VICTORIAN CHURCHES FOOTBALL ASSOCIATION INC.

CONSTITUTION

APRIL 2019

No. A0040444S

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1. NAME

The Association's name shall be Victorian Churches Football Association Inc. formerly the Eastern Suburbs Churches Soccer Association, formerly the Eastern Suburbs Churches Junior Soccer Association, and referred to in this Constitution as the "Association".

2. DEFINITIONS

In these Rules, unless the contrary intention appears-

"**Act**" means the Associations Incorporation Act 1981;

"Delegate" means a person appointed by a Member to represent them at an Association meeting.

"**Financial year**" means the year ending on 31ST December;

"**General Meeting**" means a general meeting of members convened in accordance with rule 9.5 or 9.6.

"**Member**" means a member of the Association;

"**Ordinary member of the committee**" means a member of the committee who is not an officer of the Association;

"**Board Meeting**" means a meeting of the members of the Board as set out in clause 6.2;

"**Association Meetings**" means a meeting of Members as set out in clauses 9.5 and 9.6;

"**Regulations**" means regulations under the Act;

"Match Rules" means the rules and regulations set out in the VCFA Match Rules amended by the Board from time to time;

"Rules" means rules or regulations (other than those set out in the Match Rules or the Constitution) determined by a meeting of the Association or the Board from time to time;

"Material" means something that a reasonable person would consider (contextually) important and likely to have a significant effect on the party or parties involved;

"**Relevant Documents**" has the same meaning as in the Act.

3. STATEMENT OF PURPOSES

3.1. To bring glory to God through participation in a church-oriented soccer competition organised for Saturday play.

3.2. To promote Christian friendship between players, officials, and supporters of participating teams.

3.3. To foster the development of soccer skills and the understanding that it is of paramount importance that all games be played in the best spirit of Christian sportsmanship.

4. PARTICIPATION

As a means of local church outreach to the community, members will promote the participation of people from their local community as players, officials and supporters, irrespective of sex, nationality, race, or age.

5. MEMBERSHIP

5.1. The first members of the Association will be the affiliated clubs of the unincorporated association at the date of incorporation.

5.2. Any club may apply in writing to the Association Secretary to become a member of the Association.

5.3. Clubs will be members of the Association through payment of an annual membership fee set by the Board at the Annual General Meeting.

5.4. Membership shall be for one year only (March1st to February 28th each year) and each Member must re-apply for renewal of membership by January 15th each year and the Board must consider all applications for renewal of membership by February 1st each year. Notwithstanding clause 5.5 any Member whose application for renewal of Membership is declined will be entitled to call a Special Meeting of Members (at which the only order of business would be to review the decision not to renew the Membership of the Member) by giving 14 days written notice to the Association Secretary prior to February 14 so long as the Member has written support from at least two other Members requesting the Special General meeting. Applications for new membership (that is applications from clubs who were not Members in the previous season) must be lodged with the Association Secretary by January 15 each year and must be considered by the Board by March 1st.

5.5. The Association shall have the right to refuse the membership of any club, or the registration or continued association of any person without necessarily assigning any reason therefore.

5.6. Members are to appoint at least one Delegate to attend Association meetings. For the avoidance of doubt if any Member appoints more than one Delegate to attend Association meetings only one Delegate per Member will be entitled to vote.

5.7. Alcohol may not be consumed or sold until after the conclusion of the last fixtured VCFA game at a given venue and then only ensuring that all the liquor licensing requirements and local by-law requirements have been met.

5.8. General Rights of Members

5.8.1. A Member of the Association 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 the Constitution; and

b) to submit items of business for consideration at a general meeting; and

c) to attend and be heard at general meetings; and

d) to vote at a general meeting; and

e) to have access to the minutes of general meetings and other documents of the Association as provided under 6.12.4. and 6.12.5.; and

f) to inspect the register of Members.

5.9. Associated Members

5.9.1. Associate members of the Association include-

a) any other category of member as determined by special resolution at a general meeting

5.9.2. An associate member must not vote but may have other rights as determined by the Board or by resolution at a general meeting.

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

5.11. Ceasing Members

5.11.1. The membership of a Member ceases on resignation or expulsion.

5.11.2. If a Member ceases to be a Member of the Association, the Secretary must, as soon as practicable, enter the date the club ceased to be a Member in the register of members.

5.12. Resigning as a Member

5.12.1. A Member may resign by notice in writing given to the Association.

6. ASSOCIATION MANAGEMENT

6.1. The authority of the Association shall be vested in the properly constituted meetings of the Association and delegated for administrative efficiency to the Association's Board (referred to as the "Board").

6.2. The Board consists of :

(a) The President, Vice President, Secretary, Treasurer of the Association (Executive Committee) ; and

(b) Up to four (4) General Board Members elected by the Members to fulfill the following roles:

- General Board Member –Coordinator of Match Day Functions
- General Board Member –Coordinator of Junior Competition
- General Board Member –Without Portfolio
- General Board Member –Without Portfolio

6.3. Church representation

All members of the Board shall be members of a Church community.

6.4. The Board manages the association by performing the Board roles (see 6.12); and

(a) Coordinating other functions including but not limited to those detailed in "Appendix A – Task List".

(b) The Board assists with communication between the Board and the Members including Members teams and their players.

6.5. The Executive Committee may make decisions on issues that arise between Board meetings that require speedy resolution. These decisions need to be ratified at the following Board meeting.

6.6. Subject to Clauses 6.13.3 and 6.14 majority decisions of Board meetings, Association meetings and the Judicial Tribunal shall be binding on all Members.

6.7. The term of office of all members of the Board shall be three years.

6.8. Retiring members of the Board are eligible to be re-elected.

6.9. Election of Board Members

6.9.1. Nominations for election for each office or position to be elected shall be called by the Secretary at least three weeks before the election at an Annual General Meeting or Special General Meeting of Members.

6.9.2. Nominations for each office or position to be elected must be given to the Secretary prior to the vote either verbally or in writing and agreed by the nominee.

6.9.3. Election to office shall be by simple majority of Delegates voting at the meeting.

6.10. Vacancies

6.10.1. The office of a Board Member becomes vacant if the Board Member or Board Member's club:

(a) Becomes insolvent under the meaning of the Corporations Law ; or

(b) If the Board Member resigns from office by notice in writing to the Secretary ; or

(c) Becomes incapable of carrying out this role due to illness ; or

(d) If removed from office (refer clause 6.11).

6.10.2. Filling of casual vacancies on the Board:

Should an office become vacant during the year, or not be filled at the time of the annual election, the Board may within fourteen days of the vacancy arising appoint a person to fulfil the role. The person appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

6.11. Removal of Office Bearer

Any Board Member may be removed from office for neglect of duty or misconduct, provided that such removal is agreed by a two-thirds majority at a Special Meeting of the Association especially called to deal with the matter, and confirmed at the next Association meeting.

6.12. Roles of Board Members

6.12.1. President: The President shall guide the Association with initiative and discretion to fulfill the objectives of the Association.

6.12.2. Vice-President: The Vice-President will act as President in the absence of the President, and, working individually or as a convenor of specific subcommittees, endeavour to fulfil the objectives of the Association.

6.12.3. The President shall chair meetings. In the absence of the President the Vice President will chair meetings. In the absence of the President and Vice President the Members present will elect a Chairman for that meeting.

6.12.4. Secretary: The Secretary shall, with the assistance of competent advice as necessary, ensure that the proceedings and activities of the Association conform to legal requirements and conventional social and Christian standards, and shall conduct the correspondence of the Association, convene any meetings of the Association or the Board, keep minutes of such meetings, circulate minutes to the members and to the Board. The Secretary also maintains a register of all fully accepted member names (including life member names), addresses and the date on which each member's name was entered in the register and is responsible for the books, records and securities (other than the financial books and records) of the Association. A member may inspect or make a copy of these items free of charge.

6.12.5. Treasurer: The Treasurer shall receive all monies paid to the Association derived from levies (entrance fees, affiliation fees, team registration fees etc.), fines, donations and such other sources as the board determine. The Treasurer issues receipts for same, and pays such monies into the Association's bank account. The bank account shall be kept with a bank convenient to the Treasurer for efficiency of operation, and regular reports of the Association's funds position shall be made to meetings of the Association and the Board. The Treasurer must present written financial statements at each meeting of the Association. If there have been no financial movements since the previous meeting, the Treasurer must state this. Accounts shall be ratified at Association or general meetings. The Treasurer shall be consulted regarding funds availability before commitments are made on behalf of the Association. The Treasurer is also responsible for the financial books and records of the Association. A member may inspect or make a copy of these items free of charge.

6.12.6. General Board Members will perform the roles they are elected to co-ordinate as well as providing general Governance oversight of the Association. General Board Members Without Portfolio will provide general Governance oversight of the Association and undertake other coordination roles as required from time to time.

6.13. Subcommittees

6.13.1. Subcommittees may be appointed by the Board on either a permanent or temporary basis to deal with special or unusual matters or to act as investigatory committees or Judicial Tribunals in the event of disputes, protests, or other matters.

6.13.2. The quorum for a subcommittee shall be the lesser of three and one less than the number appointed to the subcommittee.

6.13.3. Decisions of subcommittees, as distinct from recommendations to the Board, shall be subject to appeal to the Board. Such appeals must be made to the Secretary within three days of the decision being made known to the Association participants affected.

Until the outcome of an appeal confirms the finding, a penalty imposed by a subcommittee will not take effect. The Board has the authority to moderate or to increase a penalty in the interest of players, members, and the Association. For the avoidance of doubt decisions of the Judicial Tribunal (including decisions of the Full Bench of the Judicial Tribunal) are not subject to appeal to the Board or meetings of the Association. However in the event that three or more Members identify a Material matter relating to the "application" of Match rules on multiple occasions (that is on three or more occasions within a season), then the matter may be refereed to the Club Liaison Sub-Committee as set out in clause 6.13.4. For the avoidance of doubt specific incidents relating to Match Rules or outcomes of the Judicial Tribunal or any Full Bench Appeal are not capable of further review by the Board, the Club Liaison Sub-Committee process as set out in clause 6.13.4, the mediation process set out in clause 6.14 or Association Meetings.

6.13.4. The Board will establish a Club Liaison Sub-Committee comprising at up to five members of the Board for the purpose of liaising with clubs, delegates, players or club officials in relation to any Material matter. A minimum of two members of the Club Liaison Sub-Committee will represent the Association in meetings and communication in this process. Only Members or the Association (through the Club Liaison Sub-Committee) can initiate proceedings through this process. For the avoidance of doubt players and club officials must direct any Material matter requiring clarification or resolution through a Member. The parties to any Material matter requiring clarification or resolution must meet and discuss the Material matter within 15 days of the Club Liaison Sub-Committee being advised (or the Club Liaison Sub-Committee itself advising) in writing of a Material matter requiring clarification or resolution. All meetings and discussions between the Club Liaison Sub-Committee and any club or clubs are to be conducted in good faith with the purpose of clarifying and where necessary resolving any Material matter. The content of such meetings and communications between the parties are to remain confidential between the parties involved unless all parties involved agree to disclose the details. All parties however are encouraged to be as transparent as possible and to disclose as much of the process as possible. The Club Liaison Sub-Committee will publish the outcomes of any Material matter that is likely to have a Material impact on other Members. In the event the Club Liaison Sub-Committee and club or clubs involved are unable to resolve the matter to the satisfaction of all parties within 30 days of the matter first being advised in writing then any party can request (Non- Binding) mediation as set out in clause 6.14.

6.14. Disputes and mediation

6.14.1. The grievance procedure set out herein applies to Material matters that have first been discussed between the parties in accordance with clause 6.13.4 and relates to a Material matter where the parties were unable to resolve the matter in accordance with clause 6.13.4 and where one or more of the parties has given written notice (in accordance with clause 6.13.4) requesting Mediation. The Mediation can only be between:

(a) A member (or Members) and another member; or

(b) A member (or Members) and the Association.

6.14.2. The Mediation process should commence as soon as practicable but in any event within 30 days of a written request for Mediation (in accordance with clause 6.14.1).

6.14.3. The mediator must be:

(a) A person chosen by agreement between the parties; or

(b) In the absence of agreement:

(i) In the case of a dispute between a member and another member, a person appointed by the Club Liaison Sub-Committee; or

(ii) In the case of a dispute between a member and the Association, the Association Patron or a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

6.14.4. A member of the Association can be mediator.

6.14.5. The mediator cannot be a member who is party to the dispute.

6.14.6. The parties in dispute must, in good faith, attempt to settle the dispute my mediation.

6.14.7. The mediator, in conducting the mediation, must:

(a) Give the parties to the mediation process 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 to the dispute throughout the mediation process.

6.14.8. The mediator must not determine the dispute.

6.14.9. If the mediation process does not result in the dispute being resolved within 30 days of the first Mediation session then either party may refer the matter to a Special Meeting of Members (so long as in the case of a Member they have at least two other Members confirm to the Association Secretary in writing that they support the request for a Special Meeting; or the parties may seek to resolve the dispute in accordance with the act otherwise the law.

6.14.10. For the avoidance of doubt if the Material matter that is raised by a Member relates to allegations of Fraud or Gross Incompetence likely to result in a Material loss to the Association then a Member can seek a Special Meeting of Members to consider the Material matter without regard to the processes set out in clauses 6.13.4 and 6.14.

6.15. Patron:

6.15.1. Appointment of The Patron

The Association may appoint a Patron. The Board will be responsible for identifying a suitable candidate to act as the Patron of the association whose appointment must be approved by a majority of Members at a meeting of the Association.

6.15.2. Term of Patron

The term of office of the Patron will be three years.

6.15.3. Role of the Patron

The Patron's role is to provide advice to the Association and to represent the Association at public events as requested by the Board.

6.16. Disciplinary Procedures

6.16.1. Grounds for taking disciplinary action

The Association may take disciplinary action against a Member in accordance with the Constitution if it is determined that the Member-

a. has failed to comply with the Constitution or Rules, however, not the Match Rules which are governed by the Judicial Tribunal through Tribunal procedures; or

b. refuses to support the purposes of the Association; or
c. has engaged in conduct prejudicial to the Association.

6.16.2. Disciplinary Sub-committee

a. If the Board is satisfied that there are sufficient grounds for taking disciplinary action against a Member (except under the Match Rules), the Board must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the Member.
b. The members of the disciplinary subcommittee-
    i. may be Board members, Members of the Association or anyone else; but
    ii. must not be biased against, or in favour of, the Member concerned.

6.16.3. Notice to Member for Disciplinary Action

a. Before disciplinary action is taken against a Member (except under the Match Rules), the Secretary must give written notice to the Member-
    i. stating that the Association proposes to take disciplinary action against the Member; and
    ii. stating the grounds for the proposed disciplinary action (except under the Match Rules); and
    iii. specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the disciplinary meeting); and
    iv. advising the Member that they may do one or both of the following-
        1. attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
        2. give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
    v. setting out the Member's appeal rights under 6.16.5.
b. The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

6.16.4. Decision of Disciplinary Subcommittee

a. At the disciplinary meeting, the disciplinary subcommittee must-
    i. give the Member an opportunity to be heard; and
    ii. consider any written statement submitted by the Member.
b. After complying with the sub-rule a. above, the disciplinary subcommittee may-
    i. take no further action against the Member; or
    ii. Subject to sub-rule iii. below-
        1. reprimand the Member; or
        2. suspend the membership rights of the Member for a specified period; or
        3. expel the Member from the Association.
    iii. The disciplinary subcommittee may not fine the Member
    iv. The suspension of membership rights or the expulsion of a Member by the disciplinary subcommittee under this rule takes effect immediately after the vote has passed.

6.16.5. Appeal Rights During Disciplinary Procedures

a. A Member whose membership rights has been suspended or who has been expelled from the Association under 6.16.4. may give notice to the effect that the Member wishes to appeal against the suspension or expulsion.
b. The notice must be in writing and given-
    i. To the disciplinary subcommittee immediately after the vote to suspend or expect the Member is taken; or

ii. to the Secretary not later than 48 hours after the vote

c. If a Member has given notice under sub-rule b. above, 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.

d. Notice of the disciplinary appeal meeting must be given to each Member of the Association who is entitled to vote as soon as practicable and must-

i. specify the date, time and place of the meeting; and

ii. state-

1. the name of the Member against whom the disciplinary action has been taken; and
2. the grounds for taking that action (except under the Match Rules); and
3. that at the disciplinary appeal meeting the Members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

6.16.6. Conduct of disciplinary appeal action

a. At a disciplinary appeal meeting-

i. no business other than the question of the appeal may be conducted; and

ii. the Board must state the grounds (except under the Match Rules) for suspending or expelling the Member and the reasons for taking that action; and

iii. the Member whose membership has been suspended or who has been expelled must be given an opportunity to be heard.

b. After complying with sub-rule a. above, the 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 Member should be upheld or revoked.

c. A Member may not vote by proxy at the meeting.

d. The decision is upheld if not less than three quarters of the Members voting at the meeting vote in favour of the decision.

7. INDEMNITY

Every member of the Association, member of the Board, Auditor, employee or agent of the Association must be indemnified out of the property of the Association against any liability incurred by that person(or organization) while acting on behalf of the Association.

8. LIABILITY OF MEMBERS AND OFFICERS

In accordance with s 15 of the Associations Incorporations Act 1981, except as otherwise provided in the act, a member or officer of the incorporated association shall not, by reason only of his/her being such a member or officer, be liable to contribute toward the payment of the debts and liabilities of the incorporated association or the costs, charges and expenses of the winding up of the incorporated association.

9. MEETINGS

9.1. Meetings of the Board shall be held every 4 weeks unless otherwise determined by the Board. There will be at least one meeting of Members each year (Annual General Meeting) .There may be other meetings of Members (Special Meetings) throughout the year in accordance with clause.

9.2. The Secretary shall give three weeks notice in writing of any meeting of Members. For the avoidance of doubt this refers to both Annual General Meetings and Special Meetings of Members but not Special Meetings called under clause 5.4 which will only require 14 days written notice. Board meetings will be scheduled by agreement between Board members at times that suit the majority of Board members. If a time cannot be agreed by a majority of Board members then a meeting may be called by any four board members so long as seven days notice is given in writing to all Board Members of the proposed meeting.

9.3. Apologies for non-attendance must be made to the VCSA Secretary prior to the meeting. Subject to the discretion of the Executive, a member having no representation at any Association meetings shall be fined, payable within 30 days. After apologies for non-attendance at two meetings, an apology for non-attendance at any other meeting will automatically result in a fine. Notification of the fine will be minuted.

9.4. Board meetings

The order of business at Board meetings shall be:

(a) Opening with prayer
(b) Apologies
(c) Approval of minutes of previous meeting
(d) Business arising from the minutes
(e) Correspondence
(f) Treasurer's report
(g) General business
(h) Next meeting
(i) Close in prayer

9.5. Special meetings

The Secretary shall convene Special Meetings of the Association either by:

(a) Decision of an Association meeting
(b) By decision of the Board ,or
(c) Subject to clauses 5.4, 6.13.4 and 6.14, in response to a written request signed by at least three Delegates or Members stating the matters to be brought before such meeting.

9.6. Annual General Meeting

The Annual General Meeting shall be held within five months after the end of the Association's financial year. The order of business at Annual General Meetings shall be:

(a) Opening with prayer
(b) Apologies
(c) Approval of minutes of previous meeting
(d) Receive annual reports (the financial year end of the Association is 31 December)
(e) Elect Officer Bearers
(f) General business.
(g) Setting of annual membership fee.

9.7. Quorum

Delegates of a third of the total number of members shall form a quorum for Association meetings and business shall not proceed unless a quorum is present.

9.8. Meetings procedure

9.8.1. Meetings of the Association, the Board and ad-hoc Committees established by the Association or the Board shall generally proceed by gentleman's agreement in the spirit and intent of the provisions of this constitution.

9.8.2. The President or Vice President by virtue of their office, shall generally be Chairman of such meetings; otherwise chairmanship of ad-hoc Committees shall be vested in the convenor.

9.8.3. At the Chairman's discretion, meeting procedure shall conform to recognised guidelines and standing orders as published in reference publications such as "Guide for meetings and organisations" by N.E. Renton, Law Book Company 1979, to the extent that they are not inconsistent with this Constitution.

9.9. Voting

9.9.1. Only members of the Association hold the right to vote at Association meetings.

9.9.2. Each Member shall have one deliberative vote on matters of business. For the avoidance of doubt Board members have no entitlement to vote at Association meetings unless they are exercising such vote on behalf of a Member either as the Members Delegate or via the exercise of a proxy from a Member.

9.9.3. Voting shall normally be on the voices or by show of hands, but a secret ballot shall be held at the request of three Delegates.

9.9.4. Should a meeting decide a matter affects only one age group, only Delegates with teams in that age group shall vote on that matter.

9.9.5. In all instances of equality of voting, the Chairman may exercise a casting vote, generally maintaining the status quo so long as the Chairman is entitled to cast a vote on behalf of a Member and no other person at the meeting (either as a delegate or by holding a proxy) has exercised a vote on behalf of that Member in relation to the matter requiring the exercise of a casting vote.

9.10. Proxies

Each member is entitled to appoint another member, Board member or Chairman of the meeting as a proxy by written notice given to the Secretary, such notice to specify the name of the person to be appointed as proxy, details of the meeting to which the proxy is appointed and whether the proxy is of a general nature and if not, voting directions for the proxy for each resolution to be considered at the meeting.

10. COMPETITION

10.1. Each year the Board will decide the form of competition and the players' age groupings that will be catered for. A players eligibility to compete in an aged based competition shall be determined by a players age at 1 January each year.

10.2. The competition will normally commence in April and proceed into September.

10.3. The competition shall be played under the laws of Association Football and the Associations Match Rules.

10.4. Clubs within certain geographic areas may form their own group for the playing of a summer competition, with the rules and guidelines currently (in 2003) being used for the summer competition being those followed. Inter-group finals may be played at the discretion of the various groups. Participating clubs must ensure that all insurance issues are satisfactorily resolved.

11. MATCH RULES

The Association shall publish and observe its own Match Rules for the competition. The Association may refer to the rules of the Football Federation Victoria (FFV) for practical guidance, but the Match Rules as determined by the Board from time to time will be binding on participating members.

12. REFEREES' GUIDELINES

The Association shall publish and observe guidelines for Referees controlling matches within the Association's competition. Such Guidelines will be determined by the Board from time to time and will be binding on participating members and referees. Referee guidelines will support particular emphases. The Association will inform Referees, members and players of new or particular interpretations of the laws of the game to ensure uniformity in match control.

13. FINANCE

13.1. The Association and the participating members, acting as separate entities, are non-profit organisations. Nevertheless the Association and its members shall so manage their financial commitments that they shall not become a perceived encumbrance on or embarrassment to the members/Churches respectively with which they are associated.

13.2. The Board, through the Treasurer shall monitor the financial affairs of the Association the Treasurer will provide the Board with an update of the Associations income and expenditure at each Board meeting.

13.3. Team Registration Fees

Team Fees and Player Registration fees will be levied on the members by the Association at rates to be determined by the Board on an annual basis.

13.4. Levies and fines

13.4.1. The Association may impose levies or fines upon members, as determined by the Board from time to time, in the interest of orderly management of and participation in the Association's activities.

13.4.2. Payment of levies and fines issued to Members are to be paid within one month of the date of invoice or such other period of time as determined by the Board.

13.4.3. Payments not received by the due date may incur a penalty as determined by the Board from time to time.

13.4.4. Any Member that has not paid all outstanding levies and fines by the start of the season will not be permitted to field team(s) until all outstanding payments are made unless the Board and the member agree in writing to extended payment terms.

13.4.5. Members having difficulty in meeting commitments should contact the Treasurer well before the payment due date to discuss a payment schedule. If the member does not adhere to the revised payment schedule, then the guidelines detailed in 13.4.3 are applied from the initial due date.

13.5. Budget preparation

The Board shall prepare and approve a budget each financial year as an aid to proper financial management, which includes but is not limited to, anticipated expenses for ground hire, equipment purchases, Referees' payments, purchase of awards, petty cash payments, other proposed expenditures, plus a reasonable allowance for unforeseen requirements, shall be assessed and balanced against revenue expectations based on conservative estimates of numbers of players and player registration fees to be adopted, and other proposed sources of revenue.

13.6. Banking

13.6.1. All monies received by the Association shall be paid in to the Association's bank account.

13.6.2. The Board must establish policies for the approval of expenditure and operating of any Association Bank accounts. A minimum of two (authorised) Board members will be required to approve expenditure and (approved) signatories will be required to operate the Associations bank accounts. Where the Associations Bank account is to be operated using online banking then a limited number of Board Members should have authority to operate the account (no more than three) and prior written approval

must be provided by at least one other (approved) Board member prior to conducting any online banking transactions.

13.6.3. The Association has the power to invest its funds as determined by the Board from time to time.

13.7. Audit

An Auditor appointed by the Board shall audit the Association books and annual financial statements, and may require of the Treasurer the production of supporting receipts and vouchers for all operations in the Association's bank account or investments of funds. If an Honorary auditor acceptable to the Board cannot be identified the services of an Auditor will be appointed by the Board on a fee for service basis.

13.8. The funds of the Association may be derived from joining fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the Board.

14. PROHIBITION OF DISTRIBUTION TO MEMBERS

14.1. The income and property of the Association must be used and applied solely to the promotion of its purposes and the exercise of its powers as set out in these rules.

14.2. No portion of the income or property of the Association may be distributed directly or indirectly to or amongst the members of the Association.

14.3. Nothing in this rule prevents the payment in good faith:

(a) Of interest to any member in respect to money advanced by that member to the Association, or otherwise owing to that member;

(b) Of remuneration to any officer or employee of the Association;

(c) To any member of the Association or other person in respect of services actually rendered to the Association;

(d) To any member of out of pocket expenses, money lent, reasonable and proper charges for the hire of goods by the Association, reasonable and proper rent for premises let to the Association or the provision of services to the member, to which that member would be entitled in accordance with the purpose if he/she were not a member

15. INSURANCE

The Association will arrange public risk insurance arrangements for participants whether players, member officials, Referees, Linesmen.

16. SEAL

16.1. The Common Seal of the Association must be kept in the custody of the Secretary.

16.2. The Common Seal must not be affixed to any instrument except by the authority of the Board and the affixing of the Common Seal must be attested by the signatures of any two members of the Board.

17. RECOGNITION OF SERVICE

The Association may confer honorary Life Membership or similar recognition upon any person (i.e. not a club, therefore no voting rights) who has rendered outstanding service to the Association or to a participating member. Any person (currently involved or not) who meets the following criteria may be nominated for Life Membership at an AGM:

(a) they must (be)/(have been) highly involved in duties with the Association for a minimum of ten years as a club representative or in any other capacity;

(b) they must (be)/(have been) highly involved in duties at Club Level for a minimum of ten years; and

(c) they must (exhibit)/(have exhibited) behaviour which (is)/(was) appropriate to a Life Member e.g. good Christian witness; good sportsmanship (where applicable) both on and off the field; and involved in the promotion of Christian friendship.

Persons so recognised will enjoy the rights, privileges and responsibilities applicable to Delegates, except they will have no voting rights at Association meetings.

18. ASSOCIATION HISTORIAN

The Board may appoint an interested person as Association Historian for an indefinite and protracted term. Members shall co-operate with the Association Historian in developing reference sources of material for use in preparing a history of the Association.

19. INTERPRETATION OF CONSTITUTION AND ANY RULES OR GUIDELINES

19.1. In the event of doubt arising as to the meaning of any part of the Association's Constitution, Rules, or Guidelines, agreement shall be determined by clauses 6.13.4 and 6.14 and if those processes fail to resolve the matter then (as per clause 6.14.9) the matter can be resolved by a vote at a properly constituted meeting of the Association.

19.2. In the Constitution, Rules, or Guidelines of the Association, unless inconsistent with the context, words imparting the masculine gender only shall include feminine gender, and "year" shall mean the period between successive Annual General Meetings.

20. AMENDMENTS

20.1. Amendments to the Constitution can only be made by a three-quarters majority of Delegates present and voting at a meeting of the Association. Three weeks notice of the proposed amendment must be distributed to the members in writing by the Secretary.

20.2. Amendments to the Match Rules must be made prior to the commencement of the premiership season by simple majority at a meeting of the Board (i.e.: amendments cannot be made during a premiership season). Seven days notice of the proposed amendment must be distributed to the members in writing by the Secretary.

20.3. Other rules and guidelines of the Association can be amended by simple majority at a meeting of the Board. Seven days notice of the proposed amendment must be distributed to the members in writing by the Secretary.

21. DISSOLUTION OF ASSOCIATION

21.1. The Association shall be dissolved when a resolution to this effect is carried by a three-quarters majority at a meeting of the Association, or when only three members remain. Three weeks notice of the proposed resolution must be distributed to the members in writing by the Secretary.

21.2. In the event of dissolution of the Association, all assets and records shall be transferred to an Association having similar purposes to those of the Association as decided at the meeting at which dissolution is agreed.

22. SAVING CLAUSE

All appointments to office or committee membership within this Association made under the previous Constitution shall have the same validity as if made at the time of acceptance of this Constitution.