



# ANNUAL REPORT 2021

**Footscray Hockey Club Inc.**

Mclvor Reserve, Fogarty Avenue, Yarraville VIC 3013

[footscrayhockey.com.au](http://footscrayhockey.com.au)



# TABLE OF CONTENTS

President's report	4
On Field	4
Off Field	4
Looking Ahead	5
VICE President's report	6
COVID Response	6
Around the Grounds	6
League Entry Criteria	6
Pennant/Metro Restructure	7
Secretary's report	8
Inclusion	8
NAIDOC Week Family Day 2021	8
Social Media	8
Governance Review	9
Acknowledgments	9
What's happening in 2022?	9
Women's report	10
Summary	10
Premier League Squad	10
Pennant & Metro	10
Acknowledgments	11
Looking Ahead	11
Men's report	12
2021 Wrap Up	12
Looking forward to 2022	12
Acknowledgments	13

Junior's report	14
Overview	14
Acknowledgements	14
Hockey Victoria State Team Members	15
Master's report	16
Retail report	17
Canteen	17
Hockey HQ	17
Grounds report	18
Planning and performance report	19
sponsorship report	20
Treasurer's report	21
Annexure 1: FINANCIAL STATEMENTS	23
Annexure 2: INDEPENDENT AUDITOR'S REPORT	24
Annexure 3: 2022 Budget	25
Annexure 4: Agenda	26

# PRESIDENT'S REPORT

We were proud to be awarded Community Club of the Year by Hockey Victoria for 2022. I also congratulate Mel Sanders and Howard Nicklas who were both nominated as Administrators of the Year, for their substantial contributions to the Club. Also a big congratulations for Neil Coster who became a Hockey Victoria Life Member during the year.

## On Field

Again, our on-field season was cut short at round 10 due to another COVID19 lockdown which prematurely ended the winter season. It was good to get back to some normality for two thirds of the season. All players, coaches and the committee were disappointed at having a shortened season.

We have fingers crossed for the 2022 season being a full Winter season.

*Highlight of 2021: Being awarded Community Club of the Year by Hockey Victoria for 2021.*

## Off Field

2021 was much more a normal year than 2020 with more use of our Clubrooms and everyone training and getting involved once again.

The Board are following up completion of a range of issues discussed with Council and now into 2022 we are pushing for the following items to be finished.

- Dug-outs on F2
- Completion of black cyclone fencing around the whole centre including the "cage".
- Once the fencing is complete, we will arrange a tree planting along the Soccer boundary fence.
- Water system on F1 ground to again get the benefit from playing on a wet surface
- Fixing the carpark surface damaged by Westgate Tunnel Project trucks
- Repair of carpark gardens and curbing

- Replacement of leaning light tower on F2 and then completion of concourse concrete

The Board is also working to improve other aspects of our facilities such as:

- the ground lighting from conventional to LED on both grounds
- Replication of new dug-outs on F1.
- Parking wheel buffers around the inside carpark to protect the new black tube fencing

We may also have an official opening of the pavilion at some point in 2022.

We had the opportunity to remember two of the Club's stalwarts, Alby Speed and Brendan Sheehan who passed away in 2020. Held in March, A Day on the Fields was a wonderful event that recognised the enormous contribution of both men to the Club. We also officially changed the abbreviations of our fields to ASF (formerly F1) and BSF (formerly F2) in recognition of them.

Our NAIDOC Family Day was very successful. I thank the organising committee, led by Howard Nicklas, for the effort put in to make the day a success. It was great to have First Nations people, our members and the broader community attend the event and participate in the activities.

I wish to thank all the Board members for their many countless hours of dedication to the Club that we all love and aim to promote for the benefit of all members. Your time and energy are appreciated by me as Chairman and by all the members.

I wish to thank the retiring Board members Andrew Shand and Neil Coster for their terrific contributions over recent years.

## **Looking Ahead**

In 2022 we hope to have a full season on pitch. We will continue our work off pitch in relation to inclusion, social events and community as we come into this new year.

**Rodney Johnstone**

**President**

# VICE PRESIDENT'S REPORT

## COVID Response

2021 looked promising until further lockdowns shut down the season. FHC's COVID commander, Mel Sanders, did a tremendous job again, in leading our COVID response. She ensured information was given to members and made sure we were compliant with health orders. She kept the wellbeing of all our members at the forefront of the board's minds throughout. Thanks also to Karen and Sally for the COVID cleaning that had to be undertaken and all the section directors and members for your cooperation and support to ensure FHC was a safe space to be for everyone.

## Around the Grounds

The start of the year saw the final defects and works completed for the Pavilion Redevelopment. It was great to have that project completed. The only outstanding issue is the malfunction of the ASF Watering System

The Mclvor Reserve Power Grid issues continued to be a work in progress throughout much of 2021, causing some disruption to our training times. Both FHC and Maribyrnong council were frustrated with Jemena/Zinfra's slow response to designing the new power board, then obtaining the necessary engineering involved. There were further delays caused by personnel changes in those organisations. The new power board is about to arrive at Maribyrnong Council very soon and the installation will be arranged shortly after. Once the board has arrived at FHC, it will take 2-3 days to install the new board which will provide enough power capacity to service Soccer, Footy and Hockey all at once. Which means that training will return to normal and all clubs will be able to use our lights and facilities at full steam.

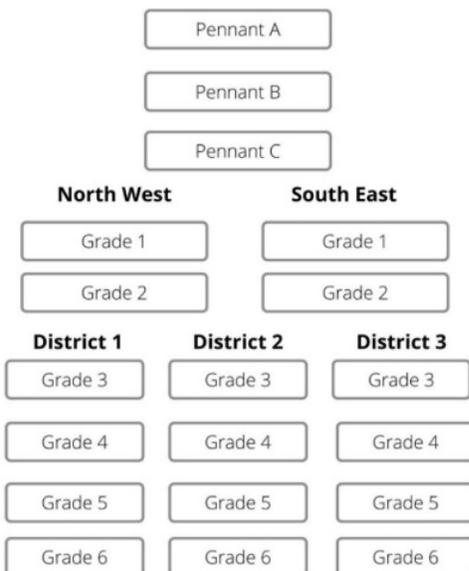
## League Entry Criteria

The League Entry Criteria that every Premier League Club has to adhere to and tick off has had a massive overhaul over the past year. This will result in a couple of 'off field;' criteria changing, however this will not impact our club or require any additional work as FHC excel at all of the off field criteria.

The 'on field' criteria will not change with regard to promotion and relegation and as long as we are not hovering at the bottom of the ladders, we are in a good position for the future. The main change is the future structure of Premier League will be changing, they will reduce the number of teams in Premier League from 16 to 12 in 2024. Therefore in 2022 and 2023 will be the last seasons Premier League will be 16 teams.

## Pennant/Metro Restructure

The other structure change implemented in season 2022 is the restructure and re-name of grades below Pennant C. See the below chart issued by Hockey Victoria.



The equivalent grade renames are listed

below:

Grade 1 North West	Pennant D
Grade 2 North West	Pennant E
District Grade 3	Pennant F
District Grade 4	Pennant G
District Grade 5	Metro A
District Grade 6	Metro B

The North West and District competitions reduce travel across Melbourne in more localised competitions. The District may be just 'Western' suburbs for Footscray, for example.

The biggest highlight of 2021 was undoubtedly 'A Day on the Fields' function held in early 2021 to celebrate the achievements and contributions of Alby Speed and Brendan Sheehan. I was very honoured to work with the families, MC the event, provide a speech about Brendan and be apart of the board's organising committee for the day. It would have to be one of the most, if not THE most memorable and rewarding times of my 25 year association with the club.

***A Day on the Fields was my highlight of the year. It was great to be able to recognize Alby Speed and Brendan Sheehan's contributions to the Club.***

Nicole Virtuoso  
Vice President

# SECRETARY'S REPORT

Despite a disrupted season, we have achieved a lot as a Club in 2021 and I am looking forward to 2022! I am particularly proud of achieving Community Club of the Year in the Hockey Victoria Awards in 2021. It is thanks to our members and volunteers that we were able to achieve this.

## **Inclusion**

I was really pleased to incorporate inclusion and diversity as part of my portfolio in 2021. It has been excellent to work with the inclusion team to continue to improve our Club.

We were one of 50 Clubs chosen to take part in the Change Makers Program run by Victoria University. This program is focused on undertaking a thorough evaluation of where the Club currently sits in relation to inclusion and diversity and giving us a structured, evidence-based plan for improvement. Thank you to the team at Vic Uni for their support in this program and particularly to Ellanor Carboon and Brent McDonald.

We were also chosen to be one of the first clubs involved in Sport and Life Training's 'Clubs With Heart' program. This program is targeted at developing the Club's culture to be more positive and welcoming. It is especially focused on the mental health of our players, parents, officials and administrators and ensuring that the club environment fosters positive relationships with mental health.

These two programs continue into 2022 and I welcome the input of members from all sections to these programs.

I thank the members involved in these programs as it has required some considerable time commitments.

## **NAIDOC Week Family Day 2021**

It was great to have our first NAIDOC Week Family Day which celebrated the theme Heal Country. We are very grateful to the organising committee for their contributions to the day and to everyone who attended the event to make it so successful. We also acknowledge and appreciate the First Nations People who contributed to the day. We look forward to another successful event in 2022!

## **Social Media**

Thank you to everyone involved in the social media team and in particular to Rod Fuentes, Nicole Virtuoso, Mel Sanders, Sarah Haouchar and Georgia Hopkins for their work to make sure we are up to date.

Also thank you to Ric Wiseman, Molly Febey-Stevenson and Gary James for their photography work this season. It's great to have so many volunteers to keep this running.

## **Governance Review**

I have started a governance review which has started with the new constitution, to be voted on today. There will be an ongoing review of our other policies and governance documents to ensure that they allow us to fulfill our purpose.

## **Acknowledgments**

I would specifically like to thank Mel Sanders for her considerable support this year and all other board members for their assistance in my first year on the Board.

I would also like to thank Georgia Hopkins and Georgia Cutrale for their assistance with events and All Abilities.

Finally, I'd like to acknowledge and thank the work of Renee Boyle, Tom Hogan, Maddie Bezzobs and Oskar Hayes. All are absolutely full of ideas and I appreciate the contributions they have made this year.

## **What's happening in 2022?**

We have such an exciting 2022 planned! We have the following events to look forward to plus much more!

***Stand Out Cup (27 February)***

***NAIDOC Week Family Day 2022 (9 July)***

***All Abilities Program with SCOPE (October)***

***Youth Advisory Committee Inaugural Meeting (March/April)***

***Women's Round (7 May)***

***Men's Health Round (June)***

If anyone would like to be involved in these events, inclusion or communications, please get in touch. We would love to have as many members as possible involved!

**Melissa Morton**

**Secretary**

# WOMEN'S REPORT

## Summary

In 2021, the season that promised COVID normal was impacted by the Delta wave and only half a season played.

The aim of 2021 was to promote, encourage and recruit as many members back to the sport of hockey as possible. In PL & RES there was a specific focus to maintain the strong performances of the 2019 year and build on the depth and quality of the players.

This was extremely successful and we were able to grow the Women's section to enter an 8th team in the Pennant F competition. The recruitment of many new members during pre-season was exciting for the pending season.

The full use of the new pavilion was fantastic, albeit the power issues of Mclvor reserve hampered training organisation, pushing the Pennant and Metro squad to Monday night trainings. But attendance continued to be strong throughout the season.

## Premier League Squad

Alex Shirley finally was able to coach his first game of hockey after a 5 pre-seasons across 2020 and 2021. Phil Frost coached the Reserves team. Shirls and Frosty implemented a terrific women's premier league squad culture and development of the squad. We welcomed a few new faces to the group who settled in extremely well.

Carly James was involved in Hockeyroos camps and development opportunities, also selected in the Hockey Club Melbourne Squad. Bridgette de la Mere was selected in the Victorian U18's. Maz Stonehouse, Erin Taylor and Teri Burke were selected in the Victorian Masters. There were no U13 or U15 Victorian State team selected and Hockey Australia cancelled all the National tournaments.

TEAM	WINS	LOSS	DRAW	FOR	AGAINST	DIFF	POINTS	POSITION
Premier League	7	3	0	28	13	15	21	4 <sup>th</sup>
Reserves	7	1	1	24	8	16	22	1 <sup>st</sup>

## Pennant & Metro

'Pentro', a combination of Pennant and Metro = Pentro. Led by Pennant A coach Laura Anderson, supported by Tahlya Sleep Pennant B, David Gorton Pennant D, Sarah Houchar

PE, Nicole Virtuoso PF and Tania Bezzobs Metro B. This group of players really came out of the woodwork and amassed in numbers at training. The enthusiasm and culture shift within this group was very exciting to see and we reaped the rewards on the pitch.

TEAM	WINS	LOSS	DRAW	FOR	AGAINST	DIFF	POINTS	POSITION
Pennant A	4	3	3	19	12	7	15	6 <sup>th</sup>
Pennant B	3	2	5	11	19	-6	11	7 <sup>th</sup>
Pennant D	7	2	1	43	9	34	23	2 <sup>nd</sup>
Pennant E	4	0	6	12	21	-9	12	8 <sup>th</sup>
Pennant F	1	1	8	5	37	-32	4	9 <sup>th</sup>
Metro B	2	1	7	10	21	-11	7	9 <sup>th</sup>

## Acknowledgments

Thank you to all those who contributed to the administration support and had committed to administration and social support. Karen Johnstone, Georgia Hopkins, Georgia Cutrale, Hayley McAlinden, Angela Thompson, Steph Thompson, Sue Milford, Gary James, Carly James, Heather Shaw, Amanda Bradfield, Julie Anne Sheehan, Laura Anderson, Mel Morton, Mel Sanders and Lynda Thomas.

Thanks to our sponsors who had committed, we hope you are back on board in 2022.

## Looking Ahead

Pre-season has already commenced strongly with PL Alex Shirley, RES Phil Frost, PA David Gorton, PB Tahlya Sleep. Still securing District Coaches (renamed PD = District 1, PE = District 2, Pennant F = District 4. Tania Bezzobs will continue in District 5 (Metro B).

We look forward to F2 dugout being completed and the power on Mclvor reserve being fixed and training being united again on Tuesdays and Thursdays.

Thanks again to everyone, have a great 2022 year.

**Nicole Virtuoso**

**Women's Director**

# MEN'S REPORT

## 2021 Wrap Up

The men's section started off well entering the same amount of teams as previous years with an excellent engagement from the players.

We added an excellent PL coach, Tim Strapp, who was introducing new systems and the team responded well until the season was cut short. Some Pennant teams struggled to find regular wins but they still had excellent numbers at training and on the park. Chris PV has done an excellent job with this group.

TEAM	WINS	LOSS	DRAW	FOR	AGAINST	DIFF	POINTS	POSITION
Premier League	4	4	2	27	20	7	16	9 <sup>th</sup>
Premier League Reserves	7	1	1	24	8	16	22	4 <sup>th</sup>
Pennant A	1	1	8	10	27	-17	4	9 <sup>th</sup>
Pennant C	6	0	4	23	27	-4	18	4 <sup>th</sup>
Pennant D	1	2	7	14	38	-24	5	9 <sup>th</sup>
Metro A	8	0	1	53	8	45	24	1 <sup>st</sup>
Metro B	3	1	5	11	21	-10	10	7 <sup>th</sup>

In 2022 we see off Tim who's moved to Tassie for a full time role coaching for Hockey Tasmania and Damien Christensen (Pennant A) who has moved over to Adelaide. Damo has since taken on a role coach Premier League Ladies at Forestville Hockey Club. We wish them both the best of luck for their future!!

## Looking forward to 2022

Daniel Mitchell has commenced as the new PL coach. He has moved over from Adelaide to coach in a VIS role and Footscray are lucky to have him at the club. We also welcome Tom Hogan as Pennant A coach. Tom and his family joined the Club last year and this is his first role coaching at Footscray. We welcome both Tom and Dan to the Footscray family.

We welcome back Chris Provis-Vincent who will be our Pennant B coach and assistant Pennant A coach. John Shearer (Metro) and Adrian Randall (Pennant D) have also taken on roles coaching. We wish them the best for this season.

## Acknowledgments

As most of you know I won't be nominating to be the men's director in 2022, I did intend to continue in the role, but my current circumstances mean I'm not able to provide the attention and care that men's group deserves. I will be providing my successor with a full handover and all the information they require to provide a seamless transition. I wish them the best for 2022.

I'd like to thank everyone who has helped me along the way and guided me in the right direction. Having to search for two PL coaches in two years was very stressful in itself and I hope I've been able to get the right people in the right places.

A special thank you to Nicole Virtuoso who has helped me to be a better board member and teaching me how to be a section director. Rick Wiseman has also been a fantastic person to sound things off and support me, and send an email or two. Also thank you to all board members for putting up with me for 2 and a bit years. You haven't seen the end of me yet.

Go dogs.

**Andy Shand**

**Men's Director**



# JUNIOR'S REPORT

## Overview

2021 started with amazing gusto. Our annual Come & Try's were attended by masses of kids, pulled from our School Roadshows coordinated by Nic Virtuoso and delivered by Carly James, Bec James, Will Smith and Allannah Hibbard.

Training for HV competitions started in the last week of February with Shield trials commencing the week after in March. We entered 14 Hockey Victoria teams with approximately 50 Super 8 participants each week and 15 Star 6's.

We managed 10 rounds of hockey until the Hockey Victoria season was cut short. Once Community Sport was able to return, we successfully completed the final 5 weeks of Star 6's, Super 8's and our U10 training program.

I also oversaw the Term 4 Indoor competitions where we entered 7 teams. It was incredibly pleasing to be able to enter A Grade Men and Women, along with B grade women and 4 Junior teams.

I am thrilled to be able to present three awards this year, to highlight the hard work and dedication these Juniors have put into 2021.

## Acknowledgements

I would like to heartily thank all of the people who put their hand up, or accepted a tap on the shoulder from me in 2021. My second year as a Junior Director was as rocky as the first and it was comforting to know that so many people were helping me. Let's all go again in 2022!

Many thanks to the members of the board who continue to provide support and patience while I find my feet.

I would also like to thank my husband, Dave and daughter, Adi for their support and patience throughout season 2021.

## Hockey Victoria State Team Members

FHC where proud to have the following athletes selected in Under 15 and Under 18 State teams for 2021:

- ★ Angus Le
- ★ David Leinert
- ★ Bridgette de la Mere
- ★ Sam O'Brien

**Mel Sanders**

**Juniors Director**



# MASTER'S REPORT

The year started well with the continuation of HV's Summer Masters' competitions – a pre-season of sorts and positioned our men and women for Winter success.

We had 5 Masters teams on the park this year for the Winter season and we bounced between lockdowns and cancellations, fixture and ladder changes and then the season ended suddenly.

It was great to see our Women's 35A Grade again enjoy success and our Men's 50Bs side finished the season undefeated and minor premiers (but no Grand Final). Our Women's 45s and Men's 60s had tough seasons and our Men's 45s got off to a slow start and finished with a few wins. Thanks to all the team managers and captains who put their hands up – Tony Grey, Greg Hopkins, Brie Keel, Heather Shaw and Jo Torr.

Thanks to the FHC Board for their tireless work, behind the scenes, especially during a short, interrupted and disjointed season.

We look forward to celebrating 2022 with an outpouring of volunteerism to make up for the time we've lost during 2020 and 2021 – our dedication to our club, our community and our game remind us that "the best way to find yourself is to lose yourself in the service of others". (apologies to Mahatma Gandhi).

## Looking to 2022

- potentially having three women's Masters teams including a new 35B Grade
- the need for some of the men in the 45s age-group to step up into the 50s section
- No representation by FHC 35+ players in the Masters O35 age-group (despite excellent representation at a State and National level in past years).

**Damien Toussiant**

**Masters Director**

# RETAIL REPORT

## Canteen

With the ability to have the canteen opened for a longer period than last year, we were able to see how our new facilities and equipment worked. All those who volunteered this year had to get know the new products & setup and with guidance from Sally (Canteen Manager) we were able to get the canteen humming.

We had 2 big weekends with the Junior Country Champs & Naidoc Day which we managed to get through with ease and learn in what areas that we need to focus on for future tournaments.

Thanks to all those that volunteered in the canteen throughout the year it is greatly appreciate. This year we have several tournaments so we will be putting the call out to get all these additional slots covered.

## Hockey HQ

We were finally able to update HQ setup with a donated display system. With the update we became an outlet for Just Hockey which reduced a lot of the data entry required at the start of the season to run Hockey HQ. A big thanks to Jenny Hilton, Bec Thompson & Merryn Brown for helping in 2021 and all have volunteered again for 2022.

Even with a shortened season affecting our profits the Retail section was able to come away with a \$32k profit. All funds raised by the Retail section go to covering the costs of running our club / teams which therefore helps keep the cost of our fees down – here's to a full season for 2022.

**Karen Johnstone**

**Retail Director**

# GROUNDS REPORT

2021 was nearly a carbon copy of 2020, after 3 starts and nearly half a season played all sport was cancelled. All ground bookings were cancelled, and club access was limited so not much work was able to be completed.

The concrete pad for the new dugouts has been finished after months of negotiations with the council and we are now waiting on a revised tender document from the council.

The leaning light pole will be replaced when the soccer club lights are updated early in 2022, we expect the broken globes to be replaced at the same time. When the new pole is installed, council will remove the broken concrete around the gate on BSF and replace the concrete in that area.

Despite considerable efforts with Thinkwater over the last 4 years, we are no further in the repair of the sprinklers. I suggest that we remove the coffin canons and replace them with a new pop-up type similar to the new sprinklers at the SNHC, with an updated controller the system would be ready.

Council are still to provide the club with Rubbish bins and place us on a regular weekly pick up system. While it will not solve all the clubs general waste problems it will save us money by not paying CleanAway as much.

West Gate tunnel project have installed a dust monitor over near the water tanks to enable them to gauge how much dirt/dust from their work sites are affecting our grounds. It was installed 6 months ago but I have received no readings or reports from them.

I would like to thank Andrew and Nick plus the players that helped empty the bins when I couldn't. To all the people that turn up at working bee's to tidy/weed/clean and do all the things this club needs, to be able continue to be in the top 10 clubs in Australia.

**Neil Coster**

**Grounds/Bookings Director**

# PLANNING AND PERFORMANCE REPORT

My mission when accepting the Planning and Performance directors' position for 2021 was to ensure that any tasks or projects that Brendan had on the go, or in the pipeline were followed through and completed. No small task, but I owed it to Brendan and the club to do my best.

The task of ensuring all of the honour boards and flags were erected, was completed in early 2021, and I'm proud to say that I have hung every one! There are still items to be hung in the changerooms and players meeting rooms if anyone is willing to assist. The suspension of seasons has given me a bit of a breather, but I look forward to erecting new premierships flags in the coming year.

We welcomed the completion of the Brendan Sheehan Field, following all the hard work and negotiations done by Brendan and the Board. The final task of constructing tournament standard dugouts and technical bench, has been frustrating, with lack of interest from contractors forcing the project to be re-tendered in the coming days. We look forward to enjoying them this year!

Our positive relationships have been continued with Maribyrnong City Council, as we work closely to ensure our power supply for lighting issue is sorted, construction of the dugout is completed, and new external fencing to the north and northwest of our facility is erected. We look forward to continuing our good relationship with the Council in the coming years, as we work towards future facility upgrades.

I sincerely thank the Grants Sub Committee for carrying me through the year. With some equipment and Covid related grant successes, on top of the Naidoc event funded by the previous year's grant, the team of Brietta Keel, Harry Zach, Howard Nicklas, Julie-Anne Sheehan, Mel Morton and other board members, have done an enormous job, and I thank them for their time.

From a player/team's planning perspective, we are one of the few Victorian Hockey clubs who have increased player numbers over the last couple of Covid years. This is very important for our longevity and development, but whilst we may be considered a club of choice, we will continue to evolve to ensure we offer opportunities for all ages, abilities, race, religion, and gender, while welcoming new members.

Lastly, thank you to all the 2021 Board of Directors for welcoming me back, and for your continued hard work in best representing the members of this great Hockey Club.

**Greg Hopkins**  
**Planning and Performance Director**

# SPONSORSHIP REPORT

2021 returned to normal from a sponsorship point of view. The winter season being two thirds completed means that we have effectively had a full year from a program point of view. The only thing that we did not complete was the SPONSORS Day – therefore we will be holding a Round 2 Sponsors event for the 2021 sponsors (and any new 2022 sponsors).

We will run a second event for the 2022 sponsors later in the year.

While we were about \$8,000 short of budget in 2021, we will be ramping up our sponsorship endeavours for 2022 and hope to make this new season attractive for all types of sponsors. We will seek to attract additional sponsors and renew all the existing Club sponsors.

If you have a name of a business, or can suggest someone to talk to about becoming a sponsor please let me know.

If you want to join the Sponsorship team please let me know.

In late 2021 we introduced mobile app iSponsor for members to sign up with a Visa card or Mastercard. Members can then shop for anything either in-store or online via the app and each purchase can earn the Club sponsorship dollars. There are no extra costs in fact some discounts are on offer via the iSponsor app from the many national brands and local shops on the app. We will be working to add our own sponsors to the app to drive more business there way over 2022 – and hopefully add revenue to our sponsorship bottom line.

Phone: 0417-350-890 or email [sponsorship@footscrayhockey.com.au](mailto:sponsorship@footscrayhockey.com.au)

**Rodney Johnstone**

**Sponsorship Director**

# TREASURER'S REPORT

Available on request

# ANNEXURE 1: FINANCIAL STATEMENTS

FOOTSCRAY HOCKEY CLUB INC.

ABN: 92 502 258 121

FOR THE YEAR ENDED 30 SEPTEMBER 2021

## CONTENTS

<u>ITEM</u>	<u>PAGE</u>
Committee's Report	1
Statement of Financial Performance	2
Statement of Financial Position	3
Statement of Changes in Members Funds	4
Statement of Cash Flows	5
Notes to and Forming Part of the Accounts	6-9
Statement by Members of the Committee	10
Independent Auditors Report	11-12

Available on request

# ANNEXURE 2: INDEPENDENT AUDITOR'S REPORT

Available on request

# ANNEXURE 3: 2022 BUDGET

Available on request

## ANNEXURE 4: AGM NOTICE



28 January 2022

### Notice of the Annual General Meeting of Footscray Hockey Club Inc.

Dear member,

This is to advise you of the upcoming Annual General Meeting of the members of Footscray Hockey Club Inc. The details of this meeting are as follows:

<b>Date:</b>	19 February 2022
<b>Time:</b>	10:30am
<b>Place:</b>	Footscray Hockey Club, Fogarty Ave, Yarraville VIC 3013  Join Zoom Meeting: <a href="https://us02web.zoom.us/j/83915293611?pwd=L3dSOWd1SSStnZDRKaW5kcUk4Ymk1dz09">https://us02web.zoom.us/j/83915293611?pwd=L3dSOWd1SSStnZDRKaW5kcUk4Ymk1dz09</a>  <b>Meeting ID:</b> 839 1529 3611 <b>Passcode:</b> eveXV7

**Attached are:**

- Annexure A: The agenda for this meeting;
- Annexure B: The minutes of the last annual general meeting;
- Annexure C: Why are we changing our Constitution;
- Annexure D: Draft constitution;
- Annexure E: Current constitution;
- Annexure F: Proxy form; and
- Annexure G: Nomination of director form.

**At the meeting, members will have the opportunity to:**

- find out about Footscray Hockey Club Inc.'s operations and finances;
- ask questions about the operations and finances of Footscray Hockey Club;
- speak about any items on the agenda; and
- vote on any resolutions proposed.

**At the meeting, we will be presenting the following:**

- Junior Female Club Champion
- Junior Male Club Champion
- Most Promising Junior Umpire
- Milestones

**At the meeting, members will be asked to vote to:**

- accept the minutes of the last annual general meeting
- accept the annual report
- accept the auditor's report
- accept the annual financial statements
- appoint and pay an auditor
- elect directors.

**The following special resolution/s will be proposed at the annual general meeting:**

- That the current constitution of Footscray Hockey Club Inc. be repealed and replaced with the draft constitution labelled Annexure "D" (New Constitution) and that the replacement of the current constitution with the New Constitution take effect at the conclusion of this Annual General Meeting.

**Proxy**

Any member who is entitled to vote is able to nominate a proxy for the meeting. You can do so by completing the enclosed proxy form and returning it to the general secretary no later than **10:30am on 18 February 2022**.

**Election of Directors**

At the AGM each of the directors positions will be vacant and elected.

If you would like to be a director of FHC in 2022, you can nominate by completing the attached form and arranging for it to be signed by another member.

The director positions are as follows:

<b>Position</b>	<b>2021 Director</b>	<b>2022 Nominating</b>
Treasurer	Nick Gill	Nick Gill
Secretary	Melissa Morton	Melissa Morton
Retail	Karen Johnstone	Karen Johnstone
Sponsorship	Rodney Johnstone	Rodney Johnstone
Grounds	Neil Coster	
Planning and Performance	Greg Hopkins	Greg Hopkins

Womens	Nicole Virtuoso	Nicole Virtuoso
Mens	Andrew Shand	Simon Borger
Juniors	Mel Sanders	Mel Sanders
Masters	Damien Toussaint	Damien Toussaint

The Annual Report including the 2022 budget will be sent out separately in advance of the meeting.

Regards,  
Melissa Morton  
Secretary



28 January 2022

**Agenda for the Annual General Meeting of Footscray Hockey Club Inc.**

<b>Date:</b>	19 February 2022
<b>Time:</b>	10:30am
<b>Place:</b>	Footscray Hockey Club, Fogarty Ave, Yarraville VIC 3013 Join Zoom Meeting: <a href="https://us02web.zoom.us/j/83915293611?pwd=L3dSOWd1SSStnZDRKaW5kcUk4Ymk1dz09">https://us02web.zoom.us/j/83915293611?pwd=L3dSOWd1SSStnZDRKaW5kcUk4Ymk1dz09</a> Meeting ID: 839 1529 3611 Passcode: eveXV7

**The agenda for the Annual General Meeting is as follows:**

<b>Item</b>	<b>Description</b>	<b>Responsible</b>
<b>1</b>	Welcome and introductions	President
<b>2</b>	Apologies	Secretary
<b>3</b>	Acceptance of minutes of previous annual general meeting	President

4	2021 Snapshot and presentation of awards and milestones	President	
5	Director's reports	President	
6	Questions to directors	President	
7	Proposed resolutions	President	
	Proposed resolution		Moved by
	<b>Special Resolution:</b> That the current constitution of Footscray Hockey Club Inc. be repealed and replaced with the draft constitution labeled Annexure "D" (New Constitution) and that the replacement of the current constitution with the New Constitution take effect at the conclusion of this Annual General Meeting.		Melissa Morton
8	Acceptance of financial statements	Treasurer	
9	Acceptance of annual report	President	
10	Appointment of and questions to the auditor	Treasurer	
11	Election of directors: 12.1 Treasurer	Returning officer	

	<p>12.2 Secretary</p> <p>12.3 Retail</p> <p>12.4 Sponsorship</p> <p>12.5 Grounds</p> <p>12.6 Planning and Performance</p> <p>12.7 Womens</p> <p>12.8 Mens</p> <p>12.9 Juniors</p> <p>12.10 Masters</p>	
<b>12</b>	<p>Election of:</p> <p>13.1 Club Patron</p> <p>13.3 Life Members</p>	President
<b>13</b>	General Business	President
<b>14</b>	Meeting close	President

**Footscray Hockey Club Inc.**  
**Minutes of 87<sup>th</sup> Annual General Meeting held on Saturday 31<sup>st</sup> January 2021**  
**at the Mclvor Reserve Pavilion**  
**Meeting Commenced at 10.00am**

**1. Present & Apologies**

**Present:** 27 members were present, 10 guests present

**Apologies:** Maz Stonehouse, Greg Hopkins, Lynda Thomas, Emma Robinson, Shane Robertson, Mike Bond, Nigel Toussaint, Rico Virtuoso, Howard Nicklas

The president called for a minutes silence to recognise the passing of life members Alby Speed and Brendan Sheehan.

The board in conjunction with the families will be planning a family day to celebrate their lives on Saturday March 27<sup>th</sup> 2020.

**2. Minutes of previous Annual General Meeting – note to Minutes – this item was moved from Point 3 to 2 so that last year's business is properly finalised before moving on to other items**

The minutes of the previous AGM were circulated for approval.

**Moved that the previous minutes be accepted: (Proposer – Kevin Protheroe, Seconded – Harry Zac) - Carried.**

**3. 2020 Snapshot**

- Pavilion renovations are almost signed off
- Social space new carpet and lighting is being sought in the next council financial budget
- Thank you to Greg Hopkins for the erection of the flags and memorabilia
- F2 is being re-built – progressing with an intended completion date is 4<sup>th</sup> March
- Polytan will acknowledge our 2 life members sewn into the carpet of the ground
- 3 sets of new goals is a part of the F2 project
- Power grid
- Fencing around the facility, the oval end of F1 will be completed in the clack fencing
- Budget for the entire refurb the budget is in excess of 2m

**4. Directors Reports: As per written reports**

**President** – Thank you to Karen, Mel and other directors for getting teams onto the pitch for summer comps.

**Planning and Performance** – Pavilion works to commence at end of 2018 season – now a \$1.2m project.

**General Secretary** – as per written report

**Women's Director** – acknowledging Alby and Brendan as significant contributors of the women's section of the club

**Junior Director** – as per written report

**Mens Director** – as per written report

**Masters Director** – as per written report

**Grounds & Pavilion** – as per written report

**Retail Operations** – as per written report

**Sponsorship** – Some sponsors have agreed to roll their sponsorship in 2021

**Moved that the previous minutes be accepted: (Proposer – Harry Zac, Seconded – Heather Shaw) - Carried.**

**5. Financial Report: Nick Gill**

Thank you to the members for their membership and donation contributions. Thank you to Cindy and John for their sport and work.

**5.1 Financial Statement 2020**

**Nick highlighted key elements of the Club's financial performance through 2020, and then proposed that the report be accepted by the gathered membership.**

**Question:**

Question:

Question:

It was subsequently “Moved that the 2020 Financial Statement be accepted” by Moved: Graeme Veitch  
Seconded Mel Sanders. Carried

## 5.2 Proposed 2021 Budget

Nick highlighted key elements of the Club’s recommended 2021 budget, and then asked for questions from the gathered members:

Question:

Question:

## 5.3 Fees for 2021 - Nick ran through the proposed fees for 2021 (see attached reports)

- All fees to be paid up front via the Revolutionise system – if not paid then not to be selected
- Payment plans will be in place from Jan, Feb, March – will be enforced strictly

Rodney thanked Nick for all his work in the treasurer position and the members acknowledged his contribution.

Rodney proposed that the 2021 budget as recommended be considered for adoption by the membership.

Karen Johnstone moved “that the 2021 Budget & fee structure as presented be adopted (including the proposed fee structure)” Seconded Leo Gale. Carried.

## 6. Election of Office Bearers

RJ expressed thanks to Scott Shaw for their efforts serving on the Board over the year – he will not be re-nominating.

All positions were declared vacant by the Chairman

	POSITION	NOMINATION	NOMINATED BY	SECONDED
6.1	Men’s Admin	Andrew Shand	Nicole Virtuoso	Liam Braithwaite
6.2	Women’s Admin	Nicole Virtuoso	Mel Sanders	Carrol Burt
6.3	Junior Admin	Mel Sanders	Neil Coster	Harry Zac
6.4	Master’s Admin	Damien Toussaint	Graeme Veitch	Clive Quick
6.5	Finance	Nick Gill	Mel Sanders	Liam Braithwaite
6.6	Planning & Performance*			
6.7	Grounds & Pavilion	Neil Coster	Nicole Virtuoso	Andrew Shand
6.8	Retail Operations	Karen Johnstone	Neil Coster	Heather Shaw
6.9	Sponsorship & Fundraising	Rodney Johnstone	Lynn Gale	Bobbie Speed
6.10	General Secretary	Mel Morton	Nicole Virtuoso	Karen Johnstone

## 7. Other Elections

7.1 Patron: Harry Zac (Neil Coster, Lynn Gale) Carried.

7.2 Auditors: Leon Gale (Kevin Protheroe, Neil Coster) Carried.

John Traill (Kevin Protheroe, Neil Coster) Carried

7.3 Five Trustees: Five were elected for 2018 (5 year term): Christine Henderson, Lynn Gale, Graeme Veitch, Eric Thomas, Mark Stephens.

7.4 Player’s Reps and Selectors: Insufficient attendance numbers to vote for players’ reps and selectors today. To be left for the relevant Directors

7.5 Two selectors for each of the Men’s and Women’s sections: Insufficient attendance numbers to vote for players’ reps and selectors today. To be left for the relevant Directors

7.6 Life Member: No life members

## 8. General Business:

Bobbie thanks the club for having a special day on behalf of the life members, Alby Speed was unable to have a life celebration during 2020 and appreciated that the club will be having this day.

Meeting Closed: 11.03am



## ***Why are we changing our constitution?***

### **PART 1. BACKGROUND**

- 1.1.** Footscray Hockey Club is currently governed by a constitution that was created in 2014 and updated with minor amendments over the last few years.
- 1.2.** This year, the Board has undertaken a thorough review of all our governance documents to update and make them more fit for purpose. As part of that review, we decided it was important to create a new constitution which better reflects our Club's needs and ethos.
- 1.3.** A copy of the new constitution, together with the old constitution, is attached to this document.
- 1.4.** The changes to the constitution are particularly focused on clarifying procedures for our members and making changes to our membership structure to reflect the changes in playing demographics. The changes were also necessary for our rules to comply with our peak bodies, Hockey Victoria and Hockey Australia.
- 1.5.** The adoption of a new constitution must be approved by at least 75% of members present and voting at our Annual General Meeting to be held on 19 February 2022.
- 1.6.** The draft is enclosed for comment. The Board is open to discussion about any section of the new constitution. Please contact the secretary, Mel Morton at [general.secretary@footscrayhockey.com.au](mailto:general.secretary@footscrayhockey.com.au) or 0430 013 255, to discuss any aspect.

## **PART 2. SUMMARY OF CHANGES**

### **2.1. Overview**

- (a) This document is to give an overview of the major changes to the constitution. There is a summary of the contents of the entire constitution in Part 3 of this document.
- (b) The key changes are to the following:
  - i. The objects;
  - ii. Membership categories;
  - iii. Modernisation of life membership process;
  - iv. Grievance and disciplinary procedures;
  - v. Removal of club custodians; and
  - vi. Duration of Board rotations.

### **2.2. Objects (Clause 3)**

- (a) The objects in our current constitution do not reflect the breadth of our club's activities. Whilst they were accurate insofar as our primary purpose (providing a hockey club for people in the inner west), they did not reflect the other activities that our Club engages in, such as fundraising.
- (b) We also wanted to specify that being inclusive and welcoming is one of the core values the Club holds.
- (c) With these points in mind, we updated the objects to a list of 4 things that are more reflective of the Club we are and want to be.

### **2.3. Membership Categories**

- (a) To better comply with our liquor licence requirements and to provide greater clarity, we have updated the membership categories in the constitution.
- (b) We have updated the underage playing membership category which correctly deals with our members aged under 18 years for the purpose of liquor licensing.
- (c) We have also changed our honorary membership category to allow for people visiting the club during tournaments to ensure we are complying with our liquor license requirements.

#### **2.4. Grievance and Disciplinary Procedures**

- (a) We did not have clear processes in our constitution for how members can deal with issues with other members, the Board or the Club. We also did not have a clear process in the constitution for issues that might arise where a member has not behaved in the manner expected of an FHC member.
- (b) To change this, we now have a clear process for dealing with both grievances and disciplinary matters.
- (c) Both have been left deliberately broad so that they are an overarching process for how to deal with these matters. The details of each process will be included in a separate process to be approved by the Board from time to time.

#### **2.5. Life Member Process**

- (a) Our life membership process was quite unusual. To update that process we have changed how our members are involved in deciding who becomes life members of Footscray Hockey Club.
- (b) Our members will now nominate potential life members at our Annual General Meeting. Once nominated, those nominees will be assessed by the Life Members Committee. This committee will consider whether the nominees are eligible to become life members considering them against the life member criteria.

After the Committee has assessed the nominee's eligibility, they will make a recommendation to the Board and the Board will then determine whether to confer life membership on that member.

- (c) We believe that this change is appropriate so that members can nominate other members who have made a great contribution to the Club and those members can then be assessed based on the life membership criteria.

#### **2.6. Custodians**

- (a) We have removed Club Custodians as they are not legally required for any purpose. We are very grateful to the Members who have taken on the role

- (b) Their current role is now updated with changes to legislation and as the Club holds no trusts, it is confusing and unnecessary to have this position in the Club.

## **2.7. Board Rotations**

- (a) This change makes directors terms 3 years to assist with continuity and succession planning. It is important that knowledge can be passed on to new Board members and we think that this change will facilitate this process.
- (b) Directors can resign prior to the end of their 3-year term in the event their personal circumstances change, and they are no longer able to meet the requirements of the role.
- (c) At the next AGM, elections will be for various terms to allow for the 3-year terms to roll out gradually over the next few years. Those elections will likely be as follows.
  - i. 2023 AGM: 3 directors for 3-year terms, 4 directors elected for 2-year terms, 3 directors elected for 1-year terms.
  - ii. 2024 AGM: 3 directors for 3-year terms.
  - iii. 2025: 4 directors for 3-year terms.
- (d) We expect that this change will provide for better consistency on the Board and a greater degree of focus on succession planning to ensure knowledge can be passed on to new board members.

## **PART 3. SUMMARY OF CONSTITUTION**

### **3.1. Part 1 – Interpretation**

Sets out the definitions and method by which the constitution should be interpreted.

### **3.2. Part 2 – Name, objects and powers**

- (a) Defines the powers and objects of the club.
- (b) Confirms the not-for-profit status of the club.

### **3.3. Part 3 – Club composition**

Defines the Club Colours and sections. .

### **3.4. Part 4 – Peak Bodies**

Ensures compliance with the constitution of Hockey Victoria and Hockey Australia.

### **3.5. Part 5 – Membership**

- (a) Establishes the different types of membership and the rights and obligations that arise from that membership type.
- (b) This part also sets out the grievance and disciplinary procedures for members.

### **3.6. Part 6 – General Meetings**

- (a) Establishes the rules for general meetings including Special and Annual General Meetings.
- (b) Confirms notice requirements and other administrative requirements for meetings.
- (c) It allows for the use of technology at meetings as required.

### **3.7. Part 7 – The Board**

- (a) Specifies the duties, powers and composition of the Board. The composition has been simplified to allow the Board to change directors' portfolios as necessary to reflect the needs of the club. The President (also known as Chairperson), Treasurer and Secretary are permanent positions that will always have a Board portfolio.
- (b) The election process for Board members, including the duration of terms, is included in this part.
- (c) It also sets out Board meeting procedures and how conflicts of interest are dealt with.

### **3.8. Part 8 - Miscellaneous**

- (a) This part deals with our liquor licensing requirements as required in the relevant legislation.
- (b) The Board's ability to delegate and create by-laws as necessary is dealt with in this part.
- (c) Requirements relating to recordkeeping, audits and notice are detailed.
- (d) What happens in the event the Club is wound up is set out in this section. This part details that members have no liability if the Club is wound up.

## **PART 4. FINAL COMMENTS**

- 4.1.** We are pleased to have a document that is more reflective of the Club that we are and will endeavour to be in the future.
- 4.2.** If you have any comments or questions about this document or the draft constitution, please contact Mel Morton on 0430 013 255 or by email at [general.secretary@footscrayhockey.com.au](mailto:general.secretary@footscrayhockey.com.au).

# CONSTITUTION



Footscray Hockey Club Incorporated

Registration No: A0000173K

Adopted # 2022

# RULES OF FOOTSCRAY HOCKEY CLUB INCORPORATED

In accordance with the *Associations Incorporation Reform Act 2012 (Vic)*

## PART I. OBJECTS, POWERS AND INTERPRETATION

### 1. INTERPRETATION & DEFINITIONS

#### 1.1 Definitions

In this Constitution unless the contrary intention appears, these words shall have the following meanings:

- (a) **Affiliate** means a Hockey club or association (whether incorporated, unincorporated or otherwise) which is a member of Hockey Victoria.
- (b) **Annual General Meeting** means the meeting of Members held each year within 5 months of the end of the Financial Year.
- (c) **Act** means the *Associations Incorporation Reform Act 2012 (Vic)*.
- (d) **Board** means the body consisting of the Directors under Rule 24.
- (e) **By-Law** means any by-law, regulation or policy made by the Board under Rule 33.
- (f) **Club** means Footscray Hockey Club Incorporated, an association incorporated in accordance with the Act.
- (g) **Delegate** means the person elected or appointed from time to time by the Club to act for and on behalf of the Club in relation to Hockey Victoria and represent the Club at general meetings of Hockey Victoria or as may be otherwise required by Hockey Victoria.
- (h) **Director** means a Member elected under Rule 25 or Rule 26.3.
- (i) **Financial Year** means the twelve (12) month period commencing 1 October and ending 30 September in any year.
- (j) **General Meeting** means the annual or any special general meeting of Members of the Club.
- (k) **Hockey** means the sport of hockey and includes both field hockey and indoor hockey.
- (l) **Hockey Australia** means Hockey Australia Limited, being the national peak body for Hockey in Australia.
- (m) **Hockey Victoria** means Hockey Victoria Incorporated, being the peak body for Hockey in Victoria.
- (n) **Intellectual Property** means all rights or goodwill subsisting in copyright, business names, names, trademarks (or signs), logos, designs, patents or service marks (whether registered or registrable) relating to the Club or any event, competition or

activity of or conducted, promoted or administered by the Club.

- (o) **Life Member** means an individual upon whom life membership of the Club has been conferred under Rule 9.8.
- (p) **Liquor Act** means the *Liquor Control Reform Act 1998* (Vic).
- (q) **Member** means a member for the time being of the Club under Part V of this Constitution.
- (r) **Objects** means the objects of the Club set out in Rule 3.
- (s) **Peak Body** means Hockey Victoria and Hockey Australia.
- (t) **Seal** means the common seal of the Club and includes any official seal of the Club.
- (u) **Secretary** means the secretary of the Club as determined in accordance with Rule 25 or 26.3.
- (v) **Special General Meeting** means a General Meeting held in accordance with Rule 20.
- (w) **Special Resolution** means a resolution passed:
  - i. at a General Meeting of the Club of which twenty-one days' notice, accompanied by notice of intention to propose a resolution as a special resolution, has been given to the Member in accordance with this Constitution;
  - ii. by at least three quarters of votes of those Members who, being entitled to vote, vote in person or by proxy at the meeting; and
  - iii. in accordance with the Act.

## 1.2 Interpretation

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) a reference to a date or time is fixed by reference to the capital city of Victoria;
- (d) words importing the singular include the plural and vice versa;
- (e) words importing any gender include all genders;
- (f) references to persons include corporations and bodies politic;

- (g) references to a person include the legal personal representatives, successors and permitted assigns of that person;
- (h) references to legislation or provisions of legislation include changes, consolidations, replacements or re-enactments of the legislation and statutory instruments and regulations issued under the legislation (whether of the same or any legislative authority having jurisdiction); and
- (i) a reference to "writing" 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 messages sent by email

### **1.3 Severance**

- (a) If any provision of this Constitution or any phrase contained in it is invalid or unenforceable in any jurisdiction, the phrase or provision is to be read down for the purpose of that jurisdiction, if possible, so as to be valid and enforceable.
- (b) If the rule or phrase cannot be so read down it shall be severed to the extent of the invalidity or unenforceability. Such severance shall not affect the remaining provisions of this Constitution or affect the validity or enforceability of any provision in any other jurisdiction.

### **1.4 Expressions in Act**

Except where the contrary intention appears, in this Constitution, an expression that deals with a matter dealt with by a particular provision of the Act, has the same meaning as that provision of the Act.

### **1.5 Model Rules**

The model rules made under the Act dated December 2014 are expressly displaced by this Constitution.

### **1.6 Governing Law**

- (a) This Constitution is governed by the law in force in Victoria.
- (b) Each Member submits to the non-exclusive jurisdiction of the courts exercising jurisdiction in Victoria, and any court that may hear appeals from any of those courts.

## **PART II. NAME, OBJECTS AND POWERS OF THE CLUB**

### **2. NAME OF CLUB**

The name of the Club is "Footscray Hockey Club Incorporated".

### **3. OBJECTS OF CLUB**

The objects for which the Club is established and maintained are to:

- (a) provide for the conduct, encouragement, promotion and administration of Hockey in Inner West Melbourne for people of all backgrounds, ages and abilities;
- (b) promote the economic and community service success, strength and stability of the Club;
- (c) foster an inclusive and welcoming environment for our Members; and
- (d) contribute to the health, wellbeing and social cohesion of the local community.

### **4. POWERS OF ASSOCIATION**

Solely for furthering the Objects the Club has, in addition to the rights, powers and privileges conferred on it under the Act, the Club has the power to:

- (a) acquire, hold, deal with and dispose of any real or personal property;
- (b) place any money or deposit with any banking or other non-banking institutions, to open accounts and to pay money into and withdraw money from such accounts;
- (c) invest and deal with money of the Club upon such securities and investments as may lawfully be invested;
- (d) raise and borrow money on any terms and in any manner as the Board thinks fit;
- (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability against all or any part of the Club's property or assets;
- (f) undertake and execute any trusts which may seem to the Board to be conducive to the Objects;
- (g) engage, employ, dismiss and remunerate professional advisers, secretaries, accountants, managers, brokers, experts and such other persons, officers and employees as may be necessary or desirable for the purpose of carrying on the business of the Club and furthering any and all of the Objects;
- (h) appoint agents to transact business on its behalf;
- (i) enter into any other contract the Board considers necessary or desirable;
- (j) enter into any arrangements with any government or authority that are incidental or conducive to the attainment of the Objects and the exercise of the powers of the Club, to obtain from any such government or authority any rights, privileges, concessions, licenses, permits or registrations which the Board may think it desirable to obtain, and to carry out, exercise and comply with any such rights, privileges, concessions or licenses;

- (k) encourage the fullest liaison and co-operation with other responsible persons and organisations in the community as the Committee shall decide, with particular emphasis to encouraging the use of the facilities of the Club when such use shall be considered by the Board to benefit the community;
- (l) to construct, improve, maintain, furnish, develop, work, manage, carry out, alter or control any houses, buildings, clubrooms, literary, social, educational and benevolent institutions, grounds, works or conveniences which directly or indirectly advance the Club's interests, and to contribute to, subsidise or otherwise assist and take part in the above;
- (m) to take any gift of property whether subject to any special trust or not, for any one or more of the Objects;
- (n) 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 the Club; or
- (o) undertake and or do all such things or activities which are necessary, incidental or conducive to the advancement of the Objects.

## **5. NOT FOR PROFIT CLUB**

- (a) The Club must not distribute any surplus, income or assets directly or indirectly to its Members.
- (b) Subrule (a) does not prevent the Club from paying a Member:
  - i) reimbursement for expenses properly incurred by the Member; or
  - ii) for goods or services provided by the Member,
- (c) if this is done in good faith on terms no more favourable than if the Member was not a Member.

## **PART III. CLUB COMPOSITION**

### **6. CLUB COLOURS**

- (a) The colours of the Club shall be red, white and royal blue.
- (b) The uniform of the Club shall be in accordance with any By-Laws.

### **7. CLUB SECTIONS**

The Club shall have the following sections whose functions and operations may be set out in the By-Laws:

- (a) Junior's Section

- (b) Men's Section
- (c) Women's Section
- (d) Master's Section

## **PART IV. PEAK BODIES**

### **8. RELATIONSHIP WITH PEAK BODIES**

#### **8.1 Recognition of Peak Bodies**

- (a) The Club recognises Hockey Victoria as the state peak body for Hockey in Victoria.
- (b) The Club recognises Hockey Australia as the national peak body for Hockey in Australia.
- (c) The Club shall do all things necessary to continue to be an Affiliate of Hockey Victoria, subject to compliance with the Act.

#### **8.2 Compliance with Peak Bodies**

The Club shall:

- (a) elect or appoint one Delegate to represent it at General Meetings of Hockey Victoria;
- (b) provide Hockey Victoria with such information as Hockey Victoria may reasonably require including copies of any financial reports and statements, its annual report and other associated documents within thirty days of such request by Hockey Victoria;

#### **8.3 Delegate to Hockey Victoria**

- (a) During the First Board Meeting following the Annual General Meeting, the Board shall appoint one Delegate until the next Annual General Meeting. A Delegate must:
  - i) be an Individual Member;
  - ii) not be a director of Hockey Victoria.
- (b) The Secretary shall advise Hockey Victoria in writing of the appointed Delegate at least forty-eight hours prior to any Hockey Victoria General Meeting.
- (c) The Delegate is authorised by the Club to consider, make decisions and vote for and on behalf of the Club at any Hockey Victoria General Meeting.

## **PART V. MEMBERSHIP**

### **9. MEMBERS**

#### **9.1 Membership of the Club**

- (a) Any person is entitled to apply to become a Member.
- (b) A person who applies and is approved for membership as provided in these Rules is eligible to be a Member on payment of the annual subscription payable under these Rules.

#### **9.2 Application for Membership**

- (a) An application for membership by an individual must be:
  - i) in writing on the form prescribed from time to time by the Board, from the applicant or its nominated representative and lodged with the Club; and
  - ii) accompanied by the appropriate fee, if any.
- (b) The Club may accept or reject an application and shall not be required or compelled to provide any reason for such acceptance or rejection.
- (c) Where the Club accepts an application, the applicant shall become a Member. Membership of the Club shall be deemed to commence upon acceptance of the application by the Club. The Secretary shall amend the register accordingly as soon as practicable.
- (d) Where the Club rejects an application, the Club shall refund any fees forwarded with the application and the application shall be deemed rejected by the Club.

#### **9.3 Membership Renewal**

Members, except for Life Members, must reapply for membership annually with the Club in accordance with the procedures set down by the Club in By-Laws from time to time.

#### **9.4 Category of Members**

The Members of the Club shall consist of:

- (a) Playing Members;
- (b) Underage Playing Members;
- (c) Social Members;

- (d) Life Members; and
- (e) Honorary Members.

### **9.5 Playing Members**

- (a) A Playing Member is a Member of the Club who has attained the age of eighteen (18) years.
- (b) A Playing Member shall be required to pay an annual subscription fee applicable to that class of Membership and such other fees, costs or levies as the Board may determine from time to time.
- (c) The Board may determine sub-classes of a Playing Member from time to time.
- (d) A Playing Member shall have the following rights:
  - i) to attend and vote at all general meetings of the Club;
  - ii) to propose and/or second persons who wish to apply for Membership of the Club;
  - iii) to be elected to the Board; and
  - iv) to use all facilities and the premises of the Club in accordance with the terms and conditions of this Constitution and the By-Laws.

### **9.6 Underage Playing Members**

- (a) An Underage Playing Member is a Member who is yet to attain the age of eighteen (18) years.
- (b) An Underage Playing Member is required to pay an annual subscription applicable to that class of membership and such other fees, costs or levies as the Board may determine from time to time.
- (c) An Underage Playing Membership shall confer the following rights:
  - i) to attend all general meetings of the Club; and
  - ii) to use all facilities and the premises of the Club in accordance with the terms and conditions of this Constitution and the By-Laws, subject to the requirements of the Liquor Act.
- (d) An Underage Playing Membership shall not have the right to:
  - i) vote at a general meeting of the Club;
  - ii) propose nor to second persons who wish to apply for Membership of the Club; or

iii) be elected to the Board of the Club.

### **9.7 Social Members**

- (a) A Social Member is a Member who has attained the age of eighteen (18) years but is not another class of Member.
- (b) A Social Member is required to pay an annual subscription applicable to that class of membership and such other fees, costs or levies as the Board may determine from time to time.
- (c) A Social Member shall have the following rights:
  - i) to attend all general meetings of the Club;
  - ii) to use all facilities and the premises of the Club in accordance with the terms and conditions of this Constitution and the By-Laws;
  - iii) vote at a general meeting of the Club;
  - iv) propose nor to second persons who wish to apply for Membership of the Club; and
  - v) be elected to the Board of the Club.

### **9.8 Life Members**

- (a) Any Member may nominate a Member to be considered for life membership in the prescribed form and submit the nomination to the Board or at the Annual General Meeting.
- (b) On receiving the nomination in accordance with Rule 9.8(a), the life membership committee shall consider the nomination with reference to the following:
  - i) the duration of their membership of the Club, which must be a minimum of 15 years;
  - ii) the exemplary service of the Member to the Club; and
  - iii) any other matters the Board determines from time to time.
- (c) Once the life membership committee has reviewed the nomination in accordance with Rule 9.8 (b), they shall make a recommendation to the Board.
- (d) Once the recommendation of the life membership committee is received by the Board, the Board shall consider the nomination with reference to the recommendation and criteria set out in Rule 9.8 (b) (i) – (iii)
- (e) Subject to Rule 9.8(h), once considered, the Board may endorse, by Special Resolution of the Board, a nomination for life membership. That person's life

membership shall commence from the next Annual General Meeting.

- (f) In the event that the Board does not endorse a nomination for life membership, the Secretary must advise the Member and the person who nominated them of the decision.
- (g) Any Member may make a written or oral submission in support of a Member being nominated for life membership to the Board within 6 weeks following the Annual General Meeting.
- (h) If the nomination for life membership is endorsed by the board, the nominee shall be notified that they will become a life member commencing from the next Annual General Meeting.
- (i) A Life Member shall have the following rights:
  - i) to attend and vote at all general meetings of the Club;
  - ii) to propose and/or second persons who wish to apply for Membership of the Club;
  - iii) to be elected to the Board; and
  - iv) to use all facilities and the premises of the Club in accordance with the terms and conditions of this Constitution and the By-Laws (if any) of the Club.

## **9.9 Honorary Members**

- (a) Parents or guardians of Underage Playing Members who are not otherwise Members will, unless otherwise resolved by the Board, be deemed to be Honorary Members of the Club while their child or children remain as Underage Playing Members; and
- (b) Players, officials and umpires of other clubs registered with Hockey Victoria, Hockey Australia, the Federation of International Hockey, any State Sporting Organisation or National Sporting Organisations, who shall have been competing against the Club at the Club's sports ground and who are not otherwise eligible Members will, unless otherwise resolved by the Board, be deemed to be Honorary Members of the Club for the day of the competition only.
- (c) Subject to their compliance with the terms and conditions of this Constitution and the By-Laws, Honorary Membership shall confer the right to use all facilities and the premises of the Club.
- (d) Honorary Membership shall not confer the following rights, to:
  - i) attend all general meetings of the Club;
  - ii) vote at a general meeting of the Club;
  - iii) propose nor to second persons who wish to apply for Membership of the Club; or

iv) be elected to the Board of the Club.

#### **9.10 Minimum Number of Members**

The Club must have at least 5 Members.

### **10. SUBSCRIPTIONS AND FEES**

- (a) The annual membership subscription, fees and any levies payable by Members to the Club, the basis of, the time for and manner of payment shall be as determined by the Board from time to time.
- (b) Any Member which or who has not paid all monies due and payable by that Member to the Club shall (subject to the Board's discretion) have all rights under this Constitution immediately suspended from the expiry of the time prescribed for payment of those monies. Such rights will be suspended until such time as the monies are fully paid or otherwise in the Board's discretion. In the meantime, the Member shall have no automatic right to resign from the Club, and shall be dealt with in the Board's discretion, which includes the right to expel, suspend, disqualify, fine, discipline or retain that Member as a Member, or impose such other conditions or requirements as the Board considers appropriate.

### **11. REGISTER OF MEMBERS**

#### **11.1 Secretary to Keep Register**

The Secretary shall keep and maintain a register of Members in which shall be entered such information as is required under the Act from time to time.

#### **11.2 Inspection of Register**

- (a) Having regard to privacy and confidentiality considerations, an extract of the register, excluding the address of any Member shall be available for inspection (but not copying) by Members, upon reasonable request.
- (b) The Club shall provide a copy of the register at a time and in a form acceptable to Hockey Victoria and Hockey Australia and shall provide prompt and regular updates of the register to Hockey Victoria and Hockey Australia upon request.

### **12. EFFECT OF MEMBERSHIP**

- (a) Members acknowledge and agree that:
  - i) this Constitution constitutes a contract between each of them and the Club and that they are bound by this Constitution and the By-Laws;
  - ii) they shall comply with and observe this Constitution and the By-Laws and any determination, resolution or policy which may be made or passed by the Board or any duly authorised committee;

- iii) by submitting to this Constitution and the By-Laws they are subject to the jurisdiction of the Club, Hockey Victoria and Hockey Australia (as applicable);
  - iv) this Constitution is made in pursuit of a common object, namely the mutual and collective benefit of the Club and the Members;
  - v) this Constitution and By-Laws are necessary and reasonable for promoting the Objects and particularly the advancement and protection of Hockey; and
  - vi) subject to compliance with its terms, they are entitled to all benefits, advantages, privileges and services of Club membership.
- (b) A Member of the Club who is entitled to vote has the right:
- i) to receive notice of General Meetings and of proposed special resolutions in the manner and time prescribed by this Constitution;
  - ii) to submit items of business for consideration at a General Meeting;
  - iii) to attend and be heard at General Meetings;
  - iv) to vote at a General Meeting;
  - v) to have access to the minutes of the general meetings and other documents of the Club as provided under Rule 34; and
  - vi) subject to Rule 11.2, to inspect the register of Members.
- (c) A right, privilege or obligation of a Member by reason of their membership of the Club is not capable of being transferred or transmitted to another Member.

### **13. DISCONTINUANCE OF MEMBERSHIP**

#### **13.1 Notice of Resignation**

- (a) Subject to this Constitution any Member which has paid all monies due and payable to the Club and has no other liability (contingent or otherwise) to the Club may resign from the Club by giving one months' notice in writing to the Club of such intention to withdraw or resign and upon the expiration of that period of notice, the Member shall cease to be a Member.

#### **13.2 Resignation by Failure to pay Affiliation Fees**

- (a) A Member is taken to have resigned if:
- i) the Member's annual subscription fees are more than twelve months in arrears;  
or
  - ii) no annual subscription fees are payable:

- 1) the Secretary or Treasurer has made a written request to the Member to confirm that they wish to remain a Member; and
- 2) the Member has not, within three months after receiving that request, confirmed in writing that he or she wishes to remain a Member.

### **13.3 Forfeiture of Rights**

A Member who ceases to be a Member, for whatever reason, shall forfeit all right in and claim upon the Club and its property including Intellectual Property. Any Association documents, records or other property in the possession, custody or control of that Member shall be returned to the Club immediately.

### **13.4 Membership may be Reinstated**

Membership which has lapsed, been withdrawn or terminated under this Constitution may be reinstated at the discretion of the Board, on application in accordance with this Constitution and otherwise on such conditions as it sees fit.

## **14. DISCIPLINE OF MEMBERS**

### **14.1 Disciplinary Action**

- (a) Where the Board is advised or considers that a Member has allegedly:
  - i) breached, failed, refused or neglected to comply with a provision of this Constitution, the By-Laws or any resolution or determination of the Board or any duly authorised committee; or
  - ii) acted in a manner unbecoming of a Member or prejudicial to the Objects and the interests of the Club, Peak Bodies and/or Hockey; or
  - iii) brought the Club, Peak Bodies or Hockey into disrepute,

the Board may commence or cause to be commenced disciplinary proceedings against that Member, and that Member will (unless rule 14.1(b) applies) be subject to, and submits unreservedly to the jurisdiction, procedures, penalties and appeal mechanisms (if any) of the Club.

- (b) Where the issue the subject of the disciplinary proceedings relates to Hockey in Victoria, that Member and the Club acknowledge that Hockey Victoria is the final arbiter such matters and that Member submits unreservedly to the jurisdiction, procedures, penalties and appeal mechanisms (if any) of Hockey Victoria on those issues.

## **15. GRIEVANCE PROCEDURE**

### **15.1 Grievance by a Member**

- (a) The grievance procedure set out in this clause applies to disputes under this Constitution between a Member and:
  - i) another Member;
  - ii) the Board; or
  - iii) the Club.
- (b) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
- (c) The Member commencing the grievance procedure must notify the Secretary of their dispute in writing (Grievance Notice).
- (d) The Grievance Notice must:
  - i) identify the party against whom the Grievance is being raised;
  - ii) the nature of the dispute;
  - iii) what steps, if any, have been taken to resolve the dispute prior to commencing the grievance procedure; and
  - iv) any other matters which the Board may consider necessary from time to time.
- (e) The parties to the dispute must meet (which may, if agreed by the parties, take place by using any technology that allows the parties to communicate with each other clearly and simultaneously) and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen days of the Grievance Notice being given to the Secretary.
- (f) If the parties are unable to resolve the dispute within fourteen days, either party may refer the dispute to the Dispute Settlement Centre of Victoria (Department of Justice) for resolution.
- (g) The Board may prescribe additional grievance procedures in the By-Laws consistent with this Rule 15.

## **PART VI. GENERAL MEETINGS**

### **16. GENERAL MEETINGS**

- (a) An Annual General Meeting of the Club shall be held in accordance with the provisions of the Act and this Constitution and on a date and at a venue to be determined by the Board.

- (b) All General Meetings other than the Annual General Meeting shall be Special General Meetings and shall be held in accordance with this Constitution.

## **17. NOTICE OF GENERAL MEETING**

### **17.1 Notice of General Meetings**

- (a) Notice of every General Meeting shall be given to the Members at the address appearing in the register kept by the Club. No other person shall be entitled as of right to receive notices of General Meetings.
- (b) Notice of a General Meeting shall be given at least thirty days prior to the General Meeting and shall specify the place and day and hour of the General Meeting.
- (c) The agenda for the General Meeting stating the business to be transacted at the General Meeting shall be given at least twenty-one days prior to the General
- (d) Meeting, together with any notice of motion received from the Board. If a special resolution is proposed, the notice must state in full the proposed resolution and state the intention to propose the resolution as a special resolution.

### **17.2 Entitlement to Attend General Meeting**

Notwithstanding any other Rule, no Member shall be represented at, or take part in a General Meeting, unless all monies (set in accordance with Rule 9) then due and payable to the Club are paid.

## **18. ANNUAL GENERAL MEETING**

### **18.1 Business of the Annual General Meeting**

- (a) The business to be transacted at the annual general meeting includes the consideration of:
  - i) financial statements of the Club for the preceding Financial Year submitted by the Board in accordance with the Act;
  - ii) reports of the Board (including in relation to the activities of the Club during the last preceding Financial Year) and auditors; and
  - iii) the election of Directors.
- (b) All business that is transacted at an Annual General Meeting, except for those matters set out in Rule 18.1(a) shall be special business. "Special business" is business of which a notice of motion has been submitted in accordance with Rule 19.

### **18.2 Business Transacted**

Unless otherwise agreed by the Chair, no business other than that stated on the notice shall be transacted at that meeting.

## **19. NOTICES OF MOTION**

All notices of motion for inclusion as special business at a General Meeting must be submitted in writing (in the prescribed form) to the Secretary not less than twenty-two days (excluding receiving date and meeting date) prior to the General Meeting.

## **20. SPECIAL GENERAL MEETINGS**

### **20.1 Special General Meetings may be Held**

The Board may, whenever it thinks fit, convene a special general meeting of the Club and, where, but for this Rule more than fifteen months would elapse between annual general meetings, shall convene a special general meeting before the expiration of that period.

### **20.2 Requisition of Special General Meetings**

- (a) The Board shall on the requisition in writing of at least 10% of Members convene a Special General Meeting.
- (b) The requisition for a Special General Meeting shall state the object(s) of the meeting, shall be signed by the Members making the requisition and be sent to the Club. The requisition may consist of several documents in a like form each signed by one or more of the Members making the requisition.
- (c) If the Board does not cause a Special General Meeting to be held within sixty days after the date on which the requisition is sent to the Club, the Members making the requisition, or any of them, may convene a Special General Meeting to be held not later than three months after that date.
- (d) A Special General Meeting convened by Members under this Constitution shall be convened in the same manner, or as nearly as possible as that, in which meetings are convened by the Board.

## **21. PROCEEDINGS AT GENERAL MEETINGS**

### **21.1 Quorum**

- (a) No business shall be transacted at any General Meeting unless a quorum is present at the time when the meeting proceeds to business.
- (b) A quorum for General Meetings of the Club shall be 10% of the Members entitled to vote and represented at the meeting in person or by proxy or by exercise of postal ballot. For the avoidance of doubt proxy and postal votes will be counted towards the quorum.

### **21.2 Chair of Board Preside**

The chair of the Board shall, subject to this Constitution, preside as chair at every General Meeting of the Club. If the chair is not present, or is unwilling or unable to preside, the deputy chair shall preside as chair for that meeting only. If the deputy chair is not present, or is unwilling or unable to preside, the Directors shall choose

one of their number present who shall, subject to this Constitution, preside as chair for that meeting only.

### **21.3 Adjournment of Meeting**

- (a) If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting:
  - i) if convened upon the requisition of Members under Rule 20.2, shall be
  - ii) dissolved; and
  - iii) in any other case, shall stand adjourned to such other day and at such other time and place as the chair may determine.
- (b) If at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the meeting will lapse.
- (c) The chair may, with the consent of any General Meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (d) When a General Meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
- (e) Except as provided in Rule 21.3(c) it shall not be necessary to give any notice of an adjournment or the business to be transacted at any adjourned meeting.

### **21.4 Use of Technology**

- (a) A Member not physically present at a General Meeting may participate in the meeting using technology that allows that Member, and the Members present at the meeting to communicate with each other clearly and simultaneously.
- (b) A Member participating in a General Meeting as permitted under Rule 21.4(a) is taken to be present at the meeting and, if the Member votes at the meeting, is taken to have voted in person.

### **21.5 Voting Procedure**

- (a) At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before or on the declaration of the result of the show of hands) demanded by the:
  - i) chair; or
  - ii) majority of the Members present.

- (b) The Secretary of the Club shall keep a record of members of the Club voting at an election of Members of the Club.

#### **21.6 Recording of Determinations**

Unless a poll is demanded under Rule 21.5, a declaration by the chair that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or lost and an entry to that effect in the book containing the minutes of the proceedings of the Club shall be conclusive evidence of the fact without proof of the number of the votes recorded in favour of or against the resolution.

#### **21.7 Where Poll Demanded**

If a poll is duly demanded under Rule 21.5 it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the chair directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded.

#### **21.8 Resolutions at General Meetings**

- (a) Except where a Special Resolution is required, all questions at General Meetings shall be determined by the majority of votes (as set out in Rule 21). Except as otherwise provided in this Constitution, in the case of an equality of votes on a question at a General Meeting, the chair is entitled to a casting vote.
- (b) A special resolution is passed if not less than three quarters of the members voting at a general meeting (whether in person or by proxy) vote in favour of the resolution.

#### **21.9 Minutes**

- (a) The Secretary must ensure that minutes are taken and kept of each General Meeting.
  - i) The minutes must record:
    - ii) the business considered at the meeting;
    - iii) proxy and postal forms given to the Secretary under Rule 22;
    - iv) any resolution on which a vote is taken and the result of the vote; and
    - v) the names of persons present at all meetings.
- (b) In addition, the minutes of each annual general meeting must include:
  - i) the financial statements submitted to the members in accordance with Rule 18.1(a);

- ii) the certificate signed by two Board members certifying that the financial statements give a true and fair view of the financial position and performance of the Club;
  - iii) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act; and
  - iv) a record of members of the Club voting at an election of Members of the Club.
- (c) The minutes of General Meetings shall be available for inspection and copying by the Members.

## **22. PROXY AND POSTAL VOTING**

- (a) Proxy voting shall be permitted at all General Meetings provided a proxy form in the form approved by the Board from time to time, has been duly completed and executed and is lodged with the Secretary at least forty- eight (48) hours before the commencement of the meeting.
- (b) The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll. For the proxy to be valid a Member must instruct the proxy to vote either in favour of or against any proposed resolutions which must be set out in the proxy form or otherwise provide that the proxy may vote on the Member's behalf as they say fit.
- (c) Postal voting shall be permitted at all General Meetings provided a postal ballot form in the form approved by the Board from time to time, has been duly completed and executed and is lodged with the Secretary at least forty-eight (48) hours before the commencement of the meeting. For a postal ballot to be valid the Member must have voted in favour of or against any proposed resolutions which must be set out in the postal ballot form.
- (d) Should an issue arise between General Meetings which requires a decision or ratification by Members the Board may call a postal vote in such manner as it considers necessary.

## **PART VII. THE BOARD**

### **23. POWERS OF THE BOARD**

- (a) The affairs of the Club shall be managed by the Board constituted under Rule 24.1.
- (b) Subject to this Constitution and the Act, the Board:
  - i) shall control and manage the business and affairs of the Club;
  - ii) may exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by this Constitution to be exercised by the Members in General Meeting;

- iii) 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 Club; and
- iv) the Board as the controlling authority of the Club shall be responsible for acting on all issues in accordance with the Objects and shall operate for the collective and mutual benefit of the Club and Hockey throughout Victoria.

## **24. COMPOSITION OF THE BOARD**

### **24.1 Board Composition**

The Board shall comprise at least six (6) Directors elected by the Members in accordance with Rule 25.

### **24.2 Chair and Deputy Chair**

The positions of chair and deputy chair shall be appointed by the Board from amongst the Directors as soon as practicable after each Annual General Meeting. The appointees will hold the respective positions until the conclusion of the next Annual General Meeting following their appointment. An Elected Director may be re-appointed to either position.

### **24.3 Portfolios**

If the Board considers it appropriate, to further the Objects, it may allocate Directors to specific portfolios, with specific responsibilities, as determined in the discretion of the Board.

## **25. ELECTION OF DIRECTORS**

### **25.1 Qualifications for Directors**

- (a) Nominees for Director positions on the Board must be over the age of eighteen (18) years, reside in Australia and meet the qualifications as prescribed from time to time by the Board and set out in the By-Laws.
- (b) Nominees for Directors must be a Member but not an Honorary Member.
- (c) Nominees for Director positions on the Board must declare any position they hold in Hockey Victoria or Hockey Australia including as an office bearer, director or a paid appointee.
- (d) In all elections Rule 26.4 must be observed.

### **25.2 Elections of Directors**

- (a) The Secretary shall call for nominations thirty (30) days before the date of the Annual General Meeting. All Members shall be notified of the call for nominations.
- (b) Nominations for Directors must be:
  - i) in writing;

- ii) on the prescribed form (if any) provided for that purpose;
  - iii) signed by a Member; and
  - iv) certified by the nominee (who must be a Member) expressing his or her willingness to accept the position for which he or she is nominated.
- (c) Nominations must be received by the Secretary at least forty-eight (48) hours prior to the Annual General Meeting.
- (d) If the number of nominations received for the Board is equal to the number of vacancies to be filled or if there are insufficient nominations received to fill all vacancies on the Board, then those nominated shall be elected without the need for a ballot.
- (e) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be taken in such usual and proper manner as the chair directs.
- (f) The voting shall be conducted by preferential ballot or by such other procedure as is determined by the Board and communicated to the Members.

### **25.3 Term of Appointment**

- (a) Directors shall be elected in accordance with this Constitution for a term of three years, which shall commence from the conclusion of the Annual General Meeting at which the election occurred until the conclusion of the third annual general meeting following.
- (b) At each Annual General Meeting elections shall be held for approximately one third of the Directors. Should any adjustment to the term of Directors elected under this Constitution be necessary to ensure rotational terms in accordance with this Constitution, this shall be determined by the Board.

## **26. VACANCIES OF DIRECTORS**

### **26.1 Grounds for Termination of Director**

- (a) In addition to the circumstances (if any) in which the office of a Director becomes vacant by virtue of the Act, the office of a Director becomes vacant if the Director:
- i) dies;
  - ii) becomes bankrupt or makes any arrangement or composition with his creditors generally;
  - iii) 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;
  - iv) resigns his office in writing to the Club;
  - v) is absent without the consent of the Board from two consecutive meetings of the Board;

- vi) holds any office of employment of the Club;
- vii) without the prior consent or later ratification of the Members in General Meeting holds any office of profit under the Club;
- viii) is directly or indirectly interested in any contract or proposed contract with the Association and fails to declare the nature of his interest;
- ix) fails to comply with their Duties under the Act;
- x) is removed from office by Special Resolution under Rule 26.2; or
- xi) would otherwise be prohibited from being a director of a corporation under the Corporations Act or is disqualified from office under the Act.

## **26.2 Removal of a Director**

- (a) The Club in a General Meeting may by Special Resolution remove any Director before the expiration of their term of office. If a Director is removed in accordance with this Rule the office of the Director becomes vacant and shall be filled in accordance with the procedure set out in Rule 26.3.
- (b) Where the Director to whom a proposed resolution referred to in Rule 26.2(a) makes representations in writing to the Secretary and requests that such representations be notified to the Members, the Secretary may send a copy of the representations to each Member or, if they are not so sent, the Director may require that they be read out at the meeting, and the representations shall be so read.

## **26.3 Casual Vacancies**

- (a) The Board may appoint an eligible member of the Club to fill a position as a Director on the Board where the position:
  - i) has become vacant under Rule 26.1 or Rule 26.2; or
  - ii) was not filled by election at the last Annual General Meeting.
- (b) A Director appointed in accordance with Rule 26.3 will hold office until the next Annual General Meeting.
- (c) Rule 26.4 must be observed at all times when filling any Director casual vacancy.

## **26.4 Remaining Directors May Act**

In the event of a casual vacancy or vacancies in the office of a Director, the remaining Directors may act but, if the number of remaining Directors is not sufficient to constitute a quorum at a meeting of the Board, they may act only for the purpose of increasing the number of Directors to a number sufficient to constitute such a quorum.

## **27. MEETINGS OF THE BOARD**

### **27.1 Board to Meet**

The Board shall meet as often as is deemed necessary in every calendar year (and at least four times in each calendar year) for the dispatch of business and may adjourn and, subject to this Constitution otherwise regulate, its meetings as it thinks fit. The Secretary shall, on the requisition of two Directors, convene a meeting of the Board within a reasonable time.

### **27.2 Decisions of Board**

Subject to this Constitution, questions arising at any meeting of the Board shall be decided by a majority of votes and all questions so decided shall for all purposes be deemed a determination of the Board. All Directors present at any meeting shall have one vote on any question. The chair shall also have a casting vote where voting is equal. Voting by proxy is not permitted.

### **27.3 Resolutions not in Meeting**

- (a) A resolution in writing, signed or assented to by email or other form of visible or other electronic communication by all the Directors shall be as valid and effectual as if it had been passed at a meeting of Directors duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more of the Directors.
- (b) Without limiting the power of the Board to regulate its meetings as it thinks fit, a meeting of the Board may be held where one or more of the Directors is not physically present at the meeting, provided that:
  - i) all persons participating in the meeting are able to communicate with each other effectively, simultaneously and instantaneously, whether by means of telephone or other form of communication;
  - ii) notice of the meeting is given to all the Directors entitled to notice in accordance with the usual procedures agreed upon or laid down from time to time by the Board and such notice specifies that Directors are not required to be present in person;
  - iii) in the event that a failure in communications prevents condition (i) from being satisfied by that number of Directors which constitutes a quorum, and none of such Directors are present at the place where the meeting is deemed by virtue of the further provisions of this Rule to be held, then the meeting shall be suspended until condition (i) is satisfied again. If such condition is not satisfied within fifteen minutes from the interruption the meeting shall be deemed to have terminated; and
  - iv) any meeting held where one or more of the Directors is not physically present shall be deemed to be held at the place specified in the notice of meeting

provided a Director is there present and if no Director is there present the meeting shall be deemed to be held at the place where the chair is located.

#### **27.4 Quorum**

- (a) No business may be conducted at a meeting of the Board unless a quorum is present.
- (b) At meetings of the Board the number of Directors whose presence (or participation under Rule 27.4(a)) is required to constitute a quorum is the majority of the Directors.

#### **27.5 Notice of Board Meetings**

Unless all Directors agree to hold a meeting at shorter notice (which agreement shall be sufficiently evidenced by their presence) not less than seven (7) days' oral or written notice of the meeting of the Board shall be given to each Director by the Secretary. The agenda shall be forwarded to each Director not less than one (1) day prior to such meeting.

#### **27.6 Validity of Board Decisions**

A procedural defect in decisions taken by the Board shall not result in such decision being invalidated.

#### **27.7 Chair of Board Meeting**

The chair appointed under Rule 24.2 shall preside at every meeting of the Board. If the chair is not present, or is unwilling or unable to preside, the deputy chair shall preside as chair for that meeting only. If the deputy chair is not present, or is unwilling or unable to preside, the Directors shall choose one of their number to preside as chair for that meeting only.

#### **27.8 Minutes of Board Meeting**

- (a) The Board must ensure that minutes are taken and kept of each committee meeting.
- (b) The minutes must record the following:
  - i) the names of the Board members in attendance at the meeting;
  - ii) the business considered at the meeting;
  - iii) any resolution on which a vote is taken and the result of the vote; and
  - iv) any conflict of interested disclosed under Rule 28.

#### **27.9 Leave of Absence**

- (a) The Board may grant a Director leave of absence from Board and committee meetings for a period not exceeding three months.

- (b) The Board must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the Director to seek the leave in advance.

## **28. CONFLICTS**

### **28.1 Directors' Interests**

A Director is disqualified by holding any place of profit or position of employment in the Club, or in any company or incorporated association in which the Club is a shareholder or otherwise interested or from contracting with the Club either as vendor, purchaser or otherwise except with express resolution of approval of the Board.

### **28.2 Conflict of Interest**

A Director shall declare his/her interest in any:

- i) contractual matter;
- ii) selection matter;
- iii) disciplinary matter; or
- iv) financial matter;

in which a conflict of interest arises or may arise, and shall, unless otherwise determined by the Board, absent himself/herself from discussions of such matter and shall not be entitled to vote in respect of such matter. If the Director votes, the vote shall not be counted. In the event of any uncertainty as to whether it is necessary for a Director to absent himself/herself from discussions and refrain from voting, the issue should be immediately determined by vote of the Board, or if this is not possible, the matter shall be adjourned or deferred.

### **28.3 Disclosure of Interests**

The nature of the interest of such Director must be declared by the Director at the meeting of the Board at which the contract or other matter is first taken into consideration if the interest then exists or in any other case at the first meeting of the Board after the acquisition of the interest. If a Director becomes interested in a contract or other matter after it is made or entered into the declaration of the interest must be made at the first meeting of the Board held after the Director becomes so interested.

### **28.4 General Disclosure**

- (a) A general notice that a Director is a member of any specified firm or company and is to be regarded as interested in all transactions with that firm or company is sufficient declaration under Rule 28.3 as regards such Director and the said transactions.

- (b) After such general notice it is not necessary for such Director to give a special notice relating to any particular transaction with that firm or company.

## **28.5 Recording Disclosures**

It is the duty of the Secretary to record in the minutes any declaration made, or any general notice given by a Director in accordance with Rules 28.3 and 28.4.

## **29. DUTIES**

### **29.1 General Duties**

- (a) As soon as practicable after being elected or appointed to the Board, each Director must become familiar with this Constitution and the Act.
- (b) The Board is collectively responsible for ensuring that the Club complies with the Act and that individual members of the Board comply with this Constitution.
- (c) The Board must ensure that the Club complies with all requirements in the Act regarding financial statements.
- (d) The Directors must exercise their powers and discharge their duties:
  - i) In good faith in the best interests of the Club; and
  - ii) For a proper purpose.

## **30. SECRETARY**

### **30.1 Secretary Responsibilities**

- (a) The Secretary shall (unless prohibited by law) act as and carry out the duties of Secretary of the Club required under the Act to be performed by the secretary of an incorporated association and shall administer and manage the Club in accordance with this Constitution and any directions of the Board.
- (b) The Secretary must give the registrar notice of their appointment as Secretary within fourteen days after the appointment.
- (c) If the position of Secretary becomes vacant, the Board must appoint a person to the position within fourteen days after the vacancy arises.

### **30.2 Specific Duties**

- (a) The Secretary shall:
  - i) as far as practicable attend all Board meetings and General Meetings;
  - ii) prepare the agenda for all Board meetings and all General Meetings;
  - iii) record and prepare minutes of the proceedings of all meetings of the Board and the Club; and

iv) regularly report on the activities of, and issues relating to, the Club.

### **30.3 Broad Power to Manage**

Subject to the Act, this Constitution, the By-Laws and any directive of the Board, the Secretary has power to perform all such things as appear necessary or desirable for the proper management and administration of the Club.

## **31. TREASURER**

(a) The Treasurer must—

- i) receive all moneys paid to or received by the Club and issue receipts for those moneys in the name of the Club; and
- ii) ensure that all moneys received are paid into the account of the Club within 5 working days after receipt; and
- iii) make any payments authorised by the Club or by a General Meeting of the Club from the Club's funds; and
- iv) ensure cheques are signed by at least 2 Directors.

(b) The Treasurer must—

- i) ensure that the financial records of the Club are kept in accordance with the Act; and
- ii) coordinate the preparation of the financial statements of the Club and their certification by the Board prior to their submission to the Annual General Meeting of the Club.

(c) The Treasurer must ensure that at least one other Director has access to the accounts and financial records of the Club.

## **PART VIII. MISCELLANEOUS**

### **32. DELEGATIONS**

#### **32.1 Board may Delegate Functions to Committees**

The Board may by instrument in writing create or establish or appoint from among the Members, or otherwise, committees to carry out such duties and functions, and with such powers, as the Board determines.

#### **32.2 Delegation by Instrument**

The Board may in the establishing instrument delegate such functions as are specified in the instrument, other than:

- (a) this power of delegation; and
- (b) a function imposed on a Director or the Board by the Act or any other law.

### **32.3 Delegated Function Exercised in Accordance With Terms**

A function, the exercise of which has been delegated under this Rule, may whilst the delegation remains unrevoked, be exercised from time to time in accordance with the terms of the delegation.

### **32.4 Procedure of Delegated Entity**

- (a) The procedures for any committee established shall, with any necessary or incidental amendment, be the same as that applicable to meetings of the Board under Rule 27. The quorum shall be determined by the committee but shall be no less than the majority of the total number of committee members.
- (b) A Director shall be ex-officio members of any committee so appointed.
- (c) Within seven (7) days of any meeting of any committee, the committee shall send a copy of the minutes and any supporting documents to the Secretary.

### **32.5 Delegation may be Conditional**

A delegation under this Rule may be made subject to such conditions or limitations as to the exercise of any function or at the time or circumstances as may be specified in the delegation instrument.

### **32.6 Revocation of Delegation**

The Board may by instrument in writing, revoke wholly or in part any delegation made under this Rule, and may amend, repeal or veto any decision made by such committee under this Rule where such decision is contrary to this Constitution, the By-Laws, the Act, the Objects or the committee's delegation.

## **33. BY-LAWS**

### **33.1 Board to Formulate By-Laws**

- (a) The Board may formulate, approve, issue, adopt, interpret and amend such By-Laws, regulations and policies for the proper advancement, management and administration of the Club, the advancement of the Objects as it thinks necessary or desirable.
- (b) Such By-Laws must be consistent with this Constitution. Where there is an inconsistency, the By-Laws shall be read down to comply with this Constitution.
- (c) All By-Laws approved by the Board shall be published on the Club website.

### **33.2 By-Laws Binding**

All By-Laws made under this Rule shall be binding on the Club and Members.

### **33.3 By-Laws Deemed Applicable**

All by-laws, regulations and policies of the Club in force at the date of the approval of this Constitution under the Act insofar as such by-laws, regulations and policies are not inconsistent with, or have been replaced by this Constitution, shall be deemed to be By-Laws under this Rule.

### **33.4 Notices Binding on Members**

Amendments, alterations, interpretations or other changes to By-Laws shall be advised to Members by means of notices approved by the Board and prepared and issued by the Secretary. Such By-Laws shall be effective from the date of the notice.

## **34. RECORDS AND ACCOUNTS**

### **34.1 Secretary to Keep Records**

The Secretary shall establish and maintain proper records and minutes concerning all transactions, business, meetings and dealings of the Club and the Board and shall produce these as appropriate at each Board meeting or General Meeting.

### **34.2 Financial Records**

The Club must keep financial records that:

- (a) correctly record and explain its transactions, financial position and performance; and
- (b) enable financial statements to be prepared as required by the Act.

### **34.3 Records Kept in Accordance with Act**

Books, documents, securities and proper accounting and other records shall be kept in accordance with the Act, generally accepted accounting principles and/or any applicable code of conduct. All such records and the books of account shall be kept in the care and control of the Treasurer.

### **34.4 Club to Retain Records**

The Club shall retain such records for seven (7) years after the completion of the transactions or operations to which they relate.

### **34.5 Board to Submit Accounts**

The Board shall submit to the annual general meeting the accounts of the Club in accordance with the Act.

### **34.6 Negotiable Instruments**

All cheques, promissory notes, bankers' drafts, bills of exchange and other negotiable instruments, and all receipts for money paid to the Club, shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by two persons appointed in writing by the Board.

### **34.7 Inspection of Records**

- (a) Members may on request inspect free of charge:
  - i) the minutes of general meetings;
  - ii) subject to Rule 34.7(b), the financial records, books, securities and any other relevant document of the Club.
- (b) The Board may refuse to permit a Member to inspect records of the Board that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club.
- (c) The Board must on request make copies of these rules available to Members and applicants for membership free of charge.
- (d) Subject to Rule 34.7(b), a Member may make a copy of any of the other records of the Association referred to in this rule and the Club may charge a reasonable fee for provision of a copy of such a record.
- (e) For the purposes of this rule relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Club and includes the following:
  - i) its financial statements;
  - ii) its financial records; and
  - iii) records and documents relating to transactions, dealings, business or property of the Club.

### **35. AUDITOR**

- (a) A properly qualified auditor or auditors shall be appointed and the remuneration of such auditor or auditors fixed by the Board. The auditor's duties shall be regulated in accordance with the Act, or if no relevant provisions exist under the Act, in accordance with generally accepted accounting principles and/or any applicable codes of conduct.
- (b) Members may remove an auditor from office by resolution made at a General Meeting in accordance with the Act.

## **36. NOTICE**

### **36.1 Manner of Notice**

- (a) Notices may be given by the Secretary to any Member by sending the notice by post or where available, by email, to the Member's registered address or email address.
- (b) Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing and posting the notice. Service of the notice is deemed to have been effected two days after posting.
- (c) Where a notice is sent by email, service of the notice shall be deemed to be effected upon receipt of a confirmation report confirming the email message was received at the email address to which it was sent.
- (d) Any notice required to be given to the Club or the Board may be given:
  - i) by handing the notice to the Secretary;
  - ii) by sending the notice by post to the registered address;
  - iii) by leaving the notice at the registered address; or
  - iv) by email to the email address of the Secretary.

### **36.2 Notice of General Meeting**

Notice of every General Meeting shall be given in the manner authorised and to the persons entitled to receive notice under this Constitution.

### **36.3 Notice of Hockey Victoria to Members**

- (a) If Notice is given by Hockey Victoria to the Club that is required to be given to the Members, the Club shall within 7 days provide such a notice to the Members.
- (b) Such a notice shall be deemed to have been received by the Member on the date that the Club received the notice in accordance with the Hockey Victoria Constitution.

## **37. SEAL**

- (a) The Club may have a common seal.
- (b) If the Club has a common seal:
  - i) the name of the Club must appear in legible characters on the common seal, subject to Rule 37(c), the common seal shall only be used by authority of the Board and every document to which the seal is affixed shall be signed by two Directors; and
  - ii) the common seal must be kept in the custody of the Secretary.

- (c) A Director may not sign a document to which the seal of the Club is fixed where the Director is interested in the contract or arrangement to which the document relates.

### **38. REGISTERED ADDRESS**

- (a) The registered address of the Club is:
  - i) the address determined from time to time by resolution of the Board; or
  - ii) if the Board has not determined an address to be the registered address, the postal address of the Secretary.

### **39. ALTERATION OF CONSTITUTION**

- (a) This Constitution shall not be altered except by Special Resolution passed at a General Meeting of Members.
- (b) In addition, there shall be no alteration or amendment to Rules 41 or 42 without the consent of the relevant Minister or other authority under the Act.

### **40. INDEMNITY**

#### **40.1 Directors to be indemnified**

Every Director, auditor, manager, employee or agent of the Club shall be indemnified to the extent provided under the directors and officers insurance policy of the Club against any liability incurred by him/her in his/her capacity as Director, auditor, manager, employee or agent in defending any proceedings, whether civil or criminal, in which judgement is given in his/her favour or in which he/she is acquitted or in connection with any application in relation to any such proceedings in which relief is, under the Act, granted to him/her by the Court.

#### **40.2 Club to Indemnify**

- (a) The Club shall indemnify its Directors and employees to the extent provided under their insurance policy of the Club against all damages and costs (including legal costs) for which any such Director or employee may be or become liable to any third party in consequence of any act or omission except wilful misconduct:
- (b) in the case of a Director performed or made whilst acting on behalf of and with the authority, express or implied of the Club; and
- (c) in the case of an employee, performed or made in the course of, and within the scope of his/her employment by the Club.

### **41. WINDING UP**

#### **41.1 Winding Up of the Club**

Subject to this Rule 41, the Club may be wound up in accordance with the provisions of the Act.

## **41.2 Liability of Members**

The liability of the Members of the Club is limited.

## **41.3 Distribution of Property on Winding Up**

If upon winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities any assets or property, the same shall not be paid to or distributed amongst the Members of the Club but shall be given or transferred to some body or bodies having objects similar to the Objects and which prohibits the distribution of its or their income and property among its or their Members to an extent at least as great as is imposed on the Club by this Constitution and which is also not carried on for profit and which is similarly exempt (or entitled to be exempt) from income tax. Such body or bodies to be determined by the Members of the Club at or before the time of dissolution, and in default thereof by such judge of the relevant Supreme Court or such other court as may have or acquire jurisdiction in the matter.

## **42. AUTHORITY TO TRADE**

The Club is authorised to trade in accordance with the Act.

## **43. SOURCE OF FUNDS**

The funds of the Club may be derived from annual membership subscriptions, fees and levies payable by Members, donations, grants, sponsorships and such other sources as the Board determines.

## **44. MANAGEMENT OF FUNDS**

- (a) The Club must open an account with a financial institution from which expenditure of the Club is made and into which the Club's revenue is deposited.

## **45. LICENSING REQUIREMENTS**

- (a) If there is any inconsistency between this Rule 45 and any other Rule in this Constitution, Rule 45 will prevail to the extent necessary to comply with the Liquor Act.
- (b) No liquor shall be sold or supplied to any person under the age of eighteen (18) years except where any such person is accompanied by a spouse or parent, or guardian and the liquor is sold or supplied for consumption as part of a meal supplied on the Club premises.
- (c) A visitor shall not be supplied with liquor in the Club premises unless the visitor is:
  - i) a guest in the company of a Member; or
  - ii) at a particular function or occasion in respect of which a limited licence has been granted under the provisions of Section 26 of the Liquor Act.

- (d) No person under eighteen (18) years of age shall be employed in the Club.
- (e) No payment or part payment to an Officer or Servant of the Club shall be made by way of commission or allowance from the receipts of the Club for the supply of liquor.
- (f) No liquor shall be sold or supplied for consumption elsewhere than on the Club premises unless the licence under the Liquor Act authorises the sale of liquor for consumption off the Club premises. Any liquor so sold must be removed from the premises of the Club by the Member purchasing same.
- (g) No member or visitor shall be served with liquor except in accordance with the Club Licence held by the Club under the Liquor Act.
- (h) No person shall receive a greater profit, benefit or advantage from the Club than that received by every Member thereof other than a remuneration or honorarium as approved by the Board for work done by the Secretary, Treasurer or other Officer of the Club or salary or wages paid to employees.
- (i) The Club may, with the authority of the Board make application from time to time:
  - i) for a Limited Licence to authorise the sale and disposal of liquor on occasions or in locations not authorised by the Club Licence;
  - ii) for an Extended Hours Permit to authorise the sale and disposal of liquor within the premises of the Club at times to which the hours authorised by the Club Licence do not ordinarily extend.
- (j) Notwithstanding any provisions to the contrary contained in this Constitution while and as long as the Club is the holder of a Club Licence under the Liquor Act:
  - i) the facilities of the Club shall be provided and maintained from the joint funds of the Club; and
  - ii) no person shall be entitled to receive nor shall receive a greater profit, benefit or advantage from the Club than that to which any member is entitled or receives.

**46. AMENDMENTS TABLE**

Date of Issue	Amendment/Version	Remarks
October 1983	Initial Issue	
December 2014	Version 2	
February 2022	Version 3	

FOOTSCRAY HOCKEY CLUB  
INCORPORATED

CONSTITUTION

—

DECEMBER 2020



## **INDEX**

1. Interpretation
2. Name of Club
3. Purposes of Club
4. Club Colours
5. Powers of the Club
6. Not for Profit Organisation
7. Membership
  - 7.1 Membership Requirements
  - 7.2 Membership Categories
  - 7.3 Application for Membership
  - 7.4 General Rights of Members
  - 7.5 Rights not Transferable
  - 7.6 Membership Fees
  - 7.7 Membership Register
  - 7.8 Resignation of Members
  - 7.9 Disciplinary Action
  - 7.10 Grievance Procedure
8. Board of Directors
  - 8.1 Operation
  - 8.2 Specific Roles
  - 8.3 General Duties
  - 8.4 Election of Office Bearers
  - 8.5 The General Secretary
  - 8.6 The Treasurer
  - 8.7 Tenure of Office/Vacancies
  - 8.8 Removal from the Board
9. Meetings
  - 9.1 Annual General Meeting
  - 9.2 Special General Meeting
  - 9.3 Board Meetings
10. Meeting Procedure
  - 10.1 Convening Meetings
  - 10.2 Notices of Motion
  - 10.3 Quorums
  - 10.4 Voting
  - 10.5 Proxies
  - 10.6 Meeting Minutes
  - 10.7 Use of Technology
  - 10.8 Nominations
  - 10.9 General
11. Financial Management
  - 11.1 Director of Finance / Treasurer
  - 11.2 Funds
  - 11.3 Cheques

- 12. General
  - 12.1 Company Seal
  - 12.2 Custody of Records
  - 12.3 Notices
  - 12.4 Honorariums, Membership Fees and Budget
  - 12.5 Alterations to Constitution
  - 12.6 Alterations to Statement of Purpose
  - 12.7 Dissolution of the Club
- 13. Liquor Control Act
  - 13.1 Payments
  - 13.2 Members Visitors
  - 13.3 Visitor Limited Licence

## Constitution

### 1. Interpretation

In this constitution, unless the contrary intention appears:

***“The Association”*** means ***‘The Club’***, the Footscray Hockey Club Inc.

***“The Board”*** means the Board of Directors of the Club.

***“Financial Year”*** means the year ending the 30<sup>th</sup> of September.

***“The Regulations”*** means regulations under the Act (see ***‘The Act’***).

***“General Secretary”*** is a reference to a person that holds office under these Rules as General Secretary of the Club.

***“Absolute majority”***, of the Board, means a majority of the Board members currently holding office and entitled to vote at the time (as distinct from a majority of Board members present at a Board meeting);

***“Chairperson”***, of a general meeting or Board meeting, means the person chairing the meeting

***“Board member”*** means a member of the Board elected or appointed under Rule 8;

***“Disciplinary subcommittee”*** means the subcommittee appointed under rule 7.9 ***“Disciplinary meeting”*** means a meeting of the Board convened for the purposes of rule 7.9

***“Disciplinary appeal meeting”*** means a meeting of the members of the Club convened under rule 7.9

***“General meeting”*** means a general meeting of the members of the Club convened in accordance with Rule 9 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;

***“Member” means*** a member of the Club;

**“Member entitled to vote”** means a member who under rule 7 is entitled to vote at a general meeting;

**“Special resolution”** means a resolution that requires not less than three-quarters of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;

**“The Act”** means the **Associations Incorporation Reform Act 2012** and includes any regulations made under that Act;

**“The Registrar”** means the Registrar of Incorporated Associations.

## **2. Name of Club**

The Club already formed shall be known as the Footscray Hockey Club Incorporated and shall be affiliated with such associations as exist for the development on hockey in Victoria.

## **3. Purposes of the Club**

To provide and promote facilities and activities for Men’s, Women’s and Junior Hockey for all age groups within Footscray and neighbouring districts.

## **4. Club Colours**

Club Colours shall be Red, White and Royal Blue.  
Alternative colours may be used when required.

## **5. Powers of Association**

5.1 Subject to the Act, the Club has power to do all things incidental or conducive to achieve its purposes.

5.2 Without limiting sub rule (1), the Club may—

- (a) Acquire, hold and dispose of real or personal property;
- (b) Open and operate accounts with financial institutions;
- (c) Invest its money in any security in which trust monies may lawfully be invested;
- (d) Raise and borrow money on any terms and in any manner as it thinks fit;
- (e) Secure the repayment of money raised or borrowed, or the payment of a debt or liability;
- (f) Appoint agents to transact business on its behalf;
- (g) Enter into any other contract it considers necessary or desirable.

5.3 The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

## **6. Not for profit organisation**

6.1 The Club must not distribute any surplus, income or assets directly or indirectly to its member

6.2 Sub rule (1) does not prevent the Club from paying a member—

- (a) Reimbursement for expenses properly incurred by the member; or
- (b) For goods or services provided by the member—

If this is done in good faith on terms no more favourable than if the member was not a member.

### **Note**

Section 33 of the Act provides that an incorporated association must not secure pecuniary profit for its members. Section 4 of the Act sets out in more detail the circumstances under which an incorporated association is not taken to secure pecuniary profit for its members.

## **7. Membership**

### **7.1 Membership Requirements**

A natural person who is nominated and approved for membership as provided in these rules is eligible to be a member of the Club on payment of the entrance fee and Annual subscription payable under these rules.

### **7.2 Membership Categories**

(a) Life Members:

Members who have belonged to the club for a minimum of fifteen years and who have given special services to the club will be considered for Life Membership by the Board of Directors. One person each year may be recommended by the Board to the Members at the Annual General Meeting who may approve of that appointment. Life Members shall be entitled to all the privileges of the Club and shall have full voting rights but shall not be required to pay annual subscriptions.

(b) Playing Members

(1) Playing Members sixteen years or over shall pay such subscriptions as are payable under these rules and shall be entitled to participate in all activities of the Club including playing in competition and social matches, voting at meetings, and electing office bearers.

(2) Playing Members under sixteen years of age shall pay such subscriptions as are payable under these rules and shall be playing members of the Footscray Hockey Club Inc. and shall have the same right as Playing Members 16 years or older with the exception that they have no voting rights.

(c) Non-Playing Members

(1) Social Members.

Social members shall pay such subscriptions as are payable under these rules and shall be entitled to participate in all activities of the Club other than playing in competition matches. There are two levels of Social Membership - with voting rights and without voting rights.

(2) Honorary Members

Officials, players and supporters of any club affiliated with Hockey Australia or Hockey Victoria which shall have been attending at the Club's sports grounds on a particular day shall be eligible for election as Honorary Members of the Club for that day. Honorary Members shall be elected by an Election Committee consisting of the General Secretary or some other person appointed by the General Secretary and one other member of the Board. The General Secretary or their Appointee shall keep a record of such Honorary Members. Honorary Members shall not be required to pay a subscription and shall have no voting rights.

### **7.3 Application for Membership**

- (a) A person shall not be admitted to membership unless he/she is nominated as provided for in sub clause "b" and his/her admission as a member is approved by the Board.
- (b) A nomination of a person for membership of the Club shall be referred to the Board by the appropriate sectional secretary as quickly as possible for their decision to approve or reject the nomination.
- (c) The decision of the Board is to be notified to the nominee within seven days of the decision having been made.
- (d) The General Secretary shall, following the nominations approved by the Board immediately enter the nominees name in the register of members kept by the General Secretary.

### **7.4 General rights of members**

- (1) A member is entitled to vote if—
  - (a) the member is a playing member 16 years of age or older or a Social Member with voting rights
  - (b) more than 10 business days have passed since he or she became a member of the Club
  - (c) the member's membership rights are not suspended for any reason.
- (2) A member of the Club who is entitled to vote has the right—
  - (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and

- (b) to submit items of business for consideration at a general meeting
- (c) to attend and be heard at general meetings
- (d) to vote at a general meeting
- (e) to have access to the minutes of General and Board meetings and other documents of the Club as provided under rule 75 of the Associations Incorporation Reform Act 2012
- (f) to inspect the register of members.

### **7.5 Rights not transferable**

The rights of a member are not transferable and end when membership ceases.

### **7.6 Membership Fees**

Each year the outgoing Board of Directors will present at the Annual General Meeting a proposed schedule of membership fees to be applied for the following season.

### **7.7 Membership Register**

The General Secretary shall keep and maintain an overall register of members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members through communication with the General Secretary.

### **7.8 Resignation of Members**

Any member wishing to resign his/her membership may do so at any time. No such resignation shall relieve any member from the payment of any money due or payable by him/her to the Club. No Member retiring from the Club or ceasing for any cause to be a Member shall be entitled to or have any claim upon any portion whatsoever of the property of the Club.

### **7.9. Disciplinary action**

#### **7.9.1 Grounds for taking disciplinary action**

The Club may take disciplinary action against a member in accordance with this constitution if it is determined that the member—

- (a) has failed to comply with these Rules; or
- (b) refuses to support the purposes of the Club; or
- (c) has engaged in conduct prejudicial to the Club.

### **7.9.2 Disciplinary Subcommittee**

- (1) If the Board is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Board must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- (2) The members of the disciplinary subcommittee—
  - (a) may be Board members, members of the Club or anyone else; but
  - (b) must not be biased against, or in favour of, the member concerned.

### **7.9.3 Notice to member**

- (1) Before disciplinary action is taken against a member, the Secretary must give written notice to the member—
  - (a) stating that the Club proposes to take disciplinary action against the member; and
  - (b) stating the grounds for the proposed disciplinary action; and
  - (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the *disciplinary meeting*); and
  - (d) advising the member that he or she may do one or both of the following—
    - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
    - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
  - (e) setting out the member's appeal rights under rule 7.9.5.
- (2) The notice must be given no earlier than 14 days, and no later than 7 days, before the disciplinary meeting is held.

### **7.9.4 Decision of subcommittee**

- (1) At the disciplinary meeting, the disciplinary subcommittee must—
  - (a) give the member an opportunity to be heard; and
  - (b) consider any written statement submitted by the member.
- (2) After complying with sub rule (1), the disciplinary subcommittee may—
  - (a) take no further action against the member; or
  - (b) subject to sub rule (3)—
    - (i) reprimand the member; or determine that the Board be advised to suspend the membership rights of the member for a specified period; or

(ii) determine that the Board be advised to expel the member from the Club.

(3) The disciplinary subcommittee may not fine the member.

### **7.9.5 Appeal rights**

(1) A person whose membership rights have been suspended or who has been expelled from the Club under rule 7.9 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.

(2) The notice must be in writing and given—

(a) to the disciplinary subcommittee immediately after the vote to recommend suspension or expulsion the person is taken; or

(b) to the Secretary not later than 48 hours after the vote.

(3) If a person has given notice under sub rule (2), a disciplinary appeal meeting must be convened by the Board as soon as practicable, but in any event not later than 21 days, after the notice is received.

### **7.9.6 Conduct of disciplinary appeal meeting**

(1) At a disciplinary appeal meeting—

(a) no business other than the question of the appeal may be conducted;

(b) the Board must state the grounds for suspending or expelling the member and the reasons for taking that action; and

(c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.

(2) After complying with sub rule (1), the Board members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.

(3) A member may not vote by proxy at the meeting.

(4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

## **7.10 Grievance procedure**

### **7.10.1 Application**

(1) The grievance procedure set out in this constitution applies to disputes under these Rules between—

(a) a member and another member;

(b) a member and the Board;

(c) a member and the Club.

- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

#### **7.10.2 Parties must attempt to resolve the dispute**

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

#### **7.10.3 Appointment of mediator**

- (1) If the parties to a dispute are unable to resolve the dispute between them within the time required by the rules of this constitution, the parties must within 10 days—
  - (a) notify the Board of the dispute; and
  - (b) agree to or request the appointment of a mediator; and
  - (c) attempt in good faith to settle the dispute by mediation.
- (2) The mediator must be—
  - (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement—
    - (i) if the dispute is between a member and another member—a person appointed by the Board; or
    - (ii) if the dispute is between a member and the Board or the Club—a person appointed or employed by the Dispute Settlement Centre of Victoria.
- (3) A mediator appointed by the Board may be a member or former member of the Club but in any case must not be a person who—
  - (a) has a personal interest in the dispute; or
  - (b) is biased in favour of or against any party.

#### **7.10.4 Mediation process**

- (1) The mediator to the dispute, in conducting the mediation, must—
  - (a) give each party every opportunity to be heard; and
  - (b) allow due consideration by all parties of any written statement submitted by any party; and
  - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
- (2) The mediator must not determine the dispute.

### **7.10.5 Failure to resolve dispute by mediation**

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **8. Board of Directors**

### **8.1 Operation**

The affairs of the Club shall be managed by a Board comprising of the 10 positions nominated in 8.2 below.

### **8.2 Specific Roles**

The Officers of the Club shall be:

- a) Director – Men’s Section Administration
- b) Director – Ladies Section Administration
- c) Director – Junior Section Administration
- d) Director – Masters Section Administration
- e) Director – Finance
- f) Director – Planning and Performance
- g) Director – Retail Operations
- h) Director – Pavilion/Ground Management
- i) Director – Sponsorship / Fund Raising
- j) General Secretary

### **8.3 General Duties**

The Board:

- a) shall control and manage the business and affairs of the Club,
- b) may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Club other than rules required to be exercised at general meetings of the members of the Club
- c) subject to these rules, the regulations and the Act, has the 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 Club.
- e) shall, in circumstances which are not, or are alleged not to be provided for in this constitution, determine in such manner as they shall deem fit and the decision of this and every question shall be final – except where otherwise provided for in this constitution.
- f) Must exercise their powers and discharge their duties with reasonable care and diligence.
- g) Must exercise their powers and discharge their duties in good faith in the best interests of the Club.

### **8.4 Election of Office Bearers**

At each Annual General Meeting the above mentioned positions (item 8.2) shall be selected, voted upon by financial members aged 16 years and older.

Also elected at the Annual General Meeting, but not forming part of the Board of Directors shall be:

- a) One Patron
- b) Two Honorary Auditors
- c) One Life Member (if recommended by the Board of Directors)
- d) Five Trustees (elected from Life Members)
- e) Four Players Representatives (2 X Mens, 2 X Ladies).

Members eligible to vote for the Board of Directors shall be Life Members, Social Members with voting rights and Playing Members sixteen years of age or over. To be elected to the Board of Directors, a member must be eighteen years of age or older.

For the Annual meeting to proceed:

- (1) The requirements of section 10.3 Quorums must be met, and
- (2) The total number of members within the categories Life Member, Playing Member sixteen years or older and social members with voting rights must comprise at least sixty percent of the total membership of the club.

Members of the Board of Directors of the Club shall be elected for a term of not less than 12 months.

Note:

At the first meeting of the incoming Board each year a Chair Person for the Board / other Club meetings that year is also to be elected.

### **8.5 The General Secretary**

- (1) The General Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.

**Example**

Under the Act, the secretary of an incorporated association is responsible for lodging documents of the association with the Registrar.

- (2) The General Secretary must—
  - (a) maintain the register of members in accordance with rule 18; and
  - (b) keep custody of the common seal (if any) of the Club and, except for the financial records referred to in rule 70(3), all books, documents and securities of the Club in accordance with rules 72 and 75 from the Act; and
  - (c) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general and Board meetings and other books and documents; and
  - (d) perform any other duty or function imposed on the General Secretary by these Rules.

- (3) The General Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

## **8.6 The Treasurer**

- (1) The Treasurer must—
  - (a) receive all moneys paid to or received by the Club and issue receipts for those moneys in the name of the Club; and
  - (b) ensure that all moneys received are paid into the account of the Club within 5 working days after receipt; and
  - (c) make any payments authorised by the Board or by a general meeting of the Club from the Club's funds; and
  - (d) ensure cheques and electronic payments are signed by at least 2 Board members.
- (2) The Treasurer must—
  - (a) ensure that the financial records of the Club are kept in accordance with the Act; and
  - (b) coordinate the preparation of the financial statements of the Club and their certification by the Board prior to their submission to the annual general meeting of the Association.
- (3) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Club.

## **8.7 Tenure of Office / Vacancies**

Any positions remaining vacant at the Annual General Meeting or arising as casual vacancies during the year shall be filled by the Board.

All positions shall be held until the next Annual General Meeting, except Trustee positions which shall be held for five (5) years.

## **8.8 Removal from the Board**

- a) The Club at a Board meeting may by resolution remove any member of the Board before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first - mentioned member.
- b) Where the member to whom a proposed resolution referred to in sub – clause (a) make representations in writing to the General Secretary or Chair Person of the Club (not exceeding a reasonable length) and requests that they be notified to the members of the Club, the General Secretary to the Chair Person may send a copy of the representation to each member of the Club or,

if they are not so sent, the member may require that they be read out at the meeting.

c) Any Board member being absent from three consecutive Board meetings shall, at the direction of the Board be discharged from his/her position on the Board.

## **9. Meetings**

### **9.1 Annual General Meeting**

#### **9.1.1 Date**

The Club shall in each calendar year convene an Annual General Meeting of its Members. The Annual General Meeting shall be held on such day as the Board determines.

#### **9.1.2 Purpose of Meeting**

- a) Receive Annual Reports
- b) Receive Financial Reports including Budget
- c) Notices of Motion
- d) Election of Office Bearers (refer 8.4 )
- e) General Business

### **9.2 Special General Meeting**

#### **9.2.1 Date**

Special General Meetings can be called at any time during the year by

- a) The Board
- b) The Club members

#### **9.2.2 Purpose**

To discuss matters which require major decisions by the members.

### **9.3 Board Meetings**

#### **9.3.1 Date**

- a) The Board will meet at monthly intervals or as decided by the Board at its previous meeting.
- b) The General Secretary upon request from any three members of the Board shall call a special Board meeting to discuss Club matters of importance.

#### **9.3.2 Purpose**

- a) Receive reports from officers.
- b) Resolve financial matters.

- c) Elect any casual vacancies.
- d) General Business.

## **10 Meeting Procedure**

### **10.1 Convening Meetings**

#### **10.1.1 Annual General Meeting**

When directed by the Board the General Secretary shall send to all current members over 16 years of age (not Honorary members), seven clear days before the meeting, a notice stating time, place and business to be transacted thereat.

#### **10.1.2 Special General Meeting**

By Board - when directed by the Board the General Secretary, shall send out to all current Members over 16 years of age (not Honorary members), seven clear days before the Meeting, a notice stating time, place and business to be transacted thereat.

By Members - the General Secretary will convene a Special General Meeting of the Club within twenty - one days of receipt of written requisition of not less than one third of financial members eligible to vote. Such requisition must be signed by the requisitioner and set out the business to be brought up before such meeting and delivered to the General Secretary. The General Secretary shall convene the meeting by sending to all the current members over 16 years (not Honorary members), seven clear days before the meeting, a notice stating time, place and business to be transacted thereat.

If the General Secretary refuses to proceed to convene the meeting within twenty - one days of the receipt of the requisition, the requisitioner may themselves convene a meeting by sending to all the current members over 16 years (not Honorary members) , seven clear days before the Meeting, a notice stating time, place and business to be transacted thereat. The meeting must be held within two calendar months of date of requisition delivered to the General Secretary.

#### **10.1.3 Board Meetings**

1) At the conclusion of the previous Board meeting a place, date and time shall be set for the next Board meeting. All Board members who did not attend the previous meeting must be notified by the secretary of the place, date and time, seven days before the next Board meeting.

A copy of the minutes and action sheets are to be sent to all Board members prior to the next meeting.

2) Where four members of the Board request an unscheduled Board meeting, all Board members must be notified by the General Secretary, of the place, date

and time forty-eight hours before the Board meeting can be held.

## **10.2 Notices of Motion**

### a) General

Notices of Motion relating to general matters must be lodged in writing to the General Secretary together with the names of the proposer and seconder not later than 14 days before the meeting at which it is proposed to have the motion put.

### b) Changes to the Constitution.

A Notice of Motion pertaining to a change / changes to the Club's constitution (referred to as a 'Special Resolution') must be lodged in writing to the General Secretary together with the names of the proposer and seconder not later than 21 clear days before the meeting at which it is proposed to have the motion put.

### c) Advice to Members.

When advising the members of a meeting at which a Notice of Motion will be considered, the advice to the members must:

- (i) specify the date, time and place of the meeting: and
- (ii) indicate the general nature of each item of business to be considered at the meeting: and
- (iii) if a Special Resolution is to be proposed –
  - a) state in full the proposed resolution: and
  - b) state the intention to propose the resolution as a special resolution: and
- (iv) comply with rule 34(5) from the Reform Act 'Model Rules' (relates to the use of proxies).

## **10.3 Quorums**

The Quorums required for each meeting type are set out as follows:

- a) At any General Meeting - 50 voting members or one third of the total voting membership of the Club, whichever is the lesser
- b) At any Board meeting – seven members

## **10.4 Voting**

Voting at any General Meeting shall be by show of hands.  
A ballot may be called for if:

- a) Three voting members demand it; or
- b) by request of the Chair Person.

A simple majority shall carry any motion. The Chair Person may vote as a Director, and in the event of a deadlock, may have the casting vote.

## **10.5 Proxies**

- (1) A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.
- (2) The appointment of a proxy must be in writing and signed by the member making the appointment.
- (3) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.
- (4) If the Board has approved a form for the appointment of a proxy, the member must use that form.
- (5) Notice of a general meeting given to a member under rule 9 must—
  - (a) state that the member may appoint another member as a proxy for the meeting; and
  - (b) include a copy of any form that the Committee has approved for the appointment of a proxy.
- (6) A form appointing a proxy must be given to the Chairperson of the meeting before or at the commencement of the meeting.
- (7) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Club no later than 24 hours before the commencement of the meeting.

## **10.6 Meeting Minutes**

### **10.6.1 Board Meetings**

- (1) The Board must ensure that minutes are taken and kept of each Board meeting.
- (2) The minutes must record the following:

- (a) the names of the members in attendance at the meeting
- (b) the business considered at the meeting
- (c) any resolution on which a vote is taken and the result of the vote
- (d) any material personal interest disclosed under rule 65.

### **10.6.2 General Meetings**

- (1) The Board must ensure that minutes are taken and kept of any General meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes of each annual general meeting must include:
  - (a) the names of the members attending the meeting
  - (b) proxy forms given to the Chairperson of the meeting under rule 34 (6)
  - (c) the financial statements submitted to members in accordance with rule 30(4) (b) (ii)
  - (d) the certificate signed by two Board members certifying that the financial statements give a true and fair view of the financial position and performance of the Club, and
  - (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

### **10.7 Use of Technology**

- (1) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this matter, a member participating in a general meeting as permitted under sub rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

### **10.8 Nominations**

Nominations for all positions on the Board and other elected positions will be accepted in writing by the General Secretary until the commencement of the Annual General Meeting signed by the Proposer and Seconder together with the nominees consenting signature. The Chair Person will call for further nominations from the floor of the meeting prior to voting for any position.

All nominees must be 18 years of age or older.

### **10.9 General**

- a) Any Financial Member may attend Board Meetings but shall not vote or speak on any subject unless directed by the Chair Person. If the Board wishes to deal with any matter privately, the Chair Person has the power to exclude any non - Board Member.

b) At all meetings the rules of debate shall be followed.

c) Where the Chair Person is unable to attend any meeting, an Acting Chair Person will be appointed by the meeting and the Acting Chair Person shall have a casting vote only.

## **11.0 Financial Management**

### **11.1 Director of Finance duties – see 8.6.**

### **11.2 Funds**

The funds of the Club shall be derived from membership fees, donations and such other sources as the Board determines.

### **11.3 Cheques and Payments**

All cheques, electronic payments, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Board of Directors.

## **12.0 General**

### **12.1 Company Seal**

- 1) The Common Seal of the Club shall be kept in the custody of the General 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 signatures of two members of the Board One of whom must be either the Board Chairperson or the Club's General Secretary.

### **12.2 Custody of Records**

Except as otherwise provided in these rules, the General Secretary shall keep in their custody or under their control all books, documents and securities of the Club, such items being available for inspection by members.

### **12.3 Notices**

12.3.1) A notice may be served by or on behalf of the Club upon any member either personally or by email and other website technologies utilizing addresses shown in the Register of Members

12.3.2) 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 delivered in the ordinary course of post.

#### **12.4 Honorariums, Membership Fees and Budget**

These items shall be presented by the Director of Finance and be discussed, approved and amended at the Annual General Meeting. It is at the Board's discretion to announce the due date of collection of fees. Any Honorariums to be paid shall be included in the budget, and may be increased or decreased each year depending on the financial status of the Club.

#### **12.5 Alterations to Constitution**

The foregoing constitution may be amended, altered, added to or rescinded in whole or part at a General Meeting of the Club by following the rules of Notice of Motion. (refer 10.2)

#### **12.6 Alterations to the Statement of Purpose**

The Statement of Purpose of the Club shall not be altered except in accordance with the Act.

#### **12.7 Dissolution of the Club**

If upon winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities of any property whatsoever, the same shall not be paid or distributed among the members of the Club, but shall be held in trust for a period of three years.

At the end of this time if the Club does not reform, all assets will be given or transferred to organisations involved in the promotion of Hockey in Victoria. This distribution will be determined by the existing appointed Trustees of the Club at the time of dissolution.

### **13.0 Rules required to comply with the Liquor Control Act and the requirements of the Liquor Licensing Commission.**

While and so long as the Club is the holder of any licence, permit or authority issued pursuant to any provision of the Liquor Control Act 1987 or any amendment or re-enactment thereof, the following rules shall be Rules of the Association:

#### **13.1 Payments**

No payment shall be made to an officer, official or servant of the Club by way of commission or allowance from the receipts of the Club from the sale and disposal of Liquor.

#### **13.2 Members Visitors**

Visitors being invitees of the members of the Club may be admitted to the licensed premises of the Club subject to the names and residential addresses of all such visitors being recorded in writing in a Visitor's Book to be provided by the Club and kept in a conspicuous position at the entrance to the licensed premises. Each written entry shall be signed and dated by the member who invited the visitor. A member shall, subject to the approval of the committee, be entitled to invite visitors (excluding their spouse and children) on any one day.

### **13.3 Visitor Limited Licence**

A visitor shall not be supplied with liquor on the premises unless in the Company of a member, providing that a visitor may be supplied with liquor on the Club premises when not in the company of a member at a particular function or occasion in respect of which a Limited Licence has been granted pursuant to Section 52 of the Liquor Control Act 1987.