

CONSTITUTION OF THE YASS RUGBY UNION CLUB Inc.

(2017)

1.0 NAME:

The name of the Club is Yass Rugby Union Club Inc. hereinafter referred to as the "Club"

2.0 OBJECTS:

The objects of the Club are to:

- 2.1 promote and encourage the playing of rugby union in the local area.
- 2.2 promote and develop the necessary skills of the game and a sense of sportsmanship and fair play.
- 2.3 provide the facilities and infrastructure which allows for continued participation in rugby union.
- 2.4 increase community based participation in rugby union and the Club.
- 2.5 affiliate and otherwise liaise with the Australian Capital Territory Rugby Union Inc. and adopt their rule and policy frameworks to further these objects.
- 2.6 promote and develop a code of conduct in relation to expectations regarding behaviour during matches and at Club events.

3.0 ATTAINING OBJECTS:

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

4.0 PROPERTY OF THE CLUB:

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

5.0 POWERS OF THE CLUB:

Solely for furthering the Objects, the Club has, in addition to the rights, powers and privileges conferred on it under section 25 of the Act, the legal capacity and powers of a company as set out under section 124 of the Corporations Act 2001 (Cth).

- 5.1 To acquire, hold, deal with, and dispose of any real or personal property;

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

6.0 MEMBERSHIP:

- 6.1 Membership shall be open to any person who wishes to further the interests of the Club.
- 6.2 Any person seeking membership shall make application to the Executive Committee, and the Executive Committee shall determine whether the application is successful or not.
- 6.3 Each person admitted to membership shall be;
 - 6.3.1 Bound by the Constitution, By-laws and Code of Conduct of the Club.
 - 6.3.2 Come liable for such fees and subscriptions as may be fixed by the Club.
 - 6.3.3 Entitled to all advantages and privileges of membership.
- 6.4 Membership Categories:

6.4.1 ORDINARY MEMBER

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

6.4.2 SOCIAL MEMBER

Persons other than ordinary members who are interested in promoting the Club, but who do not wish to participate in the playing activities of the Club, may become a Social Member.

6.4.3 JUNIOR MEMBER

Any person under the age of 18 years may become a Junior Member. Junior Members shall have no voting rights nor be entitled to hold any office.

6.4.4 LIFE MEMBER

The Executive Committee may elect any member who has given outstanding service to the Club. Any member may nominate a person to the Executive Committee for consideration for Life Membership.

6.4.5 PATRON

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

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

6.6 A financial member may at any reasonable time inspect the records and documents of the Club.

7.0 SUBSCRIPTIONS:

7.1 The annual membership subscription (if any) and any fees or other levies payable by Members to the Club and the time for and manner of payment shall be as determined by the Executive Committee.

8.0 TERMINATION OF MEMBERSHIP:

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

8.1.1 Resignation

8.1.2 Expulsion

8.1.3 A Member's annual membership fee remains unpaid after 12 months falling due;

8.2 The Executive Committee shall have the power to suspend or expel any member of the Club for:

8.2.1 Any of the events in Item 8.1

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

8.2.3 Breach of any rule, regulation or by-law of the Club and

8.2.4 Any act detrimental to the Club.

After having undertaken due inquiry.

8.3 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final.

9.0 EXECUTIVE COMMITTEE:

N.B i) Committee persons are sometimes referred to as Office Bearers.

ii) The main Office Bearers are often referred to as the Executive Committee.

9.1 Management of the Association shall be vested in the Executive Committee elected by the members at the Annual General Meeting and consisting of;

9.1.1 President

9.1.2 Vice President

9.1.3 Secretary

9.1.4 Treasurer

9.1.5 A minimum of three (3) Executive Committee Members

9.2 No person shall hold more than one position on the Executive Committee at any one time. A person shall cease to be a member of the Executive Committee at the conclusion of the Annual General Meeting which follows his/her election and he/she will be eligible for re-election.

9.3 A quorum of the Executive Committee shall be half of its members plus one (1).

9.4 If the President or Vice President is unable to attend a meeting, then a chairperson nominated by the meeting shall chair that meeting.

9.5 The office of an Executive Committee member becomes vacant if the member:

a) dies.

b) becomes bankrupt or makes any arrangement or composition with his creditors generally.

c) becomes of unsound mind or a person whose person or estate is liable to be dealt with in anyway under the law relating to mental health

d) resigns his office in writing to the Club

e) is absent without the consent of the President from meetings of the Executive Committee held during a period of six months

- f) is directly or indirectly interested in any contract or proposed contract with the Club and fails to declare the nature of that interest
- g) in the opinion of the Board (but subject always to this Constitution):
 - (i) has acted in a manner unbecoming or prejudicial to the Objects and interests of the Club
 - (ii) has brought the Club into disrepute
- h) is removed by Special Resolution; or
- i) would otherwise be prohibited from being a director of a corporation under the Corporations Act 2001 (Cth.).

10.0 POWERS OF THE EXECUTIVE COMMITTEE:

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

11.0 AUDITOR:

- 11.1 The Annual General Meeting shall elect or appoint an Auditor or Auditors.
- 11.2 The Auditor/s shall examine and audit all the books and accounts of the Club annually, and have the power to call for all books, papers, accounts, receipts etc., of the Club and report thereon to the Annual General Meeting.

12.0 GENERAL MEETINGS:

12.1 Annual General Meeting

12.1.1 The Annual General Meeting of the Club must be held within four (4) months of the end of the Club's financial year.

12.1.2 The Secretary shall give at least fourteen (14) days notice of the date of the Annual General Meeting to members.

12.1.3 All financial members may attend the Annual General Meeting.

12.1.4 The quorum at the Annual General Meeting, shall be a minimum of seven (7) members. If, at the end of thirty (30) minutes after the time appointed in the notice for the opening of the Meeting, there be no quorum the meeting shall stand and adjourn for one week. If at such meeting there is no quorum those members present shall be competent to discharge the business of the meeting.

12.1.5 The agenda for an Annual General Meeting shall be;

- Opening of Meeting
- Apologies
- Confirmation of Minutes of previous Annual General Meeting
- Presentation of the President's report
- Presentation of the Annual Financial statements
- Election of New Executive and appointment of Auditor
- Vote of thanks to outgoing Executive
- Determination of Annual Membership Fee
- Notice/s of Motion
- Urgent general business
- Closure

12.2 General Meetings

12.2.1 General Meetings may be called by the Executive Committee or at the request of the President and Secretary or on the written request of five (5) members of the Club.

12.2.2 The Secretary shall give at least seven (7) days notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.

12.2.3 The quorum at the General Meeting shall be a minimum of seven (7) members.

13.0 VOTING:

13.1 Voting powers at the Annual General Meeting and General Meetings:

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

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

13.1.3 Each Life Member present shall have one (1) vote.

13.2 Voting powers at Executive Committee Meetings;

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

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

14.0 FINANCE:

14.1 All funds of the Club shall be deposited into the Club's accounts at such bank or recognised financial institution as the Executive Committee may determine.

14.2 All accounts due by the Club shall be paid by cheque or electronic transfer after having being passed for payment at the Executive Committee Meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Executive Committee Meeting.

14.3 The Treasurer shall not spend more than a set amount of Petty Cash without the consent of the Executive Committee, and shall keep a record of such expenditure.

14.4 A statement showing the financial position of the Club shall be tabled at each Executive Committee Meeting by the Treasurer.

14.5 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report shall be attached to such financial report.

14.6 The financial year of the Club shall commence on 1st October each year. The accounts, books and all financial records of the Club shall be audited each year.

14.7 The signatories to the Club's account/s will be the Treasurer and any one (1) from the following;

- President
- Vice President

- Secretary

14.8 All property and income of the Club will apply solely to the promotion of the objects of the Club and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of these objects.

15.0 COMMON SEAL:

The common seal of the Club shall be kept in the care of the Secretary. The seal shall not be used or affixed to any deed or document except pursuant to a resolution of the Executive Committee and in the presence of at least the President and two members of the Committee, both of whom shall subscribe their names as witnesses.

16.0 ALTERNATIONS TO THE CONSTITUTION AND BY-LAWS:

16.1 No alteration, repeal or addition shall be made to the Constitution except at the Annual General Meeting, or General Meeting, called for that purpose and notice of all motions to alter, repeal or add to the Constitution shall be given to members fourteen (14) days prior to the Annual General Meeting, or seven (7) days prior to a General Meeting called for such purpose.

16.2 The Secretary shall forward such notices of motion to each Executive Committee member at least fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a General Meeting.

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

16.4 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (Special Resolution) of those present and entitled to a vote at the Annual General Meeting, General Meeting or Executive Committee Meeting, as the case may be.

16.5 Within one month of the passing of a Special Resolution, the Secretary shall notify the relevant state department as required by legislation.

17.0 DISSOLUTION:

If, on the winding up of the Club, any property of the Club remains after satisfaction of the debts and liabilities of the Club and the costs, charges and expenses of that winding up, that property shall be held in trust or distributed:

a) to another incorporated association having objects similar to those of the Club;

or

b) for charitable or benevolent purposes, which incorporated Club or purposes, as the case requires, shall be determined by resolution of the members.

18.0 INTERPRETATION:

Any doubt arising as to the application or meaning of any clause shall be decided by the Executive Committee whose decision will remain until altered by a vote of a General Meeting, whose decision shall then be final and conclusive. If any case occurs which, in the opinion of the Executive Committee, is not provided for in this constitution, it shall be determined by the Executive Committee in such manner as deemed expedient.