

**RULES  
OF  
THE GREEN ISLAND ASSOCIATION FOOTBALL CLUB  
INCORPORATED**

**July 2017**

**TABLE OF CONTENTS**

1	Constitution and Name.....	2
2	Objects.....	2
3	Powers.....	2
4	Colours.....	2
5	Membership .....	3
6	Admission of Members.....	3
7	Patron .....	4
8	Employees .....	4
9	Subscriptions and Levies.....	4
10	Cessation of Membership .....	4
11	Re-Admission of Senior Members.....	5
12	Election of Officers and Committee.....	5
13	Management of Committee.....	6
14	Officers of the Club .....	7
15	Registered Office .....	9
16	Finance.....	10
17	Major Transactions .....	10
18	Privileged Communications.....	11
19	Indemnity.....	11
20	Misconduct .....	11
21	Execution of Documents.....	12
22	General meetings .....	12
23	Alteration of Rules .....	13
24	Dissolution .....	13

## **1 Constitution and Name**

Green Island Association Football Club Incorporated (hereinafter called the club)

## **2 Objects**

**2.1** The primary objects of the club are to:

- a) To foster, encourage, promote and control the game of Association Football in so far as it may be able in the greater Green Island area and elsewhere.
- b) To arrange and provide facilities and amenities for use by the Club Members primarily and the community generally in the pursuit of football
- c) To maintain a close liaison with The Green Island Junior Football Club to ensure transition and opportunity to play for Green Island Association Football Club., and for players to enhance their football development via any organisation or bodies connected with Association Football,
- d) Make regulation to advance the attainment of any of the above objects.
- e) Do any act or thing incidental or conducive to the attainment of any of the above objects

**2.2** Notwithstanding any other provisions, the Club shall not expend any money:

- a) Other than to further purposes recognised by law, nor
- b) For the sole personal or individual benefit of any Member, nor for the purposes other advancing the Club's lawful objects

## **3 Powers**

**3.1** In addition to its statutory powers, the Club may:

- a) Use of its funds to pay the costs and expenses of furthering or carrying out its objects, and for that purpose may employ such people as may seem expedient, and
- b) Exercise all the powers of a Trustee might exercise, and
- c) Invest in any investment in which a Trustee might invest

## **4 Colours**

The club colour's shall be green and gold, if an alternative strip is required these colour's will be decided by the committee.

## 5 Membership

The Club shall consist of the following Membership:

- a) Playing Members; and
- b) Non-Playing Members

(each a "Member")

5.1 The Secretary shall keep a membership register of playing and non-playing Members recording their names address and telephone numbers.

- a) All Members (and Committee Members) shall promote the interests and the objects of the Club and shall do nothing to bring the Club into disrepute.

## 6 Admission of Members

6.1 The Club shall consist of an unlimited number of Members. All applications for Membership shall be in such form as may time to time be prescribed by the Committee.

6.2 The membership of the Club shall consist of Playing Members and Non-Playing Members.

6.3 Playing Members shall include all Members who play for the Club in any organisation organised by No 7 District Federation of New Zealand (Football South) or similar organisation

6.4 Non-Playing member shall consist of the following:

- a) **Life Member:** Any person may for special services rendered or for outstanding service over a period of years may be elected as a Life Member. But only at an Annual General Meeting. The name of any proposed member must first be submitted to and approved by 75% of the Committee. A Life Member shall be entitled to all privileges of membership including that of voting at all meetings but without liability for subscription or levy. The intention to elect a person as a Life Member must be sated in the notice calling the meeting.
- b) **Social Members:** Social Members are those that support the Club's general playing and social activities. Social Members shall have the right to vote at the General Meetings and hold positions as Officers or Committee members of the Club

- c) **Honorary Members:** The Committee shall have the power to acknowledge special services rendered by any person or organisation by appointing that person of organisation an Honorary member for the current financial year. Honorary Members shall not have voting rights and shall not be eligible to hold positions as Officer or Committee members of the Club

**6.5** The Committee shall have the power to accept or refuse any application for membership

## **7 Patron**

The Club may, at its discretion, elect a patron of the Club for such period as may be deemed necessary. Such patrons shall not be eligible to vote unless they are current Members of the Club under another voting category

## **8 Employees**

Can enjoy privileges of the Club measured by their contract. Such employees shall not be eligible to vote unless they are current members of the Club under another voting category of membership

## **9 Subscriptions and Levies**

**9.1** The annual subscription for different types of Member, and any amount payable on joining the Club, shall be set by resolution of a General Meeting

**9.2** Lapse of membership for non-payment of fees shall occur if payment is not made within 28 days after the official published open/start date of the season

**9.3** Extra subscriptions and levies may be fixed by resolution of a SGM of its members.

**9.4** Dispensation

- a) Members who consider the payment of fees a hardship may apply in writing to the Committee for a dispensation in relation to such payment. The Committee in its absolute discretion decide how and when any such fees are paid

## **10 Cessation of Membership**

**10.1** Any Member may resign from that Members type of membership by written notice to the Secretary, and each such resignation shall take effect from four weeks after such notification.

**10.2** The Committee may declare that a Member is no longer a Member (from the date of that declaration or such date as may be specified) if that Member is convicted of any indictable offence or offence for which a convicted person may be imprisoned, is adjudged bankrupt, makes a composition with creditors, or (if a body corporate) is wound up or placed in receivership or liquidation.

**10.3** After due enquiry, and having given the Member the right to be heard. The Committee may by letter invite any Member within a specified time to retire for failure to comply with these Rules or any of the other duties of a Member. If the Member does not so retire, the Committee may recommend to a General Meeting that the Member be expelled, and after the Member has been given the opportunity of being heard by or providing written comments to the General Meeting, that Meeting may expel the Member by resolution passed by a two-thirds of those present and voting.

**10.4** A Member whose membership is terminated under Rules 9.2 and 10.2 shall remain liable to pay all subscriptions and levies to the end of the Club's then financial year

## **11 Re-Admission of Senior Members**

Any former Member may apply for re-admission in the manner prescribed for new applicants, but if the former Member's membership was terminated under either of Rules 10.2 the applicant shall not be admitted without the approval of a General Meeting.

## **12 Election of Officers and Committee**

**12.1** The Annual General Meeting shall elect by majority vote the Committee comprising of the following:

- a) President
- b) Vice President
- c) Secretary
- d) Treasurer, and
- e) Such other Members as the Club shall decide

**12.2** At the Annual General Meeting the club shall decide by majority vote:

## Rules of the Green Island Association Football Club Incorporated

- a) The Office bearers, namely the President, Vice President
- b) And a minimum of five (5) and a maximum of twelve (12) other Committee Members all of whom shall be elected at the Annual General Meeting.
- c) For the avoidance of doubt, no Member under the age of 18 years is eligible to be an Officer or elected to the Committee.
- d) After Election of Officer the Committee shall provide two delegates to Football South (One delegate must be a member of the Committee)
- e) After Election of Officer the Committee shall provide one additional delegates to Green Island Combined Sports

**12.3** Written nomination for nominees under Rule 12.1 signed by a Member and accompanied by the written consent of the nominee shall be received by the Secretary not less than 14 clear days before the date of the Annual General Meeting. The Secretary shall circulate list of nominees and such information (not exceeding one side of an A4 sheet of paper) as may be supplied to the Secretary by or on behalf of each nominee in support of the nomination. In the absence of sufficient valid nominations being received (and remaining current at the date of the Annual General meeting) nominations may be made from the floor at the Annual General Meeting

**12.4** No President shall serve for more than three consecutive years as President. If, however the current President wishes to continue role and other candidates are nominated then Rule 12.3 applies

**12.5** The affairs of the Club shall be under the control of the Committee elected as aforesaid, and any other Members elected to the Committee by the majority of Members at the Annual General Meeting.

## **13 Management of Committee**

**13.1** From the end of each Annual General Meeting until the end of the next, the Club shall be administered, managed and controlled by the Committee, which shall be accountable to the Members for the implementation of the policies of the Club as approved by General Meeting.

**13.2** Subject to these Rules and the resolution of any General Meeting, the Committee may excuse all the Club's powers, other than those required by statute or by these Rules to be exercised by the Club in General Meeting.

**13.3** The President shall chair all Committee meetings. In the absence of the President the Vice President shall act as chairman for the sole purpose of that meeting and any person chairing a Committee meeting shall have a deliberative

and casting vote.

- 13.4** The Committee shall meet at such times and places and in such manner as it may determine and otherwise where and as convened by the President.
- 13.5** The Committee may co-opt any person to the Committee for a specific purpose, or for a limited time period, or generally until the next Annual General Meeting but that person so co-opted shall not have any voting rights.
- 13.6** The quorum for Committee meetings is at least 75% of the then current Committee members.
- 13.7** The Committee may appoint sub-committees consisting of such persons as it thinks for and with or without power to co-opt, but such sub-committee shall have no power to commit the Club to any financial expenditure without express authority by resolution of the Committee.
- 13.8** All decision of the Committee shall be by a majority vote. In the event of an equal vote, the President shall have a casting vote, that is, a second vote.
- 13.9** The Committee may from time to time make regulations for the conduct and control of Club activities.
- 13.10** The President shall, in addition to all other duties described in these Rules generally oversee and direct the affairs and business of the Club.
- 13.11** Other than as prescribed by statute or these Rules, the Committee may regulate its proceedings as it thinks fit.
- 13.12** Subject to Statute, these Rules and the resolutions of General meetings, the decisions of the Committee on the interpretation of these Rules and all matters dealt with by it in accordance with these Rules and on matters not provided for in Rules shall be final and binding on all Members
- 13.13** Each officer shall within one calendar month of submitting a resignation or ceasing to hold office, deliver to that Officer's successor all books, papers and other property of the Club possessed by such former Officer

## **14 Officers of the Club**

- 14.1** The President
- 14.2** The Vice President
- 14.3** The Secretary
- 14.4** The Treasurer
- 14.5** The Club Captain
- 14.6** Should an officer vacate office during their term the Committee can elect an existing Board member as a replacement Officer or call an SGM for election of

replacement Officer

**14.7** Duties of the President

- a) Preside over all Club and General Meeting of Club
- b) Uphold the Rules/Constitution of the Club
- c) Represent, and be the voice of the Club, where able, at any meetings or negotiation with other organisations
- d) Provide leadership and guidance to the Club, and ensure that all members receive fair and impartial consideration
- e) Represent the Club at the Green Island Combined Sports Body

**14.8** Duties of the Vice President

- a) To assist the President in their duties
- b) If President is unable to attend a meeting then the Vice-President will assume the president's duties

**14.9** Duties of the Secretary

- a) Attend committee and club meetings
- b) Keep a true and proper record of the affairs of the Club and shall keep the minutes of all meetings. The minutes should be circulated to all members of the Committee
- c) Conduct all general correspondence and keep copies of such correspondence.
- d) Maintain a roll of all members of the Club, their names, address and date of joining
- e) Issue receipts for incoming funds.

**14.10** Duties of the Treasurer

- a) Keep the books and accounts for the Club
- b) Render all such financial statements of the Board or the Club may require
- c) Pay all accounts after approval is given by the Committee
- d) Report the Club's financial performance and position at each Committee meeting
- e) Prepare the Annual Statement of Accounts and Balance Sheet as determined by the Chartered Accountants of Australia New Zealand for not for profit entities to the Annual General Meeting

**14.11** Duties of the Club Captain

- a) Liaison between the playing members and the non-playing members and Committee
- b) Organise opening of clubrooms
- c) Kit cleaning
- d) General care and maintenance of equipment and grounds
- e) Arranging coaches' meetings

**15** **Registered Office**

- 15.1** The Registered Office of the Club shall be at such a place as the Committee from time to time determines

## **16 Finance**

- a) The Annual General Meeting each year may appoint an Auditor who is a current Member of the Chartered Accountants of New Zealand and not a member of the Club to audit the annual accounts of the Club and provide a certificate of correctness of the same, and if any such auditor is unable to act the Committee shall appoint a replacement auditor. The Annual General Meeting may agree that a review engagement is more appropriate than a formal audit. The Committee may recommend to the Annual General Meeting the level of financial review required
- b) Submit audited financial accounts to the Companies Office within four weeks of the AGM
- c) The Club's financial year shall commence 1 October of each year and end on 30 September of the following year
- d) Any two of the President, Secretary and the Treasurer shall be authorities on the bank account of the club

## **17 Major Transactions**

- 17.1** Major Transactions shall only be entered into on the authority of a resolution of the Committee passed by a majority vote of not less than 60% of all committee Members
- 17.2** For the purposes of these Rules a "major transaction" shall be such transaction which involves acquiring or disposing of any asset or involving the incurring or releasing of any liability or giving or releasing of any guarantee of greater value than \$30,000. Or the incurring of any commitment of obligation, which shall be of more than one year's duration. Where the asset or obligation is acquired or disposed of or value of transactions shall be aggregated and this Rule shall apply as if the series of transactions were one single transaction for the aggregate value
- 17.3** Notwithstanding anything else herein before contained the committee shall not have the power to incur any liability or obligation (whether by way of borrowing monies or the giving of guarantees or otherwise) or to dispose of any asset more than the amount of \$30,000 without the approval of the Members voting at General meeting

**18 Privileged Communications**

**18.1** All communications and/or correspondence in electronic or manual form noted as Private & Confidential is not privileged to club Members. Release of any Private & Confidential communications and/or correspondence shall be at express authority of the Committee

**19 Indemnity**

The Committee and servants (voluntary or paid) of the Club shall be indemnified by the Club against expenses incurred in or about the discharge of their duties except such as happened to be their own wilful act, neglect or default.

**20 Misconduct**

**20.1** Where alleged that any member has been guilty of any breach of these Rules, then the Committee shall have the power to investigate such alleged offence and if the offence is proved, impose such penalty or penalties in accordance with the Rules of the Sport Code Governing Body and this Constitution

a) When any meeting of the Committee is held for the purpose of considering any matters referred to in Rule 19 hereof, the Member or Members concerned shall be given at least 10 days' notice in writing of that meeting, any such notice to contain full particulars of the relevant allegations and that Member or Members shall be entitled to be present and be represented and to respond at that meeting. The decision of the Committee shall be supplied in writing to the Member or Members concerned within ten days of the conclusions of the relevant meeting

**20.2** The penalties which may be imposed by the Board in Accordance with this Rule (subject to Sports Tribunal of New Zealand) shall include expulsion, disqualification or suspension from the Club for a stated period, or fine or a reprimand

**20.3** The effect of suspension or any period shall be that the Member may not during the period of suspension take part in the Sport, nor be in any way connected with the administration of the Sport in any capacity whatsoever

**20.4** Any member who contravenes any expulsion or suspension or fails to pay any fine or comply with any other penalty imposed shall be deemed to have committed a further breach of the Constitution and will be liable to be dealt with

in accordance with provisions of **Rule 10** (Cessation of Membership)

## **21 Execution of Documents**

**21.1** Common seal of the Club, if any shall be retained by the Secretary. The common seal of the Club shall only be affixed to any document pursuant to a resolution of the Board and in the presence of not less than two (2) witnesses of the Committee

## **22 General meetings**

**22.1** The Annual General meeting shall be held between 1 November and 30 November in each year at a time and place fixed by the Committee

The purpose and business of the AGM shall be to:

- a) Minutes of Previous General Meeting(s)
- b) Receive the President's Annual report
- c) Present the annual financial statements and the financial review or auditors report to Members
- d) Elect Officers, Honorary Members, Patrons and Life Members in accordance with these Rules
- e) Consider any other business submitted by a Member or Committee in accordance with the **Rule 22.3(e)** Proceedings at all General meetings
- f) General Business

**22.2** Special General meetings

- a) The Committee may at any time for any purpose call a Special General meeting
- b) The Committee shall immediately call a Special General meeting upon receiving a written request signed by any 12 members stating generally the purpose of which such meeting is to be held

**22.3** Proceedings at all General Meetings

- a) At least 21 days' notice by way of advertisement in the area in which the Club is based of all General meetings shall be given to all financial members of the Club and such notice shall also state the object of the proposed meeting and only such business as specified in the notice
- b) Quorum for meeting shall be not less than 12 financial members, two (2) of whom must be Officer Bearers.
- c) Voting at General meetings shall be by voices, by show of hands or, on demand of the President or of any Member present by secret ballot. No proxy votes shall be allowed.
- d) All questions arising of any General Meeting shall be decided by the majority of the votes recorded
- e) At least 21 days before General meeting at which any such proposal is to be considered the Secretary shall post written notice of the proposed motion, of the reason for the proposal, and of any recommendations from the Committee in respect thereto to all Members.

**23** **Alteration of Rules**

**23.1** These Rules may be amended or replace by resolution of any General Meeting passed by a two-thirds majority of those Individual Members present and voting.

**23.2** Any proposed motion to amend or replace these Rules shall be signed by at least 15 Members and given in writing to the secretary at least 28 clear days before the General Meeting at which the motion is to be considered, and accompanied by a written explanation of the reason of the for the proposal.

**24** **Dissolution**

The Club may disband and wound up voluntarily pursuant to Rule 18 (Privileged Communications) Section 24 of the Incorporated Societies Act 1908 by a resolution of all financial Members present at a Special General Meeting of the Club called for that purpose. On any such winding up, the assets of the Club, after payment of all liabilities, shall be paid or transferred to the Green Island Junior Football Club Incorporated, but if the Green Island Junior Football Club is not in existence at that time, to any such other football body ass shall be decided by the Club at a Special General Meeting. Provided always that no pecuniary

Rules of the Green Island Association Football Club Incorporated

benefit shall accrue nor any payment made or distributed to any Member as a result of any such winding up

Nick Grant  
President ..... Date .....

Jeremy Bray  
Vice President..... Date .....

Lynn King  
Secretary ..... Date .....

DRAFT