



Constitution of the Majura Junior Soccer Club

Australian Capital Territory
ABN: 26 369 499 451

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**CONSTITUTION OF THE MAJURA JUNIOR SOCCER CLUB
(INCORPORATED)**

Part 1 - Preliminary

Name of the Club

1. The registered name of the Club in accordance with the Act, is the Majura Junior Soccer Club Incorporated (MJSC), operating as and herein referred to as the Majura Football Club (MFC).

Date of Effect

2. This Constitution replaces any previous Constitutions and is effective from 26 September 2020.

Definitions

3. In this Constitution unless the contrary intention appears:

"AGM" means Annual General Meeting;

"SGM" means Special General Meeting;

"Casting Vote" means an extra vote given to a chairperson to decide an issue when the vote on both sides is equal;

"Deliberative Vote" means a normal vote cast by an entitled Member;

"Executive Committee" means the Committee Members listed in Part 3 Clause 28;

"Intellectual Property" means all rights subsisting in copyright, business names, names, trademarks (or signs), logos, designs, equipment including computer software, images (including photographs, videos or films) or service marks relating to the Club or any activity of or conducted, promoted or administered by the Club;

"Life Member" means an individual appointed as a Life Member of the Club; refer to Part 2 Clause 19;

"Member(s)" means member(s) of Majura Football Club – refer to Part 2 Clause 8.

"Operational Role" means a member appointed into an operational role as provided for in clause 41;

"Registered Volunteer" means a Club volunteer registered as undertaking a formal volunteering role within the club, including as coach, manager, or an Operational Role.

"the Act" means the Associations Incorporation Act 1991;

"the Club" means Majura Junior Soccer Club Incorporated, operating as Majura Football Club;

"the Committee" means the Majura Football Club Committee – refer to Part 3 Clause 26;

“Written Notice” means a transmission of correspondence either in electronic or in hardcopy form.

Interpretation

4. In this Constitution:

- a. a reference to a function includes a reference to a power, authority and duty;
- b. a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority of the performance of the duty;
- c. words importing the singular include the plural and vice versa;
- d. words importing any gender include the other genders;
- e. references to persons include corporations and bodies politic;
- f. references to a person include the legal personal representatives, successors and permitted assigns of that person;
- g. a reference to a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction); and
- h. a reference to "writing" or “written notice” shall unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a visible form, including communications sent by electronic means.

Severance

5. If any provision of this Constitution or any phrase contained in it is invalid or unenforceable, the phrase or provision is to be read down if possible, so as to be valid and enforceable, and otherwise shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this Constitution.

Objects of the Club

6. The Objects of the Club are established to:

- a. foster, develop and promote football in the Australian Capital Territory (ACT) and surrounding regions;
- b. provide the opportunity for players to play and enjoy football, regardless of age or skill level;
- c. promote and develop individual and team skills;
- d. promote a healthy life style through sport;
- e. encourage and develop a sense of commitment to fair play and respect for

others, in all members of the Club including players, coaches and supporters;

- f. affiliate and otherwise liaise with Capital Football and/or Football Federation Australia (FFA) of which the Club is a Member and adopt their rule, guidance and policy frameworks to further these Objects;
- g. abide by, promulgate, enforce and secure uniformity in the application of the rules of football [soccer] as may be determined from time to time by FFA or Capital Football and as may be necessary for the management and control of football and related activities in the ACT;
- h. have regard to the public and community interests in its operations;
- i. raise and borrow money on any terms and in any manner as it thinks fit (including by accepting donations or sponsorship); and
- j. undertake and or do all such things or activities which are necessary, incidental or conducive to the advancement of these Objects.

Playing Colours

- 7. The playing colours of the Club are white and royal blue. Subsidiary colours may be used as deemed necessary and approved by the committee.

Part 2 - Membership

Members

- 8. Club members are:
 - a. players validly registered with MFC;
 - b. persons elected to the Committee;
 - c. Life Members;
 - d. Registered Volunteers; and
 - e. parents or guardians of validly registered players.
- 9. The committee shall have the right to refuse membership to any person, however reasons for refusal must be provided.
- 10. Club members will be:
 - a. required to comply with and observe this Constitution and the regulations, by-laws and any determination, resolution or policy (including the club's codes of conduct) which may be made or passed by the Committee or other entity with delegated authority;
 - b. liable for fees and subscriptions as determined by the Committee;
 - c. subject to the jurisdiction of the Club, Capital Football and the FFA; and

- d. entitled to all benefits, advantages, privileges and services of Club membership.
11. A member's right, privilege or obligation cannot be transferred to another person, and terminates when the person's membership ceases.
12. A person ceases to be a member of the Club if the person (also refer to Resignation of Membership):
- a. resigns from membership of the Club;
 - b. is expelled from the Club; or
 - c. fails to renew their membership of the Club (this includes non-payment of Club fees).
13. The committee shall have the power to suspend or cancel the membership of any person for any action deemed detrimental to the Club and its objects, including but not limited to:
- a. false or inaccurate information provided during the member's application for membership of the Club;
 - b. breach of any rule, regulation, by-law or code of conduct of the Club;
 - c. willful damage to Club property; and
 - d. theft of Club property or funds.
14. Any member, whose membership is suspended or terminated in accordance with Clause 13, shall have the right to appeal by presenting their case to an Executive Meeting specifically called for that purpose. The decision of that meeting shall be final.

Resignation of Membership

15. A player can resign from the Club at any time. A player is deemed to have resigned from the Club if they fail to be correctly registered according to Clause 23. The player is required to return all property and equipment that has been issued to them by the Club for the resignation to take effect.
16. Coaches, Managers and other officials may resign at any time, provided they have returned all football equipment, books, records or documents belonging to the Club.
17. Committee members and persons holding an Operational Role may resign at any time with two weeks written notice, provided they have returned all football equipment, books, records or documents belonging to the Club.
18. A member is taken to have resigned if:
- a. the member's annual subscription is more than 12 months in arrears; or
 - b. where no annual subscription is payable:
 - (i) the Club has made a written request to the member to confirm that he or she

wishes to remain a member; and

- (ii) the member has not, within 28 days after receiving that request, confirmed in writing or by written notice that he or she wishes to remain a member.

Life Members

19. A person is eligible to be elected as a Life Member of the Club if:

- a. they have been a member for more than ten years and have served on the Committee for at least 5 years during that time; or
- b. they have been a Registered Volunteer for at least 10 years; or
- c. a majority of the Committee agree that they have rendered extraordinary service to the Club.

20. Life Members must be elected by a two-thirds majority at the Annual General Meeting.

21. Any member may nominate a person to be a Life Member. Nominations must be in received by the Secretary specifying the reasons for nomination, at least 7 days prior to an AGM.

22. Life Members are entitled to vote at AGMs and SGMs.

Registration of Players

23. No player shall play for the Club unless they are correctly and validly registered with the Club.

24. To be correctly and validly registered for the Club, a player must:

- a. fully complete registration using the approved FFA registration process;
- b. pay the full registration fee as determined by the Committee; and
- c. otherwise conform with any other registration policy or requirement of the Club, Capital Football, or the FFA.

25. Registration is required for each separate competition the player wishes to play in, and shall be required to be renewed prior to the start of each competition season

Part 3 – Committee Structure

Composition of the Committee

26. The Committee of the Club shall consist of the Executive Committee and General Committee members.

27. All Executive and General Committee positions are unpaid.

The Executive Committee

28. The Executive Committee shall consist of 4 members;

- a. President;
- b. Vice President;
- c. Secretary; and
- d. Treasurer.

- 29. The Executive Committee will be elected at an AGM or SGM by a majority vote.
- 30. All Executive Committee members shall be eligible for re-election, subject to Clause 33.
- 31. All Executive Committee members must be at least 18 years of age, and a member of the Club in accordance with Part 2 Clause 8.
- 32. Only one Executive Committee position shall be held at one time by any Club member.
- 33. A given individual for a maximum of 5 consecutive years can hold the Executive Committee positions (President, Vice President, Secretary, and Treasurer). The same individual can subsequently hold the position again, but only after a break of at least 1 calendar year.

The General Committee

- 34. The Club shall elect a General Committee which shall consist of between 6 and 10 members. General Committee members may be allocated specific roles and responsibilities. The Committee may alter, replace or create new specific roles and responsibilities from time to time to support the effective operation of the Club.
- 35. The General Committee can be elected by members entitled to vote at the AGM, or at subsequent meetings of the Committee for the new season. Elected General Committee members are then eligible to participate in further business at that meeting.
- 36. All General Committee members are eligible for re-election.
- 37. All General Committee members must be at least 18 years of age.

Vacating and Filling Committee Positions

- 38. If a Committee member is absent from 3 consecutive Committee meetings and the Committee decides that the absence is without reasonable excuse, the Committee position may be declared vacant by a two thirds majority of Committee members present and entitled to vote.
- 39. If a Committee member is considered guilty of conduct prejudicial to the Club or its Objects, the Committee may vote by simple majority to call a SGM to consider removing that person from the Committee. A two-thirds majority of those present and entitled to vote will be required at the SGM to carry the motion.
- 40. Any Committee positions becoming vacant between AGMs may be filled by a simple majority vote by members present and entitled to vote at the next Committee meeting.

Operational Roles

41. The Club shall appoint, through a majority vote of members present at an AGM, SGM or Committee meeting, members into such Operational Roles as the Committee may create from time to time to support the effective operations of the Club. A member appointed to an Operational Role is eligible to participate in and vote on further business at that meeting and at subsequent meetings for the duration of their appointment.
42. All members in operational roles are eligible for re-appointment.
43. All members in operational roles must be at least 18 years of age.

General Duties

44. As soon as practicable after being elected or appointed to the Committee or an Operational Role, each member must become familiar with their duties, this document and the Act.
45. The Committee is collectively responsible for ensuring that the Club complies with the Act and that individual members of the Committee comply with these Rules.
46. Committee members and Operational Role holders must exercise their powers and discharge their duties with reasonable care and diligence.
47. Committee members and Operational Role holders must exercise their powers and discharge their duties:
 - a. in good faith in the best interests of the Club; and
 - b. for a proper purpose.
48. Committee members, Operational Role holders, and former holders of those positions must not make improper use of:
 - a. their position; or
 - b. information acquired by virtue of holding their position.

so as to gain an advantage for themselves or any other person or to cause detriment to the Club.
49. No Committee member, Operational Role Holder or other member may vote on any matter in which they have a financial interest or may receive a financial benefit and must absent themselves from any Committee discussion of that matter.

Part 4 - Duties within the Club

50. The Secretary will retain descriptions for all Committee and Operational Role positions. The Committee may modify the description for any position at any time to suit the operational needs of the Club and to meet the Objects of the Club.

Part 5 - Meetings

Annual General Meeting

51. Notice of the AGM shall be given to every Member and shall be published on the club website. The auditor shall also be entitled to receive notice of the AGM.
52. A notice of an AGM shall specify the place, day and hour of the meeting.
53. At least twenty-one (21) calendar days' notice of an AGM shall be provided.
54. Notices of motion for the AGM must be received by the Secretary at least 14 days prior to the AGM. The Secretary shall publish the agenda on the club website at least 7 days prior to the AGM.
55. Nominations for Committee positions may be accepted at any time up to and including the agenda item dealing with the election of that position at the AGM.
56. A quorum for an AGM is formed when 15 members who are entitled to vote are present. If a quorum is not reached within 30 minutes of the nominated start time, those present shall determine a date within 1 month to reconvene the meeting.

Special General Meeting

57. An SGM shall be convened upon:
 - a. direction from the Executive Committee; or
 - b. a request by at least two-thirds of the Committee being received by the Secretary of the Club; or
 - c. a request by at least 21 members of the Club being received by the Secretary of the Club.
58. A quorum for a SGM is formed when 15 members who are entitled to vote are present.
59. At least 21 calendar days' notice of the SGM shall be provided. The agenda for the SGM must be published on the club website at least 7 days prior to the meeting.

Executive and Committee Meetings

60. The Committee shall meet at least 7 times between the months February to October and at other times as deemed necessary by the President, or upon the request of at least 5 of its members. The Secretary shall provide at least 5 days' notice of Committee meetings.
61. The Executive Committee shall meet as required upon request from at least 2 of its members, or upon direction from the Committee.
62. A quorum for a Committee Meeting is formed when 5 members, including at least 2 members of the Executive Committee, are present.
63. A quorum for an Executive Committee meeting requires 3 members.
64. If a quorum is not reached within 30 minutes of the nominated start time, those present shall determine a date within one month to reconvene the meeting.

65. Where voting at meetings is equal, the chairperson may exercise a casting vote. If the chairperson does not exercise a casting vote, the motion will be lost.

Delegation

66. The Committee may delegate to a member of the Committee, a subcommittee or staff, any of its powers and functions other than:

- a. this power of delegation; or
- b. a duty imposed on the Committee by the Act or any other law.

67. The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.

68. The Committee may, in writing, revoke a delegation wholly or in part.

Use of technology

69. A member not physically present at a meeting mentioned under Part 6 may be permitted to participate in the meeting by the use of technology, which allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.

70. For the purposes of this Part; a member participating in an AGM, SGM or Committee meeting through the use of technology, is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

71. The use of technology by the Committee for voting on issues or courses of action that promote the Objects of the Club, shall be permitted by the use of technology, with the voting outcome minuted at the next Committee meeting.

Part 6 - Voting

Members Entitled to Vote

72. The following members are entitled to one vote at an AGM:

- a. persons who were members of the Committee in the season immediately prior to the AGM;
- b. Life Members;
- c. people who were Registered Volunteers in the season immediately prior to the AGM;
- d. the parents or guardians of players aged under 18 years who were validly registered with the Club in the season immediately prior to the AGM; and
- e. players aged 18 years or older who were validly registered with the Club in the season immediately prior to the AGM.

73. The following members are entitled to one vote at a SGM of the Club:

- a. persons who are members of the Committee;
- b. Life Members;
- c. Registered Volunteers;
- d. the parents or guardians of validly registered players aged under 18 years; and
- e. players aged 18 years or older.

74. At meetings of the Committee, each Committee member shall be entitled to one vote.
75. At any meeting of the Club, each person entitled to vote shall have only one deliberative vote.
76. Unless otherwise specified, voting shall be by simple majority.
77. Votes at all meetings shall be counted by a show of hands or in accordance with Clauses 69-71, with the outcome and methods of voting minuted at the meeting minutes.
78. Where voting at meetings is equal, the chairperson may exercise a casting vote. If the chairperson does not exercise a casting vote, the motion will be lost.
79. No proxy votes are allowed at any Club meeting.

Part 7 - Sub-Committees

80. The Committee may form sub-committees as required to facilitate the management and governance of the Club.
81. The decisions and/or recommendations of any sub-committee require approval by the Committee before coming into effect.

Part 8 – Patron

82. The Club may elect to have a Patron. A Patron of the Club may be elected at an AGM. If a Patron has not been elected at an AGM, the position of Patron may be filled by a simple majority vote by members present and entitled to vote at the next Committee meeting.

Part 9 – Affairs of the Club

83. The affairs of the Club shall be managed by the Committee in meeting which shall have final authority with respect to all affairs of the Club.
84. The Committee may delegate to the Executive Committee, at such times as the Club is not in meeting, the power to manage and control all the affairs of the Club or any specific power or function which may be exercised by the Club.

85. The Executive Committee has the power on behalf of the Club to perform all things as appear to the Executive Committee essential for the proper management of the affairs of the Club, in accordance with the Constitution.
86. Decisions of the Executive Committee exercising power shall be binding on the Club unless and until they are overturned by a later meeting of the Committee.

Part 10 – Finance

Fees

87. Registration fees for all players shall be determined by the Committee as soon as possible, but no later than March of the winter season year, and prior to the commencement of any other competition. These fees will remain valid until the following year unless altered by the Club in a Committee Meeting.
88. The Committee may impose additional fees as it sees fit to ensure the responsible financial viability and management of the Club.
89. The Committee has the right to reduce, defer or waive payment of any fee as it deems appropriate. Any action to reduce, defer or waive payment must be approved by the Committee.

Managing Income and Expenses

90. The financial year of the Club shall be the period from 1 January to 31 December.
91. All monies received on behalf of the Club shall be deposited in an account(s) with a recognised financial institution in the name of the Club.
92. The income and property of the Club shall be applied solely towards the promotion of the objects of the Club.
93. All accounts of the Club, with the exception of a credit card approved under clause 96, shall be operated by 2 of the authorised signatories of the accounts who shall be drawn from the Executive Committee and a Operational Role.
94. The Executive Committee has the right to approve spending on behalf of the Club up to a maximum of \$1000 prior to approval by the General Committee.
95. Except with the authority of the Committee, no payment of a sum exceeding \$1000 shall be made from the funds of the Club.
96. The Committee may approve the issuing of a credit or debit card to the Administration Officer, Canteen Manager or the holder of another Operational Role to enable payment of Club expenses and liabilities where other forms of payment are impracticable.
97. All purchases on a credit or debit card must be approved before purchase in line with Clause 94 and 95.
98. A credit card may not have an available balance of more than \$5,000, and the

account linked to a debit card may not have a balance of more than \$5,000 for a period of time of more than 2 business days.

99. The debit/credit card cannot be used for the following under any circumstances:
- a. the purchase of firearms, fireworks, pornography or tobacco products;
 - b. cash advances, over-the-counter cash withdrawals, ATM transactions or the purchase of bank cheques, travellers' cheques or foreign currency;
 - c. personal expenditure; or
 - d. the payment of fines, payroll, reimbursement or grants.
100. Any other loan or overdraft account may only be opened following agreement from a two-third majority of the Committee present at a meeting. A statement of that account showing all transactions must be presented as part of the Treasurer's report at each Committee meeting

Auditor

101. An Auditor shall be appointed at the AGM.
102. The Auditor shall examine and audit all the books and accounts of the Club annually, and have the power to call for all books, accounts, papers, receipts, records etc. of the Club and to report thereon to the AGM.

Part 11 – Liability

103. The Club is not responsible or liable for any claim or compensation for damages or injury by a member of the Club incurred while on official business of the Club or while travelling to or from any competition in which the Club is involved.
104. A Committee member of the Club is not liable to contribute towards payment of the debts and liabilities of the Club, or costs, charges and expenses of dissolution of the Club by reason only that the person is a Committee member of the Club.

Part 12 – Disputes and Discipline

105. All members of the Club shall be subject to the Club's Constitution, by-laws, policies and Codes of Conduct.
106. If a member breaches any provision of the Constitution, or any endorsed policy of the Club, or any Code of Conduct, or where a charge of bringing the Club into disrepute has been made against a member, the Committee may designate a disciplinary panel to examine the circumstances of the breach or charge.
107. The disciplinary panel will be in accordance with Club policy.
108. The disciplinary panel may call any member to come before it to provide information, and examine whatever documents it requires in investigating the breach or charge.

109. Any Committee member currently associated with a member under investigation will declare a conflict of interest and exclude themselves from the disciplinary panel.

110. Under no circumstances will legal counsel be allowed to represent or accompany any person appearing before the disciplinary panel. The panel may, in its discretion, allow a support person to attend any panel hearings.

111. The disciplinary panel will provide a report and recommendations for consideration by the Committee which may impose any or all of the following penalties:

- a. official reprimand; or
- b. suspension of the member from playing or attending any or all games and/or training; or
- c. disqualification or expulsion from membership of the Club without refund of any fees paid by the member; or
- d. a combination of the above.

112. The Committee's decision based on the report and/or recommendations of the disciplinary panel shall be final.

Appeals

113. The Executive Committee shall hear and determine all appeals arising from decisions taken by the Club, except as specified in Part 12 Clause 113.

114. Appeals to the Executive Committee must be received in writing, fully setting out the circumstances of the matter or decision under dispute, and be received within 15 working days after the decision to subject the dispute to an appeal. The member lodging the appeal must be given at least 5 business days' notice of any appeal hearing.

115. The Executive Committee may require any member to appear before it or request any documentation which it deems pertinent to its deliberations.

116. No-one shall be allowed legal representation at any appeal hearing. The Executive Committee may, in its discretion, allow a support person to attend any panel hearings.

Part 13 – Records

117. The Club shall keep and make available for inspection the following records:

- a. a register of members, including registered players;
- b. cheque books, passbooks, invoice books, balance sheets, audited financial statements; auditor's reports and other financial records; and
- c. other administrative documents and records of the Club.

118. The documents and records specified in Clause 117, may be inspected by members at a reasonable time nominated by the Committee. Any request must be submitted in writing and may be refused by the Committee, if the Committee considers that disclosure of the information sought would breach the privacy of another member or severely damage the reputation of the Club.

Part 14 – Amendments to the Constitution

119. No Clause of the Constitution shall be amended or repealed unless approved by a three quarters majority of eligible members at an AGM, or a SGM specifically called for that purpose.

Part 15 – Dissolution

120. The Club shall be dissolved if:

- a. the Club becomes insolvent; and/or
- b. a resolution to this effect is passed by a three quarters majority at an AGM.

121. In the event of dissolution, all records of the Club shall be transferred to Capital Football for archiving purposes.

122. Any assets remaining after payment of all debts and liabilities shall be distributed to another incorporated Club having Objects similar to those of the Club, or to a charity determined by resolution of the Club members.