



YARRA VALLEY SOCCER CLUB CONSTITUTION

1. NAME:

The name of the Association/Club is YARRA VALLEY SOCCER CLUB (Inc.) hereinafter referred to as the “Association”

2. PURPOSE

The purpose of the Association is to:

- Promote soccer in the Yarra Valley while catering for the social and competitive needs of our members.
- Provide opportunities for all participants to develop to their full potential.
- Ensure a safe and supportive environment to all our members.
- Be inclusive of all to be aware of the diversity of our community
- Play the game with spirit and in a fair and sporting way.

3. ATTAINING OBJECTS AND PURPOSE

The Association shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objects and purpose of the Association.

4. PROPERTY OF THE ASSOCIATION

The Association must apply all property and income of the association towards the promotion of the objects or purposes of the association and no part of that property or income to be paid or otherwise distributed, directly or indirectly, to members of the Association, except in good faith in the promotion of those objects or purposes.

5. POWERS OF THE ASSOCIATION: (as conferred by Section 13 of the Act).

- 5.1. To acquire, hold, deal with, and dispose of any real or personal property;
- 5.2. To open and operate bank accounts;
- 5.3. To invest its money –
 - (i) in any security in which trust moneys may be invested; or
 - (ii) in any other manner authorised by the rules of the Association;
- 5.4. To borrow money upon such terms and conditions as the Association thinks fit;
- 5.5. To give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;
- 5.6. To appoint agents and employees to transact any business of the Association on its behalf for reward or otherwise;
- 5.7. To build construct erect maintain alter and repair any premises building or other structure of any kind and to furnish equip and improve the same for use by the Association;
- 5.8. Accept donations and gifts in accordance with the objects of the Association;
- 5.9. Print and publish any information by any media including newsletters, newspapers, articles or leaflets for promotion of the Association;
- 5.10. Provide gifts and prizes in accordance with the objects of the Association;
- 5.11. Organise social events for Members and the promotion of the Association; and
- 5.12. To enter into any other contract the Association considers necessary or desirable.

6. MEMBERSHIP:

- 6.1. Membership shall be open to any person who wishes to further the interests of the Association.
- 6.2. Any person seeking membership shall make application to the Management Committee, and the Management Committee shall determine whether the application is successful or not.
- 6.3. Each person admitted to membership shall be;
 - 6.3.1. Bound by the Constitution and By-laws of the Association.
 - 6.3.2. Come liable for such fees and subscriptions as may be fixed by the Association.
 - 6.3.3. Entitled to all advantages and privileges of membership.
- 6.4. Membership Categories:
 - 6.4.1. ORDINARY MEMBER
Any person who is a financial member of the Association is entitled to hold any office and enjoy the privileges of the Association. Shall have the right to be present, debate and vote at General Meetings;

6.4.2. SOCIAL MEMBER

Persons other than ordinary members who are interested in promoting the Association, but who do not wish to participate in the playing activities of the Association, may become a Social Member. Shall not be entitled to be vote at General Meetings.

6.4.3. JUNIOR MEMBER

Any person under the age of 18 years may become a Junior Member. They are not entitled to hold any office, but shall have the right to be present, debate and vote at General Meetings through the Junior Member's parent or other legal guardian.

6.4.4. LIFE MEMBERSHIP

The Management Committee may elect any member who has given outstanding service to the Association as a life member. Any member may nominate a person to the Management Committee for consideration for Life Membership. Shall have the right to be present, debate and vote at General Meetings;

6.4.5. PATRON

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 current members of the Association under another category of membership.

6.5. The Management Committee shall appoint a member of the Management Committee to maintain an up to date register of members of the Association.

6.6. A member may at any reasonable time inspect the membership records of the Association.

7. SUBSCRIPTIONS:

7.1. (to be paid by different classes as and when they are due)

7.2. Subscription fee's will be determined by the Committee of Management.

8. TERMINATION OF MEMBERSHIP

8.1. Any person's membership may be terminated by the following events;

8.1.1. Resignation

8.1.2. Expulsion

8.1.3. a Member's annual membership fee remains unpaid after 90 Days after falling due;

8.2. The Management Committee shall have the power to suspend or expel any member of the Association for:

8.2.1. any of the events in Item 8.1

8.2.2. False or inaccurate statements made in the member's application for membership of the Association,

- 8.2.3. breach of any rule, regulation or by-law of the Association and
- 8.2.4. by any act detrimental to the Association.
After having undertaken due inquiry.
- 8.3. Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final. A Vote of 75% of membership is required to overturn decision.

9. MANAGEMENT COMMITTEE

- N.B (1) Sometimes called Executive Committee.
- (2) Committee persons are sometimes referred to as Office Bearers.
- (3) The main Office Bearers are often referred to as The Executive.
- 9.1. Management of the Association shall be vested in the Management Committee elected by the members at the Annual General Meeting and consisting of;
 - 9.1.1. President
 - 9.1.2. Vice President
 - 9.1.3. Secretary
 - 9.1.4. Treasurer
 - 9.1.5. 4 Committee Members
 - 9.1.6. Club or Team delegates as appointed by the Committee
- 9.2. No person shall hold more than one position on the Management Committee at any one time. A person shall cease to be a member of the Management Committee at the conclusion of the Annual General Meeting which follows his/her election and he will be eligible for re-election.
- 9.3. A quorum of the Management Committee shall be half of its members plus one.
- 9.4. If the President or Vice President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting.
- 9.5. A member of the management committee may lose his or her seat on the committee for either of the following;
 - Absence from three or more meetings without leave of absence.

10. POWERS OF THE MANAGEMENT COMMITTEE

- 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 the Management Committee passes all payments;

- 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 sub committee/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. Should a vacancy occur on the Management Committee during the season, the Management Committee shall appoint a successor until the next Annual General Meeting.
- 10.1.10. Appoint an officer/s or agent of the Management Committee to have custody of the Association's records, documents and securities.

11. GENERAL MEETINGS:

- 11.1. Annual General Meeting
 - 11.1.1. The Annual General Meeting of the Association must be held within five months of the end of the club's financial year.
 - 11.1.2. The Secretary shall give at least twenty one (21) days notice of the date of the Annual General Meeting, to members.
 - 11.1.3. All financial members may attend the Annual General Meeting.
- 11.2. The quorum for a general meeting is the presence (physically or by proxy) of 10% of the members entitled to vote.
 - 11.2.1. 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.
 - 11.2.2. The meeting shall be chaired by the President or Vice President
 - 11.2.3. The agenda for an Annual General Meeting shall be;
 - Opening of Meeting
 - Apologies
 - Confirmation of Minutes of previous Annual General Meeting
 - Presentation of Annual Report
 - Adoption of Annual Report
 - Presentation of Treasurer's statement

- Election of New Executive and appointment of auditor if required under consumer affairs Victoria rules
- Vote of thanks to outgoing Executive
- Notice/s of Motion
- Urgent general business
- Closure

11.3. General Meetings

11.3.1. General Meetings may be called by the Management Committee or at the request of the President and Secretary or on the written request of 10% members of the Association.

11.3.2. The Secretary shall give at least twenty one (21) 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.

11.3.3. The quorum at the General Meeting shall be a minimum of 10% of members.

11.3.4. The Committee must ensure that minutes are taken and kept of each general meeting

11.3.5. The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote

12. VOTING

12.1. Voting powers at the Annual General Meeting and General Meetings:

12.1.1. The President shall be entitled to a deliberate vote and, in the event of a tied vote, the President shall exercise a casting vote.

12.1.2. Each individual eligible financial member present shall have one (1) vote.

12.2. Voting powers at Management Committee Meetings:

12.2.1. The President shall be entitled to a deliberate vote, and, in the event of a tied vote, the President shall exercise a casting vote.

12.2.2. Each individual committee member present shall have one (1) vote.

13. PROXIES

13.1 A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.

2. The appointment of a proxy must be in writing and signed by the member making the appointment.

3. The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the

proxy may vote on behalf of the member in any matter as he or she sees fit.

4. If the Committee has approved a form for the appointment of a proxy, the member must use that form.

13.1.5 Notice of a general meeting given to a member must—

- (a) state that the member may appoint another member as a proxy for the meeting; and
- (b) include a copy of any form that the Committee has approved for the appointment of a proxy.

13.1.6 A form appointing a proxy must be given to the Secretary of the association 24 hours before the commencement of the meeting.

2. FINANCE:

- 2.1. 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.
- 2.2. All accounts due by the Association shall be paid by cheque or transfer after having being passed for payment at the Management Committee Meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Management Committee Meeting.
- 2.3. A statement showing the financial position of the Association shall be tabled at each Management Committee Meeting by the Treasurer.
- 2.4. A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report (if required under Consumer affairs Victoria rules) shall be attached to such financial report.
- 2.5. The financial year of the Association shall commence on 1st November each year. The accounts, books and all financial records of the Association shall be audited each year.(if required under Consumer Affairs Victoria rules)
- 2.6. The signatories to the Association's account/s will be the Treasurer and any one (1) from the following;
 1. President
 2. Vice President
 3. Secretary
- 2.7. 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.

ALTERNATIONS TO THE CONSTITUTION AND BY-LAWS:Special Resolution

- 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 (21) days prior to the Annual General Meeting, or seven (21) days prior to a General Meeting called for such purpose.

15.2. The Secretary shall forward such notices of motion to each Management Committee member at least fourteen (21) days prior to the Annual General Meeting or seven (21) days prior to a General Meeting.

15.3. Alterations to the By-laws can be made only at Management Committee Meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.

15.4. 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 a vote at the Annual General Meeting, General Meeting or Management Committee Meeting, as the case may be.

16. GRIEVANCE PROCEDURE

16.1. Application

(1) The grievance procedure applies to disputes under these Rules between—

- (a) a member and another member;
- (b) a member and the Committee;
- (c) a member and the Association.

16.1.2. A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

16.2. Parties must attempt to resolve the dispute

1. The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

16.3 Appointment of mediator

16.3.1 If the parties to a dispute are unable to resolve the dispute between themselves within the time required, the parties must within 10 days —

- (a) notify the Committee of the dispute; and
- (b) agree to or request the appointment of a mediator; and
- (c) attempt in good faith to settle the dispute by mediation.

16.3.2 The mediator must be—

- (a) a person chosen by agreement between the parties; or
- (b) in the absence of agreement—
 - (i) if the dispute is between a member and another member—a person appointed by the Committee; or

(ii) if the dispute is between a member and the Committee or the Association—a person appointed or employed by the Dispute Settlement Centre of Victoria.

16.3.3 A mediator appointed by the Committee may be a member or former member of the Association but in any case must not be a person who—

- (a) has a personal interest in the dispute; or
- (b) is biased in favour of or against any party.

16.4 Mediation process

16.4.1 The mediator to the dispute, in conducting the mediation, must—

- (a) give each party every opportunity to be heard; and
- (b) allow due consideration by all parties of any written statement submitted by any party; and
- (c) ensure that natural justice is accorded to the parties throughout the mediation process.

16.4.2 The mediator must not determine the outcome of dispute.

16.5 Failure to resolve dispute by mediation

16.5.1 If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

17 DISSOLUTION

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

- (a) another incorporated association having objects similar to those of the Association; or
- (b) for charitable or benevolent purposes, which incorporated Association or purposes, as the case requires, shall be determined by resolution of the members.