

**KILLARNEY DISTRICT  
SOCCER CLUB  
INCORPORATED**



**CONSTITUTION**

1 November 2010

## TABLE OF CONTENTS

<b>A. PRELIMINARY</b>	
1. Names, Colours and Logo	4
2. Objects	4
<b>B. MEMBERSHIP</b>	
3. Membership	4
4. Member's Liability	5
5. Cessation of Membership	5
6. Life Members	5
<b>C. MANAGEMENT</b>	
7. Management Committee	6
8. Secretary	7
9. Treasurer	7
10. Powers of the Management Committee	7
11. Proceedings of the Management Committee	8
12. Election of Management Committee Members	8
13. Management Committee – Vacation of Office	9
14. Removal of Management Committee Member	9
<b>D. SUB COMMITTEES</b>	
15. Delegations to Sub Committees	10
16. Voting and Decisions	10
<b>E. MEETINGS</b>	
17. Annual General Meetings – Holding Of	11
18. Annual General Meetings – Calling Of & Business	11
19. Special General Meetings – Calling Of	11
20. Notice of Annual & Special General Meetings	12
21. Procedure – Annual & Special General Meetings	12
22. Presiding Member	13
23. Adjournment	13
24. Making of Decisions	13
25. Special Resolution	14
26. Voting	14
27. Appointment of Proxies	14
<b>F. DISPUTE RESOLUTION AND DISCIPLINE OF MEMBERS</b>	
28. Resolution of Internal Disputes	14
29. Disciplining of Members	15
30. Right of Appeal of a Disciplined Member	16
<b>G. MISCELLANEOUS</b>	
31. Insurance	16
32. Public Officer	16
33. Common Seal	16
34. Funds – Source	17
35. Funds – Management	17

36. Custody of Books	17
37. Inspection of Books	17
38. Service of Notices	17
39. Alteration of Objects and Constitution	17
40. Savings Clause	17
41. Dissolution	18
42. Taxation Clauses – Non Profit Organisations	18

## **A. PRELIMINARY**

### **1. Name, Colours and Logo**

- 1.1 The name of the association shall be Killarney District Soccer Club (herein after referred to as the club).
- 1.2 The official colours of the club shall be predominantly black and white.
- 1.3 The Club logo/badge shall incorporate two bull terriers and a soccer ball.

### **2. Objects**

The objects of the club shall be;

- 2.1 To foster and develop the game of soccer at all levels regardless of age, sex, physical impairment or race.
- 2.2 To teach and encourage a spirit of sportsmanship and fair play among members.
- 2.3 To promote the physical and social development of members.

## **B. MEMBERSHIP**

### **3. Membership**

- 3.1 The membership of the club shall include;
  - (a) Any one nominated parent or guardian of a junior player (up to 18 years of age) registered with the club. This nominated parent or guardian shall represent the interests of the junior players of a residence. In the event that there be more than one registered junior player residing at a common address then the maximum number of members from any one address shall be one;
  - (b) Registered senior players 18 years of age and over;
  - (c) All life members of the club;
  - (d) Membership shall be open to all persons subscribing to the objects of the club and paying the prescribed fee.
- 3.2 All coaches, managers and management committee members must be financial members of the club.
- 3.3 The membership period shall be from February 1<sup>st</sup> to January 31<sup>st</sup> the following year.
- 3.4 Applications for membership shall be made in writing, signed by the applicant and shall be in such form and contain such requirements as the management committee from time to time prescribe.
- 3.5 As soon as practicable after the receipt of an application for membership, it shall be considered by the management committee, who shall thereupon determine the

admission or rejection of the applicant. In no case will the committee be required to give any reason for the rejection of an applicant.

- 3.6 The secretary shall keep a register of members showing each members name, address and date of commencement of membership.
- 3.7 The prescribed fee for the ensuing year shall be determined a management committee meeting prior to the end of each membership year.
- 3.8 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 to another person; and
  - (b) terminates on cessation of the persons membership.

#### **4. Member's Liability**

- 4.1 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, of unpaid membership fees.

#### **5. Cessation of Membership**

- 5.1 A person ceases to be a member of the club if the person;
  - (a) dies;
  - (b) resigns that membership;
  - (c) is expelled from membership of the club;
  - (d) fails to renew their membership by April 1<sup>st</sup>;
  - (e) becomes of unsound mind.

#### **6. Life Members**

- 6.1 Members or previous members who have rendered distinguished service to the club and met the KDSC Life Membership Criteria as documented as Club Policy, available to view via the Club website may be elected as life members of the club.
- 6.2 A nomination for life membership shall first be approved by the management committee who shall, if they approve of the nomination, advise the annual general meeting of the nomination and of the services rendered by the nominee. The members present at the annual general meeting who are entitled to vote under these rules shall then decide whether or not the nominee shall be accepted as a life member.
- 6.3 Life members shall enjoy the same privileges as ordinary members and shall be entitled to vote at annual and special general meetings and to hold office on the management committee of the club.

- 6.4 Life members shall be subject to the same obligations as ordinary members except that they shall be exempt from the payment of annual subscriptions.
- 6.5 No more than two (2) life members are to be elected at any one annual general meeting.
- 6.6 If the management committee approves more than two (2) Life Membership nominations, then the management committee must determine which two (2) of these nominations will be put forward at the annual general meeting for the members to vote on. The Confidential Preferential Voting system is to be the method the management committee must use to determine the two (2) nominees.

## **C. MANAGEMENT**

### **7. Management Committee**

- 7.1 The management of the club shall be vested in a management committee consisting of five executive members and not more than nineteen other members.
- 7.2 The executive of the club shall be the positions of;
  - (a) President;
  - (b) Vice President;
  - (c) Secretary;
  - (d) Treasurer;
  - (e) Club Football Manager
- 7.3 The non-executive members of the management committee shall include the positions of;
  - (a) Football Manager – Seniors & Over 35's;
  - (b) Football Manager – Junior Competition;
  - (c) Football Manager – Junior Non Competition;
  - (d) Football Manager – Women's Competition;
  - (e) Club Fixtures Officer;
  - (f) Club Registrar;
  - (g) Club Equipment Officer;
  - (h) Club Canteen Manager;
  - (i) Club Publicity Officer;
  - (j) Club Sponsorship Co-ordinator;
  - (k) Nine General Management Committee members.
- 7.4 The executive and other members of the management committee shall be elected annually at the annual general meeting and shall vacate office at the annual general meeting of the ensuing year.

7.5 A member of the management committee may hold only one executive committee position.

## **8. Secretary**

8.1 The secretary of the club must, as soon as practicable, after being appointed as secretary, lodge notice with the club of his or her address.

8.2 It is the duty of the secretary to keep minutes of;

- (a) all appointments of members of the management committee;
- (b) the names of members present at management committee meetings or at annual and special general meetings of the club; and
- (c) all proceedings at management committee meetings and at annual and special general meetings of the club.

## **9. Treasurer**

9.1 It is the duty of the treasurer of the club to ensure;

- (a) that all money due to the club is collected and received and that all payments authorised by the club are made; and
- (b) that 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.

## **10. Powers of the Management Committee**

10.1 The committee is to be called the management committee of the club and, subject to the Act, the Regulation and these rules and to any resolution passed by the club in special general meeting or annual general meeting;

- (a) is to control and manage the affairs of the club; and
- (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 special general meeting or annual general meeting of members of the club; and
- (c) has power to perform all such acts and to do all such things as appear to the management committee to be necessary or desirable for the proper management of the affairs of the club.

10.2 In emergencies any three members of the executive may make decisions in agreement on behalf of the management committee as long as these decisions are ratified at the next management committee meeting.

10.3 Any vacancy occurring among the management committee may be filled by the management committee and the person so appointed shall hold office until the ensuing annual general meeting.

10.4 The management committee shall decide upon and draw up such rules as deemed necessary for the efficient running of the affairs of the club provided that no rule been made regarding any matter which has already been provided for in these rules.

- 10.5 The management committee shall act in accordance with the decisions of any special general meeting or annual general meeting of the club.

## **11. Proceedings of the Management Committee**

- 11.1 The management committee shall meet at least once each month during the official soccer season and at such other times as it may determine.
- 11.2 Meetings of the management committee may be called and chaired by the President or in the Presidents absence, by the Vice President or Secretary.
- 11.3 A meeting of the management committee must be called on receipt by the Secretary of a written request signed by any four members of the management committee.
- 11.4 Each member of the management committee shall be given at least 48 hours notice, or such other time as unanimously agreed upon by the members of the management committee, of a meeting of the management committee.
- 11.5 Questions arising at any meeting of the management committee shall be decided by a majority of votes of those present and a determination by a majority of the members of the management committee present shall be for all purposes be a determination of the management committee. In case of an equality of votes the chairman of the meeting shall have a second or casting vote.
- 11.6 At a management committee meeting a quorum shall consist of fifty percent of the members of the management committee, three of whom shall be members of the club executive.
- 11.7 Should a quorum not be present within half an hour of the time set down for the commencement of a management committee meeting, then the meeting shall be adjourned to the same time and place seven days later, or to a place and time within one month of the date of such meeting, to be determined there at. If at the adjourned meeting a quorum is not present then the committee members attending the meeting shall be deemed to be quorum provided that the number of such members is not less than three of which two must be members of the club executive.

## **12. Election of Management Committee Members**

- 12.1 Nominations of candidates, for election at an annual general meeting, as management committee members of the club;
- (a) must be made in writing, signed by 2 members of the club (a nominator and a seconder) and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
- (b) must be delivered personally to the Secretary of the club at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- 12.2 If only one written nomination is received for a position on the management committee the person nominated is taken to be elected to that position.
- 12.3 If no written nominations are received to fill vacant positions on the management committee further nominations are to be received at the annual general meeting.
- 12.4 If no further nominations are received at the annual general meeting the vacancy is taken to be a casual vacancy which may be filled at a future date by the elected management committee under rule 10.3.



- 12.5 If more than one nomination is received for each position on the management committee a ballot is to be held for each position.
- 12.6 The ballot for the election of management committee members of the club is to be conducted at the annual general meeting in such usual and proper manner as the management committee may direct.

### **13. Management Committee – Vacation of Office**

- 13.1 The office of a member of the management committee shall become vacant if the officer;
- (a) becomes bankrupt or makes any arrangement or composition with their creditors generally;
  - (b) becomes mentally ill or is being dealt with in any way under the law relating to mental health;
  - (c) resigns office by notice in writing to the club;
  - (d) is absent for more than 3 consecutive management committee meetings without the leave of the management committee;
  - (e) ceases to be a financial member of the club;
  - (f) is expelled from office by the management committee in accordance with rule 29;
  - (g) is subject to a resolution being passed by a two thirds majority of members present at a properly constituted special general meeting called the purpose of removing the member from office;
  - (h) holds any office of profit with the club;
  - (i) is directly or indirectly interested in any contract with the club and this interest has not been disclosed to a management committee meeting;
  - (j) is deceased.

### **14. Removal of a Management Committee Member**

- 14.1 The members of the club in special general meeting may by special resolution remove any member of the management committee from office before the expiration of the members term of office and may by special resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 14.2 A member of the management committee may be removed from office by a special resolution of the management committee if a vote of no confidence is passed by the remaining members of the management committee. The vote on a special resolution of the management committee to remove a management committee member under this rule will only be deemed as passed if the majority of the executive committee and the majority of the other members of the management committee vote in favour of the resolution.
- 14.3 A member may appeal the club, in accordance with rule 30, in special general meeting against a special resolution of the committee passed under rule 14.2.

- 14.4 If a member of the management committee to whom a proposed resolution referred to in rule 14.1 relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the club, the secretary or president may send a copy of the representations to each member of the club or, if the representations are not so sent, the member is entitled to require that the representations be read out at the special general meeting at which the resolution is considered.
- 14.5 A member removed from office under rule 14.2 shall not be entitled to attend any meetings of the management committee until any appeal lodged by the member in accordance with rule 30 is upheld by the members voting at a special general meeting.

#### **D. SUB-COMMITTEES**

##### **15. Delegation by Management Committee to Sub Committee**

- 15.1 The management committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the club as the management committee thinks fit) the exercise of such of the functions of the management 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 management committee by the Act or by any other law.
- 15.2 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.
- 15.3 A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances as may be specified in the instrument of delegation.
- 15.4 Despite any delegation under this rule, the management committee may continue to exercise any function delegated.
- 15.5 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 management committee.
- 15.6 The management committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- 15.7 A sub-committee may meet and adjourn as it thinks proper.

##### **16. Voting and Decisions – Sub Committees**

- 16.1 Questions arising at a meeting of any sub-committee appointed by the management committee are to be determined by a majority of the votes of the members of the sub-committee present at the meeting.
- 16.2 Each member present at a meeting of the sub-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.

- 16.3 Any 3 members of the sub-committee constitute a quorum for the transaction of the business of a meeting of the sub-committee provided that at least 1 sub-committee member present at the meeting is a management committee member.
- 16.4 Any act or decision made by a sub-committee is only valid and effectual upon ratification by the management committee.

## **E. MEETINGS**

### **17. Annual General Meetings – Holding Of**

- 17.1 The annual general meeting of the club shall be held prior to the end of November each year.
- 17.2 Clause 17.1 has effect subject to any extension or permission granted by the Commissioner under section 26(3) of the Association Incorporation Act of 1984.

### **18. Annual General Meetings – Calling Of and Business**

- 18.1 The annual general meeting of the club is, subject to the Association Incorporation Act of 1984 and rule 17, to be convened on such date and at such place and time as the management committee thinks fit.
- 18.2 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following;
- (a) To confirm the minutes of the last preceding annual general meeting and any special general meeting held since that meeting;
  - (b) To receive from the committee reports on the activities of the club during the last preceding financial year;
  - (c) To elect the executive and other members of the clubs management committee. Nominations for management committee positions are to be in the form prescribed in rule 12 and shall be conveyed to members in the notice convening the annual general meeting;
  - (d) To receive and consider the audited financial statement of the club required under section 26(6) of the Association Incorporation Act of 1984.
- 18.3 An annual general meeting must be specified as such in the notice convening it.

### **19. Special General Meetings – Calling Of**

- 19.1 The management committee may, whenever it thinks fit, convene a special general meeting of the club.
- 19.2 The management committee must, on the requisition in writing of at least 10 percent of the total number of members, convene a special general meeting of the club.
- 19.3 A requisition of members for a special general meeting;
- (a) Must state the purpose of purposes of the meeting; and
  - (b) Must be signed by the members making he requisition; and
  - (c) Must 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.
- 19.4 If the management committee fails to convene a special general meeting to be held within 1 month after that 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 later than 3 months after that date.
- 19.5 A special general meeting convened by a member or members as referred to in rule 19.4 must be convened as nearly as practicable in the same manner as special general meetings are convened by the management committee and any member who consequently incurs expense is entitled to be reimbursed by the club for any expense so incurred.

## **20. Notice of Annual and Special General Meetings**

- 20.1 Except if the nature of the business proposed to be dealt with at an annual or special general meeting requires a special resolution of the club, the secretary must, at least 14 days before the date fixed for the holding of the meeting, cause to be sent by pre-paid post to each member at the members 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.
- 20.2 If the nature of the business proposed to be dealt with at an annual or special general meeting requires a special resolution of the club (defined under rule 25), the secretary must, 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 rule 20.1 specifying, in addition to the matter required under rule 20.1, the intention to propose the resolution as a special resolution.
- 20.3 No business other than that specified in the notice convening an annual or special general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under rule 18.2
- 20.4 A member desiring to bring any business before an annual or special general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling an annual or special general meeting given after the receipt of the notice from the member.

## **21. Procedure – Special and Annual General Meetings**

- 21.1 No item of business is to be transacted an at annual or special general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- 21.2 Ten members present in person (being members entitled under these rules to vote at an annual or special general meeting) constitute a quorum for the transaction of the business of an annual or special general meeting.
- 21.3 If within half an hour after the appointed time for the commencement of an annual or special general meeting a quorum is not present, the meeting;
- (a) If convened on the requisition of members, is to be dissolved; and
  - (b) In any other case, is to be adjourned to the same day in the following week at the same time (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.

- 21.4 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 at least 3) is to constitute a quorum.
- 21.5 No person shall be allowed to speak at an annual or special general meeting for more than five minutes unless an extension of up to three minutes is allowed at the meeting.

## **22. Presiding Member**

- 22.1 The President, or, in the Presidents absence, the Vice President or Secretary is to preside as chairperson at each annual or special general meeting of the club.
- 22.2 If the President, Vice President or Secretary are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

## **23. Adjournment**

- 23.1 The chairperson of an annual or special 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 23.2 If an annual or special general meeting is adjourned for 14 days or more, the Secretary must 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.
- 23.3 Except as provided in rule 23.1 and 23.2, notice of an adjournment of an annual or special general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

## **24. Making of Decisions**

- 24.1 A question arising at an annual or special general meeting of the club is to be determined on a show of hands and, 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.
- 24.2 At an annual or special general meeting of the club, a poll by be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.
- 24.3 If a poll is demanded at an annual or special general meeting, the poll must be taken;
- (a) Immediately in the case of a poll which relates to the election of the chairperson of the meeting or the question of an adjournment; or
  - (b) In any other case, in such manner and in such time before the close of the meeting as the chairperson directs;

And the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

## **25. Special Resolution**

- 25.1 A resolution of the club is a special resolution;
- (a) If it is passed by a majority which comprises at least two thirds of such members of the club as being entitled under these rules to do so, vote in person or by proxy at an annual or special general meeting of which at least 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 Commissioner that it is not practicable for the resolution to be passed in the manner specified in paragraph a), if the resolution is passed in a manner specified by the Commissioner; or
  - (c) Is a special resolution of the committee under rules 29.3 and 29.4.

## **26. Voting**

- 26.1 On any question arising at an annual or special general meeting of the club a member has one vote only.
- 26.2 All votes must be given personally or by proxy but no member may hold any more than 5 proxies.
- 26.3 In the case of an equality of votes on a question at an annual or special general meeting, the chairperson of that meeting is entitled to exercise a second or casting vote.
- 26.4 A member or proxy is not entitled to vote at any annual or special 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 ten current year.

## **27. Appointment of Proxies**

- 27.1 Proxy votes will only be accepted for determination of special resolutions considered at annual or special general meetings of the club.
- 27.2 Each member is to 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.
- 27.3 The notice appointing the proxy is to be in the form set out in Appendix 1 to these rules.

## **F. DISPUTE RESOLUTION & DISCIPLINE OF MEMBERS**

### **28. Resolution of Internal Disputes**

- 28.1 Disputes between members (in their capacity as members) of the club, are to be referred to a Community Justice Centre for mediation in accordance with the Community Justice Centres Act 1983.

## 29. Disciplining of Members

- 29.1 A complaint may be made by any member of the club, that some other member of the club;
- (a) Has persistently refused or neglected to comply with a provision or provisions of these rules; or
  - (b) Has persistently or wilfully acted in a manner prejudicial to the interests of the club.
- 29.2 No action will be taken in response to any complaint which is not in writing and signed by the member making the complaint unless the management committee deems it necessary in the club's interest.
- 29.3 On receiving such a complaint the management committee;
- (a) Must, as soon as practicable cause notice of the complaint to be served on the member concerned; and
  - (b) Must give the member at least 14 days from the time the notice is served within which to make submissions to the management committee in connection with the complaint; and
  - (c) Must take into consideration any submissions made by the member in connection with the complaint.
- 29.4 If, after considering the complaint and any submissions made in connection with the complaint, the management committee is satisfied that the facts alleged in the complaint have been proved the management committee may, by special resolution of the management committee;
- (a) Expel the member from the club; or
  - (b) Suspend the member from the membership of the club; or
  - (c) Take any other action as deemed appropriate in the circumstances.
- 29.5 If the management committee expels, suspends or takes any other action against a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the management committee for having taken that action and the member's right of appeal under rule 30.
- 29.6 Except as provided under rule 14.5 any other expulsion, suspension or other action does not take effect;
- (a) Until expiration of the period within which the member is entitled to appeal against the resolution concerned; or
  - (b) If within that period the member exercised the right of appeal, unless and until the club confirms the resolution under rule 30, whichever is the latter.
- 29.7 No member of the management committee shall be entitled to attend any meeting of the management committee where the charge being considered by the management committee relates to a person to whom they are related by blood or marriage.

**30. Right of Appeal of a Disciplined Member**

- 30.1 A member may appeal the club in a special general meeting against a resolution of the committee under rule 29, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect
- 30.2 The notice of appeal should contain a statement of the grounds on which the member intends to rely for the purposes of an appeal and must be accompanied by a lodgement fee of \$200 which will be refunded to the appellant if the appeal is successful.
- 30.3 On receipt of a notice from a member under rule 30, the secretary must notify the management committee which is to convene a special general meeting of the club to be held within 28 days after the date on which the secretary received the notice.
- 30.4 At a special general meeting of the club convened under rule 30;
  - (a) No business other than the question of the appeal is to be transacted; and
  - (b) The committee and the member must be given the opportunity to state their respective cases orally or in writing, or both; and
  - (c) The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 30.5 If at the special general meeting the club passes a special resolution in favour of the resolution, the resolution is confirmed.
- 30.6 If an appeal under rule 30 is unsuccessful the appellant will be required to pay fifty percent of the postal, clerical and other reasonable costs incurred by the club in notifying members of the special general meeting in accordance with rule 30.

**G. MISCELLANEOUS**

**31. Insurance**

- 31.1 The club must effect and maintain insurance under section 44 of the Act.
- 31.2 In addition to the insurance required under rule 31.1, the club may effect and maintain other insurance.

**32. Public Officer**

- 32.1 The management committee shall ensure that a person is appointed as public officer. This person must be at least eighteen years of age and be resident in NSW.
- 32.2 The duties and responsibilities for the person so appointed shall be in accordance with the requirements of the relevant government department responsible for determining these matters.

**33. Common Seal**

- 33.1 The common seal of the club must be kept in the custody of the public officer.
- 33.2 The common seal must not be affixed to any instrument except by authority of the management committee and the fixing of the common seal must be attested by the signatures of either of 2 members of the executive committee or of 1 member of the executive committee and of the public officer.



#### **34. Funds Source**

- 34.1 The funds of the club are to be derived from entrance fees and annual subscriptions of members, player registrations, donations and, subject to any resolution passed by the club at an annual or special general meeting, such sources as the management committee determines.
- 34.2 All money received by the club must be deposited as soon as practicable and without deduction to the credit of the club's bank accounts.
- 34.3 The club must, as soon as practicable after receiving any money, issue an appropriate receipt.

#### **35. Funds Management**

- 35.1 Subject to any resolution passed by the club at an annual or special general meeting, the funds of the club are to be used in the pursuance of the objects of the club in such a manner as the management committee determines.
- 35.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two of president, vice president, secretary or treasurer.

#### **36. Custody of Books**

- 36.1 Except as otherwise provided by these rules, the secretary is responsible for keeping all records, books and other documents relating to the club.

#### **37. Inspection of Books**

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

#### **38. Service of Notices**

- 38.1 For the purpose of these rules a notice, either verbal or written, may be served by or on behalf of the club on any member either personally or, if in writing, by sending it by post to the member at the members address shown in the register of members.
- 38.2 If a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document is, unless the contrary is proved, taken 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.
- 38.3 For the purpose of this rule the management committee shall determine the appropriateness of issuing a verbal or written notice and in the case of a written notice shall also determine the appropriateness of using the postal service or the clubs own internal mail system.

#### **39. Alteration of Objects and Constitution**

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

#### **40. Savings Clause**

- 40.1 The constitution previously adopted by members of the club dated 23/09/87 and any subsequent amendments is repealed.

40.2 Any appointment made or motion passed under the constitution hereby repealed if in force at the commencement of this constitution shall continue in force as far as is practicable as if made or passed under this constitution.

**41. Dissolution**

41.1 The club shall be dissolved in the event of a membership of less than five persons or upon the vote of a two thirds majority of members present at a special general meeting convened to consider such a question.

**42. Taxation Clauses – Non Profit Organisations**

42.1 The assets and income of the club shall be applied solely in furtherance of its stated objectives and no portion shall be distributed directly or indirectly to the members of the club except as bona fide compensation for services rendered or expenses incurred on behalf of the club.

42.2 In the event of the club being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to any organisation that the committee identifies as having similar objects and which is exempt from income tax.

42.3 Where it furthers the objects of the club to amalgamate with any one or more organisations having similar objects, the other organisation(s) must have rules prohibiting the distribution of its (their) assets and income to members; and must be exempt from tax.

**APPENDIX 1**

**FORM FOR APPOINTMENT OF PROXY**

**Killarney District Soccer Club Incorporated  
(Incorporated under the Association Incorporations Act, 1984)**

I, .....

*(FULL NAME)*

Of .....

*(ADDRESS)*

Being a member of Killarney District Soccer Club Incorporated hereby appoint: -

.....

*(FULL NAME OF PROXY)*

Of, .....

*(ADDRESS OF PROXY)*

Being a member of this club, as my proxy to vote for me on my behalf at the meeting of the club to be held on the ..... and, and at any adjournment of that meeting.  
*(DATE)*

My proxy is authorised to vote in favour of / against (delete as appropriate) the following special resolution:

.....  
.....  
.....

.....

*(Signature of member appointing proxy)*

.....

*(Date)*

**A proxy vote may not be given to a person who is not a member of this club. Proxy votes will only be accepted for determination of special resolutions.**