

# PADSTOW HORNETS FOOTBALL CLUB

## REGULATIONS



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## Version History

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## 1 AFFILIATIONS

- (a) Padstow Hornets Football Club shall be a Member of the Bankstown District Amateur Football Association (BDAFA) and shall be subject to the published Bylaws, Rules & Regulations in declining order of authority of the following governing organizations:
- (i) FIFA;
  - (ii) Football Federation Australia;
  - (iii) Football NSW; and
  - (iv) Bankstown District Amateur Football Association.

## 2 DEFINITIONS & INTERPRETATIONS

### 2.1 Definitions

- (a) In these Bylaws, unless the context otherwise requires:
- (i) “Act” means the Associations Incorporation Act 2009 (NSW).
  - (ii) ‘Board’ means the body managing the Club and consisting of the directors.
  - (iii) “Community Member” means a registered, financial, non-playing, Member of the Club who is at least 16 years of age.
  - (iv) “Constitution” means the Constitution of the Padstow Hornets Football Club.
  - (v) “Director” means a Member of the Board and includes any person acting in that capacity from time to time appointed in accordance with the Constitution but does not include the Executive Director.
  - (vi) “General Meeting” means the annual or any special general meeting of the Club.
  - (vii) “Individual Member” means a registered, financial Member of the Club who is at least 16 years of age.
  - (viii) “Intellectual Property” means all rights subsisting in copyright, business names, names, trademarks (or signs), logos, designs, equipment including computer software, images (including photographs, videos or films) or service marks relating to the Association or any activity of or conducted, promoted or administered by the Association in New South Wales.
  - (ix) “Junior Member” means a registered, financial Member of the Club who is younger than 16 years of age.
  - (x) “Life Member” means an Individual appointed as a Life Member of the Club under clause 5.2 of the Constitution.
  - (xi) “Local area” means the geographical area for which the Club is responsible as recognised by the regional and/or state organisations for football of which the Club is a Member.
  - (xii) “Member” means a Member of the Club for the time being under clause 5 of the Constitution.
  - (xiii) “NSO” means the National Sporting Organisation being Football Federation Australia (FFA)

- (xiv) "Objects" means the Objects of the Club in clause 3 of the Constitution.
  - (xv) "Parent Member" means one (1) parent/guardian per 'Junior Member' to a maximum of two (2) memberships per family.
  - (xvi) "Public Officer" means the person appointed to be the public officer of the Association in accordance with the Act.
  - (xvii) "RSO" means the Regional Sporting Organisation being Bankstown District Amateur Football Association (BDAFA)
  - (xviii) "Seal" means the common Seal of Padstow Hornets Football Club.
  - (xix) "Special Resolution" means a Special Resolution defined in the Act.
  - (xx) "SSO" means the State Sport Organisation being Football New South Wales (FNSW)
  - (xxi) "Club" means Padstow Hornets Football Club
  - (xxii) "Team" means a football team with the appropriate minimum number of players registered in accordance with BDAFA bylaws, plus team officials, whose application for affiliation has been validated by the Club and BDAFA for the current playing season.
  - (xxiii) "Registered Player" means a person whose application for registration with the Club has been validated by the Registrar for the current playing season.
  - (xxiv) "Board" shall mean the Board of Directors of the Association;
  - (xxv) "Special Resolution" means a resolution passed in a General Meeting or Annual General Meeting by a majority of not less than 75% of the votes cast in accordance with the Act.
  - (xxvi) "Ordinary Resolution" means a resolution passed in a general meeting or Annual General Meeting by a simple majority of the votes cast.
- (b) The definitions in the Associations Incorporation Act 2009 on the date these Bylaws became effective apply to these Bylaws, save and except those that are specified herein.

## **2.2 Interpretations**

- (a) Words importing the singular include the plural and vice versa, and words importing a male person include a female person, a corporation, and any other organization or association, whether incorporated or unincorporated, as the context may require.
- (b) If at any time these Regulations appear to conflict with the Constitution, the Constitution shall take precedence.

## **3 MEMBERSHIP**

### **3.1 Members**

- (a) Membership of the Club shall be open to all persons interested in promoting the objects of the Club, subject to the approval of the Board, submitted via the required media and accompanied by the annual subscription
- (b) Membership of the club shall be from 1st January to 31st December of each year
- (c) Members of the Club, as defined by Section 5.1 of the Constitution, shall consist of:

- (i) Life Members, who subject to the Constitution, shall have the right to receive notice of General Meetings and to be present, to debate and to vote at General Meetings;
  - (ii) Individual Members, who subject to the Constitution, shall have the right to receive notice of General Meetings and to be present, to debate and to vote at General Meetings;
  - (iii) Junior Members, who subject to the Constitution, shall have no right to receive notice of General Meetings and no right to be present or debate or vote at General Meetings;
  - (iv) Parent Members, who subject to the Constitution shall have the right to receive notice of General Meetings and to be present, to debate and to vote at General Meetings on behalf of Junior Members; and
  - (v) Community Members, who subject to the Constitution, shall have the right to receive notice of General Meetings and to be present, to debate and to vote at General Meetings.
- (d) No one person shall be entitled to more than one membership to the Club.
- (e) Persons applying for membership after 30th June each year will be ineligible to vote on matters requiring such a vote for the remainder of that year.

### **3.2 Membership Fees**

- (a) The annual membership subscription 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 Board as per Section 11 of the Constitution.
- (b) Parent/Guardian Members are not required to pay an additional membership fee as this is covered by the annual subscription fees payable by the Junior Member they represent.
- (c) Community Members are required to pay a nominal annual subscription fee of \$10.00 to be recognised as a registered, financial member of the Club.
- (d) Life Members are not required to pay any annual subscription fee.

### **3.3 Years of Service**

- (a) "Years of Service" refers to the number of consecutive years a member has held a valid membership. A valid membership must be consecutively and concurrently for the entire period to be eligible for "Years of Service" medals.

## **4 LIFE MEMBERS**

- (a) The Board of Directors may confer a Life Membership upon a person who has rendered valuable service to the Club or football in accordance with Section 5.2 of the Constitution.

### **4.1 Nominations for Life Membership**

- (a) Life membership is granted as recognition of the provision of excellent service to the Club above the call of normal duty over an extended period. Nominations for Life Membership must satisfy at least one (1) of the following criteria:
  - (i) Nominee shall have served no less than 5 years as a Director, having rendered exceptional service in this time. Even for this club member, it should be the convention to require more than the minimum 5 years of service; or
  - (ii) Nominee, not elected as a Director of the Club, shall have provided no less than 10 years exceptional service to the Club or football before being considered for life membership; or

- (iii) Nominee has provided outstanding service, in a period shorter than 10 years, which has seen the exceptional advancement of the Club or football and its objects.

## **5 Discipline**

### **5.1 Discipline of a member**

- (a) A Member may be placed on probation, suspended or expelled from Membership at the direction of the Board in accordance with Section 10 of the Constitution.
- (b) The Board may, with cause, immediately suspend a Member prior to a hearing for extraordinary circumstances.
- (c) A Member that is suspended loses all rights of Membership until the suspension has been completed.
- (d) A Member may be directed by the Board to undertake duties considered reasonable by the Board as part of formal disciplinary action.

### **5.2 Judiciary Committee**

- (a) A Member may be disciplined in accordance with clause 5.1 by a Judiciary Committee setup by the Board.
- (b) The Judiciary Committee shall consist of:
  - (i) Two (2) Directors. One (1) of the Directors will be appointed to chair the committee;
  - (ii) One (1) Individual Member or Parent/Guardian Member, selected by the Board to represent the interest of all playing Members; and
  - (iii) One (1) Community Member, selected by the Board to represent the interests of all non-playing Members.
- (c) Disciplinary action will be decided by a show of hands vote of the Judiciary Committee.
- (d) In the event there is no simple majority, the Director appointed as chair of the committee will have the casting vote.

## **6 BOARD OF DIRECTORS & MANAGEMENT COMMITTEE**

### **6.1 Board of Directors**

- (a) The Club shall be governed by a Board of Directors which shall consist of six (6) Directors elected at an Annual General Meeting in accordance with Section 14 of the Constitution.

### **6.2 Election of Directors**

- (a) Club Members, as defined by clause 3.1 of these Regulations, shall have the right to elect six (6) Directors at an Annual General Meeting in accordance with Section 15 of the Constitution.

### **6.3 Duties of Board**

- (a) The Board shall conduct the business of the Club during the periods between Annual General Meetings of the Club and in accordance with the authority granted to it in the Constitution and Regulations of the Club.

- (b) The Board shall be responsible for the appointment and removal of appointments of all positions within the Club except for Directors elected by the Members of the Club. This shall include the appointment of volunteer and paid positions within the Club's operations.
- (c) The Board of Directors may also revoke, for good and sufficient cause, any volunteer appointment providing that it has provided that volunteer the opportunity to give cause why such revocation should not take place.

#### **6.4 Board Portfolios**

- (a) The following Portfolios, as defined in Section 7 of these Regulations, may only be held by a Director elected at an Annual General Meeting:
  - (i) Chairperson;
  - (ii) General Manager;
  - (iii) Director of Football Operations;
  - (iv) Director of Finance;
  - (v) Director of Football Administration;
  - (vi) Director of Marketing & Publicity
- (b) A Director may hold a maximum of two (2) Management Committee Portfolios.

#### **6.5 Management Committee**

- (a) The Management Committee shall be responsible for the operations of the Club under the instruction of the Board. The Management Committee will consist of additional volunteers who wish to assist in running the club, approved by the Board. These positions may include, but not limited to,:
  - (i) Assistant to the General Manager;
  - (ii) Assistant to the Director of Football Administration;
  - (iii) Canteen Manager;
  - (iv) Equipment Manager;
  - (v) Sponsorship Coordinator;
  - (vi) Assistant to the Director of Finance;
  - (vii) Delegate;
  - (viii) Recorder;
  - (ix) Member Protection Information Officer (MPIO);
  - (x) Any other position as directed by the Board;

## **7 PORTFOLIOS**

## 7.1 Chairperson

- (a) The Chairperson shall:
- (i) preside at all General Meetings of the Club and of the Board of Directors;
  - (ii) be ex officio a member of all committees, except any nominations committee;
  - (iii) appoint all chairs of standing and special committees subject to ratification by the Board;
  - (iv) coordinate all duties of the Board, committees, staff;
  - (v) be the spokesperson for the Club; and
  - (vi) undertake other duties as requested by the Board.
- (b) The Chairperson has no authority to act unless directed to do so by the Board of Directors.

## 7.2 General Manager

- (a) The General Manager shall:
- (i) Be the Public Officer for the club;
  - (ii) keep a record of all minutes of meetings held by the Club, including Board meetings, General Meetings and the Annual General Meeting;
  - (iii) maintain record books in which the constitution, published rules and minutes are entered and to have the current record books available at each meeting;
  - (iv) send out to all Club members a notice of each General Meeting via email or Short Message Service (SMS);
  - (v) send out to the Board notice of each meeting via email or Short Message Service (SMS);
  - (vi) prepare, prior to each meeting, in consultation with the Board, an agenda or order of business;
  - (vii) conduct the general correspondence of the Club that is not the proper function of another office or committee;
  - (viii) as far as practicable record the precise words of all motions and amendments that are proposed, together with the names of the movers and seconder and whether the proposals are carried or rejected should appear;
  - (ix) on request from the Director of Football Administration, attend to the transfer or clearance of such players or players as desired and such clearance and transfer shall not be granted to such player or players if a charge is laid or monies owed;
  - (x) Keep a register of the particulars of any charge laid against any player or players and make such particulars available to the Board when requested to do so;
  - (xi) keep a register of injuries sustained by all club members;
  - (xii) in the absence of the Chairperson to preside until the immediate election or appointment of a new presiding officer; and
  - (xiii) undertake other duties as requested by the Board.



- (b) The General Manager shall have no authority to act unless directed to do so by the Board of Directors.

### **7.3 Director of Finance**

- (a) The Director of Finance shall:
  - (i) be ex officio a member of all committees, except any nominations committee;
  - (ii) Receive all monies for, and on behalf of, the Club;
  - (iii) ensure that full and accurate records are kept of the accounts of the Club;
  - (iv) sign, in conjunction with the 2 additional directors, all cheques or electronic funds transfer (EFT) for and on behalf of the club;
  - (v) report to the Board of Directors at least once per quarter or at each general meeting as directed by the Board;
  - (vi) arrange and pay for all relevant insurance as agreed with by the Board;
  - (vii) submit an Annual Financial Report to the Annual General Meeting; and
  - (viii) undertake other duties as requested by the Board.
- (b) The Director of Finance has no authority to act unless directed to do so by the Board of Directors.

### **7.4 Director of Football Operations**

- (a) The Director of Football Operations shall:
  - (i) liaise with the Director of Football Administration on all matter football including teams, coaches and managers;
  - (ii) arrange trial games and grading for teams;
  - (iii) arrange teams for training space allocation;
  - (iv) arrange canteen and ground duty rosters; and
  - (v) undertake other duties as requested by the Board.
- (b) The Director of Football Operations shall have no authority to act unless directed to do so by the Board of Directors.

### **7.5 Director of Football Administration**

- (a) The Director of Football Administration shall:
  - (i) keep a ledger, which may be held online, of all registered players, containing the appropriate personal information such as name, address, contact details, date of birth etc;
  - (ii) provide detailed reports, at the request of the Board, on matter such as member numbers, financial status and team allocations etc; and
  - (iii) undertake other duties as requested by the Board.

- (b) The Registrar shall have no authority to act unless directed to do so by the Board of Directors.

## **7.6 Director of Marketing and Publicity**

- (a) The Director of Marketing and Publicity shall:
  - (i) arrange events to raise funds for the club;
  - (ii) maintain the web page;
  - (iii) arrange presentation days or nights;
  - (iv) advertise to members any events and special occasions; and
  - (v) undertake other duties as requested by the Board.
- (b) The Director of Marketing and Publicity shall have no authority to act unless directed to do so by the Board of Directors.

## **8 Annual General Meeting**

### **8.1 Financial Audit**

- (a) A balance sheet and all other necessary accounts and reports shall be prepared and submitted to the auditors with accompanying books and vouchers necessary for examination. All Officers and Directors shall answer and supply all information requested by the auditors.
- (b) The balance sheet and auditor's report will be forwarded by the Public Officer to the Department of Fair Trading within one (1) month of the AGM.

### **8.2 Meeting Agenda**

- (a) An Annual General Meeting shall be held at the completion of the season and before 31st December each year.
- (b) The AGM shall address each of the following items:
  - (i) Acceptance of Minutes from previous AGM;
  - (ii) Annual Report and Balance Sheet;
  - (iii) Auditor's Report;
  - (iv) President Report, on behalf of the Board of Directors; and
  - (v) Election of Directors, Delegates and Officers.
- (c) The Annual General Meeting shall be advertised a minimum of 28 days prior to the date of the meeting.
- (d) All motions to be put before the Annual General Meeting shall be in writing and forwarded to the Secretary a minimum of 14 days prior to the event.

### **8.3 ELECTION OF DIRECTORS, DELEGATES AND OFFICERS**

- (a) Directors and Delegates shall be elected by a majority vote and such election shall be a secret ballot or a show of hands in accordance with the Constitution.
- (b) If there is a change of Directors, including their portfolios, at an AGM, the new Public Officer shall notify the Department of Fair Trading of NSW and the relevant RSO of that change in position within 30 days of the AGM.

## **9 GENERAL MEETINGS**

- (a) The Club shall meet at least once per quarter at such time and place as directed by the Board.
- (b) Each General Meeting shall be advertised a minimum of five (5) days prior to the event.
- (c) Where a Director or club member, as defined by Section 5.1 of the Constitution, cannot attend a meeting at the designated location, they can, by the use of technology, participate from another venue.
- (d) The following items shall be addressed at each meeting:
  - (i) Welcome to new Members;
  - (ii) Confirmation of minutes;
  - (iii) Chairpersons Report;
  - (iv) General Managers Report;
  - (v) Director of Finance report;
  - (vi) Director of Football Operations report;
  - (vii) Director of Football Administration report;
  - (viii) Director of Marketing and Publicity report;
  - (ix) Sponsorship Report;
  - (x) Publicity Report;
  - (xi) Equipment Report;
  - (xii) Delegates Report;
  - (xiii) Actions arising from previous minutes; and
  - (xiv) General business
- (e) At each general meeting a minimum of seven (7) members shall be present to constitute a quorum.
- (f) These meetings shall be called an Ordinary General Meeting otherwise known as a Special General Meeting according to the Constitution.
- (g) All other meetings shall be known as an Extraordinary General Meeting.

## **10 BANKING**

- (a) All monies collected on behalf of the club, including but not limited to canteen sales, equipment sales, registration fees, team fees etc, shall become the property of the Club and be deposited in such bank(s), in the same form received, as determined by the Board.
- (b) Under no circumstances shall:
  - (i) any refunds or monies be paid to any member or Director without the appropriate reimbursement receipts, sighted by the Treasurer and at least two (2) additional Directors.
  - (ii) any monies be paid to any charitable, benevolent welfare, sickness, accident or any other fund not herein provided for in these regulations, until such authority for payment of the same is authorised by the members of the Club in General meetings.
  - (iii) any Director or Management Committee, without consent of the Board, expend or authorise the expenditure of a sum equal to, or in excess of \$500.00.
- (c) All banking accounts shall be in the name of the Club and such accounts shall be operated on by the Treasurer, and a minimum of two (2) additional Directors of the Club.

## **11 POLICIES**

- (a) The Club shall abide by, and administer, all policies endorsed by the NSO, SSO & RSO, including but not limited to:
  - (i) National Disciplinary Regulations
  - (ii) Grievance Resolution Regulations
  - (iii) Privacy Policy
  - (iv) National Anti-Doping Policy
  - (v) Sports Supplements Guidelines

## **12 CLUB AWARDS**

- a) At the end of each regular season, the Board will administer the distribution of awards to premiership winning teams, individual players and members.

## **13 CHARITABLE FUNDS**

- a) The Board will administer the distribution of any funds raised for charitable purpose.

## **14 AMENDMENTS**

- (a) Requests for amendments to these regulations must be in writing a minimum of fourteen (14) days prior to a General Meeting held by the Club.
- (b) A motion for amendments must be carried by a minimum of seventy-five percent (75%) of members, as defined in Section 5.1 of the Constitution, present at the General Meeting.