

**BY-LAWS FOR**

**THE JETS JUNIOR FOOTBALL CLUB**

(a branch of the Heathmont Football Club Inc.)

# BY-LAWS

## 1. APPLICATION

The Jets Junior Football Club (in these By-Laws called “the Jets”) is a branch of the Heathmont Football Club Inc. (in these By-Laws called “the Association”). These By-Laws govern the operations of the Jets and are to be read in accordance with the Articles of Association of the Association under the Associations’ Incorporation Act 1981.

## 2. INTERPRETATION

- a. In these By-Laws, unless the contrary intention appears;
  - “Committee” means the Committee of the Jets;
  - “Financial Year” means the year beginning 1<sup>st</sup> October and ending on 30<sup>th</sup> September;
  - “General Meeting” means a general meeting of members convened in accordance with By-Law 10;
  - “Member” means a member of the Jets;
  - “Member of the Committee” means a member of the Committee who is not an officer of the Jets under By-Law 20 and who is a parent or legal guardian of a registered player;
  - “The Act” means the Associations’ Incorporation Act 1981;
  - “The Regulations” means regulations under the Act.
- b. In these By-Laws, a reference to the Secretary is a reference to a person that holds office under these By-Laws as Secretary of the Jets.

## 3. MEMBERSHIPS AND APPLICATION

**Jets Junior Football Club (the Jets) belongs to the parents or legal guardians of the registered players and shall be managed by entitlement and according to this principal**

- a. Ordinary Membership - The parent or guardian of a junior player, upon signing the registration form prepared by the Committee and following acceptance of that junior player for membership by the Committee, will be eligible to become a member of the Jets as part of the junior player’s registration on payment of the annual subscription. In relation to Ordinary Membership, each individual player registration will provide eligibility for one vote only on any item of business transacted at a general meeting of the Jets.
- b. Honorary Membership - Membership shall be granted on a year to year basis and, at the discretion of the Committee, to any person servicing the club in an official capacity where such person does not have a junior member of his/her family registered with the club.
- c. Life Membership – At the recommendation of the Committee and approval at a General Meeting of the Jets, Life Membership may be conferred on any person on recognition of outstanding service to the club.
- d. A right, privilege, or obligation of a person by reason of his/her membership of the Jets:
  - i) Is not capable of being transferred or transmitted to another person;

- ii) Terminates upon the cessation of his/her membership whether by death or resignation or otherwise.

#### **4. ANNUAL SUBSCRIPTION**

The annual subscription for ordinary membership shall be such amount as determined and approved by the Committee.

#### **5. REGISTER OF MEMBERS**

The Registration Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member.

#### **6. DISCIPLINE OF MEMBER**

In addition to the clauses relating to *Discipline, Suspension and Expulsion of Members and Disputes and Mediation* contained in Sections 7 and 8 of the Rules of the Heathmont Football Club Inc., the clauses contained in this Section of these By-Laws relating to discipline of members will also apply to members of the Jets Junior Football Club.

- a. Subject to these By-Laws, the Committee may by resolution:
  - i) expel a member from the Jets; or
  - ii) suspend a member from membership of the Jets for a specified period if the Committee is of the opinion that the member: -
    - a. has refused or neglected to comply with these By-Laws; or
    - b. has been guilty of conduct unbecoming a member or prejudicial to the interests of the Jets
- b. A resolution of the Committee under sub-clause 6.a.:-
  - i) does not take effect unless the Committee, at a meeting held not earlier than 14 (fourteen) and not later than 28 (twenty-eight) days after the service on the member of a notice under sub-clause 6.d. confirms the resolution in accordance with this clause; and
  - ii) where the member exercises a right of appeal to the Jets under this clause does not take effect unless the Jets confirms the resolution in accordance with this clause.
- c. Where the Committee passes a resolution under sub-clause 6.a., the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing:
  - i) setting out the resolution of the Committee and the grounds on which it is based;
  - ii) stating that the member may address the Committee at a meeting to be held not earlier than 14 (fourteen) and not later than 28 (twenty-eight) days after service of the notice;
  - iii) stating the date, place and time of that meeting;
  - iv) informing the member that he/she may do one or more of the following:
    - a. attend that meeting;
    - b. give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;
    - c. not later than 24 (twenty four) hours before that date of the meeting, lodge with the Secretary a notice to the effect that he/she wishes to appeal to the Jets in a general meeting against the resolution.

- d. At a meeting of the Committee held in accordance with sub-clause 6.b, the Committee:
  - i) shall give to the member an opportunity to be heard;
  - ii) shall give due consideration to any written statement submitted by the member; and
  - iii) shall by resolution determine whether to confirm or to revoke the resolution.
- e. Where the Secretary receives a notice under sub-clause 6.c. he/she shall notify the Committee and the Committee shall convene a general meeting of the Jets to be held within 21 (twenty-one) days after the date on which the Secretary received the notice.
- f. At a general meeting of the Jets convened under sub-clause 6.e.:
  - i) no business other than the question of the appeal shall be transacted;
  - ii) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
  - iii) the member shall be given an opportunity to be heard; and
  - iv) the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- g. If at the general meeting:
  - i) 2/3 (two thirds) of the members vote in person or by proxy in favour of the confirmation of the resolution, the resolution is confirmed; and
  - ii) In any other case, the resolution is revoked.

## 7. ANNUAL GENERAL MEETING

- a. The Jets shall in each calendar year convene an annual general meeting of its members during the month of November.
- b. The annual general meeting shall be held on such days as the Committee determines.
- b. The annual general meeting shall be specified as such in the notice convening it.
- c. The ordinary business of the annual general meeting shall be:
  - i) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
  - ii) to receive from the Committee reports upon the transactions of the Jets during the last preceding financial year;
    - a. to elect officers of the Jets and the ordinary members of the Committee; and
    - b. upon and after presentation of the audited (by an accredited accountant) Statement of Receipt and Expenditure, members of the Jets shall vote for its acceptance or otherwise.
- d. The annual general meeting may transact special business of the notice is given in accordance with these By-Laws.
- e. The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

## **8. SPECIAL GENERAL MEETINGS**

All general meetings other than the annual general meeting shall be called special general meetings.

- a. The Committee may, whenever it thinks fit, convene a special general meeting of the Jets and, where, but for this sub-clause, more than 15 (fifteen) months would lapse between annual general meetings, shall convene a special general meeting before the expiration of that period.
- b. The Committee shall, on the requisition in writing of members representing not less than 25 (twenty-five) signatures of the total number of members, convene a special general meeting of the Jets.
- c. The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- d. If the Committee does not cause a special general meeting to be held within 1 (one) month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than 3 (three) months after that date.
- e. A special general meeting convened by members in pursuance of these By-Laws shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Jets to the persons incurring the expenses.

## **9. CONVENING OF GENERAL MEETING**

- a. The Secretary of the Jets shall, at least 14 (fourteen) days before the date fixed for holding a general meeting of the Jets at his/her address appearing in the register of the members, a notice stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- b. No business other than that set out in the notice convening the meeting shall be transacted at the meeting provided that at an annual general meeting the Chairman may permit business to be transacted in respect of which no prior notice has been given.
- c. A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next general meeting after the receipt of the notice.

# PROCEDURE OF GENERAL MEETING

## 10. PROCEEDINGS AT MEETINGS

- a. All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in these By-Laws as being the ordinary business of the annual general annual meeting shall be deemed to be special business.
- b. No item of business shall be transacted at a general meeting unless a quorum of members entitled under these By-Laws to vote is present during the time when the meeting is considering that item.
- c. 25 (twenty-five) members (being members entitled under these By-Laws to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- d. If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present with half an hour after the time appointed for the commencement of the meeting, the members present shall be a quorum.

11. a. The President, or in his/her absence, a Vice-President, shall preside as Chairman at each general meeting of the Jets.

b. If the President and the Vice-Presidents are absent from a general meeting, the members present shall elect one of their numbers to preside as Chairman at the meeting.

12. a. The Chairman of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

b. Where a meeting is adjourned for 14 (fourteen) days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.

c. Except as provided in sub-clause 12.a and 12.b, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

13. A question arising at a general meeting of the Jets shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Jets is evidence of the fact, without favour of, or against, that resolution.

14. a. Upon any question arising at a general meeting of the Jets, a member has one vote only.
- b. All votes shall be given personally or by proxy.
- b. In the case of an equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.
15. a. If at a meeting a poll on any question is demanded by not less than 3 (three) members, it shall be taken at that meeting in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- b. A poll that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.
16. a. A member is not entitled to vote at any general meeting unless all monies due and payable by him/her to the Jets have been paid, other than the amount of the annual subscription payable in respect of the current financial year.
- b. Ordinary members with two or more registered junior players will hold only 1 (one) family vote.
17. a. Each member shall be entitled to appoint another member as his/her proxy by notice given to the Secretary no later than 24 (twenty-four) hours before the time of the meeting in respect of which the proxy is appointed.
- b. The notice appointing the proxy may be in any form approved by the Committee.

## 18. THE COMMITTEE

- a. The affairs of the Jets shall be managed by a Committee constituted as provided in By-Law 19.
- b. The Committee:
  - i) shall control and manage the business and affairs of the Jets;
  - ii) may, subject to these By-Laws and to the Rules of the Association, exercise all such powers and functions as may be exercised by the Jets other than those powers and functions that are required by these By-Laws to be exercised by general meetings of the members of the Jets; and
  - iii) subject to these By-Laws and to the Rules of the Association, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Jets.

## 19. OFFICERS OF THE JETS

- a. The Officers of the Jets shall be:
  - i) a President;
  - ii) 2 Vice-Presidents;
  - iii) a Treasurer;
  - iv) a Secretary; and

v) a Football Director.

- b. The provisions of By-Law 21 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in sub-clause 19.a.
- c. Each Officer of the Jets shall hold office until the annual general meeting next after the date of his election but is eligible for re-election.
- d. In the event of a casual vacancy in any office referred to in sub-clause 19.a., the Committee may appoint one of its members to the vacant office and the member so appointed may continue up to and including the conclusion of the annual general meeting next following the date of his/her appointment.

**20 a.** The Committee shall consist of:-

- i) the Officers of the Jets; and
  - ii) a number of ordinary members, or a number of volunteers for sub-committee, as deemed appropriate on a year by year basis, each of whom shall be elected at the annual general meeting of the Jets in each year.
- b. Each ordinary member of the Committee shall, subject to these By-Laws, hold office until the annual general meeting next after the date of his/her election but is eligible for re-election.
  - c. In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the Committee may appoint a member of the Jets to fill the vacancy and the member so appointed shall hold office, subject to these By-Laws, until the conclusion of the annual general meeting next following the date of his/her appointment.

## **21. ELECTION OF COMMITTEE**

- a. Nominations of candidates for election as Officers of the Jets or as ordinary members of the Committee:
  - i) shall be made in writing, signed by 2 (two) members of the Jets and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - ii) shall be delivered to the Secretary of the Jets up to and including the date fixed for the holding of the annual general meeting.
- b. If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- c. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- d. If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.



- e. The ballot for the election of Officers and ordinary members of the the Committee shall be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.
- f. A nomination of a candidate for election under this clause is not valid if that candidate has been nominated for another office for election at the same election.
- g. The elected Committee shall have the power to co-opt any number of Committee members that satisfies the Jets operational requirements on a year by year basis.

## **22. VACANCY OF COMMITTEE MEMBERSHIP**

For the purposes of these By-Laws, the office of an Officer of the Jets or of an ordinary member of the Committee becomes vacant if the Officer or member:

- a. ceases to be a member of the Jets;
- b. becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
- c. resigns his/her office by notice in writing given to the Secretary.

## **23. PROCEDURE OF COMMITTEE**

- a. The Committee shall meet at least once in every calendar month during the football season at such place and such time as the Committee may determine and at least on 2 (two) other occasions (one before and one after) the football season.
- b. Special meetings of the Committee may be convened by the President or by any 4 (four) of the members of the Committee.
- c. Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted.
- d. Any 8 (eight) members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- e. No business shall be transacted unless a quorum is present and if within half an hour of time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
- f. At meetings of the Committee:-
  - i) the President or in his/her absence a Vice-President shall preside; or
  - ii) if the President and the Vice-Presidents are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.
- g. Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person residing at the meeting may determine.

- h. Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to 1 (one) vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- i. Written notice of each Committee meeting shall be served on each member of the Committee by delivering it to him at a reasonable time before the meeting or by sending it by pre-paid post addressed to him, or by electronic mail, at his usual or last known place of abode at least two business days before the date of the meeting.
- j. Subject to sub-clause 23.d. the Committee may act notwithstanding any vacancy on the Committee.

#### **24. DUTIES OF SECRETARY**

The Secretary of the Jets shall keep minutes of the resolutions and proceedings of each general meeting and each Committee meeting in files provided for that purpose together with a record of the names of persons present at Committee meetings.

#### **25. DUTIES OF TREASURER**

- a. The Treasurer of the Jets:
  - i) shall collect and receive all monies due to the Jets and make all payments authorised by the Jets in accordance with the 'financial rules of the Association'; and
  - ii) shall keep correct accounts and books showing the financial affairs of the Jets with full details of all receipts and expenditure connected with the activities of the Jets;
  - iii) shall operate from a budget established by the Committee for the coming football season.
- b. The accounts and books referred to in sub-clause 25.a. shall be available for inspection by members.
- c. Cheques.  
All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 (two) of the President, Vice-Presidents, Secretary or Treasurer.

#### **26. REMOVAL OF COMMITTEE MEMBER**

The clauses contained in this Section of these By-Laws relating to removal of committee members will apply for the Jets Junior Football Club subject to the clauses relating to *Discipline, Suspension and Expulsion of Members* and *Disputes and Mediation* contained in Sections 7 and 8 of the Rules of the Heathmont Football Club Inc.

- a. The Jets in general meeting may by resolution remove any member of the Committee before the expiration of his/her term of office and appoint another in his/her stead to hold office until the expiration of the term of the first-mentioned member.
- b. Where the member to whom a proposed resolution referred to in sub-clause 26.a. makes representations in writing to the Secretary or President of the Jets (not exceeding a reasonable length) and requests that they may be notified to the members of the Jets, the Secretary or President may send a copy of the representations to each member of the Jets or, if they are not so sent, the member may require that they be read out at the meeting.

## **27. NOTICES**

- a. A notice may be served by or on behalf of the Jets upon any member either personally or by sending it by post to the member at his/her address showing in the Register of Members.
- b. Where a document is properly addressed pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

## **28. WINDING UP OR CANCELLATION**

In the event of the winding up or the cancellation of the Jets, the assets of the Jets shall be disposed of in accordance with the provisions of clause 13 of the Agreement Confirming the Status of the Jets Junior Football Club as a Branch of the Heathmont Football Club Inc. All assets of the Jets shall not be distributed amongst its members.

## **29. CUSTODY OF BOOKS**

Except as otherwise provided in these By-Laws, the Secretary shall keep in his/her custody or under his/her control all books, documents and securities of the Jets.

## **30. SOURCE OF FUNDS**

The funds of the Jets shall be derived from entrance fees, annual subscriptions, sponsorship donation and such other fund raising sources as the Committee determines.

## **31. ALTERATION OF BY-LAWS AND STATEMENT OF PURPOSES**

These By-Laws and the Statement of Purposes of the Jets may only be altered through resolutions put to and passed by the members of the Jets at a general meeting.