



**Constitution
of
Drury United Football Club Incorporated**

Revised 58th February 20235

Ratified: ~~58~~⁵⁹th February 202~~35~~

President: David Pivott

Secretary: Angela Yuksel

Club Captain: Phil Govorko

The Rules of Drury United Football Club Incorporated

1. NAME

The name of the Club is Drury United Football Club Incorporated, hereinafter known as 'the Club'.

2. INTERPRETATION

In these Rules

- a) Unless repugnant to the context, the singular shall import the plural and the plural shall import the singular.
- b) 'Committee' shall mean the committee set up under Rule 8 thereof.
- c) 'Majority vote' means a vote made by more than half of the Members who are present at a meeting and who are entitled to vote as fully paid financial members and voting at that meeting upon a resolution put to that meeting.
- d) 'Money or Other Assets' means any real or personal property or any interest therein, owned or controlled to any extent by the Club.
- e) 'Club Meeting' means any Annual General Meeting or Special General Meeting, but not a Committee Meeting.
- f) 'Use Money or Other Assets' means to use, handle, invest, transfer, give, apply, expend, dispose of, or in any other way deal with, Money or Other Assets.
- g) 'Written Notice' means communication by post or electronic means (including email, website posting, multimedia postings), or advertisement in periodicals, or a combination of these methods.
- h) Headings are a matter of reference and not a part of the Rule.
- i) Matters not covered in these Rules shall be decided upon by the Committee.
- j) 'Financial Members' means a member who has paid their membership in full.

3. REGISTERED OFFICE

The registered office of the Club shall be at the Drury Sports Complex, Victoria Rd, Drury, or at such other place as the committee shall from time to time determine.

Due notice of any change in place of the registered office shall be given to the Registrar of Incorporated Societies and to all members of the club.

4. AFFILIATIONS

The Club will be affiliated to Northern Region Football and New Zealand Football and comply with any conditions of those affiliations and, subject to any such conditions, may have an affiliation or other form of relationship with any other organisation as the Committee may determine from time to time. Any affiliation shall not limit or impede the primary purpose of the Club and its members.

5. CLUB COLOURS

5.1 Club Colours - The colours of the Club shall be Green, Gold and Black.

5.2 Alternative Colours – The alternate strip colours shall be Red and White.

5.3 Altering the Club colours - The club colours can be altered in accordance with Rule 25.

6. PURPOSE OF THE CLUB

6.1 Primary Objectives

The primary objectives of the Club shall be:

- a) To promote, ~~and facilitate develop, foster and administer participation in the sport of association football~~ activities, mainly as an amateur sport for the wellbeing, benefit and recreation of the ~~community general public in New Zealand/Aotearoa~~.
- b) To purchase, lease or otherwise acquire any premises, property, buildings or equipment which may be required for the purpose of meeting the purposes of the Club, and to sell, lease, mortgage or otherwise dispose of the same by resolution of a majority vote of the Committee.
- c) To provide suitable playing facilities and maintain the same for its members in conjunction with the local and regional Councils.
- d) To establish and maintain a code of conduct for all members of the Club.
- e) To represent and promote the interests of the Club and its members.
- f) To do all such other lawful things that are conducive or incidental to the attainment of the Club's purpose.

6.2 Franklin United Football Club

Without in any way limiting the primary objectives, the secondary objective of the Club for as long as it is a Franklin United FC member club is:

- a) To support and promote the playing of football in conjunction with Franklin United FC.
- b) To support Franklin United FC financially as deemed necessary by the Committee and as determined by resolution of a majority vote of the Committee.
- c) To provide facilities including, but not limited to, playing and training areas, changing rooms, storage areas and the use of the clubrooms) as determined by mutual agreement.
- d) To ensure members of Drury United Football Club maintain the same or better, and are not unduly adversely affected in the support of Franklin United FC by the above noted objects.

6.2.1 Termination of Franklin United FC Membership

A Committee meeting shall be called to discuss any proposal for the Club to terminate membership with Franklin United FC.

Any such proposal shall be put to a vote of the Committee and carried with a 50% majority.

In the event that the Committee determines to cancel its membership, Franklin United FC shall be asked to pay any outstanding monies owed and shall remove all Franklin United FC equipment and signage from the Club's facilities.

7. MEMBERSHIP

7.1 Membership shall be open to any person who wishes to further the interests of the Club.

7.2 Each person admitted to membership shall:

- a) Be bound by the Constitution, by-laws and Code of Conduct of the Club
- b) Be liable for such fees and subscriptions as may be fixed by the Club
- c) Be entitled to all advantages and privileges of membership
- d) Be obliged to promote the purposes of the Club
- e) Do nothing to bring the Club into disrepute

7.3 To become a member, a person must complete either

- a) the Club's online registration digital membership form or
- b) a written membership application form for the Club

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7.3.1 A person consents to becoming a member by submitting a membership application form to the Club, unless otherwise specified in this Constitution.

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7.3.2 If a member's contact details change, it is the member's responsibility to inform the Club of the changes.

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7.4 The Membership year shall extend from the 1st of January to the 31st of December.

An individual's membership shall be valid within this period from the time their registration is confirmed by the Club until either the Club or the Member terminates the membership in accordance with Rule 7.9 of these rules, or the Club's affiliated Federation or NZ Football terminates the member's registration.

7.5 All members upon application must pay the fee of their determined membership subscription, which will be set in accordance with Rule 12 of these rules.

7.6 The Committee shall have complete discretion on the approval of any membership application, and shall advise the Applicant of its decision, and that decision shall be final.

7.7 Honorary membership may be bestowed at the discretion on the Committee. Honorary members shall not have a vote in the administration of the Club nor take part in any competition under the rules of Northern Region Football and New Zealand Football.

7.8 Life Membership can only be bestowed at an AGM. The nomination must be presented to the Secretary in writing by two or more members and sanctioned by the Committee prior to the AGM.

7.9 Termination of Membership

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7.9.1 Resignation: Any member may resign by giving written notice to the Secretary. The member is liable to pay any subscriptions for the full year of registration and any arrears.

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7.9.2 The Committee 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; and/or
- b) Brought the Club into disrepute by way of misbehaviour or misconduct in contradiction to Club expectations, the Club Code of Conduct or the purpose of the Club.

- **7.9.3 Appeals:** any member who has their membership suspended or terminated shall have the right to appeal against their suspension or expulsion by presenting their case at a Committee Meeting and decision of the Committee shall be final.

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7.10 A minimum of two (2) financial members is required to form a committee and generally conduct the affairs of the Club in a proper manner.

7.11 The Club will keep an up-to-date member register, which includes each member's name, contact details and the date they became a member. Change to Register details will be updated as soon as practicable after the Club becomes aware of them. The Club will keep a record of those who have ceased to be a Club member within the previous 5 years and the date on which they ceased to be a member. The Register of members shall be kept and updated by the Secretary.

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8. THE COMMITTEE

8.1 The Club shall have an Executive Committee comprising of the following Officerspersons, who shall also be ex officio members of the Committee:

- a) President
- b) Secretary
- c) Treasurer
- d) Club Captain

⇒ **8.1.1** All officers must not be disqualified from being an Officer

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8.2 Only Members of the club may be Committee members

8.3 No person shall be elected as President or Secretary unless they have served on the Committee for a minimum of 2 years.

8.4 No person shall hold more than one position on the Executive Committee at any one time.

8.5 In addition the Annual Meeting or Special General Meeting may appoint such other officers as they shall determine; and shall prescribe the duties of such officers.

8.6 Management

The management of the affairs of the Club shall be vested in the Committee. These, together with the officers, shall be elected at the AGM.

8.7 Chairperson

The Chairperson of this committee will be chosen by rotation or as agreed by the attending Committee.

8.8 President

The membership may elect a President only at an AGM or Special General Meeting of the Club. The President will act as a figurehead for the Club and officiate at any ceremonies including the prizegiving. The President chairs the AGM of the Club and can attend any meeting of the Club in an ex officio capacity.

8.9 Removal of Officers

Any member of any committee who shall fail to attend three (3) consecutive meetings of

their committee without cause to the satisfaction of the Committee having been shown shall cease to be a member of that committee.

8.10 All Committee members are mandated to act in good faith and in the best interests of the society, complying with the Incorporated Societies Act 2022 and the Constitution, and exercising the care and diligence that a reasonable person would exercise in the circumstances.

8.10.1 Committee members have a duty to disclose any known or potential conflict of interest of the Club. A conflict of interest may arise when a person:

- a) may obtain a financial benefit from the matter; or
- b) is the spouse, civil union partner, de facto partner, child, parent, grandparent, grandchild, sibling, nephew, niece, uncle, aunt, or first cousin of a person who may obtain a financial benefit from the matter; or
- c) may have a financial interest in a person to whom the matter relates; or
- d) is a partner, director, officer, board member, or trustee of a person who may have a financial interest in a person to whom the matter relates; or
- e) is interested in the matter because the society's constitution so provides.

8.10.2 Should 50% or more of Committee members be prevented from voting on matter in which they are interested in (ie. have a known or possible conflict of interest), a Special General Meeting must be called to consider and determine the matter.

9. SUB-COMMITTEES

- 9.1 The committee shall, when necessary, appoint such sub-committees and shall prescribe the duties of such sub-committees and may from time to time dissolve such sub-committees and appoint others in their stead or alter the personnel of such sub-committees as the Club Committee may determine.
- 9.2 In the appointment of any sub-committees, the Committees shall not be restricted to choosing from their own members.
- 9.3 The committees may delegate any or all of their powers to a sub-committee.
- 9.4 Sub-committees may be appointed by a general meeting of members in the same manner as provided for the appointment of sub-committees by the Club Committee.
- 9.5 A sub-committee shall carry out the duties assigned to it by its order of reference and shall on the date mentioned, in such order, or in the absence of any date, then as expeditiously as circumstances will permit, present its findings and recommendations to the Committee. Should the sub-committee fail to present its report on due date, it may apply for further time, and the Committee may grant such further time or dissolve the sub-committee as the Committee shall determine.
- 9.6 No decision of a sub-committee shall be binding until it has been ratified by the Committee, nor shall any sub-committee, unless its order of reference specifically authorises it in that behalf, have the right to transact any business in the name of the Club.

10. ELECTION OF OFFICERS

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- 10.1** No member whose subscription is in arrears may be elected to any office in the Club.
- 10.2** A candidate for office in the Club must be proposed by one Club member and seconded by another. If the candidate be not present at the meeting, then the person proposing him must produce evidence satisfactory to the Chairperson that such candidate is willing to accept office.
- 10.3** Where the number of candidates is greater than the number of offices to be filled, a ballot shall be held. Scrutineers for the conduct of the ballot shall be appointed.
- 10.4** The Committee may appoint any financial member to fill any vacancy among its members or to fill any office of the Club that may become vacant, and such appointment shall hold good until the next AGM of the members.

11. DUTIES OF OFFICERS

11.1 President / Chairperson

The President is responsible for:

- a) Ensuring that the Rules are followed.
- b) Presiding as Chairperson at all general meetings of Members of the Club and Committee. At their discretion, they may appoint another as the Chairperson of that meeting. In their absence, the meeting shall elect a Chairperson.
- c) Convening the meeting and establish whether a quorum is met.
- d) At all general meetings of members and at all meetings of the Committee, having a deliberate vote and, in the event of equality of voting, a casting vote in addition.
- e) The final ruling on any point of order.
- f) Liaising with the Secretary in setting meeting dates and ensuring their smooth running by maintaining good order during them.
- g) Acting as a spokesperson for the Club and oversees the operation of the Club.
- h) Holding an executive position and may be a counter-signatory on accounts.
- i) Providing a report on the operations of the club at each general meeting.

11.2 The Secretary

The Secretary is responsible for:

- a) Calling and attending all general and committee meetings, taking and keeping meeting minutes and submitting correspondence
- b) Keeping a register of the members of the Club and contact information of the same.
- c) Keeping all records and generally performing all the clerical work of the Club.
- d) Liaising with the Treasurer regarding the payment of outgoings.
- e) Arranging ballots and may act as returning officer.
- f) Receiving and replying to correspondence as required by the Committee.
- g) Holding an ex officio executive position and may be a counter-signatory on accounts.
- h) Advising the Registrar of Incorporated Societies of any rule changes or changes to the contact person or their contact details.

11.3 The Treasurer

The Treasurer is responsible for

- a) Attending all general and committee meetings of the Club and provide financial information to the Committee as the Committee determines.
- b) Receiving all monies due to the Club and to place the same to the credit of the Club's banking account(s).
- c) Actioning all disbursements in conjunction with the other club members appointed for that purpose.
- d) Keeping proper accounting record of the Clubs financial status to allow the Club's financial position to be readily ascertained
- e) Preparing and submitting to members of the Club at the AGM a duly audited statement of the financial affairs of the Club.
- f) Holding an ex officio executive position and is first signatory on accounts.

11.4 Club Captain.

The Club Captain is responsible for:

- a) Acting as a responsible role model for players.
- b) Morale throughout the Club.
- c) Sitting on the disciplinary committee.
- d) Holding an ex officio executive position.

12. SUBSCRIPTIONS

- 12.1** The annual subscription shall be as determined from time to time by the Committee .
- 12.2** The subscription shall become due and payable on 1st April in each financial year.
- 12.3** No member whose subscription is in arrears for 1 month shall be entitled to take part in the activities of the Club at the discretion of the Committee and may incur a penalty for late payment as determined by the Committee.
- 12.4** Any member of the Club whose subscription is in arrears for 6 months shall there upon cease to be a member of the Club but shall still be liable for the subscription. The name of such member shall be notified to Northern Region Football.
- 12.5** Notwithstanding the preceding provisions hereof, the Committee shall have the right to remit the subscription or other dues owing by any member for any reason it may think fit.

13. FINANCES

- 13.1** The financial year of the Club shall conclude on the last day of September and commence on the first day of October of each year.

- 13.2 At all times there will be two (2) signatories to the Club bank accounts. These will include the Treasurer and one of two other people elected at the Annual General Meeting
- 13.3 The Committee will appoint a person with the ability to audit the Club accounts each year in preparation for the Annual General Meeting.
- 13.4 Any Club member may apply to the Committee for funds to attend clinics, courses and meetings which are ultimately in the Club's interests. Any application must be approved prior to attendance.
- 13.5 In all cases of Club funds being used, receipts for expenditure must be provided before reimbursement will apply.

14. DISCIPLINARY MATTERS

- 14.1 Where breaches of Club rules or behavior likely to bring the Club into disrepute is apparent, the Club committee will call a meeting to form a Judicial Committee.
- 14.2 The Judicial Committee will consist of three (3) people who are not related to any member involved in disciplinary action and will administer Club rules and standards of behavior at any such hearing.
- 14.3 Where a member is requested to attend a Judicial hearing, they will do so at the time and date requested, provided that the member is given four (4) days written notice of such hearing being held. The member can ask for re-allocation of date or time, provided they give at least 24 hour's notice of such an alteration to the Secretary.
- 14.4 In the members absence, a ruling will be reached with the evidence at hand and the member will be duly informed of the Committee's decision.
- 14.5 The member requested to attend the Judicial hearing may nominate any person to represent them.
- 14.6 Sanctions up to and including suspension for not more than one (1) month's duration may be imposed by the Judicial Committee. Sanctions determined by games suspension for a longer period must be ratified by the Executive Committee.
- 14.7 Notice of any suspension imposed shall be applied by the Secretary to Northern Region Football and its associated online tool "Comet" or where necessary
- 14.8 A copy of the written notice shall be given to the member either in person or via email.
- 14.9 All persons have the right of appeal to the Executive Committee and to Northern Region Football. Written notice must be given within 24 hours from the date of 'Notice to suspend membership'.

15. EXPULSION

- 15.1 Any member of the Club who is guilty of flagrant breaches of the rules of the Club, of habitual insubordination or unsafe practices, or of conduct prejudicial to good order, decency and discipline, whether within the Club precincts or elsewhere, may be called upon to show cause

why they should not be expelled from the Club.

15.2 In the event of the member failing to show such cause, the member may be expelled.

15.3 Pending the hearing and determining of the charges they may be summarily suspended by the Committee.

15.4 At the discretion of the club a refund of subscription may apply.

16. DISPUTES

Any dispute that a Member may have with New Zealand Football, Northern Region Football Federation, the Club, Committee, Officers or another Member concerning the Laws of the Game or these Rules shall be dealt with pursuant to the rules of the Federation.

Procedures for resolving disputes must be consistent with natural justice.

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176. APPEALS

176.1 Any member of the Club may appeal to the Committee against any decision of any officer or subcommittee of the Club.

176.2 Such appeal must be made within fourteen (14) days and shall be in writing addressed to the Secretary of the Club and shall set forth specifically the decision appealed against and the grounds of such appeal.

176.3 The Secretary shall arrange for the hearing and determination of the appeal by the Committee at the earliest convenient date.

176.4 Both the appellant and the official or officials appealed against shall have the right to appear before the Committee prior to the determination of the appeal. There shall be no appeal on a question of fact.

187. ANNUAL GENERAL MEETING

187.1 The Annual General Meeting of members of the Club shall be held within four months of the end of the Club's financial year.

187.2 Fourteen (14) day's notice of the meeting shall be given by the Secretary.

187.3 The notice must be advertised by email to each member of the Club and by the Club Facebook page.

187.4 The business of the Annual General Meeting shall be:

- a) To receive the Annual Report and Financial Statement
- b) To elect Officers
- c) To consider motions of which notice has been given
- d) To transact general business
- ~~d)e)~~ To give notice of disclosures of any conflicts of interest made by Committee Members.

187.5 The order in which the business is transacted shall be determined by the Chairperson

198. SPECIAL GENERAL MEETING

198.1 A Special General Meeting of members may be called at any time by the Committee or by requisition signed by not less than 15% of the Club's financial members.

198.2 The requisition shall be addressed to the Secretary and shall set out specifically the business for which the Special General Meeting is required.

198.3 Upon receipt of such requisition the Secretary shall forthwith take the necessary steps to convene the meeting.

198.4 The notice to members of the Special General Meeting shall be the same as that prescribed for the Annual General Meeting.

198.5 At a Special General Meeting, only the business set out in the notice convening the meeting shall be considered however the meeting may, by unanimous vote, permit the consideration of additional business.

2019. MEETING OF COMMITTEE

2019.1 Meetings of the Committee may be called by the Secretary at any time or on such dates as the Committee shall determine and minutes of these meetings shall be taken and kept by the Secretary.

2019.2 At all meetings of the Committee the order of business shall be:

- a) Opening of meeting
- b) Apologies of absence
- c) Confirmation of minutes from the previous meeting
- d) Business arising out of the minutes
- e) Correspondence
- f) Accounts for payment and a financial report
- g) Reports of sub-committees and delegates
- h) General business
- i) Confirmation of the next meeting

219. QUORUM

- 219.1** At all General meetings of members of the Club, the quorum shall be a minimum of 15 financial members entitled to attend such meetings.
- 219.2** If the quorum is not reached within 30 minutes of the appointed start time, the meeting shall adjourn for one week or to a date and time determined by those present.
- 219.3** Notice of the new date and time shall be given by the Secretary in the manner prescribed for notice of a General meeting.
- 219.4** If at the resumed meeting there is still no quorum present, then those present shall constitute a quorum and shall be entitled to transact the business of the meeting.
- 219.5** In the case of a Special General Meeting called by requisition of members, if there is no quorum present, the Chairperson shall have discretion to adjourn the meeting in the manner prescribed in section 21.2 hereof, or to declare such meeting lapsed.
- 219.6** At all meetings of any committee a quorum shall be 50% of those entitled to vote.

224. VOTING

- 224.1** To be eligible to vote a member must be a fully paid financial member.
- 224.2** At all meetings of the Committee and at all General meetings of members, voting shall be on voices.
- 224.3** Where a vote is challenged, a show of hands shall be taken.
- 224.4** In all contested offices at the AGM the voting shall be by secret ballot.
- 224.5** A parent or guardian is entitled to make one (1) vote at General meetings in lieu of junior members who are financial Members.
- 224.6** Each Financial member is entitled to one (1) vote
- 22.7** Voting by proxy, postal votes or electronic means (ie. Texts, emails, messaging apps) is not permitted. Voting by members attending meetings virtually (ie. via video link) is permitted, should video links be in use as determined by the Committee.

232. PECUNIARY GAIN

No member of the Club shall derive any pecuniary gain (except as a salaried officer or by way of honorarium for services rendered voted by a General meeting of members), from any property or operation of the Club.

243. WINDING UP

In the event of the dissolution of the Club or the Club through any other cause ceasing to exist, the funds of property thereof after the discharge of all liabilities shall be distributed:

- a) To another Incorporated Club having objects similar to those of the Club OR
- b) For charitable purposes as defined under the Charities Act 2005)

Which Incorporated Club or purposes shall be determined by a resolution of the members at a Member Meeting.

In no event shall the surplus assets of the Club be divided among the members thereof, nor shall the members of the Club have any beneficial interest therein.

254. COMMON SEAL

The Club shall have a Common Seal (a rubber stamp on which is engraved the Club's name) which is to be retained in the custody of the Secretary.

Every document to which the seal is affixed shall be signed by the Secretary and one (1) other member of the Executive Committee. The Common Seal may be affixed by express resolution of the Annual General Meeting or the Executive Committee.

265. ALTERATION OF RULES

265.1 The Rules shall not be altered or repealed, nor any new rule introduced except at the Annual General Meeting or at a Special General Meeting called for that purpose.

265.2 Notice of any proposed alteration, repeal or introduction of a new rule shall be given to each member at least 14 days prior to an Annual General Meeting or 7 days prior to a Special General Meeting called for such purpose.

265.3 Such motions to change shall be of no effect unless passed by a 75% majority of those present who are entitled to vote at Annual or Special General Meetings.

265.4 A copy of the amended rules must be forwarded to Northern Region Football and be lodged with the Registrar of Incorporated Societies forthwith.

265.5 No addition or alteration of the pecuniary gain clause or the winding-up clause shall be approved without the approval of the Inland Revenue Department.