



HILLS HAWKS FOOTBALL CLUB INCORPORATED

(Incorporated Under the Associations Incorporation Act, 1984)

CONSTITUTION

As adopted by the members at the AGM on 10th November 2008. Incorporating name change from Hills Hawks Soccer Club to Hills Hawks Football Club as approved by the members at the Extraordinary General Meeting on 14th December 2009.



Part 1 – Preliminary

1. Name

The name of the incorporated association is the HILLS HAWKS FOOTBALL CLUB INCORPORATED (in this constitution called “Club”).

2. Objects of the Club

- (1) To organise and develop soccer football – particularly in the Hills District and adjacent areas.
- (2) To improve the soccer football skills of its registered players.
- (3) To sponsor children to play soccer who may especially benefit from this encouragement.
- (4) To foster sportsmanship and fun.
- (5) To develop coaching to cater for the needs of the Club.
- (6) To raise funds to adequately finance these soccer activities.
- (7) To be guided by our Club Code of Conduct.
- (8) That the Club shall do all such things necessary to implement and enforce any decision of the North West Sydney Football (NWSF) and/or New South Wales Amateur Soccer Federation Limited relating to any player, official or person who is a member of or player with the Club or seeks to be a member of or player with the Club.
- (9) Subject to the modifications hereinafter set forth the Rules and Regulations to the Associations Incorporation Act, 1984 (as amended) shall apply to this Club.



3. Definitions

(1) In this constitution:

Commissioner means the Commissioner of the Office of Fair Trading.

Ordinary member means a member of the Committee who is not an office-bearer of the Club, as referred to in Rule 16(2).

Club means – Hills Hawks Football Club Incorporated.

Committee means the Committee of Management of the Club and has the roles and responsibilities as outlined in Rule 15(1).

Secretary means:

- (a) the person holding office under this constitution as secretary of the Club,
or
- (b) if no such person holds that office – the Public Officer of the Club.

Special general meeting means a general meeting of the Club other than an annual general meeting.

The Act means the *Associations Incorporation Act 1984*

The Regulation means the *Associations Incorporation Regulation 1999*.

(2) In this constitution:

- (a) a reference to a function includes a reference to a power, authority and duty, and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the Interpretation Act 1987 apply to and in respect of this



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constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

Part 2 – Membership

4. Membership Qualifications

A person is qualified to be a member of the Club only if:

- (a) A person is a person referred to in section 15(1) (a), (b) or (c) of the Act and has not ceased to be a member of the Club at any time after incorporation of the Club under the Act, or
- (b) The person is a natural person:
 - i) who has been nominated for membership of the Club as provided by Rule 5, and
 - ii) who has been approved for membership of the Club by the Committee of the Club.

5. Nomination for Membership

(1) A nomination of a person for membership of the Club:

- (a) must be made by a member of the Club in writing in the form set out in Appendix 1 to this constitution, and
- (b) must be lodged with the Secretary of the Club

(2) As soon as practicable after receiving a nomination for membership, the Secretary must refer the nomination to the Committee which is to determine whether to approve or to reject the nomination.

(3) As soon as practicable after the Committee makes that determination, the Secretary must:



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- (a) notify the nominee, in writing, that the Committee approved or rejected the nomination (whichever is applicable), and

 - (b) if the Committee approved the nomination, request the nominee to pay (within the period of 28 days after receipt by the nominee of the notification) the sum payable under this constitution by a member as entrance fee and annual subscription.
- (4) The Secretary must, on payment by the nominee of the amounts referred to in clause (3) (b) within the period referred to in that provision, enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the Club.

6. Cessation of Membership

A person ceases to be a member of the Club if the person:

- (a) Dies, or

- (b) Resigns membership, or

- (c) Is expelled from the Club, or

- (d) Is an unfinancial member. A member that has not paid all money due to the Club other than the amount of the annual membership fee payable in respect of the then current financial year (i.e. 1st October to 30th September) shall be classified as being unfinancial.

7. Membership Entitlements not Transferable

A right, privilege or obligation which a person has by reason of being a member of the Club:

- (a) Is not capable of being transferred or transmitted to another person, and



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- (b) Terminates on cessation of the person's membership.



8. Resignation of Membership

- (1) A member of the Club is not entitled to resign that membership except in accordance with this rule
- (2) A member of the Club who has paid all amounts payable by the member to the Club in respect of the member's membership may resign from membership of the Club by first giving to the Secretary written notice of at least one month (or such other period as the Committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (3) If a member of the Club ceases to be a member under clause (2), and in every other case where a member ceases to hold membership, the Secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

9. Register of Members

- (1) The Public officer of the Club must establish and maintain a register of members of the Club specifying the name and address of each person who is a member of the Club together with the date on which the person became a member.
- (2) The register of members must be kept at the principal place of administration of the Club and must be open for inspection, free of charge, by any member of the Club at any reasonable hour.
- (3) A member of the Club may obtain a copy of any part of the register on payment of the fee of \$1 for each page copied, or if some other amount is determined by the Committee, that other amount.



10. Fees and Subscription

- (1) A member of the Club must, on admission to membership, pay to the Club a fee of \$1.00 or, if some other amount is determined by the Committee, that other amount.
- (2) In addition to any amount payable by the member under clause (1), a member of the Club must pay to the Club an annual membership fee of \$0.50 cents or, if some other amount is determined by the Committee, that other amount:
 - (a) except as provided by paragraph (b), before 1st October in each year, or
 - (b) where the member becomes a member on or after 1st October in any year – upon becoming a member and before 1st October in each succeeding year, or
 - (c) as determined by the Committee before the commencement of the official football playing season as determined by the North West Sydney Football (NWSF) in each year.

11. Members' Liabilities

- (1) The liability of a member of the Club to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club is limited to the amount, if any, unpaid by the member in respect of membership of the Club as required by Rule 10.
- (2) If the member is under the age of 18 that member's parents or legal guardians are to be responsible and are to accept the limited liability and unpaid amount on the members behalf.



12. Resolution of Internal Disputes

- (1) Disputes between members (in their capacity as members) of the Club, and disputes between members and the Club, are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.
- (2) At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

13. Disciplining of Members

- (1) A complaint may be made to the Committee by any person that a member of the Club:
 - (a) has persistently refused or neglected to comply with a provision or provisions of this constitution, or
 - (b) has persistently and willfully acted in a manner prejudicial to the interests of the Club.
- (2) On receiving such a complaint, the Committee:
 - (a) must cause notice of the complaint to be served on the member concerned; and
 - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint, and
 - (c) must take into consideration any submissions made by the member in connection with the complaint.



- (3) The Committee may, by resolution, expel the member from the Club or suspend the member from membership of the Club if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- (4) If the Committee expels or suspends a member, the Secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Committee for having taken that action and of the member's right of appeal under Rule 14.
- (5) The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - (b) if within that period the member exercises the right of appeal, unless and until the Club confirms the resolution under Rule 14(5), whichever is the later.

14. Right of Appeal of Disciplined Member

- (1) A member may appeal to the Club in a general meeting against a resolution of the Committee under Rule 13, within 7 days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under clause (1), the Secretary must notify the Committee which is to convene a general meeting of the Club to be held within 28 days after the date on which the Secretary received the notice.
- (4) At a general meeting of the Club convened under clause (3):
 - (a) no business other than the question of the appeal is to be transacted,



and

- (b) the Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) If at the general meeting the Club passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

15. Expelled Persons

- (1) A person that is expelled for life as per Rule 13, 14, 27 and 28 is not able to be readmitted to the Club in any capacity (i.e. member, player, committee, coach, manager) at anytime.
- (2) At every AGM the list of all expelled persons shall be noted in the AGM minutes and be brought to the attention of the incoming Committee members.
- (3) This rule shall also be specifically brought to the attention of the incoming Committee members at the AGM.

Part 3 – The Committee

16. Powers of the Committee

- (1) The committee is to be called the Committee of Management (Committee) of the Club and, subject to the *Act*, the Regulation and this constitution and to any resolution passed by the Club in general meeting:
 - (a) is to control and manage the affairs of the Club, and



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(b) may exercise all such functions as may be exercised by the Club, other than those functions that are required by this constitution to be exercised by a general meeting of members of the Club, and

(c) has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Club.

(2) The Duties and Functions of the office bearers are generally as follows (however each office bearer should have a more thorough job description in a folder, the information should be updated each year to align with current constitution and changes made at Committee level which may affect certain positions):

(a) PRESIDENT shall:

- i. Be chairman at all Committee and Members meetings.
- ii. Be Delegate to public meetings requiring the Club's representation



- iii. Be an Ex-Officio member of all sub-committees
- iv. Ensure that all incoming officials are familiar with the constitution of the Club, their duties, and are properly inducted into their elected office.
- v. Generally ensure that all officials are coping with their duties to the best interests of the Club and players.
- vi. Ensure that the succeeding President elect is made familiar with his duties and inducted into his office.
- vii. Prepare and submit a report for Annual General meeting.
- viii. Be the Chairman of the Discipline and Disputes Committee

(b) VICE PRESIDENT of COMPETITION shall:

- i. Stand in for the President if and when required.
- ii. Organise the grading Committee of the Club's teams in accordance with this constitution
- iii. Appoint a coach and manager to each age group and division. Generally the team coach and manager shall not be husband and wife but exceptions may be sanctioned by the Vice President. Ensure that all team coaches and managers know and carry out their duties – providing each team with an information folder at the beginning of the season.
- iv. Form a Discipline and Disputes Committee with at least three (3) persons, all well experienced in football. The decision of the Discipline and Disputes Committee is final.
- v. Keep all discipline matters brought before him as confidential as possible and keep confidential records on them.
- vi. Be responsible for all discipline matters at team level.
- vii. Ensure that all team managers provide the Games Secretary with a match report for all games played.



- viii. Endeavour to ensure that the Club provides its fair contribution of referees to the Football Association(s) with whom it is affiliated by way of promoting the referees courses to players
- ix. Prepare and submit a report for Annual General meeting

(c) VICE PRESIDENT of MINI FOOTBALL shall:

- i. Stand in for the President if and when required.
- ii. Appoint a coach and manager to each age group and division. Generally the team coach and manager shall not be husband and wife but exceptions may be sanctioned by the Vice President. Ensure that all team coaches and managers know and carry out their duties – providing each team with an information folder at the beginning of the season.
- iii. Form a Discipline and Disputes Committee with at least three (3) persons, all well experienced in football. The decision of the Discipline and Disputes Committee is final.
- iv. Keep all discipline matters brought before him as confidential as possible and keep confidential records on them.
- v. Be responsible for all discipline matters at team level.
- vi. Ensure that all team managers provide the Games Secretary with a match report for all games played.



- vii. Endeavour to ensure that the Club provides its fair contribution of referees to the Football Association(s) with whom it is affiliated by way of promoting the referees courses to players
- viii. Prepare and submit a report for Annual General meeting

(d) VICE PRESIDENT of LADIES shall:

- i. Stand in for the President if and when required.
- ii. Appoint a coach and manager to each age group and division. Generally the team coach and manager shall not be husband and wife but exceptions may be sanctioned by the Vice President. Ensure that all team coaches and managers know and carry out their duties – providing each team with an information folder at the beginning of the season.
- iii. Form a Discipline and Disputes Committee with at least three (3) persons, all well experienced in football. The decision of the Discipline and Disputes Committee is final.
- iv. Keep all discipline matters brought before him as confidential as possible and keep confidential records on them.
- v. Be responsible for all discipline matters at team level.
- vi. Ensure that all team managers provide the Games Secretary with a match report for all games played.



- vii. Endeavour to ensure that the Club provides its fair contribution of referees to the Football Association(s) with whom it is affiliated by way of promoting the referees courses to players
- viii. Prepare and submit a report for Annual General meeting

(e) SECRETARY shall:

- i. Record the essential transactions at the Annual General meeting and Committee meetings.
- ii. Keep all attendance records and apologies received from all meetings.
- iii. Attend to all correspondence as directed by the Committee.
- iv. Assist the President with the administrative part of his duties as required and advise members and office bearers dates and times of meetings.
- v. Maintain a register of all Club documents and books.
- vi. Maintain and administer a register of distinguished players and teams.
- vii. Generally maintain a journal of this Club containing all items of historical interest.
- viii. Co-ordinate all Annual reports.

(f) REGISTRAR shall:

- i. Organise fees collection and report to Committee with records
- ii. Prepare, circulate, collect and collate all players Registration forms.
- iii. Keep the players register up to date. Verify with the team manager that the players with each team are registered by providing a full team list to both coach, manager and Vice President(s).
- iv. Generally allow only 13 players per team, except as otherwise agreed with the Committee.
- v. Organise player fees, collection, and banking of said fees, then report to the Committee.



- vi. Reconcile player fees collected with receipts issued to the satisfaction of the Treasurer.
- (g) ASSISTANT REGISTRAR shall:
- i. Assist the Registrar with their duties as requested.
- (h) GAMES SECRETARY shall:
- i. Collect and keep a record of all game results.
 - ii. Report as required to North West Sydney Football (NWSF).
 - iii. Liase with North West Sydney Football (NWSF) regarding any changes to games and advise Committee, coaches & managers of those changes
- (i) TREASURER shall:
- i. Conduct his administration in accordance with proper accounting procedures.
 - ii. Ensure that the financial affairs are conducted in accordance with this constitution.
 - iii. Receive all moneys, registration fees, etc., for the Club.
 - iv. Make payment of all bills, dues, fees etc., by cheque.
 - v. Arrange signatures for, and maintain trading and interest bearing accounts as determined by the Committee in the name of the Club at the nominated bank. Operating signatures to be any three of the Treasurer, plus two other Committee members.
 - vi. Prepare a budget for the start of the season.
 - vii. Make recommendations to the Committee regarding the coming seasons' registration fees, other income and expenditure.
 - viii. Prepare a monthly written statement for each monthly Committee Meeting and give a copy to the President and Secretary.
 - ix. Advise the Social and Sponsorship Secretary at Committee Meetings regarding fund raising requirements.
 - x. Prepare a detailed income and expenditure statement at the end of the financial year.
 - xi. Prepare submissions for the annual Audit report, ensuring delivery to the Auditor within 14-21 days after of the Club's end



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of financial year.

- xii. Auditors report must be complete and presented at the Annual General Meeting.



- xiii. Keep the necessary yearly records of all financial transactions for at least seven years.
- xiv. Prepare and submit a report for Annual General meeting.

(j) GEAR STEWARD shall:

- i. Be responsible for ordering all equipment, including match balls & training balls, shirts, training bibs etc, and keep inventory of same.
- ii. Issue the equipment to the teams at the beginning of the season, and collect same at the end of the season.
- iii. Do a stocktake of equipment & clothing items at the end of the season for the AGM report.
- iv. Re-stock first aid equipment as required
- v. Prepare a report for each Committee meeting and the Annual General Meeting.
- vi. Organise collection and banking of gear fees.

(k) GROUNDS-MAN shall:

- i. Draw up a roster as to ground use endeavoring to give every team coach reasonable use of the available space.
- ii. Liase with the coaches regarding their requirements from time to time.
- iii. Look after our allocated fields including goal posts, crossbars and line marking in co-operation with any Shire Council as applicable. Be responsible for goal-nets, all flags and training aids.
- iv. Delegate and instruct during the season as to who will look after the grounds for the day, “dressing” the fields etc.,
- v. Work systematically for any rostered or otherwise work to be done, through team managers to ensure that the requested assistance is given
- vi. Organise fields as required for grading, social matches, Gala Day etc.,
- vii. Issue and collect keys, for use by teams for lights and access to

store.





- viii. Prepare and submit a report for Annual General Meeting.
- ix. Keep an inventory of all grounds equipment (i.e. nets and playing field items).
- x. Assess requirements and present a report to the Committee meeting.
- xi. Prepare a report for each Committee meeting and the Annual General Meeting.

(l) PUBLICITY OFFICER shall:

- i. Be editor, publisher and distributor of the 'Green & Gold Post'.
- ii. Form a sub-committee as required to assist him in his task as required.
- iii. Be Public Relations Officer and co-ordinate all publicity in local papers etc.,
- iv. Assist in obtaining sponsorship from the local business community and encourage the football community to look after their sponsor.
- v. Make all sponsors aware that through him they have access to the Club concerning their particular interests.
- vi. Organise signs and related requirements for Registration Day, Gala Day and other events.
- vii. Prepare a report for each Committee meeting and the Annual General Meeting.
- viii. Be responsible for organising changes to the Club's web site following approval from the Committee.
- ix. Organize sponsorships arrangements with suitable individuals or companies.

(m) SOCIAL & SPONSORSHIP SECRETARY shall:

- i. Form a sub-committee as required, to organize social functions and other fund raising activities.
- ii. Aim to cater for all taste levels to gain maximum coverage of parents involved.



- iii. Work in close co-operations with the Treasurer and prepare a programme as early as possible in the season to cater for the perceived social and sponsorship needs of the Club.
- iv. Prepare a report for each Committee meeting and the Annual General Meeting.

(n) CANTEEN CO-ORDINATOR shall:

- i. Form a sub-committee as required to co-ordinate all aspects of the canteen operation at competition matches, Gala Days, etc.,
- ii. Endeavour to maximize returns from the canteen for the Club.
- iii. Ensure the efficient running of the canteen, including ordering product, organizing staff/helpers, paying bills by cheque, banking takings and liaising with the Treasurer to generate a thorough account of expenditure for the Canteen
- iv. Co-operation with the Grounds-man and Social Secretary in areas of common interest such as the rostering of duties (when applicable).
- v. Be responsible for the canteen and co-operate with the Council(s) as applicable.
- vi. When applicable, roster systematically for work to be done, through team managers, to ensure that suitable persons are provided as requested.
- vii. Be responsible for any canteen ordering, payments and accounting related to the canteen.
- viii. Prepare a report for each Committee meeting and the Annual General Meeting.

(o) ASSOCIATION DELEGATE shall:

- i. Attend all meetings of North West Sydney Football (NWSF) at which the Club is required to be present.
- ii. Have authority to vote on behalf of the Club.
- iii. Present a report at each Committee meeting of proceedings at



each meeting attended

- iv. Draw on Committee Members to fully represent the Club at the Annual General Meeting and other meetings of North West Sydney Football (NWSF).

(p) PUBLIC OFFICER shall:

- i. The first Public Officer of the Club under this constitution shall be the person upon whose application the Club is incorporated. If the Office of Public Officer of the Club at any time becomes vacant the Committee shall within fourteen days after it becomes vacant appoint a person to fill that vacancy.
- ii. Any notice demand summons writ or other document or process may be served on the Club by serving it personally on the Public Officer of the Club or by sending it by post to him at his last known address.
- iii. The Public Officer of the Club may hold any other office in the Club.
- iv. A Public Officer of the Club shall within fourteen days after his appointment give notice in writing to the Secretary and NSW Office of Fair Trading of his appointment and of his full name and address. If the Public Officer changes his address he shall within fourteen days after the change give notice in writing to the Secretary and NSW Office of Fair Trading of the change.
- v. Within one month of holding the AGM the Public Officer is required to lodge an annual statement in the prescribed format to the NSW Office of Fair Trading. The Auditors report which was presented to the members at the AGM must be attached to the annual statement.
- vi. The Public Office of the Club shall establish and maintain a register of members specifying the name and address of each person who is a member of the Club.

(q) MEMBER PROTECTION OFFICER shall:

- i. Co-ordinate the Club's response to child protection.
- ii. Administer the record keeping associated with the Prohibited



Employment Declaration.

- iii. Ensure the Working with Children Check process is followed.
- iv. Ensure all people involved with the Club are aware of our child protection policy and relevant codes of conduct.
- v. Have copies of standard reporting forms.
- vi. Be aware of reporting procedures to deal with allegations of abuse.
- vii. Promote child protection awareness.
- viii. Ensure children and adults in the Club have someone to go to if they have a concern or need information on child protection.

(r) CLUB COACH shall:

- i. Endeavor to raise the standard of football throughout the Club.
- ii. Assist in nominating team coaches for the season.
- iii. Maintain contact with and assist team coaches as required.
- iv. Organise such training notes, courses and training procedures as the Club may consider desirable to attain a higher standard of football.
- v. Assist with grading activities as required.
- vi. Keep a record of the coaches re playing experience, coaching experience and coaching training.
- vii. Organise coaching training sessions to develop coaching to the standard required for the continuous development of our players.

17. Constitution and Membership

(1) Subject in the case of the first members of the Committee to section 21 of *Act*, the Committee is to consist of:

- (a) The office-bearers of the Club, and

(2) The office-bearers of the Club are to be:

- (a) President
- (b) Vice President (s) (VP Competition, Mini Football & Ladies when applicable)



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- (c) Secretary
 - (d) Registrar
 - (e) Assistant Registrar
 - (f) Games Secretary
 - (g) Treasurer
 - (h) Gear Steward
 - (i) Groundsman
 - (j) Publicity Officer
 - (k) Social Secretary
 - (l) Canteen Co-Ordinator
 - (m) Association Delegates
 - (n) Public Officer
 - (o) Member Protection Officer
- (3) Each member of the Committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- (4) In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of the Club to fill the vacancy and the member appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- (5) Each member of the Committee shall be at least eighteen years of age and hold office in an honoree capacity during the year for which they are elected.



18. Election of Members

- (1) Nominations of candidates for election as office-bearers of the Club or as ordinary members of the Committee:
 - (a) must be made in writing, signed by 2 members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - (b) must be delivered to the Secretary of the Club at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary members of the Committee is to be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.



19. Secretary

- (1) The Secretary of the Club must, as soon as practicable after being appointed as Secretary, lodge notice with the Club of his or her address.
- (2) It is the duty of the Secretary to keep minutes of:
 - (a) all appointments of office-bearers and members of the Committee,
 - (b) the names of members of the Committee present at a Committee meeting or a general meeting, and
 - (c) all proceedings at Committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

20. Treasurer

It is the duty of the Treasurer of the Club to ensure:

- (a) that all money due to the Club is collected and received and that all payments authorized by the Club are made, and
- (b) that correct books and accounts are kept showing the financial affairs of the Club, including full details of all receipts and expenditure connected with the activities of the Club.



21. Casual Vacancies

For the purposes of this constitution, a casual vacancy in the office of a member of the Committee occurs if the member:

- (a) dies, or
- (b) ceases to be a member of the Club, or
- (c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- (d) resigns office by notice in writing given to the Secretary, or
- (e) is removed from office under Rule 21, or
- (f) becomes a mentally incapacitated person, or
- (g) is absent without the consent of the Committee from all meetings of the Committee held during a period of 3 months.

22. Removal of Member

- (4) The Club in a general meeting may by resolution remove any member of the Committee from the office the member may hold before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (5) A member of the Committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the Secretary or President (not exceeding 14 days) and requests that the representation be notified to the members of the Club. The Secretary or the President may send a copy of the representation to the members and if not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.



23. Meetings and Quorum

- (1) The Committee must meet at least 3 times in each period of 12 months at such place and time as the Committee may determine.
- (2) Additional meetings of the Committee may be convened by the president or by any member of the Committee.
- (3) Oral or written notice of a meeting of the Committee must be given by the Secretary to each member of the Committee at least 48 hours (or such other period as many be unanimously agreed on by the members of the Committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 6 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- (6) No business is to be transacted by the Committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meetings is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the Committee:
 - (a) the President or, in the President's absence, the Vice-President is to preside, or
 - (b) if the President and the Vice-President(s) are absent or unwilling to act,



one of the remaining members of the Committee as may be chosen by the members present at the meeting is to preside.

24. Delegation by Committee to Sub-Committee

- (1) The Committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Club as the Committee thinks fit) the exercise of such of the functions of the Committee as are specified in the instrument, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the Committee by the *Act* or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under this rule, the Committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.
- (6) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn, as it thinks proper.
- (8) All sub-committees shall report on their activities in the preceding 12 months at the AGM or at any other meeting on request of the Committee.



- (9) At every AGM all sub-committees continuing through into the new financial year shall be noted in the AGM minutes and be brought to the attention of the incoming Committee members.



25. Voting and Decisions

- (1) Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee are to be determined by a majority of the votes of members of the Committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote, but in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (6) Subject to Rule 22 (5), the Committee may act despite any vacancy on the Committee.
- (7) Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-committee appointed by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-committee.

Part 4 – Players

26. Player Registration

- (1) A player is required to register each year to play with the Club. The Committee has the right to accept or refuse a registration request.
- (2) If a player's registration is successful then the player shall be bound by this constitution, the Club playing rules and the NWSF playing rules.
- (3) A registered player of the Club is not a member of the Club, but is able to apply to become a member as per Rule 5.
- (4) A registered player of the Club cannot play any game for the Club once the



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competition round has commenced until they have paid their current year registration fees in full.

27. Disciplining of Players

- (1) A complaint may be made to the Committee by any person that a player of the Club:
 - (a) has persistently refused or neglected to comply with a provision or provisions of this constitution, or
 - (b) has persistently and willfully acted in a manner prejudicial to the interests of the Club.

- (2) On receiving such a complaint, the Committee:
 - (a) must cause notice of the complaint to be served on the player concerned; and
 - (b) must give the player at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint, and
 - (c) must take into consideration any submissions made by the player in connection with the complaint.

- (3) The Committee may, by resolution, expel the player from the Club or suspend the player from the Club if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.

- (4) If the Committee expels or suspends a player, the Secretary must, within 7 days after the action is taken, cause written notice to be given to the player of the action taken, of the reasons given by the Committee for having taken that action and of the player's right of appeal under Rule 27.

- (5) The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the player is entitled to appeal against the resolution concerned, or



(b) if within that period the player exercises the right of appeal, unless and until the Club confirms the resolution under Rule 27(5), whichever is the later.

28. Right of Appeal of Disciplined Player

- (1) A player may appeal to the Club in general meeting against a resolution of the Committee under Rule 26, within 7 days after notice of the resolution is served on the player, by lodging with the Secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the player intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a player under clause (1), the Secretary must notify the Committee which is to convene a general meeting of the Club to be held within 28 days after the date on which the Secretary received the notice.
- (4) At a general meeting of the Club convened under clause (3):
 - (a) no business other than the question of the appeal is to be transacted, and
 - (b) the Committee and the player must be given the opportunity to state their respective cases orally or in writing, or both, and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) If at the general meeting the Club passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.



Part 5 – General Meeting

29. Annual General Meetings – holding of

(1) With the exception of the first annual general meeting of the Club, the Club must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Club, convene an annual general meeting of its members.

(2) The Club must hold its first annual general meeting:

(a) within the period of 18 months after its incorporation under the *Act* and

(b) within the period of 6 months after the expiration of the first financial year of the Club.

(3) Clauses (1) & (2) have effect subject to any extension or permission granted by the Commissioner under section 26 (3) of the *Act*.

30. Annual General Meetings – calling of and business at

(1) The annual general meeting of the association is, subject to the *Act* and to Rule 28, to be convened on such date and at such place and time as the Committee thinks fit.

(2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:

(a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting.

(b) to receive from the Committee reports on the activities of the Club during the last preceding financial year.

(c) to elect office-bearers of the Club and ordinary members of the Committee.



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- (d) to receive and consider the statement which is required to be submitted to members under section 26(6) of the *Act*.

- (3) An annual general meeting must be specified as such in the notice convening it.

31. Special General Meetings – calling of

- (1) The Committee may, whenever it thinks fit, convene a special general meeting of the Club.

- (2) The Committee must, on the requisition in writing of at least 5 per cent of the number of members, convene a special general meeting of the Club.

- (3) A requisition of members for a special general meeting:

- (a) must state the purpose or purposes of the meeting, and

- (b) must be signed by the members making the requisition, and

- (c) must be lodged with the Secretary, and

- (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

- (4) If the Committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the Secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

- (5) A special general meeting convened by a member or members as referred to in clause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee and any member who consequently incurs expenses is entitled to be reimbursed by the Club for any expense so incurred.

32. Notice



- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the Secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under Rule 30(2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

33. Procedure

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Six members present in person (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (a) if convened on the requisition of members, is to be dissolved, and



(b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

(4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

34. Presiding Member

(1) The President or, in the President's absence, the Vice-President, is to preside as chairperson at each general meeting of the Club.

(2) If the President and the Vice-President are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

35. Adjournment

(1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) If a general meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting to each member of the Club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(3) Except as provided in clauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.



36. Making of Decisions

- (1) A question arising at a general meeting of the Club is to be determined on a show of hands and , unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the Club, a poll may be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.
- (3) If a poll is demanded at a general meeting, the poll must be taken;
 - (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

37. Special Resolution

A resolution of the Club is a special resolution:

- (a) if it is passed by a majority which comprises at least three-quarters of such members of the Club as, being entitled under this constitution to do so, vote in person or by proxy at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with this constitution, or
- (b) were it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in paragraph (a), if the resolution is passed in a manner specified by the Commissioner.

38. Voting



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- (1) On any question arising at a general meeting of the Club a member has one vote only.
- (2) All votes must be given personally or by proxy but no member may hold more than 5 proxies
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the Club unless all money due and payable by the member or proxy to the Club has been paid, other than the amount of the annual subscription payable in respect of the then current year.
- (5) A member is not entitled to vote at any general meeting unless they have been a member for more than 6 months prior to the date of the general meeting.

39. Appointment of Proxies

- (1) Each member is to be entitled to appoint another member as proxy by notice given to the Secretary
 - i. For proxies sent by post no later than 24 hours before the start time of the meeting in respect of which the proxy is appointed.
 - ii. For proxies personally delivered no later than the start time of the meeting in respect of which the proxy is appointed
- (2) The notice appointing the proxy is to be in the form set out in Appendix 2 to this constitution.

Part 5 – Miscellaneous

40. Insurance

The Club may effect and maintain insurance.

41. Funds - Source



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- (1) The funds of the Club are to be derived from entrance fees and annual subscription of members, donations, registration fees, canteen sales and, subject to any resolution passed by the Club in general meeting, such other sources as the Committee determines.
- (2) All money received by the Club must be deposited as soon as practicable and without deduction to the credit of the Club's bank account.
- (3) The Club must, as soon as practicable after receiving any money, issue an appropriate receipt.

42. Funds – Management

- (1) Subject to any resolution passed by the Club in general meeting, the funds of the Club are to be used in pursuance of the objects of the Club in such manner as the Committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the Committee or employees of the Club, being members or employees authorized to do so by the Committee.

43. Alteration of Objects and Constitution

The statement of objects and this constitution may be altered, rescinded or added to only by a special resolution of the Club.

44. Common Seal

- (1) The common seal of the Club must be kept in the custody of the public officer.
- (2) The common seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures either of 2 members of the Committee or of 1 member of the Committee and of the Public Officer or Secretary.

45. Custody of Books



Except as otherwise provided by this constitution, the Public Officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Club.

46. Inspection of Books

The records, books and other documents of the Club must be open to inspection, free of charge, by a member of the Club at any reasonable hour.

47. Service of Notices

(1) For the purpose of this constitution, a notice may be served on or given to a person:

- (a) by delivering it to the person personally or
- (b) by sending it by pre-paid post to the address of the person, or
- (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

(2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- (b) in the case of a notice send by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- (c) in the case of a notice send by facsimile transmission or some other form of electronic transmission, on the date it was sent, or of the machine from which the transmission was sent produces a report indicating that the notice was send on a later date, on that date.



48. Public Officer

(1) The first Public Officer of the Club under this constitution shall be the person upon whose application the Club is incorporated. If the Office of Public Officer of the Club at any time becomes vacant the Committee shall within fourteen days after it becomes vacant appoint a person to fill that vacancy.

(2) Any notice demand summons writ or other document or process may be served on the Club by serving it personally on the Public Officer of the Club or by sending it by post to him at his last known address.

(3) The Public Officer of the Club may hold any other office in the Club.

(4) A Public Officer of the Club shall within fourteen days after his appointment give notice in writing to the Secretary of his appointment and of his full name and address. If the Public Officer changes his address he shall within fourteen days after the change give notice in writing to the Secretary of the change.

49. Financial Year

For the purposes of this constitution “financial year” – unless the context otherwise indicates, shall mean the period from 1st October, of each calendar year and ending on the 30th September of each succeeding calendar year.

50. Life Member

Any number of persons (per year) may be nominated for Honorary Life Membership of the Club. Nominations should be received in writing to the Secretary, towards the end of the competition round. Nominations will be tabled at a Committee meeting and voted on by secret ballot. The official announcement should be made at the Presentation Day and/or AGM, the presentation to the Life Member will be at whichever event is first, although mentioned at both events. There is no stipulation for any person to be nominated in any one year.

Generally this shall be a person(s) who has retired from active service of the Club and



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one(s) who has given outstanding service including their time and effort, leadership and/or coaching over a length of time. Life Members shall have full participation and voting rights at all meetings

51. Expenditure

- (1) Any reasonable out of pocket expenditure by Club Officials in the course of their duties or Football cause shall be reimbursed.
- (2) Generally, travel expenditure, entertainment or similar shall not be reimbursed.
- (3) Examples of expenditure that may be reimbursed: part of the cost of phone calls by Committee members, stationery, postage, printing.
- (4) Detailed statements giving the nature of expenditure and name of recipient, shall be part of the Treasurer's monthly report.



52. Football Team Manual

- (1) The Football Team Manual shall be checked every year and accepted at the start of the season by the Committee.
- (2) A copy of the manual is to be supplied to each team coach upon their appointment as a team coach.

53. Club Colours

Players: traditionally Club colours are green (emerald) & gold, including some white. Any change to the uniform must be first sanctioned by the Committee then approved by the NWSF.

Goalkeepers: can wear team shorts or goalkeeping pants, their jersey should stand out from their team.

Alternate Strip: must be of different colours to our registered strip, approved by both the Committee and NWSF.

I, HEREBY CERTIFY that the foregoing Rules 1 to 53 (both inclusive) form the Constitution of the Hills Hawks Football Club Incorporated adopted at an Extraordinary General Meeting of the Club held on the 14th day of December, 2009.

Dated this fourteenth day of December, 2009

Signed
Ray Seguna
Public Officer



Appendix 1

(Rule 5 (1))



Hills Hawks Football Club Inc
P.O. Box 154
Galston
NSW 2159

MEMBERSHIP APPLICATION FORM

Hills Hawks Football Club Incorporated (incorporated under the *Associations Incorporation Act 1984*).

I _____ (full name of applicant)
of _____ (address)
_____ (occupation)

Phone No _____ (Home) _____ (Work)

Mobile _____ Email _____

hereby apply to become a member of the Hills Hawks Football Club and in the event of my admission I request that my name be entered into the member register. I agree to be bound by the clubs constitution, code of conduct and memorandum and articles of association.

Signature of applicant Date

The below Club members nominate the applicant who is personally known to them for membership of the Club.

Nominated by _____ Signature _____

Seconded by _____ Signature _____

Please forward completed Membership Application Form to:

**Secretary
Hills Hawks Football Club Inc
PO Box 154
Galston NSW 2159**

COMMITTEE USE ONLY

Application Accepted YES / NO Date _____

Membership Fee being \$1.00 Paid _____

Receipt No _____



Appendix 2
(Rule 38 (2))



Hills Hawks Football Club Inc
P.O. Box 154
Galston
NSW 2159

FORM OF APPOINTMENT OF PROXY

I, _____ (full name)
of _____ (address)

being a member of Hills Hawks Football Club Incorporated (CLUB) hereby appoint

The Chairperson of the Meeting (mark with an "X") **OR**

_____ (write here the full name of the person you are appointing as proxy if this person is someone other than the Chairperson of the Meeting – **must be current financial member of CLUB**)

of _____ (proxies address)

as my proxy to vote for me on my behalf at the general meeting of the Club (annual general meeting or special general meeting, as the case may be) to be held on the _____ day of _____ (month and year) and at any adjournment of that meeting.

Voting directions to your proxy – please mark to indicate your directions.

RESOLUTION	For	Against

PLEASE SIGN HERE

Signature of member appointing proxy Date

Lodgement of a Proxy

This Proxy Form must be received at the address below not later than 24 hours prior to start of general meeting or hand delivered to the Secretary prior to the start of the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Postal address: Secretary

Hills Hawks Football Club Inc

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PO Box 154
Galston NSW 2159