

RULES OF THE BELWEST FOXES SOCCER CLUB INC

TABLE OF PROVISIONS

(as at 20 March 2013)

PART 1 - PRELIMINARY

- 1 Name
- 1A. Definitions
- 1 B. Aim and Purpose

PART 2 - MEMBERSHIP

- 2. Membership Qualifications
- 2A. Eligibility for Membership
- 3. Nomination for Membership
- 3A. Nomination for Honorary or Life Membership
- 3B. Duration of Membership
- 4. Membership entitlements not transferable
- 5. Cessation of Membership
- 6. Resignation of Membership
- 7. Registrations, Membership and Other Fees
- 8. Members' Liabilities
- 9. Disciplining of Members and players
- 10. Right of appeal of Disciplined Members and Players

PART 3 - THE COMMITTEE

- 11. Powers of the committee
- 12. Constitution and membership
- 13. Election of committee members
- 14. Secretary
- 15. Treasurer
- 15A. Public Officer
- 15B. Players' Registrar
- 15C. Equipment Officers
- 15D. Fundraising Officer
- 16. Vacancies
- 17. Removal of committee members
- 18. Committee meetings and quorum
- 19. Delegation by committee to sub-committee
- 20. Voting and decisions
- 20A. Conflict of Interest

PART 4 - GENERAL MEETINGS

- 21. Annual general meetings - holding of
- 22. Annual general meetings - calling of and business at
- 23. General meetings - calling of
- 24. Notice
- 25. General meetings - procedure and quorum
- 26. Presiding member
- 27. Adjournment
- 28. Making of decisions
- 29. Voting
- 30. Appointment of proxies

PART 5 - MISCELLANEOUS

- 31. Funds - source
- 32. Funds - management
- 32A. Auditor
- 33. Alteration of Aims and Purposes and rules
- 34. Common seal
- 35. Custody of books
- 36. Inspection of books
- 37. Service of notices
- 38. Surplus property
- 39. Indemnity

APPENDIX 1

- Form 1. APPLICATION FOR MEMBERSHIP OF CLUB

APPENDIX 2

- Form 2. FORM OF APPOINTMENT OF PROXY

PART 1 - PRELIMINARY

1. Name

1. The name of the association is the "Belwest Foxes Soccer Club Inc."

1A. Definitions

1. In these rules, unless a contrary intention appears -

"committee member" means a member of the committee of the Club duly appointed or elected in accordance with paragraphs 12(4) or 13 respectively;

"financial year" means the year ending on 31 October¹;

"Junior Soccer" refers to "Association Football" and means soccer played or to be played by any person whose age does not exceed 18 years of age as at 31 December in the year in which that person plays or is to play with the Club and/or in any competition organised or to be organised by the Club or in which the Club is to participate or participates²;

"member" means a member, however described in these rules, of the Club;

"Secretary" means the person who holds that office or, where no such person holds that office, the public officer of the Club;

"Senior Soccer" refers to "Association Football" and means soccer played or to be played by any person whose age exceeds 19 years of age as at 1 January in the year in which that person plays or is to play with the Club and/or in any competition organised or to be organised by the Club or in which the Club is to participate or participates³;

"the Club" means the Belwest Foxes Football Club Inc.;

"the West Belconnen area" means the land comprising the suburbs of Page, Scullin, Higgins, Holt, Macgregor, Dunlop¹⁴, Latham and Florey in the Australian Capital Territory and any other land, which the committee of the Club decides to include in that area;

"the Act" means the *Associations Incorporation Act 1991*; and

"the Regulations" means the Associations Incorporation Regulations.

¹ Amended by Special Resolution on 20 November 2002. Registrar of Incorporated Associations notified by Notice given on 10 December 2002.

² Amended by Special Resolution on 19 January 2005. Registrar of Incorporated Associations notified by Notice given on 24 January 2005.

³ Amended by Special Resolution on 22 October 1997. Registrar of Incorporated Associations notified by Notice given on 23 October 1997.

¹⁴ Amended by Special Resolution on 19 January 2005. Registrar of Incorporated Associations notified by Notice given on 24 January 2005.

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 power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.

3. The provisions of the *Interpretation Act 1967* apply to and 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.

1 B. Aim and Purpose of the Club

1. The Club shall have as its aim and purpose the organisation, encouragement, development, promotion and support of Junior and Senior Soccer in the West Belconnen area and in the Australian Capital Territory and elsewhere as the committee of the Club in Its sole discretion may from time to time determine⁴.

PART 2 - MEMBERSHIP

2. Members

1. The members of the Club are -

- a) any person who has been appointed or is appointed an Honorary Member or a Life Member of the Club;
- b) any person who is registered with and by the Club as a player and in respect of whom all prescribed registration and other fees have been paid to the Club;
- c) any person who is a member of the committee of the Club; and
- d) any other person whose nomination for membership has been approved in accordance with the provisions of these rules.

2A. Eligibility for Membership

1. Any person is eligible to become a member of the Club provided that -

- a) the person or, if that person is not 18 years of age, a parent, legal guardian or custodian of that person, has submitted either a registration form [in the case of any person who wishes to play for or with the Club] or [in any other case] or a nomination for membership form duly completed to the satisfaction of the committee of the Club;

⁴ Amended by Special Resolution on 22 October 1997. Registrar of Incorporated Associations notified by Notice given on 23 October 1997.

b) the person or, if that the person is not 18 years of age, a parent, legal guardian or custodian of that person, has paid the prescribed registration, membership or any other fee [i.e.: the fee determined by the committee of the Club from time to time to be due and payable to the Club in respect of that person seeking membership]; and the committee of the Club has in its sole discretion approved that registration or nomination for membership.

3. The payment and acceptance of the prescribed registration, membership or other fee at the time of registration or nomination for membership shall be “subject to the committee approving that registration or nomination for membership”.

3. Nomination for membership

1. A nomination of a person for membership (other than of a player, an Honorary Member, a Life Member or a member of the committee) of the Club

a) shall be made by a member of the Club in writing in the form determined by the committee of the Club from time to time; and

b) shall be given to the Secretary, the public officer or any other member of the committee of the Club.

2. As soon as is practicable after receiving a nomination for membership, the Secretary, the public officer or that member of the committee shall refer the nomination to the committee which shall determine whether to approve or to reject the nomination.

3. Where the committee determines to approve a nomination for membership, the Secretary, the public officer or that member of the committee shall as soon as practicable after that determination notify the nominee of that approval and request the nominee to pay within 28 days after receipt of that notification the prescribed membership or other fees unless those fees have already been paid.

4. The Secretary shall, on payment by the nominee of the amounts referred to in sub rule (3) within the period referred to in that sub rule, enter the nominee's name in the register of members and, upon the name being so entered, the nominee shall become a member of the Club for the period specified therein.

3A. Nomination for Honorary or Life Membership

1. A nomination of a person for Honorary Membership or Life Membership of the Club -

a) shall be made by a member of the Club in writing; and

b) shall be lodged with the Secretary, the public officer or any other member of the committee of the Club.

2. As soon as is practicable after receiving a nomination for Honorary Membership or Life Membership, the Secretary, the public officer or that member of the committee shall refer the nomination to the members of the committee (other than to the person so nominated if that is the case) which shall determine whether to approve or to reject the nomination.

3. Where the committee determines to approve a nomination for Honorary Membership or Life Membership, the Secretary or the public officer shall at a time and on a date selected by the committee after that determination notify the nominee of that approval.
4. The Secretary shall as soon as practicable thereafter enter the nominee's name in the register of members and, upon the name being so entered, the nominee shall become an Honorary Member or Life Member of the Club as the case may be.
5. No person shall be eligible for nomination as a Life Member of the Club unless that person has provided exceptional service to the Club for not less than 5 years.
6. No person shall be eligible for nomination as an Honorary Member of the Club unless that person has provided significant service to the Club.

3B. Duration of Membership

1. Any person (other than a player or an Honorary Member or a Life Member) who has been nominated for membership and has been accepted by the committee as a member of the Club remains a member of the Club for that period indicated in the register of members unless that period comes or is brought to an end earlier in accordance with the provisions of these rules.
2. Any person who becomes a member by reason of registering or being registered as a player with or for the Club remains a member of the Club for the remainder of the financial⁵ year for which that person registered or was so registered or such further period as the committee of the Club in its absolute discretion may determine.
3. Unless the committee of the Club in its absolute discretion otherwise determines, any person nominated and accepted as a member of the Club in accordance with subrule 3B (1) remains a member of the Club until the conclusion of the next annual general meeting of the Club⁶.

4. Membership entitlements not transferable

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 unless the committee so determines; and
- b) terminates upon cessation of the person's membership.

⁵ Amended by Special Resolution on 20 November 2002. Registrar of Incorporated Associations notified by Notice given on 10 December 2002.

⁶ Amended by Special Resolution on 20 November 2002. Registrar of Incorporated Associations notified by Notice given on 10 December 2002.

5. Cessation of membership

A person ceases to be a member of the Club if the person -

- a) dies or, in the case of a body corporate, is wound up;
- b) resigns from membership of the Club;
- c) is expelled from the Club;
- d) fails to renew membership of the Club; or
- e) having been registered as a player is not registered by or with the Club as a player in any succeeding calendar year.

6. Resignation of membership

1. A member is not entitled to resign from membership of the Club except in accordance with this rule.

2. A member who has paid all amounts payable by the member to the Club may resign from membership of the Club by first giving notice (being not less than 1 month or, if the committee has determined a shorter period, that shorter period) in writing to the Secretary or the public officer 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 person ceases to be a member, the Secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7. Registration, Membership and Other Fees

1. The registration fees payable for or in respect of any member of the Club shall be that amount as determined by the committee from time to time⁷.

2. The membership and other fees of the Club are \$2.00 or any other amount as determined by the committee from time to time.

3. The registration fees and membership and other fee are payable -

- a) except as provided by paragraph (b), on or before 1 May in any calendar year;
or
- b) where a person becomes a member on or after 1 May in any calendar year, within 28 days of the date on which that person becomes a member or within such further period of time as the committee may in its absolute discretion determine.

4. No registration, membership or other fees shall be payable by any Honorary or Life Member of the Club.

⁷ Amended by Special Resolution on 20 November 2002. Registrar of Incorporated Associations notified by Notice given on 10 December 2002.

8. Members' liabilities

The liability of a member of the Club to contribute towards the payment of 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 those registration, membership or other fees of the Club as required by rule 7.

9. Discipline of members and/or players

1. Where the committee is of the opinion that a member and/or player -

- a) has **persistently and wilfully** refused or neglected to comply with a provision of these rules: or
- b) has **persistently and wilfully** acted in a manner prejudicial to the interests of the Club, the committee may, by resolution -
- c) expel the member and/or player from the Club; or
- d) suspend the member and/or player from such rights and privileges of membership of the Club or from playing for or with the Club as the committee may determine for whatever specified period the committee considers appropriate in all the circumstances.

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

3. Where the committee passes a resolution under sub rule (1), the Secretary shall, as soon as practicable, cause a notice in writing to be served on the member and/or player -

- a) setting out the resolution of the committee and the grounds on which it is based;
- b) stating that the member and/or player may address the committee 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 and/or player that the member and/or player may do either or both of the following:
 - (i) attend and speak at that meeting;
 - (ii) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.

4. Subject to section 50 of the Act [**i.e.: the need to ensure that the rules of natural justice have been complied with**], at a meeting of the committee mentioned in sub rule (9), the committee shall -

- a) give to the member and/or player mentioned in sub rule (1) an opportunity to make oral representations;

- b) give due consideration to any written representations submitted to the committee by that member and/or player at or prior to the meeting. and
- c) by resolution determine whether to confirm or to revoke the resolution of the committee made under sub rule (1).

5. Where the committee confirms a resolution under sub rule (4), the Secretary shall, within 7 days after that confirmation, by notice in writing inform the member and/or player of that confirmation and of the member's and/or player right of appeal under rule 10.

6. A resolution confirmed by the committee under sub rule (4) does not take effect-

- a) until the expiration of the period within which the member and/or player is entitled to appeal against the resolution where the member and/or player does not exercise the right of appeal within that period; or
- b) where within that period the member and/or player exercise the right of appeal, unless and until the committee confirms the resolution in accordance with sub rule 10(4).

10. Right of appeal of disciplined member and/or player

1. A member and/or player may appeal to the Club in general meeting against a resolution of the committee which is confirmed under sub rule 9(4), within 7 days after notice of the resolution is served on the member and/or player, by lodging with the Secretary a notice to that effect.

2. Upon receipt of a notice under sub rule (1), the Secretary shall notify the committee, which shall convene a general meeting of the Club to be held within 21 days after the date on which the Secretary received the notice or as soon as possible after that date.

3. Subject to section 50 of the Act, at a general meeting of the Club convened under sub rule (2) -

- a) no business other than the question of the appeal shall be transacted;
- b) the committee and the member and/or player shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
- c) the members present shall vote by secret ballot on the question of whether the resolution made under sub rule 9(4), that the resolution is confirmed.

5. If the meeting passes a special resolution in favour of the confirmation of the resolution made under sub rule 9(4), that resolution is confirmed.

PART 3 - THE COMMITTEE

11. Powers of the committee

The committee, subject to the Act, the Regulations, 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 the Club in general meeting; and
- c) has the power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the Club.

12. Constitution and membership

1. The committee shall consist of the office-bearers of the Club
2. The office bearers of the Club shall be:
 - a) The President
 - b) The Vice President – Operations⁸
 - c) The Treasurer
 - d) The Secretary
 - e) The Player's Registrar
 - f) The Equipment Officer
 - g) The Junior League Coordinator⁹
 - h) The Communications Officer
 - i) The Women's League Coordinator¹⁰
 - j) The Men's League Coordinator¹¹
 - k) The Referee Coordinator¹²
 - l) The Coaching Director¹³
 - m) Any other member of the Club who shall by majority vote of the committee occupy a vacancy in an office-bearer position on the committee¹⁴¹⁵.

⁸ Amended by Special Resolution on 22 March 2011. Registrar of Incorporated Association notified by Notice given 27 April 2011.

⁹ Amended by Special Resolution on 22 March 2011. Registrar of Incorporated Association notified by Notice given 27 April 2011

¹⁰ Amended by Special Resolution on 22 March 2011. Registrar of Incorporated Association notified by Notice given 27 April 2011

¹¹ Amended by Special Resolution on 22 March 2011. Registrar of Incorporated Association notified by Notice given 27 April 2011

¹² Amended by Special Resolution on 20 March 2013. Registrar of Incorporated Associations notified by Notice given in April 2013.

¹³ Amended by Special Resolution on 20 March 2013. Registrar of Incorporated Associations notified by Notice given in April 2013.

¹⁴ Amended by Special Resolution on 22 March 2011. Registrar of Incorporated Association notified by Notice given 27 April 2011

¹⁵ Amended by Special Resolution on 20 March 2013. Registrar of Incorporated Associations notified by Notice given in April 2013.

3. Each officer-bearer of the Club¹² shall, subject to these rules, hold office for 2 years or, if that member so stipulates until the conclusion of the annual general meeting following the date of the member's election, and is then eligible for re-election.

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

13. Election of committee members

1. Nomination of candidates for election as office bearers of the Club;

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 nomination form); and

b) Shall be delivered to the Secretary of the Club not less than 7 days before the date fixed for the annual general meeting at which the election is to take place.

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

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

4. If the number of nominations received is equal to the number of vacancies to be filled, the persons shall be taken 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 shall be completed at the annual general meeting in such manner as the committee may direct.

7. A person may, if there is no other suitable nominee willing to accept any vacant position on the committee, simultaneously hold more than 1 position on the committee.

8. Any person nominated for a position on the committee must be:

a) a member of the Club whose registration and membership and other fees have been paid in full to the Club (proof of that payment shall be the responsibility of the nominee); or

b) a parent or legal guardian or custodian of a duly registered player of the Club in respect of which player all registration fees have been paid in full to the Club (proof of that payment shall be the responsibility of the nominee) who has provided valuable assistance or service to the Club to the satisfaction of the committee for not less than 2 years prior to that person's nomination for a position on the committee; or

¹² Amended by Special Resolution on 20 November 2002. Registrar of Incorporated Associations notified by Notice given on 10 December 2002.

- c) a duly registered player of the Club who is 18 years of age or older and whose registration fees have been fully paid (proof of that payment shall be the responsibility of the nominee) who has provided valuable assistance or service to the Club or played for and with the Club to the satisfaction of the committee for not less than 2 years prior to that person's nomination for a position on the committee.

9. No person is eligible for nomination to any position on the committee if that person has any financial or other interest in and/or is an office bearer or on the committee of any other sporting Club, corporation, unincorporated or incorporated association [whether affiliated with the Club or not] unless that person has declared in writing and to the Club's committee's satisfaction the full nature and extent of that interest and that position with the other sporting Club, corporation, unincorporated or incorporated association before nominating for any such position on the Club's committee.

10. No person is eligible for nomination to any position on the committee if the person has what the committee [in its absolute discretion shall determine] regards as a potential conflict of interest with what the committee regards is in the best interests of the Club, its members and its players.

14. Secretary

1. The Secretary of the Club shall, as soon as practicable after being appointed as Secretary, notify the Club of his or her address.

2. The Secretary, assisted when required by any other committee member¹⁶, shall keep minutes of:

- a) all elections and appointments of office bearers;
- b) the names of members of the committee present at a committee meeting or a general meeting;
- c) all proceedings at committee meetings and general meetings; and
- d) Shall attend to such other duties as requested by the President.

15. Treasurer

1. The Treasurer of the Club shall -

- a) collect and receive all moneys due to the Club and make payments authorised by the committee;
- b) keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and expenditure connected with the activities of the Club; and
- c) Not make any payment in excess of \$250.00 in cash without the approval of the committee¹⁶.

¹⁶ Amended by Special Resolution on 19 January 2005. Registrar of Incorporated Associations notified by Notice given on 24 January 2005.

2. The Treasurer will, if requested by the committee, supply a written balance sheet at each monthly meeting of the committee of the Club or otherwise report on the financial position of the Club.

15A. Public Officer

The committee shall, in accordance with the requirements of the Act, elect one of its members who is at least 18 years of age and a resident in the Australian Capital Territory to be the public officer of the Club whose address (aside from the current postal address of the Club) shall be the Club's address for service of any document.

15B. Players' Registrar

1. The Players' Registrar shall maintain and update from time to time the Club's records of its players and their details [including their names and addresses, dates of birth, parents' or legal guardians or custodians' names and contact telephone numbers, dates of payment of registration fees, team lists and names, addresses and contact telephone numbers of coaches and managers] and is authorised on behalf of the committee to question any person and make such further enquiries as may from time to time be necessary to ensure that all players are properly registered and have paid or had paid on their behalf the registration fees which the committee determines shall be payable to the Club by or in respect of any player.

2. Responsibility for ensuring that all players in any of the Club's teams are correctly registered and are persons in respect of whom all registration fees have been paid to the Club by 30 April in any calendar year or as soon thereafter as is practicable shall also be borne by the coach or manager of the team in which the player plays or is to play.

3. The Players' Registrar may at any time and as a precondition to the Club permitting any person to play soccer in any of its teams require the production of proof to his/her satisfaction, of the date of birth of any player or person who wishes to play with or for the Club. Failure, without reasonable excuse, to produce proof of the date of birth of any player within the time specified by the Players' Registrar or the committee of the Club renders the player ineligible to play for or with the Club until such time as such proof is produced.

15C. Equipment Officer

1. The Equipment Officer shall:

- a) be responsible for the recording, safe custody and control of the Club's equipment and property and shall make any recommendations to the committee regarding the purchase of any additional or replacement equipment and property or in respect of the maintenance of existing equipment and property; and
- b) Have authority on behalf of the committee to require the return or surrender of any of the Club's equipment or property by any person at any time. Any failure by any person to comply with the Equipment Officer's request shall be reported to the Secretary or Assistant Secretary as soon as is practicable.

¹⁶ Amended by Special Resolution on 22 March 2011. Registrar of Incorporated Association notified by Notice given 27 April 2011

16. Vacancies

For the purposes of these rules, a vacancy in the office of a member of the committee occurs if the member -

- a) dies;
- b) ceases to be a member of the Club;
- c) resigns from office;
- d) is removed from office pursuant to rule 17;
- e) becomes an insolvent under administration within the meaning of the Corporations Law;
- f) suffers from mental or physical incapacity;
- g) is disqualified from office under subsection 63(1) of the Act **[i.e. has been convicted of any of a number of specified offences within the previous period of 5 years and has not obtained permission from the Supreme Court of the Australian Capital Territory to accept an appointment or to act as the public officer or as a member of the Club];**
- h) is absent without the consent of the committee members from all meetings of the committee held during a period of 6 months;
- i) holds or acquires any interest whether financial or otherwise or any position or employment which in the opinion of the committee gives rise to a potential for a conflict of interest to arise with what the committee considers in its absolute discretion to be in the best interests of the Club, its members and its players.

17. Removal of committee members

The Club in general meeting may by resolution, subject to section 50 of the Act, remove any member of the committee from the office of member of the committee before the expiration of the member's term to office.

18. Committee meetings and quorum

1. The committee shall meet at least 3 times in each calendar year at such place and time as the committee may determine.
2. Additional meetings of the committee may be convened by any member of the committee.
3. Oral or written notice of a meeting of the committee shall be given by the President to each member of the committee at least 48 hours (or whatever other period of time the committee may otherwise determine) before the time appointed for the holding of the meeting.
4. Notice of a meeting given under sub rule (3) may 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, unless the committee members present at the meeting agree to deal with that other business.
5. Any 5 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
6. No business shall be transacted by the committee unless a quorum is present and if within half an hour after the time appointed for the meeting a quorum is not present the meeting stands adjourned to a place and at the same hour of the day on a date to be advised by the President or Secretary.

7. If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be postponed to a date to be advised.

8. At meetings of the committee -

- a) the President or in the absence of the President, the Secretary, shall preside; or
- b) If the President and the Secretary are absent, 1 of the remaining members of the committee may be chosen by the members present to preside.

19. Delegation by committee to sub-committee

1. The committee may, by instruction either orally or in writing, delegate to 1 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 so specified other than -

- a) this power of delegation; and
- b) A function, which is a function, imposed on the committee by the Act, by any other law of the Territory, or by resolution of the Club in general meeting.

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 rule may be made subject to such conditions or limitations as to the exercise of any function, or as time or circumstances, as may be specified in the oral communication or written instrument of delegation.

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

5. Any act or thing done or suffered by 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 done or suffered by the committee.

6. The committee may, either orally or by instrument in writing, revoke wholly or in part any delegation under this rule.

7. A sub-committee may, subject to any such revocation, meet and adjourn as it thinks proper.

20. Voting and decisions

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

2. Each committee¹³ member present at a meeting of the committee or of any sub committee appointed by the committee (including the person presiding at the meeting) is entitled to 1 vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
3. Subject to sub rule 18(5), the committee may act notwithstanding any vacancy on the committee.
4. Any act or thing done or suffered, or purporting, to have been done or suffered, by the committee or by the sub-committee appointed by the committee is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee unless the committee considers in its absolute discretion that the best interests of the Club, its members or its players have been prejudiced thereby as a result of an undisclosed potential conflict of interest.

20A. Conflict of Interest

Any member of the committee who has a direct or indirect interest in any present or anticipated contract, agreement or arrangement or in any other dealing between the Club and any other person or corporation or incorporated association must immediately declare that interest at the first general meeting after becoming so aware of that interest or the contract, agreement or arrangement or dealing, and must not vote in respect of the matter. If the person does vote in those circumstances that vote is null and void.

PART 4 - GENERAL MEETINGS

21. Annual general meetings - holding of

1. With the exception of the first annual general meeting of the Club, the Club shall, at least once in each calendar year and not later than 5 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) Not later than 5 months after the expiration of the first financial year of the Club.
3. Sub rules (1) and (2) have effect subject to the powers of the Registrar of Incorporated Clubs under section 120 of the Act in relation to extensions of time.

22. Annual general meetings - calling of and business at

1. The annual general meeting of the Club shall, subject to the Act, be convened on such date and at such place and time as the committee thinks fit.

¹³ Amended by Special Resolution on 20 November 2002. Registrar of Incorporated Associations notified by Notice given on 10 December 2002.

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 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 members of the committee, namely the office bearers; and
 - d) to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to subsection 73(1) of the Act **[i.e. the audited statement of the Club's accounts in respect of the previous financial year, a copy of the auditor's report in relation to the Club's accounts for that financial year, a report signed by 2 members of the committee stating (i) the name of each member of the committee in that financial year and also up to the date of that report, (ii) the principal activities of the Club during that financial year and any significant change in the nature of those activities in that financial year and the net profit or loss of the Club for that financial year]. [NB - Failure to do so may result in a penalty of \$2,000.00].**
3. An annual general meeting shall be specified as such in the notice convening it in accordance with rule 24.
4. An annual general meeting shall be conducted in accordance with the provisions of this Part.
5. The quorum for the annual general meeting shall be 10 members.

23. General meetings - calling of

1. The committee may, whenever it thinks fit, convene a general meeting of the Club.
 1. a) should a general meeting be convened by the committee during the calendar months of November through to February in the proceeding calendar year then at least three life member of the Belwest Foxes Soccer Club Incorporated must endorse the convening of such a meeting prior to the Notice of such a meeting being advised to members as required under sub rule 24.¹⁷¹⁷
2. The committee shall, on the requisition in writing of not less than 25 per cent of the total number of members, convene a general meeting of the Club.

¹⁷ Amended by Special Resolution on 19 January 2005. Registrar of Incorporated Associations notified by Notice given on 24 January 2005.

¹⁷ Amended by Special Resolution on 22 March 2011. Registrar of Incorporated Association notified by Notice given 27 April 2011

3. A requisition of members for a general meeting -
 - a) shall state the purpose or purposes of the meeting;
 - b) shall be signed by the members making the requisition;
 - c) shall be lodged with the Secretary; and
 - d) may consist of several documents in a similar form, each signed by 1 or more of the members making the requisition.
4. If the committee fails to convene a general meeting within 1 month after the date on which a requisition of members for the meeting is lodged with the Secretary, any 1 or more of the members who made the requisition may convene a meeting to be held not more than 3 months after that date.
5. A general meeting convened by a member or members referred to in sub rule (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense may seek to be reimbursed by Club for any reasonable expense so incurred.

24. Notice

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 committee of the Club shall, at least 14 days before the date fixed for the holding of the general meeting, cause notice to be given to each member of the Club via the Club's newsletter or in or by such other form or means as the committee may determine, 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 committee of the Club shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member in the manner provided in sub rule (1) specifying, in addition to the matter required under that sub rule, 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 that may be transacted pursuant to sub rule 22(2).
4. A member desiring to bring any business before a general meeting may lodge notice in writing of that business with the Secretary at least 7 days prior to the general meeting who shall include that notice from the member.

25. General meetings - procedure and quorum

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. 15 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 the members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place unless another time and place for the meeting is specified at that time by the person presiding at that meeting.

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 15) shall constitute a quorum.

26. Presiding member

1. The President, or in the absence of the President, the Secretary, shall preside at each general meeting of the Club.

2. If the President and the Secretary are absent from the general meeting, the members present shall elect 1 of their number to preside at the meeting.

27. Adjournment

1. The person presiding at 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 Secretary shall give written (either by means of the Club's newsletter, a circular or otherwise) 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.

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

28. Making of decisions

1. A question arising at a general meeting of the Club shall be determined on a show of hands and unless a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried unanimously or 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 person presiding or by not less than 5 members present in person or by proxy at the meeting.

3. Where the 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 person to preside at 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 person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

29. Voting

1. Subject to sub rule (3), upon any question arising at a general meeting of the Club a member has 1 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 person presiding is entitled to exercise a second or casting vote.
4. A member or proxy is not entitled to vote at any general meeting or at the annual general meeting of the Club or at any other time unless that person is 18 years of age and all money (including registration, membership or other fees) due and payable by or in respect of the member or proxy to the Club has been paid.

30. Appointment of proxies

1. Each member shall be entitled to appoint another member as proxy by notice lodged with 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.

PART 5 - MISCELLANEOUS

31. Funds - source

1. The funds of the Club shall be derived from registration, membership and other fees including annual subscriptions of members, donations, canteen operations, raffles, competitions, sponsorship funds and, subject to any resolution passed by the Club in general meeting and subject to section 114 of the Act [**which prohibits the Club from receiving money by way of or for investment without the written approval of the Registrar of Incorporated Associations - NB penalty of \$5,000.00 can be imposed**], such other sources as the committee determines.

32. Funds - management

1. Subject to any resolution passed by the Club in general meeting, the funds of the Club shall be used in pursuance of the aims and purposes of the Club in such a manner as the committee determines.

2. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the committee of the Club one of whom must be either the Secretary or the Treasurer, with the remaining member of the committee being authorised to do so by the committee.
3. All money received by the Club shall be deposited as soon as practicable and without deduction in the Club's bank, building society or credit union cheque account.
4. The Club shall, as soon as practicable after receiving any money, issue an appropriate receipt.

32A. Auditor

1. At each annual general meeting a person (not being a member of the Club) will be chosen to audit the financial records (including all accounts, vouchers, receipts, bankbooks, bank statements etc.,) of the Club and furnish a report thereon to the members as soon as practicable thereafter. Audits shall be conducted at regular intervals of not more than twelve months.
2. The auditor shall certify whether he/she has inspected the financial records of the Club, whether he/she has obtained all necessary information to satisfy him/herself as to the accuracy of those financial records and whether in his/her opinion the Treasurer's statement and report on the financial affairs of the Club gives an accurate indication of the Club's financial position.
3. The remuneration of the auditor may be agreed at each annual general meeting or at any general meeting.

33. Alteration of Aims and Purposes and rules

Neither the aims nor purposes of the Club referred to in section 29 of the Act [i.e. **the objects which are to be stated at the time application is made for incorporation as an association or proposed association**] nor these rules shall be altered except in accordance with the Act [i.e.: **Section 33 of the Act requires this to be done by special resolution**].

34. Common seal

1. The common seal of the Club shall be kept in the custody of the Secretary.
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 of either any 2 members of the committee or 1 member of the committee and the Secretary.

35. Custody of books

Subject to the Act, the Regulations and these rules, the Secretary shall keep in his or her control all records, and other documents relating to the Club, except those which are required to be held by any other member of the committee by reason of, and in order to enable any other member of the committee to perform, his/her position and duties as an office-bearer of the Club.

36. Inspection of books

The records, books and other documents of the Club shall be open to inspection by any member of the Club at either the address of the Secretary or the public officer in the Australian Capital Territory, free of charge, by any member of the Club at any reasonable time and date mutually agreed upon between the member and either the Secretary or the public officer.

37. Service of notices

1. For the purpose of these rules, any notice required to be served or given by or on behalf of the Club to any member or player may be served upon or given to the person by handing the notice to the person personally or by leaving the notice at or sending the notice by prepaid post to the member's and/or player's address as shown in the register of members.

4. Where any document is sent by the Club 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 by the person to whom the document is addressed ('the recipient'), be deemed for the purposes of these rules to have been delivered to, served on and received by the recipient at the time at which the letter would have been delivered to the recipient's address in the ordinary course of post.

38. Surplus property

1. (1) The income and property of the Club must be used and applied solely in promotion of its purposes and the exercise of its powers, and no proportion may be distributed paid or transferred directly or indirectly to or amongst the members.

(2) This rule does not prevent the payment in good faith of.-

a) interest to any member on money advanced by the member to the Club or otherwise owing to the member;

b) remuneration to any office bearer of the Club or to any member of the Club for services actually rendered;

c) out of pocket expenses incurred by any member by reason of or incidental to any service or assistance performed by the person for the Club or from which the Club has benefited;

d) money borrowed by the Club;

e) reasonable and proper charges for goods purchased or hired by the Club; and

e)

f) f) reasonable and proper rent for premises rented by the Club.

(3) This rule does not prevent the payment by the Club for the provision of services or goods by a member to which that member would be entitled in accordance with the aim and purpose of the Club if the person was not a member of the Club.

2. (1) If:
 - (a) the Club is wound up in accordance with the provisions of the Act; and
 - (b) any property or income remains after satisfaction of all debts and liabilities, that property or income must not be paid to or distributed amongst the members.
- (2) The remaining property of the Club must be given or transferred to some other soccer association which:
 - (a) serves the West Belconnen area;
 - (b) has similar aims and purposes to those of the Club; and
 - (c) prohibits the distribution of income and property amongst the members of that association to an extent at least as great as is imposed on the Club under this rule.
- (3) The association must be determined in accordance with a special resolution of the members of the Club, or, in the absence of such a resolution, by the Registrar of Incorporated Associations.

39. Indemnity

Every member of the committee and of the Club and Coach and Manager must be indemnified out of the equipment and property of the Club against any liability incurred by that person in that capacity in defending any proceedings to the extent to which that person is not otherwise indemnified under any contract of insurance or insurance policy whether of a public risk, property or other form of insurance.

Appendix 1

**Application for Membership of the Belwest Foxes Soccer Club Inc.
["Belwest"]**

I,

(Full name of Applicant)

of,

(Address)

.....

(Occupation)

desire to become a member of Belwest. In the event of my admission as a member,
I agree to be bound by the rules of Belwest for the time being in force.

.....

Signature of applicant

Date

I,

(Full name of Proposer)

a member of Belwest, nominate the Applicant, who is personally known to me, for
membership of Belwest

.....

Signature of proposer

Date

I,

(Full name of Secunder)

a member of Belwest, second the nomination of the Applicant, who is personally
known to me, for membership of Belwest

.....

Signature of Secunder

Date

Appendix 2

FORM OF APPOINTMENT BY PROXY

I,
of,
being a member of Belwest hereby
appoint
of,
being a member of Belwest, as my proxy to vote on my behalf at the general
meeting/annual general meeting/special meeting (**strike out whichever is
inapplicable**) of Belwest to be held on

the day of 200..... and at
any adjournment of that meeting.

My proxy is authorised to vote in favour of/against (**delete as appropriate**) the
resolution (**insert details**).

Signed

Date