

ADELAIDE HILLS JUNIOR SOCCER ASSOCIATION
INCORPORATED

CONSTITUTION

February 1990

1. TITLE

The name of the Body is “**Adelaide Hills Junior Soccer Association Inc.**” – hereinafter referred to as “**the Association**”.

2. INTERPRETATION

In these Rules, unless the contrary intention appears –

1. “**Adelaide Hills Zone**” means the zone determined by the South Australian Junior Soccer Council;
2. “**Affiliated Club**” means a club in the Adelaide Hills Zone that has registered with the Association in accordance with these Rules;
3. “**A.H.J.S.A.**” means the Association;
4. “**Annual General Meeting**” means the meeting called pursuant to Rule 9.

5. **“Council of Clubs”** means the affiliated club meeting as a body to transact such business or matters as may be required by these Rules, the By-Laws, or the Executive Committee of the Association;
6. **“District Junior Soccer Club”** has the same meaning as an affiliated club;
7. **“Executive Committee”** means the Executive Committee appointed in accordance with these Rules, and includes any member filling a vacancy on the Committee who has been appointed in accordance with these Rules;
8. **“General Member”** means a member of the Association accepted in accordance with the procedures in Rule 8(4);
9. **“Life Member”** means a member of the Association accepted in accordance with the procedures in Rule 8(3);
10. **“Meeting”** means any meeting of the Association;
11. **“Member”** includes Ordinary Members, General Members and Life Members;
12. **“Officer”** means a member of the Executive Committee;
13. **“Ordinary Member”** means a member of the Association accepted as eligible in accordance with the criteria in Rule 8(2);
14. **“Senior Club”** means a soccer club affiliated directly with the South Australian Soccer Federation or the South Australian Amateur league;

15. “**South Australian Junior Soccer Council**” means the governing body for S.A. Junior soccer.

When the context so requires, the singular shall include the plural and vice versa and the masculine gender shall include the feminine.

3. OBJECTS

The objects of the Association shall be:

- (a) To promote, develop and govern Junior Soccer in the Adelaide Hills zone of Adelaide as a District Association affiliated to the South Australian Junior Soccer Council (hereinafter referred to as “The S.A.J.S.C.”) together with any other organization to which the S.A.J.S.C. may be affiliated;
- (b) To provide facilities to play soccer for all junior, junior colts and school children, in the Adelaide Hills zone of Adelaide.
- (c) To adopt the laws of the game of soccer as set down by the International Football Association.

4. POWERS

The powers of the Association are:

- 1) To affiliate with, Co-operate with, work in conjunction with, assist, support and delegate powers of the Association to District Junior Soccer Clubs;
- 2) To represent all affiliated clubs in the Adelaide Hills zone in all dealings with the **S.A.J.S.C.** and to abide by the Rules and Regulations as set down from time to time by that body;
- 3) To subscribe to, become a member of and Co-operate with any other association, club or organization, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, association or organization which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association;

- 4) In furtherance of the objects of the association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association.
- 5) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association: provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts. Any property acquired shall be used primarily for the benefit of junior, junior colts and school age soccer players. The Executive Committee may fix a nominal fee for the use of such facilities. Whenever any property is not required for use by the Association or this Committees, the Association may allow other interested parties or organizations to use it, gratuitously or for payment;
- 6) To arrange, organize, control or delegate permission to others to arrange, organize or control soccer games, competitions, social events, dances, concerts, film shows and other functions and events;
- 7) To establish, maintain, control and administer funds for the benefit of junior, junior colt and school age soccer players in the Adelaide Hills zone;
- 8) To delegate authority to affiliated clubs to establish, maintain, control and administer funds for the benefit of junior, junior colt and school age soccer players, controlled and administered by the respective affiliated clubs;
- 9) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- 10) To appoint, employ, remove or suspend any managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association;

- 11) To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects;
- 12) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interest, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- 13) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;
- 14) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
- 15) In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
- 16) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay-off any such securities;
- 17) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of lading and other negotiable or transferable instruments;
- 18) In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and right of the Association;

- 19) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others;
- 20) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the provision in Rule 15.
- 21) To sell or otherwise dispose of, with or without consideration therefore, any rights, concessions or other property which, in the opinion of the Association, is no longer required;
- 22) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise;
- 23) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;
- 24) In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having object altogether or in part similar to those of the Association, and which, shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of Rule 15.
- 25) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- 26) In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- 27) To make donations for patriotic, charitable or community purposes;
- 28) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association and, in particular, to have all such

powers as may be available to the Association under the Associations Incorporation Act 1985, as amended from time to time.

5. HEADQUARTERS

The headquarters of the Association shall be located in a central position, in the Adelaide Hills zone, to be determined by the Executive Committee.

6. REGISTER OF AFFILIATED CLUBS

- 1) The general Secretary will maintain a separate register in which will be entered such details as may be determined by the Executive Committee of each of the affiliated clubs of the Association.
- 2) Any body, whether corporate or unincorporated in the Adelaide Hills zone, that has as its primary object the advancement of junior soccer, may apply for registration with the Association.
- 3) Notwithstanding any other provisions in these Rules, the decision of the Executive Committee regarding the right to registration under this Rule will be final and conclusive.

7. OBLIGATIONS OF MEMBERSHIP

Each and every affiliated club shall acknowledge the rules and by-laws of the Association and, where these may be deemed to conflict with any rules and by-laws of the affiliated club, the Association rules and by-laws shall take precedence.

8. MEMBERSHIP

1) Classes of Members

The membership of the Association shall consist of the following classes of members:

- (a) Ordinary Members;
- (b) Life Members; and

- (c) Any person accepted by the Executive Committee as a member who shall for the purpose of these Rules be known as a “**general member**”.

2) Ordinary Members

Persons eligible for acceptance as an ordinary member of the Association shall be:

- A. (i) the official managers and coaches of teams of affiliated clubs and Hills Association squads; and
- (ii) Members of the Committee of Management of affiliated clubs, during the period that such persons hold such positions within an affiliated club and
- B. Persons elected to the Executive Committee.

3) Life Members

On the recommendation of the Executive Committee, the ordinary members and general members may elect as a Life Member any person who has rendered outstanding service to the Association over a period of not less than five (5) years. A two-thirds majority of those present and voting shall be necessary for the election of a Life Member. A Life Member shall be entitled to vote at a meeting of the Association and shall be qualified to be a member of the Executive Committee and in all other respects, shall be entitled to all the benefits and privileges of membership and, in particular, will not be liable for any fees and/or subscriptions.

4) General Members

The Executive Committee may, on the nomination of an ordinary member, accept any person as a general member of the Association. A person who is accepted by the Executive Committee, pursuant to this sub-rule, shall be entitled to all the benefits and privileges of membership and, without limiting the generality thereof, the right to be elected as a member of the Executive Committee and to exercise the full rights and powers of a member of that Committee.

5) Application for Membership

Any person desiring to become a member of the Association shall sign an application in the form or to the effect following:

"To the General Secretary of the **A.H.J.S.A. Inc.**

I desire to become a general/ordinary member of the Association.

I agree to be bound by the rules and by-laws of the Association.

i) *I am eligible to be an Ordinary Member in that I am a manager/coach/member of the Association.

ii) *An ordinary member is nominating me for membership.

*(Delete sentence that is not applicable).

Date:

Name in Full:

Address:

Signature:

I hereby nominate the abovenamed for membership of the Association.

Proposer:

Every application for membership of the Association shall be signed by the applicant and by an ordinary member as proposer.

6) Acceptance of Members

After receipt of an application for membership, the General Secretary will place the matter before the next scheduled Executive Committee meeting. The Executive Committee that the applicant be accepted for membership.

7) Membership Register

The General Secretary shall maintain a Register of Members indicating the name and address of each member, the class of membership of each member and such other particulars as the Executive Committee may determine from time to time.

8) Cessation of Membership

- (a) Any member may resign from the Association by notice in writing forwarded to the General Secretary.
- (b) The Executive Committee any, at such times as it thinks fit, request the General Secretary to review the Membership Register and advise the Executive Committee.
 - I. Of the names of those members who have not attended a meeting of the Association in the immediately preceding three (3) years; and
 - II. Of the names of those ordinary members who no longer hold a position of coach, manager or committee member of an affiliated club.
- (c) The Executive Committee may direct the General Secretary to communicate in writing with those persons referred to in paragraph (b) of Rule 8 and advise that, should advice not be received from them within one month of the date of the General Secretary's communication that they wish to continue in membership, their names will be removed from the Membership Register.
- (d) Where an ordinary member wishes to continue in membership, he will be entitled to be entered in the Register of Members as a general member.

9) Expulsion and Suspension of Members

- (a) The Executive Committee may expel or suspend from the Association any member whose conduct, in the opinion of the Executive Committee, is discreditable or injurious to the character or interests of the Association.
- (b) Before any member is expelled or suspended, his conduct shall be enquired into by the Executive Committee and the member shall be given particulars of the charge in writing and the opportunity to defend himself and to justify or explain his conduct. Provided that a quorum is established and the majority of the Executive Committee present when the matter is enquired into is of the opinion that the member has been guilty of such conduct

or action as aforesaid, then the Committee may expel or suspend him from membership or otherwise admonish him.

- (c) Should any member fail to appear at any inquiry conducted under sub-clause 9(b) hereof, or any adjournment thereof, the Committee may proceed in that member's absence to conduct the said inquiry and to make its findings as hereinbefore empowered.

9. PROCEEDINGS OF THE ASSOCIATION

Annual General Meeting

- 1) The Association shall hold, no later than 31 October in each calendar year, on a date determined by the Executive Committee, a meeting herein referred to as the "**Annual General Meeting**".
- 2) The Annual General Meeting shall be in addition to any other meetings of the Association that may be held in the same year.
- 3) Notice in accordance with Rule 17 of the date of the Annual General Meeting shall be given to all affiliated clubs and to all other members who, at the time of calling the Annual General Meeting, are not ordinary members.

Business of Annual General Meeting

- 4) The business to be conducted at the Annual General Meeting shall be:
 - (a) To deal with the Minutes of the previous Annual General Meeting;
 - (b) To receive the Annual Reports of the Association;
 - (c) To receive the Treasurer's Statement of Accounts for the past year and Balance Sheet as at 30 September;
 - (d) To elect officers as provided for in Rule 12 (3)
 - (e) To appoint an Auditor for the ensuing year;
 - (f) To deal with any Notice of Motion introduced by a member of which notice has been given in accordance with sub-rule (5) of this Rule:

(g) To deal with any general business.

5) All notices of motion to be dealt with at an Annual General Meeting shall be submitted in writing to the General Secretary at least twenty-eight (28) days prior to the date of the meeting. The General Secretary shall give notice of the motion in accordance with Rule 17(1) so as to be received no later than twenty-one (21) days prior to the date of the Annual General Meeting.

General Meeting

6) The Executive Committee may convene a general meeting of the Association at any time. The General Secretary shall give Notice in accordance with these Rules of all such general meetings.

Special General Meeting

7) A special general meeting shall be convened by the Executive committee at the request of the representatives of not less than four (4)-affiliated clubs. The persons requesting a special general meeting shall state the purpose for which the meeting is required and no other matter of business shall be transacted at that meeting.

Minutes of Meetings

8) The Association shall cause proper minutes of all business and resolutions transacted at all meetings of the Association to be maintained and to be recorded in a book provided for that purpose. Minutes of meetings, other than the Annual General Meeting, shall be sent to all affiliated clubs and other interested persons upon request and shall be confirmed at the succeeding meeting. The Minutes of the Annual General Meeting shall be sent to all affiliated clubs, life members and general members and shall be confirmed at the succeeding Annual General Meeting in accordance with sub-rule 9(4).

10. VOTING AT ASSOCIATION MEETINGS

- 1) All members have the right to attend meetings of the Association and to express a point of view on matters being considered at the meeting.
- 2) Voting will be on the following Basis:
 - If a club has 1 team – 1 vote
 - If a club has 2 – 5 teams – 2 votes
 - If a club has 6 or more teams – 3 votesProvided that a delegate represents each vote.
- 3) Executive members and Life members are also entitled to a vote.
- 4) The Chairperson can only exercise a casting vote.

11. QUORUM FOR ASSOCIATION MEETINGS.

- (1) At any Association meeting, a quorum shall be at least fifty percent (50%) of the representatives of the number of the affiliated clubs registered with the Association in accordance with Rule 6.
- (2) If, at any Association meeting, there be no quorum within 30 minutes of the time appointed for the meeting, then the meeting shall lapse unless the majority of representatives present decide to adjourn the meeting for a period not exceeding fourteen (14) days. If there be no quorum within 30 minutes of the time appointed for such adjourned meeting, then those present will be deemed to be a quorum.

12. EXECUTIVE COMMITTEE.

Role of the Executive Committee.

- (1) The business and affairs of the Association shall be under the management and control of the Executive Committee.
- (2) The Executive Committee may, subject to the decisions made at meetings of the Association, exercise all the powers of the Association and do all such

acts and things as may be done by the Association or which it considers necessary to expedient to carry out the objects of the Association.

Composition of the Executive Committee.

- (3) The Executive Committee of the Association shall comprise the Chairperson, Vice Chairperson, General Secretary, Coaching Director, Registrar, Treasurer, Public Relations Officer, Programme Director, Equipment Officer, and Tours and Special Games Organizer, who shall form the regular members of the Executive Committee and will for the purpose of these Rules be referred to as the Officers of the Association.
- (4) Any Executive members being absent from three consecutive meetings without having good cause shall be deemed to have resigned from that Committee.
- (5) Not more than two (2) persons from any affiliated club shall be represented on the Executive Committee at the same time.
- (6) Officers appointed may receive an honoraria, the scale of which will be determined at the Annual General Meeting and will apply for the following financial year of the Association.
- (7) The Chairperson shall preside over all meetings of the Association and Executive Committee and shall be an ex-officio member of all other Committees. In the absence of the Chairperson, the Vice-Chairperson shall carry out the duties of the Chairperson.

Responsibilities of Officers.

- (8) The General Secretary shall be the public officer of the Association and shall be an ex-officio member of all committees established by the Association and sub-committees established by the Executive Committee.

- (9) Members of the Executive Committee will be responsible for such matters as may be prescribed by the By-laws.

Election of Officers.

- (10) Officers of the Association shall be appointed to serve for a period of two years with one half of the officers retiring each year in rotation. The Association shall, at each Annual General Meeting, elect officers to fill vacancies so arising for the duration of the succeeding two years.
- (11) Nominations for officers shall be submitted in writing by the affiliated clubs prior to the date of the Annual General Meeting. A retiring officer shall be eligible for re-nomination. If no nominations are received in writing, nominations will be taken from the floor at the Annual General Meeting.
- (12) The Association may, by resolution passed by a majority of two-thirds of votes recorded at a Special General Meeting, replace or depose any officer before the expiration of the period of office and may, by such a resolution, appoint another Association member. The substitute officer shall serve as a member of the Executive Committee until the expiration of the period of office of the replaced deposed officer.
- (13) Any vacancies occurring on the Executive that are not filled pursuant to Sub-rule (12) may be filled by an appointment by the Executive and such appointee shall serve as a member of the Executive Committee until the expiration of the period of office of the member who created the vacancy.

Meetings of Executive Committee.

- (14) The Executive Committee shall meet as often as may be required, but as least monthly, to conduct the business of the Association. The Chairperson or the General Secretary or any four-(4) members of the Executive Committee shall have the power to call a meeting of the Committee. The

Chairperson of the Association shall take the chair at all committee meetings. Should the Chairperson not be present, then the Vice-Chairperson shall be elected to the chair and, if there be no Vice-chairperson present, the Committee shall elect one of its members to take the chair.

- (15) The Chairman to all Committee meetings shall have a casting vote in addition to a deliberate vote.

Notice of Executive Meetings.

- (16)(a) All notices of committee meetings shall be in writing and posted to members of the Committee at least seven (7) days before the date of such meeting.
- (b) The accidental omission to give to any member or the non-receipt by any member of any notice required by this Constitution shall not invalidate or effect any proceedings at such meetings.

Quorum for Executive Committee Meetings.

- (17) The quorum for Executive Committee meetings shall be five (5) members present in person.

Appointment of Sub-Committee/Officer.

- (18) The Executive Committee shall have the power to delegate any of its powers to a sub-committee or to an individual member to deal with any particular matter or matters and upon such terms as the Executive Committee may think fit. The Chairperson and the Secretary shall be ex-officio members of all sub-committees.

- (19) All decisions of such sub-committees or officers shall be ratified by the Executive Committee before coming into effect except where the Association by a majority vote, has previously empowered the sub-committee or officer as the case may be to make a decision on its behalf.
- (20) All acts or decisions done or made by any meeting of the Executive Committee or any member thereof, shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of such member or all or any members of the Committee, be as valid and effective as if they had all been properly appointed, unless it is proved that the appointment was made in fraud or bad faith.
- (21) The Executive Committee shall appoint delegates to represent the Association at meetings of the South Australian Junior Soccer Council and the delegates shall present reports of all such meetings to the Council of Clubs.

“Council of Clubs.”

- (22) The Executive Committee shall arrange for “affiliated clubs” to meet as a separate body at such times as the Executive Committee may consider necessary to determine such matters as may be required by this Constitution, the By-laws of the Association and/or the Executive Committee. When meeting as a separate body, the affiliated clubs shall be known as “the Council of Clubs” and may establish it’s own administration arrangements.
- (23) The Council of Clubs may establish such sub-committees of the Council as it shall deem necessary.
- (24) The Council of Clubs shall comprise one representative of each affiliated club, who shall be known as the “Club Representative”.
- (25) At any meeting of the Council of Clubs, a quorum shall consist of at least fifty percent (50%) of the club representatives.
- (26) At any Council of Clubs meeting shall be on the following basis:

If a club has one team – 1 vote

If a club has 2 – 5 teams – 2 votes

If a club has 6 or more teams – 3 votes

Provided that each vote is represented by a delegate

- (1) Executive members and Lifer members are also entitled to a vote.
- (2) The Chairperson can exercise a casting vote.

All members have the right to attend meetings of the Association and express a point of view on matters being considered at the meeting.

13. FINANCE.

- (1) The financial year of the Association shall be from 1 October to 30 September in the next following calendar year.
- (2) The Association may from time to time determine fees to be paid by way of membership subscriptions or for any other purpose associated with the objects of the Association.
- (3) The Executive Committee shall prepare a budget for the approval by the Council of Clubs at its first meeting in each financial year.
- (4) All moneys received by any person on account of the Association shall be paid to the Treasurer, who shall pay it into the Association's banking account. Signatories to cheques shall be any two of the Executive Committee members.
- (5) The Treasurer shall be responsible for the payment of accounts after approval by the Executive Committee and shall advise the Executive Committee regularly of the Association's financial position. The Treasurer has authority to pay accounts to the total value of \$50-00 without specific reference to the Executive Committee between meetings.
- (6) The Treasurer shall keep proper books of accounts and records showing all receipts and disbursements and assets and liabilities and shall, at the end of the financial year

on the 30 September each year, prepare a statement of revenue and expenditure in respect of that year together with a balance sheet as at that date. The annual financial statements of the preceding year shall be presented at the Annual General Meeting of the Association.

14. AUDITORS.

- (1) An auditor for the Association shall be appointed at the Annual; General Meeting in each year and such auditor shall hold office until next Annual General Meeting.
- (2) The Auditor shall in each year examine the accounts of the Association and shall certify the correctness thereof.
- (3) The Auditor shall make a report to the members upon the accounts to be submitted to the Annual General Meeting and in every such report shall state whether, in his opinion, they are properly drawn up so as to exhibit a true and correct view of the Association's financial affairs.
- (4) The Auditor shall not serve on any committee of the Association.

15. PROPERTY.

The property assets and income of the Association, wherever derived, shall be applied towards the promotion of the objects of the Association, and no portion thereof shall be paid or transferred either directly or indirectly by way of remuneration benefit or otherwise to any member or members generally of the Association. Should the Association for any reason whatsoever cease to function, any member or person holding any Association moneys or property shall forthwith pay the same to the Executive Committee.

16. COMMON SEAL.

- (1) The Association shall have a common seal on which shall appear the words “Adelaide Hills Junior Soccer Association Incorporated” together with such insignia or emblem if any as the Executive Committee may determine.
- (2) The common seal shall remain in the custody of the General Secretary and shall be affixed to documents by or in the presence of any two members of the Executive Committee who may be authorised to do so by resolution of the Executive Committee.

17. NOTICE TO MEMBERS.

Notice of Annual General Meetings.

- (1) The General Secretary shall, at least twenty one (21) days before the Annual General Meeting sent to each affiliated club at its address in the Register, maintained pursuant to Rule 6, and each life member, a notice of such meeting and the business that will be brought before it. No business other than as provided for as sub-rule 9 (4) and business of a formal nature shall be brought forward at any Annual General Meeting unless notice shall have been given as provided in sub-rule 9 (5).

Notice of General Meetings.

- (2) The General Secretary shall, at least fourteen (14) days before any General Meeting, send a notice of such meeting to the same parties and in the same manner as is required for a notice for the Annual General Meeting,

Notice of a Special General Meeting.

- (3) The General Secretary shall, at least fourteen (14) days before any Special General Meeting requisitioned in accordance with sub-rule 9(7) hereof, send a notice to the same parties and in the same manner as a notice for the Annual General Meeting.
- (4) For the purpose of this Rule, "parties" means each affiliated club, and each life member.

18. BY-LAWS OF THE ASSOCIATION.

1. The Executive Committee may, from time to time, subject to the approval of the Association make, vary and revoke "By-laws" not inconsistent with the Rules for the regulation of the affairs of the Association. All By-laws shall be submitted to the Association for approval and, if approved, shall until revoked be binding on all members.
2. Without limiting the generality of the power to make By-laws, it is expressly provided that By-laws may be made for any of all of the following:
 - (1) the responsibilities of the officers appointed to particular positions on the Executive Committee;
 - (2) Club representatives and delegates;
 - (3) The payment/recovery of any fees levied by the Association for any of its objects;
 - (4) The right to impose fines and other penalties for non-attendance at meetings of the Association and any of its committees;
 - (5) The registration of teams and players and the age, status and transfer of players;

- (6) The arrangements to apply regarding goal kicks, corner kicks, balls and club colours and other matters relating to the conduct of junior soccer;
- (7) The laws of the game of soccer, the conduct of competitions, the forfeiture of matches, postponement of matches, coaching, match cards, interchange players, friendly matches, representative matches, referees, and depleted teams;
- (8) All disciplinary matters howsoever arising;
- (9) All matters associated with the conduct of the Association Cup.

19. CONSTITUTION AMENDMENTS.

Constitution Amendments.

- (1) No rule of the Constitution shall be added, rescinded, altered or suspended otherwise than by resolution properly approved by at least two-thirds of the voters lodged by members present at an Annual General Meeting or a Special General Meeting.

By-law Amendments.

- (2) Deleted AGM 2nd November 1999.

Notice of Proposed Amendments.

- (3) Notices of proposed amendments to the Rules and By-laws shall be lodged in writing with the General Secretary, at least twenty-eight (28) days prior to, the date of the meeting, who shall supply details of the proposal to each affiliated club and to each general member and each life member at least twenty-one (21) days prior to the date of the meeting.

20. DISSOLUTION AND DISPOSITION OF ASSETS.

The Association may be dissolved or wound up only upon the resolution passed by a majority of three-quarters of the number present and voting at a General Meeting called for such purpose. If, upon the dissolution or winding up of the Association, there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other Association or Institution which prohibits the distribution of its income and property among its members and which has, as one of its objects, the advancement of junior soccer which other Association or Institution shall be determined by the members of the Association at or before the time of dissolution or winding up.