorary Life Membership;
- (4) The Club By-Laws shall prescribe the manner in which an Honorary Life Member shall be elected and may also prescribe other minimum qualifications for a member to be eligible for election to Honorary Life Membership in addition to the term of service mentioned in rule 6 (3);
- (5) An Honorary Life Member shall have all the privileges of membership (including the right to vote) but shall be exempt from the payment of any membership subscription;
- (6) Honorary Life Membership may be revoked under rule 11.

7. Conditions of Membership

- (1) A person applying for membership of the Club shall complete and sign a membership application and forward it to the Registrar. An application for membership shall be included with or on the player's Annual Registration form to assist and encourage parents/guardians who are not members of the Club to apply for membership.
- (2) Admission to and continuance of membership shall at all times be subject to the approval of the Committee. The Club By-Laws may prescribe circumstances where an application for membership may be rejected.
- (3) The Committee members shall consider each application made under subrule (2) at a Committee meeting and shall at the Committee meeting or a subsequent Committee meeting accept or reject that application.

8. Register of members

- (1) The Registrar shall on behalf of the Club keep and maintain the register of members in accordance with Section 27 of the Act and that register shall be so kept and maintained at his or her place of residence.
- (2) The Registrar shall cause the name of a person who dies or who ceases to be a member under rule 9(3), 10(1) or 11 to be deleted from the register of members referred to in subrule (1).

9. Subscriptions of members

- (1) The members shall from time to time at a general meeting determine the amount of the subscription to be paid by each member.
- (2) Each member shall pay to the Treasurer, annually on or before 1 July or such other date as the Committee from time to time determines, the amount of the subscription determined under subrule (1).
- (3) Subject to subrule (4), a member whose subscription is not paid within 3 months after the relevant date fixed by or under subclause (2) ceases on the expiry of that period to be a member, unless the Committee decides otherwise.
- (4) A member is a financial member for the purposes of these rules if his or her subscription is paid on or before the relevant date fixed by or under subrule (2).

10. Resignation of members

- (1) A member who delivers notice in writing of his or her resignation from the Club to the Secretary or another Committee member ceases on that delivery to be a member.
- (2) A person who ceases to be a member under subrule (1) remains liable to pay to the Club the amount of any subscription due and payable by that person to the Club but unpaid at the date of that cessation.

11. Expulsion of members

- (1) If the Committee considers that a member should be expelled from membership of the Club because of his or her conduct detrimental to the interests of the Club, the Committee shall communicate, either orally or in writing, to the member -
 - (a) notice of the proposed expulsion and of the time, date and place of the Committee meeting at which the question of that expulsion will be decided; and
 - (b) particulars of that conduct,not less than 30 days before the date of the Committee meeting referred to in paragraph (a).
- (2) At the Committee meeting referred to in a notice communicated under subrule (1), the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Committee, expel or decline to expel that member from membership of the Club and shall, forthwith after deciding whether or not so to expel that member, communicate that decision in writing to that member.
- (3) Subject to subrule (5), a member who is expelled under subrule (2) from membership of the Club ceases to be a member 14 days after the day on which the decision so to expel him or her is communicated to him or her under subrule (2).
- (4) A member who is expelled under subrule (2) from membership of the Club shall, if he or she wishes to appeal against that expulsion, give notice to the Secretary of his or her intention to do so within the period of 14 days referred to in subrule (3).
- (5) When notice is given under subrule (4) -
 - (a) the Club in a general meeting may, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Club in the general meeting, confirm or set aside the decision of the Committee to expel that member; and
 - (b) the member who gave that notice does not cease to be a member unless and until the decision of the Committee to expel him or her is confirmed under this subrule.

12. Committee of Management

- (1) The affairs of the Club shall be managed exclusively by a Committee of Management consisting of -
 - (a) a President;
 - (b) up to 2 Vice-President's;
 - (c) a Secretary;
 - (d) a Treasurer;
 - (e) a Registrar; and
 - (f) Other Members (no less than 5),all of whom shall be members of the Club elected to membership of that Committee at an annual general meeting or appointed under subrule (6).
- (2) Subject to subrule (3), a person is not eligible for election to membership of the Committee

- unless a member has nominated him for election by delivering notice in writing of that nomination, signed by -
- (a) the nominator; and
 - (b) the nominee to signify his or her willingness to stand for election,
- to the Secretary not less than 28 days before the day on which the annual general meeting concerned is to be held.
- (3) A person who is eligible for election or re-election under this rule may at the annual general meeting concerned -
 - (a) propose or second himself or herself for election or re-election; and
 - (b) vote for himself or herself.
 - (4) The Secretary shall ensure that notice of all persons seeking election to membership of the Committee is given to all members when notice is given to those members of the calling of the annual general meeting at which that election is to be held.
 - (5) If the number of persons nominated for election to membership of the Committee does not exceed the number of Vacancies in that membership to be filled -
 - (a) the Secretary shall report accordingly to; and
 - (b) the President shall declare those persons to be duly elected as members of the Committee at,the annual general meeting concerned.
 - (6) When a casual vacancy within the meaning of rule 17 occurs in the membership of the Committee -
 - (a) the Committee may appoint a member to fill that vacancy; and
 - (b) a member appointed under this subrule shall -
 - (i) hold office until the commencement of; and
 - (ii) be eligible for election to membership of the Committee at the next following annual general meeting.
 - (7) Without limiting the powers of the Committee, the Committee may:-
 - (a) determine all trophies awarded by the Club;
 - (b) recommend any persons to be appointed Patrons of the Club;
 - (c) recommend any persons to be elected to Honorary Life Membership of the Club;
 - (d) discipline any member or player of the Club;
 - (e) make By-Laws and standing orders which are consistent with these rules;
 - (g) appoint any person as a servant of the Club to fulfil any specific task or duty relating to the furtherance of the objectives of the Club and when deemed appropriate;
 - (h) perform any other act or deed which in their judgement is for the benefit of the Club.
 - (8) Each Committee Member shall be elected for the period commencing immediately after the conclusion of the Annual General Meeting in which they were elected and expire on the conclusion of the next succeeding Annual General Meeting.

13. President

- (1) Subject to this rule, the President shall preside at all general meetings and Committee meetings.
- (2) In the event of the absence from -
 - (a) a general meeting of -
 - (i) the President, the Vice-President's; or
 - (ii) both the President and the Vice-President's, a member elected by the other members present at the general meeting'or
 - (b) a Committee meeting of -
 - (i) the President, the Vice-President's; or
 - (ii) both the President and the Vice-President's, a Committee member elected by the other Committee members present,shall preside at the general meeting or Committee meeting, as the case requires.

14. Secretary

The Secretary shall -

- (a) co-ordinate the correspondence of the Club;
- (b) keep full and correct minutes of the proceedings of the Committee and of the Club;
- (c) comply on behalf of the Club with -
 - (i) section 27 of the Act in respect of the register of members of the Club;
 - (ii) section 28 of the Act in respect of the rules of the Club; and
 - (iii) section 29 of the Act in respect of the record of the office holders, and any trustees, of the Club;
- (d) have custody of all books, documents, records and registers of the Club, including those referred to in paragraph (c), other than those required by rule 15 to be kept and maintained by, or in the custody of the Treasurer and than those required by rule 16 to be kept and maintained by, or in the custody of the Registrar; and
- (e) perform such other duties as are imposed by these rules on the Secretary.

15. Treasurer

The Treasurer shall -

- (a) be responsible for the receipt of all moneys paid to or received by, or by him on behalf of, the Club and shall issue receipts for those moneys in the name of the Club;
- (b) pay all moneys referred to in paragraph (a) into such account or accounts of the Club as the Committee may from time to time direct;
- (c) make payments from the funds of the Club with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by any 2 authorised signatories **including** the treasurer;
- (d) comply on behalf of the Club with sections 25 and 26 of the Act in respect of the accounting records of the Club;
- (e) whenever directed to do so by the President, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (f) have custody of all securities, books and documents of a financial nature and accounting records of the Club, including those referred to in paragraphs (d) and (e); and
- (g) perform such other duties as are imposed by these rules on the Treasurer.

16. Registrar

The Registrar shall -

- (a) keep and maintain a complete and accurate record of each player, member and Honorary Life Member of the Club;
- (b) ensure all players are properly registered with the Club and the affiliated ruling body;

17. Casual vacancies in membership of Committee

A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member -

- (a) dies;
- (b) resigns by notice in writing delivered to the President or, if the Committee member is the President, to the Vice-President's;
- (c) is convicted of an offence under the Act;
- (d) is permanently incapacitated by mental or physical ill-health;
- (e) is absent from more than -
 - (i) 3 consecutive Committee meetings; or
 - (ii) 3 Committee meetings in the same financial year, of which he or she has received notice without tendering an apology to the person presiding at each of those Committee meetings; or
- (f) ceases to be a member of the Club.

18. Committee Meetings

- (1) The Committee shall meet together for the dispatch of business not less than once in each calendar month and the President may at any time convene a meeting of the Committee.
- (2) Each Committee member has a deliberative vote.

- (3) A question arising at a Committee meeting shall be decided by a majority of votes, but, if there is an equality of votes, the person presiding at the Committee meeting shall have a casting vote in addition to his or her deliberative vote.
- (4) At a Committee meeting 5 Committee members constitute a quorum.
- (5) Subject to these rules, the procedure and order of business to be followed at Committee meeting shall be determined by the Committee members present at the Committee meeting.
- (6) A Committee member having any direct or indirect pecuniary interest referred to in section 21 or 22 of the Act shall apply with that section.

19. General Meetings

- (1) The Committee -
 - (a) may at any time convene a special general meeting;
 - (b) shall convene annual general meetings within the time limits provided for the holding of annual general meetings by section 23 of the Act; and
 - (c) shall, within 30 days of -
 - (i) receiving a request in writing to do so from not less than 5 members, convene a special general meeting for the purpose specified in that request; or
 - (ii) the Secretary receiving a notice under rule 11(4), convene a special general meeting for the purpose for which the special general meeting concerned is required; and
- (2) The members making a request referred to in subrule (1)(c)(i) shall -
 - (a) state in that request the purpose for which the special general meeting concerned is required; and
 - (b) sign that request.
- (3) If a special general meeting is not convened within the relevant period of 30 days referred to -
 - (a) in subrule (1)(c)(i), the members who made the request concerned may themselves convene a special general meeting as if they were the Committee; or
 - (b) in subrule (1)(c)(iii), the member who gave the notice concerned may himself convene a special general meeting as if he or she were the Committee.
- (4) When a special general meeting is convened under subrule (3)(a) or (b) -
 - (a) the Committee shall ensure that the members or member convening the special general meeting are supplied free of charge with particulars of all members; and
 - (b) the Club shall pay the reasonable expenses of convening and holding the special general meeting.
- (5) Subject to subrule (8), the Secretary shall give to all members not less than 14 days notice of a general meeting and of any motions to be moved at the general meeting.
- (6) A notice given under subrule (5) shall specify -
 - (a) when and where the general meeting concerned is to be held; and
 - (b) particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.
- (7) In the case of an annual general meeting, the order in which business is to be transacted is -
 - (a) first, the consideration of the accounts and reports of the Committee;
 - (b) second, the election of Committee members to replace outgoing Committee members; and
 - (c) third, any other business requiring consideration by the Club in a general meeting.
- (8) The Secretary shall give to all members not less than 21 days notice of a general meeting at which a special resolution is to be proposed and of any other motions to be moved at the general meeting.
- (9) The Secretary may give a notice under subrule (5) or (8) by -
 - (a) serving it on a member personally; or
 - (b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under section 27 of the Act.
- (10) When a notice is sent by post under subrule (9)(b), sending of the notice shall be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepared mail.

20. Proceedings at annual and special general meetings

- (1) At a general meeting 10 members present in person or by proxy constitute a quorum.
- (2) If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 19(5) or (8) -
 - (a) as a result of a request or notice referred to in rule 19(1)(c) or as a result of action taken under rule 19(3) a quorum is not present, the general meeting lapses; or
 - (b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.
- (3) If within 30 minutes of the time appointed by subrule (2)(b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.
- (4) The President may, with the consent of a general meeting at which a quorum is present, and shall, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.
- (5) There shall not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.
- (6) When a general meeting is adjourned for a period of 30 days or more, the Secretary shall give notice under rule 19 of the adjourned general meeting as if that general meeting were a fresh general meeting.
- (7) At a general meeting -
 - (a) an ordinary resolution put to the vote shall be decided by a majority of votes cast on a show of hands; and
 - (b) a special resolution put to the vote shall be decided in accordance with section 24 of the Act.
- (8) A declaration by the President at a general meeting that a resolution has been passed as an ordinary resolution thereat shall be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with subrule (9).
- (9) At a general meeting, a poll may be demanded by the President at the general meeting or by 3 or more members present in person or by proxy and, if so demanded, shall be taken in such manner as the President directs.
- (10) If a poll is demanded and taken under subrule (9) in respect of an ordinary resolution, a declaration by the President of the result of the poll is evidence of the matter so declared.
- (11) A poll demanded under subrule (9) on the election of a person to preside over a general meeting or on the question of an adjournment shall be taken forthwith on that demand being made.

21. Financial Year

The financial year of the club will be from 1 September to 31 August and the Annual General Meeting is to be held within 60 days of the end of the financial year.

22. Minutes of meetings of Club

- (1) The Secretary shall cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Committee meeting, as the case requires, in a minute book kept for that purpose.
- (2) The President shall ensure that the minutes taken of a general meeting or Committee meeting under subrule (1) are checked and signed as correct by the President of the general meeting or Committee meeting to which those minutes relate or of the next succeeding general meeting or Committee meeting, as the case requires.
- (3) When minutes have been entered and signed as correct under this rule, they shall, until the contrary is proved, be evidence that -
 - (a) the general meeting or Committee meeting to which they relate (in this subrule called "the meeting") was duly convened and held;
 - (b) all proceedings recorded as having taken place at the meeting did in fact take place thereat; and

- (c) all appointments or elections purporting to have been made at the meeting have been validly made.

23. Voting rights of members

- (1) Subject to these rules, each member present in person or by proxy at a general meeting is entitled to a deliberative vote.
- (2) A member which is a body corporate may appoint in writing a natural person, whether or not he or she is a member, to represent it at a particular meeting or at all general meetings.
- (3) An appointment made under subrule (2) shall be so made by a resolution of the board or other governing body of the body corporate concerned -
 - (a) which resolution is authenticated under the common seal of that body corporate; and
 - (b) a copy of which resolution is lodged with the Secretary.
- (4) A person appointed under subrule (2) to represent a member which is a body corporate shall be deemed for all purposes to be a member until that appointment is revoked by the body corporate or, in the case of an appointment in respect of a particular general meeting, which appointment is not so revoked, the conclusion of that general meeting.
- (5) A member must be over the age of 18 to be eligible to vote at any meetings of the club.

24. Proxies of members

A member (in this rule called "the appointing member") may appoint in writing another member who is a natural person to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at, any general meeting.

25. Rules

- (1) The Club may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18 and 19 of the Act.
- (2) These rules bind every member and the Club to the same extent as if every member and the Club had signed and sealed these rules and agreed to be bound by all their provisions.

26. Common seal

- (1) The Club shall have a common seal on which its corporate name shall appear in legible characters.
- (2) The common seal of the Club shall not be used without the express authority of the Committee and every use of that common seal shall be recorded in the minute book referred to in rule 18.
- (3) The affixing of the common seal of the Club shall be witnessed by any 2 of the President, the Secretary and the Treasurer.
- (4) The common seal of the Club shall be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

27. Inspection of records, etc. of Club

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Club.

28. Distribution of surplus property on winding up of Club

If, on the winding up of the Club, any property of the Club remains after satisfaction of the debts and liabilities of the Club and the costs, charges and expenses of that winding up, that property shall be distributed -

- (a) to another incorporated Club having objects similar to those of the Club; or
- (b) for charitable or benevolent purposes,

which incorporated Club or purposes, as the case requires shall be determined by resolution of the members when authorising and directing the Committee under section 33(3) of the Act to prepare a distribution plan for the distribution of the surplus property of the Club.

29. Club By-Laws

The Committee may from time to time make, repeal or amend by-laws provided that no by-law shall be inconsistent with any of these rules.

As amended and approved on 26 November 2006

To amend Item 12 Committee of Management

- Amend (1) (a) Change wording - **Chairperson** to President
 - Amend (1) (b) Change wording – **Vice Chairperson** to Vice President and to allow for 2 Vice Presidents
 - Amend (1) (f) Change wording - **Other Members (no more than 10)** to Other Members (not less than 5)
- This is to be able to involve more people with operations of the club.

To amend Item 15 (c) The Treasurer shall

Amend the wording
make payments from the funds of the Club with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by 2 Committee members **other than** himself or herself;

make payments from the funds of the Club with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by any 2 authorised signatories **including** the treasurer;

To amend Item 21 Financial Year from 1 October to 30 September to 1 September to 31 August.

This is to enable the Annual General Meeting of the Club to be held while football season still in progress.

As amended and approved on 14 October 2009

To change the name of the Club

That the club name ‘Landsdale Junior Football Club Inc (Rockets)’ be changed to ‘Kingsway Junior Football Club Inc (Rockets)’ so as to better identify the locality from which the club operates.

To amend Item 19 General Meetings

That Rule 19, subrule 9 that reads ‘The Secretary may give a notice under subrule (5) or (8) by –
Serving it on a member personally; or
Sending it by post to a member at the address of the member appearing in the register of members kept and maintained under section 27 of the Act.

Be changed to read:

The Secretary may give a notice under subrule (5) or (8) by –
Serving it on a member personally; or
Sending it by post to a member at the address of the member appearing in the register of members kept and maintained under section 27 of the Act or by any other acceptable media.
