



SUGAR CITY

FUTSAL CLUB INCORPORATED

CONSTITUTION

Version 1.1 | Adopted Proposed Rules - Pending Incorporation

ESTABLISHED 2026

Document Control

Document	Constitution
Organisation	Sugar City Futsal Club Incorporated
Version	1.1
Status	Adopted Proposed Rules - Pending Incorporation
Approval	Required majority of Members at a General Meeting
Effective date	On incorporation by the Office of Fair Trading
Custodian	Club Secretary

Foreword

Sugar City Futsal Club Incorporated exists to provide a specialist futsal environment in which people can develop as players, coaches, officials, volunteers and leaders.

The Club places long-term development, technical excellence, tactical intelligence, independent decision-making, adaptability and enjoyment at the centre of its approach. It also recognises that sport should develop character, including resilience, empathy, integrity, humility, accountability, discipline, respect and leadership.

This Constitution provides the Club's enduring governance framework. It protects the Club's identity, establishes transparent and accountable decision-making, and enables future Committees to steward the Club responsibly.

Revision History

Version	Date	Description	Approved By
1.0	30 August 2026	Initial adopted constitution	Members (Special Resolution)
1.1	30 August 2026	Corrected rules accepted for incorporation following OFT confirmation	Members - required majority

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Clause and section references in this Constitution are to the numbered provisions contained in this document.

PART 1 – PRELIMINARY

1. Name

1.1 The name of the incorporated association is Sugar City Futsal Club Incorporated (the Club).

2. Objects

- 2.1.1 promote, foster and develop futsal through participation, personal development, community engagement and lifelong involvement in the sport;
- 2.1.2 provide safe, welcoming, inclusive and accessible opportunities for people of all ages, abilities and backgrounds to participate in futsal;
- 2.1.3 develop technically excellent and tactically intelligent players who can make independent decisions, solve problems and adapt to different playing systems and environments;
- 2.1.4 prioritise long-term learning, development and sustainable participation over short-term competitive success;
- 2.1.5 ensure that player development, enjoyment, learning and personal growth guide the Club's coaching philosophy and programs;
- 2.1.6 develop resilience, empathy, integrity, humility, accountability, discipline, respect, inclusion, leadership and strength of character through futsal;
- 2.1.7 promote a positive Club culture and high standards of behaviour among players, coaches, officials, volunteers, Members, parents, guardians and spectators;
- 2.1.8 encourage lifelong participation in futsal as a player, coach, referee, official, volunteer, administrator, supporter or community contributor;
- 2.1.9 create genuine pathways for players, coaches, referees and officials to pursue regional, State, national and international representation and opportunities;
- 2.1.10 prepare participants for higher levels of futsal by providing quality development, appropriate competition and access to recognised pathways;
- 2.1.11 develop coaches through education, mentoring, reflective practice, continuing learning and opportunities to contribute to the advancement of futsal;
- 2.1.12 support the recruitment, education, development and retention of referees, administrators, volunteers and other officials;
- 2.1.13 encourage innovation, evidence-informed practice, evaluation and continual improvement in coaching, administration and Club operations;
- 2.1.14 establish and maintain constructive partnerships with schools, football clubs, futsal organisations, community groups, businesses, government bodies and other stakeholders;
- 2.1.15 contribute positively to the Mackay region and surrounding communities through inclusive programs, volunteering, education and community engagement;
- 2.1.16 organise, enter, conduct and support futsal competitions, training programs, development activities, events and related initiatives;
- 2.1.17 provide a child-safe environment and promote the safety, safeguarding, welfare and wellbeing of all participants;
- 2.1.18 operate with integrity, transparency, accountability, sound governance, responsible risk management and prudent financial management;
- 2.1.19 acquire, hold, manage, maintain, improve and dispose of facilities, equipment and other assets for the benefit of the Club and its Objects;
- 2.1.20 obtain and responsibly administer membership fees, grants, sponsorships, donations, fundraising proceeds and other lawful sources of funding;

- 2.1.21 affiliate and maintain constructive relationships with Football Queensland, Football Australia, FIFA and other appropriate governing or sporting bodies;
- 2.1.22 promote and advocate for the recognition, accessibility, quality and sustainable growth of futsal within the Mackay region, regional Queensland and beyond;
- 2.1.23 share knowledge, resources and expertise and contribute to the development of futsal beyond the immediate activities of the Club; and
- 2.1.24 undertake any other lawful activity that is incidental or conducive to achieving these Objects.

3. Club Identity

- 3.1 The official colours of the Club are Forest Green, White and Black.
- 3.2 The official name, crest, logo, colours and playing strip shall be those approved by the Committee.
- 3.3 Alternate playing strips and branding may be approved provided they remain consistent with the Club's identity.
- 3.4 Detailed branding may be maintained in a Schedule or Club Policy.

4. Definitions

Unless the contrary intention appears, Act, Club, Committee, Executive Committee, Football Queensland, Football Australia, Member, AGM, General Meeting, Financial Year and Special Resolution have their ordinary meanings as defined by this Constitution.

5. Interpretation

- 5.1 This Constitution is to be interpreted in accordance with the Associations Incorporation Act 1981 (Qld).
- 5.2 Headings do not affect interpretation.
- 5.3 Where this Constitution is silent, the Committee may act consistently with the Act, this Constitution and applicable governing body requirements.
- 5.4 Invalid provisions do not affect the remainder of the Constitution.

6. Powers

- 6.1 The Club has all powers conferred by the Act.
- 6.2 Those powers may only be exercised in furtherance of the Club's Objects.
- 6.3 Without limitation, the Club may own property, enter contracts, employ staff, establish committees, manage funds, receive grants and sponsorship, affiliate with other organisations and undertake any lawful activity supporting its Objects.
- 6.4 The Committee may make, amend, suspend or repeal policies and by-laws for the internal management of the Club, provided they are not inconsistent with this Constitution or the Act. A policy or by-law may be set aside by Ordinary Resolution of Members at a General Meeting.

7. Guiding Principles

The Club is committed to integrity, respect, inclusion, diversity, child safety, good governance, accountability, transparency, community engagement and continuous improvement.

8. Not-for-Profit Status

- 8.1 Income and property must be applied solely towards the Club's Objects.
- 8.2 No profits may be distributed to Members except as lawful reimbursement or payment on reasonable commercial terms.

- 8.3 Committee offices are honorary and unpaid. A Committee Member may be reimbursed for properly authorised out-of-pocket expenses.
- 8.4 A Member or Committee Member may separately be employed or contracted by the Club for bona fide work where all material interests are disclosed, the interested person does not participate in approval except as permitted by the Act, and the terms are reasonable and properly documented.
- 8.5 The Committee must ensure that remuneration and benefits paid or given to Committee Members, senior staff and their relatives are presented to the Annual General Meeting where required by the Act.

9. Financial Year

- 9.1 The Financial Year is 1 January to 31 December unless otherwise determined in accordance with the Act.

PART 2 – MEMBERSHIP

Division 1 – Membership Classes

10. Membership Classes

10.1 The Club shall consist of the following classes of Membership—

- (a) Playing Member;
- (b) General Member;
- (c) Volunteer Member;
- (d) Life Member; and
- (e) Honorary Member.

10.2 Every Member must:

- (a) support the Objects of the Club;
- (b) comply with this Constitution, Club Policies and lawful decisions of the Committee; and
- (c) conduct themselves in a manner that promotes the reputation and interests of the Club.

10.3 The number of Members in each membership class is unlimited.

11. Eligibility

11.1 Playing Members

A Playing Member is a person who is registered or otherwise approved to participate in Club futsal activities or competitions.

11.2 General Members

A General Member is any person who supports the Objects of the Club and whose application for membership has been approved.

11.3 Volunteer Members

A Volunteer Member is a person who provides regular volunteer services to the Club, including coaching, refereeing, administration, fundraising, event management or other approved activities.

11.4 Life Members

Life Membership may be awarded in recognition of outstanding and sustained service to the Club in accordance with this Constitution.

11.5 Honorary Members

The Committee may appoint Honorary Members for a specified period where such appointment is considered beneficial to the Club.

Honorary Members are not entitled to vote unless they otherwise qualify as a voting Member.

12. Voting Rights

12.1 Subject to this Constitution, Life Members, General Members, Volunteer Members and eligible Playing Members aged eighteen (18) years or older are entitled to vote at General Meetings.

12.2 Members under eighteen (18) years of age are not entitled to vote.

12.3 Each eligible Member is entitled to one vote. Proxy voting is not permitted. Participation and voting by approved electronic means does not constitute proxy voting.

13. Responsibilities of Members

Every Member must:

- (a) comply with this Constitution;
- (b) comply with Club Policies;
- (c) uphold the reputation of the Club;
- (d) treat all participants respectfully;
- (e) support a safe and inclusive environment;
- (f) comply with any applicable Member Protection, Child Safety and Codes of Conduct; and
- (g) pay any applicable membership fees.

Division 2 – Admission

14. Application for Membership

14.1 Applications shall:

- (a) be made in the approved form;
- (b) include any information required by the Committee; and
- (c) be accompanied by any prescribed fee.

14.2 Applications may be submitted electronically.

15. Admission of Members

15.1 The Committee may approve, defer or refuse an application.

15.2 The Committee is not required to provide reasons for refusing an application.

15.3 Membership commences upon approval by the Committee (or its delegated officer) and payment of any applicable fees.

16. Register of Members

The Secretary shall maintain a Register of Members in accordance with the Act.

The Register shall include the Member's name, membership class, contact details, commencement date and cessation date.

The Register may be maintained electronically.

Division 3 – Membership Administration

17. Membership Fees

Annual membership fees shall be determined by the Committee. Different fees may apply to different membership classes.

18. Resignation

A Member may resign by giving written notice to the Secretary.

Membership ceases upon acceptance of the resignation or at a later date specified by the Member.

Any outstanding liabilities remain payable.

19. Suspension

The Committee may suspend a Member where it reasonably believes the Member has breached this Constitution, breached Club Policies, brought the Club into disrepute or engaged in misconduct.

Before imposing a suspension the Member must receive written notice, be given reasonable time to respond and be provided procedural fairness.

20. Termination of Membership

Membership may cease by resignation, death, non-payment of fees, expulsion or any other circumstance provided by law.

21. Appeals

A person whose membership application is refused, or a Member whose membership is suspended or terminated, may appeal by written notice to the Secretary within twenty-one (21) days after receiving notice of the decision.

The Committee must appoint an Appeal Panel of at least three impartial persons who did not make, investigate or advise on the original decision. The appellant must be given reasonable notice of the hearing, the material to be considered and a fair opportunity to be heard and to provide relevant information.

The Appeal Panel may confirm, vary or substitute the decision, or return the matter for reconsideration in accordance with stated directions.

The Appeal Panel's decision is final within the Club, subject to this Constitution, the Act and any right available at law.

Division 4 – Special Membership

22. Life Membership

Life Membership is the highest honour the Club may bestow.

A person may be nominated for Life Membership where they have provided exceptional service over an extended period.

Life Membership must be approved by a Special Resolution of Members at a General Meeting.

Life Members remain Members for life, are exempt from annual membership fees and retain voting rights.

23. Honorary Membership

The Committee may appoint Honorary Members for a fixed period.

Honorary Membership confers no voting rights, creates no financial entitlement and may be withdrawn at any time by the Committee.

PART 3 – GOVERNANCE

Division 1 – The Committee

24. Management of the Club

24.1 The affairs of the Club shall be managed by the Committee.

24.2 The Committee is responsible for the governance, strategic direction, financial management and administration of the Club.

24.3 The Committee may exercise all powers of the Club that are not required by the Act or this Constitution to be exercised by the Members in General Meeting.

25. Composition of the Committee

25.1 The Committee consists of:

Executive Committee

- (a) President;
- (b) Vice-President;
- (c) Secretary; and
- (d) Treasurer.

General Committee

- (e) Registrar;
- (f) Technical Director;
- (g) Welfare and Protection Officer;
- (h) Sponsorship and Fundraising Officer;
- (i) Social Media and Communications Officer;
- (j) Equipment and Facilities Officer; and
- (k) up to five (5) General Committee Members.

25.2 All Committee Members have one vote.

25.3 The Committee may appoint non-voting advisers, consultants or honorary officers where specialist knowledge is required.

25.4 The Committee may establish, vary or discontinue operational officer positions, subcommittees and working groups provided that the Executive Committee established by this Constitution is maintained.

Division 2 – Eligibility and Duties

26. Eligibility

A person is eligible for election or appointment to the Committee if they:

- (a) are an eligible voting Member;
- (b) are at least eighteen (18) years of age;
- (c) are not disqualified from managing an incorporated association under the Act; and
- (d) satisfy any integrity, screening or child protection requirements adopted by the Club.

27. Duties of Committee Members

Committee Members must:

- (a) act honestly, in good faith and in the best interests of the Club;
- (b) exercise reasonable care, skill and diligence;
- (c) comply with this Constitution, the Act and Club Policies;
- (d) avoid improper use of their position or information obtained through their office;
- (e) disclose actual, potential or perceived conflicts of interest;
- (f) maintain confidentiality where appropriate;
- (g) support the Objects of the Club; and
- (h) fulfil the fiduciary duties expected of officers of an incorporated association.

Division 3 – Executive Committee

28. President

The office holder shall:

- (a) provide leadership and strategic direction to the Club;
- (b) preside at General Meetings and Committee Meetings unless otherwise determined;
- (c) oversee implementation of the Club's strategic objectives and Committee decisions;
- (d) represent the Club in official matters and maintain relationships with governing bodies and stakeholders;
- (e) support and supervise Committee Members; and
- (f) perform any other duties prescribed by this Constitution, the Governance Charter or determined by the Committee.

29. Vice-President

The office holder shall:

- (a) assist the President;
- (b) act as President in the President's absence;
- (c) support Committee projects and strategic initiatives;
- (d) undertake responsibilities delegated by the Committee; and
- (e) perform any other duties prescribed by the Governance Charter or determined by the Committee.

30. Secretary

30.1 The Secretary must be an adult who resides in Queensland or in another State not more than sixty-five (65) kilometres from the Queensland border and must otherwise satisfy the eligibility requirements of the Act.

The office holder shall:

- (a) maintain the official records of the Club;
- (b) issue notices of meetings;
- (c) prepare, record and retain accurate minutes;
- (d) maintain statutory registers required by the Act;
- (e) manage official correspondence; and
- (f) perform any other duties prescribed by the Governance Charter or determined by the Committee.

31. Treasurer

The office holder shall:

- (a) oversee the financial affairs of the Club;
- (b) ensure appropriate accounting records and financial controls are maintained;
- (c) present financial reports to the Committee and Members;
- (d) oversee banking arrangements approved by the Committee; and
- (e) perform any other duties prescribed by the Governance Charter or determined by the Committee.

Division 4 – General Committee Officers

32. Registrar

The office holder shall:

- (a) administer player and member registrations;
- (b) maintain membership records;
- (c) coordinate competition registrations where required;
- (d) assist the Secretary with membership information; and
- (e) perform other duties prescribed by the Governance Charter or Committee.

33. Technical Director

The office holder shall:

- (a) provide leadership of the Club's technical programs;
- (b) support coach development;
- (c) oversee the Club's technical philosophy;
- (d) provide technical advice to the Committee; and
- (e) perform other duties prescribed by the Governance Charter or Committee.

34. Welfare and Protection Officer

The office holder shall:

- (a) promote member welfare and safety;
- (b) support child safeguarding requirements;
- (c) assist with welfare matters;
- (d) promote an inclusive environment; and
- (e) perform other duties prescribed by the Governance Charter or Committee.

35. Sponsorship and Fundraising Officer

The office holder shall:

- (a) develop sponsorship opportunities;
- (b) coordinate fundraising;
- (c) assist with grants;
- (d) promote partnerships; and
- (e) perform other duties prescribed by the Governance Charter or Committee.

36. Social Media and Communications Officer

The office holder shall:

- (a) manage communications;
- (b) manage the website and social media;
- (c) promote Club activities;
- (d) maintain a positive public profile; and
- (e) perform other duties prescribed by the Governance Charter or Committee.

37. Equipment and Facilities Officer

The office holder shall:

- (a) oversee Club equipment and facilities;
- (b) maintain equipment inventories;
- (c) assist with venue logistics;
- (d) recommend equipment and facility improvements; and
- (e) perform other duties prescribed by the Governance Charter or Committee.

Division 5 – Committee Elections

38. Election of Committee

Committee Members shall be elected by Members at each Annual General Meeting. Elections shall be conducted in accordance with this Constitution.

39. Nominations for Election

A person nominated for election to the Committee must be an eligible voting Member, satisfy eligibility requirements under this Constitution, submit a nomination in the approved form and consent to nomination.

40. Proposer and Second

Each nomination must be supported by a proposer and seconder who are eligible voting Members.

41. Closing Date for Nominations

The Committee shall determine a reasonable closing date for nominations before the Annual General Meeting.

42. Nominations from the Floor

Where insufficient valid nominations are received, nominations may be called from the floor at the Annual General Meeting. Nominees must satisfy eligibility requirements and consent to nomination.

43. Uncontested Elections

Where nominations do not exceed available positions, candidates may be declared elected without a ballot.

44. Contested Elections

Where nominations exceed available positions, an election shall be conducted. Voting shall be by secret ballot unless otherwise permitted by law or determined by Members.

45. Returning Officer

The Committee shall appoint a Returning Officer to verify nominations, manage voting procedures, count votes and declare results.

46. Election Records

The Secretary shall retain nomination records, election results and relevant election documentation.

47. Term of Office

Committee Members hold office until the conclusion of the next Annual General Meeting and are eligible for re-election.

48. Casual Vacancies

The Committee may appoint an eligible Member to fill a casual vacancy. A person appointed to fill a casual vacancy holds office only until the next Annual General Meeting.

49. Vacation of Office

49.1 A Committee Member vacates office if they resign in writing, cease to be a Member, become ineligible under the Act, are removed by Ordinary Resolution at a General Meeting, or otherwise cease office under this Constitution.

49.2 A proposed resolution to remove a Committee Member must be stated in the notice of the General Meeting. Before the resolution is put, the Committee Member must be given a reasonable opportunity to respond in writing and to address the meeting.

49.3 A Committee Member removed by Ordinary Resolution has no internal right of appeal against the removal. This does not limit any right available under the Act or other law.

50. Delegation

The Committee may delegate any of its powers or functions in accordance with this Constitution and the Act.

51. Conflicts of Interest

51.1 A Committee Member who has a material personal interest in a matter being considered at a Committee Meeting must disclose the nature and extent of the interest to the Committee as soon as practicable, unless an exception under the Act applies.

51.2 The disclosure must be recorded in the minutes. The Committee Member must also disclose the nature and extent of the interest at the next General Meeting, and the Club must give a Member access to the disclosed information as required by the Act.

51.3 Unless the Committee Members who do not have a material personal interest decide otherwise in accordance with the Act, the interested Committee Member must not be present while the matter is considered and must not vote on the matter.

51.4 Any permission for the interested Committee Member to be present or vote, and the reasons for it, must be recorded in the minutes and disclosed at the next General Meeting as required by the Act.

51.5 If the operation of this clause prevents a quorum, the matter may be considered by a General Meeting in accordance with the Act.

52. Indemnity

To the extent permitted by law, the Club indemnifies Committee Members and Officers against liabilities properly incurred while acting honestly, in good faith and in the proper performance of their duties.

PART 4 – GENERAL MEETINGS

Division 1 – General Meetings

53. General Meetings

53.1 The Club shall hold General Meetings in accordance with the Act and this Constitution.

53.2 General Meetings consist of Annual General Meetings and Special General Meetings.

53.3 Only Members entitled to vote under this Constitution may vote at a General Meeting.

53.4 A General Meeting may be conducted wholly in person, wholly by electronic means, or by a combination of both, provided Members have a reasonable opportunity to participate in accordance with the Act.

54. Annual General Meeting

54.1 The Club shall hold an Annual General Meeting within the period required by the Act.

54.2 The ordinary business of the AGM includes confirmation of previous minutes, receipt of the President's report, adoption of financial statements and any required auditor/verifier reports, receipt of Committee reports, presentation of remuneration and benefits disclosures required by the Act, consideration of properly submitted motions, election of Committee Members, appointment of an auditor or verifier where required, and any other business permitted by this Constitution or the Act.

55. Special General Meetings

55.1 A Special General Meeting may be convened by the Committee, on the written request of the number of Members required under the Act, or where otherwise required by the Act.

55.2 Only business specified in the notice may be considered.

Division 2 – Notice

56. Written notice shall be given in accordance with the Act and may be provided electronically or by another approved method.

57. Unless otherwise required by the Act, at least 21 days' notice shall be given for an AGM and 14 days for a Special General Meeting.

Division 3 – Quorum and Procedure

58. The quorum for a General Meeting is the lesser of ten (10) eligible voting Members or twenty-five percent (25%) of eligible voting Members, but must not be fewer than five (5) eligible voting Members.

59. The President shall chair meetings, followed by the Vice-President, another Committee Member, or an eligible voting Member elected by those present.

60. The Chairperson shall conduct meetings fairly and may determine procedural matters consistent with the Act and this Constitution.

61. Meetings may be adjourned with the consent of the meeting. Only unfinished business may be considered at the adjourned meeting unless permitted by the Act.

Division 4 – Voting

62. Each eligible voting Member has one deliberative vote. Voting may occur by show of hands, secret ballot, electronic vote or another fair method determined by the Chairperson. The Chairperson has a casting vote where permitted by the Act.

63. Ordinary Resolutions are passed by a simple majority of votes cast.

64. Special Resolutions must be passed in accordance with the Act.

Division 5 – Records

65.1 The Secretary shall ensure full and accurate minutes are prepared and retained for every General Meeting, including all questions, matters, resolutions and other proceedings of the meeting.

65.2 The accuracy of the minutes must be verified by the signature of the chairperson of the meeting or the chairperson of the next General Meeting. The minutes of an Annual General Meeting may be verified by the chairperson of that meeting or the chairperson of the next General Meeting or Annual General Meeting.

65.3 On the request of a financial Member, the Secretary must, within twenty-eight (28) days, make the minute book for a particular General Meeting available for inspection by the Member at a mutually agreed time and place and, on payment of any reasonable copying cost, provide copies of the minutes.

PART 5 – COMMITTEE MEETINGS

Division 1 – Committee Meetings

66. Committee Meetings

- 66.1 The Committee shall meet as often as necessary to properly manage the affairs of the Club and at least once in every four (4) calendar months.
- 66.2 Committee Meetings may be conducted in person, electronically or by a combination of both, provided all participants have a reasonable opportunity to hear, speak and participate throughout the meeting.
- 66.3 The Secretary shall provide reasonable notice of each Committee Meeting.
- 66.4 Where practicable, at least seven (7) days' notice should be given for an ordinary Committee Meeting.
- 66.5 A Committee Meeting may be convened on shorter notice where all Committee Members agree or where urgent business reasonably requires immediate consideration.

67. Special Committee Meetings

- 67.1 The President may convene a Special Committee Meeting at any time.
- 67.2 The Secretary shall convene a Special Committee Meeting upon the written request of not fewer than three (3) Committee Members.
- 67.3 Only business specified in the notice shall be considered unless all Committee Members present unanimously agree otherwise.

Division 2 – Quorum and Procedure

68. Quorum

68.1 A quorum shall be a majority of the Committee Members holding office.

68.2 No business may be conducted unless a quorum is present.

68.3 If a quorum is not present within thirty (30) minutes, the meeting stands adjourned to a date determined by the President or, in the President's absence, the Secretary.

69. Chairperson

69.1 The President shall chair every Committee Meeting.

69.2 If absent, the Vice-President shall chair.

69.3 If neither is present, the Committee Members present shall elect one of their number to chair.

70. Meeting Procedure

70.1 The Chairperson shall ensure meetings are conducted fairly, efficiently and in accordance with this Constitution and the Act.

70.2 Subject to this Constitution and the Act, the Committee may regulate its own proceedings.

70.3 A procedural ruling of the Chairperson may be overturned by an Ordinary Resolution of the Committee Members present.

Division 3 – Decisions of the Committee

71. Voting

71.1 Each Committee Member has one deliberative vote.

71.2 Questions are determined by a simple majority of votes cast.

71.3 The Chairperson has a casting vote where votes are equally divided unless otherwise provided by the Act.

72. Circular Resolutions

72.1 A Circular Resolution approved by all Committee Members entitled to vote has the same force and effect as a resolution passed at a Committee Meeting.

72.2 Approval may be given electronically.

72.3 Every Circular Resolution shall be recorded in the minutes of the next Committee Meeting.

73. Urgent Decisions

73.1 Where an urgent decision cannot reasonably wait until the next Committee Meeting, the President and Secretary may jointly authorise an electronic vote of the Committee.

73.2 If either is unavailable, the Vice-President may act in their place.

73.3 Every decision made under this clause shall be reported to and recorded in the minutes of the next Committee Meeting.

Division 4 – Attendance and Records

74. Attendance

74.1 Committee Members are expected to attend Committee Meetings regularly and actively participate in the governance of the Club.

74.2 Where a Committee Member is absent from three (3) consecutive Committee Meetings without leave of the Committee or reasonable excuse, the Committee may consider the Member's continued appointment and take any action permitted under Part 3 of this Constitution.

75. Attendance by Others

75.1 The Committee may invite any person to attend a Committee Meeting to provide advice, information or reports.

75.2 Invited persons are not Committee Members and have no voting rights.

76. Minutes

76.1 The Secretary shall ensure accurate minutes are prepared for every Committee Meeting.

76.2 Minutes shall include attendance, declarations of conflicts of interest under Part 3, resolutions passed, significant decisions and actions arising.

76.3 Minutes shall be confirmed at the next Committee Meeting and retained in accordance with the Act.

PART 6 – FINANCE

Division 1 – Financial Management

77. Financial Year

77.1 The financial year of the Club shall be the period specified in Part 1 of this Constitution unless otherwise determined in accordance with the Act.

78. Financial Responsibility

78.1 The Committee is responsible for the proper financial management of the Club.

78.2 The Committee shall ensure complete and accurate accounting records are maintained, all income, expenditure, assets and liabilities are properly recorded, Club funds are applied solely to the Objects of the Club, appropriate internal financial controls are maintained, and records are retained in accordance with the Act.

78.3 Where reasonably practicable, the Committee shall maintain an appropriate separation of financial responsibilities.

79. Banking

79.1 All monies received on behalf of the Club shall be deposited as soon as reasonably practicable into accounts held in the Club's name.

79.2 The Committee shall determine the authorised financial institution or institutions.

79.3 The Committee shall establish policies governing the receipt, custody and disbursement of Club funds.

79.4 A cheque issued by the Club must be signed by any two of the President, Secretary, Treasurer or not more than three other Members authorised by the Committee for that purpose, and at least one signatory must be the President, Secretary or Treasurer.

79.5 Electronic payments and transfers must be authorised under documented controls approved by the Committee and must require approval by two authorised persons, at least one of whom is the President, Secretary or Treasurer.

79.6 A person must not authorise or approve a payment to themselves unless the payment is independently approved in accordance with this Constitution and the Club's financial controls.

Division 2 – Financial Delegations and Expenditure

80. Financial Delegations

80.1 The Committee may approve financial delegations by resolution.

80.2 Delegations shall be documented, specify the authority granted, be reviewed at least annually and remain subject to Committee oversight.

81. Expenditure

81.1 No expenditure shall be incurred unless properly authorised.

81.2 Payments shall only be made in accordance with approved financial delegations.

81.3 No person shall approve a payment to themselves unless independently authorised in accordance with the conflict of interest provisions.

81.4 Appropriate financial controls shall be maintained to safeguard Club assets.

Division 3 – Property and Assets

82. Club Property

82.1 All property and assets acquired by the Club remain the property of the Club.

82.2 The Committee shall ensure Club property is properly managed, maintained and, where appropriate, insured.

82.3 The Committee shall maintain an asset register recording significant property and equipment.

82.4 If the Club owns land, leases land or is trustee of trust land, the Committee must ensure that the Club maintains public liability insurance in relation to the land in an amount determined by the Committee and keeps that cover current, as required by the Act.

Division 4 – Financial Reporting

83. Financial Reports

83.1 The Treasurer shall prepare financial reports at intervals determined by the Committee.

83.2 Financial information shall be made available to Committee Members to enable effective financial oversight.

83.3 Financial statements shall be prepared in accordance with the Act.

84. Annual Financial Statements

84.1 Annual financial statements shall be presented to the Members at the Annual General Meeting.

84.2 Where required by the Act, the statements shall be audited, reviewed or verified by a suitably qualified person.

Division 5 – Borrowing and Investments

85. Borrowing

85.1 The Committee may borrow money on behalf of the Club in accordance with the Act.

85.2 The Committee shall not mortgage, charge or otherwise grant security over any asset of the Club without the prior approval of the Members by Ordinary Resolution.

85.3 The Committee shall ensure any borrowing is prudent, financially sustainable and consistent with the Objects of the Club.

86. Investments

86.1 Funds not immediately required may be invested in accordance with the Act.

86.2 The Committee shall adopt a prudent investment approach that preserves capital, maintains liquidity, supports long-term sustainability and avoids speculative or high-risk investments inconsistent with the Club's not-for-profit Objects.

Division 6 – Financial Accountability

87. Financial Integrity

87.1 Committee Members shall exercise due care, diligence and honesty in managing the financial affairs of the Club.

87.2 No Club funds or property shall be used for personal benefit except where authorised by this Constitution, the Act or a lawful Committee resolution.

87.3 Financial conflicts of interest shall be disclosed and managed in accordance with Part 3 of this Constitution.

PART 7 – DISCIPLINE AND DISPUTE RESOLUTION

Division 1 – Member Conduct

88. Standards of Conduct

88.1 Every Member shall comply with this Constitution, the Governance Charter, Club Policies and lawful directions of the Committee; act honestly, respectfully and in the best interests of the Club; uphold the Club's Objects and reputation; promote a safe, inclusive sporting environment; and comply with applicable Football Queensland, Football Australia and FIFA requirements.

89. Misconduct

89.1 Misconduct includes serious breaches of this Constitution or Club Policies, conduct bringing the Club into disrepute, threats to safety or wellbeing, harassment, bullying, discrimination, abuse, dishonesty, fraud, misuse of Club property or funds, serious disruption of Club activities, or other conduct inconsistent with the Club's Objects.

Division 2 – Disciplinary Action

90. Disciplinary Powers

90.1 Where the Committee reasonably believes a Member has engaged in misconduct it may commence disciplinary proceedings and impose interim protective measures where reasonably necessary. Interim measures are not disciplinary findings.

91. Notice of Allegation

91.1 Before disciplinary action is taken the Member shall receive written notice of the allegations, the provisions allegedly breached, possible outcomes, the hearing details and the right to respond.

92. Opportunity to Respond

92.1 The Member shall be given a reasonable opportunity to provide a written response, attend the meeting, present relevant information and be accompanied by a support person.

93. Disciplinary Decisions

93.1 After considering all relevant information the Committee may take no action, issue a warning, require corrective action, suspend rights or membership, terminate membership in accordance with this Constitution, or impose another reasonable condition.

Division 3 – Appeals

94. Appeal

94.1 A Member may appeal within fourteen (14) days on grounds including procedural unfairness, significant new evidence, error in applying the Constitution or that the outcome was manifestly unreasonable.

95. Appeal Determination

95.1 Appeals shall be determined by an Appeal Panel independent of the original decision. The Panel may confirm, vary, substitute or remit the decision. Its decision is final within the Club.

Division 4 – Dispute Resolution

96. Internal Disputes

- 96.1 This grievance procedure applies to a dispute under this Constitution between a Member and another Member, a Member and the Committee, or a Member and the Club.
- 96.2 A party starts the procedure by giving written notice of the dispute to each other party and to the Secretary or Committee, stating the issues and the outcome sought.
- 96.3 The parties must act in good faith and attempt to resolve the dispute within fourteen (14) days after notice is given.
- 96.4 Each party may appoint any person to act on their behalf in the grievance procedure.
- 96.5 If the dispute is not resolved, an aggrieved party may, within a further twenty-one (21) days, ask the Secretary in writing to refer the dispute to mediation. The Committee must arrange the referral within fourteen (14) days after receiving the request.
- 96.6 Each party must be given a reasonable opportunity to be heard.
- 96.7 Any mediator or person deciding the grievance must be unbiased and able to act impartially.
- 96.8 The Club must not take disciplinary action against a complainant, or a person representing a complainant, in relation to the subject matter of the grievance until the procedure is complete. This does not prevent lawful, proportionate interim action necessary to protect safety, property or the integrity of an investigation, provided the action is not disciplinary in nature.

97. Mediation

- 97.1 The parties must first attempt to agree on an independent mediator. If they do not agree within fourteen (14) days, the mediator must be nominated by a Queensland Government dispute resolution centre or another independent body agreed by the parties.
- 97.2 The mediator must not be a party to the dispute and must not have a personal interest in the dispute or otherwise be biased.
- 97.3 The mediation must be conducted confidentially and in good faith and may be conducted by electronic means if the parties agree.
- 97.4 The mediator may help the parties reach agreement but must not impose a decision unless the parties expressly agree in writing to a binding determination process permitted by law.
- 97.5 Any settlement must be recorded in writing and signed or otherwise confirmed by the parties.
- 97.6 If the dispute is not resolved, each party retains any right available under the Act or other law.

98. External Jurisdiction

- 98.1 Nothing in this Part prevents a party from exercising a right under the Act or other law, or referring a matter to Football Queensland, Football Australia, a court, tribunal or another body with jurisdiction.

Division 5 – Confidentiality

99. Confidentiality

99.1 Participants in disciplinary proceedings shall maintain confidentiality except where disclosure is required by law, governing body rules, the proper conduct of proceedings or authorised by the Committee.

99.2 The Committee shall take reasonable steps to protect the privacy of participants.

Division 6 – Effect of Decisions

100. Effect of Decisions

100.1 A disciplinary decision takes effect on the date determined by the Committee unless otherwise ordered by the Committee or Appeal Panel.

100.2 An appeal does not automatically stay a disciplinary decision.

PART 8 – RECORDS, NOTICES AND DOCUMENTS

Division 1 – Club Records

101. Club Records

101.1 The Committee shall ensure the Club maintains the records required by this Constitution and the Act.

101.2 The Club shall maintain, without limitation, a Register of Members, minutes of General Meetings and Committee Meetings, financial records, an asset register, registers required by the Act and any other records determined by the Committee.

102. Custody of Records

102.1 The Secretary is responsible for the custody of the Club's books, documents, instruments of title, securities and other official records unless the Committee determines otherwise.

102.2 Records may be maintained by another authorised Officer or approved electronic system.

102.3 The Committee shall take reasonable steps to ensure Club records are secure, accurate and appropriately protected.

Division 2 – Inspection of Records

103. Inspection by Members

103.1 Members may inspect Club records where entitled under the Act.

103.2 Inspection shall occur at a reasonable time, on reasonable notice and subject to lawful protections for confidential, personal or commercially sensitive information.

103.3 Nothing requires disclosure beyond that required by the Act.

Division 3 – Notices

104. Notices

104.1 Notices may be given personally, by post, email, approved electronic communication platform or any method permitted by the Act.

104.2 Members are responsible for ensuring the Club has their current contact details.

105. Service of Notices

105.1 Notices are deemed given on delivery, in the ordinary course of post, or when electronically transmitted unless delivery failure is received.

Division 4 – Execution of Documents

106. Execution of Documents

106.1 The Committee may authorise execution of documents on behalf of the Club.

106.2 Authority to sign contracts or legal documents shall be determined by the Committee and recorded in the minutes.

Division 5 – Club Seal

107. Common Seal

107.1 If the Club adopts a common seal, the seal must bear the full incorporated name of the Club and the words 'Common Seal'.

107.2 The common seal shall be kept in the custody of the Secretary unless the Committee determines otherwise.

107.3 The common seal may be affixed only under the authority of a resolution of the Committee and in the presence of two Committee Members authorised by the Committee, at least one of whom must be the President, Secretary or Treasurer.

107.4 Each person present when the common seal is affixed must sign the document as a witness, and the use of the seal must be recorded in the Committee minutes or a seal register.

Division 6 – Electronic Records

108. Electronic Records

108.1 Records required by this Constitution or the Act may be created, maintained, transmitted and stored electronically.

108.2 Electronic records have the same legal status as paper records provided their integrity, authenticity, security and accessibility are preserved.

108.3 The Committee shall take reasonable steps to maintain appropriate backup, security and access controls.

108.4 The Committee may adopt policies governing the creation, storage, retention, backup and disposal of electronic records.

PART 9 – AMENDMENT OF THE CONSTITUTION

Division 1 – Amendments

109. Power to Amend

109.1 This Constitution may only be amended by Special Resolution of the Members in accordance with the Act.

109.2 No amendment takes effect unless made in accordance with the Act and this Constitution.

110. Proposing Amendments

110.1 A proposed amendment may be submitted by the Committee or by the number of eligible voting Members required under the Act to requisition a Special General Meeting.

110.2 A proposed amendment shall be in writing, identify the clauses to be amended, include the full wording of the proposed amendment and a brief explanatory statement.

111. Notice of Amendments

111.1 The full text of every proposed amendment shall accompany the notice convening the General Meeting at which it is to be considered.

111.2 No amendment may be considered unless proper notice has been given in accordance with this Constitution and the Act.

112. Special Resolution

112.1 Constitutional amendments shall only be approved by the majority required for a Special Resolution under the Act.

112.2 Voting on constitutional amendments shall not occur by proxy unless expressly permitted by the Act.

Division 2 – Registration and Effect

113. Registration

113.1 Following the passing of a Special Resolution, the Committee shall ensure all documents required under the Act are lodged with the appropriate authority within the prescribed time.

113.2 The Secretary shall ensure the official Constitution is updated following registration of the amendment.

114. Commencement of Amendments

114.1 An amendment takes effect on the date provided under the Act or, where the Act does not prescribe a commencement date, on the date determined by the Special Resolution.

Division 3 – Constitutional Integrity

115. Interpretation of Amendments

115.1 Amendments shall, so far as reasonably practicable, be interpreted consistently with the Objects of the Club set out in Part 1.

115.2 No amendment shall be interpreted or applied so as to cause the Club to cease complying with the Associations Incorporation Act 1981 (Qld) or to be inconsistent with the Club's not-for-profit Objects.

PART 10 – WINDING UP

Division 1 – Winding Up

116. Resolution to Wind Up

116.1 The Club may be wound up only in accordance with the Associations Incorporation Act 1981 (Qld).

116.2 A resolution to wind up the Club shall be passed only by Special Resolution of the Members where required by the Act.

116.3 The Committee shall take all reasonable steps to ensure the winding up of the Club is conducted in an orderly, transparent and lawful manner.

117. Appointment of Liquidator

117.1 Where required by the Act, the Members shall appoint a suitably qualified liquidator or other authorised person to administer the winding up of the Club.

117.2 The liquidator shall have the powers and responsibilities conferred by the Act.

Division 2 – Distribution of Assets

118. Payment of Liabilities

118.1 Before any distribution of surplus assets, all lawful debts, liabilities and obligations of the Club shall be satisfied.

119. Surplus Assets

119.1 After satisfaction of all debts and liabilities, any remaining property or assets shall not be distributed to Members.

119.2 Surplus assets shall be transferred to one or more organisations that have substantially similar objects, prohibit distributions to members and satisfy the requirements of the Act.

119.3 The recipient organisation or organisations shall be determined by Special Resolution of the Members before completion of the winding up.

119.4 If the Members do not determine the recipient organisation, the distribution shall occur in accordance with the Act.

Division 3 – Records

120. Club Records Following Winding Up

120.1 The Committee or liquidator shall ensure that all records required to be retained under the Act are preserved and dealt with in accordance with the Act.

120.2 Official records of historical significance may, where appropriate, be transferred to an appropriate archive, historical society, governing body or successor organisation.

Division 4 – Final Authority

121. Residual Matters

121.1 Any matter arising during the winding up of the Club not expressly dealt with by this Constitution shall be determined in accordance with the Act.

121.2 Nothing in this Part limits or excludes any obligation imposed by the Act.

122. Preservation of the Club's Legacy

122.1 Before completion of the winding up, the Committee or liquidator should, where reasonably practicable, ensure that the Club's historical records, perpetual trophies, honour boards and significant memorabilia are offered to the recipient organisation, Football Queensland, an appropriate historical institution, or another organisation capable of preserving the Club's history.

122.2 This clause does not affect the legal ownership or distribution of assets under the Act but expresses the Club's intention that its history and legacy be preserved wherever reasonably practicable.

Adoption and Execution

Adoption of Constitution

These proposed rules were adopted by the required majority of Members for the purpose of the Club's application for incorporation. Complete the approval particulars below immediately after the resolution is passed and retain this document with the certified meeting record.

Date approved	30 August 2026
Meeting location	Whitsunday Anglican School Hall
Required majority achieved	Yes
OFT incorporation date	_____

Certification

The President and Secretary certify that this document is a true and correct copy of the proposed rules adopted by the Members on the date recorded above. These rules remain proposed rules pending incorporation and take effect as the Club's rules when the association is incorporated.

President	Signature: _____	Date: _____
Secretary	Signature: _____	Date: _____