

# **Constitution**

## **Sydney University Soccer Football Club Incorporated**

### **Name**

1. The name of the Club to which this Constitution applies shall be the “Sydney University Soccer Football Club Incorporated” (“the Club”).

### **Objects**

2. The objects of the Club shall be:
  - (a) to encourage, foster, promote, develop, extend and govern the game of Soccer (Association) Football within the University of Sydney;
  - (b) to subscribe to, become a member of, and co-operate with, any other organization or association whose objects are altogether or in part similar to those of the Club.

### **Membership**

3. The Club shall consist of members who are players, coaches, officials and supporters of the Club. All financial members of Sydney University Sport (“SU Sport”) shall be eligible for membership of the Club. No member of the Club or any other person shall play for the Club in any competition match unless he or she is a financial member of SU Sport.
4. The membership of any person eligible for membership shall take effect on the receipt by the Executive Committee as hereinafter defined of such information in writing and payment of any membership fee as the Executive Committee may from time to time determine.
5. If any member is in the opinion of the Executive Committee guilty of any conduct prejudicial to the interests of the Club, the Executive Committee, or in cases of urgency the President as hereinafter defined, may suspend the member alleged to have committed the breach complained of for such time as the Executive Committee or President deems appropriate. During any such suspension the suspended member shall not be entitled to any of the rights or privileges attaching to membership.
6. Any member may resign from the Club by giving notice of his or her resignation in writing to the Club Secretary as hereinafter defined. Such resignation shall take effect from the date of receipt of such notice by the Club Secretary.

7. Any person who ceases to be a member of the Club whether by resignation or in any other manner whatsoever shall forfeit all rights and claims upon the Club and its property assets and funds.

### **General Meetings**

8. The Executive Committee shall convene an Annual General Meeting of all members at least once in every calendar year to be held at such time and place as may be determined by the Executive Committee.
9. The Executive Committee may whenever it thinks fit convene a Special General Meeting.
10. The Executive Committee shall on receipt of a requisition made in writing stating the objects of the meeting proposed to be called and signed by not less than five (5) members of the Club convene a Special General Meeting within twenty one days of the date of receipt of such requisition by the Club Secretary.
11. Notice of the Annual General Meeting and of every Special General Meeting shall be given at least seven days before such meeting on the official Club notice board or website and by email to each member who has provided an email address to the Club Secretary and shall include the general nature of the business to be brought before such meeting.
12. The business of an Annual General Meeting shall be:
  - (a) to receive and consider the Annual Report and Financial Statements;
  - (b) to elect the Office Bearers for the ensuing year; and
  - (c) to transact any other business which may be specified in the notice convening the meeting or which under this Constitution may be transacted by the Club in General Meeting.
13. Ten (10) members personally present shall be a quorum for a General Meeting of the Club. If within thirty (30) minutes from the time appointed for the meeting a quorum is not present the meeting shall lapse.
14. The President shall be entitled to take the chair at all General Meetings of the Club. If the President is absent or unwilling or unable to act as chairperson, the Vice President shall be entitled to take the Chair. If the Vice President is absent or unwilling or unable to act as chairperson in the President's absence, the members present shall choose a chairperson from among their own number.
15. No person shall be competent to vote at any General Meeting unless he or she is a member of the Club. Proxy votes shall not be allowed at any General Meeting of the Club.

16. Every question submitted to a General Meeting shall be decided by a show of hands unless otherwise decided by the meeting or the chairperson. Every member shall be entitled to one vote EXCEPT that in the case of any equality of votes the chairperson shall have a casting vote in addition to the vote to which he or she is entitled as a member.
17. Any resolution put to any General Meeting (other than a resolution seeking to amend this Constitution or remove an Office Bearer of the Club) shall be deemed to have been passed if supported by at least fifty-one (51) percent of the members of the Club present and voting.
18. Every resolution passed at any General Meeting shall be binding on all members of the Club whether present at the General Meeting or not.
19. Minutes of the proceedings of every General Meeting shall be kept by the Club Secretary and signed by the chairperson of the next succeeding General Meeting.

#### **Office Bearers**

20. The Office Bearers of the Club shall be:
  - (a) A President;
  - (b) A Vice President;
  - (c) A Club Secretary;
  - (d) A Treasurer;
  - (e) A Fundraising Officer;
  - (f) A Social Officer; and
  - (g) A Publicity Officer.
21. Each Office Bearer shall be elected at the Annual General Meeting of the Club and shall hold office, subject to this Constitution, until the next Annual General Meeting.
22. In order to be eligible for election as an Office Bearer of the Club, a person must be a current member of the Club.
23. No person shall occupy the role of more than one Office Bearer at any one time.
24. No Office Bearer of the Club shall receive any remuneration for his or her services.

25. A Special General Meeting may, by a resolution of two thirds of the members of the Club present and voting, remove any Office Bearer or member of the Executive Committee from office before the period of expiration of his or her office.
26. Any vacancy in the Office Bearers of the Club shall be filled by a person elected by the members of the Club in General Meeting or alternatively appointed by a majority of the remaining Office Bearers. Any Office Bearer so appointed shall hold office until the next Annual General Meeting.
27. The duties of the Office Bearers of the Club are set out in Annexure A to this Constitution.

### **Control and Management**

28. The control and management of the Club shall be vested in an Executive Committee consisting of the Office Bearers of the Club and up to two (2) other members of the Club who may be appointed by a majority of the Office Bearers of the Club (“the Executive Committee”).
29. (a) At least 40% of the members of the Executive Committee shall be male. At least 40% of the members of the Executive Committee shall be female.  
(b) At least one member of the Executive Committee shall be a student currently enrolled and attending lectures at the University of Sydney.
30. A quorum of the Executive Committee shall be four (4). If no quorum is present within thirty (30) minutes of the notified time of a meeting, such Meeting shall lapse.
31. The President shall be entitled to take the Chair at all meetings of the Executive Committee. If the Chairperson is absent or unwilling or unable to act, the members of the Executive Committee present shall choose a Chairperson from among their own number.
32. The President or Club Secretary shall convene a meeting of the Executive Committee at least once every two (2) calendar months and on no less than 6 occasions in any calendar year.
33. The Club Secretary shall upon the request of the President or two (2) members of the Executive Committee convene a meeting of the Executive Committee.
34. No person who is not a member of the Executive Committee shall be entitled to be present at a meeting thereof UNLESS invited to attend by a majority of the Executive Committee in attendance at the meeting, in which case the person so invited shall not be entitled to vote at the meeting.
35. The Executive Committee may declare vacant the seat of any member of the Executive Committee who has been absent without valid excuse from three (3) consecutive meetings of the Executive Committee.

36. Any casual vacancy among the Executive Committee may be filled by any other member of the Club who is not an Office Bearer of the Club who shall be appointed by the President in his or her discretion.
37. Every question submitted to the Executive Committee shall be decided by a simple majority on a show of hands unless otherwise decided by a majority of those in attendance at the meeting or the Chairperson. Every member of the Executive Committee shall be entitled to one vote EXCEPT that in the case of an equality of votes, the Chairperson shall have a casting vote in addition to the vote to which he or she is entitled as a member of the Executive Committee.
38. Minutes of every meeting of the Executive Committee shall be kept by the Club Secretary (or their delegate) and signed by the Chairperson of the next succeeding Executive Committee meeting.
39. The Executive Committee shall appoint such delegate or delegates to represent the Club as may be required with such powers as it may think fit, including especially but not exclusively:
  - (a) delegates to the General Committee of SU Sport;
  - (b) delegates to Soccer NSW;
  - (c) delegates to the Joint Representative Committee of Sydney University Eastern Lions (or its successor); or
  - (d) delegates to any other organization or association of which the Club may be a member.
40. All such delegates shall submit to the Executive Committee a report of each meeting which they attend at the next meeting of the Executive Committee following such meeting.
41. The Executive Committee shall have the power to appoint sub-committees or individual persons to carry out such functions as the Executive Committee shall deem necessary, such sub-committees to consist of any members appointed by the Executive Committee. Any person so appointed shall report to the Executive Committee or any sub-committee nominated by the President.
42. The Executive Committee shall have power to make, alter and repeal such Rules and Regulations not being inconsistent with this Constitution as it may deem necessary or expedient from time to time. Notice of any proposal to make, alter or repeal any such Rules or Regulations shall be given to the Club Secretary not less than seven (7) days before the meeting of the Executive Committee at which it is intended to present such proposal.
43. Notice of all meetings of the Executive Committee shall be given to all members of the Executive Committee by the Club Secretary at least seven (7) days before such meeting.

44. Every resolution of the Executive Committee shall be binding on all members of the Club.

### **Executive**

45. The Office Bearers of the Club or any two (2) of them shall constitute the Executive of the Club and may act in any way beneficial to the Club when immediate action is required and it is not practicable or convenient to call a meeting of the Executive Committee. Any exercise of Executive power under this clause will be referred for approval to the next meeting of the Executive Committee.

### **Powers of the Club**

46. The Club shall have the power to carry out the objects of this Constitution in such a way as described by this Constitution, subject to:
- (a) the Constitution, By-Laws, Rules and Regulations of SU Sport; and
  - (b) the Constitution, Rules and Regulations of Soccer NSW Limited.
47. Where there is any inconsistency between any provision of this Constitution or any Rules and Regulations prescribed pursuant to it and those of Soccer NSW Limited, then to the extent of such inconsistency, the Constitution, Rules and Regulations of Soccer NSW Limited shall prevail.
48. For as long as the Club is a member of Soccer NSW Limited, the Club shall be bound by the lawful decisions of the Board of Soccer NSW and shall do all things reasonably necessary to implement and enforce such decisions.

### **Amendment**

49. This constitution shall not be amended UNLESS:
- (a) The amendment shall be passed by two thirds (2/3) of the members of the Club present and voting at a General Meeting; AND
  - (b) Notice of intention to move the amendment was received by the Club Secretary at least fourteen (14) days prior to the date of such meeting and such notice given in the notice convening the meeting.

### **Club Colours and Crest**

50. The colours of the Club shall be the royal blue and gold of the University of Sydney and SU Sport.
51. The crest of the Club shall include the shield of SU Sport.



## **ANNEXURE A TO THE CONSTITUTION OF SUSFC Incorporated**

### **DUTIES OF THE OFFICE BEARERS OF THE CLUB**

#### **Common Duties of Office Bearers**

1. Each Office Bearer of the Club shall:
  - (a) endeavour to uphold this Constitution;
  - (b) abide by any Code of Conduct which the Executive Committee may from time to time put in place;
  - (c) attend all meetings of the Executive Committee, all General Meetings of the Club and meetings of any sub-committees to which he or she may be appointed; and
  - (d) present a report to the Annual General Meeting.

#### **Duties of the President**

2. The President shall:
  - (a) chair all meetings of the Club and the Executive Committee;
  - (b) endeavour to ensure the orderly function of the Club in furtherance of the objects of the Constitution;
  - (c) represent the Club at any and all official functions involving the Club, or delegate such representation to any other Office Bearer or nominee in his or her discretion.

#### **Duties of the Vice President**

3. The Vice President shall:
  - (a) attend all meetings of the Club and the Executive Committee;
  - (b) assist the President to ensure the orderly function of the Club in furtherance of the objects of the Constitution;
  - (c) attend to or assist with the representation of the Club and the operation of the Club's activities (including at any meetings of the Club or the Executive Committee) in place of the President if the President is unavailable and/or has requested the Vice-President to do so.

### **Duties of the Club Secretary**

4. The Club Secretary shall:
  - (a) keep a faithful record in a book of the business transacted at all meetings;
  - (b) keep a copy of the Constitution and all by-laws made thereunder for the time being in force;
  - (c) maintain a register of all current members of the Club; and
  - (d) perform all the usual duties required of a Company Secretary.

### **Duties of the Treasurer**

5. The Treasurer shall:
  - (a) receive and disburse the monies of the Club as authorised by the Executive Committee;
  - (b) keep correct accounts of all such transactions and maintain a bank account approved by SU Sport;
  - (c) present to each meeting of the Executive Committee a current financial statement, together with a current account reconciliation; and
  - (d) present a financial report (including a profit and loss statement and balance sheet) to the Annual General Meeting.

### **Duties of the Fundraising Officer**

6. The Fundraising Officer shall be responsible for:
  - (a) all fundraising for the Club via sponsorship, donations, competitions or otherwise; and
  - (b) communicating and maintaining relationships with the Club's alumni, donors and sponsors;

### **Duties of the Social Officer**

7. The Social Officer shall be responsible for:
  - (a) organizing and promoting all Club social events as determined by the Executive Committee.

### **Duties of the Publicity Officer**

8. The Publicity Officer shall be responsible for:
  - (a) producing all club publications as determined by the Executive Committee, including the  
Club's Annual Report;
  - (b) promoting and maintaining the public profile of the Club;
  - (c) maintaining and developing the Club web-site;
  - (d) maintaining and developing the Club's electronic mailing lists.