

Killarney Vale Australian Football Club Inc
CONSTITUTION and RULES

PART I
PRELIMINARY

Interpretation

1. (1) In these rules, except in so far as the context or subject-matter otherwise indicates or requires-

"Administration Director" means-

- (a) the person holding office under these rules as secretary of the club;
or
(b) where no such person holds that office – the public officer of the club;

"special general meeting" means a general meeting of the club other than the annual general meeting.

"the Act" means the Association Incorporation Act, 1984;

"the Regulation" means the Associations Incorporation Regulation, 1985.

"Executive" means the Committee of Management of the club;

"club" means the Killarney Vale Australian Football Club Incorporated (subject to becoming incorporated under the Associations Incorporation Act, 1984);

"Commission" means the Corporate Affairs Commission of NSW.

"Ordinary Member" or "Members" means an ordinary member or members of the club other than where the committee may determine.

"Senior Games" shall include games played in first, reserve and under 18 grade.

"Club games" shall include all games played with the club.

"SF" means Senior Football.

"JF" means Junior Football.

"By Laws" a set of rules drawn up to assist to manage the club.

2. In these rules –

- (a) a reference to a function includes a reference to a power, authority and duty; and
(b) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.
3. The provisions of the Interpretation Act, 1897, apply to an in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

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4. Name

The club shall be known as the Killarney Vale Australian Football Club Incorporated.

5. Objects

The objects of the club shall be:

- (a) The promotion interests of the game of Australian Football.
- (b) The management and control of all matters affecting the interests and welfare of the club.
- (c) The purchase, lease and/or development of any land or building or other material asset from which the club might derive a benefit.

PART II

MEMBERSHIP

Membership Qualifications

6. A person is qualified to be a member of the club if, but only if
- (a) the person referred to in section 15(1)(a),(b) or (c) of the Act and has not ceased to be a member of the club at any time after incorporation of the club under Act; or
 - (b) the person is a natural person who –
 - (i) has been nominated for membership of the club as provided by rule 8; and
 - (ii) has been approved for membership of the club by the committee of the club.
7. Membership shall fall into the following categories:
- (a) Ordinary Membership shall be open to all prospective players together with Office Bearers and other interested persons.
 - (b) Junior Membership shall be open to all junior players and interested young persons of school age or persons under the age of 17 years.
 - (c) Honorary Membership may be granted by the Committee to any person for a fixed period;
 - (d) (i) Life Membership may be attained by players who play at least 250 senior games (subject to rule 7 (1) (c) (iii)) for the club or 200 first grade games.
 - (ii) Officials may attain Life Membership after serving at least fifteen (15) years outstanding service as an official of the club.
 - (1) One (1) official only can be nominated and elected as a Life Member each year
 - (2) Such nomination must be made in writing to the committee setting out the qualifications of the person no less than two months prior to the club's Annual General Meeting following the completion of the period of service by such member.
 - (3) The nomination can only be made by a Member which must be endorsed by the committee before being put before the members for approval.

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- (iii) Club games of players prior to season 2000 may be included in a players tally, however in such case the total number of club games required to achieve life membership is 300.
- (iv) A life member will not be liable for any annual subscription if a non player and half player fees if a player.
- (v) Person who fails to pay their annual subscription or player fees at any time through their career shall be ineligible for life membership.

Nomination for Membership

- 8. (1) A nomination of a person for membership of the club
 - (a) shall be made by a member of the club in writing in the form set out in Appendix 1 to these rules; and
 - (b) shall be lodged with the secretary of the club.
- (2) As soon as practicable after receiving a nomination for membership, the Administration Director shall refer the nomination to the executive which shall determine whether to approve or reject the nomination.
- (3) Where the executive determines to approve a nomination for membership, the Administration Director shall, as soon as practicable after that determination, notify the nominee of that approval and request the nominee to pay within the period of fourteen (14) days after receipt by a member as entrance fee and annual subscription where applicable.
- (4) The Administration Director shall, on payment by the nominee of the amounts referred to in clause (3) within the period referred to in that clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of the club.

Cessation of Membership

- 9. A person ceases to be a member of the club if the person
 - (a) dies;
 - (b) resigns that membership;
 - (c) is expelled from the club; or
 - (d) fails to pay his annual subscription by the due date.

Membership Entitlements not Transferable

- 10. A right, privilege or obligation which a person has by reason of being a member of the club-
 - (a) is not capable of being transferred or transmitted to another person; and
 - (c) terminates upon cessation of the person's membership.

Resignation of Membership

- 11. (1) A member of the club is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the club who had paid all amounts payable by the Member to the club in respect of the member's membership may resign from membership of the club by first giving notice (being not

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less than one (1) month or not less than such other period as the executive may determine) in writing to the Administration Director of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.

- (3) Where a member of the club ceases to be a member pursuant to Clause (2), and in every other case where a member ceases to hold membership, the Administration Director shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

Register of Members

12. (1) The public officer of the club shall establish and maintain a register of members of the club specifying the name and address of each person who is a member of the club together with the date on which the person became a member.
- (2) The register of members shall be kept at the principal place of Administration of the club and shall be open for inspection, free of charge, by any members of the club at any reasonable hour.

Fees, Subscriptions, etc

13. (1) A member of the club shall, upon admission to membership, pay to the club a fee of \$1 or, where some other amount is determined by the executive if that other amount.
- (2) In addition to the amount payable by the member under clause (1), a member of the club shall pay to the club an annual membership of \$2 or, where some other amount is determined by the executive, of that other amount-
- (a) except as provided by paragraph (b), before 1st July in each calendar year; or
- (b) where the member becomes a member on or after 1st July in any calendar year – upon becoming a member and before 1st in each succeeding calendar year.

Members' Liabilities

14. The liability of a member of the club to contribute towards the payment of the debts and liabilities of the club or the costs, charges and expenses of the winding up of the club is limited to the amount, if any, unpaid by the member in respect of membership of the club as required by rule 13.

Disciplining of Members

15. (1) Where the executive is of the opinion that a member of the club-
- (a) has persistently refused or neglected to comply with a provision or provisions of these rules and/or club by laws; or
- (b) has persistently and wilfully acted in a manner prejudicial to the interests of the club,
- the executive may, by resolution –
- (c) expel the member from the club; or
- (d) suspend the member from membership of the club for a

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specified period.

- (2) A resolution of the executive under clause (1) is of no effect unless the executive, 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 executive passes a resolution under clause (1), the Administration Director shall, as soon as practicable, cause a notice in writing to be served on the member –
 - (a) setting out the resolution of the executive and the grounds on which it is based;
 - (b) stating that the member may address the executive at a meeting to be held not earlier than 14 days and not 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 he may do either or both of the following:-
 - (i) attend and speak at that meeting;
 - (ii) submit to the executive at or prior to the date of that meeting written representations relating to the resolution.
- (4) At a meeting of the executive held as referred to in clause (3). the executive shall –
 - (a) give to the member an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the executive by the member at or prior to the meeting; and
 - (c) by resolution determined whether to confirm or revoke the resolution.
- (5) Where the executive confirms a resolution under clause (4), the Administration Manager 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 16.
- (6) A resolution confirmed by the executive 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;
 - (b) where within that period the member exercises the right of appeal, unless and until the club confirms the resolution pursuant to rule 16 (4).

Right of Appeal of Disciplined Member

16. (1) A member may appeal to the club in general meeting against a resolution of the executive which is confirmed under rule 15(4), within 7 days after notice of the resolution is served on the member, by lodging with the Administration Director a notice to that effect.
- (2) Upon receipt of a notice from a member under clause (1), the

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Administration Director shall notify the executive which shall convene a general meeting of the club to be held within 21 days after the date on which the Administration Director received the notice.

- (3) At a general meeting of the club convened under clause 16 (2)-
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the executive 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 club passes a special resolution in Favour of the confirmation of the resolution, the resolution is confirmed.

PART III

THE COMMITTEE

Powers etc. of the Committee

17. The executive committee shall be called the executive of the club and, subject to the Act, the Regulation and these rules and to any resolution passed by the club in general meeting –
 - (a) shall control and manage the affairs of the club;
 - (b) may exercise all such functions as may be exercised by the club other than those functions that are required by these rules to be exercised by a general meeting of members of the club; and
 - (c) has power to perform all such acts and to all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the club.

17A A sub committee called the Senior Committee of the club and, subject to the Act, the Regulation, these rules and by-laws of the club and to any resolution passed by the club in general meeting or by the executive, shall organise, manage and directly administer all open age and under 18 teams of the club and activities pertaining to the players, teams and competitions in which they compete. The Senior Committee shall be responsible to the Executive.

17B A sub committee called the Junior Committee of the club and, subject to the Act, the Regulation and these rules and and by-laws of the club and to any resolution passed by the club in general meeting or by the executive, shall organise, manage and directly administer all teams of the club not mentioned in rule 17A and the activities pertaining to the players, teams and competitions in which they compete. The Junior Committee shall be responsible to the Executive.

Constitution and Membership

18. (1) Subject in the case of the first members of executive to section 21 of the Act, the executive shall consist of –
 - (a) the office-bearers of the club; and

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(b) One person may not hold more than two positions titled in, Rule 18(1)(a).

(2) The office-bearers of the club shall be –

- (a) President
- (b) Senior Vice President who shall be the chairman of the Senior Football Committee
- (c) Junior Vice President who shall be the chairman of the Junior Football Committee
- (d) Administration Director
- (e) Finance Director

each of whom shall be elected at the annual general meeting of the club pursuant to rule 19.

(3) Subject in the case of the first members of senior football committee to section 21 of the Act, the senior committee shall consist of –

- (a) Chairman - SF;
- (b) Vice Chairman - SF;
- (c) Secretary SF;
- (d) Treasurer - SF;
- (e) Football Manager – SF;
- (f) Four committee persons – SF.
- (g) One person should not hold more than two positions titled in, Rule 18(3).
- (h) In the event that a person does hold two positions as in Rule 18 (3), then the number of committee members – JF mentioned in Rule 18 (3) may increase by one for each two positions so held.

each of whom shall be elected at the annual general meeting of the club pursuant to rule 19.

(4) Subject in the case of the first members of junior football committee to section 21 of the Act, the junior committee shall consist of –

- (a) Chairman - JF;
- (b) Vice Chairman - JF;
- (c) Secretary - JF;
- (d) Treasurer - JF;
- (e) Football Manager – JF;
- (f) Six committee persons – JF.
- (g) One person should not hold more than two positions titled in, Rule 18(4).
- (h) In the event that a person does hold two positions as in Rule 18 (4), then the number of committee members – JF mentioned in Rule 18 (4) may increase by one for each two positions so held.

each of whom shall be elected at the annual general meeting of the club pursuant to rule 19.

(5) Each member of the executive, senior and junior committees shall, subject to these rules, hold office until the conclusion of the annual

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general meeting following the date of the member's election, but is eligible for re-election.

- (6) In the event of a casual vacancy occurring in the membership of the executive, senior and junior committees, the executive may appoint a member of the club to fill the vacancy, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

Election of Members

- 19.** (1) Nominations of candidates for election as office-bearers of the club or as members of the senior and junior committees –
 - (a) shall be made in writing, signed by 2 members of the club 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 Administration Director of the club not less than 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the executive, senior and junior committees, 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 executive, senior and junior committees 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 executive, senior and junior committees shall be conducted at the annual general meeting in such usual and proper manner as the executive may direct.

Administration Director

- 20.** (1) The Administration Director shall, as soon as practicable after being appointed as Administration Director, lodge notice with the club of his or her address.
- (2) It is the duty of the Administration Director to keep minutes of –
 - (a) all appointments of office-bearers and members of the executive, senior and junior committees;
 - (b) the names of members of the executive present at a executive meetings or a general meeting;
 - (c) all proceeding at executive meetings and general meetings.
- (3) (1) The Administration Director shall also –

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- (a) organise the maintenance of the register of names and addresses of all club members;
 - (b) attend to all incoming correspondence and keep a record of all outgoing;
 - (c) carry out what other duties as may be necessary of directed or that his discretion may advise for the betterment, welfare and maintenance of the club.
- (4) Minutes of proceeding at meetings shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

Financial Director

21. It is the duty of the treasurer of the club to ensure that:

- (a) all money due to the club is collected and received and that all payments authorised by the club are made; and
- (b) correct books and accounts are kept showing the financial affairs of the club including full details of all receipts and expenditure connected with the activities of the club;
- (c) a correct and up to date financial statement is provided to each executive and general meeting of the club.

Secretary – Senior Football and Junior Football

21A Each secretary shall:

- (a) Keep minutes of their committee meeting, a copy of which upon completion shall be forwarded to the Administration Director and secretary of the junior committee.
- (b) Liaise with the Administration Director.
- (c) Keep a register of players and members and their details.
- (d) attend to all incoming correspondence and keep a record of all outgoing;
- (e) carry out what other duties as may be necessary of directed or that his discretion may advise for the betterment, welfare and maintenance of the club.

- (1) Minutes of proceeding at meetings shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

Treasurer – Senior Football and Junior Football

21B Each treasurer shall:

- (a) Record and collect all monies due in his or her division and bank the same.
- (b) Keep a statement of their division's financial activities and provide such statement to their respective committee and the Financial Director at intervals as required by him or her;
- (c) Pay any and all authorised accounts in conjunction with the Financial Director.
- (d) Liaise with the Financial Director.

Casual Vacancies

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22. For the purposes of these rules, a casual vacancy in the office of a member of the executive, senior or junior football committees occurs if the member –
- (a) dies;
 - (b) ceases to be a member of the club;
 - (c) becomes insolvent under administration within the meaning of the Companies (New South Wales) Code;
 - (d) resigns office by notice in writing given to the administration director;
 - (e) is removed from office under rule 23;
 - (f) becomes of unsound mind or a person whose person or estate is liable to be dealt with any way the law relating to mental health; or
 - (g) fails to attend three (3) consecutive meetings of the executive, senior or junior football committees respectively without first having applied for, and obtaining leave of absence. Or who has not submitted a very reasonable excuse for their absence from the meeting.

Removal of Members

23. (1) The club in general meeting may by resolution remove any members of the executive, senior or junior football committees from the office of member before the expiration of the member's term of office and may by 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 executive, senior or junior football committees to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the Administration Director or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the club, the Administration Director or the president may send a copy of the representations to each member of the club or, if they are not so sent, the member is entitled to request that the representations be read out at the meeting at which the resolution is considered.

Meetings and Quorum

24. (1) The executive, senior or junior football committees shall meet at least once a month at such place and time as the executive, senior or junior football committees respectively may determine.
- (2) Additional meetings of the executive, senior or junior football committees respectively may be convened by the president or by any three members of the executive, senior or junior football committees respectively.
- (3) Oral or written notice of a meeting of the executive, senior or junior football committees respectively shall be given by the Administration Director or secretary of the senior or junior committee to each member of the executive, senior or junior football committees respectively at least 48 hours (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the executive, senior or junior football committees

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members (respectively) present at the meeting unanimously agree to treat as urgent business.

- (5) Any 3 members of the executive and 5 members of the senior or junior committees, respectively will constitute a quorum for the transaction of the business of a meeting of the executive, senior or junior football committees respectively.
- (6) No business shall be transacted by the executive, senior or junior football committees respectively 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.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed, the meeting shall be dissolved.
- (8) The President shall preside at all meetings of the club unless otherwise provided for and he shall see that the business at hand is conducted in a proper manner.

The President should be a person of standing in the community with a knowledge of business administration. He shall have the authority to negotiate on the club's behalf on all matters which shall be of benefit to the club.

- (9) The Senior Vice President shall assist the President in every manner possible and act as directed by the President. In the absence of the President he shall assume the chair. . He or she will chair the meetings of the senior committee.
- (10) The Junior Vice President shall assist the President and Senior Vice President and act as directed by the President. In the absence of the President and Senior Vice President he shall assume the chair. . He or she will chair the meetings of the junior committee.

Delegation by Committee to Sub-Committee

- 25 (1) The Executive may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the club as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than –
- (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 delegation.
 - (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.

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- (4) Notwithstanding any delegation under this rule, the executive 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 executive.
- (6) The executive may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.
- (8) Any sub-committee appointed for a specific purpose may investigate such matter and report the result of any such investigation to the committee. Any monies raised or expended by any sub-committee shall be accounted for by that sub-committee and documents concerning the banking or holding of such monies shall be tabled when that sub-committee reports to the executive. The executive shall appoint the chairperson of every sub-committee. Such chairperson shall also be the convenor.
- (9) Apart from the senior and junior committees, two members shall comprise a quorum of any sub-committee.

Voting and Decisions

26. (1) Questions arising at a meeting of the executive or of any sub-committee appointed by the executive or general meeting shall be determined by a majority of the votes or members of the executive or sub-committee present at the meeting.
- (2) Each member present at a meeting of the executive or club (excluding the person presiding at the meeting) is entitled to one vote. In the event of an equality of votes on any question, the person presiding may exercise a casting vote.
- (3) Each member present at a meeting of any sub-committee appointed by the club or executive (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.
- (4) Subject to rule 24(5), the executive may act notwithstanding any vacancy on the executive.
- (5) Any act or thing done or suffered by the executive, or purporting to have been done or suffered, by the executive or by a sub-committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the executive or sub-committee.

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PART IV
GENERAL MEETINGS

Annual General Meeting – holding of

27. (1) With the exception of the first annual general meeting of the club, the club shall, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the club, convene an annual general meeting of its members.
- (2) The club shall hold its first annual general meeting –
- (a) within the period of 18 months after its incorporation under the Act; and
 - (b) within the period of 2 months after the expiration of the first financial year of the club.
- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commission under section 26(3) of the Act.

Annual General Meetings – calling of and business at

28. (1) The annual general meeting of the club shall, subject to the Act and rule 27, be convened on such date and at such place and time as the executive 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 executive or committee reports upon the activities of the club during the last preceding financial year;
 - (c) to elect office-bearers of the Club and those set out in Rule 18(1)(a), 18(3) and 18(4) of these rules; and
 - (d) to receive and consider the statement which is required to be submitted to members pursuant to section 26(6) of the Act.
- (3) An annual general meeting shall be specified as such in the notice convening it.

Special General Meetings – calling of

29. (1) The executive may, whenever it thinks fit, convene a special general meeting of the club.
- (2) The executive shall, on the requisition in writing of not less than 5 per cent of the total number of members, convene a special general meeting of the club.
- (3) A requisition of member 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 Administration Director; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

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- (4) If the executive 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 Administration Director, any one or more of the members who made the requisition, may convene a special general meeting to be held not later 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 executive and any member who thereby incurs expense is entitled to be reimbursed by the club for any expense so incurred.

Notice

- 30. (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the club, the Administration Director shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post to each member at the member's address appearing in the register of members, 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 club, the Administration Director shall, at least 21 days before the date fixed for the holding of the meeting, cause notice to be sent to each member 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 pursuant to rule 28(2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the Administration Director who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

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Procedure

31. (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 communication by written notice to the 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 3) shall constitute a quorum.

Adjournment

32. (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 took place.
- (2) Where a general meeting is adjourned for 14 days or more, the Administration Director shall give written or oral notice of the adjourned meeting to each member of the club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses (1) and (2), notice of an adjournment for a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

Making of Decisions

33. (1) A question arising at a general meeting of the club shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the club, a poll may be demanded by the chairperson or by not less than 3 members present in person or by proxy at the meeting.

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- (3) Where a poll is demanded at a general meeting, the poll shall be taken
- (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs,

and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

Special Resolution

34. A resolution of the club is a special resolution if –
- (a) it is passed by a majority which comprises not less than three-quarters of such members of the club 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 to the Commission that it is not 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

35. (1) Upon any question arising at a general meeting of the club 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 an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the club unless all money due and payable by the member or proxy to the club has been paid, other than the amount of the annual subscription payable in respect of the then current year.

Appointment of Proxies

36. (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 Appendix 2 to these rules.

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PART V
MISCELLANEOUS

Insurance

37. (1) The club shall effect and maintain insurances pursuant to section 44 of the Act.
- (2) In addition to the insurance required under clause (1), the club may effect and maintain other insurance.

Funds – Source

38. (1) The funds of the club shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the club in general meeting, such other sources as the executive determines.
- (2) All money received by the club shall be deposited as soon as practicable and without deduction to the credit of the club's bank account.
- (3) The club shall, as soon as practicable after receiving any money, issue an appropriate receipt.

Funds – Management

39. (1) Subject to any resolution passed by the club in general meeting, the funds of the club shall be used in pursuance of the objects of the club in such manner as the executive determines.
- (2) The funds of the club, shall, if deemed necessary, be placed into a recognised bank, to be decided on by the executive and the account will carry the name of the Killarney Vale Australian Football Incorporated. 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 club, being members or employees authorised to do so by the executive.
- (2) (a) The Senior Committee shall manage an account at the same bank and branch carrying the name Killarney Vale Australian Football Club Incorporated – Senior Football in which all monies raised will be banked and maintained.
- (b) The Junior Committee shall manage an account at the same bank and branch carrying the name Killarney Vale Australian Football Club Incorporated – Junior Football in which all monies raised will be banked and maintained.
- (c) The Finance Director shall be one signature on all cheques.
- (3) The Administration Director and secretary of the senior committee and of the junior committee shall have the power to spend any amount of up to two hundred dollars (\$250) on items that need immediate attention an such item must be to the benefit of the club. Such expenditure shall be ratified at the subsequent executive, senior or junior committee meeting and entered in the minutes thereof.
- (4) The financial year of the club shall commence on the 1st day of October and terminate on the thirtieth day of September of the succeeding year.

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- (5) The Finance Director shall take charge of all moneys raised by all committees of the club prior to the Annual General Meeting and at a date which will give the Finance Director ample time to formulate the club's Annual Balance Sheet and Financial Statement for audit.
- (6) The Executive may at any time, and from time to time create an account or trust for any special purpose and may subscribe the means by which such funds shall be maintained, and, at any time thereafter, may order that such special fund shall be closed and prescribe the manner in which all moneys remaining therein shall be used or applied.

Alteration of Objects and Rules

40. The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the club.

Common Seal

41. (1) The common seal of the club 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 executive or of 1 member of the executive and of the public officer or Administration Director.

Custody of books, etc.

42. 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 club.

Inspection of Books, etc.

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

Service of Notices

44. (1) For the purposes of these rules, a notice may be served by or on behalf of the club upon any member either personally or by sending it by post to the member at 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.

Surplus Property

45. (1) At the first general meeting of the club, the club shall pass a special resolution nominating an incorporated association as the association in

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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 club.

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

Colours

46. The colours of the Club shall be red and black. These colours shall be registered with the body to which the club might become affiliated from time to time.

The design of the club's uniform shall be the responsibility of the committee.

Affiliation

47. The club shall be affiliated from year to year with any body which it may think fit.

Interpretation of Rules

48. In the event of any question not provided for by these rules arising, the committee shall have full power to act in the matter as it considers fit.

By-Laws

49.
 - (1) By Laws may be adopted by a simple majority of the Executive.
 - (2) An amendment to a by law may be made by a simple majority of the Executive providing 14 days notice has been given of such amendment.
 - (3) A By-law shall not be inconsistent with this constitution and should any By-law be inconsistent with this constitution it shall be inoperative to the extent of such inconsistency.