ADELAIDE UNIVERSITY SOCCER CLUB

CONSTITUTION

1 NAME

The name of the Club shall be 'The Adelaide University Soccer ClubInc**.**' (AUSC) (hereinafter called the “Club”) and which shall be affiliated to the Adelaide University Sports Association Inc.

2 INTERPRETATION

 In this constitution and in all rules hereunder, the following terms shall mean:

1. The AUSA “Adelaide University Sports Association Inc.”.
2. University “The University of Adelaide”.
3. Board “The Board of the Adelaide University Soccer Club”.
4. The Act “Associations Incorporations Act 1985 (SA)”.
5. Team “Any part of the Club authorised by the Board to organise a team of persons to play in a league sanctioned by the Board, including AUSC Whites, Reds, Blues, Blacks, Women, Juniors, and any other part of the Club that may be so authorised in the future”.

3 OBJECTS

The objects of the Club shall be to:

1. Promote, develop and control the sport of Soccer within the University and its broader community;
2. Maximise the participation in Soccer by students of the University and other like-minded persons;
3. Cooperate with any other organisation whose objectives are similar to the Club provided that any formal affiliation is ratified by the AUSA; and
4. Provide fair and reasonable opportunities for all existing and future teams to play Soccer at the University.

4 MEMBERSHIP

1. All members of the AUSA shall be eligible for membership of the Club.
2. Any person eligible for membership under the terms of the AUSA Constitution on making an application to the Board and on paying the annual subscription shall subject to the other provisions of the Constitution become a financial member of the Club.
3. The Board has the power to refuse admission to the Club of any applicant.
4. The annual subscription is due and payable in advance of the first day of April in each calendar year.
5. Any member whose subscription is more than two months in arears will be suspended from all Club activities without notice and will only be reinstated after payment of all arrears.
6. Playing members of the Club shall not be paid any remuneration but may have their annual fees subsidised by the Club in exceptional circumstances as voted by the Board.
7. Any person who has rendered outstanding service to the Club may be invited by the Board to accept Honorary Life Membership at an Annual General meeting of the Club.
8. Those recommendations by the Board shall be presented at the Annual General Meeting of the Club immediately following the nominations being made at which a two thirds majority of those present and voting shall be required before the invitation is ratified.
9. Any member may resign from the Club by giving notice of resignation in writing to the Secretary.
10. Non-Playing members: Any person who desires to support the Club in an administrative or other non-playing capacity may apply in writing to the Board.
11. Affiliated Playing members:   Any person who is invited to play for the Club in accordance with the supplementary regulations of AUSA will be considered to be a member of the Club if the person takes out financial registration with the AUSA and the Club.

5 Register of members

A register of members must be kept and contain:

1. The name and address of each member
2. The date on which each member was admitted to the association, and
3. If applicable, the date of and reason(s) for termination of membership.

 6 DISCIPLINE OF CLUB MEMBERS

1. The Board may, in accordance with this clause, by the vote of a two thirds majority of those present and voting at any Board meeting, resolve to caution, reprimand, suspend or expel any member of the Club for any specified length of time or for an indefinite period upon proof that the such member has engaged in conduct detrimental to the interests of the Club
2. The reason for the decisions referred to in 5(a) must be notified to the member in writing within seven days of the decision being made.
3. The member has a right of appeal to the decision to a General Meeting of the Club provided that the appeal is made in writing and addressed to the Secretary within fourteen (14) days of notification of the suspension or expulsion.
4. A General Meeting must be called within twenty-eight (28) days of receipt of the appeal to hear the appeal.

7 OFFICE BEARERS

1. The following Board members shall be elected at the Annual General meeting:
	1. Chairperson;
	2. Vice Chairperson;
	3. President;
	4. Secretary;
	5. Treasurer;
	6. Up to 10 general committee members (preferably at least 4) of whom at least one member of the Board has to be an student of the University; and
	7. A Club Patron can be selected at the discretion of the Board. A Club Patron will usually be a person with experience that will be of assistance to the Board in the running of the Club.
2. As many students of the University as possible will be encouraged to nominate for the Board and each Team are encouraged to nominate for representation on the Board.
3. No office Bearer of the Club shall receive any remuneration for services rendered.
4. Office Bearers shall in the normal course hold office until the following elections at which they shall not be disqualified as candidates by reason of previous office.

8 ANNUAL GENERAL MEETINGS

* 1. The Board shall convene an Annual General Meeting of all members once in every calendar year to be held within three months of the winter soccer season ending (September to November) at such time and place as may be determined by the Board.
	2. Notice of the Annual General Meeting shall be given at least fourteen (14) days before such meeting to the AUSA and all financial members of the Club and shall include a statement of the items of business to be brought before such meeting.
	3. The business of the Annual General Meeting shall be to receive the Annual Report and audited Financial Statement, to elect Office Bearers, to appoint an auditor and to transact any other business of which a notice under this Constitution has been given.
	4. At the Annual General Meeting of the Club all Board positions shall be made open for election and those positions filled in the following manner:
		1. The Position of Chairperson shall be declared vacant and a returning officer chosen by those present shall call for nominations and seconds for the position of Chairperson and members shall be asked to vote on the position of Chairperson by secret ballot unless agreed otherwise;
		2. The candidate who polled the highest number of votes shall be elected Chairperson and once the position of Chairperson has been filled, the Chairperson shall declare all remaining positions vacant and the Chairperson shall ask for nominations and seconds for each position;
		3. Members shall be asked to vote on each position by secret ballot unless agreed otherwise; and
		4. Each position shall be filled by the candidate who polled the highest number of votes or where more than one person may be elected to a position, the candidates with the highest number of votes to fill those positions
	5. No person shall fill more than one position on the Board at any one time.

9 GENERAL MEETINGS

* 1. The Board may call a General Meeting of the Club from time to time as required however 14 days notice must be given that the meeting is to occur.
	2. A quorum at a General Meeting shall be double the number of elected board members plus one .
	3. The Chairperson will take the Chair at any General Meeting of the Club.
	4. In the Chairperson’s absence a Board Member should take the chair as agreed between those present by simple majority.
	5. No person shall be competent to vote at any General Meeting unless they are a current financial member of the Club.
	6. All items to be voted upon at a General Meeting shall be passed by a two thirds majority of those present and entitled to vote.
	7. Every resolution passed at any General Meeting of the Club shall be binding on all members of the Club, subject to compliance with rules set down from time to time by AUSA.
	8. There shall be at least two general meetings of the Club in each financial year.
	9. If a notice in writing signed by twenty (20) members of the Club is presented to the Board which calls a General Meeting of the Club, such General Meeting should be organised by the Board within 14 days of receiving the notice and held no more than 14 days following the giving of the notice.

10 CONTROL AND MANAGEMENT

1. The control and management of the Club shall be vested in the Board elected at the Annual General Meeting of the Club.
2. A quorum of the Board shall be 50% of the total number of Board members. If no quorum is reached within fifteen (15) minutes of the notified time of the Meeting, such Meeting will lapse.
3. The Chairperson shall be entitled to take the Chair at all meetings of the Board. In the Chairperson’s absence or unwillingness to act, the members present at the meeting shall choose a Chair from their number.
4. The Board will nominate a delegate from its number to the AUSA Sports Council and the Board may also nominate a deputy to act in the absence of the delegate.
5. The delegate shall submit to the Board at the next meeting a report of each Sports Council meeting attended.
6. The Chairperson shall convene meetings of the Board as required with at least 3 meetings during the year.
7. Every item submitted to a meeting of the Board shall be decided by a majority of the votes of the members present. Every member of the Board, shall be entitled to one vote except that in the case of tie, the Chairperson shall have a casting vote as well as a deliberative vote.
8. Minutes of every meeting of the Board, shall be kept up by the Secretary and shall be submitted by to the Chairperson within seven days of the meeting who will forward them to the Board within two (2) days of receiving an emailed copy for ratification as a true record of the proceedings.
9. The Board shall have the power to make, alter and repeal Club rules (provided that they are not inconsistent with this Constitution or the Act) as it may deem necessary or expedient from time to time.
10. The Club rules will set out how each Team will be governed and organised but at all times the teams are subject to the reasonable direction of the Board.
11. Notice of any proposal to make, alter or repeal any rule shall be given to the Secretary of the Club not less than seven (7) days before the meeting of the Board at which it is intended to present such a proposal.
12. Any such rule altered or repealed by the Board shall be submitted to the AUSA for information.
13. Every resolution of the Board shall be binding upon all members of the Club.
14. A member of the Board having a direct or indirect pecuniary interest in a contract or proposed contract with the Club must disclose the nature and extent of that interest to the Board as required by the Act and shall not vote with respect to that contract or proposed contract. The member of the Board must disclose the nature and extent of his or her interests in the contract at the next annual general meeting of the Club.

11 THE EXECUTIVE

Any three of the Chairperson, Vice Chairperson, President, Treasurer, Secretary shall constitute an Executive of the Club and may act in any way considered beneficial to the Club when an immediate action is required and it is not practical or convenient to call a meeting of the Board.In so acting the Executive must follow due process and follow the rules of natural justice.

12 POWERS

* 1. The Board shall have the power to do such things as are necessary for carrying out the objects of the Club under this Constitution subject to the Act and the rules of the AUSA.
	2. Having considered the best interests of the Club, the Board may, by ordinary resolution at a meeting of the Board, resolve to:
		1. Acquire, hold, deal with and dispose of, any real or personal property;
		2. Administer any property on trust;
		3. Open and operate bank accounts;
		4. Invest its moneys in any security in which trust money may, by Act of Parliament, be invested or in any manner authorised by the rules of the Club;
		5. Borrow money upon such terms and conditions as the Club deems fit;
		6. Give such security for the discharge of liabilities incurred by the Club as the Club deems fit;
		7. Appoint agents to transact any business of the Club on its behalf; and
		8. Enter into any other contract it considers necessary or desirable.

13 PROPERTY

Upon incorporation, all assets and property of the Club shall be immediately and automatically vested in the Club and the Club shall deal with the assets and property of the Club as may be directed by the Board.

14 FINANCE

1. The Club’s financial year shall be from 1 November 1 to 31 October.
2. Subject to provisions of the Act, the Constitution of the AUSA, and the rules made by the AUSA Council or the AUSA, the Board shall have power to control the finances of the Club, to collect annual subscriptions, to collect playing fees levied by the bodies controlling soccer and to collect any levies agree to by the Board which may be necessary to facilitate the operations of the Club.
3. All monies received by the Club shall be paid into a bank account opened in the name of the Club and operated by any two (2) signatories from the Executive of which one must be the Treasurer.
4. The Treasurer shall keep such accounts, and submit such financial statements as the Committee or the AUSA Council may require.
5. An audited statement of receipts and expenditure shall be presented to the Annual General Meeting.
6. When required, a statement of the Club’s finances shall be delivered by the Treasurer to the Chairperson or the Board.

15 DUTIES OF THE SECRETARY

* 1. The Secretary shall:
1. keep a record of the business transacted at all meetings;
2. Keep a copy of the Constitution and all rules made there under for the time being in force;
3. present a report to the Annual General Meeting; and
4. Perform all secretarial duties required by a General Meeting of the Board.

16 GENERAL

Every member of the Club shall be entitled to access a copy of the Constitution and all rules made pursuant to the Constitution.

17 VACANCIES ON THE BOARD

1. If a Board Member wishes to resign from membership of the Board the resignation should be addressed and forwarded to the Secretary, and accepted by the Board.
2. An officer may be removed from their membership of the Board by a two-thirds majority of those present and entitled to vote at a general meeting of the Club.
3. The Board may declare vacant the seat of any member who has been absent for more than three consecutive meetings of the Board.
4. The Board has power at any time to fill any casual vacancy that may occur.
5. All casual vacancies for the Board may be filled by the Board as it sees fit except where a casual vacancy results in a Team not having a representative on the Board and in that case, the Board should do all that is reasonable to fill the casual vacancy by appointing to the Board a member of the Club who represents that team.
6. Any person appointed to fill any casual vacancy among the members of the Board would retain their position only during the remainder of the term for which the predecessor in the position was appointed.

18 SUB-COMMITTEES, OTHER AND CO-OPTED MEMBERS

The Board has the power to appoint standing Committees and Sub-Committees, and to co-opt persons, being members of the Club, who are not members of the Board.

19 AFFILIATION

The Club may choose to abide by the rules of such other bodies as it is affiliated with or is a member of from time to time except as to any rule that is not consistent with this Constitution or the rules of the AUSA.

20 ALTERATION OF AND ADDITION TO CONSTITUTION

1. This Constitution shall not be altered or added to except by resolution proposed at Annual General Meeting of the Club or a General Meeting of the Club called for that purpose, if carried by a two-thirds majority of those present and voting.
2. Any change to this Constitution must also be ratified by the AUSA.

21    DISSOLUTION

The Club shall be dissolved if a resolution that the Club be dissolved is passed at a Special General Meeting by a two-thirds majority of those present and entitled to vote.  If upon dissolution there remains any property or assets, it shall be transferred to the AUSA.