– code of conduct
– handbook of club

PURSUANT TO ASSOCIATIONS INCORPORATION ACT 1984 (N.S.W.)
FINLEY FOOTBALL CLUB INCORPORATED
CONSTITUTION

OBJECTS

1. The objects of the Club shall be:-

   (a) To promote the game of Australian Rules Football / + Netball

   (b) To purchase sell lease mortgage charge exchange or otherwise dispose of any real or personal property as may be determined by the Club and to apply both capital and income thereof and the proceeds of the sale or mortgage thereof for or toward all or any of the objects herein specified:

   (c) To invest and deal with the moneys of the Club not immediately required upon such securities and in such manner as may from time to time be decided upon the committee for the time being of the Club;

   (d) To purchase hire or provide and maintain all kinds of vehicles furniture implements tools utensils equipment and other things required for the use of members or visitors.

MEMBERSHIP QUALIFICATIONS

2. A person is qualified to be a member of the association if, but only if –

   (a) The person is a person referred to in Section 15 (1) (a), (b) or (c) of the Act and has not ceased to be a member of the association at any time after incorporation of the association under the Act; or

   (b) The person is a natural person who has been approved for membership of the association by the Committee of the association.

CESSATION OF MEMBERSHIP

3. A person ceases to be a member of the association if the person –

   (a) Dies;

   (b) Resigns that membership; or

   (c) Is expelled from the association

MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

4. A right, privilege or obligation which a person has by reason of being a member of the association -

   (a) Is not capable of being transferred or transmitted to another person; and

   (b) Terminates upon cessation of the person's membership.

.../2

REGISTER OF MEMBERS

5. (a) The public officer of the association shall establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member.

(b) The register of members shall be kept at the principal place of administration of the association and shall be open for inspection, free of charge, by any member of the association at any reasonable hour.

FEES, SUBSCRIPTION, ETC.

6. (a) Any person on the payment of a membership fee to be fixed annually shall become a member of the Finley Football Club Incorporated for a period expiring at the first home game.

(c) Any registered player must become a financial member of the Club.

MEMBERS LIABILITIES

7. The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association.

DISCIPLINING OF MEMBERS independent process

8. (1) Where the committee is of the opinion that a member of the association –

(a) Has persistently refused or neglected to comply with a provision or provisions of these rules; or

(b) Has persistently and wilfully acted in a manner prejudicial to the interests of the association,

the committee may, by resolution –

(c) Expel the member from the association; or

(d) Suspend the member from membership of the association for a specified period.

(2) A resolution of the committee under clause (1) is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under clause (3), confirms the resolution in accordance with this rule.

(3) Where the committee passes a resolution under Clause (1), the Secretary shall, a soon as practicable, cause a notice in writing to be served on the member –

(a) Setting out the resolution of the committee and the grounds on which it is based;

.../3

(b) Stating that the member may address the committee at a meeting to be held not earlier than 14 days and note later than 28 days after service of the notice;

(c) Stating the date, place and time of that meeting; and

(d) Informing the member that the member may do either or both of the following:

(i) Attend and speak at that meeting;

(ii) Submit to the committee at or prior to that date of that meeting written representations relating to the resolution.

(4) At a meeting of the committee held as referred to in Clause (1), the committee shall –

(a) Give to the member an opportunity to make oral representations;

(b) Give due consideration to any written representations submitted to the committee by the member at or prior to the meeting; and

(c) By resolution determine whether to confirm or to revoke the resolution.

(5) Where the committee confirms a resolution under Clause (4), the Secretary shall, within 7 days after that confirmation, by notice in writing inform the member of the fact and of the member's right of appeal under Rule 9.

(6) A resolution confirmed by the Committee under Clause (4) does not take effect –

(a) Until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or

(b) Where within that period the member exercises the right of appeal, unless and until the association confirms the resolution pursuant to rule 9 (4).

RIGHT OF APPEAL OF DISCIPLINED MEMBER

9. (1) A member may appeal to the association in general meeting against a resolution of the committee which is confirmed under rule 8 (4), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

(2) Upon receipt of a notice from a member under clause (1), the Secretary shall notify the committee which shall convene a general meeting of the association to be held within 21 days after the date on which the secretary received the notice.

.../4

(3) At a general meeting of the association convened under clause (2) –

(a) No business other than the question of the appeal shall be transacted;

(b) The committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and

(c) The members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

(4) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

THE COMMITTEE
POWERS, ETC, OF THE COMMITTEE

10. The committee shall be called the committee of management of the association and, subject to the Act, the Regulation and these rules and to any resolution passed by the association in general meeting –

(a) Shall control and manage the affairs of the association;

(b) May exercise all such functions as may be exercised by the association other than those functions that are required by these rules to be exercised by a general meeting of members of the association; and

(c) Has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

CONSTITUTION AND MEMBERSHIP

11. (1) Subject in the case of the first members of the committee to Section 21 of the Act, the Committee shall consist of –

(a) The office bearers of the association; and

(b) Not less than 8 ordinary members

Each of whom shall be elected at the annual general meeting of the association pursuant to rule 12; and

(c) Four players representatives elected at the commencement of the playing season.

(2) The office bearers of the association shall be -

(a) The President;
(b) Senior Vice President;
(c) Two Junior Vice Presidents;
(d) The Treasurer; and
(e) The Secretary.

.../5

(3) Each member of the Committee shall, subject to these rules, hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

(4) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

ELECTION OF MEMBERS

12. (1) Nominations of candidates for election as office bearers of the association or as ordinary members of the committee shall be made in writing by two members of the association and handed to the Secretary prior to the meeting.

(2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominations shall be deemed to be elected and further nominations shall be received at the annual general meeting.

(3) If insufficient further nominations are received, any vacant positions remaining on the committee shall be deemed to be casual vacancies.

(4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

(5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.

(6) The ballot for the election of office-bearers and ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

(7) A nomination of a candidate for election under this Clause is not valid if that candidate has been nominated for election to another office at the same election.

SECRETARY

13. (1) The Secretary of the association shall, as soon as practicable after being appointed as Secretary, lodge notice with the association of his or her address.

(2) It is the duty of the Secretary to keep minutes of –

(a) All appointments of office bearers and members of the committee;

(b) The names of the members of the committee present at a committee meeting or a general meeting; and

(c) All proceedings at the committee meetings and general meetings.

../6

(3) Minutes of proceedings at a meeting shall be signed by the Chairperson of the

meeting or by the chairperson of the next succeeding meeting.

TREASURER

14. It is the duty of the treasurer of the association to ensure that –

(a) All money due to the association is collected and received and that all payments authorised by the association are made; and

(b) Correct books of the association including full details of all receipts and expenditure connected with the activities of the association.

CASUAL VACANCIES

15. For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if the member –

(a) Dies;

(b) Ceases to be a member of the association;

(c) Becomes an insolvent under administration within the meaning of the Companies (New South Wales) Code;

(d) Resigns office by notice in writing given to the Secretary;

(e) Is removed from office under rule 16;

(f) Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or

(g) Is absent without the consent of the committee from all meetings of the committee held during a period of 6 months,

REMOVAL OF MEMBER

16. (1) The association in general meeting may be resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may be resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

(2) Where a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the Secretary or President (not exceeding a reasonable length) and request that the representations be notified to the members of the association, the Secretary or the President may send a copy of the representations to each member of the association or, if they are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

MEETING AND QUORUM

17. A. (1) The Committee shall meet once monthly or such times as it may deem necessary for the transaction of Club business.

.../7

(2) Any 7 members of the Committee constitute a quorum for the transaction of the business of a meeting of the committee.

(3) No business shall be transacted by the committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the same day in the following week.

(4) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.

(5) At a meeting of the committee –

(a) The President or, the President's absence, the Vice-President shall preside; or

(b) If the President and the Vice-President are absent or unwilling to act such one of the remaining members of the Committee as may be chosen by the members present at the meeting shall preside.

B. POWERS OF THE COMMITTEE:

The Committee shall have power to:-

(1) Appoint a Coach;

(2) Appoint Honorary Members;

(3) Fix the Annual Subscriptions;

(4) Grant clearances to players;

(5) The Committee shall have full control of and shall supervise all matters including Trust accounts connected with the Club.

C. MATCH COMMITTEE

The Committee shall elect at least one non-playing selector in each season who with the Captain shall form the Match Committee. The team for each League match shall be chosen on the Thursday prior to such match.

D. ELECTION OF DELEGATES

The Committee shall annually appoint from the Committee of Management to represent the Club on the Football League in which they are affiliated two (2) Board Members and two (2) emergencies.

DELEGATION BY COMMITTEE TO SUB-COMMITTEE

18.(1) The Committee may delegate to one or more sub-committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than –

../8

(a) This power of delegation; and

(b) A function which is a duty imposed on the committee by the Act or by any other law.

(2) A function the exercise of which has been delegated to a sub-committee under this Rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegates.

(3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.

(4) Notwithstanding any delegation under this rule, the committee may continue to exercise any function delegated.

(5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.

(6) The Committee may revoke wholly or in part any delegation under this rule.

(7) A sub-committee may meet and adjourn as it thinks proper.

VOTING AND DECISIONS

19. (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee shall be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.

(2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote, but in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

(3) Subject to rule 17A(2), the committee may act notwithstanding any vacancy on the committee.

(4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

GENERAL MEETINGS
ANNUAL GENERAL MEETINGS – HOLDING OF

20. The association shall at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the association, convene an annual general meeting of its members.

../9

ANNUAL GENERAL MEETINGS – CALLING OF AND BUSINESS AT

21. (1) the annual general meeting of the association shall, subject to the Act and to rule 20, be convened on such date and at such place and time as the committee thinks fit.

(2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be –

(a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;

(b) to receive from the committee reports upon the activities of the association during the last preceding financial year;

(c) to elect office bearers of the association and ordinary members of the committee; and

(d) to receive and consider the statement which is required to be submitted to members pursuant to section 26 (6) of the Act being to submit to members of the association a statement which is not misleading and which gives a true and fair view of the following:-

(i) the income and expenditure of the association during its last financial year;

(ii) the assets and liabilities of the association at the end of its last financial year;

(iii) the mortgages, charges and other securities of any description affecting any of the property of the association at the end of its last financial year;

(iv) in respect of each trust of which the association was trustee during a period, being the whole or any part of the last financial year of the association –

- the income and expenditure of the trust during that period;

- the assets and liabilities of the trust during that period;

- the mortgages, charges and other securities of any description affecting any of the property of the trust at the end of that period.

(3) An annual general meeting shall be specified as such in the notice convening it.

../10

SPECIAL GENERAL MEETINGS – CALLING OF

22. (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.

(2) The committee shall, on the requisition in writing of not less than 15 per cent of the total number of members, convene a special general meeting of the association.

(3) A requisition of members for a special general meeting –

(a) shall state the purpose or purposes of the meeting;

(b) shall be signed by the members making the requisitions;

(c) shall be lodged with the secretary; and

(d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

(4) If the committee fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not late than 3 months after that date.

(5) A Special general meeting convened by a member or members as referred to in clause (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense is entitled to be reimbursed by the association for any expense so incurred.

NOTICE

23. (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 7 days before the date fixed for the holding of the general meeting, cause to be advertised in the local paper a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

(2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be advertised in the local paper in the manner provided in clause (1) specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.

(3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted to rule 21 (2).

.../11

(4) A member desiring to bring any business arising ..... Meeting may give notice in writing of that business to the secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

PROCEDURE

24. (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.

(2) Ten members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction 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, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated 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 a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 6) shall constitute a quorum.

PRESIDING MEMBER

25. (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 unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

ADJOURNMENT

26. (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment too place.

(2) Where a general meeting is adjourned for 14 days or more, the secretary shall give by way of notice in the local paper state the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

../12

(3) Except as provided in clauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

SPECIAL RESOLUTION

27. A Resolution of the association is a special resolution if –

(a) It is passed by a majority which comprises not less than three-quarters of such members of the association as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which not less than 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or

(b) Where it is made to appear at the Commission that it is not a possible or practicable for the resolution to be passed in the manner specified in paragraph (a) – the resolution is passed in a manner specified by the Commission.

VOTING

28. (1) Upon any question arising at a general meeting of the association a member has one vote only.

(2) All votes shall be given personally or by proxy but no member may hold more than 5 proxies.

(3) In the case of any equality of votes on a question at a general meeting of the association unless all money due and payable by the member or proxy to the association has been paid, other than the amount of the annual subscription payable in respect of the then current year.

APPOINTMENT OF PROXIES

29. (1) Each member shall be entitled to appoint another member as 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 shall be in the form set out in the Appendix 1 to these rules.

MISCELLANEOUS INSURANCE

30. (1) The association shall effect and maintain insurance refer to Section 44 of the Act.

(2) In addition to the insurance required under clause (1), the association may effect and maintain other insurance.

FUND - SOURCES

31. (1) The funds of the association shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the Committee determines.

.../13

(2) All money received by the association shall be deposited as soon as Practicable and without deduction to the credit of the association's bank account.

FUNDS - MANAGEMENT

32. (1) Subject to any resolution passed by the association in general meeting, the funds of the association shall be used in pursuance of the objects of the association in such manner as the committee determines.

(2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the committee or employees of the association, being members or employees authorised to do so by the committee.

ALTERATION OF OBJECTS AND RULES

33. The statement of objects and these rules may be altered, rescinded or added to by special resolution.

34. (1) The common seal of the association shall be kept in the custody of the public officer.

(2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the public officer or secretary.

CUSTODY OF BOOKS, ETC

35. Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the association.

INSPECTION OF BOOKS, ETC

36. The records, books and other documents of the association shall be open to inspection, free of charge, by a member of the association at any reasonable hour.

SERVICE OF NOTICES

37. (1) For the purpose of these rules, a notice may be served by or on behalf of the association upon any member either personally or by sending it by post to the member at the member's address shown in the register of members.

(2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

../14

SURPLUS PROPERTY

38. (1) At the first general meeting of the association, the association shall pass a special resolution nominating an incorporated association as the association in which is to vest its surplus property pursuant to section 53 (2) of the Act in the event of the winding up or the cancellation of the incorporation of the association.

(2) The incorporated association so nominated shall be one which fulfils the requirements specified in section 53 (2) (a)-(c) of the Act.

UNIFORM

39. The uniform of the Club shall consist of Blue and White horizontal striped guernseys with Blue and White hose and the Guernsey shall be the property of the Club.

REWARD TO OFFICE BEARERS, COMMITTEE & PLAYERS

40. The committee shall have the power to give to the Officer-Bearers, Committee or players a certificate of merit for the following reasons:-

Officer-Bearers and Committee who in their opinion have warranted such certificate, or have given ten years' service or players, 50 games and every 50 additional games thereafter, in a team of the Finley Football Club.

BANK ACCOUNT

41. The banking account or accounts of the Club shall be kept at the Finley Branch of the National Australia Bank or at such other Bank or Banks as the Committee may from time to time decide.

LIFE HONORARY MEMBERS

42.

OFFICIAL RECORD OF CLUB

43. The Official record book established in 1959 be kept up-to-date and this shall be the responsibility of the Secretary.