



CLUB RULES

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ASSOCIATIONS INCORPORATIONS ACT 1981 – SCHEDULE 5

RULES

1. *Name*

The name of the incorporated association is **ELTHAM REDBACKS FOOTBALL CLUB INCORPORATED** (“in these Rules called the Association”).

2. *Definitions*

(1) In these Rules, unless the contrary intention appears:

“**Act**” means the **Association’s Incorporation Act 1981** (Vic).

“**Bona Fide**” means carried out in good faith

“**Committee**” means the Committee of Management of the Association.

“**Financial Year**” means the year commencing 1 July and concluding 30 June.

“**General Meeting**” means a meeting of members convened in accordance with Rule 14.

“**Insolvent under Administration**” means a person who:

- (a) has become bankrupt; or
- (b) has applied to take the benefit of any law for the relief of bankrupt or insolvent debtors; or
- (c) has compounded with his or her creditors; or
- (d) has assigned his or her remuneration for the benefit of his or her creditors.

“**Life Member**” means an individual appointed as a Life Member of the Association under Rule 6

“**Member**” means a member of the Association defined under Rule 4.

“**Membership Year**” means the year commencing 1 April and ending 31 March.

“**Ordinary Member of the Committee**” means a member of the Committee who is not an officer of the Association under Rule 23.

“**Prescribed Investment**” means an internet account with a major Australian bank or bank guaranteed term deposits with a major Australian bank, with preference

given to the Association's current banking institution "Proxy" means a member who is authorised to act for another member.

"Quorum" means the minimum officers or members of the Committee who can conduct business.

"Regulations" mean regulations under the Act.

"Rules" means the rules of the Eltham North Soccer & Sporting Club Inc.

"Social Member" means a non playing member not falling under the category of members specified under Rule 4. (1) (b) to (e).

(2) In these Rules, a reference to the Secretary of the Association is a reference —

- (a) if a person holds office under these Rules as Secretary of the Association — to that person; and
- (b) in any other case, to the Public Officer of the Association.

3. *Alteration of the rules*

These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

4. *Membership, entry fees and subscriptions*

(1) A person who applies and is approved for membership as provided in these Rules is eligible to be a member of the Association on payment of an annual subscription as set by the committee.

Membership categories are:

- (a) Social members over 18 years, being persons other than the members listed in clauses (b), (c), (d) & (e), who are interested in promoting the Club but who do not participate in the playing activities (including the role of player, coach or official) of the Club and who shall not be entitled to be present, debate and vote at General Meetings;
- (b) Family member (where one or more family members is registered to play);
- (c) Senior registered playing member;
- (d) Life member (awarded by the Association under Rule 6); and
- (e) Honorary member (including visiting players associated with competition, training squads, training camps, seasonal and non seasonal programs, team officials and referees). This category has no voting rights including general meetings.

(2) An application of a person for membership of the Association must be:

- (a) made in writing, by either registering as a player or in the form set out in Appendix 1; and

- (b) lodged with the Secretary of the Association.
- (3) As soon as practicable after the receipt of an application, the Secretary must refer the application to the Committee.
- (4) The committee must determine whether to approve or reject the application.
- (5) If the committee approves an application for membership made in the form set out in Appendix 1, the Secretary must, as soon as practicable:
 - (a) notify the applicant in writing of the approval for membership; and
 - (b) request payment within 28 days after receipt of the notification of the sum payable under these Rules as the year's annual subscription.
- (6) The Secretary must, within 28 days after receipt of the amounts referred to in sub-rule (5), enter the applicant's name in the register of members.
- (7) An applicant for membership becomes a member and is entitled to exercise the rights of membership when his or her name is entered in the register of members.
- (8) If the Committee rejects an application, it must, as soon as practicable, notify the applicant in writing that the application has been rejected.
- (9) A right, privilege, or obligation of a person by reason of his/her membership of the association:
 - (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon the cessation of his/her membership whether by death or resignation or otherwise.
- (10) The annual subscription is the relevant amount determined by the Committee and is payable in advance on or before 15 April in each year.
- (11) No player registration form will be processed without 100% of the annual subscription being paid.
- (12) Any outstanding fees from the previous season must be paid prior to the processing of registration.
- (13) Any fines incurred by players must be paid within fourteen (14) days of the club receiving notice of the fine.
- (14) Any variation of the above will only be considered on an individual basis upon written application to the Committee.

5. *Members admitted to membership*

- (1) The Club must procure that each Member admitted to membership agrees to be bound by and observe:
 - (a) This Constitution;
 - (b) The Laws of the Game;
 - (c) The Statutes and Regulations and those of the By-Laws expressed to apply to or in relation to Members;

- (d) The Statutes and Regulations and the constitutions and by-laws of FFA and FFV as enforced from time to time;
- (e) The FFV Codes of Behaviour and Rules of Competition, as amended from time to time; and
- (f) The FFA Code of Conduct, as amended from time to time.

6. Life Membership

Life membership of the club is awarded at the discretion of the club, typically for extraordinary achievement as a player or long and meritorious service in club administration.

- (1) Nominations for life membership must be made in writing (by members only) to the President or Secretary no less than 30 days prior to the club's Annual General Meeting.
- (2) The Committee must then properly consider the nomination at a meeting convened under these Rules, prior to the club's next Annual General Meeting.
- (3) Where the Committee votes to endorse the nomination, it is referred for a vote of members at the next Annual General Meeting, where it should be included as a separate agenda item.
- (4) Where the Committee votes to reject the nomination, the President must write to the member who made the nomination outlining the reasons for the Committee's vote.

7. Register of members

- (1) The Secretary must keep and maintain a register of members (excluding honorary members) containing:
 - (a) the name and address of each member;
 - (b) the date on which each member's name was entered in the register; and
 - (c) in the case of family membership, the primary family member to allow one vote per membership at general meetings in accordance with Rule 18(5).
- (2) The register is available for inspection free of charge by any member upon request.
- (3) A member may make a copy of entries in the register.

8. Ceasing membership

- (1) A member of the Association who has paid all moneys due and payable by a member to the Association may resign from the Association by giving one month's notice in writing to the Secretary of his or her intention to resign.
- (2) After the expiry of the period referred to in sub-rule (1):

- (a) the member ceases to be a member; and
- (b) the Secretary must record in the register of members the date on which the member ceased to be a member.

9. Discipline, suspension and expulsion of members

(1) Subject to these Rules, if the Committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the Committee may by resolution:

- (a) fine that member an amount not exceeding \$500; or
- (b) suspend that member from membership of the Association for a specified period; or
- (c) expel that member from the Association.

(2) A resolution of the Committee under sub-rule (1) does not take effect unless:

- (a) at a meeting held in accordance with sub-rule (3), the Committee confirms the resolution; and
- (b) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.

(3) A meeting of the Committee to confirm or revoke a resolution passed under sub-rule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with sub-rule (4).

(4) For the purposes of giving notice in accordance with sub-rule (3), the Secretary must, as soon as practicable, cause to be given to the member a written notice:

- (a) setting out the resolution of the Committee and the grounds on which it is based;
- (b) stating that the member, or his or her representative, may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member;
- (c) stating the date, place and time of that meeting;
- (d) informing the member that he or she may do one or both of the following-
 - (i) attend that meeting;
 - (ii) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;
- (e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.

(5) At a meeting of the Committee to confirm or revoke a resolution passed under sub-rule (1), the Committee must:

- (a) give the member, or his or her representative, an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
- (6) If at the meeting of the Committee, the Committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in General Meeting against the resolution.
- (7) If the Secretary receives a notice under sub-rule (6), he or she must notify the Committee and the Committee must convene a General Meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (8) At a General Meeting of the Association convened under sub-rule (7):
- (a) no business other than the question of the appeal may be conducted;
 - (b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - (c) the member, or his or her representative, must be given an opportunity to be heard; and
 - (d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (9) A resolution is confirmed if, at the General Meeting, not less than two-thirds of the members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

10. Disputes and mediation

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between a:
- (a) member and another member; or
 - (b) member and the Association.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be:
- (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement:
 - (i) in the case of a dispute between a member and another member, a person appointed by the Committee of the Association; or

- (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must:
 - (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

11. Annual General Meeting

- (1) The Association shall each calendar year convene an Annual General Meeting of its members at the earliest of:
 - (a) a minimum of 4 weeks prior to the Annual General Meeting of the current Governing Soccer Body of Victoria
 - (b) no later than 5 months after the end of the Association's financial year in accordance with Section 30(2A) of the Act.
- (2) The Annual General Meeting shall be held on such day as the Committee determines.
- (3) The Annual General Meeting shall be specified as such in the notice convening it.
- (4) The ordinary business of the Annual General Meeting shall be to:
 - (a) confirm the minutes of the last preceding Annual General Meeting and of any General Meeting held since that meeting;
 - (b) to receive the Committee reports upon the transactions of the Association during the last preceding financial year;
 - (c) to receive the audited Annual Accounts of the Association during the last preceding financial year;
 - (d) to elect officers of the Association and the ordinary members of the Committee; and
 - (e) to receive and consider the statement submitted by the Association in accordance with Section 30(3) of the Act.

(5) The Annual General Meeting may conduct any special business of which notice is given in accordance with these Rules.

12. Special General Meeting

(1) In addition to the Annual General Meeting, any other General Meetings may be held in the same year.

(2) All General Meetings other than the Annual General Meeting are Special General Meetings.

(3) The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association.

(4) If, but for this sub-rule, more than 15 months would elapse between Annual General Meetings, the Committee must convene a Special General Meeting before the expiration of that period.

(5) The Committee must, on the request in writing of members representing not less than 5 percent of the total number of members, convene a Special General Meeting of the Association.

(6) The request for a Special General Meeting must:

(a) state the objects of the meeting;

(b) be signed by the members requesting the meeting; and

(c) be sent to the address of the Secretary.

(7) If the Committee does not cause a Special General Meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a Special General Meeting to be held not later than 3 months after that date.

(8) If a Special General Meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the Committee and all reasonable expenses incurred in convening the Special General Meeting must be refunded by the Association to the persons incurring the expenses.

13. Special business

All business that is conducted at a Special General Meeting and all business that is conducted at the Annual General Meeting, except for business conducted under the rules as ordinary business of the Annual General Meeting, is deemed to be special business.

14. Notice of General Meetings

(1) The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a General Meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.

(2) Notice may be sent by:

- (a) prepaid post to the address appearing in the register of members; or
 - (b) electronically by either facsimile or Email (if a member has supplied the Association with an Email address).
- (3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next General Meeting.

15. Quorum at General Meetings

- (1) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- (2) Ten members personally present, of which 3 must be office bearers (being members entitled under these Rules to vote at a general meeting – excluding Life Members) constitute a quorum for the conduct of the business of a General Meeting.
- (3) If, within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present-
- (a) in the case of a meeting convened upon the request of members—the meeting must be dissolved; and
 - (b) in any other case—the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson 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.
- (4) 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 personally present (being not less than three) shall be a quorum.

16. Presiding at General Meetings

- (1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each General Meeting of the Association.
- (2) If the President and the Vice-President are absent from a General Meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

17. Adjournment of meetings

- (1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 14.

(4) Except as provided in sub-rule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

18. Voting at General Meetings

(1) Upon any question arising at a General Meeting of the Association, a member has one vote only.

(2) All votes must be given personally or by proxy.

(3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

(4) A member is not entitled to vote at a General Meeting unless all moneys due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

(5) Family membership grants one vote per family to the primary family member recorded on the club's membership register.

19. Poll at General Meetings

(1) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.

(2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

20. Manner of determining whether resolution carried

If a question arising at a general meeting of the Association is determined on a show of hands-

(a) a declaration by the Chairperson that a resolution has been-

(i) carried; or

(ii) carried unanimously; or

(iii) carried by a particular majority; or

(iv) lost; and

(b) an entry to that effect in the minute book of the Association—

is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

21. Proxies

- (1) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy must be:
 - (a) for a meeting of the Association convened under Rule 9(7), in the form set out in Appendix 2; or
 - (b) in any other case, in the form set out in Appendix 3.

22. Committee of Management

- (1) The affairs of the Association shall be managed by the Committee of Management.
- (2) The Committee
 - (a) shall control and manage the business and affairs of the Association;
 - (b) may, subject to these Rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association;
 - (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 Association;
 - (d) will communicate to members within 7 days any decision that has the effect of:
 - (i) committing the Association to expenditure greater than \$ 5,000;
 - (ii) committing more than 50% of the association's presently available funds; or
 - (iii) executing a loan agreement with any third party.Communication should be through the Association's newsletter or electronic transmission;and
 - (e) will ensure the Association's bank account(s) requires all cheques to be signed by the Treasurer plus one of either the President, Vice-President or Secretary.
- (3) Subject to section 23 of the Act, the Committee shall consist of:
 - (a) the officers of the Association; and
 - (b) two ordinary members, each of whom shall be elected at the Annual General Meeting of the Association in each year.

23. Office holders

- (1) The officers of the Association shall be:
 - (a) a President;
 - (b) a Vice-President;
 - (c) a Treasurer; and
 - (d) a Secretary.
- (2) The provisions of Rule 25, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in sub-rule (1).
- (3) Each officer of the Association shall hold office until the Annual General Meeting next after the date of his or her election but is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in sub-rule (1), the Committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of the appointment.

24. Ordinary members of the Committee

- (1) Subject to these Rules, each ordinary member of the Committee shall hold office until the Annual General Meeting next after the date of election but is eligible for re-election.
- (2) Ordinary members of the Committee should include:
 - (a) other ordinary members not defined as per clause 23. (1), as decided by the Committee or members.
- (3) 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 Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

25. Election of officers and ordinary Committee members

- (1) Nominations of candidates for election as officers of the Association or as ordinary members of the Committee:
 - (a) shall be made in writing, signed by two (2) members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) shall be delivered to the Secretary of the Association at least 48 hours prior to the meeting.
- (2) If only one (1) nomination per candidate is received to fill a position on the Committee, the candidate nominated shall be deemed to be elected.

- (3) If no nomination is received for a particular position, nominations may be received at the Annual General Meeting.
- (4) If there is more than one (1) nomination for a particular position, 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 a usual and proper manner as the Committee may direct.

26. Vacancies

For the purposes of these Rules, the office of an officer of the Association or of an ordinary member of the Committee becomes vacant if the officer or member:

- (a) ceases to be a member of the Association;
- (b) becomes an insolvent under administration within the meaning of the Corporations Law; or
- (c) resigns his office by notice in writing given to the Secretary.

27. Meetings of the Committee

- (1) The Committee must meet at least 3 times in each year at such place and such times as the Committee may determine.
- (2) Special meetings of the Committee may be convened by the President or by any 4 members of the committee.

28. Notice of Committee meetings

- (1) Written notice of each Committee meeting must be given to each member of the Committee at least 2 business days before the date of the meeting.
- (2) Written notice must be given to members of the Committee of any Special Meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

29. Quorum for Committee meetings

- (1) A minimum of 4 Committee members of the Association, including and not less than 2 officers of the Association (being the President, Vice President, Treasurer & Secretary) as defined in Rule 23 (1), constitute a quorum for the conduct of the business of a meeting of the Committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present:
 - (a) in the case of a Special Meeting—the meeting lapses; and
 - (b) in any other case—the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The Committee may act notwithstanding any vacancy on the Committee.

30. *Presiding at Committee meetings*

At meetings of the Committee:

- (a) the President or, in the President's absence, the Vice-President presides; or
- (b) if the President and the Vice-President are absent, or are unable to preside, the members present must choose one of their number to preside.

31. *Voting at Committee meetings*

(1) Questions arising at a meeting of the Committee, or at a meeting of any sub-committee appointed by the Committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.

(2) Each member present at a meeting of the Committee, or at a meeting of any sub-committee appointed by the Committee (including 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 second or casting vote.

32. *Removal of Committee member*

(1) The Association in general meeting may, by resolution, remove any member of the Committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.

(2) A member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.

(3) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

33. *Minutes of meetings*

The Secretary of the Association must keep minutes of the resolutions and proceedings of each General Meeting, and each Committee meeting, together with a record of the names of persons present at Committee meetings.

34. *Funds*

(1) The Treasurer of the Association must:

- (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
- (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

(2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the Committee.

(3) The funds of the Association shall be derived from annual subscriptions, sponsorship, grants, fundraising, canteen and bar sales, donations, and such other sources as the Committee determines.

35. Funds under investment

- (1) In line with its powers under Rule 22 and Section (16) a) of the Association's Incorporations Act (1981), the Association may from time to time invest excess funds. Such forms of investment should only be in the form of a Prescribed Investment (refer to clause 35.2) and allowed to proceed based on the following pre-requisites being met;
 - (a) a future Cash Flow Statement prepared by the Treasurer, is tabled at the Association's General meeting which will provide the Committee with financial information that reflects the Association's ability to meet future obligations and maintain a positive bank balance whilst the nominated funds are being invested.
 - (b) the prescribed investment receives at least a 75% voting acceptance by the Association's Committee.
 - (c) the prescribed investment will be for flexible terms as determined by the Committee
- (2) Prescribed investments are internet accounts with a major Australian bank or bank guaranteed term deposits with a major Australian bank, with preference given to the Association's current banking institution.

36. Seal

- (1) The common seal of the Association must be kept in the custody of the Secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures either of two members of the Committee or, of one member of the committee and of the public officer of the Association.

37. Notice to members

Except for the requirement in rule 14, any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by-

- (a) delivering the notice to the member personally;
- (b) sending it by prepaid post addressed to the member at that member's address shown in the register of members;
- (c) facsimile transmission, if the member has requested that the notice be given to him or her in this manner; or
- (d) by Email (if a member has supplied the Association with an Email address).

38. Not for Profit Status

The assets and income of the Association shall be applied solely for the purpose of not operating for the profit or gain of its individual members and furthermore, no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

39. Winding up

In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Act.

40. Affiliation and Merger

Any proposal to affiliate or merge the Association with another Association (or sporting club) must be passed by 75% of the members present (including proxies) at a special general meeting convened under Rule 12, or at the Annual General Meeting. This applies conversely to any proposal to disaffiliate or demerge the Association.

41. Custody and inspection of books and records

- (1) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents, correspondence and securities of the Association.
- (2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- (3) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

42. The Association's Colours

The Association's colours shall be RED and BLACK. The Committee shall have the right to determine the combination of these colours in flags, crests, sporting strips, ties and other such items that may arise from time to time.

43. Alignment to the FFV's constitution and bi-laws

The Association must also align itself to the FFV's constitution and bi-laws and such alignment is set out under clauses 44 and 45.

44. Objects of the Club

- (1) The objects for which the Club is established are to;
 - (a) be the member Club of FFA and to comply with the constitution and by-laws of FFA and FFV;
 - (b) prevent infringement of the constitution and by-laws of FFA and FFV and protect Football from abuse;

- (c) foster friendly relations among the officials and players of Football by encouraging Football games;
- (d) prevent racial, religious, gender or political discrimination or distinction among Football players;
- (e) promote, provide for, regulate and ensure effective management of Football competitions, tournaments and games under the control of or authorised by the Club;
- (f) co-operate with FFA, FFV and other bodies in the promotion and development of, or otherwise in relation to, Football, the Statutes and Regulations and the Laws of the Game;
- (g) facilitate the provision and maintenance of grounds, playing fields, materials, equipment and other facilities for Football; and
- (h) act in the best interests of the Club and Football.

(2) Alteration of objects and Constitution

Subject to **rule 45.1**, an addition, amendment or alteration of the objects in **rule 44.1** or of any other rule contained in this Constitution must be approved by Special Resolution.

45. FFA and FFV

(1) Constitution

The Club must:

- (a) be a body corporate or incorporated association to be recognised by FFA and/or FFV and must have the following characteristics:
 - (i) it organises teams to participate in competitions sanctioned by FFV or FFA;
 - (ii) all members of its teams are entitled to membership;
 - (iii) members may vote in an election for any officeholders (whether directly if over 18 years of age or indirectly through the Junior Member's parent or other legal guardian if under 18 years of age);
 - (iv) agrees to be bound by the Statutes and Regulations, the Laws of the Game and those FFA or FFV rules (including the respective constitutions) and by-laws expressed to apply to it; and
 - (v) prevent infringement of the constitutions and by-laws of FFA and FFV and protect Football from abuse;
- (b) amend:
 - (i) this Constitution; or
 - (ii) the By-laws,

to promptly adopt changes in the constitutions and by-laws of FFA and/or FFV made from time to time to the extent that they are applicable to the Club. In this clause the reference to changes to by-laws includes additional or replacement by-laws;

- (c) not otherwise amend or vary this Constitution without the consent of FFV and in accordance with the Act; or
- (d) not otherwise amend or vary any of its By-laws without the consent of FFV.

FFV must consent to any amendment to this Constitution or those By-laws which are required by law.

(2) Enforcement of rules

Subject to applicable law, the Club must:

- (a) promulgate and comply with, and do everything within its power to enforce compliance with, the Statutes and Regulations and the Laws of the Game; and
- (b) co-operate with FFA and FFV in all matters relating to the organisation of competitions, the Club's own competitions and Football in general.

APPENDIX 1

APPLICATION FOR MEMBERSHIP OF
ELTHAM REDBACKS FOOTBALL CLUB INC.

I _____ of _____
(Name) (Address)

desire to become a member of Eltham Redbacks Football Club Inc.

In the event of my admission as a member, I agree to be bound by the rules of the Association for the time being in force.

_____ Date: _____
(Signature of Applicant)

I _____, a member of the Association, nominate the
(Name)

applicant who is personally known to me for membership of the Association.

_____ Date: _____
(Signature of Proposer)

I _____, a member of the Association, second the
(Name)

nomination of the applicant who is personally known to me for membership of the Association.

_____ Date: _____
(Signature of Secunder)

APPENDIX 2

FORM OF APPOINTMENT OF PROXY FOR MEETING OF
ASSOCIATION CONVENED UNDER RULE 9(7)

I _____ of _____
(Name) (Address)

being a member of Eltham Redbacks Football Club Inc. appoint

_____ of _____
(Name & proxy holder) (Address of proxy holder)

being a member of Eltham Redbacks Football Club Inc. as my proxy to vote for me on my behalf at the appeal to the general meeting of the Association convened under Rule 9(7), to be held on _____ and at any adjournment of that meeting.

(Date of Meeting)

I authorising my proxy to vote on my behalf at their discretion in respect of the following resolution (insert details of resolution passed under Rule 9(7)).

Signed: _____

Date: _____

APPENDIX 3

FORM OF APPOINTMENT OF PROXY FOR
ANNUAL/SPECIAL GENERAL MEETING

I _____ of _____
(Name) (Address)

being a member of Eltham Redbacks Football Club Inc. appoint

_____ of _____
(Name & proxy holder) (Address of proxy holder)

being a member of Eltham Redbacks Football Club Inc. as my proxy to vote for me on my
behalf at the Annual/Special General* Meeting of the Association to be held on _____ -
_____ and at any adjournment of that meeting.

(Date of Meeting)

My proxy is authorised to vote in favour of/against the following resolution

(insert details of resolution)

Signed: _____ Date: _____

* Delete if not applicable