

**Adelaide University
Football Club Inc.**

Established 1906

BY-LAWS

Associations Incorporation Act 1985 (SA)

These are the By-laws to the Constitution of the Adelaide University Football Club Inc.

Approved On: **16th March 2026 (Executive Meeting #97)**

Purpose and Authority

- a) These By-Laws are established under Clause 9.5 of the Constitution to support the governance, administration, and operation of the Adelaide University Football Club Inc. ("the Club").
- b) These By-Laws are subordinate to the Constitution. In the event of any inconsistency, the Constitution shall prevail.
- c) These By-Laws govern operational matters and do not override governance authority established in the Constitution.
- d) These By-Laws may be amended by resolution of the Executive Committee, provided at least seven (7) days' notice has been given to Executive Committee members.

2. Executive Committee Members

- a) Co-Shared Positions
 - i. With the approval of the Executive Committee, any Executive Committee position may be co-held by two eligible individuals, except where expressly prohibited by the Constitution or these By-Laws.
 - ii. Co-holders of a shared position shall jointly exercise one vote on the Executive Committee. If both are present, they must agree on how the vote is cast. If only one co-holder is present, that individual may exercise the full vote on behalf of the shared position. In the event of disagreement between co-holders when both are present, the vote shall be forfeited.
 - iii. Co-holders are jointly responsible for fulfilling the duties of the role but may be held individually accountable for any breach of duty, misconduct, or failure to perform.
 - iv. If one co-holder resigns or is removed, the remaining co-holder may continue in the role or request a new co-holder, subject to Executive Committee approval.
 - v. The Executive Committee may, by resolution, require a co-held position to revert to a single-holder structure if it determines the arrangement is no longer in the best interests of the Club.
- b) Co-Presidency
 - i. The role of President may be co-held only with the approval of a two-thirds majority of the Executive Committee and notification to AUSF.
 - ii. Co-Presidents shall jointly fulfill the responsibilities of the President as defined in the Constitution, including participation in the Senior Executive Committee.
 - iii. The Co-Presidents shall collectively hold one vote on both the Executive Committee and the Senior Executive Committee.
 - iv. The Co-Presidents must coordinate to ensure continuity of leadership and representation. In the event of disagreement on a vote, the vote shall be forfeited.
 - v. The Executive Committee may, by resolution, dissolve a co-Presidency and require the appointment of a single President.

- c) Resignation from Executive Committee
 - i. An Executive Committee member may resign from their position by submitting written notice to the Chairperson or President. The resignation takes effect on the date specified in the notice, or if no date is specified, upon receipt by the Club.
 - ii. For the positions of President and Treasurer, any newly elected or appointed replacement must attend at least one Executive Committee meeting with the outgoing office bearer prior to the formal handover of responsibilities.
 - A. The purpose of the joint meeting is to ensure continuity of leadership and financial oversight, including:
 - i Transfer of knowledge, documents, and access credentials
 - ii Review of ongoing projects, commitments, and risks
 - iii Clarification of duties, expectations, and reporting obligations
 - B. The formal handover shall not be considered complete until:
 - i The joint meeting has occurred, and
 - ii The outgoing office bearer has provided all required handover materials in accordance with clause 2(c)(iii).
 - C. In exceptional circumstances where the outgoing office bearer is unable to attend a meeting (e.g. illness, relocation), the Executive Committee may approve an alternative handover process, provided it ensures adequate transfer of knowledge and responsibilities.
 - iii. Upon resignation, the outgoing member must:
 - A. Provide a written handover to the Executive Committee or their successor, including key responsibilities, ongoing projects, and access to relevant documents or systems.
 - B. Return all Club property, records, and materials in their possession within 14 days of resignation.
- d) Succession and Handover

Outgoing Executive Committee members must provide a written handover to their successors, including key contacts, current projects, and access to relevant systems and documentation. The Executive Committee may adopt a standard handover template to support this process.
- e) Attendance and Participation

Executive Committee members are expected to attend all scheduled meetings unless reasonable notice is provided. Repeated unexcused absences may trigger a review of the member's position in accordance with clause 9.2(m) of the Constitution.

3. Committees and sub-committees

- a) The Executive Committee may create and disband sub-committees as required to support Club operations. All committees and sub-committees shall operate under written terms of reference approved by the Executive Committee, and must report regularly to the Executive Committee.
- b) Sub-committees must:
 - i. Submit a report, either verbal or written to the Executive Committee at least once per quarter, or more frequently if requested.
 - ii. Maintain accurate records of meetings and decisions, which must be made available to the Executive Committee upon request.
 - iii. Operate within the scope of their delegated authority and may make operational decisions relevant to their area of responsibility.
 - iv. Refer any decisions with financial, legal, or reputational implications to the Executive Committee for approval.
 - Any matter involving:
 - expenditure outside an approved budget or exceeding limits set by the Executive Committee;
 - the execution or agreement of contracts or financial commitments on behalf of the Club;
 - legal, regulatory, or compliance matters;
 - issues that may materially affect the Club's reputation or governance; or
 - changes to Club policy or strategic directionmust be referred to the Executive Committee for approval prior to implementation.
- c) The Executive Committee retains ultimate responsibility for all decisions and may override or revoke sub-committee decisions at its discretion.
- d) Sub Committees may include, but are not limited to:
 - a. Nominations Committee, to consider:
 - i. Life Membership nominations
 - ii. Hall of Fame nominations
 - iii. University Blues nominations
 - iv. Other AU Sport awards and scholarship nominations
 - v. Honorary and other such memberships
 - vi. AUFC scholarships
 - b. Infrastructure Committee
 - c. Finance Committee
 - d. Social Committee
 - e. Communications and Marketing Committee
 - f. Sponsorship / membership Committees
 - g. Men's Football Committee

- h. Women's Football Committee
- i. Historical Committee
- j. A Senior Executive Committee comprised of the President, Chairperson and Treasurer, as defined in the constitution, with authority to engage with others at their discretion, and may act between Executive Committee meetings only on urgent operational matters and must not exercise powers reserved for the full Executive Committee under clause 9.2 of the Constitution.
 - i. All decisions must be ratified at the next Executive Committee meeting.
 - ii. The Senior Executive Committee may not:
 - Amend policy.
 - Commit significant financial expenditure outside approved budgets.

4. Membership Categories

Any new membership category created under Clause 5.1(e) of the Constitution must be approved by resolution of the Executive Committee and recorded in the Club's membership register and policies.

a) Life Member

- i. Life membership Categories:
 - A. A "*Player/coach Life Member*" must have played or coached in at least a combined total of 200 games for the club and must also be of excellent character. This is not an automatic appointment based only on games played and/or coached.
 - B. A "*Non-player Life Member*" must have dedicated at least 10 years' extraordinary service to the club without having received any financial payment in recognition of that service. The non-player life member must also be of excellent character.

b) Hall of Fame

- i. Life Members may be nominated by any member of the club for consideration for election to the "*Hall of Fame.*" Hall of Fame elevation is reserved for the rarest, most unique, most selfless examples of enduring voluntary service to the club. The Hall of Fame nominees must also be of excellent and exceptional character.
- ii. Any member may nominate a person in writing/email to the President for consideration for election to the Hall of Fame. If approved by the Executive (after due consideration and approval of the nominations subcommittee) then the AGM will consider the nomination by a vote of the general membership. Election will require a 75% majority vote at the AGM.

c) Club Patron and other Honorary positions

The nominations subcommittee may recommend and the Executive may, at its discretion, appoint individuals to any of the following honorary positions for such period as may be deemed appropriate. Such honorary position holders shall not be eligible to vote at meetings unless they are current financial members of the Club under another category of membership:

- i. Patron
- ii. Vice Patron

- iii. No. 1 Ticket Holder
- iv. Club Legend (noting that Bob Neil shall automatically hold this position permanently during his lifetime)
- v. Honorary Member

d) Corporate Sponsorship

- i. The Executive Committee may recommend categories of 'corporate sponsorship' and may in turn determine the price of such sponsorship and the benefits offered by each such sponsorship category.
- ii. The Executive reserves the right to determine in its absolute discretion whether or not an individual person representing a particular corporate sponsor is entitled to 'membership' of the club (and the usual voting and other rights that flow from such membership).

5. Dispute and Misconduct Resolution Procedure

- a) Disputes and disciplinary matters shall be managed in accordance with Part F of the Constitution and any applicable Club policies adopted by the Executive Committee.

6. Confidentiality

- a) Executive Committee members must maintain the confidentiality of all information obtained through their role, including but not limited to:
 - i. Personal information of members, players, volunteers, and staff
 - ii. Financial information, budgets, and sponsorship arrangements
 - iii. Internal discussions, deliberations, and decision-making processes
 - iv. Disciplinary, dispute, or misconduct matters
 - v. Any information designated as confidential by the Executive Committee
- b) Confidential information may only be disclosed where:
 - i. Required by law
 - ii. Necessary for the proper performance of the member's duties
 - iii. Explicitly authorised by the Executive Committee
 - iv. Former Executive Committee members remain bound by this confidentiality obligation after their term ends, including following resignation or removal.
 - v. A breach of confidentiality may constitute misconduct and may result in action under the Constitution or any applicable Club policies.