

BY-LAWS, RULES AND REGULATIONS

There may be other varying amounts requested (both to and from the Board) for items as agreed between Treasurers of each committee, and agreed by Presidents and the Board at General Meetings

PORT DISTRICT FOOTBALL CLUB INC.

MEMBERSHIP ®

Section 5.1 Categories of Member:

1. Categories of Members

The Members of the Club shall consist of:

- (a) **Individual Members**, who subject to this Constitution, shall have the right to receive notice of Meetings and to be present, to debate and to vote at Meetings;
 - 1. Individual Members who are not registered playing members who wish to apply for membership shall do so according to section 5.3 Application for Membership of the current Constitution of the club
 - 2. Registered playing members will be required to register with the associated RSO or SSO prior to being allowed to play any games within the current season annually
 - 3. Upon completion of registration for all playing members, the registrar appointed will provide all names of registered players to the Membership Officer of the Board. All other contact details of playing members will remain within the applicable Sporting portal, and only accessed by authorised and appointed Committee Members under access codes and passwords, ensuring privacy laws maintained.
 - 4. Names only will be recorded on an annual membership table forming the constitutions record of membership each year. (Oct to Sept). A membership number and category will also be noted.
 - 5. If a registered playing member is registered in both Football and Cricket, then only one membership is recorded for the entire year for that member and so therefore only one membership fee applicable.
- (b) **Junior Members**, who subject to this constitution, shall have no right to receive notice of , Meetings and no right to be present or debate or vote at Meetings;
 - 1. Junior members within the Junior Football and Junior Cricket departments will all be categorised as Junior Family Members.
 - 2. Junior individual names will not be listed on the Membership Table
- (c) **Junior Family Members**, who subject to this constitution, may nominate one parent/guardian to represent the family unit and shall have the right to receive notice of Meetings and be present, to debate and to vote at Meetings
 - 1. In accordance with the above regulation 1.a.3. The registrar of Junior Football and Cricket will provide family names of all registered players.
 - 2. Where the case when there are more than one registered player within the same family unit, these registered players will be grouped into one family membership and recorded as one.
 - 3. If time comes whereby the family unit wish to exercise their right to vote at meetings, the family must nominate one parent/guardian to be the voting member representing that family. These details of the nominee including name, contact phone and email address, must be provided to the Board, 7 days prior to attending a meeting where the nominee intends to be present or debate or vote.

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- (d) **Life Members**, who subject to this constitution, shall have the right to receive notice of Meetings and to be present, to debate and to vote at Meetings
1. Life members will be nominated and ratified via a Special Resolution at Annual General Meetings annually per Constitution section 5.2.c
 2. Nominations to the Board must be in writing and contain details of nominee including full name, address, phone number and email address.
 3. Once ratified the details of the life member will be recorded by the Membership Officer of the board within the annual record.
 4. The name of the nominated Life Member will also be recorded on the Clubs Honour Board
- (e) **Largs Legends Members**, Coterie Associated Group to the Club, who subject to this constitution, shall have the right to receive notice of Meetings and to be present, to debate and to vote at Meetings
1. As a Coterie Associated Group, details of members will be provided directly to the Coterie Group President.
 2. Names and phone numbers of these members should be provided to the Membership Officer of the Board.
 3. These names will be maintained as a separate record within the annual record.
 4. Largs Legends Members names are required to be recorded with Club records as they are provided with voting rights at Club meetings
- (f) *such new categories of Members as may be created by the Board. Any new category of Member created by the Board cannot be granted voting rights without the approval of the Club in a Meeting.*

Section 5.2 Life Members

2. Life Members ®

- (a) *Life membership is the highest honour that can be bestowed by the Club for longstanding and valued service to the Club or to the Sport in South Australia.*
1. Life Member categories may be
 - a. 10 Years continued service to the club
 - b. 200 Senior Games Played
- (b) *Any Member may recommend a person for Life Membership by notice in writing to the Board as detailed in the Regulations.*
- (c) *A person may be appointed a Life Member only by Special Resolution put to an Annual General Meeting by the Board.*
- (d) *A Life Member has the right to receive notice of Meetings and to be present, to debate and to vote at Meetings.*
- (e) *A Life Member cannot be required to pay fees or subscriptions (other than fees that are required to be paid by a participant in the Sport in his or her capacity as a participant in the Sport).*

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Section 5.3 Application for Membership

3. Application for Membership ®

- (a) *Subject to this **clause 5**, and associated Regulation, an applicant candidate for membership must apply to the Board in writing.*
- (b) *Membership applications shall be reviewed by the Executive Committee at each monthly -committee meeting for consideration and approval*
- (c) *The application must:*
 - (i) *be in a form* approved by the Board; (* see attached for Membership application form)*
 - (ii) *contain full particulars of the name and address and contact details of the applicant;*
 - (iii) *identify the category of membership for which the applicant is applying; and*
 - (iv) *contain any other information prescribed by Regulation for an application for membership in that category.*

Section 5.18 Refund of Membership fees

4. Refund of Membership Fees ®

Membership fees or subscriptions paid by the discontinued Member may be refunded on a pro-rata basis to the Member upon discontinuance.

Section 5.19 Subscriptions and Fees

5. Subscriptions and Fees ®

- (a) *The Board may:*
 - 1. *fix annual membership subscriptions;*
 - 1. The membership fee from October 2023 will be \$40 Plus GST.
 - 2. This fee will remain same until changed at an Annual General Meeting
 - 2. *determine the time for and manner of payment of the membership fees by Members to the Club.*
 - 1. **Individual Members**, other than those as registered playing members, will pay the nominated annual membership fee upon acceptance of nomination by board
 - 2. **Registered Playing Members/Junior Family Members:** upon entering all names on Membership Annual Record, the Membership Officer of the Board will advise the Treasurer of the Board the number of memberships for that group. This number is then multiplied by the membership fee for that particular year. The Treasurer of the Board will then advise relevant Registrar for that sport group/committee and in turn relevant Treasurer the amount of which needs to be paid to the Board and into the Board's working bank account. This can be paid during the season but must be paid before the end of that particular year.

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3. **Football and Cricket Members:** If a registered playing member is registered in both Football and Cricket, then only one membership is recorded for the entire year for that member and so therefore only one membership fee applicable. For these cases the Membership Officer will advise the relevant sport group/committee and adjust amount payable by half for each group.

- (b) *The Board may fix subscriptions or fees at different rates for different categories of membership and may determine that no subscriptions are payable by one or more of the categories for any year.*
- (c) *The Board may also authorise payment of subscriptions and fees by instalments for some or all of the categories of membership and it may prescribe different terms of instalments for different categories of membership.*
- (d) *The Board may waive all or part of a Member's subscriptions and, fees and may agree terms of payment for a Member different from those applicable to other Members of the same category if the Board is satisfied that there are special reasons to do so.*

Section 6 Discipline and Dispute resolution ®

Section 6.3 Process

- (a) *The dispute resolution procedure set out in this clause applies to disputes between a Member and:*
 - (i) *another Member; or*
 - (ii) *the Club.*
- (b) *Any disputes between Members and other Clubs or the RSO or the SSO are to be dealt with by the RSO, the SSO or NSO, where applicable.*
- (c) *In this clause 'Member' includes any former Member who was a Member not more than six months before the dispute occurred and who is involved in the dispute.*
- (d) *The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen (14) days after the dispute comes to the attention of all parties.*
 - 1. Parties need to establish which sub-department they belong to and in the first case raise the dispute with team managers in the case the dispute involves a playing member.
 - 2. If the dispute may not be resolved following discussion with team managers, or in the case where dispute is not related to on field/playing then the matter will be referred to the respective President of the sub-department.
 - 3. If the dispute is not related to a sub-committee and is more a Club matter, then the dispute will be raised to any Director of the Board.
 - 4. Every dispute must be discussed at relevant General Meetings, whereby the matter will continue to a resolution or abiding to the constitution.
- (e) *If the parties are unable to resolve the dispute at the meeting or if a party fails to attend that meeting, then the parties must, within ten (10) days after the scheduled meeting, refer the dispute to the Association or the State Sport Dispute Centre (if applicable to the Club) to resolve the dispute in accordance with **clause 6.1**.*

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- (f) *The Committee may prescribe additional grievance procedures in Regulations under **clause 6.1**.*

Section 7 Meetings

The Board and each sub-committee must have a monthly General Meeting, whereby minutes are recorded and maintained in a file accessible for referral.

The President or nominee of each sub-committee will represent the sub-department at each General Meeting advising the progress of the sub-departments. Progress reports will include financial standing and any other relevant information as requested by the Board.

Section 8 Management

Section 8.3 Composition of the Board ®

Existing composition of the Board:

- President (also acting as Chairman and Public Officer)
- Vice President
- Secretary
- Treasurer
- Plus 2 Elected positions
- Plus 3 Appointed positions including Junior Football President or nominee and Cricket President or nominee

Section 8.4 Portfolios ®

- President/Chairman/Public Officer.
Spokesperson of the Club
Chairs Meetings
Sponsorship
- Vice-President
Assists President with all of above and replaces in absences
Senior Football Liaison
- Secretary
Communication
Club Management
Council Liaison
- Treasurer
Maintain Financial records
- Sponsorship Officer
Sponsorship
Senior Football Equipment
- Maintenance Officer
- Senior Football Delegate

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- Junior Football President
- Cricket President

Section 8.5 Nominations for Elected Directors ®

- (a) *The Board must call for nominations for Elected Directors at least Twenty-eight (28) days prior to the Annual General Meeting.*
- (b) *The Board may, when it calls for nominations, indicate which portfolios on the Board it wishes to fill, the job descriptions for those portfolios and the qualifications or experience it considers desirable for those portfolios.*

Section 8.6 Form of Nominations ®

Nominations must:

- a) *be in writing;*
- b) *be in the prescribed form* (if any) provided for that purpose; (See attached for Nomination Form)*
- c) *be signed by the nominee;*
- d) *disclose any position the nominee holds in the Club, including as an officer, a participant, a Delegate or an employee; and*
- e) *be delivered to the Club not less than twenty-eight (28) days before the date fixed for the Annual General Meeting.*

Section 8.7 Elections ®

At the time for election of Nominations, the current President/Chairperson shall vacate the stand and ask for another member to advise nominations for the following year's Board. If a new President/Chairperson is elected then that person will continue presiding at the Annual General Meeting.

- (a) *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 declared elected only if approved by the majority of Members entitled to vote at the Annual General Meeting.*
 - 1. The Nominations to fill all vacancies may be named as a complete block for members to vote on as a whole.
- (b) *If the number of nominations exceeds the number of vacancies to be filled, an election must be conducted at the Annual General Meeting.*
 - 1. The Election will be done as a ballot to establish favoured nominees of the members. Only one ballot paper per member may be accepted. The Ballot results will be read out to all at the Annual General Meeting to establish voted Directors of the Board.
- (c) *Voting shall be conducted in such a manner and by such a method as determined by the Board from time to time.*

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- (d) *If at the close of the Annual General Meeting, vacancies on the Board remain unfilled, the vacant position(s) will be deemed casual vacancies under **clause 8.13**.*
- (e) *If a person nominated at the Annual General Meeting is not approved by the majority of Members under **clause 8.7(a)**, he or she will not be entitled to take office until approved by the Members at an Annual General Meeting*

Section 8.19 Circulatory Resolutions ®

- (a) *A resolution in writing, signed or assented to by email, facsimile or other form of visible or other electronic communication by all the Directors for the time being present in Australia 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 or~~ assented by one (1) or more of the Directors.*
- (b) *A resolution may not be passed under **clause 8.19(a)** if, before it is circulated for voting under **clause 8.19(a)** the Board resolves that it can only be put at a meeting of the Board.*
- (c) *A resolution passed under this clause must be recorded in the minutes.*

Section 8.22 Conflict of Interest ®

- (a) *The Directors must comply with sections 31 and 32 of the Act regarding disclosure of interests and voting on contracts in which a Director has an interest.*
- (a) *A Director shall declare his or her interest in any contractual, selection, disciplinary, or financial matter in which a conflict of interest arises or may arise and shall, unless otherwise determined by the Board, absent themselves from discussions of such matters and shall not be entitled to vote in respect of such matters. If the Director casts a vote, the vote shall not be counted.*
- (b) *In the event of any uncertainty as to whether it is necessary for a Director to absent themselves from discussions and refrain from voting, the issue should be immediately determined by vote of the Board. If this is not possible, the matter shall be adjourned or deferred.*

Section 8.25 Recording Disclosures ®

*Any declaration made, any disclosure or any general notice given by a Director in accordance with **clauses 8.22, 8.23** and/or **8.24** must be recorded in the minutes of the relevant Meeting.*