
The Morphetville Park Sports and Community Club Incorporated

Constitution

As approved by consensus at the AGM held on 29 January 2021

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Part 1—Preliminary

1. Club name

The Club shall be called “*The Morphetville Park Sports and Community Club Incorporated*” (referred to in this constitution as ‘the Club’). This is the name, which must be printed on every notice, advertisement, payment and every other official publication of the Club.

2. Colours.

2.1. The colours of the Club are red (PMS186) and gold (PMS130)

3. Objects and Purpose

3.1. The purpose of the Club is:

3.1.1. To provide an inclusive, licensed, family-friendly club for the local community and local sporting teams; and

3.1.2. To support local teams for Australian Rules Football and Cricket and any other sports as decided by the Executive Committee; and

3.1.3. To carry out activities incidental and conducive to the above objects.

4. Interpretation

In this constitution:

AGM means Annual General Meeting;

Cricket Club means the Morphetville Park Cricket Club Inc;

Football Club means the Morphetville Park Football Club Inc which plays Australian Rules Football;

Office Bearer means any of the following positions: Chairperson, Vice Chairperson, Secretary, Treasurer;

Policy means any rule or regulation created by the Executive Committee under this constitution.

Public Officer the legal point of contact for the Club

The Act means the Association Incorporation Act 1985.

5. Membership

5.1. A member shall be a person who:

5.1.1. Supports the objects and purposes of the club;

5.1.2. Has applied for membership in writing;

5.1.3. Has paid the applicable membership fee (if any);

5.1.4. Has not had membership vetoed by the Executive Committee within 2 months of registration;

5.1.5. Has not resigned or been expelled.

5.2. Members are accepted on a provisional basis for two months after their application. The Executive Committee may in their absolute discretion, by a vote of at least two thirds (66%) of the Executive Committee members present and voting at a duly convened Executive Committee meeting, veto the membership of a new member or a renewing member if it is considered genuinely in the interests of the Club for the individual to be excluded from the Club.

- 5.3. A member may resign by informing the Secretary in writing.
- 5.4. A person cannot be an Executive Committee member, or cast a vote at a General Meeting, unless they are a member.
- 5.5. The Club shall consist of:
 - 5.5.1. Life Members
 - 5.5.1.1. Life Members shall during the continuance of their lives be entitled to all rights and privileges of membership without payment of fees
 - 5.5.1.2. Life Members will be presented with a medallion approved by the Executive Committee
 - 5.5.1.3. Any Senior Financial Member who shall have rendered not less than 20 years of active service to the Club may be elected as a Life Member of the Club by the Executive Committee on receiving at least three quarters (75%) of the votes of that Committee. A concession of one (1) year may be granted for the services listed below:
 - 5.5.1.3.1. Each year of service on a Committee
 - 5.5.1.3.2. Each year of service in an unpaid position appointed by the Club
 - 5.5.1.3.3. A maximum concession of ten (10) years will apply
 - 5.5.1.4. Within the first 12 months the Executive Committee will review the current Morphetville Park Sporting Club Life Members to determine who shall be eligible for Life Membership of the Morphetville Park Sports and Community Club Inc. Life Membership will be granted by the Executive Committee on receiving at least three quarters (75%) of the votes of that Committee.
 - 5.5.1.5. No more than two (2) Life Members may be appointed in any one year following the first years admission of Life Members.
 - 5.5.2. Full Members
 - 5.5.2.1. Any person over the age of eighteen (18) years shall apply for Full Membership.
 - 5.5.2.2. Such members shall be entitled to all privileges of membership.
 - 5.5.3. Affiliated Club Member
 - 5.5.3.1. Affiliated Clubs will have life members, senior and junior playing members who upon payment of the relative membership fee will become and have the same rights as like members of the Sports and Community Club.
 - 5.5.3.2. Affiliated clubs will set their own playing membership fees in line with their approved by-laws.
 - 5.5.3.3. Affiliated clubs will have the right to have full member who will upon payment of the relative membership fees will have the same rights as like members of the Sports and Community Club.

5.5.3.4. Affiliated clubs will have the right to have social members who will upon payment of the relative membership fees have the same rights as like members of the Sports and Community Club with the exception of voting rights at the AGM or Special Meetings

5.5.4. Social Members

5.5.4.1. Any person over the age of eighteen (18) years shall apply for Non-Voting Social Membership.

5.5.4.2. Such members shall be entitled to all privileges of membership with the exception of voting rights at the AGM or Special Meetings.

5.5.5. Junior Members

5.5.5.1. Any person under the age of eighteen (18) years shall apply for Non-Voting Junior Membership.

5.5.5.2. Such members shall be entitled to all privileges of Full membership on the acceptance of their membership and payment of the relevant subscription fee.

5.5.6. Affiliated Club Officials

5.5.6.1. Any person over the age of eighteen (18) years who holds an official position of an Affiliated Club will be provided full membership of the club.

5.6. Fees Payable by Members

4.5.1 The Executive Committee may determine, from time to time, annual membership fees payable by members to the Club, including any concessional fees; provided that:

4.5.2 A person who has paid the players fee required by the Football Club or the Cricket Club, or if a person is a life member of the Football Club or the Cricket Club, they shall not be required to pay any membership fee to be a member of the Club (as assessed on a year by year basis).

4.5.3 Membership shall continue for 12 months from the date that both the membership application and the applicable membership fee (if any) have been received by the Club.

6. General meetings

6.1. General Meetings (Annual or Special) shall be called by mail addressed to each member (electronically if possible) and a notice placed prominently at the Club premises, at least 14 days prior to such meeting.

6.2. The Annual General Meeting shall be held each year within three (3) months of the end of the financial year (which shall be 30th September each year).

6.3. The business of the Annual General Meeting shall be—

6.3.1. To note attendance and apologies;

6.3.2. Confirm the minutes of the preceding Annual General Meeting and any intervening Special General Meeting;

6.3.3. To receive the Chairperson's report for the previous financial year;

- 6.3.4. To receive the Treasurer's report and the audited financial statements for the previous financial year;
 - 6.3.5. To elect members to the Office Bearer positions (Chairperson, Vice Chairperson, Secretary, Treasurer) provided that they first consent in person or in writing;
 - 6.3.6. To receive the nominations (if any) from the Affiliated Clubs based on Club and appoint duly nominated persons to the Executive Committee;
 - 6.3.7. To note the person who has the role of Public Officer;
 - 6.3.8. To appoint (on an ongoing basis or for a limited term) or remove a Patron of the Club except that such a resolution may only be moved if and only if the Executive Committee has unanimously recommended the resolution.
 - 6.3.9. To conduct any other business placed on the agenda by the Committee of which notice has been given with the notice of the Annual General Meeting.
- 6.4. Nominations for elections of an Office Bearer position shall be provided in writing by one member and seconded by another
 - 6.5. Nominations with the candidates consent thereto in writing shall be given to the Secretary at least 14 days clear of the date of the Annual General Meeting. Members are to be notified of all nominations at least 7 days before the Annual General Meeting.
 - 6.6. Regardless of the number of nominations the Chairperson will call for any further verbal nominations from the floor. The Chairperson will then call for verbal nominations to fill any vacancy.
 - 6.7. If at the conclusion of the Annual General Meeting there are unfilled vacancy(s), these may be filled by appointment by the Executive Committee.
 - 6.8. A Special General Meeting shall be called by the Secretary within twenty-eight (28) days of receipt of a directive of the Executive Committee or a written request of twelve (12) members specifying the business to be conducted at the meeting. Only the specified business may be conducted at the meeting. No amendment or alterations of substance to any motion set out in such notice shall be allowed unless the same is permitted by a two thirds majority of members present at such a meeting.
 - 6.9. A quorum at any General Meeting shall be twenty (20) members including two (2) Executive Committee
 - 6.10. Should a quorum not be present within thirty (30) minutes of the time appointed for any Special Meeting or Annual General Meeting properly convened, the meeting shall be adjourned for the fourteenth day after the date originally set. If a quorum be not present at the adjourned meeting, those present shall be considered a quorum.

7. Voting

- 7.1. Voting shall be by show of hands except that:
 - 7.1.1. A member may vote by proxy if they have given the authority in writing for a member present at the meeting to vote on their behalf. If practicable, the person chairing the meeting should be advised of all proxy authorisations prior to commencement of the meeting.

- 7.1.2. Any contested election at an Annual General Meeting or otherwise shall be by secret ballot;
- 7.1.3. The meeting may by show of hands require any other vote to be by secret ballot.
- 7.2. Unless otherwise specified in this Constitution, a vote shall be by simple majority.
- 7.3. The Chairperson has an ordinary vote at any meeting but not a casting vote. If voting on a resolution is tied, the resolution is not carried.
- 7.4. Individuals with special interests or knowledge relevant to the Club may be invited to attend any meeting and to speak at the discretion of the Chairperson but may not vote.

Part 2—Management vested in Executive Committee

8. Membership, Powers, and Duties of the Executive Committee

- 8.1. The management of the Club is vested in the Executive Committee.
- 8.2. The Executive Committee shall consist of at least 6 and no more than 11 members as follows:
 - 8.2.1. the Chairperson, Vice-Chairperson, Secretary, Treasurer (the Office Bearers) who shall be chosen by secret ballot at the Annual General Meeting;
 - 8.2.2. up to one (1) member nominated by each Affiliated Clubs in writing prior to the Annual General Meeting :
 - 8.2.3. a Facilities Manager co-opted by the Executive Committee as soon as possible after the Annual General Meeting.
- 8.3. The quorum for the Executive Committee shall be four (4) which must include at least two Office Bearers.
- 8.4. The Executive Committee shall meet at least quarterly, and otherwise as the Executive Committee deems necessary.
- 8.5. Notice of every Executive Committee meeting shall be sent electronically by the Secretary to each member of the Executive Committee, at least forty-eight (48) hours prior to such meeting.
- 8.6. Minutes of all resolutions and proceedings of the Executive Committee shall be recorded and maintained by the Secretary. Minutes of Executive Committee meetings shall be provided to all members of the Executive Committee within five (5) days of the meeting.
- 8.7. At every Executive Committee meeting, the minutes of the previous Executive Committee meeting must be confirmed, and signed by the person chairing the meeting.
- 8.8. The powers of the Executive Committee shall be as set out in Section 25 of the Associations Incorporation Act (SA) and shall include the following:
 - 8.8.1. To manage the finances of the Club;
 - 8.8.2. To call a Special General Meeting of the Club;
 - 8.8.3. To make Policies for the general management of the Club, provided they are not inconsistent with this constitution;

- 8.8.4. To appoint and dismiss employees if any;
- 8.8.5. To fill, by a resolution of the Executive Committee, any vacancy in the Office Bearers or Committee membership (the person so appointed shall hold office until the next Annual General Meeting)
- 8.8.6. To deal with a real property interest (including leasehold) if the dealing is approved by a majority of at least two thirds of the members of the Executive Committee at a duly convened Executive Committee meeting; in which case the application of a corporate seal is not required but the dealing must be signed by at least three (3) of the Office Bearers.
- 8.9. The Executive Committee shall make Policy consistent with the Liquor Licensing Act (SA) regarding responsible provision of and consumption of alcohol on Club premises.
- 8.10. Appoint either the Secretary or a longstanding member of the Club to be Public Officer (the legal point of contact for the Club), and the name of the Public Officer shall be reported to the Annual General Meeting (for the record rather than for voting purposes).
- 8.11. The Executive Committee may by resolution or by-law create sub-committees, for example: sponsorship, membership, facilities, etc. Sub-committees may consist of such numbers of persons as the Executive Committee shall think fit to appoint and may revoke or recall at its pleasure any such delegation or appointment.
 - 8.11.1. The Chairperson, Vice Chairperson, Secretary and Treasurer shall be ex officio members of all sub-committees.
- 8.12. An Executive Committee member may resign by giving written notice to the Secretary or President of the Club.
- 8.13. A casual vacancy occurs if less than the requisite number of Executive Committee members are elected at the AGM, or if a Executive Committee member is:
 - 8.13.1. Disqualified from being an Executive Committee Member by the Act; or
 - 8.13.2. Expelled by a resolution unanimously agreed by the Executive Committee, or by a resolution carried by three quarters of those present and voting at a General Meeting of which due notice has been given; or,
 - 8.13.3. Permanently incapacitated by ill health.
- 8.14. The Executive Committee has the power to admit new Affiliated Clubs into the Morphettville Park Sports and Community Club Inc. subject to a majority vote of committee members present being not less than three quarters (75%). These new clubs shall have the same rights and Executive Committee representation as the current clubs.
 - 8.14.1. An Affiliation fee will be set by the Executive Committee and payment of such fee will be required in full prior to finalisation of affiliation.
- 8.15. The Executive Committee will determine if and when a dividend will be paid to affiliated clubs.

9. Conduct of Executive Committee meetings

- 9.1. The most senior office bearer present at the meeting shall chair a meeting of the Club, including Committee meetings and General Meetings.
- 9.2. Any Executive Committee Member who is absent from three (3) consecutive meetings without sending an explanation satisfactory to the Executive Committee

shall cease to be a member of the Committee (and, if an Office Bearer, shall cease to be an Office Bearer).

- 9.3. The Executive Committee shall meet at such time and place as it may direct, and failing such direction, at such other time and place as the Secretary may direct.

Part 3—The Office Bearers

10. The Office Bearers

- 10.1. The Office Bearers of the Club shall be the:
 - 10.1.1. Chairperson;
 - 10.1.2. Vice-Chairperson;
 - 10.1.3. Secretary;
 - 10.1.4. Treasurer.
- 10.2. The Executive Committee or a General Meeting may from time to time create (or delete) additional positions, such as Assistant Secretary and Assistant Treasurer, to assist the Office Bearers.
- 10.3. The seniority of office members shall be the order they appear in clause 10.1.

11. Chairperson

- 11.1. The Chairperson together with the Secretary shall prepare the agenda for Executive Committee and General Meetings.
- 11.2. The Chairperson (or whoever is chairing the meeting) must sign a copy of the minutes of the previous meeting once they are confirmed, including General Meetings.
- 11.3. The Chairperson of a meeting shall encourage full balanced participation by all members and shall decide on matters of order.
- 11.4. The Chairperson shall act as Spokesperson for the Club unless an alternative Spokesperson has been appointed by the Committee at a General Meeting. The Spokesperson shall make statements in accordance with previously agreed policy, or in an emergency after consultation with at least two (2) other members of the Executive Committee.
- 11.5. If the Chairperson is temporarily absent or unable to carry out the duties of Chairperson, the Vice-Chairperson shall carry out the duties of Chairperson.

12. Vice-Chairperson

- 12.1. The Vice-Chairperson duties shall be to assist the Chairperson as and when required and to fill in for the Chairperson in their absence.

13. Secretary

- 13.1. The Secretary shall ensure that notice of meetings is given in accordance with the provisions of this constitution.
- 13.2. The Secretary shall be the Public Officer unless otherwise decided at a General Meeting.
- 13.3. The Secretary shall ensure that records are kept of the Club including:
 - 13.3.1. The constitution and Policies;

- 13.3.2. Records of members in each separate category;
 - 13.3.3. A record of minutes of meetings, and of notices;
 - 13.3.4. A record of all correspondence; and
 - 13.3.5. Records of submissions or reports made by or on behalf of the Club.
- 13.4. The Secretary shall keep and maintain a register in which shall be entered (as a minimum): The full name, contact details and date of entry of each member and, where applicable, the date of termination of membership of any member and any disciplinary action taken against a member.
- 13.5. The Secretary shall notify each member of the impending expiry of the member's annual membership at some time between 7 days and 30 days before the membership expires.
- 13.6. The Secretary shall make available a copy of this constitution and the Policies to a member upon the member's reasonable request.

14. Treasurer

- 14.1. The Treasurer shall ensure that procedures are in place so that all monies received are paid into an account authorised by the Executive Committee in the name of the Club. Payments shall be as petty cash, or alternatively by electronic transfer or by cheque authorised by two (2) authorised password holders or signatories of whom there shall be no more than three (3) appointed by the Executive Committee. Major or unusual expenditures shall be authorised in advance by the Executive Committee or a General Meeting.
- 14.2. The Treasurer shall ensure that procedures are in place which are designed to achieve recording and storage of all receipts and payments and other financial transactions.
- 14.3. The Treasurer shall ensure that financial budgets and statements are prepared and shall submit a report on the finances to each Executive Committee meeting.
- 14.4. The Treasurer shall ensure that the Financial Statements comprising either an account of receipts and payments and a statement of assets and liabilities, or an account of income and expenditure and a balance sheet, shall be prepared following the end of the Club's financial year, which shall commence on 1st October and end on 30th September unless altered at a General Meeting.
- 14.5. The Treasurer shall ensure that the annual Financial Statements are audited before presentation at the Annual General Meeting by an independent auditor who shall be appointed by the Executive Committee, provided that where the auditor is changed the Treasurer shall so inform at the Annual General Meeting in the Treasurer's Report.

Part 4—Disciplinary Action

15. A member may be subject to disciplinary action.
- 15.1. A member may be suspended or expelled by the Executive Committee, by a vote of at least two thirds of the Executive Committee members present and voting at a duly convened Executive Committee meeting, if a person has been charged by police with a crime; or if the general character or conduct of the person is deemed by the Executive Committee to be detrimental to the Club.

- 15.2. Such a member has the right to submit an appeal in writing to the Secretary within 7 days of the Secretary having made reasonable efforts to notify the member of suspension or expulsion. If the Secretary receives such an appeal, the Secretary must present a report on the disciplinary action (including the written appeal) at the next General Meeting. The disciplinary decision of the Executive Committee shall not be overturned unless by vote of two thirds of the members present at such meeting.
- 15.3. A suspended member has no membership rights except for the right to appeal in accordance with this clause. In the event of expulsion, there is no right to refund of a membership fee.
- 15.4. If a member is reported for conduct which may lead to disciplinary action, then if the Chairperson, in his or her discretion, considers that there has been unsatisfactory conduct which may be repeated by the member, the Chairperson may do all things necessary (including a request to an appropriate authority) to prevent service of alcohol to the member at the Club premises or ban the member from the precincts of the Club premises.

Part 5—Legal Requirements

16. Requirement for changing Constitution

- 16.1. If the Secretary receives a Notice of Motion to amend or replace this Constitution between sixty (60) and twenty-one (21) days prior to the Annual General Meeting, the Secretary shall distribute the Notice of Motion to all members with the Notice of the Annual General Meeting and the proposal contained in the Notice of Motion shall be included in the business of the Annual General Meeting. If the Secretary receives a Notice of Motion to amend or replace this Constitution at any other time the Executive Committee in its discretion shall resolve either for the proposal to be considered at the next Annual General Meeting or call a Special General Meeting with at least 14 days' notice to consider the proposal contained in the Notice of Motion.
- 16.2. This Constitution shall only be amended or replaced by vote of a two-thirds majority of the votes cast by members at either the Annual General Meeting or at a Special General Meeting of which due notice has been given to amend or replace the Constitution.

17. Liability, property and dissolution

- 17.1. Every Executive Committee member shall be indemnified by the Club against any liability incurred in the discharge of any duty undertaken on behalf of the Club and in defending any proceedings whether civil or criminal in which judgement is given in favour of the person or in which the person is acquitted.
- 17.2. Persons who with the authority of the Club reasonably incur any debt or other liability on behalf of the Club shall have such liability met by the Club so that they incur no personal loss.
- 17.3. The income property and funds of the Club shall be used solely towards the promotion of the objects and shall not be paid or transferred to any members or relatives of members provided that nothing herein shall prevent any payment in good faith to any person in return for services actually rendered or to any person in furtherance of the objects of the Club and without undue preference.

- 17.4. The Association may be wound up if approved by not less than three-fourths of the votes cast by members at a duly convened meeting called for that purpose of which not less than 21 days' written notice (including notice of the proposed dissolution) has been distributed to all members.
- 17.5. On dissolution all property remaining after payment of all legal liabilities shall be transferred to such other body formed for promoting similar objects or for charitable objects as shall be approved by the Club provided that such other body shall also prohibit the distribution of income and property to the members to the extent stated herein.