

Maitland Saints Australian Football Club Constitution

(Updated for Alignment with the Current Act and AFL Community Club Standards – 2025)

1.0 NAME

The name of the Association/Club is **Maitland Saints Australian Football Club (Inc.)**, hereinafter referred to as the “Association” or “Club”.

2.0 OBJECTS

The objects of the Association are to:

- 2.1 Promote, develop and encourage participation in Australian Football across all age groups and genders.
- 2.2 Provide an inclusive, safe, family-friendly environment that supports the wellbeing of members, players, officials and supporters.
- 2.3 Affiliate with AFL, AFL NSW/ACT and relevant sporting bodies, and work collaboratively with local schools, community groups and partner organisations.
- 2.4 Provide and maintain facilities, equipment, and resources for the benefit of members.
- 2.5 Manage the Club’s finances in a transparent and responsible manner to ensure sustainability and fairness for all members.
- 2.6 Govern the Club through strong leadership, compliance with AFL Community Club policies, and long-term strategic planning.
- 2.7 Promote positive member behaviour, including appropriate use of **social media and digital platforms** in line with AFL’s Social Media and Member Protection policies.
- 2.8 Encourage community engagement through events, volunteer involvement, and positive promotion of the Club’s image.

3.0 ATTAINING OBJECTS

The Association shall be empowered to do all things necessary and incidental to the attainment of the above objects.

4.0 PROPERTY OF THE ASSOCIATION

All property and income of the Association shall be applied solely to promoting the objects of the Association. No property or income may be paid or distributed directly or indirectly to members, except in good faith for the promotion of these objects.

5.0 POWERS OF THE ASSOCIATION

The Association shall have the powers conferred by the Associations Incorporation Act, including the ability to:

- 5.1 Acquire, hold, lease, or dispose of real and personal property.
- 5.2 Open and operate bank accounts.
- 5.3 Invest money in accordance with the law.
- 5.4 Borrow money with suitable terms and securities.
- 5.5 Employ or contract persons to support the operations of the Club.
- 5.6 Accept donations, grants, sponsorships, and gifts consistent with the Club's values.
- 5.7 Publish information through media, including **digital and social platforms**, in a way that upholds the reputation of the Club and AFL.
- 5.8 Organise fundraising and social events.
- 5.9 Enter into contracts and partnerships necessary for the promotion of the Club.

6.0 MEMBERSHIP

6.1 Membership is open to any person who supports the objects of the Club.

6.2 All members agree to:

- Be bound by this Constitution and By-Laws.
- Uphold AFL's **Code of Conduct, Social Media Policy**, and the Club's Member Protection Policy.
- Pay membership fees as determined annually.

6.1 Membership Categories

- **Ordinary Member** – financial member entitled to vote and hold office.
- **Social Member** – supporter of the Club, not entitled to play and non-voting
- **Junior Member** – under 18 years of age, no voting rights
- **Parent/Guardian Member** – parent or guardian of a financial junior member entitled to vote
- **Life Member** – conferred for outstanding service. Entitled to vote
- **Patron(s)** – appointed by the Club, non-voting unless a current financial member.
- **Affiliated Clubs or Teams** – may apply to affiliate under Board approval.

6.3 A register of members shall be maintained and available for inspection as required by law.

7.0 TERMINATION OF MEMBERSHIP

Membership may be terminated by:

- Resignation.
- Failure to pay fees within 45 days of due date.
- Expulsion by the Board for conduct prejudicial to the Club, including **misuse of social media**, bringing the Club or AFL into disrepute, or breach of policies.

Members have the right of appeal to a General Meeting.

8.0 MEMBERSHIP LIABILITY

The liability of a member of the association to contribute to the payment of either of the following is limited to the amount of any outstanding fees for the member under clause 5:

- (a) the debts and liabilities of the association,
- (b) the costs, charges and expenses of the winding up of the association.

9.0 DISCIPLINING OF MEMBERS

(1) A person may make a complaint to the committee that a member of the association has:

- (a) failed to comply with a provision of this constitution, or
- (b) wilfully acted in a way prejudicial to the interests of the association.

(2) The committee may refuse to deal with a complaint if the committee considers the complaint is trivial or vexatious.

(3) If the committee decides to deal with the complaint, the committee must:

- (a) serve notice of the complaint on the member, and
- (b) give the member at least 14 days from the day the notice is served on the member within which to make submissions to the committee about the complaint, and
- (c) consider any submissions made by the member.

(4) The committee may, by resolution, expel the member from the association or suspend the member's membership if, after considering the complaint, the committee is satisfied that:

- (a) the facts alleged in the complaint have been proved, and
- (b) the expulsion or suspension is warranted.

(5) If the committee expels or suspends the member, the secretary must, within 7 days of that action being taken, give the member written notice of:

- (a) the action taken, and
 - (b) the reasons given by the committee for taking the action, and
 - (c) the member's right of appeal under clause 10.0
- (6) The expulsion or suspension does not take effect until the later of the following:
- (a) the day the period within which the member is entitled to exercise the member's right of appeal expires, or
 - (b) if the member exercises the member's right of appeal within the period - the day the association confirms the resolution under clause 8.

10.0 RIGHT OF APPEAL AGAINST DISCIPLINARY ACTION

- (1) A member may appeal against a resolution of the committee under clause 10 by lodging a notice of appeal with the secretary within 7 days of being served notice of the resolution.
- (2) The member may include, with the notice of appeal, a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) The secretary must notify the committee that the secretary has received a notice of appeal.
- (4) If notified that a notice has been received, the committee must call a general meeting of the association to be held within 28 days of the day the notice was received.
- (5) At the general meeting:
- (a) no business other than the question of the appeal is to be transacted, and
 - (b) the member must be given an opportunity to state the member's case orally or in writing, or both, and
 - (c) the committee must be given the opportunity to state the committee's case orally or in writing, or both, and
 - (d) the members present must vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (6) The appeal is to be determined by a simple majority of votes cast by the members.

11.0 RESOLUTION OF INTERNAL DISPUTES

(1) The following disputes must be referred to a Community Justice Centre within the meaning of the Community Justice Centres Act 1983 for mediation:

- (a) a dispute between 2 or more members of the association, but only if the dispute is between the members in their capacity as members, or
- (b) a dispute between 1 or more members and the association.

(2) If the dispute is not resolved by mediation within 3 months of being referred to the Community Justice Centre, the dispute must be referred to arbitration.

(3) The Commercial Arbitration Act 2010 applies to a dispute referred to arbitration.

12.0 BOARD

(1) The management of the Association shall be vested in a Board elected by members at the Annual General Meeting.

Board Composition

- Chairperson
- Junior President
- Senior President
- Secretary
- Treasurer
- Public Officer
- Junior Club Delegates – 2 nominees
- Senior Club Delegates - 2 nominees

(2) No person may hold more than one Board position simultaneously.

(3) A quorum shall be half the Board plus one.

(4) Members must remain financial and attend meetings to retain office.

Conflict of Interest: Any paid employee of the club is not eligible to hold a position on the Board, as this would constitute a conflict of interest.

12.1 ELECTION OF THE BOARD

(1) Any member of the association may be nominated as a candidate for election as an office-bearer or ordinary committee member.

(2) The nomination must be:

- (a) made in writing, and
- (b) signed by at least 1 member of the association, not including the candidate, and

- (c) accompanied by the written consent of the candidate to the nomination, and
- (3) If insufficient nominations are received to fill all vacancies:
- (a) the candidates nominated are taken to be elected, and
 - (b) a call for further nominations must be made at the meeting.
- (4) A nomination made at the meeting in response to a call for further nominations must be made in the way directed by the member presiding at the meeting.
- (5) Vacancies that remain after a call for further nominations are taken to be casual vacancies.
- (6) If the number of nominations received is equal to the number of vacancies to be filled, the members nominated are taken to be elected.
- (7) If the number of nominations received is more than the number of vacancies to be filled, a ballot must be held at the meeting in the way directed by the committee.

12.2 POWERS OF THE BOARD

The Board shall:

- Oversee the governance and operations of the Club.
- Manage finances and banking.
- Enforce compliance with AFL and Club policies, including **Child Safety Standards, Inclusion and Diversity, and Social Media Guidelines**.
- Appoint sub-committees for specific purposes (e.g., events, sponsorship, juniors).
- Ensure all Club communications (including online) reflect the Club's values.

12.3 TERMS OF OFFICE

- (1) Subject to this constitution, a committee member holds office from the day the member is elected until immediately before the next annual general meeting.
- (2) A member is eligible, if otherwise qualified, for re-election.
- (3) There is no limit on the number of consecutive terms for which a committee member may hold office.

13.0 VACANCIES IN OFFICE

(1) A casual vacancy in the office of a committee member arises if the member:

- (a) dies, or
- (b) ceases to be a member of the association, or
- (c) resigns from office by written notice given to the secretary, or
- (d) is removed from office by the association under this clause, or
- (e) is absent from 3 consecutive meetings of the committee without the consent of the committee, or
- (f) becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth, or
- (g) is prohibited from being a director of a company under the Corporations Act 2001 of the Commonwealth, Part 2D.6, or
- (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty is imprisonment for at least 3 months, or
- (i) becomes a mentally incapacitated person.

(2) The association in general meeting may, by resolution:

- (a) remove a committee member from office at any time, and
- (b) appoint another member of the association to hold office for the balance of the committee member's term of office.

(3) A committee member to whom a proposed resolution referred to in subclause (2) relates may:

- (a) give a written statement, of a reasonable length, to the president or secretary, and
- (b) request that the committee send a copy of the statement to each member of the association at least 7 days before the general meeting at which the proposed resolution will be considered.

(4) If the committee fails to send a copy of a statement received under subclause (3)(a) to each member in accordance with a request made under subclause (3)(b), the statement must be read aloud by the member presiding at the general meeting at which the proposed resolution will be considered.

(5) The committee may appoint a member of the association to fill a casual vacancy other than a vacancy arising from the removal from office of a committee member.

(6) Subject to this constitution, a member appointed to fill a casual vacancy holds office until the next annual general meeting.

14.0 AUDITOR

An Auditor shall be appointed at the Annual General Meeting to review the Club's financial records annually as required by the Associations Act.

15.0 GENERAL MEETINGS

15.1 Annual General Meeting

- (1) The secretary must give each member notice of a general meeting:
 - (a) if a matter to be determined at the meeting requires a special resolution - at least 21 days before the meeting, or
 - (b) otherwise - at least 14 days before the meeting.
- (2) The Quorum for an annual general meeting shall be 15 members.
- (3) The association must hold subsequent annual general meetings within:
 - (a) 4 months of the last day of the association's financial year, or
- (4) Subject to the Act and subclauses (1) and (2), the annual general meeting is to be held at the place and time determined by the committee.
- (5) The business that may be transacted at an annual general meeting includes the following:
 - (a) confirming the minutes of the previous annual general meeting and any special general meetings held since the previous annual general meeting,
 - (b) receiving reports from the committee on the association's activities during the previous financial year,
 - (c) electing office-bearers and ordinary committee members,
 - (d) receiving and considering financial statements or reports required to be submitted to members of the association under the Act.

15.2 Special General Meetings

- (1) The committee may call a special general meeting whenever the committee thinks fit.
- (2) The secretary must give each member 7 days' notice of any special general meeting.
- (3) The committee must call a special general meeting if the committee receives a request made by at least 15 members.

(3) The request:

- (a) must be in writing, and
- (b) must state the purpose of the meeting, and
- (c) must be signed by the members making the request, and
- (d) may consist of more than 1 document in a similar form signed by 1 or more members, and
- (e) must be lodged with the secretary, and
- (f) may be in electronic form and signed and lodged by electronic means.

(4) If the committee fails to call a special general meeting within 1 month of the request being lodged, 1 or more of the members who made the request may call a special general meeting to be held within 3 months of the date the request was lodged.

(5) A special general meeting held under subclause (4) must be conducted, as far as practicable, in the same way as a general meeting called by the committee.

(6) A quorum for a special meeting shall be 10 members.

16.0 VOTING

(1) Each financial member present has one vote (Refer to Section 6.1 for eligibility).

(2) The Chairperson has a casting vote in the event of a tie.

Voting is to be made in person at meetings only. No proxy votes, postal or telephone ballots will be taken.

17.0 CUSTODY OF RECORDS AND BOOKS

Except as otherwise provided by this constitution, all records, books and other documents relating to the association must be kept in New South Wales:

(a) at the association's main premises, in the custody of either of the following persons, as determined by the committee:

- (i) the public officer,
- (ii) a member of the association, or

(b) if the association has no premises - at the association's official address, in the custody of the public officer.

18.0 INSPECTION OF RECORDS AND BOOKS

(1) The following documents must be available for inspection, free of charge, by members of the association at a reasonable time:

- (a) this constitution,
- (b) minutes of committee meetings and general meetings of the association,
- (c) records, books and other documents relating to the association.

(2) A member may inspect a document referred to in subclause (1):

- (a) in hard copy, or
- (b) in electronic form, if available.

(3) A member may obtain a hard copy of a document referred to in subclause (1) on payment of a fee of not more than \$1, as determined by the committee, for each page copied.

(4) The committee may refuse to allow a member to inspect or obtain a copy of a document under this clause:

- (a) that relates to confidential, personal, commercial, employment or legal matters, or
- (b) if the committee considers it would be prejudicial to the interests of the association for the member to do so.

19.0 FINANCE

(1) Subject to a resolution passed by the association, the association's funds may be derived from the following sources only:

- (a) the entrance fees and annual subscription fees payable by members,
- (b) sponsorship and donations,
- (c) other sources as determined by the committee.

(2) Subject to a resolution passed by the association, the association's funds and assets must be used to pursue the association's objects in the way that the committee determines.

(3) As soon as practicable after receiving money, the association must:

(a) deposit the money, without deduction, to the credit of the association's authorised deposit-taking institution account, and

(b) issue a receipt for the amount of money received to the person from whom the money was received.

(4) Withdrawals from club accounts either online, via cheque or other negotiable instrument must be signed by 2 authorised signatories (Chairperson, Secretary, Treasurer).

(5) The Association Financial year commences **1st October** and closes on the **30th September** the following year.

20.0 LIFE MEMBERSHIP

(1) Nomination Process

Nominations for Life Membership must be submitted in writing to the Secretary, outlining the nominee's service and contributions to the Club.

(2) Decision-Making Authority

(a) The decision to award Life Membership shall be made by the **current Life Members**, with a **minimum of three (3)** Life Members required to participate in the decision.

(b) In the event that **no Life Members are living**, the decision to award Life Membership shall revert to the **current Board**.

(3) Voting Procedure

A nomination for Life Membership shall only be approved upon receiving a **majority vote** from the eligible voting group (Life Members or the Board, as applicable).

(4) Recognition

Life Members shall be recognised at the Annual General Meeting and recorded in the Club's official records.

21.0 ALTERATIONS TO THE CONSTITUTION

(1) Changes to the constitution may only be made by Special Resolution at an AGM or General Meeting.

(2) A 75% majority of those present at the AGM vote is required for a change to be accepted.

(3) The Secretary is to notify the Department of Fair Trading within 28 days of adoption using the appropriate form.

22.0 DISSOLUTION

In the event of winding up, surplus assets shall be distributed to another incorporated sporting body with similar objectives, or to a registered charity.