



Macquarie United Football Club Inc
CONSITUTION

VERSION 4
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REVIEW HISTORY OF MACQUARIE UNITED FOOTBALL CLUB INC**CONSTITUTION**

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STATEMENT OF OBJECTS & RULES
of
MACQUARIE UNITED FOOTBALL CLUB INC

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STATEMENT OF OBJECTS

Of

MACQUARIE UNITED FOOTBALL CLUB INC

1.
 - (a) Macquarie United Football Club Inc. shall at all times be bound by the Constitution, Rules and Regulations of Football New South Wales Limited;
 - (b) Where there is any inconsistency between any provision of the Constitution and or Rules and Regulations of Macquarie United Football Club Inc and those of Football New South Wales Limited, then to the extent of such inconsistency the Constitution Rules and Regulations Football New South Wales Limited shall prevail;
 - (c) Macquarie United Football Club Inc shall be bound by the lawful decisions of the Board of Football New South Wales and shall do all things reasonably necessary to implement and enforce such decisions.
2. The name of the body is Macquarie United Football Club Inc. (hereinafter called “MUFC”).
3. On and from registration pursuant to the provisions of the Association Incorporation Act, 1984, the name of the body shall be MACQUARIE UNITED FOOTBALL CLUB INCORPORATED.
4. The headquarters of MUFC will be Bathurst where all meetings will be held unless another venue is decided upon at an annual general meeting.
5. The objects for which MUFC is established are:
 - (a)
 - (i) To encourage the provision and development of appropriate facilities for the participation in and the enjoyment of soccer/ football within the State of New South Wales and, in particular, within the district of Bathurst;
 - (ii) To construct, manage, control, maintain, operate and promote the use of appropriate facilities for soccer/ football within the State of New South Wales and, in particular, within the district of Bathurst; and
 - (iii) To engage in any other activity in relation to control, promotion, integration and fostering of participation and development in all levels of football in the State of New South Wales as may be approved of by a three-quarter majority of the members of MUFC in a general meeting may determine; and

- (iv) To uphold the principle of good sportsmanship in the conduct of all club members for the benefit of all who take part.
- (b) *Solely for the purposes of carrying out the aforesaid objects and not otherwise;*
 - (i) To make Rules and by-laws on matters authorised by or necessary or convenient to give effect to the aforementioned objects, insofar as such Rules or by-laws are not inconsistent with such objects; and
 - (ii) To call for, receive and deal with reports from the committee, other committees, affiliated bodies, subsidiary bodies, officers and officials; and
 - (iii) To keep authentic records of all matters appertaining to the affairs of MUFC and to keep records of members of MUFC; and
 - (iv) To regulate its own procedures, to create, nominate and appoint subcommittees to administer specific areas of responsibility as the needs arise and with powers not inconsistent with the aforementioned objects as may be deemed desirable and to withdraw such powers when deemed necessary; and
 - (v) To hold or arrange competitions and provide or contribute towards the provision of prizes, awards and distinctions in connection therewith; provided that no member of MUFC shall receive any prize, award or distinction of monetary value except as a successful competitor at any competition held or promoted by MUFC; and
 - (vi) To subscribe to, become a member of and co-operate with or amalgamate with an other incorporated organisation whose objects are similar to those of MUFC; provided that MUFC shall not subscribe to or support with its funds or amalgamate with any incorporated organisation which does not prohibit the distribution of its income or property among its members to an extent at least as great as that imposed upon MUFC under or by virtue of Clause 4 of these objects and
 - (vii) To buy, sell and deal in all kinds of apparatus and all kinds of provisions, liquid and solid, required by the members of MUFC or persons frequenting MUFC's premises; and
 - (viii) To purchase, take on, lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and rights or privileges which may be required for the purposes of, or capable of being conveniently used in connection with any of the objects of MUFC, provided that, in case MUFC shall take or hold any property which may be subject to any trusts, MUFC shall only deal with the same in such manner as is allowed by law having regard to such trusts; and

- (ix) To enter into any arrangements with any Government or authority supreme, municipal, local or otherwise that may seem conducive to MUFC's objects or any of them and to obtain from any such Government or authority any rights, privileges and concessions which MUFC may think desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions; and
- (x) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purpose of MUFC; and
- (xi) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance MUFC's interests to contribute to, subsidise or otherwise assist and take part in the construction, improvements, maintenance's, development, working, management, carrying out, alteration of control thereof; and
- (xii) To invest and deal with the money of MUFC not immediately required in such manner as the committee thinks fit; and
- (xiii) To borrow or raise or secure the payment of money in such a manner as MUFC may think fit and to secure the same or the repayment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into MUFC in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any MUFC's property (both present and future) and to purchase, redeem or pay off such securities; and
- (xiv) To make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments; and
- (xv) To sell, improve manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of MUFC; and
- (xvi) To take or hold mortgages, liens and charges to secure payment of the purchase price or any unpaid balance of the purchase price of any part of MUFC's property of whatsoever kind sold by MUFC or any money due to MUFC from purchasers and others; and
- (xvii) To take any gift of property whether subject to any special trust or not for any or more of the objects of MUFC but subject always to the proviso in paragraph (viii) of this Clause 3; and
- (xviii) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of MUFC in the shape of donations, annual subscriptions or otherwise; and

- (xix) To print and publish any newspaper, periodicals, books or leaflets that MUFC may think desirable for the promotion of its objects; and
 - (xx) To purchase or otherwise acquire and undertake all or any part of the property, assets liabilities and engagements of any one or more of MUFC 's, institutions, societies or companies with which MUFC is authorised to amalgamate; and
 - (xxi) To transfer all or any part of the property, assets, liabilities and engagements of MUFC to any one or more of MUFC's, institutions, societies or companies with which MUFC is authorised to amalgamate; and
 - (xxii) To make donations for patriotic or charitable purposes.
6. The income and property of MUFC whencesoever derived, shall be applied solely towards the promotion of the objects of MUFC as set forth in this Statement of Objects and no portion thereof shall be paid or transferred directly or indirectly by way of divided bonus or otherwise to the members of MUFC; provided that nothing herein contained shall prevent the payment in good faith or remuneration to any officers or servants of MUFC or to any member of MUFC in return for any services actually rendered to MUFC or for goods services actually rendered to MUFC or for goods supplied in the ordinary and usual way of business nor prevent the payment of interest at a rate not exceeding the rate for the time being fixed for the purpose of this paragraph by the Rules of Association on money borrowed from any member of MUFC or reasonable and proper rent for premises demised or let by any member of MUFC.
7. The liability of the members is limited.
8. If, upon winding up or dissolution of MUFC, there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of MUFC but shall be given or transferred to some other institution or institutions whose Statement of Objects or constitution shall prohibit the distribution of its income and property among its or their members to an extent at least as great as is imposed on MUFC under or by virtue of Clause 3 hereof, such institution or institutions to be determined by the members of MUFC at or before the time of the dissolution and in default thereof by application to the Supreme Court for determination.
9. True accounts shall be kept of the sums of money received and expended by MUFC and the matter in respect of which such receipts and expenditure takes place and of the property, credits and liabilities of MUFC and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the Rules of Association for the time being in force shall be open to the inspection of the members. Once, at least, in every year the accounts of MUFC shall be examined by one or more properly qualified accountant or accountants who shall report to the members of MUFC.

ASSOCIATION INCORPORATION ACT, 1984

RULES OF

MACQUARIE UNITED FOOTBALL CLUB INC.

PART 1: PRELIMINARY INTERPRETATION

RULE 1

- (a) In these Rules, except in so far as the context or subject-matter otherwise indicates or requires “MUFC” means Macquarie United Football Club Incorporated.

“Ordinary member” means a member of the club who is not a member of the executive of MUFC, as referred to in Rule 14 (2);

“Player” means a currently registered participant of a MUFC team in any age group.

“Secretary” means the person holding office under these Rules as secretary of MUFC;

“Special general meeting” means a general meeting of MUFC other than annual general meeting;

“The Act” means Associations Incorporation Act, 1984.

“The Regulation” means Associations Incorporation Regulations, 1985.

- (b) In these Rules:
- (i) A reference to a function includes a reference to a power, authority and duty; and
 - (ii) A reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.
- (c) The provisions of the Interpretation Act, 1897 apply to and in respect of these Rules in the same manner as those provisions would apply if these Rules were an instrument made under the Act.

OBJECTS**RULE 2**

MUFC is established for the purposes set out in the Statement of Objects.

PART 2: MEMBERSHIP**MEMBERSHIP QUALIFICATIONS****RULE 3**

A person is qualified to be a member of MUFC if, but only if –

- (a) The person is a person referred to in section 15(a), (b) or (c) of the Act and has not ceased to be a member of MUFC at any time after incorporation of MUFC under the Act; or
- (b) The persons listed in Appendix 2 of the MUFC By-Laws who have been elected as life members prior to incorporation; or
- (c) The person is a natural person who:
 - (i) Has been nominated for life membership of MUFC as provided by Rule 4; and
 - (ii) Has been approved for life membership of MUFC by the members of MUFC at an annual general meeting; or
 - (iii) Has been nominated for membership of MUFC as provided by Rule 4; and
 - (iv) Has been approved for membership of MUFC by the committee of MUFC.
 - (v) Has registered as a player in the current financial year and is fully financial with Macquarie United Football Club.

NOMINATION FOR MEMBERSHIP**RULE 4**

- (a) A nomination of a person for life membership of MUFC:
 - (i) Shall be made by a member of MUFC in writing in the form set out in Appendix 2 to these Rules; and
 - (ii) Shall be lodged with the secretary of MUFC at least 42 days prior to an annual general meeting.
- (b) As soon as practicable after receiving a nomination for life membership, but at least 30 days prior to an annual general meeting, the secretary shall circulate the name of the nominee to all members of MUFC who shall determine whether to approve or to reject the nomination.
- (c) Where the members of MUFC determine to approve a nomination for life membership the secretary shall as soon as practicable after the determination, notify the nominee of that approval.
- (d) The secretary shall enter the nominee's name in the register of life members and, upon the name being so entered; the nominee becomes a life member of MUFC.
- (e) Life members are exempt from entrance fees and annual subscriptions.
- (f) A nomination of a person for membership of MUFC:
 - (i) Shall be made by a member of MUFC in writing in the form set out in Appendix 3 to these Rules; and
 - (ii) Shall be lodged with the secretary of MUFC.
- (g) As soon as practicable after receiving a nomination for membership, the secretary shall refer the nomination to the committee, which shall determine whether to approve or to reject the nomination.
- (h) Where the committee determines to approve a nomination for membership the secretary shall, as soon as practicable after the determination, notify the nominee of that approval and request the nominee to pay within the period of 28 days after receipt by the nominee of the notification the sum payable under these Rules by a member as entrance fee and annual subscription.

- (i) The secretary shall, on payment by the nominee of the amount referred to in clause (8) within the period referred to in that clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of MUFC, provided nevertheless that if such payment be not made within 2 calendar months after the date of the notice, the committee may, in its discretion, cancel its acceptance of the nomination for membership of MUFC.
- (j) In no case shall the committee be required to give reason for the rejection of a nomination.
- (k) Membership for the current year is to be paid prior to that member being deemed financial and able to vote at any meetings.
- (l) MUFC will automatically recognise any player who has paid their full registration fees for the current financial year as a member of MUFC.

CESSATION OF MEMBERSHIP

RULE 5:

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

- (a) In case of a life members, dies; or
- (b) In the case of all other members the person:
 - (i) Dies;
 - (ii) Resigns that membership;
 - (iii) Fails to pay MUFC the annual membership fee as provided by Rule 9 (b) (i); or
 - (iv) Is expelled from MUFC.

MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

RULE 6:

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

- (a) Is not capable of being transferred or transmitted to another person; and
- (b) Terminates upon cessation of the person's membership.

RESIGNATION OF MEMBERSHIP**RULE 7:**

A member of MUFC is not entitled to resign that membership except in accordance with this Rule.

- (a) A member of MUFC who has paid all amounts payable by the member to MUFC in respect of member's membership may resign from membership of MUFC by first giving notice (being not less than 1 month or not less than such other period as the committee may determine) in writing to the secretary of the member's intention to resign and, upon expiration of the period of notice, the member ceases to be a member or;
- (b) Ceases to remain financial with MUFC
- (c) Where a member of MUFC ceases to be a member pursuant to clause (a) and in every other case where a member ceases to hold membership, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

REGISTER OF MEMBERS**RULE 8:**

- (a) The public officer of MUFC shall establish and maintain a register of members of MUFC specifying the name and address of each person who is a member of MUFC together with the date on which the person becomes a member.
- (b) The register of members shall be kept at the principal place of administration of MUFC and shall be open for inspection, free of charge, by any member of MUFC at any reasonable hour.

FEES, SUBSCRIPTIONS, ETC**RULE 9:**

- (a) A new member of MUFC shall, upon admission to membership pay to MUFC Inc a fee of \$1.00 or, where some other amount is determined by the committee, of that other amount.
- (b) In addition to any amount payable by the member under clause (a) a member of MUFC shall pay to MUFC an annual membership fee of \$1.00 or, where some other amount is determined by the committee, of that other amount before the first AGM in each calendar year;
- (c) A player shall pay in full the prescribed registration fees as set by the committee at the AGM in each calendar year.

MEMBERS' LIABILITIES**RULE 10:**

The liability of a member of MUFC to contribute towards the payment of the debts and liabilities of MUFC or the costs, charges and expenses of the winding up of MUFC is limited to the amount if any, unpaid by the member in respect of membership of MUFC as required by Rule 9.

DISCIPLINING OF MEMBERS**RULE 11**

- (a) Where the committee is of the opinion that a member of MUFC:
 - (i) Has persistently refused or neglected to comply with a provision or provisions of these Rules; or
 - (ii) Has persistently and wilfully acted in a manner prejudicial to the interests of MUFC; or
 - (iii) Makes public statements which in the opinion of the committee are damaging to the reputation of MUFC or it's committee, the committee may, by resolution:
 - (a) Expel the member from MUFC; or
 - (b) Suspend the member from membership of MUFC for a specified period.

- (b) A resolution of the committee under clause (a) is of no effect unless the committee, at a meeting held not earlier than 14 days and not less than 28 days after service on the member of a notice under clause (c), confirms the resolution in accordance with this Rule.
- (c) Where the committee passes a resolution under clause (i), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member:
 - (i) Setting out the resolution of the committee and the grounds on which it is based.
 - (ii) Stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice.
 - (iii) Stating the date, place and time of that meeting; and
 - (iv) Informing the member that the member may do either or both of the following:
 - (a) Attend and speak at that meeting;
 - (b) Submit to the committee at or prior to the date of that meeting written representations relating to the resolution.
- (d) At a meeting of the committee held as referred to in clause (c), the committee shall –
 - (i) Give to the member an opportunity to make oral representations;
 - (ii) Give due consideration to any written representations submitted to the committee by the member at or prior to the meeting; and
 - (iii) By resolution determine whether to confirm or revoke the resolution.
- (e) Where the committee confirms a resolution under clause (d), the secretary shall, within 7 days after that confirmation, by notice in writing inform the member of the fact and of the member's right of appeal under Rule 12.
- (f) A resolution confirmed by the committee under clause (d) does not take effect
 - (i) Until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
 - (ii) Where within that period the member exercises the right of appeal, unless and until MUFC confirms the resolution pursuant to Rule 12 (d).

RIGHT OF APPEAL OF DISCIPLINED MEMBER**RULE 12:**

- (a) A member may appeal to MUFC in a special general meeting against a resolution of the committee which is confirmed under Rule 11 (d), within 7 days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.
- (b) Upon receipt of a notice from a member under clause (a), the secretary shall notify the committee, which shall convene a special general meeting of MUFC to be held within 21 days after the date on which the secretary received the notice.
- (c) At a special general meeting of MUFC convened under clause (b):
 - (i) No business other than the question of the appeal shall be transacted;
 - (ii) The committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and
 - (iii) The members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (d) If at the special general meeting MUFC passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART 3 THE COMMITTEE**POWERS OF THE COMMITTEE****RULE 13:**

The committee shall be called the committee of management of MUFC and, subject to the Act, the Regulation and these Rules and to any resolution passed by MUFC in a general meeting, shall control and manage the affairs of MUFC.

CONSTITUTION AND MEMBERSHIP

RULE 14:

- (a) Subject in the case of the first members of the committee to section 21 of the act. The committee of management shall consist of:
 - (i) The members of the Executive of MUFC; and
 - (ii) The Child Protection Officer, the Publicity Officer, the Junior Coordinator and the Property Officer, each of whom shall be elected at the annual general meeting of MUFC pursuant to Rule 15.
- (b) The executive of MUFC shall be:
 - (i) The President;
 - (ii) The Vice President;
 - (iii) The Treasurer;
 - (iv) The Secretary;
- (c) Each member of the committee shall, subject to these Rules, hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- (d) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of MUFC to fill the vacancy and the member so appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

ELECTION OF MEMBERS**RULE 15:**

- (a) Nominations of candidates for election as executive members of MUFC or as other members of the committee.
 - (i) Shall be in writing, either by the use of the nomination form in appendix 5, or by general letter, signed by 2 members of MUFC and accompanied by the written consent of the candidate (which maybe endorsed on the form of nomination); and
 - (ii) Shall be delivered to the secretary of MUFC not less than 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (b) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- (c) If insufficient further nominations are received any vacant position remaining on the committee shall be deemed to be casual vacancies.
- (d) If the number of nominations received is equal to the number of vacancies to be filled the persons nominated shall be deemed to be elected.
- (e) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (f) The ballot for elections of executive members and other members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

SECRETARY**RULE 16:**

The Secretary shall:

- (a) Be the Public Officer of MUFC and
- (b) As soon as practicable after being appointed, lodge notice with MUFC and the Office of Fair Trading of his or her address and
- (c) Keep minutes of:
 - (i) All appointments of executive members and other members of the committee.
 - (ii) The names of committee members present at a committee meeting or a general meeting; and
 - (iii) All proceedings at committee meetings and general meetings; and
 - (iv) The names of members of MUFC present at a general meeting and
- (d) See that the Minutes of proceedings at a meeting are signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

TREASURER**RULE 17:**

It is the duty of the treasurer of MUFC to ensure that:

- (a) All money due to MUFC is collected and received and that all payments authorised by MUFC are made; and
- (b) Correct books and accounts are kept showing the financial affair of MUFC including full details of all receipts and expenditure connected with the activities of MUFC; and
- (c) Current bank statements, chequebooks and deposit books are tabled at each committee meeting and at each general meeting.

CASUAL VACANCIES**RULE 18**

For the purpose of these Rules, a casual vacancy in the office of a member of the committee occurs if the member:

- (a) Dies;
- (b) Ceases to be a member of MUFC;
- (c) Becomes an insolvent under administration within the meaning of the Companies (New South Wales) Code;
- (d) Resigns office by notice in writing to the secretary;
- (e) Is removed from office under Rule 19;
- (f) Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- (g) Is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

REMOVAL OF A MEMBER**RULE 19:**

- (a) MUFC in a special general meeting may by resolution remove any member of the committee from the office of member 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.
- (b) Where a member of the committee to whom a proposed resolution referred to in clause (a) relates makes representation in writing to the secretary or president (not exceeding a reasonable length) and requests that the representation be notified to the members of MUFC, the secretary or the president may send a copy of the representations to each member of MUFC or, if they are not sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

MEETINGS AND QUORUM**RULE 20:**

- (a) The committee shall meet at least 3 times in each period of 12 months at such place and time as the committee may determine. These shall be known as committee meetings.
- (b) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (c) Oral or written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or such period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.
- (d) Notice of a meeting given under clause (c) shall specify the general nature of the business to be transacted at the meeting and no other than that business shall be transacted at the meeting, except business, which the committee members present at the meeting unanimously agree to treat as urgent business.
- (e) Any three (3) members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (f) No business shall 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 meeting stands adjourned to the same place and at the same hour of the same day in the following week.
- (g) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- (h) At the meeting of the committee:
 - (i) The president or, in the president's absence, the vice president shall preside; or
 - (ii) If the president and vice-president are absent or unwilling to act such one of the remaining members of the committee as may be chosen by the members present at the meeting shall preside.

DELEGATION BY THE COMMITTEE TO SUB-COMMITTEE**RULE 21:**

- (a) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of MUFC as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
 - (i) This power of delegation; and
 - (ii) A function, which is a duty, imposed on the committee by the Act or by any other law.
- (b) A function the exercise of which has been delegated to a subcommittee under this Rule, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (c) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any functions the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- (d) Notwithstanding any delegation under this Rule, the committee may continue to exercise any function delegated.
- (e) 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.
- (f) The committee may, by instrument in writing, revoke wholly or in part any delegation under this Rule.
- (g) A sub-committee may meet and adjourn as it thinks proper.

VOTING AND DECISIONS**RULE 22:**

- (a) Questions arising at a meeting of the committee or of any subcommittee appointed by the committee shall be determined by a majority of the votes of members of the committee or sub-committee at the meeting.
- (b) Each member present at a meeting of the committee or of any subcommittee 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.
- (c) Subject to Rule 20 (e), the committee may act notwithstanding any vacancy on the committee.
- (d) 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 notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

PART 4 GENERAL MEETINGS**ANNUAL GENERAL MEETINGS ----HOLDING OF****RULE 23:**

- (a) With the exception of the first annual general meeting of MUFC, MUFC shall convene an annual general meeting of its members in the month of February in each year.
- (b) MUFC shall hold its first annual general meeting:
 - (i) Within the period of 18 months after its incorporation under the Act; and
 - (ii) Within the period of 2 months after the expiration of the first financial year of MUFC.
- (c) Clause (a) and (b) have effect subject to any extension or permission granted by the Commission under section 26 (3) of the Act.

ANNUAL GENERAL MEETINGS -----CALLING OF AND BUSINESS AT**RULE 24:**

- (a) The annual general meeting of MUFC shall, subject to Rule 23, be convened on such date and at such place and time as the committee thinks fit.
- (b) In addition to any other business, which may be transacted at an annual general meeting, and of any special general meeting held since that meeting, the business of an annual general meeting shall be;
 - (i) To confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting.
 - (ii) To receive from the committee reports upon the activities of MUFC during the last preceding financial year.
 - (iii) To elect executive members of MUFC and other members to the committee; and
 - (iv) To receive and consider the statement, which is, required to be submitted to members pursuant to section 26 (6) of the Act.
- (c) An annual general meeting shall be specified as such in the notice convening it.

SPECIAL GENERAL MEETING ---CALLING OF**RULE 25:**

- (a) The committee may, whenever it thinks fit, convene a special general meeting of MUFC.
- (b) The committee shall, on the request in writing of not less than 5 per cent of the total number of members, convene a special general meeting of MUFC.
- (c) A requisition of members for a special general meeting:
 - (i) Shall state the purpose of the meeting;
 - (ii) Shall be signed by the members making the requisition;
 - (iii) Shall be lodged with the secretary; and
 - (iv) May consist of several documents in similar form, each signed by one or more of the members making the requisition.

- (d) If the committee fails to convene a special general meeting to be held within 1 month after the 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.
- (e) A special general meeting convened by a member or members referred to in clause (d) shall be convened as nearly as practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense is entitled to be reimbursed by MUFC for any expenses so incurred.

NOTICE

RULE 26:

- (a) Except where the nature of the business proposed to be dealt with at a special general meeting requires a special resolution of MUFC, the secretary shall, at least 14 days before the date fixed for the holding of the special general meeting, cause to be sent by pre-paid post or email to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (b) Where the nature of the business proposed to be dealt with at a special general meeting requires a special resolution of MUFC, the secretary shall, at least 21 days before the date fixed for the holding of the special general meeting, cause notice to be sent to each member in the manner provided in clause (a) specifying, in addition to the matter required under clause (a), the intention to propose the resolution as a special resolution.
- (c) No business other than that specified in the notice convening a special general meeting shall be transacted at the meeting except in the case of an annual general meeting, business which may be transacted pursuant to Rule 24 (b).
- (d) A member desiring to bring any business before a special general meeting may give notice in writing of that business to the secretary who shall include that business in the next notice calling a special general meeting given after receipt of the notice from the member.

PROCEDURE

RULE 27:

- (a) No item of business shall be transacted at any general meeting unless a quorum of members entitled under these Rules to vote is present during the time the meeting is considering that item.
- (b) Seven members present in person (being members entitled under these Rules to vote at a special general meeting) constitute a quorum for the transaction of the business of a special general meeting.

- (c) If within half an hour after the appointed time for the commencement of any general meeting a quorum is not present, the meeting convened upon the requisition of members shall be dissolved and shall stand adjourned to the same time and day in the following week unless another time or place is specified at the time of the adjournment by the person presiding over the meeting. Notice must be given to members before the day in which the new meeting is to take place.
- (d) If at the adjourned meeting a quorum is not present within half an hour after the appointed time for the commencement of meeting, the members present (being not less than 7) shall constitute a quorum.

PRESIDING MEMBER**RULE 28:**

- (a) The president, or in the president's absence, the vice-president, shall preside as chairperson at each general meeting of MUFC.
- (b) If the president and the vice-president are absent from a general meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

ADJOURNMENT**RULE 29:**

- (a) 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (b) Where a general meeting is adjourned for 14 days or more, the secretary shall give written or oral notice of the adjourned meeting to each member of MUFC stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (c) Except as provided in clause (a) and (b), 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.

MAKING OF DECISIONS**RULE 30:**

- (a) A question arising at a general meeting of MUFC shall be determined on a show of hands and, unless before or on the declaration of hands a poll is demanded, a declaration by the chairperson that the 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 is in the minute book of MUFC, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (b) At a special general meeting of MUFC, a poll may be demanded by the chairperson or by not less than 3 members present in person or by proxy at the meeting.
- (c) Where a poll is demanded at a special general meeting, the poll shall be taken:
 - (i) 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
 - (ii) 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 shall be deemed to be the resolution of the meeting on that matter.

SPECIAL RESOLUTION**RULE 31:**

A resolution of MUFC is a special resolution if:

- (a) It is passed by a majority which comprises not less than three-quarters of such members of MUFC as, being entitled under these Rules to do so, vote in person or by proxy at a general meeting of which not less than 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these Rules; or
- (b) Where it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (a) – the resolution is passed in a manner specified by the Commission.

VOTING**RULE 32:**

- (a) Upon any question arising at a general meeting of MUFC a member has one vote only.
- (b) Only those members over the age of 16 are entitled to vote.
- (c) All votes shall be given personally or by proxy but no member may hold more than 1 proxy.
- (d) 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.
- (e) A member or proxy is not entitled to vote at any general meeting of MUFC unless all money due and payable by the member or proxy to MUFC has been paid, other than the amount of the annual subscription payable in respect of the then current year.

APPOINTMENT OF PROXIES**RULE 33:**

- (a) Each member shall be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting respect of which the proxy is appointed.
- (b) The notice appointing the proxy shall be in the form set out in Appendix 4 to these Rules.

PART 5 MISCELLANEOUS**INSURANCE****RULE 34:**

- (a) MUFC shall effect and maintain insurance pursuant to section 44 of the Act.
- (b) In addition to the insurance required under clause (a), MUFC may effect and maintain other insurance.

FUNDS ---FINANCIAL YEAR**RULE 35:**

The financial year of MUFC shall be from the 1st January through to the 31st December of that year.

FUNDS ---SOURCE**RULE 36:**

- (a) The funds of MUFC shall be derived from entrance fees and annual subscriptions of members, donations and, sources as the committee determines, subject to any resolution passed by the committee
- (b) All money received by MUFC shall be deposited as soon as practicable and without deduction to the credit of MUFC s financial institutions.
- (c) MUFC shall, as soon as practicable after receiving any money, issue an appropriate receipt.

FUNDS ---MANAGEMENT**RULE 37:**

- (a) Subject to any resolution passed by MUFC in general meeting, the funds of MUFC shall be used in pursuance of the objects of MUFC in such manner as the committee determines.
- (b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two (2) members of the committee or employees of MUFC, being members authorised to do so by the committee.

ALTERATIONS OF OBJECTS AND RULES**RULE 38:**

The statement of objects and these Rules may be altered, rescinded or added to only by a special resolution of MUFC at an annual general meeting of MUFC or a special general meeting of MUFC.

COMMON SEAL**RULE 39:**

- (a) The common seal of MUFC shall be kept in the custody of the public officer.
- (b) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signature either of 2 members of the committee or of 1 member of the committee and of the public officer.

CUSTODY OF BOOKS, ETC**RULE 40:**

Except as otherwise provided by these Rules, the public officer shall keep in his or her custody, or under his or her control all records, books and other documents relating to MUFC.

INSPECTION OF BOOKS, ETC**RULE 41:**

The records, books and other documents of MUFC shall be open to inspection, free of charge, by a member of MUFC at a reasonable hour.

SERVICE OF NOTICE**RULE 42**

- (a) For the purpose of these Rules, a notice may be served by or on behalf of the MUFC upon a member personally or by sending it by post or email to the member at the member's address shown in the register of members.
- (b) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall unless the contrary is proved, be deemed for the purpose of these Rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

SURPLUS PROPERTY

RULE 43:

- (a) At the first general meeting MUFC shall pass a special resolution nominating an incorporated association as the association in which it is to vest its surplus property pursuant to section 53 (2) of the Act in the event of the winding up or cancellation of the incorporation of MUFC.
- (b) The incorporated association so nominated shall be one, which fulfils the requirements specified in section 53 (2) (a) – (c) of the Act.

APPENDIX 1

APPENDIX 2

Rule 4 (a)(i) Objects & Rules

NOMINATION FOR LIFE MEMBERSHIP OF MACQUARIE UNITED FOOTBALL CLUB INCORPORATED

I, _____ member of MUFC, do hereby nominate
(Full Name)

_____ of
(Full Name of Proposed Life Member)

_____, who is personally known to me,
(Address)

for life membership of MACQUARIE UNITED FOOTBALL CLUB INC.

(Signature of Proposer) (Date)

I, _____ a member of MUFC, second the nomination of the
(Full name)

nominee, who is personally known to me, for life membership of MUFC.

(Signature of Seconder) (Date)

I, _____ a member of MUFC, hereby agree to my nomination for
(Full Name)

life membership of MUFC.

(Signature of Proposed Life Member) (Date)

APPENDIX 3**Rule 4 (f)(i) Objects & Rules****APPLICATION FOR MEMBERSHIP OF MACQUARIE UNITED FOOTBALL CLUB INCORPORATED**

I, _____
(Full Name of Applicant)

of

(Address)

Here-by apply to become a member of the above incorporated body. In the advent of my admission as a member, I agree to be bound by the Rules of MUFC for the time being in force.

(Signature of Applicant) (Date)

I, _____
(Full Name)

a member MUFC, nominate the applicant, who is personally known to me, for membership of MUFC.

(Signature of Proposer) (Date)

I, _____
(Full Name)

a member of MUFC, second the nomination of the applicant, who is personally known to me, for membership of MUFC.

(Signature of Seconder) (Date)

APPENDIX 4**Rule 33 (b) Objects & Rules****APPOINTMENT OF PROXY**

I, _____
(Full name of Applicant)

Of, _____
(Address)

Being a member of MUFC hereby appoint:

(Name of Appointed Proxy)

Of, _____
(Address)

being a member of MUFC, as my proxy to vote for me on my behalf at a General Meeting or Annual General Meeting or Special General Meeting of MUFC, as the case may be to held on the, _____ and at any adjournment of that meeting.
(date)

- My proxy is authorised to vote in favour of / against the resolution

(insert details).

(Signature of member appointed proxy)

(Date)

NOTE: A proxy vote may not be given to a person who is not a member of MUFC.

APPENDIX 5**Rule 15 (a)(i) Objects & Rules****NOMINATION FOR EXECUTIVE MEMBERSHIP OF MACQUARIE UNITED FOOTBALL CLUB
INCORPORATED**

I, _____ member of MUFC, do hereby nominate
(Full Name)

_____ of
(Full Name of candidate)

_____, who is personally known to me,
(Address)

for the position of _____ of MACQUARIE UNITED FOOTBALL CLUB INC.

I, _____ and I, _____
(Full name) (Full name)

Being members of MUFC, second the nomination of the candidate, who is personally known to me,
for Executive membership of MUFC.

(Signature of Candidate) (Date)

I, _____ a member of MUFC, hereby agree to my nomination for
(Full Name)

Executive membership of MUFC.

Dated this day _____