

CONSTITUTION OF SAINT BARNABAS FOOTBALL CLUB INC.

1. The Association

- 1.1. The name of the Incorporated Association is Saint Barnabas Football Club.
- 1.2. The objects of the Association are:
- i. to play football that is characterised by both fierce competitiveness and the highest standards of sportsmanship;
 - ii. to emphasise the enjoyment of playing football, as a gift of God, regardless of the on-field result;
 - iii. to provide a means for members of Saint Barnabas Anglican Church Broadway to socialise, and encourage each other in their Christian faith;
 - iv. to provide an opportunity for members of Saint Barnabas Anglican Church Broadway to play football alongside their non-Christian friends and grow in their friendships;
 - v. to show non-Christian members the love of Christ's community and encourage their engagement with the Christian faith.

2. Membership

- 2.1. A person is eligible to be a Member of the Incorporated Association if they are capable of fulfilling the responsibilities of Members which are, in addition to further responsibilities dictated by this constitution and this Association's objectives, to:
- i. pay to the Association a membership fee as determined by the Committee;
 - ii. attend Association events as pertains to them, including but not limited to General Meetings, weekly games, training sessions;
 - iii. uphold the rules and regulations of Football Federation Australia, Football NSW, and any association in which Saint Barnabas Football Club enters teams. Failure to do so may result in expulsion from this Association (Clause 8.3).

- 2.2.** Membership will last for a single year.
- 2.3.** A person wishing to become a Member should follow all relevant directions for registration, or write to the Committee requesting Membership. These actions do not guarantee Membership, and the person shall not be considered a Member until the Secretary to the Men's Teams or Secretary to the Women's Teams has informed the person in writing that their Membership has been approved.
- 2.4.** The Committee reserves the right to deny Membership to any person who:
- i.** the Committee has grounds for believing is ineligible (Clause 2.3), or
 - ii.** has a history of expulsion from this Association.
 - iii.** If a person is denied Membership the person may appeal within seven (7) days of receiving the Committee's written decision. By doing so, the person is temporarily granted a Member's right of appeal as outlined in Clause 9. This is the only Member's right the person shall be granted, and it shall only last the duration of the appeal process.
- 2.5.** Non-playing Members may be taken on following the same process as playing Members. A separate subscription for non-playing Members is to be determined by the Committee.
- 2.6.** The number of Members is to be constrained within some range which guarantees a maximum number of teams and game-time per player, while minimizing the number of games which do not have sufficient players. This shall be the responsibility of the Secretary to the Men's Teams and Secretary to the Women's Teams, in consultation with the Committee as needed.
- 2.7.** The liability of a member of the association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the end of the Association is limited to the amount, if any, unpaid by the Member in respect of Membership of the Association.

3. Register of Members

- 3.1.** The Committee must establish and maintain a register of Members which will include for every member a;
- i.** name;
 - ii.** phone number;

- iii. email address;
 - iv. the dates on which the person became a member and paid their annual subscription.
- 3.2. A Member must not use, or allow to be used, information about a person obtained from the register to contact Members, other than for the purposes of sending Members information or other material relating to the Association.

4. The Club Chaplain

- 4.1. The Rector of St Barnabas' Anglican Church Broadway is the Club Chaplain of the incorporated association. The Club Chaplain:
 - i. may attend, but is not required to attend, Committee Meetings, to make presentations or ask questions;
 - ii. may send a non-voting delegate to Committee Meetings in their place;
 - iii. reserves the same right of access to documents as is held by Members in Clause 14.9;
 - iv. may exercise all such functions as dictated by this constitution;
 - v. does not count towards a quorum at Committee Meetings;
 - vi. does not have the voting rights of a Member at General Meetings (even if they are a playing Member).
- 4.2. The Club Chaplain may become a playing Member by satisfying Clause 2.1, but:
 - i. forfeits membership voting rights;
 - ii. may not be elected to the Committee.
- 4.3. The Club Chaplain may not become a non-playing Member.
- 4.4. In the instance that the position of Rector of Saint Barnabas Anglican Church Broadway becomes vacant or is refilled:
 - i. the Committee is to inform all Members of any personnel changes within 14 days of those changes;
 - ii. a locum may transfer powers to another member of staff at Saint Barnabas Anglican Church Broadway for the duration of their time in the position of locum, and no longer than their position as locum.

5. The Committee

- 5.1.** The name of the elected leadership of this Association, as dictated in Clause 7, shall be the Saint Barnabas Football Club Committee, or the Committee.
- 5.2.** Subject to the Associations Incorporation Act 1981, the Associations Incorporation Regulation 2010, this constitution, and to any resolution passed by the Association in General Meeting, the Committee:
- i.** is to lead and manage the affairs of the Association;
 - ii.** may exercise all such functions as may be exercised by the Association, other than those functions that are required by this constitution to be exercised by a General Meeting of Members of the Association.
- 5.3.** It is expected that all Committee Members shall be in full agreement with the objects of this Association (Clause 1.2), and will act at all times to ensure that the objects of this Association are upheld throughout the Association by all of its Members.
- 5.4.** The Committee is to be made up of no more than eleven (11) eligible elected Members of the Association, and a minimum of four (4) eligible elected Members of the Association.
- 5.5.** The Committee must comprise:
- i.** one (1) President;
 - ii.** one (1) Secretary to the Men's Teams;
 - iii.** one (1) Secretary to the Women's Teams;
 - iv.** one (1) Treasurer;
 - v.** up to eight (8) General Committee Members. There is no minimum requirement of General Committee Members required to form a legitimate Saint Barnabas Football Club Committee.
- 5.6.** No Committee Member may hold more than one office.
- 5.7.** Each Committee Member is to hold office for a year, after which they will be eligible for re-election.

- i. In the event that a Committee Member acts contrary to the Objectives of the Association (Clause 1.2), or commits an offense outlined under Clause 8.1, then the Club Chaplain may take action to investigate and subsequently replace the Committee Member.

5.8. No Committee Members will be paid for carrying out their duties.

5.9. It is the President's responsibility to:

- i. lead the Association by their behaviour and spirit;
- ii. lead the Committee in developing and executing on strategy in pursuit of the Association's objectives;
- iii. ensure that all club-wide events are organised appropriately;
- iv. act as chairperson at Annual General Meetings;
- v. liaise with sponsors and supporters;
- vi. act as the Public Officer for the Association, unless another Member is appointed to the role by the Committee, as outlined in Clause 6.

5.10. It is the Treasurer's responsibility to:

- i. manage the Association's finances;
- ii. act as one (1) of two (2) authorised signatories for the Association;
- iii. maintain up-to date records of authorised signatories for the Association, including liaising with banks.

5.11. It is the Secretary to the Men's Team's responsibility to:

- i. ensure that all events for men's teams are organised appropriately, including games, training sessions and socials;
- ii. represent, or send a suitable delegate to represent, this Association at meetings called by any associations in which Saint Barnabas Football Club enters any men's teams;
- iii. manage the application and approval of new Members (non-playing, or playing for any women's team);
- iv. confirm whether existing Members (non-playing, or playing for any men's team) will renew their membership in the new season;

- v. following consultation with the other Committee Members, decide on suitable team leaders (captains, etc.) for all men's team fielded;
- vi. make decisions, in consultation with designated team leaders, regarding the composition of all men's teams;
- vii. liaise with and support the President and Committee with all matters pertaining to all men's teams;
- iii. contribute to the social events and ministry culture of the club through leadership and service.

5.12. It is the Secretary to the Women's Team's responsibility to:

- i. ensure that all events for women's teams are organised appropriately, including games, training sessions and socials;
- ii. represent, or send a suitable delegate to represent, this Association at meetings called by any associations in which Saint Barnabas Football Club enters any women's teams;
- iii. manage the application and approval of new Members (non-playing, or playing for any women's team);
- iv. confirm whether existing Members (non-playing, or playing for any women's team) will renew their membership in the new season;
- v. following consultation with the other Committee Members, decide on suitable team leaders (captains, etc.) for all women's team fielded;
- vi. make decisions, in consultation with designated team leaders, regarding the composition of all women's teams;
- vii. liaise with and support the President and Committee with all matters pertaining to all women's teams;
- iii. contribute to the social events and ministry culture of the club through leadership and service.

5.13. The General Committee Members are to assist those in roles of office in carrying out their responsibilities, and may be delegated responsibilities by the Committee.

6. Public Officer

- 6.1.** It is the President's responsibility to act as the Public Officer for the Association, unless another Member is elected to the role by the Committee. The Public Officer shall be:
- i. the Association's representative to the Australian Tax Office;
 - ii. responsible for the Association fulfilling its obligations under Section 252 of the Income Tax Assessment Act 1936.
- 6.2.** Subject to the Section 252 of the Income Tax Assessment Act 1936, and this constitution, the Public Officer must be:
- i. an Association Member (playing or non-playing);
 - ii. at least 18 years of age;
 - iii. ordinarily resident in Australia;
 - iv. capable of understanding the role of Public Officer.
- 6.3.** It is not a requirement that the Public Officer be a Member of the Committee, and being elected Public Officer does not make them a Member of the Committee if they have not otherwise been elected to the Committee by a quorum of Members at an Annual General Meeting (Clause 7), or appointed by the Committee to fill a vacancy (Clause 6).
- 6.4.** To elect a Member other than the President to the role of Public Officer:
- i. the candidate must express their interest in writing to the Committee;
 - ii. the election is to take place by a show of hands at a Committee Meeting, where a majority vote is required;
 - iii. the results of the vote must be minuted.
- 6.5.** It is the responsibility of the President to inform the Australian Taxation Office of any changes to the position of Public Officer, within the time frame allotted by the Australian Taxation Office.

7. Election of the Committee

- 7.1.** A candidate is eligible to run for election to the Committee if they:
- i. are a Member (playing or non-playing);

- ii. assent to the Statement of Faith in Attachment A.
- 7.2. To run for election as President, Secretary to the Men's Teams or Secretary to the Women's Teams, a candidate must be a committed member of Saint Barnabas Anglican Church Broadway at the time of nomination.
- 7.3. Nominations of Members for election to the Committee:
 - i. must be made in writing by the candidate to the Secretary to the Men's Teams or Secretary to the Women's Teams prior to the Annual General Meeting;
 - ii. must be seconded in writing by another Member of the Association prior to the Annual General Meeting.
- 7.4. In the event of a permanent or long-term vacancy in the role of President, Secretary to the Men's Teams, Secretary to the Women's Teams or Treasurer:
 - i. the Committee may appoint a Member of the association to fill the vacancy;
 - ii. the appointed Member is to hold office until the next Annual General Meeting, where they are eligible for re-election.
- 7.5. The election or appointment of President, Secretary to the Men's Teams or Secretary to the Women's Team must be approved in writing by the Club Chaplain. The Club Chaplain holds the power to veto the election or appointment results.
- 7.6. In the event that election or appointment results are vetoed by the Club Chaplain, an Extraordinary General Meeting must be called by the remaining Committee Members as soon as possible, to elect another candidate for the vacant position or positions.

8. Disciplining of Members

- 8.1. In addition to provisions for complaints as outlined in the policies of Football Federation Australia, NSW Football, and any associations in which Saint Barnabas Football Club fields teams, the Committee is to receive any complaint that a Member of Saint Barnabas Football Club:
 - i. has refused or neglected to comply with the provisions or objects of this constitution, or

- ii. has acted in a way that undermines the value of Membership for other Members of the Association, or
 - iii. has willfully acted in a manner prejudicial to the objects of the Association, or
 - iv. has refused or neglected to comply with the rules and regulations of any association in which Saint Barnabas Football Club enters teams.
- 8.2. Complaints are to be received from anyone in or outside the Association, be they Member or otherwise.
- 8.3. The Committee may, by resolution, subsequently punish or expel the Member from the Association.
- 8.4. In the event that the NSW Churches Association, or any other association in which Saint Barnabas Football Club enters teams, takes disciplinary action against a Member of this Association, then the Committee may subsequently pass a resolution to further discipline the Member, or to expel the Member from the Association, without a formal complaint being made to the Committee.
- 8.5. If the Committee resolves to punish or expel a Member, the Secretary to the Men's Teams or Secretary to the Women's Teams must in writing, as soon as is practicable, inform the Member of:
 - i. the action taken;
 - ii. the reasons given by the Committee for having taken that action;
 - iii. the Member's right of appeal under Clause 9.

9. Right of Appeal of Disciplined Member

- 9.1. A Member may appeal to the Committee against a resolution of punishment or expulsion as outlined in Clause 8. This must be done in writing to the Secretary to the Men's Teams or Secretary to the Women's Teams, within seven (7) days after notice of the resolution.
 - i. The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

- ii. On receipt of a notice from a Member under Subclause 9.1 (i), the Secretary who received the appeal must notify the Committee, which is to convene a Committee Meeting with the Member, within fourteen (14) days after the date on which the Secretary received the notice.

9.2. At a meeting convened under Subclause 9.1 (ii):

- i. no business other than the question of the appeal is to be transacted;
- ii. the Committee and the Member must be given the opportunity to state their respective cases orally or in writing, or both;
- iii. the Committee present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- iv. Any Committee Members that were involved in the actions that make up the substance of the dispute should remove themselves from voting.

9.3. In the event that at the meeting convened under Subclause 9.1 (ii) three or more Committee Members remove themselves from voting, the appeal is to be taken straight to the Club Chaplain, who will receive written and/or verbal statements from both the Committee and the Member, and will then decide whether the resolution should be confirmed, revoked or amended.

9.4. In the event that at the meeting convened under Subclause 9.1 (ii) the Committee confirms their earlier resolution, the Member may appeal further to the Club Chaplain, who will receive written and/or verbal statements from both the Committee and the Member, and will then decide whether the resolution should be confirmed, revoked or amended.

9.5. In the event that at the meeting convened under Subclause 9.1 (ii) the Committee cannot reach a majority decision over whether to confirm or revoke their earlier resolution, then the case will progress to the Club Chaplain, who will receive written and/or verbal statements from both the Committee and the Member, and will then decide whether the resolution should be confirmed, revoked or amended.

10. Internal Disputes

- 10.1.** In the case of a dispute between Members in their capacity as Members of the Association, the Committee may resolve the dispute by:
- i. defining the responsibilities of members to other members, and/or
 - ii. deciding which members have failed to perform their responsibilities, and/or
 - iii. disciplining members according to this decision, which may include match day bans.
- 10.2.** In the case of a dispute between a Member and the Committee, a Member may:
- i. privately appeal to the Committee, or
 - ii. appeal to the Club Chaplain, who will receive submissions from the Committee, the aggrieved party, and any other interested Members, and will then decide upon a course of action.
- 10.3.** In the case of an irreconcilable dispute between Committee Members, where a decision must be reached before the next Annual General Meeting, the Committee must come before the Club Chaplain, who will attempt to mediate, and if this fails, will make a decision to resolve the dispute.

11. Committee Meetings

- 11.1.** Three (3) Committee Members must be present at a Committee Meeting for a quorum to exist, which must include:
- i. the President, or
 - ii. the Secretary to the Men's Teams and/or Secretary to the Women's Teams.
- 11.2.** The President is to act as chairperson for Committee Meetings. In their absence, the President is to ask the Secretary to the Men's Teams or Secretary to the Women's Teams to chair in their place.
- 11.3.** All Committee Members must be informed in writing the time and location of all Committee Meetings, with enough warning as could reasonably be acted upon.

11.4. The Committee will make decisions by consensus with the President, or the acting chair in the President's absence, holding responsibility for ensuring that the resolutions of the Association reflect both the stated objectives of the Association and, as far as possible, the wishes of the broader Committee.

12. Annual General Meetings

12.1. The Association must hold its Annual General Meeting once a year:

- i. preferably after the end of the football season;
- ii. on a date decided by the Committee;
- iii. no later than 6 months after the close of the Association's financial year.

12.2. The required quorum of an Annual General Meeting of this Association is to be two (2) times the size of the serving Committee plus one (1).

12.3. The Committee must give notice to every Member specifying the time and place of the Annual General Meeting, at least fourteen (14) days before the date fixed for the meeting.

12.4. The President, or in the President's absence another Committee Member as decided on by the present Committee Members, is to act as chairperson of the meeting and guide members through the business of the meeting.

- i. If none of the committee members are willing or able to act, the Members present must elect one of their number to preside as chairperson at the meeting.

12.5. The business of an Annual General Meeting shall be to:

- i. confirm the minutes of the previous Annual General Meeting or Extraordinary General Meeting;
- ii. receive a financial statement from the Treasurer;
- iii. announce news from the previous season and for the coming season;
- iv. resolve any internal disputes if they exist;
- v. elect committee members for all committee positions;

vi. vote on constitutional changes if they are desired (any changes to the constitution requires the Club chaplain's express written approval);

vii. open the floor to any business arising from Members.

12.6. Minutes from Annual General Meetings are to be supplied to the Club Chaplain, to be kept on file by Saint Barnabas Anglican Church Broadway. This shall be in addition to the Association keeping copies as per Clause 14.8.

12.7. No item of business is to be transacted at an Annual General Meeting unless at least half of association members are present for the duration of the meeting.

12.8. Votes are to be made by a show of hands. On any question arising at an Annual General Meeting of the Association a Member has one vote only. However, in the case of an equality of votes on a question at the meeting, the chairperson is entitled to exercise a second or casting vote.

i. Under no circumstances are proxy votes allowed. A vote can only be cast by a Member physically present at the meeting.

ii. Under no circumstances are postal votes to be conducted.

12.9. If within an hour after the appointed time for the commencement of an Annual General Meeting a quorum is not present, the meeting is to be postponed to a more convenient time and place.

13. Extraordinary General Meetings

13.1. If the Committee or this constitution deems it necessary, the Committee are able to call an Extraordinary General Meeting in between Annual General Meetings.

13.2. If ten or more Members present a written request to the Committee, then an Extraordinary General Meeting must be called.

13.3. Notice is to be given in the same manner as Annual General Meetings.

13.4. The required quorum is to be the same as an Annual General Meeting.

13.5. The procedure of notification and business of an Extraordinary General Meeting is to be the same as that of an Annual General Meeting.

14. Finances and Inspection of Books

- 14.1.** The funds of the Association:
- i.** are to be used in pursuance of the objects of the Association in such a manner as the Committee determines, subject to any resolution passed by the Association in a General Meeting;
 - ii.** are to be derived from the annual subscriptions of Members and any Sponsorships or donations that are received;
 - iii.** must be kept in an account in the name of the Association in a bank or other authorised deposit-taking institution selected or approved by the Committee.
- 14.2.** All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank or other authorised deposit-taking institution account.
- 14.3.** Funds may not be spent without prior conversation between all Committee Members regarding its usage. This may be done in writing, such as via email, or at a Committee Meeting.
- 14.4.** Surplus assets are to be saved for future use or invested in infrastructure of long-term benefit to the Association.
- 14.5.** The Treasurer (Clause) and one (1) other Committee Member are to act as the authorised signatories for the Association.
- 14.6.** All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by the Treasurer and one (1) other Committee Member.
- 14.7.** Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association, including a record of cash on hand for small transactions.
- 14.8.** The Committee is responsible for custody, or control of, all records, books minutes and other documents relating to the Association.
- 14.9.** The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
- i.** records, books and other financial documents of the association;
 - ii.** Committee Meeting minutes;
 - iii.** General Meeting minutes;

iv. this constitution.

14.10. The financial year of the association is:

- i. the period of time commencing on the date of incorporation of the Association and ending on the following 30 June;
- ii. each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.

Attachment A – Statement of Faith The Apostles Creed

I believe in God, the Father almighty, creator of heaven and earth.

I believe in Jesus Christ, God's only Son, our Lord, who was conceived by the Holy Spirit, born of the virgin Mary, suffered under Pontius Pilate, was crucified, died and was buried; he descended to the dead. On the third day he rose from the dead; he ascended into heaven, and is seated at the right hand of the Father; from there he will come to judge the living and the dead.

I believe in the Holy Spirit, the holy universal Church, the communion of saints, the forgiveness of sins, the resurrection of the body, and the life everlasting.