Associations Incorporation Act 1985 (SA)

Ingle Farm Junior Soccer Club Inc. Constitution

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21. **NAME OF THE CLUB**
    1. The name of the club is “Ingle Farm Junior Soccer Club” Inc.
    2. The colours of the club shall be green and white.
22. **INTERPRETATION**
    1. In this Constitution:
       1. the Act means the Associations Incorporation Act 1985 (SA).
       2. “the club” means the Ingle Farm Junior Soccer Club Inc. or “I.F.J.S.C.”
       3. “constitution” means this Constitution of the Club.
       4. “financial year” means the year ending on September 30 and thereafter a period of 12 months commencing on October 1.
       5. “club member” means any person over 18 years of age that qualifies under Section 5.
       6. “life member” means an individual appointed as a life member under clause 5.2.
       7. “committee” shall be the elected officers of the Club.
       8. “council” shall mean the Salisbury City Council.
23. **OBJECTIVES OF THE CLUB**

The objectives of the Club shall be:

* 1. to conduct, encourage, promote, advance and administer junior soccer throughout the local area, to all people of all races, age, gender, religion, sexual preference, and playing ability.
  2. to represent said junior soccer players in the Ingle Farm and surrounding districts in all dealing with the Elizabeth and Districts Junior Soccer Association (E.&D.J.S.A.), and to abide by the rules and regulations set down by that body.
  3. act, at all times, on behalf of and in the interest of club members and soccer in South Australia.
  4. advance the operations and activities of the Club throughout the local area.
  5. to promote good sportsmanship and the spirit of soccer, both modified and competitive.

1. **AFFILIATIONS**

The Club is subject to be published rules in declining order of authority of the following governing organisations to which it is affiliated:

1. The Club;
2. Rowe Park United (RPU)
3. Northern United
4. **MEMBERSHIP**
   1. Members
      1. Membership of the Club shall extend to all Club officers.
      2. Membership of the Club shall also be extended to all Parents/Guardians of the junior players registered with the Club, on payment of the registration fee, to be fixed by the management committee annually.
      3. Social membership shall also be extended to any other person upon payment of the appropriate membership fee set by the management committee annually.
   2. Life Members
      1. A person may be nominated for and seconded for consideration as a life member to the Committee prior to the Annual General Meeting.
      2. Consideration for life membership will be based upon:
5. Ten (10) years active service as a Club member.
6. A person nominated but who does not meet the requirements set above can be considered by the Committee if they are deemed to be a worthy recipient based upon outstanding achievement or works carried out for the Club.
   * 1. All nominated life members shall have their membership endorsed by the Club members present at an Annual General Meeting before being granted.
     2. An endorsement of a person nominated under Clause 5.2.2 must gain the approval of seventy percent (70%) of members present at an Annual General Meeting.
     3. A maximum of two (2) people per Financial Year can be endorsed as life members.
7. **DISCIPLINE**
   1. Member Discipline
      1. The disciplinary committee shall be comprised of three (3) Committee members, one (1) of which shall be an Executive Committee member.
      2. The disciplinary committee may commence, or cause to be commenced, disciplinary proceedings against a member who has allegedly:
8. Breached, failed, refused or neglected to comply with a provision of this constitution, the regulations or any resolution or determination of the Committee or any duly authorized Committee.
9. Acted in a manner unbecoming of a member, or prejudicial to the purposes and interests of the Club and/or soccer.
10. Brought the Club, any other member, or soccer into disrepute. That member will be subject to and will submit unreservedly to the jurisdiction, procedures, penalties and the appeal mechanisms of the Club set out in the regulations.
    1. Player Discipline
       1. I.F.J.S.C. players are subject to the Player Disciplinary Policy.
11. **DISPUTES AND PROTESTS**
    1. Any Club member against whom or which any penalty has been imposed in accordance with any or all of this Constitution, may appeal against such penalty within seven (7) says of such penalty being imposed. Such appeal shall be in writing and lodged with the Management Committee.
    2. Any member aggrieved by any decision made by the Disciplinary Committee shall have the right to appear and be heard by an ad hoc committee comprising of three (3) Committee members, two (2) of whom shall be Executive Committee members. The ad hoc committee is not required to act in any way to alter the decision of the Disciplinary Committee or to provide reasons, written or otherwise, to the member appearing, and the ad hoc committee’s determination for or against the member is final and binding upon the member.
12. **GENERAL MEETING OF THE CLUB**
    1. With the exception of the first Annual General Meeting of the Club, the Club shall convene an Annual General Meeting (A.G.M.) once in every calendar year.
    2. The Secretary shall give at least twenty-one (21) days and no less than fourteen (14) days’ notice of the A.G.M. to all members of the Club.
    3. At any A.G.M. a quorum shall consist of fifteen (15) members, excluding the Chairman.
    4. The following business shall be conducted at the A.G.M.:
       1. The presentation of the annual reports of the Chairman, the Treasurer and the Registrar.
       2. The election of the Officers of the Club.
       3. Deal with motions introduced by members. Such motions must be submitted in writing to the General Secretary at least fourteen (14) days prior for the date of the meeting, and shall be signed by both the proposer and seconder.
       4. Nomination of any life members.
       5. Any general business raised by members.
    5. Special General Meeting:
       1. may be called by the Secretary, or the Chairman, or by application in writing to the Secretary by any group of financial members of not less than fifteen (15) in number.
       2. the Secretary shall give all members Notice of Meetings at least twenty-one (21) days and no less than fourteen (14) days’ prior to Special General Meeting.
       3. the requisition must specify the purpose for which the meeting is to be called and that purpose shall be stated in the Notice of Meeting.
       4. where a Special General Meeting is called by the Secretary or Chairman, the purpose for which the meeting is called shall be stated in the Notice of Meeting.
       5. no business other than that stated in the Notice of Meeting shall be conducted at a Special General Meeting.
       6. at any Special General Meeting a quorum shall consist of fifteen (15) members, excluding the Chairman.
    6. All members present at any meeting, excluding the Chairman, shall be entitled to one vote only on any motion put before it. In the event of a deadlock in the voting on any motion, the Chairman shall be granted a casting vote.
    7. All members of the Club shall be entitled to, but not obliged to, attend any and all general meetings of the Club.
    8. The Chairman shall chair every general meeting of the Club. In the Chairman’s absence, the Vice Chair shall chair the meeting. If neither is available, the Secretary may chair the meeting. If no mentioned person is available at any such meeting, the Chair of that meeting shall be elected by the meeting prior to the commencement of business.

8.8.1. The Chair at any meeting of the Club has a casting vote only.

8.9 The Secretary shall take and record the business of the meeting and Minutes of the immediate past meeting (if any) shall be tabled and confirmed at each general meeting of the Club. Such Minutes shall be duly signed by the Chairman, or Acting Chairman, at the succeeding meeting after acceptance.

1. **THE COMMITTEE**
   1. The Management Committee, hereinafter referred to as “the Committee”, shall be responsible for the smooth operation of the Club’s activities in respect to policy, administration, discipline, games, grounds, and equipment, and it’s members shall be required to serve on any sub-committee deemed necessary.
   2. The Committee shall consist of the Chairman, Vice-Chairman, Secretary, Treasurer, Registrar, Child Protection Officer, Council of Clubs Representative, Equipment Officer, Grounds Person, Fundraising Coordinator, Canteen Coordinator, Publicity Officer, Grants Officer, Star Club Coordinator, Merchandise Officer, and any such Assistant as deemed necessary or voted in for Treasurer, Secretary or Registrar positions.
      1. There shall be also no more than ten (10) persons voted in to a fundraising sub-committee.
      2. General members can be voted onto the Committee and hold no appointed position, but shall be entitled to one vote on any matter before the Committee.
   3. Two (2) Coaches’ Representatives shall be elected onto the Committee at the first meeting of the coaches every year. One (1) representative to be elected from Under 6 to Under 9 age groups, and one (1) representative from the Under 10 to Under 18 age groups.
   4. Committee meetings shall be called at intervals of not less than one calendar month during the playing season or whenever deemed necessary.
   5. For the proper administration of the club, attendance at all monthly meetings is the expectation for Executive Committee members. Non-Executive Committee members are able to attend each month, however, the basic expectation upon non-Executive members is attendance every other month beginning with the first meeting following the Annual General Meeting.
   6. At any meeting of the Committee a quorum shall consist of not less than five (5) members, excluding the Chairman.
   7. Nominations for Officers shall be submitted in writing, signed by the proposer, seconder and nominee and shall be received by the General Secretary no later than seven (7) days prior to the date of the Annual General Meeting. A retiring officer shall be eligible for re-nomination.
   8. If no written nominations have been received in accordance with Clause 8.6 then nominations shall be accepted from the floor at the A.G.M.
   9. The Club may, by resolution passed by a majority of two thirds of votes recorded at a Committee meeting, replace or depose any officer before the expiration of their period of office and may, by such a resolution, appoint another Club member to take the place of the deposed officer, for the remainder of that term.
   10. Any member of the Executive or Management Committee remaining absent for three (3) consecutive meetings shall be removed from that Committee, unless the Management Committee considers the circumstances to be extenuating.
2. **THE EXECUTIVE COMMITTEE**
   1. The Executive Committee, hereinafter referred to as “the Executive”, shall carry out the administrative and operational management of the Club as laid down by the Management Committee and shall meet whenever deemed necessary.
   2. The Executive shall comprise of the Chairman, Vice-Chairman, Secretary, Treasurer and Registrar, and shall manage the affairs of the Club in accordance with the rules set down. In matters not covered by the rules, the Executive shall be empowered to act as it sees fit within the policies and guidelines as laid down by the Management Committee and be subject to confirmation by the said Management Committee at the earliest date.
   3. At any meeting of the Executive a quorum shall consist of no less than three (3) members, excluding the Chairman.
   4. Each Executive Committee member, excluding the Chairman, shall be entitled to one vote only on any motion put before it. In the event of a deadlock, the Chairman shall be granted the casting vote.
   5. Executive Committee members shall be appointed to serve for a period of two (2) years with half of the officers retiring each year in rotation.
   6. In the event of any Office position of the Club being or falling vacant during the full term, the Executive Committee shall be empowered to fill such vacancy at its absolute discretion and with any member of the Club, whether such person is on the Executive Committee or otherwise. Such appointment shall be for the remaining term of the person vacating the position.
3. **DUTIES OF OFFICE HOLDERS**
   1. The Chairman:
      1. shall preside over all meeting of the Club and shall be an ex-officio member of all sub-committees;
      2. shall present the Chairman’s annual report at every Annual General Meeting; and
      3. shall perform all other such duties with are consistent with the office of Chairman as may from time to time be necessary.
   2. The Vice-Chairman:
      1. shall in the absence of the Chairman carry out all other duties of the Chairman.
   3. The Secretary:
      1. shall handle all correspondence of the Club;
      2. shall maintain all records of the Club, including the minutes of all meetings;
      3. shall be the Public Officer of the Club and be an ex-officio member of any sub-committee;
      4. shall hold the Club Seal and record accurate usage of such; and
      5. shall be sole point of contact with E.&D.J.S.A. on all matters especially complaints and objections to the Association.
   4. The Treasurer:
      1. shall be responsible for the receipt of monies of the Club and payment of all accounts of the Club;
      2. shall keep and maintain the accounts of the Club as required by law and which are necessary to correctly record and explain the financial transactions and financial position of the Club;
      3. shall present a Treasurer’s report at every Annual General Meeting which shall include a statement of accounts in respect to the financial year immediately preceding the Annual General Meeting; and
      4. shall ensure that the accounts of the Club kept in pursuance of Clause 10.4.2 are audited each year in time for the auditor’s report to be presented to the A.G.M as part of the Treasurer’s annual report.
   5. The Registrar:
      1. shall be responsible for recording, checking, and filing all registrations in accordance with the E.&D.J.S.A. By-Laws and dealings with the E.&D.J.S.A. Inc. on all registration matters.
   6. Child Protection Officer
      1. shall be responsible for receiving and acting upon any reported concerns regarding the safety of players at the Club.
      2. ensuring the Child Protection Policy is implemented and promoted, and acting as a first point of contact for members of the Club regarding child safety matters.
      3. any incident at Club or Association level, which puts a person’s wellbeing at risk, is to be reported immediately to the Child Safety officer, who will investigate and reports accordingly.
      4. any mandated persons are required to abide by their mandated reporting obligations obtaining to child welfare and protection.
      5. any incidents must be reported to the Club immediately or soon after the event.
   7. Canteen Coordinator:
      1. shall be responsible for the stocking of the canteen and assisting to provide foodstuffs for other Club events; and
      2. shall organize a roster for teams each year to help volunteer in the canteen
      3. shall be responsible for the stocking of and running of the BBQ for fundraising purposes.
   8. Equipment Officer:
      1. shall be responsible for ensuring there is sufficient equipment for all teams to undertake training and game play; and
      2. shall take regular stock of equipment throughout the season.
   9. Fundraising Coordinator:
      1. shall undertake such events on behalf of the Club as approved by the Committee to raise money for the purchasing of equipment or goods necessary; and
      2. shall meet with the sub-committee to keep members up to date on upcoming events and ensure they are given the opportunity to help if necessary.
   10. Grounds Person:
       1. shall be responsible for the marking of the pitches before season begins and at regular intervals throughout the season; and
       2. shall liaise with the Council to ensure the grass is in adequate condition throughout the season.
   11. Publicity Officer:
       1. shall be responsible for advertising on behalf of the Club to help recruit players into the teams; and
       2. shall help the Club and/or teams to obtain sponsorship.
   12. Grants Officer:
   13. shall apply for all grants for which the Club is eligible throughout the year StarClub Coordinator
       1. shall be responsible for maintaining compliance and developing policies and procedures in respect to State Government directions under the StarClub initiatives.
   14. Merchandising Coordinator:
       1. shall be responsible for the sourcing, distribution and maintenance of goods and clothing at the direction of the Committee.
   15. Council of Club Representative:
       1. shall attend the monthly meetings of the E.&D.J.S.A. Council of Clubs and shall vote on behalf of the Club in such meetings as required at the direction of the Committee.
4. **SUB-COMMITTEES**
   1. The Club has a right to appoint any sub-committee on the basis of the needs for the Club.

11.2 Any sub-committee appointed by the Club shall have a title and number of members as shall be determined by the Club. The Chairman or Secretary shall ex-officio be a member of all sub-committees appointed by the Club and shall have the right to attend and vote at all meetings of any sub-committees.

11.3 The members of any sub-committee shall elect from amongst themselves people to co-ordinate the sub-committee and all resolutions and proceedings of the sub-committee shall be written down and minutes to be provided to the Club.

11.4 Any resolutions or proceedings of any sub-committee shall always be review and ratification by the Club.

1. **FINANCE**
   1. Signatories to the banking accounts of the club shall be the Chairman, Secretary and Treasurer, with the signatures of any two (2) of the three (3) required.
   2. All monies received by any person on account of the Club shall be paid to the Treasurer who shall pay same into the Club’s current banking account.
   3. The Treasurer shall be able to pay account due by internet/phone banking transactions, provided proof of that transaction is presented to the Executives.
      1. Any electronic transactions must be approved by two (2) of the three (3) signatories.
   4. The Treasurer shall be responsible for payment of accounts after approval by the Management Committee and shall advise the Committee at each meeting of the Club’s financial position.
   5. The Treasurer shall keep proper books of accounts and records showing all receipts and disbursements and assets and liabilities and shall, at the end of the year, on September 30 each year, prepare a statement of revenue and expenditure in respect of that year, together with a Balance Sheet as at that date, and an estimated income and expenditure budget for the following year. The Annual Financial Statements of the preceding year shall be presented at the Annual General Meeting of the Club.
   6. The Auditor shall be appointed annually at the Annual General Meeting. The books of account and Financial Statements shall be audited at the end of each year, and the Auditor shall, in writing, certify the result of such audit. The Auditor shall not serve on any Committee of the Club.
   7. Such Auditors may be members of the Club, but no person shall be eligible for appointment as an Auditor who is interested in the Club otherwise than as a member and no officer of the Club shall, whilst holding that office, be eligible as an Auditor of the Club. The Auditor, or Auditors, shall at all times have access to all books of account of the Club.
2. **DISMISSAL FROM COMMITTEE**
   1. The Committee shall have the power to dismiss any persons from the Committee if any of the following reasons present themselves:
      1. Conduct which in its opinion is unbecoming of a member or detrimental to the interest of the Club, soccer, or bodies to which the Club is affiliated.
      2. Conduct which brings the Club or its members into disrepute.
      3. Failing to carry out the duties and responsibilities of an office.
      4. Failing to attend Committee meetings on a regular basis without sufficient reason. For the purpose of this Clause, non-attendance shall be considered three (3) meetings.
   2. A sub-committee shall be formed to investigate any of the above reasons with its findings reported to the Committee for its consideration.
3. **GAME PLAY**
   1. Laws of the game of soccer will be in accordance with the E.&D.J.S.A. and Fédération Internationale de Football Association (hereinafter referred to as F.I.F.A.).
   2. Each player registered with the Club shall be given the opportunity to play in whole or in part of fifty percent (50%) of every game played by their team as from the date of their registration. To earn this opportunity the player must:
      1. Attend team training, matches and abide by the Club’s Code of Conduct.
      2. Not be under any team, Club or E.&.D.J.S.A. discipline for breach of rules or misconduct.
   3. For all Challenge Cup games, any player may play in part or in whole any game his/her team is eligible for, at the coaches’ discretion. No player attending is to not have no game time.
   4. Registration of players will be:
      1. In accordance with the E.&D.J.S.A. Constitution.
      2. Made through the Registrar of the Club.
      3. Via transfer in accordance with the E.&D.J.S.A. Constitution.
      4. Contingent upon a registration fee determined by the incoming Management Committee.
   5. A player will be nominated to the youngest age group for which he/she is eligible as in the E.&D.J.S.A. Constitution.
   6. A player can be given approval by the Committee to play in an age group senior to their own if:
      1. their own age group has a maximum number of players permissible.
      2. that the age group senior to their own is depleted in numbers or for any other such reason as allowed under the E.&D.J.S.A. By-Laws.
4. **COACHES AND CLUB OFFICIALS**
   1. All officials and coaches of the I.F.J.S.C. shall not conduct themselves in such a manner as to embarrass or discredit the Club.
   2. No official or coach is empowered to make statements, comments, publicly or by any media without having obtained permission from the Committee.
5. **WINDING UP**
   1. Subject to this Constitution the Club may be wound up in accordance with the Act.
   2. A petition to wind up the Club must be submitted in accordance with Clause 8.5 of the Constitution in the form of a request for a Special General Meeting.
   3. If, on winding up, dissolution or deregistration of the Club and after satisfaction of all the Club’s debts and liabilities, there remain surplus assets (as defined in the Act) those surplus assets must not be paid to or distributed amongst the Members but must be distributed to another organisation or organisations which has objects similar to the Objects and a constitution which prohibits the distribution of income and property to Members.
   4. The organisation or organisations to whom the distribution is to be under clause 15.3 may be determined by the Members in General Meeting at or before the time of winding up, dissolution or deregistration, and in default a determination by the Members, by a judge of the Supreme Court of South Australia or any other Court that has jurisdiction on the matter.

# INDEMNITY

### Every Committee Member and employee of the Club will be indemnified out of the property and assets of the Club against any liability incurred by them in their capacity as Committee Member or employee in defending any proceedings, whether civil or criminal, in which judgement is given in their favour or in which they are acquitted or in connection with any application in relation to any proceedings in which relief is granted by the Court.

### The Club shall indemnify its Committee Members and employees against all damages and losses (including legal costs) for which any such Committee Member or employee may be or become liable to any third party in consequence of any act or omission:

* + - 1. in the case of a Committee Member, performed or made in good faith whilst acting on behalf of and with the authority, express or implied of the Club; and
      2. in the case of an employee, performed or made in good faith in the course of, and within the scope of their employment by the Club.

1. **COMMON SEAL**

19.1 The Club will have a Seal on which its corporate name appears in legible characters.

19.2 The Seal may not be used without the express authorisation of the Committee and every use of the Seal must be recorded in the minute books of the Club. The affixing of the Seal must be witnessed by two (2) Committee Members or by one Committee Member and another person authorised by the Committee for that purpose.

1. **ALTERATION OF THE CONSTITUTION**

20.1 This Constitution may be altered upon the motion of any member of the Club at any Annual General Meeting, or at a Special General Meeting, all such motions to be submitted, in writing to the Secretary at least fourteen (14) days prior to the date of the meeting in the case of an A.G.M. and in accordance with Clause 8.5 in the case of a Special General Meeting.