

**THE CONSTITUTION**

**OF**

**MANUREWA ASSOCIATION FOOTBALL CLUB  
INCORPORATED.**

*As at the 27<sup>th</sup> November, 2017*

THE CONSTITUTION OF MANUREWA  
ASSOCIATION FOOTBALL CLUB INC.

**Section 1** **THE CLUB**

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**Rule**

- 1.1 The name of the club shall be the *Manurewa Association Football Club (Incorporated)*.
- 1.2 The registered office of the Manurewa Association Football Club (hereinafter referred to as 'the Club') shall be at such place as appointed by the executive body of the Club (hereinafter termed the Board).

**Section 2** **OBJECTIVE**

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**Rule**

- 2.1 The objective(s) of the Club shall be to:

Provide opportunities for the wider community to engage in Association Football (hereinafter termed football or code) at all levels of competition, inclusive of players, officials, coaching and management staff and supporters.

- a) Facilitate, manage and govern such opportunities in the best interests of the Manurewa community and the Club membership base.
- b) Support and assist all endeavours, which align with our core purpose of providing opportunity within the game.
- c) Manage finances and assets in accordance with the regulations as set out herein.
- d) Ensure necessary measures are taken to further the Club's objects within the bounds of this Constitution and supporting policies, as approved by the Board from time to time.

**Section 3** **POLICIES**

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**Rule**

- 3.1 The Club shall adopt this Constitution and the specific Rules under each Section as set out herein, as the overriding document of governance. A secondary Policy document will provide supporting detail with reference to Rules as set out within this Constitution.

It is the duty of the Board to regulate all Policy within the aforementioned supporting document, as per the guides as stated within this Constitution.

- 3.2 Club Policy shall be of two-tier significance as determined by the Chair and Secretary, or in the case of the positions being held by the same individual, the Chair/Secretary and the President.

- a) Minor Policy: Considered secondary to Major Policy. Alterations, amendments, additions or recessions to Minor Policy may be made at any Board meeting and must be carried by the majority vote of the Board members present.
  - b) Major Policy: As determined by the Chair and Secretary and will consist of any significant policy which may influence the objective(s) of the Club. Alterations, amendments, additions or recessions to Major Policy may be made at any Board meeting and must be carried by a vote of 80% of the Board members present.
- 3.3 Change: Any such alteration, amendment, addition or recession for Major or Minor Policy, must be proposed at the current Board meeting, before being voted upon at the following Board meeting.

#### Section 4 **MEMBERSHIP**

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**Rule**

- 4.1 Club membership shall be unlimited and open to all persons desiring to have involvement in our code and aligned to our Club. Any such member shall be bound by this Constitution.
- 4.2 Registration: Membership will be considered officially instated upon completion of the necessary registration measures, as set out by the Board.
- 4.3 Termination: The Board may, by majority vote at any ordinary meeting, refuse or terminate any membership whereby the individual is determined to have;
- a) not fully completed the necessary actions required to register,
  - b) brought the Club into disrepute by way of misbehaviour or misconduct in contradiction to clearly outlined Board expectations or directly contradicting the objective(s) of the Club.
- 4.4 Appeals: The appeal process and future re-applications will be detailed in the Membership Policy.
- 4.5 Resignation: Any individual wishing to resign membership must inform the Secretary in writing. Resignations will be approved as per policy. Approved transfers will be deemed as a default resignation effective immediately.
- 4.6 Memberships are deemed current or in-active in accordance to membership policy.

#### Section 5 **ELECTION OF OFFICERS**

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**Rule**

- 5.1 Process: Voting for the election of Officers and members of the Board and Committees, may be taken by way of written ballot, show of hands, verbal indication or motion (without debate) to be decided upon by the outgoing President who will take the chair (or representative in such absence).

The election of Officers will take place at the AGM whereby a vote of 60% is needed to be successfully elected as an Officer of the Club.

The declaration, by the outgoing President, of the number of votes for and against shall be conclusive.

## 5.2 OFFICERS

The Officers of the Club to be elected annually at the Annual General Meeting shall be:

- President
- Vice President
- Secretary
- Treasurer
- Club Captain
- Planning and Development
- Appointed Officer
- Appointed Officer
- Senior Management Committee (SMC) Chair
- Youth Management Committee (YMC) Chair
- Junior Management Committee (JMC) Chair

Such aforementioned Officers may be elected from persons not of membership to the Club, but must be nominated at the meeting and elected by a vote of 60% in favour. Should any vacancy occur during the term of the above Officer, then the Board shall have the power to fill such vacancy.

## 5.3 THE BOARD

- a) Positions: The affairs of the Club shall be managed by the Board, apart from such authority specifically delegated, under this Constitution or supporting policy, to other Committees. The Board will consist of members under the following titles:

- Chair
- Secretary
- Treasurer/Finance
- Club Captain
- Planning and Development
- Appointed Officer
- Appointed Officer
- SMC Chair
- YMC Chair

- JMC Chair

In addition to these positions, supporting Club roles will report to the Board on terms deemed by the Board. The Board may also wish to elect an Honorary Club Patron at any General Meeting or Board meeting by way of majority vote.

- b) Nominations: Nominations for persons to stand for the elective positions on the Board shall be lodged in writing with the Secretary of the Club, 14 days prior, to the AGM. Nominees must acknowledge acceptance, to the satisfaction of the Secretary, of the nomination within the written notification.
- c) Voting: Elective positions for the Board will be voted upon at the AGM under the guidelines specified 6.4 6.5.

#### 5.4 COMMITTEES

- a) Process: Each elected Committee Chair shall form their specific Committee following the guidelines set out under the relevant policy and will operate in line with the Club objective 2.1.
- b) Objective: Sector Committees exist to effectively manage the sections in the Club in which they are aligned to and most active within. Committee's will be responsible for management and operations within their section and will contribute to, and ultimately communicate, the strategic direction formed by the Board.

#### 5.5 SUB COMMITTEES

Additionally the Board holds the right to appoint the following Sub-Committees with the intention of furthering the objective of the Club. Such groups will enable the existing Board and Committees to operate in a more efficient manner.

- Finance Committee.
- Communications Committee.
- House Committee.
- Planning and Development Committee.
- Special Event Committee.

### Section 6

### MEETINGS

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#### Rule

#### 6.1 ANNUAL GENERAL MEETING

The Annual General Meeting (AGM) for the members of the Club shall be held during the month of either October or November, at a date, time and location to be decided upon by the outgoing Board. The outgoing President shall chair the AGM.

- a) Notification: The Secretary shall give a minimum of seven days' notice of the date, time and location by advertising through appropriate mediums as decided upon at the previous AGM.
- b) Documentation: Copies of the Annual Report, Balance Sheet and nominations for the elected positions on the Board and Committees shall be available to each Board member. Further copies will be available at least seven days prior to the meeting, to any member of the Club who so requests them from the Secretary.
- c) Quorum: A quorum at an AGM shall consist of fifteen persons entitled to vote.
- d) Agenda: Ordinary business to be transacted at an Annual General Meeting shall be:
  - Apologies
  - Welcome
  - Obituaries
  - Notice calling the meeting
  - Confirmation of Minutes
  - Matters arising
  - Adoption of Annual Report and Balance Sheet
  - President's Report
  - Board or Committee Reports
  - Election of Officers
  - General Business
  - Special Business
  - Closure

Any AGM or SGM may be adjourned for a period of up to seven days to complete unfinished business on the agenda only.

## 6.2 REMIT

- a) Who: Any Club member may propose an agenda item for consideration following the process set out herein.
- b) How: Notice of any business to be transacted at an AGM or SGM, for the purpose of changing this Constitution, must be sent, in writing, to the Secretary at least twenty-one days before any such AGM or SGM.
- c) Process: Alterations, amendments, additions or recessions to the Constitution can be made only at an AGM or SGM and must be carried by the vote of 60% of those present and entitled to vote.
- d) Result: Any successful alteration, amendment, addition or recession takes effect once it has been registered by the Registrar of Incorporated Societies. Until said alteration is registered the existing rules within the current Constitution will be followed.

### 6.3 SPECIAL GENERAL MEETING

A Special General Meeting (SGM) shall be convened by the Secretary; either by the direction of the Board, or on receiving a requisition to that effect, by a current Club member, and signed by no less than fifteen members entitled to vote.

- a) Notification: The Secretary shall give a minimum of seven days' notice of the date, time and location by advertising through appropriate mediums as decided upon at the most recent AGM. Said communication will outline the proposed business to be transacted at such meeting.
- b) Quorum: A quorum at a SGM shall consist of fifteen persons entitled to vote.
- c) Process: In the event of a requisitioned meeting being called, the names of the members who have signed said requisition shall be called at the meeting.

The current elected Chair shall have the power to declare such meeting null and void should any members who have signed said requisition fail to attend the meeting or duly notify the Secretary. In the absence of said Chair the President will chair the SGM.

Petitioning members have the right to communicate a valid excuse, in writing, to the Secretary, which must be received no later than seven days prior to the meeting.

### 6.4 VOTING AT AGM OR SGM

Voting powers at the Annual General Meeting or any Special General Meeting shall be permitted as follows:

- a) All members, as of the date of said meeting, must be 18 years and over.
- b) Persons under the age of 18 years, who are registered with the Club, shall be entitled to one vote. Such vote shall be exercised by a parent, grandparent, guardian or spouse over the age of 18 years.
- c) Families with more than one registered person under the age of 18 years shall be entitled to one vote per family, as per **6.4 b**.

6.5 At any AGM or SGM all members present and eligible to vote may exercise one vote per person and not by proxy, other than where stated as per **6.4 b** and **6.4 c**.

A successful vote will consist of 60% of the total voting members with any non-votes being unaccounted for.

The outgoing President, or in their absence, the outgoing Vice President, shall take the chair on all questions, elective or otherwise. The outgoing President (or Vice President) shall have the deliberative vote.

In the instance of both the outgoing President and outgoing Vice President, being absent a member of the Board will be elected to head the meeting and consequently obtain voting rights of such position.

## 6.6 BOARD MEETING

- a) Meetings: The Board shall meet at such time and place, as it so desires. The Secretary may call a meeting on 24 hours verbal notice to members, except that the Secretary shall call the first meeting of the Board within 14 days of the AGM.
- b) Quorum: Should there be less than three members present at a Control Board Meeting within 30 minutes of the appointed time, such members that are present may form themselves into an emergency Committee and transact such business as they deem urgent and necessary for the control of the Club affairs.
- c) Emergency Committee: All information including minutes of any Emergency Committee must be distributed via appropriate mediums (deemed by the Board) within 24hrs of said meeting. In reply absent Board members must be 100% in agreement within a minimum 24hr timeframe with a non-response deemed a positive. Any Board member may request any item to be held over to next Board meeting for discussion.

## 6.7 COMMITTEE MEETING

- a) Meetings: Committee meetings are inclusive of the Senior Management Committee (SMC), Youth Management Committee (YMC) and Junior Management Committee (JMC).

Committees shall meet at such time and place, as they so desire. The Committee Chair may call a meeting on 24 hours verbal notice to members, except that the Chair shall call the first meeting of the Committee within 14 days of the AGM.

- b) Quorum: Should there be less than two members present at a Committee meeting within 30 minutes of the appointed time the meeting is deemed defunct.
- c) Any such Sub-Committee formed may adopt the same or similar meeting format as per those outlined herein.

## 6.8 VOTING AT BOARD OR COMMITTEE MEETING

- a) Process: The elected Chair, or in their absence, Secretary, shall take the chair on all questions, elective or otherwise. The Chair (or Secretary) shall have the deliberative vote, and in the case of an equality of votes shall have a further casting vote.



In the instance of both the Chair and Secretary being absent, a member of the Board will be elected from those present to head the meeting and consequently obtain voting rights of such position.

A successful vote will consist of a simple majority of the total voting, with non-votes unaccounted for. Major Policy change requires an 80% vote as per 3.2 b.

- b) Rights: Voting powers at Board and Committee meetings shall be permitted to any member elected to a position on the Board or respective Committee.

At any Board or Committee meeting, all members present and eligible to vote may exercise one vote per person and not by proxy.

## Section 7 **CONTROL AND USE OF COMMON SEAL**

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### Rule

#### 7.1 COMMON SEAL

The Board shall supply, and the designated Board member shall be responsible for, the safekeeping of a Common Seal. Any use of the Common Seal shall be upon resolution of the Board and the Chair or Secretary shall sign off any such approval.

## Section 8 **CONTROL AND INVESTMENT OF FUNDS**

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### Rule

- 8.1 Responsibility: The Treasurer or, in absence, the Secretary, shall be responsible for any use of the Club cheque-book and must have Board approval before any such use.
- 8.2 Financial Signatory: Any two of the nominated three Board members shall be the only Club members to sign or authorise any finances on behalf of the Board and wider Club.
- 8.3 Financial Records: The Board shall be accountable for the maintaining of all Club financial records.
- 8.4 Auditing: The accounts are not required to be audited unless authorised by the Board or a General Meeting.
- 8.5 Financial Year: The Financial year of the Club shall terminate on September 30<sup>th</sup>.
- 8.6 Collection of Funds: All monies received by or on behalf of the Club shall be deposited directly to the credit of the Club through the appropriate measures as deemed by the Board.
- 8.7 Surplus Funds: Any excess funds will be invested in accordance with the Board policy, and used to appropriately further the Club's objective.

## Section 9 **POWERS OF THE CLUB TO BORROW**

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### Rule

- 9.1 The Club shall have the power to borrow or raise money from time to time to further the objective of the Club within the parameters as set out in the relevant policy.

**Section 10** DISPOSITION OF SURPLUS ASSETS

**Rule**

- 10.1 Upon dissolution of the Club, any surplus assets shall be donated to one or more charitable organisation in alignment with the Club's objective, as resolved at the final meeting.