



The Doggies

St Paul's McKinnon Junior Football Club Incorporated

Inc No: A0043939Z (Affiliated SMJFL) ABN: 16 896 263 931

Constitution & Rules of Association

September 2022 AD

This Constitution & Rules of Association are as originally adopted at the 1999 AGM and again as adopted at a Special Meeting Held on 12 March 2003 and then as adopted at the Annual General Meeting held on 11 September 2016 and again as adopted at the Special General Meeting held on the 30 January 2020 and adopted in its current iteration at the 2022 AGM

Preface

The first rewrite of the Constitution & Rules of Association was prepared by Peter Atkinson with grateful assistance and guidance from our Club Life Member and Founder Mrs Margaret Mercer, for presentation to the 1999 Annual General Meeting held at the Club Rooms at noon on 3 October 1999, and it came into effect on 1st January 2000 AD.

A second re-write was adopted 12 March 2003 at a Special General Meeting.

A third re-write was presented and adopted by Club Members at the 2016 Annual General Meeting held on 11 September 2016.

A Fourth version was presented and adopted by Club Members at a Special General Meeting held on 30 September 2020.

This version was presented and adopted on 15th September 2023 by Club Members at the 2022 Annual General Meeting and came into effect from that date.

Acknowledgements

The original Constitution & Rules of Association was based on The Model Rules for an Incorporated Association as of 1st July 1998.

Amendments to the 'Associations Incorporation Act (1981), Schedule 5,' which were kindly produced and provided by the Office of Business Affairs, Department of Justice, Victoria.

Amendments to this Constitution

1995 AGM Name Change

From St Paul's Demons Junior football club to St Paul's McKinnon Junior football Club, to be known as the Demons.

1998 AGM Compliance with Amendments to the Act

Inclusion of 1st July 1998 Amendments to the Associations Incorporation Act Adoption of Rule 8, Disputes and Mediation.

1999 AGM Complete Rewrite (came into effect on 1st January 2000 AD)

Rewritten to comply with the Associations incorporation Act (1981) Schedule 5 Model Rules for An Incorporated Association' as at 1st July 1998 Amendments with particular regard to Rule 4, Membership.

2001 AGM Addition of an Under 19's team

Inclusion of an Under 19's team in the 2002 competition.

Page 7 Statement of Purpose, sub para d. add: Midgets, Under 9's through to Under 19's
Page 10 Para 4.3.1. C. add: except for Under 19's players.

2002 AGM Addition of New Jumper

Inclusion of a new jumper incorporating the original club colours.

Page 27 para 41.1 add new sub para c. A jumper combining the colours specified in Para 41.1 a. and b. above with the club logo positioned centrally on the front.

2003 Special Meeting - Readoption of this Constitution & Rules of Association

Page (i) cover add: as adopted at a Special Meeting Held on 12 March 2003.

Page (iii) preface add: readopted 12 March 2003 at a Special Meeting.

Page 7 note: readopted at a Special Meeting held on 12 March 2003.

2016 Annual General Meeting – Revision and update of this Constitution & Rules of Association

Outlined in Club Committee paper entitled “Proposed modifications to St Pauls McKinnon Junior Football Club Constitution” originally tabled September 2015 and put to the full membership of the Club at the 2016 AGM (see Addendum note).

2020 Special General Meeting – Proposed Brand Change for St Pauls McKinnon Junior Football Club to align with St Pauls McKinnon Football Netball Club

Outlined in Special General Meeting Agenda 2020 and supporting letter and proposed constitution changes to all members tabled 31st December 2019 and put to the full membership of the Club at the 2020 AGM (see Addendum note).

2022 Annual General Meeting – Proposed Constitution Change to rebrand to St Pauls McKinnon Junior Football Netball Club.

Outlined in 2022 Proposed Constitution Changes document distributed to all members and tabled on the 15th September 2022 at the AGM for voting.

Index

1. Name	6
2. Definitions, Meanings and Interpretations	6
3. Alteration of the Rules	6
4. Membership Qualification and Fees	6
5. Register of Members	9
6. Ceasing Membership	9
7. Discipline, Suspension and Expulsion of Members	9
8. Disputes and Mediation.....	11
9. Annual General Meeting	11
10. Special General Meetings	12
11. Special Business.....	12
12. Notice of General Meetings.....	13
13. Quorum at General Meetings	13
14. Presiding at General Meetings	13
15. Adjournment of Meetings	14
16. Voting at General Meetings.....	14
17. Poll at General Meetings.....	14
18. Manner of Determining Whether a Resolution is Carried.....	14
19. Proxies.....	15
20. Committee of Management.....	15
21. Officeholders.....	15
22. Ordinary Members of the Committee.....	16
23. Election of Executive and Ordinary Committee Members of the Club.....	16
24. Vacancies	17
25. Meetings of the Committee	17
26. Notice of Committee Meetings	17
27. Quorum for Committee Meetings	17
28. Presiding at Committee Meetings.....	18
29. Voting at Committee Meetings	18
30. Removal of a Committee Member.....	18
31. Committee Decisions, Actions and Conflicts of Interest.....	18
32. Accounts and Financial Management	19
33. Seal	19
34. Communication to Members	19
35. Winding Up	20
36. Custody of Records.....	20
37. Club Policies	20
38. Codes of Conduct	20
39. Player Payments.....	20
40. Club Colours and Emblems.....	20
41. Appointment of Coach Coordinator	21
42. Appointments of Team Officials.....	21
43. Affiliations	21

St Paul's McKinnon Junior Football Club Incorporated

Constitution & Rules of Association

Originally dated 1st January 2000 AD

Readopted 12 March 2003 AD

Revised and adopted 11 September 2016 AD

Revised and adopted 30 January 2020 AD

Revised and adopted 15 September 2020 AD

Note: All previous issues of the Constitution and Rules (as Amended) previously issued for the association known as St Paul's Junior football Club, St Paul's McKinnon Junior Football Club and/or St Paul's Doggies are hereby repealed and cancelled and are replaced by this revised Constitution & Rules which were presented at the Annual General Meeting held at the McKinnon Hotel at 7.00pm on 15 September 2022, to come into effect immediately.

Statement of Purpose

The purpose for which this incorporated body is established is to:

1. Promote and encourage Australian Rules Football and Netball in accordance with the rules and laws of the Australian Football League and Netball Australia and the rules and by-laws of our affiliated associations.
2. Provide for any and all the children from the local and surrounding area with the means and a venue to participate in a team sport activity in a family orientated community sporting club environment.
3. Nurture and encourage the social and physical development that emanate from playing a team sport in a club environment.
4. Host and support the coordination of an AFL affiliated Auskick Program and field Football and Netball teams in age groups ranging from U8's through to U18's.
5. Promote friendship, courtesy and sportsmanship in competition between players and other clubs, both local and interstate, who respect, encourage and enjoy similar social and sporting values.
6. Affiliate and/or associate with other bodies in the playing and advancement of football in Australia.
7. Uphold the Codes of Behaviour for club officials, players and parents as published from time to time by the Australian Football League, Australian Sports Commission, Netball Australia and Netball Victoria.

1. Name

The name of the incorporated body is 'St Paul's McKinnon Junior Football Netball Club Incorporated' and is 'to be known as 'St Paul's', 'St Paul's Doggies', and/or the 'Doggies'. In these Rules this association is called 'the Club' and its short name is referred to as 'St Paul's'.

2. Definitions, Meanings and Interpretations

2.1 **Definitions.** In these Rules, unless the contrary intention appears:

- a. The Act: means 'The Associations (Amendment) Act 1997' and Associations Incorporation Reform Act 2012.
- b. Regulations: means regulations under the Act as amended from time to time.
- c. Committee: means the 'Club Committee of Management'.
- d. Financial Year: means the year ending on 30 September each year.
- e. Members: means types of membership as defined in Rule 4.
- f. General Meeting: means a 'Special Meeting' or an 'Annual General Meeting' convened in accordance with Rule 12.
- g. Members Entitled to Vote: means members who are authorised by these Rules to vote at a 'Special Meeting' or 'Annual General Meeting'. Adult Members, Affiliated Members and Life Members as defined in Rule 4 are entitled to vote at such meetings.
- h. The League: means the South Metro Junior Football League (SMJFL), Kingston and Districts Netball Association (KDNA) or any other organisation with whom St Paul's enters teams to participate in a junior football or other sporting activity.
- i. Codes of Conduct: means the 'Codes of Conduct and/or 'Codes of Behaviour' produced for junior sport in Australia by the Australian Football League or Australian Sports Commission.
- j. Sports Club: means an incorporated body or cooperative established to negotiate with Local Government Authorities and to manage the facilities and interests of St Paul's Junior and St Paul's Senior Football Clubs for the mutual benefit of the members of both Clubs.
- k. Senior Club: means St Paul's McKinnon (Senior) Football Netball Club Inc.

2.2 **Meaning.** In the Act, Regulations and these Rules, a reference to the Secretary of an association is a reference to the Secretary of the Club. In any other case, the reference shall refer to the Public Officer of the Club.

2.3 **Interpretation.** Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act (As Amended) and the Act as in force from time to time.

3. Alteration of the Rules

These Rules and the statement of purposes of the Club must not be altered except in accordance with the Act.

4. Membership Qualification and Fees

4.1 Part A: General

4.1.1 A person who applies and is approved for membership as provided in these Rules is eligible to be a member of the Club on payment of the annual subscription

payable under these Rules.

- 4.1.2 A person who is not a member of the association at the time of the incorporation of the Club (or who was a member at that time but has ceased to be a member) must not be admitted to membership unless:
- a. The person applies for membership in accordance with these Rules.
 - b. The admission as a member is approved by the Committee.
- 4.1.3 An application by a person for membership of the Club must:
- a. Be made in writing by completing a Club Membership Application Form (available on the Club website) together with the necessary League registration documents.
 - b. Be lodged with the appropriate Team Manager and be approved by the Club Secretary.
- 4.1.4 As soon as practicable after the receipt of an application, the Secretary must refer the players League registration documents to the League Registrar for approval and the granting of a 'permit to play'.
- 4.1.5 The Committee may determine whether to approve or reject an application.
- 4.1.6 Period of Membership. Except for Life Members, club membership is an annual membership. Details are at Rule 4.8 Part C Fees.

4.2 Part B: Types of Membership

- 4.2.1 Membership Categories. Club Membership at St Paul's may take one of the following forms:
- a. Team Member
 - b. Life Member
 - c. Adult Member
 - d. Affiliated Member
 - e. Associate Member

4.3. Team Member

- 4.3.1 A Team Member is a Player who meets the following criteria:
- a. The player is listed as a 'Registered Player' with the SMJFL or KDNA and appears on the appropriate age SPMJFNC team list and/or the players name is listed on a clearance application form, interchange, block transfer, permit to play (or similar document) which authorises that player to participate as a player with a St Paul's team.
 - b. The player has lodged a current 'Club Membership Form' which has been approved and signed by their parent or guardian.
- 4.3.2 A Player will be deemed to be a financial team member and therefore eligible to participate in Club matches when the requirements of Rule 4.8 Part C Fees, have been complied with.

4.4 Life Member

- 4.4.1 A Life Member is a person who has demonstrated outstanding and dedicated service to the Club for at least five years typically in significant club roles such as coaching, executive roles on Committee, or in key support roles for a longer period and demonstrated and reinforced the behaviours described in the Club "Code of Conduct".
- 4.4.2 A Member may be nominated to be a Life Member by any other member. The Nomination is to be placed before the Club Committee of Management for endorsement by a two thirds majority of the Committee prior to the end of the football home and away season.

4.4.3 A Life Member is entitled to the same rights and privileges as an Adult Member and is entitled to vote at a Special Meeting and/or at an Annual General Meeting and may be nominated to be on the Club Committee of Management.

4.4.4 A life member is not required to pay any membership fees or annual subscription fees.

4.5 Adult Member

4.5.1 An Adult Member is a parent or guardian of a financial Player.

4.5.2 The parent or guardian shall remain an Adult Member provided the Player remains both a registered and financial Team Member at St Paul's.

4.5.3 An Adult Member is entitled to vote at a Special Meeting and/or at an Annual General Meeting and may be nominated to be on the Club Committee of Management.

4.5.4. Membership and voting rights of an Adult Member will terminate if:

- a. A Team Member for whom the Adult Member is a parent or guardian;
 - (i) Is or becomes unfinancial and/or
 - (ii) Is suspended for disciplinary reasons and/or
- b. The Adult Member for whatever reason, no longer has a Team Member playing with St Paul's (see also Rule 6).

4.6. Affiliated Member

4.6.1 An Affiliated Member will normally be an adult person who is not a parent or guardian of a player and who volunteers to assist in the operation and coordination of Club activities. Members who may meet this criteria could be (but are not limited to) coaches, trainers and/or other adult persons who may have a strong affiliation with the Club and may have previously had children playing in the Club.

4.6.2 Adults appointed to be Team Coaches who are not Adult Members are to be automatically deemed to be Affiliated Members for the season of their appointment.

4.6.3 An Affiliated Member has the full voting rights of Adult Membership and may (except for coaches) be nominated to be a member of the 'Club Committee of Management'.

4.6.4 Acceptance of a person as an Affiliated Member is to be approved by the 'Club Committee of Management'.

4.6.5 An Affiliated Member is not required to pay any membership fees.

4.7 Associate Member

4.7.1 An associated member is a person over the age of 18 years and who

- a. Is a past Team Member of St Paul's, and/or
- b. Is a member of the St Paul's McKinnon (Senior) Football Netball Club, and/or
- c. Is a member of the McKinnon Cricket Club, and/or
- d. Is a member of any other club or association or a person that the 'Club Committee of Management' may include from time to time, and/or
- e. On match days is an adult member or supporter of an opposing club or the league.

4.7.2 An associate member is not required to pay any membership fees and is not entitled to vote at any meeting or hold office on the 'Club Committee of Management'.

4.8 Part C Fees

- 4.8.1 Financial club membership is an annual membership that will commence on the Club's Registration Day (or on the date membership fees are paid) and will conclude twelve months from the Club's registration day.
- 4.8.2 A Player will be deemed to be a financial Team Member if the current years fees and charges (and any outstanding fees) are paid, and a receipt issued by no later than the Thirty First Day of May each year.
- 4.8.3 Player club membership fees are to be set annually by the Club Committee of Management at a Committee meeting held after the annual general meeting each year.
- 4.8.4 The Club Committee of Management may approve a discount of player membership fees if the fees are paid prior to the first match of the season.
- 4.8.5 The Club Committee of Management may waive or reduce fees for families experiencing hardship. Such situations are to be treated confidentially and players affected by this situation are deemed to be financial members of the Club.

5. Register of Members

The Secretary and/or Registration Secretary must keep and maintain a register of team members containing:

- a. The name, address and date of birth of each team member, and
- b. The date on which each team members name was entered in the register.

6. Ceasing Membership

- 6.1 A member of the Club who has paid all moneys due and payable as a member of the Club may resign from the Club by giving one month's notice in writing to the Secretary/Registration Secretary of his or her intention to resign.
- 6.2 After the expiry of the period referred to in Sub Rule 6.1 above:
 - a. The member ceases-to be a member, and
 - b. The Secretary/Registration Secretary must record in the register of members the date on which the member ceased to be a member.
- 6.3 Clearance to another Club: upon receipt of a team members 'clearance application form' whereby a team member requests transfer to another club, his/her 'St Paul's Team Membership' shall cease, and his parents/guardian's 'Adult Membership' shall also cease (unless other children remain team Members) on the date that the clearance form is signed by the Secretary or authorised Club official. A player's clearance to another club will not normally be granted unless all club property has been returned and/or paid for and all outstanding fees have been paid.
- 6.4 Termination and Suspension of Membership: The Club Committee of Management may suspend or terminate a player's team membership for misconduct. Refer to Rule 7.

7. Discipline, Suspension and Expulsion of Members

- 7.1 Subject to these Rules, if the Committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Club, the Committee

may by resolution:

- a. Fine the member an amount not exceeding \$100.00, or
- b. Cause the member to make good any damage or loss to property and/or pay the cost of making good any damage or loss to property and any associated costs for which the member is responsible.
- c. Suspend that member from membership of the Club for a specified period, or
- d. Expel the member from the Club.

7.2 A resolution of the Committee under Sub Rule 7.1 (above) does not take effect unless:

- a. At a meeting held in accordance with Sub Rule 7.3 (below) the Committee confirms the resolution, and
- b. If the member exercises a right of appeal to the Club under this Rule, the Club confirms the resolution in accordance with this Rule.

7.3 A meeting of the Committee to confirm or revoke a resolution passed under Sub Rule 7.1 (above) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with the requirements of Sub Rule 7.4 (below).

7.4 For the purpose of giving notice in accordance with Sub Rule 7.3 (above), the Secretary must, as soon as practicable cause to be given to the member a written notice:

- a. Setting out the resolution of the Committee and the grounds on which it is based, and
- b. Stating that the member, or his or her representative, may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member, and
- c. Stating the date, place and time of that meeting, and
- d. Informing the member that he or she may do one or both of the following:
 - (i). Attend that meeting, and/or
 - (ii). Give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution, and,
- e. Informing the member that, if at that meeting, the Committee confirms the resolution, he or she may not later than 48 hours after the meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Club at a general meeting against the resolution.

7.5 At a meeting of the Committee to confirm or revoke a resolution passed under Sub Rule 7.1 (above), the Committee must:

- a. Give the member, or his or her representative, an opportunity to be heard, and
- b. Give due consideration to any written statement submitted by the member, and
- c. Determine by resolution whether to confirm or to revoke the resolution.

7.6 If at the meeting of the Committee, the Committee confirms the resolution the member may, not later than 48 hours after the meeting, give to the Secretary a notice to the effect that he or she wishes to appeal to the Club in a general meeting against the resolution.

7.7 If the Secretary receives a notice under Sub Rule 7.6 (above), he or she must notify the Committee and the Committee must convene a general meeting of the Club to be held between 21 days and 28 days after the date on which the Secretary receives the notice.

7.8 At a general meeting of the Club convened under Sub Rule 7.7 (above):

- a. No business other than the question of the appeal may be conducted, and
- b. The Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution, and
- c. The member or his or her representative must be given the opportunity to be

heard, and

- d. The members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.

- 7.9 The resolution is confirmed if, at the general meeting, not less than two thirds of the members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

8. Disputes and Mediation

- 8.1 The grievance procedures set out in this Rule applies to disputes under these Rules between:
 - a. A member and another member, and/or
 - b. A member and the Club.
- 8.2 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.
- 8.3 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.
- 8.4 The mediator must be:
 - a. A person chosen by agreement between the parties, or
 - b. In the absence of agreement:
 - i. In the case of a dispute between a member and another member, a person appointed by the Committee of the Club; or
 - ii. In the case of a dispute between a member and the Club, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- 8.5 A member of the Club may be a mediator.
- 8.6 The mediator cannot be a member who is party to the dispute.
- 8.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 8.8 The mediator, in conducting the mediation, must:
 - a. Give the parties to the mediation process 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 to the dispute throughout the mediation process.
- 8.9 The mediator must not determine the dispute.
- 8.10 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 otherwise at law.

9. Annual General Meeting

- 9.1 The Committee may determine the date, time and place of the annual general meeting of the Club. The annual general meeting of the Club will be held each year after the conclusion of the football season and prior to the first day of December of

that year.

- 9.2 The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- 9.3 The ordinary business of the annual general meeting shall be:
 - a. To confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
 - b. To receive from the Committee reports upon the state and the transactions of the Club during the last preceding financial year; and
 - c. To elect officers of their Club and the ordinary members of the Committee.
- 9.4 The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

10. Special General Meetings

- 10.1 In addition to the annual general meeting, any other general meeting may be held in the same year.
- 10.2 All general meetings other than the annual general meeting are special general meetings.
- 10.3 The Committee may, whenever it thinks fit, convene a special meeting of the Club.
- 10.4 If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the Committee must convene a special general meeting before the expiration of that period.
- 10.5 The Committee must, on the request in writing of members representing not less than twenty percent of the total number of members entitled to vote in accordance with Rule 2.1.(e), convene a special general meeting of the Club.
- 10.6 The request for a special general meeting must:
 - a. State the objects of the meeting, and
 - b. Be signed by the members requesting the meeting, and
 - c. Be sent to the address of the Secretary.
- 10.7 If the Committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than three months after that date.
- 10.8 If a special general meeting is convened by members in accordance with this Rule, it must be convened by the Committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Club to the persons incurring the expenses.

11. Special Business

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the Rules as ordinary business of the annual general meeting, is deemed to be special business.

12. Notice of General Meetings

- 12.1 The Secretary of the Club, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Club, must cause to be sent to each member of the Club entitled to vote at a general meeting in accordance with Rule 2.1.(e), a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- 12.2 The notice may be sent:
 - a. By prepaid post to the address appearing in the register of members; or
 - b. If the member requests, by electronic mail transmission.
- 12.3 No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- 12.4 A member intending to bring any business before a general or special meeting must notify the Secretary in writing, or by electronic transmission, of that business 28 days prior to the date of the meeting so that the Secretary can include the nature of the business in a notice in accordance with Rule 12.1.

13. Quorum at General Meetings

- 13.1 No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- 13.2 Twenty (20) members personally present, being members entitled in accordance with Rule 2.1(e) to vote at a general meeting, constitute a quorum for the conduct of the business of a general meeting.
- 13.3 If after half an hour (30 minutes) after the appointed time for the commencement of a general meeting, a quorum is not present:
 - a. In the case of a meeting convened upon the request of members, the meeting must be dissolved.
 - b. In any other case, the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
- 13.4 If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present being not less than ten (10) shall be a quorum.

14. Presiding at General Meetings

- 14.1 The President or in the President's absence, the Vice President shall preside as chairperson at each general meeting of the Club.
- 14.2 If the President and Vice Presidents are absent from a general meeting, or are unable to preside, the members present must select one of their members to preside as Chairperson.

15. Adjournment of Meetings

- 15.1 The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- 15.2 No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- 15.3 If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with Rule 12.
- 15.4 Except as provided in Sub Rule 15.3 it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

16. Voting at General Meetings

- 16.1 Upon a question arising at a general meeting of the Club, a member has one vote only.
- 16.2 All votes must be given personally or by proxy.
- 16.3 In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- 16.4 A member authorised to vote at a general meeting is not entitled to vote at a general meeting unless all monies due and payable to the Club by the member have been paid.

17. Poll at General Meetings

- 17.1 If at a general meeting a poll on any question is demanded by not less than three members, it must be taken at that time in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- 17.2 A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

18. Manner of Determining Whether a Resolution is Carried

- 18.1 If a question arising at a general meeting of the Club is determined on a show of hands, a declaration by the Chairperson that a resolution has been:
 - a. Carried; or
 - b. Carried unanimously; or
 - c. Carried by a particular majority; or
 - d. Lost; and
 - e. An entry to that effect has been entered in the minute book of the Club, then such entry shall be evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

19. Proxies

- 19.1 Each member is entitled to appoint another member as a proxy by notice given to the Secretary not normally later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- 19.2 The notice appointing the proxy must be for any meeting of the club convened under sections 7, 9 or 10 in the form available on the Club website.

20. Committee of Management

- 20.1 The affairs of the Club shall be managed by the Committee of management.
- 20.2 The Committee shall control and manage the business and affairs of the Club, and may:
- a. Subject to these Rules, the Act, and the Regulations, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Club, and
 - b. Subject to these Rule, the Act and the Regulations, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club.

21. Officeholders

- 21.1 The Offices of the Club shall be referred to as the Executive Committee and shall consist of
- a. A President
 - b. A Vice President
 - c. A Treasurer
 - d. A Secretary
 - e. Other Executive roles as deemed necessary to support the running of the Club
- 21.2 The provisions of Rule 23 apply to the election of persons to any Committee position referred to in Rule 21.1.
- 21.3 Each officer of the Club shall hold office until the next annual general meeting after the date of his or her election but is eligible for re-election to the same position for a maximum of two (2) consecutive years only, after which time the officer must stand aside from that position unless otherwise agreed to by a majority of the Club Committee.
- 21.3 In the event of a casual vacancy in any position referred to in Rule 21.1, the Committee may appoint one of its members to the vacant position and the member appointed may continue in office up to, and including, the conclusion of the next annual general meeting following the date of the appointment.
- 21.4. Duties of Officers. The duties of Officers shall be as follows:
- a. President - The President shall preside at all meetings of the Club and Committees and shall see that business is conducted in a proper manner. In all matters the President shall have a deliberate vote and in case of an equality of votes, shall be entitled to also give a casting vote.
 - b. Vice President: in the absence of the president from any meeting the Vice President in attendance shall preside and conduct the business. In such cases, the Vice President shall have the same voting rights as the President.
 - c. Secretary:

- (1) Shall receive all correspondence and answer such questions as may be asked in accordance with these Rules.
 - (2) Shall keep all correspondence received and keep a copy of all letters sent.
 - (3) The Secretary / Registration Secretary shall keep and maintain a list of all Club Team Members (players) who are registered with the League. Such Register shall detail the full name, address, date of birth, etc., and date of entry of each Team Member. The register shall be available for inspection by members at the address of the Secretary, or Public Officer.
 - (4) The Common Seal of the League shall be kept in the custody of the Secretary. Refer to Rule 33.
 - (5) The Secretary shall keep in his or her custody or under his or her control all club records, books, documents and securities other than those documents that are required by the Treasurer. Refer to Rule 36.
 - (6) The Secretary shall keep the Committee informed of any changes and amendments to the Act.
- d. Treasurer: the Treasurers duties and responsibilities are detailed at Rule 32 Accounts and Financial Management.

21.5 Special Appointments

Where the Club is required to be represented at an affiliated League meeting, the President, Secretary, or Vice President of the Club would ordinarily be required to attend and vote on behalf of the Club on league matters. Otherwise, a specifically nominated Committee members may act as a proxies for the Club at such events.

22. Ordinary Members of the Committee

- 22.1 Subject to these Rules, each ordinary member of the Committee shall hold office until the next annual general meeting after the date of election but is eligible for re-election.
- 22.2 In the event of a casual vacancy occurring in the position of an ordinary member of the Committee, the Committee may appoint a financial adult member or associate member of the Club to fill the vacancy and the member appointed shall hold the position, subject to these Rules, until the conclusion of the next annual general meeting following the date of the appointment.
- 22.3 In addition to the number of Executive Committee Member positions specified in Rule 21.1 there shall be not less than six Ordinary Members of the Committee of Management.

23. Election of Executive and Ordinary Committee Members of the Club

- 23.1 Nominations of candidates for election of executive and/or ordinary members of the Committee of management of the Club should be:
 - a. Made in writing, signed by two financial members of the Club and be accompanied by the written consent of the candidate (which may be endorsed on the form of nomination), and
 - b. Delivered to the Secretary of the Club preferably two days prior to the date fixed for the holding of the annual general meeting.
- 23.2 A candidate may only be nominated for one position on the Committee prior to the annual general meeting.
- 23.3 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.

- 23.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 23.5 If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.
- 23.6 The ballot for the election of both executive and ordinary members of the Committee must be conducted at the annual general meeting in such manner as the Committee may direct.
- 23.7 If insufficient nominations to fill all positions on the Committee have been received by the Secretary prior to the commencement of the meeting, the returning officer chairing the meeting may call nominations from the floor.

24. Vacancies

- 24.1 The position of an executive member or an ordinary member of the Committee of the Club becomes vacant if the member of the Committee:
- a. Ceases to be a member of the Club, or
 - b. Becomes an insolvent under administration within the meaning of the Corporation Law, or
 - c. Resigns from the Committee by notice in writing given to the Secretary.

25. Meetings of the Committee

- 25.1 The Committee must meet not less than bi-monthly and should meet not less than monthly during the football season.
- 25.2 Special meetings of the Committee may be convened by the President, Secretary, or by any four members of the Committee.

26. Notice of Committee Meetings

- 26.1 A written schedule of planned Committee meetings for the season is to be prepared by the Secretary and is to be given to each member of the Committee at least two business days prior to the date of the first meeting.
- 26.2 Written notice must be given to each member of the Committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

27. Quorum for Committee Meetings

- 27.1 Any six (6) members of the Committee constitute a quorum for the conduct of the business of a Committee meeting of the Club.
- 27.2 No business may be conducted unless a quorum is present.
- 27.3 If within half an hour of the time appointed for the meeting a quorum is not present:
- a. In the case of a special meeting, the meeting lapses, and/or
 - b. In any other case, the meeting shall stand adjourned to the same place and the same time and day in the following week.

27.4 The Committee may act without regard to any vacancy on the Committee.

28. Presiding at Committee Meetings

At meetings of the Committee:

- a. The President or in the President's absence, the Vice President shall preside
- b. If the President and both the Vice Presidents are absent, or are unable to preside, the members present must choose one of their numbers to preside.

29. Voting at Committee Meetings

- 29.1 Questions arising at a meeting of the Committee, or at a meeting of any sub-Committee appointed by the Committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- 29.2 Each member present at a meeting of the Committee, or at a meeting of any sub-Committee appointed by the Committee (including the person presiding at the meeting), is entitled to vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

30. Removal of a Committee Member

- 30.1 The Club, in general meetings, may by resolution, remove any member of the Committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first mentioned member.
- 30.2 A member who is the subject of a proposed resolution referred to in Rule 30.1 above, may make representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and may request that the representations be provided to the members of the Club.
- 30.3 The Secretary or President may give a copy of the representations to each member of the Club or, if they are not so given, the member may require that they be read out at the meeting.

31. Committee Decisions, Actions and Conflicts of Interest

- 31.1 The Secretary of the Club must keep minutes of the resolutions and proceedings of each general meeting, special meeting and Committee meeting, together with a record of the names of persons present at the Committee meetings.
- 31.2 All members of the Committee are expected to operate and decide on Club matters in good faith and therefore are indemnified from any liability in the course of performing their duties as an office holder or ordinary Committee member.
- 31.3 Any Office Holder or Ordinary Committee Member who has an interest or relationship with a contract, proposed contractor, supplier or service provider to the Club shall declare such interest at any meeting in which such a contract or relationship is to be discussed and refrain from voting on any matter related to such contract or relationship.

32. Accounts and Financial Management

- 32.1 The Treasurer of the Club must:
- a. Collect, receive, receipt, and account for all Club monies received in the normal day to day running of the Club and deposit all monies belonging to the club into such Bank account as approved by the Club.
 - b. Issue and obtain receipts for all payments made to and from the Club.
 - c. Make all payments authorised by the Club Committee of Management.
 - d. Keep and maintain 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.
 - e. Prepare and submit a cash statement and balance sheet for presentation and approval by the Committee at the Club Committee Meeting held prior to the annual general meeting and furnish interim or periodical statements to the Committee whenever required to do so.
- 32.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by not less than two authorised members of the Club Committee of Management.
- 32.3 The funds of the Club shall be derived from annual player subscriptions, donations, grants, canteen sales, sponsorship payments and such other lawful sources as the Committee determines.
- 32.4 The Committee may direct the Treasurer to return to the Secretary, all club books, records, documents, cash monies and securities in the custody of the Treasurer. The Treasurer is to comply with such direction within 7 days.
- 32.5 The Committee shall cause accounts to be opened in the name of the Club with such financial institutions as it may think proper. Authorised individuals, primarily the Club Treasurer and President will be charged with responsibly administering the Club bank accounts.
- 32.6 The Club shall conduct an audit of accounts and the operational book-keeping records at least once every two to three years.
- 32.7 The Club Committee will adopt a prudent approach to financial management and investment for the Club, striving to achieve minimally an operational break-even position each financial year, unless significant investment in the infrastructure or assets of the Club is warranted and determined critical by the Committee. This goal should ordinarily allow the Club to re-invest revenue raised via subscription, association, canteen and bar sales to purchase and replenish equipment, furniture and other requirements.

33. Seal

- 33.1 The common seal of the Club must be kept in the custody of the Secretary.
- 33.2 The common seal must not be used or affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures either of two members of the Committee or, of one member of the Committee and the public officer of the Club.

34. Communication to Members

- 34.1 Except for the requirement in Rule 12, any notice that is required to be given to a

member, on behalf of the Club, under these Rules may be given by:

- a. Delivering the notice to players at training or any other time.
- b. Sending it by prepaid post addressed to the member at the member's address shown in the register of members.
- c. Electronic transmission, if the member has agreed that notice be given to him or her in this manner.

34.2 The Committee will publish throughout the season all relevant match day, policy, club strategy and operational information via newsletter and on Club website.

35. Winding Up

In the event of the winding up or the cancellation of the incorporation of the Club, the assets of the Club must be disposed of in accordance with the provisions of the Act.

36. Custody of Records

Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents, and securities of the Club.

37. Club Policies

The Committee of the day must review and publish Club policies and guidelines as deemed appropriate by the Committee and required by the AFL, Australian Sports Commission, and affiliated League. A separate Club Policies and Guidelines document will be made available on the Club website and will typically cover playing, health and safety, club registration and Codes of Conduct (member and Coaching) and other operational matters deemed appropriate for the effective running of the Club.

38. Codes of Conduct

The Club Committee of Management is to adopt codes of conduct for club officials, players, coaching staff, parents and supporters. Any club official, player, parent, supporter, coach or member who does not comply with the codes of conduct may be disciplined in accordance with the procedures outlined in Rule 7.

39. Player Payments

Under no circumstance is any player of St Paul's McKinnon Junior Football Netball Club (Inc) to receive any payment, reduction of fees, gratuity, or gift as an inducement to join, stay a member of, and/or play for the Club. Members who breach this Rule may be disciplined and their membership terminated, and they may be further disciplined in accordance with the procedures outlined in Rule 7.

40. Club Colours and Emblems

40.1 The registered club colours and football uniform with the SMJFL consisting of Guernsey (jumper), shorts and sock is as follows - a royal blue jumper, with a single red central stripe bordered by white strips and white trim around the neckline and red trim around the arms, with the club logo positioned centrally on the front of the jumper. White numbers on the back. Royal blue shorts and socks for home games and white shorts for away games.

The registered club colours and netball uniform with KDNA will be an A-line netball dress in St Pauls McKinnon colours in an asymmetrical pattern with the doggies logo on the neck line.

- 40.2 Club Logo. The logo is to consist of a Bulldog with a white body and a football jumper on the body.
- 40.3 Sponsors Logos. The Committee may approve team or club sponsors logo's to be affixed to club apparel in any one season upon payment of sponsorship payment.
- 40.4 The club colours and logo as described in 40.1 and 40.2 are to be maintained by the Club and can only be changed or altered by a motion passed at a Special General Meeting as convened and outlined in Section 10.
- 40.4 The Committee of the day may at its discretion and by virtue of sourcing requirements may amend slightly the club colours for off-field merchandise and apparel, and if by necessity match day attire, but must use all best endeavours to match playing attire with the specified colours above.

41. Appointment of Coach Coordinator

The Committee may at their discretion and judgement wish to appoint a paid or non-paid Coach Coordinator role for the following season. The oversight and management of the effectiveness and impact of role is to be provided by the Club's Football Department and be based on appropriate and documentation (e.g. position description and objectives that will enable the Committee to assess the success of the role annually – or as appropriate to the appointment period).

42. Appointments of Team Officials

- 42.1 Coach Appointment Panel: the Committee is to appoint a 'Coach Appointment Panel' prior to or immediately after the Annual General Meeting each year. The Panel is to be led by the Coaching Coordinator if such an appointment has been made, otherwise will be made up of members of the Club's Football Department and other invited Adult Members.
- 42.2 The role of the Panel is to interview applicants for team coaching positions for the following season. The Committee shall provide guidance to the Panel on the qualities and capabilities of Coaches being sought by the Club. The Panel is to interview applicants for coaching positions and is to recommend to the Committee the names of the selected team coaches for the following year.
- 42.3 Team managers: the Committee is to support each team with recruiting team managers for each St Paul's team. The team manager is to be the official club representative at a match and is to be responsible to the Football Department within the Club Committee for the day to day management of a St Paul's team. The Committee and Football Department are to provide instructions for the guidance of team managers.

43. Affiliations

St Paul's is affiliated with the following organisations:

- a. St Paul's McKinnon (Senior) Football Netball Club since inception, and
- b. The South Metro Junior Football League since 2012 (previously the Moorabbin Saints Junior Football League since 1989).
- c. Kingston and Districts Netball Association (KDNA) since 2022.

End.