



# BROOME SOCCER ASSOCIATION INC

## CONSTITUTION

ESTABLISHED: 1995

INCORPORATED: 1997

# BROOME SOCCER ASSOCIATION INC

## CONSTITUTION

### 1. NAME

1.1. The name of the Association is The Broome Soccer Association ( Inc.) here in after referred to as the "Association".

### 2. DEFINITIONS

2.1 In this Constitution unless the contrary intention appears:  
**Annual general meeting** is the meeting convened under item 12  
**Committee meeting** means a meeting referred to in item 9.5  
**Committee member** means person referred to in item 9  
**Convene** means to call together for a formal meeting

**Department** means the government department with responsibility for administering the *Associations Incorporations Act (2015)*.

**Financial Year** means a period not exceeding 15 months fixed by the Committee, being the period commencing 1 January and ending on 31 December each year.

**General meeting** means a meeting to which all members are invited

**Member** means member of the Association

**Ordinary resolution** means resolution other than a special resolution

**Poll** means voting conducted in written form ( as opposed to a show of hands

**Special general meeting** means a general meeting other than the annual general meeting

**Special resolution** is referred to in item 15.3 and has the meaning given by section 51 of the Act that is:

s 51 (1) For the purposes of the Act, a resolution is a special resolution if it is passed

(a) at a general meeting of an incorporated Association and

(b) by the votes of not less than three fourths of the members of the Association who cast a vote at the meeting.

(2) A person is taken to cast a vote at a general meeting as mentioned in subsection(1) if the person has a right under the Constitution of the Association to vote on the resolution and (a) votes in person at the meeting or (b) where proxies or postal votes are allowed by the Constitution of the Association votes on the Constitution by proxy or postal vote.

(3) Before the general meeting written notice of

(a) the proposed special resolution and

(b) the time and place of the general meeting at which it is proposed to move the resolution must be given as required under the Constitution of the Association to each member of the Association

(4) the notice must set out the wording of the proposed special resolution

(5) if notice is not given in accordance with subsection (3) and (4) the special resolution has no effect.

**The Act** means the *Associations Incorporations Act (2015)*.

**The Association** means The Broome Soccer Association (Inc).

**The Commissioner** means the Commissioner for Consumer Protection exercising powers under the Act

**The Committee** means the Committee of management of the Association referred to in item 9.

**The President** means a person elected to hold the office referred to at item 9.2.1

**The Vice President** means a person elected to hold the office referred to at item 9.2.2

**The Secretary** means a person elected to hold the office referred to at item 9.2.3.

**The Treasurer** means a person elected to hold the office referred to at item 9.2.4.

### 3. OBJECTS OF THE ASSOCIATION

3.1. To enjoy a competitive competition whilst promoting fair play and sportsmanship;

3.2. To promote and encourage the playing of soccer;

3.3. To do all such things as the Association may consider are for the benefit or in the interests of the Association.

#### **4. POWERS OF THE ASSOCIATION**

- 4.1. To acquire, hold, deal with and dispose of any real or personal property;
- 4.2. To open and operate bank accounts;
- 4.3. To invest its money in any security in which trust moneys may be invested or in any other manner authorized by the Constitution of the Association;
- 4.4. To borrow money upon such terms and conditions as the Association thinks fit;
- 4.5. To give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;
- 4.6. To appoint agents to transact any business of the Association on its behalf; and
- 4.7. To enter into any other contract the Association considers necessary or desirable.

#### **5. MEMBERSHIP OF THE ASSOCIATION**

- 5.1. Membership shall be open to any person who wishes to further the interests of the Association;
- 5.2. Any person seeking membership shall make application to the Management Committee and the Management Committee shall determine whether the application is successful or not.
- 5.3. Applicants denied membership shall be advised in writing;
- 5.4. Each person admitted to membership shall be:
  - 5.4.1. Bound by the constitution and bylaws of the Association;
  - 5.4.2. Liable for such fees and subscriptions as may be fixed by the Association;
  - 5.4.3. Entitled to all advantages and privileges of membership.

##### **5.5. MEMBERSHIP CATEGORIES:**

###### **5.5.1. ORDINARY MEMBER**

- 5.5.1.1. Any person who is a financial member of the Association is entitled to hold any office and enjoy the privileges of the Association

###### **5.5.2. SOCIAL MEMBER**

- 5.5.2.1. Any person other than an ordinary member who is actively involved in promoting the objects of the Association but who does not wish to participate in the playing activities of the Association may become a social member.

###### **5.5.3. JUNIOR MEMBER**

- 5.5.3.1.1. Any person under the age of 18 years may become a junior member.
- 5.5.3.1.2. Such a member shall have no voting rights nor be entitled to hold any office.

###### **5.5.4. LIFE MEMBER**

5.5.4.1. Any member who has in the opinion of the Management Committee given outstanding service to the Association may be elected at an Annual General Meeting as a life member on an affirmative vote of not less than three fourths of those present and entitled to vote. Providing that only one such person may be elected at any annual general meeting. Life members will be presented with a life membership badge which entitles them to all privileges of the Association. Any member may nominate a person to the Management Committee for consideration for life membership.

#### **5.5.5.FOUNDING MEMBER**

5.5.5.1.1. A member who helped form the Association and continued with outstanding service may be elected by the Management Committee as a founding member. Any member may nominate a person to the Management Committee for consideration for founding membership. Founding members will be presented with a founding certificate and are entitled to all privileges of the Association.

#### **5.5.6. PATRON**

5.5.6.1. The Association may at its discretion elect a patron/s or vice patron/s of the Association for such period as may be deemed necessary. Such patron/s or vice patron/s shall not be eligible to vote unless they are a current member of the Association under another category of membership.

#### **5.5.7.AFFILIATED CLUBS OR TEAMS**

5.5.7.1. A club or team that desires to become an affiliated club or team must make application in accordance with the bylaws of the Association. Such application must be lodged with the Association Secretary on or before a date as determined by the Management Committee of the Association. Each affiliated club or team shall appoint or elect a delegate as their representative to meetings of the management committee.

### **6. REGISTER OF MEMBERS**

- 6.1. The Management Committee shall appoint a member of the Management Committee to maintain an up to date register of members of the Association and their postal addresses.
- 6.2. The register should be kept and maintained in a secure filing system as decided by the Management Committee.
- 6.3. A member may at any reasonable time inspect the records and documents of the Association however a member must not use or disclose the information on the Register other than for the purposes approved by the Association or to comply with a request from the Commissioner.

### **7. CUSTODY OF DOCUMENTS**

- 7.1. Outgoing committee members are to transfer assets and records of the Association to new committee on ceasing to be committee member.
- 7.2. The Association is to have a copy of the Constitution of the Association and provide a copy to each person who becomes a member of the Association.

## **8. TERMINATION OF MEMBERSHIP**

- 8.1. Any persons membership may be terminated by the following events:
- 8.2. Resignation; or
- 8.3. False or inaccurate statements made in the members application for membership to the Association, breach of any rule regulation or by-law of the Association or by any act detrimental to the Association.
- 8.4. Any member considered not to be acting in the best interests of the Association may have their membership terminated without refund by the Management Committee.
- 8.5. The Management Committee shall have the power to suspend or expel any member of the Association for any of the events listed in item 8.3 or 8.4 above.
- 8.6. Any member who is expelled suspended or has their membership terminated shall have the right to appeal against their suspension or expulsion as stipulated in the dispute resolution clause at item 17.

## **9. MANAGEMENT COMMITTEE**

- 9.1. Management of the Association shall be vested in the Management Committee.
- 9.2. The Executive members of the Management Committee will be elected by the members of the Association at the Annual General Meeting and consist of:
  - 9.2.1. President
  - 9.2.2. Vice President
  - 9.2.3. Secretary
  - 9.2.4. Treasurer
- 9.3. A call for nominations at the Annual General Meeting may include the following non executive Management Committee roles:
  - 9.3.1 Senior Men's Coordinator
  - 9.3.2 Senior Women's Coordinator
  - 9.3.3 Youth Coordinator
  - 9.3.4 Junior Coordinator
  - 9.3.5 Referee and Game Development Coordinator
  - 9.3.6 Youth Officer (to represent members under the age of 18)
  - 9.3.7 Equipment Officer

- 9.4. The nominees for these positions will be confirmed, and where there is more than one nominee for a position be elected, by the executive members of the Management Committee at the first Management Committee meeting after the Annual General Meeting.
- 9.5. The non executive members of the Management Committee shall be entitled to vote at Management Committee meetings.
- 9.6. No person shall hold more than one position on the Executive Committee at any one time. A person shall cease to be a member of the Executive Committee at the time of the positions being dissolved at the Annual General Meeting and will be eligible for re-election;
- 9.7. A quorum of the Management Committee shall be a half of its executive members plus one;
- 9.8. If the President or Vice President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting;
- 9.9. A member of the Management Committee may lose his or her seat on the committee for absence from three or more meetings without leave of absence.

## **10. MANAGEMENT COMMITTEE TERMS OF REFERENCE**

- 10.1. The Management Committee shall carry out the day-to-day running of the Association and shall have the power to:
  - 10.1.1. Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account;
  - 10.1.2. Fix the manner in which such banking accounts shall be operated upon, providing all payments are passed by the Management Committee;
  - 10.1.3. Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof;
  - 10.1.4. Adjudicate on all matters brought before it which in any way affect the Association.
  - 10.1.5. Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members;
  - 10.1.6. Make, amend and rescind rulings and By-laws;
  - 10.1.7. Have the power to form and appoint any subcommittee/s as required for specific purposes;
  - 10.1.8. May at their discretion employ a person or persons to carry out certain duties required by the Association, at salaries or remunerations for such period of time, as may be deemed necessary.
  - 10.1.9. Appoint an officer or agent of the Management Committee to have custody of the Association's records, documents and securities.
  - 10.1.10. Should a vacancy occur on the Management Committee during the season, the Management Committee shall appoint a successor until the next Annual General Meeting.

## **11. THE APPOINTMENT OF AN AUDITOR**

- 11.1 If required under the Act, the Annual General Meeting shall elect or appoint an Auditor or Auditors.

## 12 GENERAL MEETINGS

- 12.1 The Annual General Meeting shall:
- 12.1.1 Be held within six months of the end of the club's financial year (which is set out in item 14.5.)
  - 12.1.2 The Secretary shall give at least fourteen (14) days notice of the date of the Annual General Meeting, to members.
  - 12.1.3 All members may attend the Annual General Meeting.
  - 12.1.4 The quorum at the Annual General Meeting, shall be a minimum of half of the members.
  - 12.1.5 If, at the end of 30 minutes after the time appointed in the notice for the opening of the Meeting, there be no quorum the meeting shall stand and adjourn for one week. If at such meeting there is no quorum those members present shall be competent to discharge the business of the meeting.
  - 12.1.6 Appoint an *officer* or agent of the Management Committee to have custody of the Association's records, documents and securities.
  - 12.1.7 An agenda for an Annual General Meeting may include but is not limited to:

Opening of meeting

Apologies

Confirmation of Minutes of previous Annual General Meeting

Presentation of Treasurer's statement

Election of New Executive and appointment of Auditor if required under the Act

Vote of Thanks to outgoing Executive

Notice/s of Motion.

Urgent general business.

Closure

- 12.2 General Meetings
- 12.2.1 General meetings may be called by the Management Committee or at the request of the President and Secretary or on the written request of at least five percent of the members of the Association.
  - 12.2.2 The Secretary shall give at least seven (7) days notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.
  - 12.2.3 The quorum at the General Meeting shall be a minimum of half the members.

### **13 VOTING**

- 13.1 Voting powers at the Annual General Meeting and General Meetings:
- 13.2 The President shall be entitled to a deliberative vote and, in the event of a tied vote, the President shall exercise a casting vote;
- 13.3 Each individual ordinary and social member present shall have one (1) vote.
- 13.4 Voting powers at Management Committee Meetings;
- 13.5 The President shall be entitled to a deliberative vote, and, in the event of a tied vote, the President shall exercise a casting vote;
- 13.6 Each individual committee member present shall have one (1) vote.

### **14 FINANCE**

- 14.1 All funds of the Association shall be deposited into the Association's accounts at such bank or recognised financial institution as the Management Committee may determine;
- 14.2 All accounts due by the Association shall be paid after having been passed for payment at the Management Committee Meeting and when immediate payment is necessary, accounts shall be paid and the action endorsed at the next Management Committee Meeting;
- 14.3 If a request to incur an expense on behalf of the Association is made, the Management Committee may approve it. If a request is made for reimbursement without prior approval payment will be at the management committee's discretion.
- 14.4 A statement showing the financial position of the Association shall be tabled at each Management Committee Meeting by the Treasurer;
- 14.5 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. If required under the Act the auditor's report shall be attached to such financial report;
- 14.6 The financial year of the Association shall commence on 1 January each year. The accounts, books and all financial records of the Association shall be audited if required by the Act.
- 14.7 The signatories to the Association's accounts will be the Treasurer and any of the following office bearers. The President, the Vice President and/or the Secretary.
- 14.8 All property and income of the Association will apply solely to the promotion of the objects of the Association and no part of that property or income shall be paid or otherwise distributed directly or indirectly to members except in good faith in the promotion of these objects.

### **15 ALTERATIONS TO THE CONSTITUTION**

- 15.1 No alteration, repeal or addition shall be made to the Constitution except at the Annual General Meeting, or General Meeting, called for that purpose and notice of all motions to



alter, repeal or add to the Constitution shall be given to members fourteen (14) days prior to the Annual General Meeting, or seven (7) days prior to a General Meeting called for such purpose. As well,

- 15.2 The Secretary shall forward such notices of motion to each Management Committee member at least fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a General Meeting;
- 15.3 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (Special Resolution) of those present and entitled to vote at the Annual General Meeting, General Meeting or Management Committee Meeting, as the case may be.
- 15.4 Within one month of the passing of a Special Resolution, the Secretary shall notify the Commissioner of the amendment.
- 15.5 Alterations to the By-laws can be made only at Management Committee Meetings provided notice of the proposed alterations has been duly notified to Committee Members.

## **16 DISSOLUTION**

- 16.1 If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed: to another Association incorporated under the Act; or a body corporate that is at the time of the distribution is the holder of a license under the *Charitable Collections Act 1946*.

## **17 DISPUTE RESOLUTION**

- 17.1 The grievance procedure set out in this rule applies to disputes under this Constitution between
  - 17.1.1 a member and another member; or
  - 17.1.2 a member and the Association; or
  - 17.1.3 if the Association provides services to non-members, those non-members who receive services from the Association, and the Association.
- 17.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 17.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
  - 17.3.1 The mediator must be a person chosen by agreement between the parties; or
  - 17.3.2 in the absence of agreement-
  - 17.3.3 in the case of a dispute between a member and another member, a person appointed by the Committee of the Association;

- 17.3.4 in the case of a dispute between a member or relevant non-member (as defined by item 17.1.3 and the Association, a person who is a mediator appointed to, or employed with, a not for profit organisation.
- 17.4 A member of the Association can be a mediator.
- 17.5 The mediator cannot be a member who is a party to the dispute.
- 17.6 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 17.7 The mediator, in conducting the mediation, must-
  - 17.7.1 give the parties to the mediation process every opportunity to be heard;
  - 17.7.2 allow due consideration by all parties of any written statement submitted by any party; and
  - 17.7.3 ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
  - 17.7.4 The mediator must not determine the dispute.
- 17.8 The mediation must be confidential and without prejudice.
- 17.9 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.