THE ADELAIDE UNIVERSITY TOUCH CLUB INCORPORATED CONSTITUTION

NAME

1. The name “The Adelaide University Touch Club Incorporated” shall be a not for profit organisation.

INTERPRETATION

2. In this Constitution, and in all rules made hereunder, the following terms shall mean:

(a) “AUSF” - “Adelaide University Sports and Fitness Association Inc”

(b) “University” - “The University of Adelaide”

(c) “Committee” - “The Committee of the Adelaide University Touch Club Inc”

(d) “Club” - “The Adelaide University Touch Club Inc”

(e) “Sports Council” - “The Adelaide University Sports and Fitness Association Inc Council”

(f) “the Act” - “Associations Incorporations Act 1985 (SA)”

(g) “ordinary resolution” - any resolution which is deemed to be resolved in the affirmative if approved by an ordinary majority

(h) “ordinary majority” – more than half of the of the persons present and entitled to vote

(i) “special resolution” – any resolution which is deemed to be resolved in the affirmative if approved by a special majority

(j) “special majority” – more than three quarters of the persons present and entitled to vote

k) “financial year” is 1 July to 30 June

OBJECTS

3. The objects of the Club shall be:

(a) to promote and develop the sport of Touch Football within the University and the State; and

(b) to co-operate with any other organisation or organisations whose objects are similar to those of the Club.

MEMBERSHIP

4. Membership of the Club is limited to members of AUSF.

5. Any person eligible for membership under the terms of AUSF and on paying the annual subscription to the Treasurer of the Club shall thereby become a financial member of the Club.

6. Any member may resign from the Club by giving notice of their resignation in writing to the Secretary.

GENERAL MEETING

7. The Committee shall convene an Annual General Meeting for all financial members once in every calendar year to be held within five (5) months of the conclusion of the previous financial year in accordance with the Act at such time and place as may be determined by the Committee.

8. The Committee may, whenever it deems fit, convene a Special General Meeting.

9. The Committee shall, on receipt of a request in writing stating the objects of the meeting proposed to be called and signed by not less than six members, convene a Special General Meeting within twenty eight (28) days of receipt of such requisition by the Secretary.

10. Notice of the Annual and every Special General Meeting shall be given at least twenty one (21) days before such meeting on all of the Club's current publications and platforms of communications, including its website. The Notice published on the website shall include a statement of the items of business to be brought before such meeting and include the Financial Statements to be presented.

11. The business of an Annual General Meeting shall be to receive and consider the Annual Report of the President, Financial Statements of the Treasurer, to elect office bearers, confirm any minutes of the previous Annual General Meeting, and to transact any other business of which sufficient notice under this Constitution is given.

12. A minimum of fifteen (15) members or ten per cent (10%) of financial members (whichever is greater) attending in person or via electronic or telecommunication means, will constitute a quorum of an General Meeting.

13. The President shall be entitled to take the Chair at all General Meetings of the Club. In their absence or unwillingness to act, the members present shall choose a Chairperson from among their own number.
14. No person shall be competent to vote at any General Meeting unless they are a current financial member of the Club.
15. Every question submitted at an General Meeting, except as provided under section (44), shall be decided by a majority of votes of members present.
16. Each member is entitled to one vote EXCEPT that in the case of an equal number of votes when the Chairperson shall have a casting vote in addition to the vote which they are entitled to as a financial Member.
17. Every resolution passed at any General Meeting shall be binding on all members of the Club.

OFFICE BEARERS AND COMMITTEE MEMBERS

18. The office bearers and committee of the Club shall be elected at the Annual General meeting and shall include:

(a) President;
(b) Vice President;
(c) Treasurer;
(d) Secretary; and
(e) General Committee Members - not more than a total of 12 (including the four office bearers).

19. At least half of the Committee must be students or past students of the University.
20. No office bearer or committee member of the Club shall receive any remuneration for their services as office bearers or committee members.
21. Office bearers and committee members shall hold office until the following elections at which they shall not be disqualified as candidates by reason only of previous office.
22. Any Office Bearer or Committee Member may resign from their position upon providing written notice to the Committee. Upon resignation, all Club property, documents, and logins must be returned to the Club.

ANNUAL GENERAL MEETING – APPOINTMENT OF COMMITTEE

23. At the Annual General Meeting all office and committee positions shall be made open for election and those positions shall be filled in the following manner:

(a) the position of President shall be declared vacant and the Secretary of the club shall call for nominations and seconds for the position of President;

(b) members shall be asked to vote on the position of President;

(c) the candidate who polled the highest number of votes shall be elected President;

(d) once the position of President has been filled, the President shall declare all remaining office positions vacant and the President shall ask for nominations and seconds for each position;

(e) members shall be asked to vote on each position; and

(f) each position shall be filled by the candidate who polled the highest number of votes or where more than one person may be elected to a position, the candidates with the highest number of votes to fill those positions.

CONTROL AND MANAGEMENT

24. The control and management of the Club shall be vested in the Committee of the club elected at the Annual General Meeting.

25. No person shall fill more than one place on the Committee at any one time.

26. A quorum of the Committee shall be five (5). If no quorum be present within fifteen minutes of the notified time of Meeting, such Meeting shall lapse.

27. The President shall be entitled to take the Chair at all meetings of the Committee. In his/her absence or unwillingness to act, the members of the Committee present shall choose a chairperson from among their number, where preference is first given to the Vice President, followed by other office bearers, followed by general committee members.

28. The Secretary shall be the Club's delegate to the Sports Council, but the Club Committee may nominate a deputy to act in the absence of the Secretary. The delegate

shall submit to the Committee at the next meeting, a report of any relevant matters to the Club after each Sports Council meeting has been attended.

29. The Secretary shall ensure a meeting of the Committee is called at least six times per calendar year.

30. Any Committee member has a right to call a committee meeting provided 7 days' notice is given.

31 No person, with the exception of the a nominee of AUSF, who is not a member of the Committee, shall be entitled to be present at a meeting of the committee unless invited to attend by the Chairperson.

32. A Committee Member who is unable to attend a Committee Meeting must provide an apology to a member of the Executive as soon as reasonably practicable.

33. The Committee may declare vacant the seat of any member thereon who has been absent without valid excuse from two consecutive meetings of the Committee.

34. All casual vacancies among office bearers and the Committee of the Club may be filled by the Committee as it deems fit.

35. A 'vote of no confidence' may occur at a Committee meeting, providing a minimum of 7 days' notice has been given that this vote is to occur. A 'vote of no confidence' in a committee member may be called in circumstances of:

(a) non-fulfillment of designated role, and/or

(b) unethical behaviour, and/or

(c) actions which are in contravention to the objects of the Club

A 'vote of no confidence' can only occur if two thirds of the Committee are present, and to be passed the vote must achieve an affirmative vote from at least a two third majority of the members present at the committee meeting. The committee member in question cannot take part in the vote and is required leave the room during the vote. The passing of a vote of no confidence will result in the removal of the committee member from the Committee. AUSF must be notified of any vote of no confidence which has been passed in the affirmative.

36. Every question submitted to the Committee shall be decided by a majority of the votes of the members present. Every member of the Committee shall be entitled to one vote except that in the case of an unequal number of votes, when the Chairperson shall have

a casting vote in addition to the vote to which they are entitled as a member of the Committee.

37. Minutes of every meeting of the Committee shall be kept up by the Secretary and shall be approved by the Committee at the succeeding meeting and be then, subject to their adoption at the meeting as a true record of the proceedings of the previous meeting.

38. Every resolution of the Committee shall be binding upon all members of the Club.

EXECUTIVE

39. Any three of the office bearers shall constitute an executive of the Club and may act in any way deemed beneficial to the Club when immediate action is required and it is not practicable to call a meeting of the Committee. Any decisions taken by the executive are to be reported at the next Committee meeting.

POWERS

40. The Committee shall have the power only to carry out the objects of this Constitution in such a way as provided by this Constitution and the Act and subject to the Constitution and rules of AUSF.

41. Having considered the best interests of the club, the Committee may, by special resolution at a meeting of the Committee, resolve to:

(a) acquire, hold, deal with, and dispose of, any real or personal property;

(b) administer any property on trust;

(c) open and operate bank accounts;

(d) invest its moneys in any security in which trust moneys may, by Act of Parliament, be invested or in any other manner authorised by the rules of the club;

(e) borrow money upon such terms and conditions as the club thinks fit;

(f) give such security for the discharge of liabilities incurred by the club as the club thinks fit;

(g) appoint agents to transact any business of the club on its behalf; and

(h) enter into any other contract it considers necessary or desirable.

42. Having considered the best interest of the Club, the Committee may, by ordinary resolution at a meeting of the Committee, resolve to:

(a) create, alter, or enforce any policy;

(b) create a sub-committee;

(c) make decisions regarding disbursement of Club monies; and

(d) pay all charges and expenses properly incurred by the Club.

FINANCE

43. The Club's financial year shall be from 1 July to June 30.

44. Subject to the provisions of AUSF, the Committee shall have power to control the finances of the Club, to collect annual subscription, to collect playing fees, and to collect any levies which may be necessary to facilitate the operations of the Club.

45. All monies shall be paid into a bank account opened in the name of the Club and operated by any two of the President, Vice President, Secretary, and Treasurer as joint signatories.

46. The Treasurer shall keep such accounts, and submit such financial statements as the Committee or AUSF may require. They shall present an audited statement of receipts and expenditure to the Annual General Meeting and shall deliver to the Secretary, when required, a statement of the Club's finances.

GENERAL PROVISIONS

47. Every member of the Club shall be entitled to obtain a copy of the Constitution and all rules created thereunder by request to the Secretary.

48. The Constitution of the Club shall not be amended unless:

(a) notice of intention to move the amendment shall have been received by the Secretary at least twenty one (21) days prior to the date of a General Meeting and such notice shall have been given in the notice convening the meeting, and

(b) the amendment shall be passed at a General Meeting by at least two thirds of the members of the Club present and qualified to vote, and

(c) the amendment shall be subsequently inoperative until approved by AUSF.

49. The income of the Club, howsoever derived, shall be applied solely towards the promotion of the objects of the Club as set out in this Constitution, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend bonus or otherwise howsoever by way of profit to the persons who at any time are or have been members of the Club or to any of them or to any person claiming through them.

50. The Club shall be wound up after:

(a) notice of intention to wind up has been given at least twenty one (21) days prior to the date of the Special Meeting and such notice shall have been given in the notice convening the meeting.

(b) The Special Resolution to wind the Club up has been passed at the Special Meeting by at least three quarters of all current members of the Club qualified to vote.

51. If on winding up or dissolution of the Club there remain after the satisfaction of all its debts and liabilities any monies or properties whatsoever the same shall be paid to or transferred to AUSF to be used within the University as deemed fit by AUSF.

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