

**Souths United Football Club Inc.**  
**CONSTITUTION**

**Name**

1. The name of the incorporated club shall be SOUTHS UNITED FOOTBALL CLUB INCORPORATED. (In these Rules called “the Club”)

**Objects**

2. The aims and objectives of Souths United Football Club Incorporated, shall be to provide facilities and an environment primarily for the advancement and enjoyment of the sport of soccer football, and to do such things that are incidental or conducive to the attainment of these aims consistent with good sportsmanship and good citizenship.

**Colours**

3. The colours of the Club shall be Emerald Green, White and Black in such configuration as may be determined from time to time by the Management Committee.

**Powers**

- 4.1 The Club has, in the exercise of its affairs, all the powers of an individual.
- 4.2 The Club may :-
  - (a) print and publish any newspapers, newsletters, periodicals, books or leaflets that the Club may think desirable for the promotion of its objects;
  - (b) buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the Members of the Club or persons frequenting the Club’s premises.
  - (c) purchase, take a 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; and
  - (d) enter into any arrangements with any 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 arrangement, rights, privileges and concessions.

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- (e) appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Club; and
- (f) remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated Club or promotion of the incorporated Club; and
- (g) 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; and
- (h) lend and advance money or give credit to any person or body corporate, to guarantee and to 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..
- (i) to borrow or raise or secure the payment of money in such manner as the Members of the Club may think fit and to secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered by the Club in any way and, in particular, by the issue of debentures, perpetual or otherwise, charged upon all or any of the Club's property, both present and future, to purchase, redeem or pay off any such securities; and
- (j) draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instructions;
- (k) sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or part of the property and rights of the Club;
- (l) take or hold mortgages, liens or 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;
- (m) 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 sub-rule (c);
- (n) 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;

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- (o) to amalgamate with any one or more incorporated Clubs or Associations having objects altogether or in part similar to those of the Club and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Club under or by virtue of rule 34;
- (p) 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 or Associations with which the Club is authorised to amalgamate;
- (q) 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 or Associations with which the Club is authorised to amalgamate;
- (r) make donations for patriotic, charitable or community purposes;
- (s) to transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- (t) to borrow amounts from Members and to pay interest on the amounts borrowed, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Club, and to provide and pay off any such securities;
- (u) shall have authority to interpret the meaning of these Rules and any matter relating to the Club on which these Rules are silent;
- (v) shall have the authority to issue procedures laid down in Procedure Manuals to Ordinary Members of the Club relating to the fostering, regulating the game of soccer and competitions or social events conducted, co-ordinating or controlled by the Club;
- (w) to enforce any policies or directives of governing bodies in soccer or with any body with which the Club is affiliated;
- (x) to do all such things that are incidental or conducive to the attainment of the Object or exercise the powers of the Club.

**4.3** For subsection (t), the rate of interest must not be more than the rate for the time being charged for overdrawn accounts on money lent (whatever the term of the loan) by:-

- (a) the financial institution for the Club; or
- (b) if there is more than one financial institution for the Club, the financial institution nominated by the Club.

**4.4** Do all such things as are incidental or conducive to the attainment of the objects in the exercise of the powers of the Club.

**Classes of Membership**

**5.1**    There shall be the following classes of Membership:-

- (a)    Ordinary Members    *(entitled to vote and be elected to the Management Committee)*
- (b)    Honorary Members    *(not entitled to vote and not entitled to be elected to the Management Committee)*
- (c)    Life Members            *(entitled to vote and be elected to the Management Committee)*
- (d)    Social Members        *(not entitled to vote and not entitled to be elected to the Management Committee)*

**5.2**    The Management Committee shall have the power to limit from time to time the number of Members in each class of Membership

**5.3**    Where the Management Committee has duly limited the number of Members in any class and such limitations subsist, no provision of these Rules shall be construed as entitling any person to become a Member of that class if such limitations would thereby be exceeded.

**5.4    Ordinary Membership**

Ordinary membership is open to any financial member who may be playing members or non-playing members and may be individual members or family members. Membership extends from February 1 in the year in which membership is applied for and ceases on January 31 the following year, subject to Rule 6.1

- (a)    Individual membership carries one (1) voting right.
- (b)    Family membership comprises the parent/s or guardian/s and all children of the immediate family with such membership carrying one (1) voting right. Should a second parent or guardian within the family group require a separate voting right, then the second parent or guardian shall apply for, individual membership.

Membership fees for financial members shall be payable at such time and in such manner as the Management Committee shall determine.

Members shall be deemed to be un-financial until the prescribed membership fees are paid in full.

Financial members shall be eligible for election or appointment as Club Officials.

The number of financial members shall generally be unlimited in any one year.

**Honorary Membership**

The Management Committee may grant honorary Membership of the Association:-

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- (a) To any person who is temporarily visiting Brisbane and who is a member of a soccer club;
- (b) To any person who in the opinion of the Management Committee is a distinguished person to whom the Management Committee desire to grant such Membership.

Honorary Membership carries no voting rights at any Meeting of the Club. Honorary Members are not entitled or eligible to be elected onto the Club's Management Committee, but in all other respects be entitled to all the rights and subject to the conditions applicable to financial members.

### **Life Membership**

One person, and no more, may be elected as a Life Member of the Club at any one Annual General Meeting of the Club. Notice is to be in writing signed by five (5) financial Ordinary members and given to the Club Secretary of the Club at least 30 days prior to the date of the meeting.

To qualify for Life Membership the person or persons nominated must have been directly associated with the Club for a period of not less than five (5) years and has been actively engaged in the furthering of its aims.

The Management Committee shall, from the nominations so received, determine the person, if any, to receive Life Membership at the Annual General Meeting.

A Life Member shall not be liable for the annual membership fees but shall in all other respects be entitled to all the rights and subject to the conditions applicable to financial Ordinary members of the Club.

### **Social Membership**

Social Membership is open to all members who wish to utilise the facilities of the club.

Social Fees for Social Membership shall be payable at such time and in such manner as the Management Committee shall determine. Social membership extends from February 1 in the year in which membership is applied for and ceases on January 31 the following year, subject to Rule 6.1

Social Membership carries no voting rights at any Meeting of the Club.

Social Members are not entitled or eligible to be elected onto the Club's Management Committee, but in all other respects be entitled to all the rights and subject to the conditions applicable to financial members.

**Application for Membership**

**6. Eligibility**

Without prejudice to any special provision in this Constitution, every person of good standing who is interested in the aims of the Club shall be entitled to apply for membership of the Club. All Members must have attained the age of eighteen (18) years.

**Membership Fees – Levies - Fines**

**7.1** The Management Committee shall prior to 31<sup>st</sup> December each year determine:-

- (a) the annual Membership fees for Ordinary Membership, social fees, appeal fees, players' registrations and match fees.
- (b) any levies imposed on Ordinary Members.
- (c) the maximum fines for breach of this Constitution, the Procedure Manuals, the laws of the game of soccer, Codes of Conduct/Behaviour and Codes of Fair Play as adopted by the Management Committee.

**7.2** The fees, levies and maximum fines shall remain in force until amended or deleted by a Special Meeting of the Management Committee. Any changes must be notified, in writing, to members on the Club's noticeboard within fourteen (14) days of being passed by the majority vote of the members of the Management Committee present and is effective fourteen (14) days after the notice is posted on the noticeboard.

The Management Committee may in respect of any particular Member, defer payment of any fees, fine, levy or other monies due to the Club.

**Admission and Rejection of Members**

**8.1** At the next meeting of the Management Committee after the receipt of any application and the fee applicable for any class of Membership, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.

**8.2** Any applicant who receives a majority of votes of the Members of the Management Committee present at the meeting at which the application is being considered shall be accepted as a Member to the class of Membership applied for.

Upon the acceptance of an application for any class of Membership the Club Secretary shall forthwith give the applicant notice in writing by way of an appropriate membership card or other record of membership in force at the time.

Upon rejection of an application for any class of membership the Club Secretary shall forthwith give the applicant notice in writing of such rejection. The applicant's right of appeal against such rejection shall be in accordance with Rule 10.

**Termination of Membership**

- 9.1** A Member may resign from the Club at any time by giving notice in writing to the Club Secretary.
- 9.2** Such resignation shall take effect at the time such notice is received by the Club Secretary unless a later date is specified in the notice when it shall take effect on that later date.
- 9.3** Membership of any Member of the Club may be terminated on one or more of the following grounds:-
- (a)** if the Member shall bring the game of soccer into disrepute, is insubordinate or conducts themselves in a manner considered to be injurious or prejudicial to the character or interest and aims of the Club with such action to be decided by a Club Official, a written report shall immediately be made to the Management Committee who will deal with the report at its very earliest convenience.
  - (b)** if the Member fails to comply with the Club's Constitution, the Procedure Manuals, Codes of Conduct/Behaviour or Codes of Fair Play as adopted by the Management Committee.
  - (c)** if the Member shall fail to pay any fine, levy or any fee or other monies within fourteen (14) days of the due date for payment.
  - (d)** Any Member of the Club who at any time does not satisfy the criteria for Membership shall thereupon cease to be a Member. Refer Rule 6.1.
- 9.4** The matter of termination must be conducted at a Special Meeting of the Management Committee where at least three-quarters (3/4) of the current members of the Management Committee are present. The vote must have at least three-quarters (3/4) of those present in favour.

**Appeal against Rejection or Termination of Membership**

- 10.1** An applicant whose application for Membership has been rejected or whose Membership has been terminated, may within one (1) month of receiving written notification thereof, lodge with the Club Secretary written notice of the applicant's intention to appeal against the decision of the Management Committee.

Upon receipt of a notification of intention to appeal against rejection or termination of Membership the Club Secretary shall convene, within one (1) month of the date of receipt by the Club Secretary of such notice, an Appeal Committee to determine the appeal.

The members on this Appeal Committee shall be:-

1. Any one financial member to be selected by the Appellant
2. Any one financial member to be selected by the Management Committee
3. The Club President or their nominee who shall be Chairperson of the Committee.

Any relatives of the Appellant shall be ineligible for nomination to any position on an Appeal Committee. A member of the Management Committee is ineligible for

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nomination to any position on an Appeal Committee if there is a conflict of interest or they are involved in the matter.

- 10.3** At any such meeting the applicant shall be given the opportunity to fully present the applicant's case and the Management Committee or those Members thereof who rejected the application for Membership or terminated the Membership subsequently shall likewise have the opportunity of presenting its or their case.
- 10.4** The appeal shall be determined by majority vote of the Members of the Appeal Committee present at such meeting.
- 10.5** The decision of the Appeal Committee shall be final.

### **Register of Members**

- 11.1** The Management Committee shall cause a register to be kept at the Club in which shall be entered the names, addresses and phone numbers of all Members admitted to Membership of the Club and the dates their application were approved by the Management Committee.

Particulars shall also be entered into the register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Management committee or the Members at any General Meeting may require from time to time.

The register shall be open for inspection at all reasonable times by any Member who previously applies, in writing, to the Club Secretary for such inspection.

### **Club Secretary**

- 12.1** If a vacancy happens in the office of Club Secretary, the Members of the Management Committee must appoint or elect a Club Secretary within one (1) month after the vacancy happens.
- 12.2** The Club Secretary must be an individual residing within a 50km radius of the Club's street address, who is:
- (a)** an Ordinary or Life Member of the Club elected at the Annual General Meeting as Club Secretary or subsequently appointed by the Management Committee; or
  - (b)** a Member of the Club's Management Committee appointed by the Committee as Club Secretary.

### **Membership of the Management Committee**

- 13.1** The Management Committee of the Club shall consist of a President, Immediate Past President, Vice-President - Mens, Vice-President - Womens, Vice-President - Juniors: Divisional, Vice-President - Juniors: SSF (Small Sided Football), Club Secretary, Treasurer-Income, Treasurer-Expenditure and up to a maximum of three other Members of the Club. Therefore, there will be a maximum of twelve (12) members on the Management Committee. To be eligible to be elected as President, all nominees must have served a minimum of twelve (12) months on the



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Management Committee within the previous five- (5) years. To be eligible for election to the Management Committee, all nominees must be an Ordinary or Life member of the Club. Refer Rule 6.1

No Management Committee member shall be a paid employee of the Club.

### **Resignation or Removal from Office of a Member of the Management Committee**

**14.1** Any Member of the Management Committee may resign from Membership of the Management Committee at any time, by giving notice in writing or by electronic means to the Club Secretary, but such resignation shall take effect at the time such notice is received by the Club Secretary, unless a later date is specified in the notice, when it shall take effect on that later date, or such Member may be removed from office at a Special General Meeting of the Club where that Member shall be given the opportunity to fully present the Member's case. Subject to the provisions of Rules 6.1 and 9.3

The question of removal shall be determined by majority vote of the eligible Members present at such meeting.

There is no right of appeal against a Members removal from office under this section.

A member ceases to be a member of the Management Committee upon notification of their death.

A member of the Management Committee will have their membership of the Management Committee terminated immediately if they:

- Are convicted of an offence under the Associations Incorporation Act 1981; or
- Are convicted of an indictable offence or an offence punishable on summary conviction for which the person is sentenced to imprisonment, other than in default of payment of a fine; or
- Become bankrupt or compounds with creditors or otherwise takes advantage of the laws in force for the time being relating to bankruptcy.

Subject to the Provisions in Rules 6.1 and 9.3.

**14.6** A member of the Management Committee may have their membership of the Management Committee terminated if they fail to attend three (3) consecutive scheduled Management Committee meetings without prior consent from the Management Committee.

### **Vacancies on the Management Committee**

**15.** The Management Committee shall have the power at any time to appoint any person to fill any casual vacancy on the Management Committee until the next Annual General Meeting providing that for the position of President, such person satisfies the criteria referred to in Rule **13.1**.

**Functions of the Management Committee**

- 16.1** The Management Committee may exercise all the powers of the Club.
- 16.2** Except as otherwise provided by these Rules and subject to resolution of the Members of the Club carried at any General Meeting, the Management committee: -
- (a)** shall have the general control and management of the administration of the affairs, property and funds of the Club; and
  - (b)** to apply and invoke any penalty (whether by way of fine, suspension or the imposition of any good behavior bond) on any member who is in breach of this Constitution or procedures as documented in the Procedure Manuals or Codes of Conduct/Behaviour or Codes of Fair Play as adopted by the Management Committee.

**Meetings of Management Committee**

- 17.1** The Management Committee shall meet at least once every calendar month to exercise its functions.
- 17.2** The Club Secretary shall give notice of Management Committee meetings at least seven (7) days prior to such meeting being held.
- Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings, as it thinks fit.
- 17.4** All motions and questions arising at any meeting of the Management Committee will be decided by a majority vote of Members present, and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
- 17.5** A Member of the Management Committee shall not vote in respect of any contract or proposed contract with the Club in which he is interested, or any matter arising thereout, and if he does so vote his vote shall not be counted.
- 17.6** The President shall preside as Chairperson at every meeting of the Management Committee, or if there is no President, or if at any meeting he is not present within fifteen (15) minutes after the time appointed for holding the meeting, the members may choose one (1) of their number to be Chairperson of the meeting.
- 17.7** If within thirty (30) minutes from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within thirty (30) minutes from the time appointed for the meeting, the meeting shall lapse.
- 17.8** The Club Secretary shall cause full accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee Meeting to be entered in a book to be open for inspection at all reasonable times by any financial Member who previously applies, in writing, to the Club Secretary for that inspection.

For the purposes of ensuring the accuracy of the recording of such minutes, the

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chairperson of that meeting or the chairperson of the next succeeding Management Committee Meeting shall sign the minutes of every Management Committee Meeting.

### **Rules Governing Sub-Committees of the Management Committee**

- 18.1** The Management Committee may appoint sub-committees to assist with the carrying out of its duties. Such sub-committees may consist of such persons as the Management Committee thinks fit.
- 18.2** Any subcommittee so formed shall, in the exercise of the mandate so assigned, conform to any regulations that may be imposed on it by the Management Committee.
- 18.3** The Management Committee shall appoint a Chairperson of each sub-committee.
- 18.4** If at any meeting the Chairperson is not present within fifteen (15) minutes after the time appointed for holding the meeting, the Members present may choose one (1) of their number to be Chairperson of the meeting.

A sub-committee may meet and adjourn, as it thinks proper.

Minutes of all sub-committee meetings must be kept.

All recommendations and requests for financial outlays from the sub-committee must be presented to the Management Committee for their discussion and arbitration. Sub-Committees can only make recommendations to the Management Committee. Sub-Committees cannot make decisions and cannot enter into agreements or contracts on behalf of the Club.

### **Acts Not Affected by Defects or Disqualifications**

All acts done by any meeting of the Management Committee, a Subcommittee or of a person acting as a Member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such Member of the Management Committee or person acting as aforesaid, or that the Members of the Management Committee or any of them were disqualified, be as valid as if such person had been duly appointed and was qualified to be a Member of the Management Committee.

### **Resolutions of Management Committee Without Meeting**

A resolution in writing, signed by all the Members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee, shall be valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held.

- 20.2** Any such resolution may consist of several documents in like form, each signed by one (1) or more Members of the Management Committee.

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### **Rights of Appeal against Management Committee Decisions**

All members shall have the right of appeal from any decision of the Management Committee in respect of any penalty invoked pursuant to clause **16.2(b)** of these Rules.

Upon receipt of a notification of intention to appeal against the decision of the Management Committee, the Club Secretary shall convene, within one (1) month of the date of receipt by the Club Secretary of such notice, an Appeal Committee to determine the appeal.

The members on this Appeal Committee shall be:-

1. Any one financial member to be selected by the Appellant
2. Any one financial member to be selected by the Management Committee
3. The Club President or their nominee who shall be Chairperson of the Committee.

Any relatives of the Appellant shall be ineligible for nomination to any position on an Appeal Committee. A member of the Management Committee is ineligible for nomination to any position on an Appeal Committee if there is a conflict of interest or they are involved in the matter.

At such appeal, the decision of the majority of persons on the Appeal Committee may either confirm the original decision or vary it in any manner, as they may think fit. Unless and until any decision of the Management Committee is varied, the original decision shall stand.

Any appeal against a decision of the Management Committee shall be made within seven (7) days of the date of that decision and shall initially be by way of a written submission, accompanied by the appropriate appeal Fee.

### **Annual General Meeting**

The Annual General Meeting shall be held within six (6) months of the close of the Association's Financial Year.

The date of the Annual General Meeting shall be either determined at the previous Annual General Meeting or if none has been determined, the date is to be fixed by the Management Committee who shall cause the Club Secretary to give thirty (30) days notice, posted on the Club's noticeboard, to the Members of the Club.

### **Business to be Transacted at Annual General Meeting**

The business to be transacted at every Annual General Meeting shall be-

- (a) the receiving of the President's and Vice-Presidents' Reports; and
- (b) the receiving of the statement of income and expenditure, assets and liabilities and mortgages, charges and securities, affecting the property of the Club for the last financial year; and

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- (c) the receiving of the Auditor's Report on the financial affairs of the Club for the last financial year; and
- (d) the election of Members of the Management Committee; and
- (e) the appointment of an Auditor.

At the Annual General Meeting of the Club, all the Members of the Management Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.

The election of Officers and other Members of the Management Committee shall take place in the following manner:-

- (a) any Ordinary Member of the Club shall be at liberty to nominate any Financial, Ordinary member or Life member to serve as a Member of the Management Committee.
- (b) the nomination shall be in writing and signed by the nominee, their proposer and their seconder and shall be lodged with the Club Secretary at least fourteen (14) days before the Annual General Meeting at which the election is to take place OR nominations may also be taken from the floor at the meeting. Subject to the provisions of Rule 13.1
- (c) a list of the candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted on the Club's noticeboard at least seven (7) days immediately preceding the Annual General Meeting.

### **Special Meetings**

#### **Special General Meetings:**

The Club Secretary shall convene a Special General Meeting by giving not less than fourteen (14) day's notice, posted on the Club's noticeboard, to members of the Club:-

- (a) when directed to do so by the Management Committee; or
- (b) being given a requisition in writing signed by not less than the number of Ordinary Members of the Club which equals double the number of Members presently on the Management Committee plus one (1); or
- (c) being given a notice in writing of an intention to an appeal against the decision of the Management Committee to reject an application for Membership or to terminate any Membership.

A requisition mentioned in subsection **24.1(b)** shall clearly state the reasons why such Special General Meeting is being convened and the nature of the business to be transacted thereat.

**Special Management Committee Meetings:**

- 24.3** The Club Secretary shall convene a Special Management Committee Meeting by giving not less than four (4) days notice in writing or by electronic means to members of the Management Committee: -
- (a) when directed to do so by the President; or
  - (b) being given a requisition in writing or by electronic means from any member of the Management Committee.

A requisition mentioned in subsection **24.3(b)** shall clearly state the reasons why such a Special Management Committee Meeting is being convened and the nature of the business to be transacted thereat.

**Quorum at Meetings**

- 25.1** At any Ordinary or Special General Meeting, the number of Members required to constitute a quorum shall be not less than two times the number on the Management Committee plus one.
- 25.2** At any Annual General Meeting the number of Members required to constitute a quorum shall be not less than two times the number on the Management Committee plus one.
- At every ordinary meeting of the Management Committee, a quorum is constituted by one-half (1/2) the number of persons currently entitled to be on the Management Committee plus one.
- 25.4** At a Special Management Committee Meeting, a quorum is constituted by one-half (1/2) the number of persons currently entitled to be on the Management Committee plus one except if the Special Committee Meeting is called pursuant to rule 9.4.
- No business shall be transacted at any meeting unless a quorum of eligible, financial Members is present at the time when the meeting proceeds to business.
- 25.6** If within thirty (30) minutes from the time appointed for the commencement of any meeting, a quorum is not present, the meeting shall stand adjourned to the same day in the next week, at the same time and place, or to such other day and at such other time and place as the Management Committee may determine. If at the adjourned meeting a quorum is not present within thirty (30) minutes from the time appointed for the meeting the Members present shall be a quorum.
- 25.7** The Chairperson may, with the consent of members at any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- 25.8** When a meeting is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

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**25.9** Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

### **Notice of General Meeting**

**26.1** The Club Secretary shall convene all General Meetings of the Club by giving not less than fourteen- (14) day's notice of any such meeting to the Members of the Club.

**26.2** The Management Committee shall determine the manner by which such notice shall be given.

**26.3** All meetings shall be conducted at such place as the Management Committee may determine.

**26.4** Notice of a General Meeting shall clearly state the nature of business to be discussed thereat.

### **Procedure at General Meetings**

Unless otherwise provided by these Rules, at every General Meeting: -

- (a) the President shall preside as Chairperson, or if there is no President, or if the President is not present within fifteen (15) minutes after the time appointed for the holding of the meeting or if unwilling to act, the Members present shall elect one of their number to be Chairperson of the meeting; and
- (b) the Chairperson shall maintain order and conduct the meeting in a proper and orderly manner; and
- (c) every question, matter or resolution shall be decided by a majority of votes of the Members present; and
- (d) every Ordinary and Life Member present shall be entitled to one (1) vote and in the case of an equality of votes, the question, matter or resolution shall be deemed to be decided in the negative; and
- (e) however, no member shall be entitled to vote at any meeting if the Member's membership fee is in arrears at the date of the meeting or if any monies that are due from such Member to the Club are unpaid; and
- (f) voting shall be by show of hands or a division of Members, unless not less than one-fifth (1/5) of the members present demand a ballot in which event there shall be a secret ballot; and

the Chairperson shall appoint two Members to conduct the secret ballot in such manner as the Chairperson shall determine and the result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded; and

every Member may vote in person on a show of hands, every person present who is a Member shall have one (1) vote and in a secret ballot every Member present in person shall have one (1) vote; and

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the Club Secretary shall cause full accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee Meeting and General Meeting to be entered in a book to be open for inspection at all reasonable times by any financial Member who previously applies to the Club Secretary for that inspection.

- 27.2** For the purposes of ensuring the accuracy of the recording of such minutes, the chairperson of that meeting or the chairperson of the next succeeding General Meeting shall sign the minutes of every General Meeting.
- 27.3** However, the minutes of any Annual General Meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding General meeting or Annual General Meeting.

### **Alteration to Constitution**

- 28.1** Subject to the provisions of the *Associations Incorporation Act 1981*, these Rules may be amended, rescinded or added to from time to time by a resolution carried at any General Meeting of which notice, specifying the intention to propose a special resolution, is given and at such meeting the resolution is passed by not less than three quarters (3/4) of the members present at such meeting entitled under the rules to vote.

However an amendment, rescission or addition is valid only if it is registered by the chief executive.

### **Common Seal**

The Management committee shall provide for a Common Seal and for its safe custody.

- 29.1** The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a Member of the Management Committee and shall be countersigned by the Secretary or by a second member of the Management Committee or by some person appointed by the Management Committee for such purpose.

### **Funds and Accounts**

The funds of the Club must be kept in the name of the Club in a Financial Institution decided by the Management Committee.

- 30.1** Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Club and the particulars usually shown in books of a like nature.

All moneys shall be banked as soon as practicable after receipt thereof.

- 30.2** All amounts of One Hundred (100) dollars or over, except for the payment of referees, shall be paid by cheque signed by any two of the President, Club Secretary, Treasurer-Expenditure or other Member authorised from time to time by the Management



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Committee. Payment may also be made via internet banking or direct bank transfer.

- 30.3** Cheques shall be crossed “not negotiable” except petty cash recoupments which may be open.
- 30.4** The Management Committee shall determine the amount of petty cash, which shall be kept, on the imprest system.

All expenditure shall be approved or ratified at a Management Committee Meeting.

As soon as practicable after the end of each financial year, the Treasurer shall cause to be prepared a statement containing particulars of:-

- (a) the income and expenditure for the financial year just ended; and
  - (b) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Club at the close of that year.
- 30.5** The Auditor must examine the statement prepared under subsection **30.8** and present a report on it to the Club Secretary before the Annual General Meeting following the financial year for which the audit was made.
- 30.6** The income and property of the Club must be used solely in promoting the Club’s objects.

### **Documents**

- 31.** The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Club.

### **Financial Year**

- 32.** The financial year of the Club shall close on the thirtieth (30<sup>th</sup>) day of June in each year.

### **Distribution of Surplus Assets**

- 33.** If the Club is wound up under Part 10 of the Associations Incorporation Act 1981, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Members of the Club, but shall be given or transferred to Queensland Soccer Federation, or institution having objects similar to the objects of the Club, and which shall prohibit the distribution of its or their income and property among its or their Members to an extent at least as great as is imposed on the Club under or by virtue of rule 4.1(p) and which has objects similar to those of the Club.

### **Liquor Licence**

- 34.** All regulations and conditions imposed by the Licensing Commission and the Liquor

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Act and their amendments in force from time to time and which are relevant to the Club being granted a License or Permit in connection with the supply and sale of any liquor shall be strictly enforced and complied with by all Club members.

### **Standing Orders and Rules of Debate**

**35.1** The Standing Order of Business at meetings, except Special Meetings, shall be:-

Opening of the Meeting  
Attendance Register  
Apologies  
Minutes  
Business Arising out of the Minutes  
Correspondence  
Business Arising out of the Correspondence  
Reports  
Financial Statements  
Election and / or Appointment of Officials  
Motions on Notice  
General Business  
Notices of Motions  
Date of next Meeting  
Close of the Meeting.

Any Member wishing to speak shall raise his hand or stand up in his place and shall address the Chairperson respectfully when called upon to do so.

**35.2** When the Chairperson rises to speak any Member on his feet shall resume his seat and any Member speaking shall cease.

The order of debate concerning motions shall be:-

Mover of the Motion  
Secunder of the Motion  
Other Speakers to the Motion  
Amendments (if any), Mover of the first amendment, second amendment, etc.,  
Secunder of the first amendment, second amendment, etc.,  
Other Speakers to the first amendment, second amendment etc.,  
Voting on the first amendment, second amendment, etc.,  
Further Speakers to the Motion  
Mover of the Motion, in reply  
Voting on the Motion.

**35.3** The Motion at any stage is the original Motion incorporating all amendments carried up to that stage.

**35.4** When there is an amendment before the Chair, discussion must be confined to the amendment. No further amendment shall be proposed until the original amendment is disposed of.

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**35.5** Only one (1) speech on any question shall be permitted. Each amendment is a separate question.

The Mover of the Motion may reserve his right of reply.

A Secunder to a Motion may reserve his right to speak among the 'other speakers'.

A vote on the Motion whether in its original or amended form finally disposes of the business.

No Member other than the proposer of the Motion or an amendment shall speak to it until it has been seconded.

A Motion or amendment lapsing for want of a seconder shall not be recorded in the Minutes.

Any Member during debate may raise a point of order, at the time of the alleged irregularity, when the Member than speaking shall sit down until the point of order has been resolved.