

DAREBIN WOMEN'S SPORTS CLUB INCORPORATED

RULES

**Includes amendments passed at
1998 Annual General Meeting, February 1998,
amendments passed at 2001 Annual General Meeting, December 2001 and
amendments passed at 2009 Annual General Meeting, November 2009**

STATEMENT OF PURPOSES

1. The name of the incorporated Association is the Darebin Women's Sports Club.
2. The purposes for which the incorporated Association is established are;
 - a) to promote and encourage the development and participation of women in sport.
 - b) to promote awareness and encourage the games of Australian Rules football, soccer and other sports as sports for women.
 - c) to provide women with the opportunity to participate in organised sports as players, coaches and officials.
 - d) to promote the development of skills and fitness relevant to Australian Rules Football, soccer and other sports.
 - e) to provide women with the opportunity to play Australian Rules football, soccer and other sports in competitive teams.
 - f) to promote friendly sporting behaviour.
 - g) to assist other organisations in the promotion, encouragement and organisation of women's football and soccer.
 - h) to provide women with the opportunity to participate in the organisation, development and management of a sporting club.
 - i) to provide a friendly and harmonious environment in Associations premises and at Associations social events.

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RULES

1 Name

The name of the incorporated association is Darebin Women's Sports Club Incorporated (in these Rules called ~~the~~ Darebin Falcons and or ~~the~~ Association).

2 Definitions

1. In these Rules, unless the contrary intention appears:

~~The~~ Board means the Board of Management of the Darebin Women's Sports Club

~~The~~ Officer means a member of the Darebin Women's Sports Club Board of Management.

~~The~~ Financial year means the year ending 31 October.

~~The~~ General Meeting means a meeting of members convened in accordance with Rule 15.

~~The~~ Member means a member of the Association.

~~The~~ Junior Member means a member of the Association who is under the age of 18 years.

~~The~~ Act means the *Associations Incorporation Act* 1981.

~~The~~ Regulations means regulations under the Act.

~~The~~ By laws means the by laws of the Association.

~~The~~ W.F.L. means the Victorian Women's Football League of which the Darebin Falcons are affiliated with.

~~The~~ F.V. means Football Federation Victoria of which the Darebin Falcons are affiliated with.

~~The~~ Football means Australian Rules and soccer.

2. In these Rules, a reference to the Secretary of the Association is a reference -

a) where a person holds office under these Rules as Secretary of the Association - to that person; and

b) in any other case, to the public officer of the Association.

3. Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the *Interpretation of Legislation Act* 1984 and the Act as in force from time to time.

3 Qualifications of Membership

(1) Any person who supports the purposes of the Darebin Women's Sports Club is eligible to apply to become a member.

RULES

DAREBIN WOMEN'S SPORTS CLUB

Formally Fairfield Falcons Womens Football Club

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- (2) A person who is nominated and approved for membership as provided in these Rules is eligible to be a member of the Association on payment of the annual subscription payable under these Rules.
- (3) A person who is not a member of the Association at the time of the incorporation of the Association (or who was such a member at that time but has ceased to be a member) shall not be admitted to membership -
- (a) unless she is nominated as provided in sub-clause (4); and
- (b) her admission as a member is approved by the Board.
- (4) A nomination of a person for membership of the Association -
- (a) shall be made in writing in the form set out in *Appendix 1*; and
- (b) shall be lodged with the Secretary of the Association.
- (5) As soon as practicable after the receipt of a nomination, the Secretary shall refer the nomination to the Board.
- (6) Upon a nomination being referred to the Board, the Board shall determine to approve or to reject the nomination.
- (7) Upon a nomination being approved by the Board, the Secretary shall, with as little delay as possible, notify the nominee in writing that she is approved for membership of the Association and request payment within the period of 28 days after receipt of the notification of the sum payable under these rules as the annual subscription.
- (8) The Secretary shall, upon payment of the amount referred to in sub-clause (7) within the period referred to in that sub-clause, enter the nominee's name in the register of members kept by her and, upon the name being so entered, the nominee becomes a member of the Association.
- (9) A member under the age of 18 years, shall be classed as a junior member.
- (10) A right, privilege or obligation of a person by reason of her membership of the Association -
- (a) is not capable of being transferred or transmitted to another person;
- (b) terminates upon the cessation of her membership whether by death or resignation or otherwise.
- (11) The membership of a person shall be deemed to have lapsed if that person does not for two years pay the annual subscription and such a person shall be required to re-join the Association in accordance with sub-clauses (4), (5), (6), (7), and (8).
- (12) A person shall not be admitted as an honorary or temporary member of the Association unless the person is of a class specified in the Rules and the admission is in accordance with the Rules.

4 Annual Subscription

- (1) The annual subscription shall be determined by members at the Annual General Meeting each year.
- (2) The annual subscription is payable at any time after the Annual General Meeting until 31 August, except for new memberships, which shall comply with sub-clause (7).
- Rule 3
- (3) A person shall not be exempted from the obligation to pay the annual subscription for membership of the Association unless the person is of a class specified in the Rules and the admission or exemption is in accordance with the Rules.

5 Register of Members

The Secretary shall keep and maintain a register of all members in which shall be entered the full name, address and date of entry of each member and the register shall be available for inspection by members at the address of the Secretary.

6 Resignation of Member

- (1) A member of the Association who has paid all moneys due and payable by her to the Association may resign from the Association by first giving one months notice in writing to the Secretary of her intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
- (2) Upon the expiration of a notice given under sub-clause (1), the Secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member.

7 Expulsion and Suspension of Members

- (1) Subject to these Rules, the Board may by resolution -
- (a) expel a member from the Association; or
 - (b) suspend a member from membership of the Association for a specified period,
- If the Board is of the opinion that the member -
- (c) has refused or neglected to comply with these Rules; or

- (d) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association.
- (2) The Board may not pass a resolution under sub-clause (1) until it has -
- (a) informed the member in writing of the charge against her;
 - (b) invited the member to respond in person or in writing to the charge;
 - (c) held a hearing to consider the charge and the members response.
- (3) Where the Board passes a resolution under sub-clause (1) the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing -
- (a) setting out the resolution of the Board and the grounds on which it is based;
 - (b) stating that the member may address the Board at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;
 - (c) stating the date, place and time of that meeting;
 - (d) informing the member that she may do one or more of the following -
 - (i) attend that meeting
 - (ii) give to the Board, before the date of that meeting, a written statement seeking the revocation of the resolution;
 - (iii) not later than 24 hours before the date of that meeting, lodge with the Secretary a notice to the effect that she wishes to appeal to the Association in general meeting against the resolution.
- (4) At a meeting of the Board convened under sub-clause (3) the Board shall -
- (a) give to the member an opportunity to be heard;
 - (b) give due consideration to any written statement submitted by the member; and
 - (c) by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the Secretary receives a notice under sub-clause (3,d,iii) she shall notify the Board who shall convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (6) At a general meeting of the Association convened under sub-clause (5) -
- (a) no business other than the question of the appeal shall be transacted;
 - (b) the Board may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - (c) the member shall be given an opportunity to be heard; and

- (d) the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (7) If at the general meeting -
 - (a) two-thirds of the members vote in person or by proxy in favour of the confirmation of the resolution it is confirmed; and
 - (b) in any other case, the resolution is revoked.

8 Board of Management - Powers

- (1) The affairs of the Darebin Women's Sports Club shall be managed by the Board of Management as constituted as provided in Rule 9.
- (2) The Board -
 - (a) shall control and manage the business and affairs of the Darebin Falcons
 - (b) may subject to these Rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Association, other than those powers and functions that are required by these Rules to be exercised by general meetings of members of the Darebin Falcons.
 - (c) subject to these Rules, the Regulations and the Act, has power to perform all such acts and things as appear to the Board to be essential for the proper management of the business and affairs of the Darebin Falcons.
 - (d) may appoint sub-committees.

9 Board of Management - Constitution and Appointment

- (1) The officers of the Darebin Women's Sports Club Board of Management shall consist of -
 - a) a President;
 - b) a Vice-President;
 - c) a Treasurer;
 - d) a Secretary;
 - e) a Social Co-ordinator;
 - f) a Media and Communications officer;
 - g) a Funding and Sponsorship Co-ordinator;
 - h) a representative from each sport; and
 - i) up to four other members

- (2) The election of officers of the Board of Management shall occur at the Annual General Meeting in each year and each officer shall hold office until the next Annual General Meeting of the Association.
- (3) In the event of a casual vacancy in any office referred to in sub-clause (1), the Board shall fill the vacancy by election at an ordinary meeting of the Board of Management.

10 Grounds for termination of office

For the purposes of these Rules, the office of an officer of the Association becomes vacant if the officer -

- a) ceases to be a member of the Association;
- b) resigns her office by notice in writing given to the Secretary;
- c) fails to attend three consecutive meetings without granted leave of absence; or
- d) is dismissed from office following a resolution passed by a 75% majority at a general meeting in accordance with these Rules and is replaced by another member to hold office until the next annual general meeting.

11 Chairperson

At all meetings -

- a) the President, or in her absence, the Vice President shall preside as chairperson;
or
- b) if the President and Vice President are both absent, the members present shall elect one of the remaining officers to preside.

12 Ordinary Meetings

- (1) The Board of Management shall meet at least six times in each year at such place and such times as the Board may determine.
- (2) The Secretary shall be responsible for giving notice of meetings 7 days prior.
- (3) No business shall be transacted unless a quorum of four Board members is present within half an hour of the time appointed for the meeting.
- (4) Meetings are open for any member to attend unless otherwise stated by the Board.

13 Annual General Meetings

- (1) The Darebin Women's Sports Club shall in each calendar year convene an annual general meeting.
- (2) The ordinary business of the annual general meeting shall be to -
 - a) confirm the minutes of the last preceding annual general meeting;
 - b) receive from the Board reports on the activities of the Darebin Falcons during the last preceding financial year;
 - c) receive and consider the financial statement submitted in accordance with the Act; and
 - d) elect officers of the Board of Management.
- (3) The annual general meeting may transact special business of which notice is given in accordance with these Rules.
- (4) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

14 Special General Meetings

- (1) All general meetings other than the annual general meeting shall be called special general meetings.
- (2) The Board may, whenever it thinks fit, convene a special general meeting of the Association and where, but for this sub-clause, more than 15 months would elapse between annual general meetings shall convene a special general meeting before the expiration of that period.
- (3) The Board shall, on the requisition in writing of members representing not less than 10% of the total number of members, convene a special general meeting of the Association.
- (4) The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisition and shall be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- (5) If the Board does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than 3 months after that date.

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- (6) A special general meeting convened by members in pursuance of these Rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Board.

15 General Meetings Notice

- (1) The Secretary of the Association shall at least 21 days before the date fixed for the holding of a general meeting of the Darebin Falcons cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (2) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- (3) A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary who shall include that business in the notice calling the next general meeting after the receipt of the notice.

16 Quorum

- (1) No business shall be transacted at a general meeting unless a quorum of one half of members is present.
- (2) The quorum of one half of members shall not include -
- a) Life members; and
 - b) members with outstanding monies payable to the Association other than the amount of annual subscription payable in respect of the current financial year.

17 Voting

- (1) A question arising at a general meeting of the Darebin Falcons shall 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, and an entry in the minute book of the Association is evidence of the fact without proof of the number of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (2) Upon any question arising at a general meeting of the Association, a member has one vote only.
- (3) All votes shall be given personally or by proxy.

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- (4) In the case of an equality of voting on a question, the chairperson of the meeting is entitled to exercise a second or casting vote.
 - (5) If at a meeting a poll is demanded by not less than five members it shall be taken at the meeting in such manner as the chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
 - (6) A poll that is demanded on the election of a chairperson or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the chairperson may direct.
 - (7) A member is not entitled to vote at a general meeting unless all monies due and payable by her to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.
 - (8)
 - (a) Each member shall be entitled to appoint another member as her proxy by notice given no later than the time stated for the meeting in respect of which the proxy is appointed.
 - (b) The notice appointing the proxy shall be in the form set out in *Appendix*
 - (9) Junior members shall be entitled to vote at a general meeting. A junior members vote shall only be exercised through their parent or legal guardian.

18 Life Members

- (1) A member who has rendered special service to the Association over a period of time may be appointed a life member of the Association.
- (2) Nominations for life member may be submitted by a member and must be received by the Secretary no later than 31 August.
- (3) Nominations shall be accompanied by a description of the nominee's service to the Association.
- (4) Nominations shall be considered by the Board and if supported by a majority shall be deemed appointed a life member.
- (5) The life member shall be announced at the Associations presentation of awards for that year.
- (6) A life member shall enjoy all privileges of Association membership without the payment of the annual subscription.

19 Alteration of Statement of Purposes and Rules

- (1) These Rules and Statement of Purposes of the Association shall not be altered except by special resolution of the members at a properly convened general meeting of the Association and in accordance with these Rules and the provisions of the Act
- (2) Notice of any proposed alterations shall be given to members at least 21 days before the date fixed for holding the meeting.
- (3) Of the members present at the meeting and eligible to vote, not less than 75% must resolve to amend the Rules or Statement of Purposes in the manner desired in the proposed resolution.

20 Minutes

- (1) The Secretary of the Association shall keep minutes of the resolutions and proceedings of each general meeting and each Board of Management meeting in books provided for the purpose together with a record of the names of persons present at meetings.
- (2) The minute books shall be available for inspection by members at the address of the Secretary with 7 days notice given to the Secretary.

21 Service of Notices

- (1) A notice may be served by or on behalf of the Association upon any member either personally, by sending it by post, fax or email (preferred option having been nominated by member) to the member at her address shown in the Register of Members.
- (2) Where a document is properly addressed, pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

22 Sources of Funds

The funds of the Darebin Falcons shall be derived from annual subscriptions, donations, player registration fees and such other sources as the Board determines.

23 Liquor Licence Requirements

- (1) A visitor to the Darebin Women's Sports Club shall not be supplied with liquor in the Associations premises unless the visitor is; -
 - a) a guest in the company of a member of the Association; or
 - b) present at an occasion or function in the Associations premises in respect of which a limited licence pursuant to Section 52 of the *Liquor Control Act 1987* has issued authorising the sale and disposal of liquor to that visitor.
- (2) The Association shall keep a record of each guest and visitor to the Association including their name, address, date of visit and the name of the member introducing the guest or visitor.
- (3) No amount shall be paid to an officer or servant of the Association by way of commission or allowance from receipts of the Association for the sale and disposal of liquor.

24 Treasurer

- (1) The Treasurer of the Association shall -
 - a) collect and receive all monies due to the Association and make all payments authorised by the Board; and
 - b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Darebin Women's Sports Club
- (2) The accounts and books referred to in sub-clause (1) shall be available for inspection by members with 7 days notice given to the treasurer.

25 Signing of negotiable instruments

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by 2 officers of the Board.

26 Public Officer

- (1) The Board may, from time to time, appoint a person as Public Officer of the Association.
- (2) In the event that no appointment is made or the Public Officer resigns or has her appointment withdrawn by the Board, the Secretary shall be the Public Officer.

27 Common seal

- (1) The Common seal of the Association shall be kept in the custody of the Secretary.
- (2) The Common seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the Common seal shall be attested by the signature either of 2 members of the Board or of one member of the Board and of the Public Officer of the Association.

28 Custody of books and other documents

Except as otherwise provided in these Rules, the Secretary shall keep in her custody or under her control all books, documents and securities of the Association.

29 Winding up

In the event of the winding up or the cancellation of the incorporation of the Darebin Falcons, the assets and property after payment of all just debts and liabilities shall be donated to the City of Darebin, to be used for the development of women's sport within their municipality.

30 FFA & FFV MEMBERSHIP (additional rule to meet requirements of FFA & FFV)

Rule 30 applies while the Association remains a member club of FFA.

1. The objects for which the Association is established include to:
 - be the member club of FFA and to comply with the constitution and by-laws of FFA and FFV;
 - prevent infringement of the constitution and by-laws of FFA and FFV and protect Football from abuse;
 - foster friendly relations among the officials and players of Football by encouraging Football games;
 - prevent racial, religious, gender or political discrimination or distinction among Football players;
 - promote, provide for, regulate and ensure effective management of Football competitions, tournaments and games under the control of or authorised by the Association;

co-operate with FFA, FFV and other bodies in the promotion and development of,
or otherwise in relation to, Football, the Statutes and Regulations and the Laws of the Game;

facilitate the provision and maintenance of grounds, playing fields, materials, equipment and other facilities for Football; and

act in the best interests of the Association and Football.

2. Subject to sub-clause 3, an addition, amendment or alteration of the objects in sub-clause 1 or of any other rule contained in these Rules must be approved by Special Resolution.

3. The Association must:

(a) remain an incorporated association (or become a body corporate) to be recognised by FFA and/or FFV and must have the following characteristics:

- (i) it organises teams to participate in competitions sanctioned by FFV or FFA;
- (ii) all members of its teams are entitled to membership;
- (iii) members may vote in an election for any officers of the Association or as ordinary members of the Committee (whether directly if over 18 years of age or indirectly through a proxy, the member's parent or other legal guardian if under 18 years of age);

agrees to be bound by the Statutes and Regulations, the Laws of the Game and those FFA or FFV rules (including the respective constitutions) and by-laws expressed to apply to it; and

prevent infringement of the constitutions and by-laws of FFA and FFV and protect Football from abuse;

- (b) amend:
 - (i) these Rules; or
 - (ii) the By-laws,

to promptly adopt changes in the constitutions and by-laws of FFA and/or FFV made from time to time to the extent that they are applicable to the Association. In this sub-clause the reference to changes to by-laws includes additional or replacement by-laws;

- (c) not otherwise amend or vary these Rules without the consent of FFV (while a member club of FFA) and in accordance with the Act; or
- (d) not otherwise amend or vary any of its By-laws without the consent of FFV (while a member club of FFA).

FFV must consent to any amendment to these Rules or those By-laws which are required by law.

- 4. Subject to applicable law, the Association must:
 - (a) promulgate and comply with, and do everything within its power to enforce compliance with, the Statutes and Regulations and the Laws of the Game; and
 - (b) co-operate with FFA and FFV in all matters relating to the organisation of competitions, the Association's own competitions and Football in general.
- 5. The members of the Association shall consist of:

- (a) ordinary members over 18 years of age who, subject to these Rules, shall have the right to be present, debate and vote at general meetings;
 - (b) social members over 18 years of age being persons other than ordinary members who are interested in promoting the Association but who do not participate in the playing activities (including in the role of player, coach or official) of the Association and who shall not be entitled to be present, debate and vote at general meetings; and
 - (c) junior members under the age of 18 years who, subject to these Rules, are not entitled to hold any office, but shall have the right to be present, debate and vote at general meetings through the junior members' parent or other legal guardian.
6. The Association must procure that each member admitted to membership agrees to be bound by and observe:
- (a) these Rules;
 - (b) the Laws of the Game;
 - (c) the Statutes and Regulations and those of the By-Laws expressed to apply to or in relation to members;
 - (d) the Statutes and Regulations and the constitutions and by-laws of FFA and FFV as enforced from time to time;
 - (e) the FFV Codes of Behaviour and Rules of Competition, as amended from time to time; and
 - (f) the FFA Code of Conduct, as amended from time to time.
7. For the purposes of this Rule 30, unless the contrary intention appears:
- By-law** means a by-law made under these Rules.
- FFA** means Football Federation Australia Limited ACN 106 478 068.
- FIFA** means Federation Internationale de Football Association.

FFV means Football Federation Victoria Incorporated.

Football means Association Football as recognised by FIFA from time to time. To avoid doubt, at the date of adoption of this Rule 35, Football includes the games of Football, soccer football, indoor or 5 a side (Futsal) Football and beach Football.

Laws of the Game means the rules of Football referred to in the Statutes and Regulations.

Member means a member of the Club admitted to membership under Rule 3.

Statutes and Regulations means the Statutes and Regulations of FIFA in force from time to time.

APPENDIX 1

APPLICATION FOR MEMBERSHIP OF THE
DAREBIN WOMEN'S SPORTS CLUB

I,.....

.....
(Name of applicant)

Of.....

.....

.....
(Address)

.....
(Telephone)

desire to become a member of the Darebin Women's Sports Club.

In the event of my admission as a member, I agree to be bound by the Rules of the Association for the time being in force.

.....
Signature of applicant

Date.....

I,....., a member of the Association,
nominate

(Name)

the applicant for membership of the Association.

.....
Signature of Proposer

Date.....

Office Use

RULES

DAREBIN WOMEN'S SPORTS CLUB

Formally Fairfield Falcons Womens Football Club

Date received by Secretary.....
.....

Signature of Secretary

Date approved/denied by Board.....

Date of nominee notified.....
.....

Signature of other Board Member

Date annual subscription received.....
and entered into Register of Member.

APPENDIX 2

FORM OF APPOINTMENT OF PROXY

I, of
(Name) (Address)
.....being a member of the Darebin
Women's Sports Club, hereby appoint
.....
(Name)
of.....
(address)

being a member of the Darebin Women's Sports Club, as my proxy to vote for me on my behalf at the general meeting of the Association (annual general meeting or special general meeting, as the case may be) to be held on

theday of.....year and at any adjournment of that meeting.

My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details)

Signed.....

The.....day of

year.....