

fCONSTITUTION
OF
TUMBY BAY FOOTBALL CLUB INCORPORATED

1. The name of the club is TUMBY BAY FOOTBALL CLUB INCORPORATED.
2. Wherever appearing in this Constitution the following words shall, unless the contrary intention appear, bear the respective meanings hereunder assigned to them:-

“The Club”	shall mean Tumby Bay Football Club.
“The Premises”	shall mean the oval, adjoining areas and all premises, from time to time occupied by the Club whether as owner, leaseholder or otherwise and shall include all improvements, fixtures and fittings, from time to time in or upon the said land.
“The Constitution”	shall mean this present Constitution as amended from time to time in the manner hereinafter provided.
“The Committee”	shall mean the Committee of Management of the Club.
“Month”	shall mean a calendar month; the use of the masculine gender shall include the feminine, and the use of the singular shall, wherever the context so requires, include the plural.
3. The objects of the Club shall include the following:
 - a) To promote, encourage and participate in all forms of sporting activity, particularly the games of Australian Rules Football.
 - b) To purchase, rent, have on lease or in exchange, hire or otherwise acquire, construct, provide, make hold, improve and maintain real and personal property of every description for the purposes of the Club or any of them or for the proper conduct and management of the affairs of the Club or for the attainment of any of its objects.
 - c) To borrow or raise money upon such terms and conditions and upon such securities if any as may be determined.
 - d) To invest and deal with the monies of the Club not immediately required in such manner as may be, from time to time, determined.
 - e) To sell, assign, transfer, exchange, mortgage, lease or grant options in respect of let, hire, dispose of or turn to account all or any part of the real or personal property of the Club or any estate or interest therein upon such conditions in all respects as may seem expedient.
 - f) To do such acts and things as may be incidental, subsidiary or conducive to any of the above objects.

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- g) To co-operate with other sporting clubs, particularly Australian Rules Football clubs, whose objects are similar to those of this Club, in the promotion and encouragement of sporting and associated activities.
 - h) To raise funds by the promotions of carnivals, dances and other social gatherings and by any other lawful means, for any purpose consistent with these objects.
 - i) To erect upon any land owned or occupied by the Club any building or other erections, either of a temporary or permanent nature, for the purposes of the Club.
4. The profits (if any) arising from the transactions of the Club shall be applied in the furtherance of the Club's objects and shall not be distributed amongst, nor shall it be an object of the Club to secure pecuniary profit to the members.
 5. The Club shall at times and for all purposes be non-sectarian and non-political.

MEMBERSHIP

6. 1) Any adult person may apply for membership of the Club by forwarding a written application to the Secretary, who shall record the date and time of its receipt and present such application to the committee at its next meeting to be held not less than 28 clear days from the date of the application.
- 2) The committee shall require the following conditions to be satisfied before such applicant shall be accepted as an ordinary member of the Club.
 - a) Acceptance by the Committee as a fit and proper person to become a member of the Club. In the event of the Committee rejecting any application, the Secretary shall inform the applicant of his rejection and shall not be bound to assign a reason therefore, but such applicant shall have a right of appeal to a General Meeting for decision by secret ballot by the Members.
 - b) Payment by the new member of the prescribed joining fee and the annual subscription.
 - c) Any member of the Club who shall remain for a period of six months and financial member of the Club shall cease to be a member of the Club and shall not be entitled to a renewal of membership until an application for new membership has been accepted as herein provided.
 - d) Each applicant for membership shall be familiar with the Constitution of the Club.
- 3) The Committee shall at times have power to adjust annual membership subscriptions provided that there shall always be an annual membership subscription of at least Two Dollars Fifty Cents (\$2.50) and to fix and/or levy a joining fee on new members provided that the recommendation of the Committee as to the amount of this subscription and joining fee is carried by at least twenty five per cent of the Members present at a General Meeting of which due notice has been given.

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- 4) The Committee may recommend to the Members in General Meeting that the General Meeting appoint any person of at least ten years or 100 playing games, to Life Membership of the Club in recognition of service to the Club by that person. This appointment shall not be automatic. Such appointment shall be made at any Annual General Meeting of the Club, and a Life Member so appointed shall thereafter enjoy all the privileges of membership without paying any annual subscriptions, levies or other dues.
7. All Members shall be deemed to be bound by the provision of this Constitution and to be subject to the directions of the Committee in so far as such directions do not infringe the law of the Commonwealth or the State for the time being in force and the provision of the Constitution.
8. The Secretary shall at all times keep an up-to-date roll of Members.

THE EXECUTIVE

9. The Executive Officers of the Club shall be:-
- a. The President;
 - b. The Chairman of Committees;
 - c. The Vice President;
 - d. The Secretary;
 - e. The Assistant Secretary;
 - f. The Treasurer;
 - g. The Assistant Treasurer;
 - h. Records Officer (*Added 2005 AGM*)
10. The duties of the President shall include presiding as Chairman at the Annual General Meeting and to represent the Club before all authorities or in any legal proceedings and shall be responsible for the preparation and deliver of the Annual Report at the Annual General Meeting and in general he shall ensure that the objects of the Constitution as well as the resolution of any meeting of the Members of the Club or of the Committee are carried out. He shall direct, in consultation with the Chairman of Committee, the Secretary to call all meetings of the Committee and of the Club. The Vice President, in the absence of the President, is to carry out all the duties set out above.
11. The duties of the Chairman of Committees shall be to act as Chairman at all Committee and General Meetings.
12. The duties of the Secretary shall include the following:-
- a. Keeping the minutes of all Committee and General Meetings;
 - b. Attending to all correspondence entered into by or with the Club;
 - c. Attending to proper publicity of the Club's activities;

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d. He shall, at the direction of the President, call all Meetings.

13. The duties of the Assistant Secretary shall be to assist the Secretary in his duties.

14. The duties of the Treasurer shall include the following:-

- a. Collecting joining fees, subscriptions and cash donations and issuing proper receipts therefore;
- b. Prompt banking, funds on hand from time to time to the credit of the Club at such bank as may be chosen from time to time;
- c. Keeping proper records and books of account in respect of the receipts, expenditure, assets and liabilities of the Club;
- d. Make all disbursements of the funds of the Club by cheque (if in excess of \$2.00) and all such cheques shall be countersigned by at least one Member of the Committee. no payment shall be made by cheque unless first authorised at a meeting of the Committee;
- e. The financial year of the Club shall conclude on the 31st day of October, to which date the accounts shall be promptly balanced by the Treasurer and forwarded to the Auditor.

14b. The duties of the Records Officer shall be to maintain records of:

- a) All senior and junior matches including scores, goal scorers, best players and TBFC players.
- b) Games played by senior and junior footballers.
- c) Senior and Junior trophy winners.
- d) Season tallies of goal scorers.

(Added 2005 AGM)

15. The duties of the Assistant Treasurer shall be to assist the Club Treasurer in his duties.

16. The President, Chairman of Committees, Vice President, Secretary, Assistant Secretary, Treasurer and Assistant Treasurer shall be elected by simple majority vote by secret ballot at the Annual General Meeting of the Club and shall hold office for a period of 24 months, when they shall retire but shall be eligible for re-election. All elections shall be by secret ballot and a simple majority shall be sufficient to elect a Member to a vacant office. In the event of an equal division in any election the President, or the retiring President, if that office is the one concerned, shall have the casting vote. These provisions shall apply also to the re-election of Committee-men.

17. All Executive Officers elected at a General Meeting shall not take up office until the conclusion of that meeting.

18. Any Executive Officer shall be free at all times to resign from the office to which he has been elected. Resignations are to be tendered to the Secretary and considered at the next ensuing

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Committee Meeting. In the event of a causal vacancy occurring the Committee shall have the power to fill the vacancy and the Member so appointed shall hold the office to which he has been appointed until next General Meeting, when the President shall conduct an election to fill the vacancy. The Member so elected shall hold office only for the unexpired portion of the term of office to which he has been elected.

THE COMMITTEE

19. a) The Executive Officers above mentioned shall together with the Committee-men hereinafter provided for, constitute the Committee of the Club.

b) The Management of the Club (except as otherwise provided by these rules) shall be deputed to a Committee of 11 Members (other than the Executive Officers) who shall be elected at the General meeting provided always that no Committee shall be elected or entitled to act which would not or does not:
 - i) comprise eleven financial members with full voting rights;
 - ii) include the coaches of all teams comprising Tumby Bay Football Club.
c) At the expiration of the period for which they have been elected, the Committee-men shall retire from office, but shall be eligible for re-election.
20. Any Member may resign his Membership by giving to the Secretary notice in writing to that effect. Every such notice shall, unless otherwise expressed, be deemed to take effect as from the next General Meeting following the receipt thereof.
21. The Committee shall have power to appoint a Member to fill any casual vacancy on the Committee until the next Annual General Meeting and such person shall be eligible for election as a Member with the Committee at such meeting.
22. The term of office of all Executive Officers and Committee-men shall be two years. The President, Secretary and Treasurer and six members of the Committee shall, notwithstanding, retire at the expiration of the first year after adoption of these rules, but shall be eligible for re-election. The six retiring Committee Members shall be decided by negotiation.

POWER OF COMMITTEE

23. The Committee shall have the power to:-
 - a. Expel or suspend any Member who has been found guilty by the Committee of malpractice, improper conduct at Club fixtures, extremely bad sportsmanship or of any act which in the opinion of the Committee is so detrimental to the Club that it is desirable that the person should no longer continue as a Member of the Club.
 - b. A Member may be suspended under this rule either for a period fixed by the Committee or during the Committee's pleasure.
 - i. The Committee may annul or terminate any suspension or vary its duration.

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- ii. During his suspension a Member shall not be entitled to exercise any right or privilege conferred on a Member under these rules. Provided always that no Member shall be expelled or suspended by the Committee until after he shall have been given an opportunity to show cause to the Committee why he should not be expelled or suspended.
- c. Promote, hold and regulate football and all kinds of sporting fixtures and all social functions and incidental activities for the benefit of the Members of the Club.
- d. From time to time appoint and at their pleasure dismiss all such assistants, agents, stewards, umpires, officers and servants as they may think necessary for the proper carrying out of the objects of the Club.
- e. Pay or allow such salaries, allowances, pensions and recompenses to any officers or servants appointed by them for their services or employment as the Committee shall from time to time see fit.
- f. Enter into such contracts on behalf of the Club as they shall think advisable, and at all times dispose of the funds of the Club as they may deem best for carrying out the objects of the Club, but the Committee shall not enter into contracts for the purpose of securing pecuniary profits to the Members from the transactions of the Club.
- g. Refer questions of general importance to the Members in General Meeting assembled.
- h. Accept any composition or any security for any debt or any property claimed and to allow any time for payment of any debt and to compromise, abandon, submit to arbitration or otherwise settle any debt, amount, claim or thing.
- i. From time to time to make, alter, amend and repeat such rules, by-laws and regulation as they may think fit for:
 - i. The arrangement and management of the Club Premises and admission thereto and expulsion therefrom of Members and the public respectively.
 - ii. The regulation of persons training or using the Club Premises.
 - iii. For the rates and charges of admission to the different parts of such Course.
 - iv. For the carrying on, regulation and management of football, and other sporting activities on the Club Premises.
 - v. For the affiliation or association of the Committee and the Club with football, or other sporting clubs, whether in Australia or any other parts of the world, and the adoption of the decision in matters concerning the particular sport of such affiliated and associated clubs.
 - vi. Regulating their own proceedings.
 - vii. For and in respect of any matter act or thing, which in the opinion of the Committee would be advantageous or advisable to the Club, and/or in

connection with football, or other sporting activities, and whether of a similar or dissimilar nature to the foregoing.

PROCEEDINGS OF COMMITTEE

24. The Committee shall meet so often as they may deem necessary to transact the current business; seven, including the President or Chairman of Committees acting in his stead, shall form a quorum; and in the case of equality of voting the Chairman shall have a second casting vote. The minutes of the proceeding at such meeting shall be entered in a book and be signed by the Chairman of such meeting or of some succeeding meetings.
25. After any member of the Committee shall absent himself from three or more consecutive meetings thereof, without special leave of absence from the Committee, his seat on the Committee may be declared vacant by a two-third majority vote of the remaining members of the Committee at a meeting called for the purpose, of which meeting each member of the Committee shall have at least seven days written notice.
26. A Committee may be convened by the Secretary and shall be convened by him upon receipt of a requisition requesting him to do so from the President, in consultation with the Chairman of Committees.
27. The Committee may delegate any of their powers to sub-committees consisting of such members of their body as they think fit.

SEAL AND SEALHOLDERS

28. The Club shall have a common seal and such common seal shall only be affixed to an instrument by a resolution of the Committee in the presence of at least one seal-holder, who shall sign every instrument to which the seal shall be so affixed and every instrument shall be countersigned by the Secretary. The seal-holders of the Club shall be the President and the Secretary for the time being of the Club. Upon any seal-holder ceasing to be a Member of the Committee he shall ipso facto cease to be a seal-holder. The Committee may appoint another or other Members of the Committee to be a seal-holder or seal-holders in the place of any person ceasing to be a seal-holder or seal-holders.

PUBLIC OFFICER

29. The Public Officer required by the provisions of the Association Incorporated Act 1956, shall be appointed by the Committee of the Club and shall continue to be a Public Officer until he dies, resigns or is removed by the Committee.

AUDITOR

30. There shall be at least one Auditor of the Club who shall retire annually at the Annual General Meeting, but who shall be eligible for re-election. It shall be the duty of the Auditor to carefully audit the books and accounts prepared by the Treasurer for submission at the General Meetings and to certify to the correctness thereof. Should any vacancy in the office of Auditor occur after any General Meeting, the Committee shall have power to fill such vacancy until the next General Meeting. The remuneration of the Auditor shall be fixed by the Committee. The Auditor shall not be a person having any other office in the Club.

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ANNUAL AND SPECIAL MEETINGS

31. There shall be an Annual General Meeting of the Club in November of each year for the purpose of electing members of the Committee transacting the general business of the Club and receiving from the Committee a report of the general concerns of the Club, the balance sheet and statement of receipts and expenditure of the Club during the twelve months immediately preceding the 31st October and any other general business. All business shall be deemed ordinary business; all other business shall be deemed special.
32. The Committee may, whenever they think fit, and they shall upon a requisition in writing under the hands of not fewer than ten Members, convene a Special General Meeting. At least seven days notice shall be give as hereinafter provided to the Members of the Club of any Special General Meeting.
33. Any requisition so made by the Members shall clearly and fully express the objects of the meeting required to be called and shall be left at the office of the Club.
34. Upon such requisition being so left, the Committee shall forthwith proceed to convene a Special General Meeting to be held at such time and place as they shall think fit, not being more than twenty-one days after leaving of such requisition.
35. No business shall be transacted by any Special General Meeting, except such as shall be set forth in the notice convening the same.
36. At any Annual General Meeting a quorum shall consist of twenty members personally present and entitled to vote. If within half an hour of the time appointed for the meeting a quorum is not present at the meeting, if convened on the requisition of the Members, shall be dissolved, in any other case it shall stand adjourned to the same day in the next week at the same time and place, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for the same, the Members present and entitled to vote shall be a quorum.
37. The President, or in his absence or unwillingness to act, some Member of the Committee appointed by them for that purpose, or in their absence or unwillingness to act, some Member to be elected by the Meeting, shall preside at the Annual General or any Special Meeting. The Chairman of all such meetings, in addition to his own vote shall in case of equality of votes have both on a show of hands an upon a Poll of second or casting vote.
38. Proceedings at all General Meetings shall be conducted according to the ordinary and accepted rules of debate, except as qualified by this Constitution.

VOTING

39. On a show of hands and upon a poll every Member present in person shall have one vote, but no Member shall be entitled to vote unless all monies payable by him to the Club, whether for subscription or otherwise, shall have been paid.

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40. At any Annual General or Special General Meeting, a resolution other than for an election of Members of the Committee which under these rules is to be conducted by ballot, put to the vote of the Meeting shall be decided by a show of hands of the persons present and entitled to vote and unless a poll is demanded by at least four persons present and entitled to vote, a declaration of the Chairman that such resolution has been carried or by a particular majority or lost, shall be deemed conclusive evidence of the facts without proof of the number or proportion of votes recorded in favour of or against such resolution.
41. If a poll is demanded on a resolution by the requisite number of persons it shall be taken in such manner as the Chairman directs and either at once or after an interval, the result of the poll shall be deemed to be the resolution of the Club in General Meeting.
42. No poll shall be demanded on the election of a Chairman or on the question of the adjournment of a meeting.
43. All decisions arrived at and carried at any Annual or Special General Meeting held in conformity with these rules shall be binding and conclusive upon all Members of the Club and no notice of motion to reconsider any such decision shall be received by the Committee during the current year ending on the 31st day of October in each year, after such decision has been so arrived at.

INDEMNITY

44. The members of the Committee and stewards and other officers of the Club and their respective executors and administrators shall be indemnified and saved harmless out of the funds of the Club from and against all charges, costs, losses, damages and expenses which they or any of them shall or may incur or sustain in or about the execution of their respective offices or in or about any contracts or agreements made by them for or on behalf of the Club or in furtherance of the objects of the Club, except such charges or expenses as shall be incurred or sustained by or through their own wilful default and none of them shall be answerable for the others of them, nor for any banker, broker or other person with whom any monies or effects belonging to the Club shall or may be lodged for safe custody, and safe improvement, or otherwise nor for the insufficiency of any security of which any monies belonging to the Club may be placed out or invested nor for any other misfortune, loss or damage which may happen in the execution of their respective office or in any way in relation thereto, except the same shall happen by or through their own wilful default respectively and no Committee-man or Officer of the Club shall be liable to repay any money which he did not personally receive and misappropriate.
45. All acts of the Committee or any Member thereof or of any Officer of the club shall be deemed to be valid notwithstanding that it may afterwards be discovered that some defect existed in the appointment of the Committee or any Member thereof or of the Officer in question.
46. These rules or any of them may be added to, repealed or amended by resolution at any Annual General Meeting or Special General Meeting provided that no such resolution shall be deemed to have been passed unless it be carried by a majority of at least two thirds of the Members voting thereon and provided further that notice of any proposed alteration to be

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made at an Annual General Meeting shall be given to the Secretary at least fourteen days before the Annual General Meeting.

NOTICES

47. Every Member shall communicate his address from time to time to the Secretary of the Club who shall register the same. All letters and notices posted to or left at the last registered address of a Member or if no such address has been given, to his last known address, shall be deemed to have been properly given and served.
48. Any notice required to be given to Members may be given by service upon the Members personally or by sending it through the post in a prepaid letter addressed to such Member at his registered address. Any notice served by post shall be deemed to have been served from the time when the letter containing such notices was put into the Post Office or post pillar and in providing such service it shall be sufficient to prove that such letter was properly addressed and put into the Post Office or post pillar.

INTERPRETATION OF RULES

49. The Committee shall be the sole authority for the interpretation of these rules and of any regulation on by-laws made thereunder; and the decision of the Committee upon any question of interpretation or upon any matter affecting the Club and not provided for by these rules or by the regulation and by-laws made thereunder, shall be final and binding upon the Members.

WINDING UP

50. a) No resolution for the winding up of the Club shall be deemed to have been passed unless notice to propose a resolution to that effect at a Special General Meeting shall have been given to the Members and unless such proposition shall have been carried at such meeting by at least four fifths of those voting at such meeting.
- b) On winding up none of the assets of the Club shall be distributed whether in money, property or otherwise amongst the Members but such assets shall be given to such bodies in the State of South Australia as exist for the conduct or promotion of Australian Rules Football in that State as the Member shall by simple majority at a General Meeting decide.

ARBITRATION CLAUSE

51. If any doubt or difficulty shall arise as between Members "inter se" or between Members and the Club in the construction of or otherwise in relation to these rules, insofar as such doubts are not resolved by the Committee under its powers under rule 47, the same shall be determined by the Arbitration of two Arbitrators, one to be appointed by each party of the different or their umpire, in accordance with the Arbitration Act 1891-1934 or any Act or Acts repealing or amending the same.

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VISITORS

52. a) A visitors' book shall be kept and any Member who shall introduce a visitor to the Club shall enter the name of the visitor in the book and shall sign his name opposite the name of the visitor. A visitor shall not be supplied with liquor in the Club premises unless in the company of the member who has introduced the visitor.
- b) On a Sunday or any other day during a period in respect of which the Club has obtained a permit under Section 67 of the Licencing Act 1967, no Member shall introduce or entertain more than the number permitted under the said Act.
- c) No liquor shall be sold or supplied to any person under eighteen years of age. In this rule the word 'liquor' shall have the meaning given to in the said Act.

HONORARY MEMBER

53. The following persons shall be Honorary Members of the Club:-

- a) A person who is temporarily resident in South Australia, who has been appointed as an Honorary Member by a Resolution of the Committee passed and minuted and who has complied with the conditions imposed by the Committee in making such appointment.
- b) A person who is participating in a football competition which is being conducted on the Club premises with the permission of the Committee.
- c) A Member of a football team which has been given permission to use the Club premises by a Resolution of the Committee passed and minuted.
- d) A Member of a football club with which the Club has entered into a reciprocal agreement for annual visits and/or matches.
- e) A person who has been permitted by a Resolution of the Committee passed and minuted to use the Club oval or the premises thereof in connection with the raising of funds for the benefit of football or for hospital or charitable purposes.

Unless the Committee by Resolution determines otherwise or the terms of a reciprocal agreement provided otherwise the period of such honorary membership shall not extend beyond the day of the permit or the competition as the case may be. Notwithstanding anything in this Rule contained the Committee or its duly appointed representative shall have the right at any time and from time to time to refuse honorary membership to any person or to cancel any honorary membership and shall not be bound to give any reason for doing so.

PATRONS

54. The Club may in General Meeting appoint a General Patron and any number of Vice Patrons.

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