

**RULES OF ASSOCIATION**

**EST: NOV 2013**

1. **NAME OF ASSOCIATION**

The name of the Association is as follows:

**South East United Football Club Inc.**

1. **INTERPRETATION**

In these rules:

*"Act"* means the Associations Incorporation Act 1964;

*“AGM”* means the Association’s Annual General Meeting;

*"Association"* means the association referred to in rule 1;

*"Auditor"* means the person appointed as the auditor of the Association under rule 9;

*"Basic objects of the Association"* means the objects and purposes of the Association as stated in an application under section 7 of the Act for the incorporation of that Association;

*"Committee"* means a committee as defined by the Act;

*"Executive Committee"* means office bearers;

*“FFA”* means Football Federation Australia;

*“FT”* means Football Tasmania;

*"General meeting"* includes:

1. the annual general meeting; and
2. any special general meeting;

*"Ordinary business of the annual general meeting"* means the business specified in rule 11(5);

*"Ordinary committee member"* means a member of the committee to whom Rule 20(1)(b) relates;

*"Special general meeting"* means any general meeting other than the annual general meeting.

1. **ASSOCIATION'S OFFICE**
	1. The office of the Association will be at Pembroke Park, Sorell, Tas 7172, until the Association has developed otherwise.
	2. Where a physical street address is required, it shall be 17 First Avenue, Midway Point, Tas 7171, until the Association has developed otherwise.
	3. The postal address of the Association will be P. O. Box 209, Sorell, Tas 7172.
	4. The Association’s founding officer bearers are:
2. President – Antony Appleby
3. Vice President – to be appointed
4. Treasurer – Melinda Reed
5. Secretary – Jude Vienna-Hallam.
6. Public and Media Officer – to be appointed
7. Grants, Sponsorship and Funding Officer – to be appointed
8. Technical Director – Glyn Jenkins
9. General Committee – Dale Cunningham, Andy Rhodes, Jess Radford, Glen Jenkins and Jane Jenkins.

Note: Where a position is unfilled, the Association must determine an office bearer or officer bearers to undertake those duties.

The Association’s office bearer positions and general committee membership will be reviewed at the AGM each year.

1. **OBJECTS AND PURPOSES OF ASSOCIATION**

The objects and purposes of the Association include the following:

* 1. The Object is to:
1. undertake the basic objects of the Association as set out in the *Interpretation*; and
2. develop the Association so that it is able to nominate teams in all male and female age groups of FT winter competition.
	1. The Purpose is:
3. to develop and promote football within the South East region of Tasmania at a Club that is friendly, welcoming, inclusive and which provides the opportunity for people of all ages and abilities to play football in a fun, healthy, non-biased and safe environment, through empowerment filled with encouragement, support, sportsmanship and community interaction;
4. to provide coaching and give the opportunity to persons who are interested in coaching or managing to gain relevant training and certification in line with the FFA vision; and
5. to build affiliations with other sporting groups, associations and community organisations throughout Tasmania.

1. **MEMBERSHIP OF ASSOCIATION**
	1. Membership of the Association is automatic for players (and their guardians) who register for the playing season. If the player is not registered for the current season, then that membership will expire. Membership of the Association is also automatic for coaches, team managers, elected committee members and volunteer assistants.
	2. To formally become a new member of the Association, the player must submit a registration form and the pay the registration fees in full.
	3. A person:
2. Becomes a member of the Association when his or her name is entered in the register of members; and
3. Ceases to be a member of the Association when his or her name is removed from the register of members.
	1. Any right, privilege or obligation of a person as a member of the Association:
4. Is not capable of being transferred or transmitted to another person; and
5. Terminates on the cessation of the membership.
	1. If the Association is wound up:
6. Every member of the Association; and
7. Every person who, within the period of 12 months immediately preceding the commencement of the winding up, was a member of the Association

is liable to contribute:

1. to the assets of the Association for payment of the debts or liabilities of the Association; and
2. for the costs, charges and expenses of the winding up; and
3. for the adjustment of the rights of the contributories among themselves.
	1. Any liability under sub rule 5.5 is not to exceed $1.
	2. A former member is not liable to contribute under sub rule 5.5 in respect of any debt or liability of the Association contracted after he or she ceased to be a member.
4. **INCOME AND PROPERTY OF ASSOCIATION**

6.1 The income and property of the Association shall be applied solely towards in furtherance of the purposes and objects of the Association, and no portion shall be distributed directly or indirectly to the members of the Association, except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

6.2 In the event of the organisation being dissolved, all assets that remain after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes, which is charitable at law and which has rules prohibiting the distribution of its assets and income to its members.

1. **ACCOUNTS OF RECEIPTS AND EXPENDITURE**
	1. True accounts are to be kept of:
2. all money received and expended by the Association and the matter in respect of which the receipt or expenditure takes place; and
3. the property, credits and liabilities of the Association.
	1. The accounts are to be open to inspection by the members of the Association subject to any reasonable restrictions as to time and manner of inspecting that the Association may impose.
	2. The treasurer of the Association is to keep all general records, accounting books and records of receipts and expenditure connected with the operations and business of the Association in the form and manner the committee directs.
	3. The accounts, books and records are to be kept at the Association's office or at any other place the committee decides.
4. **BANKING AND FINANCE**
	1. The treasurer of the Association, on behalf of the Association, is to:
5. receive all money paid to the Association; and
6. immediately after the receipt issue official receipts.
	1. The committee is to select, open and hold an account, with any bank, building society or credit union, in the name of the Association, into which all money received, is to be paid as soon as possible after receipt.
	2. The committee may:

(a) receive from the Association's financial institution the cheques drawn by the Association on any of its accounts with the financial institution; and

(b) release and indemnify the financial institution from and against all claims, actions, suits or demands that may be brought against the financial institution arising directly or indirectly out of those cheques.

* 1. Except with the authority of the committee, a payment of any sum exceeding $50 is not to be made from the funds of the Association, otherwise than by cheque drawn on the Association's account. Electronic purchases can be made with the authorisation of the committee via an Australian post credit card purchased for that amount at a cost of $6.95.
	2. The committee may provide the treasurer, or another committee member, with a sum to meet urgent expenditure, subject to any conditions in relation to the use and expenditure the committee may impose.
	3. Cheques are not to be drawn on the Association's account except for the payment of expenditure that has been authorised by the committee.
	4. The Treasurer and President will always be the principle signatories required to authorise the Associations cheques, drafts, bills of exchange, promissory notes and other negotiable instruments. The Executive Committee can however nominate other signatories in addition as the Executive Committee sees fit.
1. **AUDITOR**
	1. At each annual general meeting of the Association, the members present are to appoint a person as the auditor of the Association and to provide an annual return no longer than three months after the end of the financial year.
	2. The auditor is to hold office until the annual general meeting next after that at which he or she is appointed and is eligible for re-appointment.
	3. If an appointment is not made at an annual general meeting, the committee is to appoint an auditor for the current financial year of the Association.
	4. The auditor may only be removed from office by special resolution.
	5. If a casual vacancy occurs in the office of auditor during the course of a financial year of the Association, the committee may appoint a person as the auditor to hold office until the next succeeding annual general meeting.
2. **AUDIT OF ACCOUNTS**
	1. The auditor is to examine the accounts of the Association at least once in each financial year of the Association.
	2. The auditor is to:
3. Certify as to the correctness of the accounts of the Association; and
4. Provide a report to be tabled at the annual general meeting.
	1. In the report and in certifying to the accounts, the auditor is to state if:
5. he or she has obtained the required information; and
6. in his or her opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Association:
7. according to the information at his or her disposal and the explanations given; and
8. as shown by the books of the Association; and
9. (c) the rules relating to the administration of the funds of the Association have been observed.
	1. The public officer of the Association is to cause to be delivered to the auditor a list of all the accounts, books and records of the Association.
	2. The auditor may –

(a) have access to the accounts, books, records, vouchers and documents of the Association; and

(b) require from the servants of the Association any information and explanations he or she considers necessary for the performance of the duties as auditor; and

(c) employ persons to assist in investigating the accounts of the Association; and

(d) in relation to the accounts of the Association, examine any member of the committee or any servant of the Association.

1. **ANNUAL GENERAL MEETING**
	1. The Association is to hold an annual general meeting each year.
	2. The annual general meeting is to be held on any day (being not later than 6 months after the close of the financial year of the Association) the committee determines.
	3. The annual general meeting is to be in addition to any other general meetings that may be held in the same year.
	4. The notice convening the annual general meeting is to specify the purpose of the meeting.
	5. The ordinary business of the annual general meeting is to be as follows:
2. to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
3. to receive from the committee, auditor and servants of the Association reports on the transactions of the Association during the last preceding financial year;
4. to elect the officers of the Association and the ordinary committee members; and
5. to appoint the auditor and set the auditor’s fee.
	1. The annual general meeting may transact special business of which notice is given in accordance with these rules.
	2. A quorum for the annual general meeting requires seven members, including at least three Executive Committee members.
6. **SPECIAL GENERAL MEETINGS**
	1. The committee may convene a special general meeting of the Association at any time.
	2. On the requisition in writing of at of all members requesting a special general meeting, then the Executive Committee must hold one.
	3. requisition for a special general meeting:–
7. is to state the objects of the meeting; and
8. is to be signed by the requesters and
9. is to be deposited at the office of the Association; and
10. may, consist of several documents, each signed by one or more of the requesters.
	1. If the committee does not cause a special general meeting to be held within 21 days from the day on which a requisition is deposited at the office of the Association, the requesters, or any of them, may convene the meeting within 3 months from the day of the deposit of the requisition.
	2. A special general meeting convened by requesters is to be convened in the same manner as nearly as possible as meetings are convened by the committee.
	3. All reasonable expenses incurred by requesters in convening a special general meeting are to be refunded by the Association.
	4. A quorum for a special general meeting requires seven members, including at least three members of the Executive Committee.
11. **NOTICES OF MEETINGS**

The Executive Committee must provide at least fourteen (14) days’ notice of an Annual General or Special General Meeting of the Association. Evidence that adequate notification steps have in fact taken place is sufficient; notice does not need to be advertised in the local press. General Meetings must provide at least three (3) days’ notice.

1. **BUSINESS AND QUORUM AT GENERAL MEETINGS**
	1. All business at a general meeting, except the ordinary business of the annual general meeting (see Rule 11 , Sub-rule 5), is special business.
	2. Business is not to be transacted at a general meeting unless a quorum of members entitled to vote is present at the time the meeting is considering that business.
	3. A quorum for the transaction of the business of a general meeting requires seven members, including at least three members of the Executive Committee. This may be incorporated via multimedia means such as video conferencing, email, phone, or texting.
	4. If a quorum is not present one hour after the appointed time for the commencement of a general meeting, the meeting:
2. if convened on the requisition of members, is to be dissolved; or
3. in any other case, is to be adjourned to the same day in the next week at the same time at the same place.
	1. If at an adjourned meeting a quorum is not present one hour after the time appointed for the commencement of the meeting, the meeting is to be dissolved.
	2. The chairperson, by written notice or at the time of the adjournment, may specify another place to which a meeting is to be adjourned.
4. **PRESIDENT TO PRESIDE AT GENERAL MEETINGS**
	1. The president, or in his or her absence the vice-president, is to preside as chairperson at every general meeting of the Association.
	2. If the president and vice-president are absent from a general meeting, the members present are to elect one of their number to preside as chairperson.
5. **ADJOURNMENT OF GENERAL MEETINGS**
	1. The chairperson of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
	2. If a meeting is adjourned for 14 days or more, the notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.
	3. It is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
6. **VOTES**
	1. At any Executive, Special or Annual General, General or sub-committee meeting of the Association, each member present will be allowed one vote, with the chairman exercising the casting vote if required.
	2. The vote is to be determined on a show of hands or a verbal acknowledgement.
	3. A declaration by the chairperson that a resolution has, on a show of hands, been carried, or carried unanimously, or carried by a particular majority, or lost, and an entry to that effect in the minute book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
7. **AFFAIRS OF ASSOCIATION TO BE MANAGED BY A COMMITTEE**
	1. The affairs of the Association are to be managed by the Executive Committee of management constituted as provided in rule 20.
	2. The committee –
8. is to control and manage the business and affairs of the Association; and
9. may exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by these rules to be exercised by general meetings of members of the Association; and
10. has power to do anything that appears to the committee to be essential for the proper management of the business and affairs of the Association.
11. **OFFICERS OF THE ASSOCIATION**
	1. The officers of the Association are as follows:
12. a president;
13. vice-president;
14. a treasurer;
15. a secretary.
	1. The provisions of rule 21(2), (3) and (4), so far as they are applicable and with the necessary modifications, apply in relation to the election of persons to any of the offices referred to in sub rule 19.1.
	2. Each officer of the Association is to hold office until the annual general meeting next after the date of election and is eligible for re-election.
	3. If a casual vacancy in any office referred to in sub rule (1) if this occurs, the committee may appoint one of its members to the vacant office, to hold the office up to and including the conclusion of the annual general meeting next following the date of the appointment.
16. **CONSTITUTION OF THE EXECUTIVE COMMITTEE**
	1. The executive committee consists of the following members elected at the annual general meeting of the Association in each year:
	2. The officers of the Association;
	3. up to 4 other members.
	4. An ordinary committee member is to hold office until the annual general meeting next after the date of election, and is eligible for re-election.
	5. If a casual vacancy occurs in the office of ordinary committee member, the committee may appoint a member of the Association to fill the vacancy until the conclusion of the annual general meeting next following the date of the appointment.
17. **ELECTION OF NUMBERS OF COMMITTEE**
	1. Notification of the meeting dates of sub-committees at a prior sub-committee meeting is sufficient. Notification of the first meeting date though is the responsibility of the Executive Committee. Nominations of candidates for election as officers of the Association can be made at the Annual General Meeting by a simple show of hands. The form of ballot, if required, will be determined by the immediate outgoing Executive Committee.
	2. If insufficient nominations are received to fill all vacancies on the committee:
	3. the candidates nominated are taken to be elected; and
	4. further nominations are to be received at the meeting.
	5. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
	6. If the number of nominations exceeds the number of vacancies to be filled, a ballot is to be held.
	7. The ballot for the election of officers and ordinary committee members is to be conducted at the annual general meeting in the usual manner as directed by the committee.
18. **VACATION OF OFFICE**

For the purpose of these rules, the office of an officer of the Association or of an ordinary committee member becomes vacant if the officer or committee member –

1. dies; or
2. becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his or her creditors, or makes any assignment of his or her estate for their benefit; or
3. becomes of unsound mind; or
4. resigns office in writing addressed to the committee; or
5. ceases to be resident in the State; or
6. fails, without leave granted by the committee, to attend 3 consecutive meetings of the committee; or
7. ceases to be a member of the Association.
8. **MEETINGS OF THE COMMITTEE AND OF SUBCOMMITTEES**
	1. The committee is to meet as required at any place and time the committee determines.
	2. Special meetings of the committee may be convened by the president or any 4 of its members.
	3. Notice is to be given to members of the committee of any special meeting, specifying the general nature of the business to be transacted, and no other business is to be transacted at such a meeting.
	4. At a committee meeting, six members including at least four Executive Committee members will form a quorum. This also be achieved via multimedia such as skype, phone, text or email.
	5. Business is not to be transacted unless a quorum is present.
	6. If half an hour after the time appointed for the meeting a quorum is not present, the meeting is to be adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it is to be dissolved.
	7. At a meeting of the committee, the following is to preside:
9. the president, or in his or her absence the vice-president, or in the absence of both the president and the vice-president, the secretary;
10. if the president and the vice-president is absent, any one of the remaining members of the committee as may be chosen by the members present.
	1. Any question arising at a meeting of the committee or of any subcommittee appointed by the committee is to be determined:
11. on a show of hands; or
12. if demanded by a member, by a poll taken in any manner the person presiding at the meeting determines.
	1. Each member present at a meeting of the committee or of any subcommittee appointed by the committee (including the person presiding at the meeting) is entitled to one vote.
	2. If there is an equality of votes on any question, the person presiding has a second or casting vote.
	3. Written notice of each committee meeting is to be served on each member of the committee by:
	4. delivering it at a reasonable time before the meeting; or
	5. sending it by post in a prepaid envelope addressed to his or her usual or last-known address in time to reach him or her in due course of post before the date of the meeting.
	6. At any meeting of the Association, any member or past member is allowed to attend and contribute to the discussion or part of any sub-committee or perform any task which is assigned by the Executive Committee.
	7. The Chairmanship of a subcommittee meeting is a matter for the subcommittee to determine at its first meeting.
	8. Notification of the meeting dates of sub-committees at a prior sub-committee meeting is sufficient. Notification of the first meeting date though is the responsibility of the Executive Committee.
13. **DISCLOSURE OF INTEREST IN CONTRACTS**
	1. A member of the committee who is interested in any contract or arrangement made or proposed to be made with the Association is to disclose the interest:
	2. at the first meeting of the committee at which the contract or arrangement is first taken into consideration, if the interest then exists; or
	3. in any other case, at the first meeting of the committee after the acquisition of the interest.
	4. If a member of the committee becomes interested in a contract or arrangement after it is made or entered into, he or she is to disclose the interest at the first meeting of the committee after he or she becomes so interested.
	5. A member of the committee is not to vote as a member of the committee in respect of any contract or arrangement in which he or she is interested and any such vote is not to be counted.
14. **SUBCOMMITTEES**
	1. The committee may:
	2. appoint a subcommittee from the committee; and key person of knowledge or involvement.
	3. prescribe the powers and functions of that subcommittee.
	4. The committee may co-opt any person as a member of a subcommittee without voting rights, whether or not the person is a member of the Association.
	5. The Executive Committee will determine what constitutes a quorum at a subcommittee meeting.
	6. The executive committee should agree to appoint key persons of the committee to represent the committee is to convene meetings of a subcommittee.
	7. Written notice of each subcommittee meeting is to be served on each member of the subcommittee by –
	8. delivering it at a reasonable time before the meeting; or
	9. by sending it by post in a prepaid envelope addressed to his or her usual or last-known address in time to reach him or her in due course of post before the date of the meeting; or
	10. by emailing it to the member’s email address.
15. **EXECUTIVE COMMITTEE**
	1. The president, the vice-president, the treasurer and the secretary constitute the Executive Committee.
	2. The Executive Committee may issue instructions to the public officer and the servants of the Association in matters of urgency connected with the management of the affairs of the Association during the period between meetings of the committee.
	3. The Executive Committee is to report on any instructions issued under sub rule 26.2 to the next meeting of the committee.
16. **ANNUAL REGISTRATION FEES**
	1. The annual registration fee to the Association will be determined by the Executive Committee. It will be in a form decided on by the Executive Committee and be payable by a date decided on by the Executive Committee.
	2. The Executive Committee must always give sufficient notice of the registration fee to the players.
	3. The registration fee is due and payable on or before the first roster game.
17. **FINANCIAL YEAR**

The financial year of the Association is the period beginning on July the first (1st) in one year and ending on the thirtieth (30th) of June the following year.

1. **NOTICES**

A notice may be served by or on behalf of the Association on any member –

* 1. personally; or
	2. by sending it through the post in a prepaid envelope addressed to the member at his or her usual or last-known address; or
	3. by emailing it to the member’s email address.
1. **EXPULSION OF MEMBERS**
	1. The committee may expel a member from the Association if, in the opinion of the committee, the member is guilty of conduct detrimental to the interests of the Association.
	2. The expulsion of a member under sub rule (1) does not take effect until whichever of the following is the later date:
	3. the expiration of 14 days after the service on the member of a notice under sub rule (3);
	4. if the member exercises his right of appeal under this rule, the conclusion of the special general meeting convened to hear the appeal.
	5. If the committee expels a member from the Association, the public officer of the Association, without undue delay, is to cause to be served on the member a notice in writing:
	6. stating that the committee has expelled the member; and
	7. specifying the grounds for the expulsion; and
	8. informing the member of a right to appeal against the expulsion under rule 34.
2. **APPEAL AGAINST EXPULSION**
	1. A member may appeal against an expulsion under rule 30 by delivering or sending by post to the public officer of the Association, within 14 days after the service of a notice under rule 30(3), a requisition in writing demanding the convening of a special general meeting for the purpose of hearing the appeal.
	2. On receipt of a requisition:
	3. the public officer is to immediately notify the committee of its receipt; and
	4. the committee is to cause a special general meeting of members to be held within 21 days after the date on which the requisition is received.
	5. At a special general meeting convened for the purpose of this rule:
	6. no business other than the question of the expulsion is to be transacted; and
	7. the committee may place before the meeting details of the grounds of the expulsion and the committee's reasons for the expulsion; and
	8. the expelled member is to be given an opportunity to be heard; and
	9. the members present are to vote by secret ballot on the question whether the expulsion should be lifted or confirmed.
	10. If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion:
	11. the expulsion is to be taken to have been lifted; an
	12. the expelled member is entitled to continue as a member of the Association.
	13. If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion:
	14. the expulsion takes effect; and
	15. the expelled member ceases to be a member of the Association.
3. **DISPUTES**
	1. A dispute between a member of the Association in the capacity as a member and the Association is to be determined by arbitration in accordance with the provisions of the *Commercial Arbitration Act 1986.*
	2. This rule does not affect the operation of rule 31.
4. **SEAL OF ASSOCIATION**
	1. The seal of the Association is to be in the form of a rubber stamp, inscribed with the name of the Association encircling the word "Seal".
	2. The seal of the Association is not to be affixed to any instrument except by the authority of the committee.
	3. The affixing of the seal is to be attested by the signatures of –
	4. two members of the committee; or
	5. one member of the committee and the public officer of the Association or any other person the committee may appoint for that purpose.
	6. Attestation under subrule (3) is sufficient for all purposes that the seal was affixed by authority of the committee.
	7. The seal is to remain in the custody of the public officer.
	8. The seal is to be displayed and numbered in accordance with the *Rules Publica.*
5. **FFA and FT Code of Conduct.**
	1. All members are obligated to abide by the Code of Conduct statement under the FFA and FT regulations.
	2. Breaching these rules may lead to immediately expulsion and or prosecution by law.