

**CONSTITUTION OF
HILDERINC FOOTBALL CLUB**

(3rd Revision, 2017)

NAME

1.1 This Society shall be known as the “**HILDERINC FOOTBALL CLUB**”, hereinafter referred to as the “Club”.

PLACE OF BUSINESS

2.1 Its place of business shall be at “30 Kaki Bukit Road 3 #01-17 Empire TechnoCentre Singapore 417819” or such other address as may subsequently be decided upon by the Committee and approved by the Registrar of Societies. The Club shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

OBJECTS

3.1 As an amateur football club, its objects are:

- a) That the Club is an all-inclusive football team which embraces people of all race, language, religion and gender with the love of the Beautiful Game as our main motivation.
- b) That the Club is a team that strives to be competitive and successful but an exemplary outfit in the local amateur football scene, holding fast to the values of sportsmanship as befitting our motto: “The Way of the Blacks - Passion, Determination, Chivalry & the Love for the Beautiful Game.

MEMBERSHIP QUALIFICATION AND RIGHTS

Members, hereinafter referred to as “Players” and “Non Playing Members”.

4.1 Membership is open to everyone regardless of one’s race, language, religion, gender, nationality or any other societal or personal variances and shall be categorised under “Players” and “Non Playing Members”

4.2 Players must possess an acceptable level of footballing competence to participate in any competitive football tournaments that the Club competes in.

4.3 Non Playing Members can be invited, or request to join the Club, subjected to the approval of the Committee.

4.4 Only Players and Non Playing Members who are above 21 years of age shall have the right to vote and to hold office in the Club.

APPLICATION & CESSATION FOR MEMBERSHIP

- 5.1 A person wishing to join the Club can submit his/ her interest and particulars to the Club via electronic mail or any other communication means.
- 5.2 A new player or non-playing member can be referred or proposed to the Club by existing or former players.
- 5.3 The Club can approach suitable persons to join the Club.
- 5.4 Cessation of membership will apply when any persons is no longer a player of the Club, due to and not limited by, permanent relocation, joining another football team, injury, failure to comply with rules and regulations of the Club, disciplinary misdemeanour on and off the playing pitch not befitting the Club's Objects, and these persons will be termed as "former players" or when a Non Playing Member decides to leave the Club due to and not limited by the above mentioned reasons, and these persons will be termed as "former members".
- 5.5 A former player or a former member is allowed to re-join the Club at any time, unless objected by the Committee.

TOURNAMENT, MATCH FEES AND OTHER DUES

- 6.1 There shall be no entrance or subscription fee payable for all players.
- 6.2 Every player participating in any tournament shall be required to pay as Tournament Fees,
- a) S\$ 50.00 for Working Adults
 - b) S\$ 25.00 for Students and Full-time National Service Personnel
- 6.3 Every player who plays in a tournament or friendly game shall be required to contribute as Match Fees,
- a) S\$ 10.00
- * Members with financial issues, who will be reviewed on a case by case basis
- 6.4 Any player playing 15 minutes or less in any match shall not be required to contribute any match fees for the match played.
- 6.5 Any player voted as Man of the Match shall not be required to contribute any match fees for the following game he plays in.
- 6.6 Any player who fails to pay the Tournament Fees for a season, will stand to be ineligible for the Man of the Match incentive, and all other End of the Season Individual Awards for the following season, until which the time he clears his due.
- 6.7 Any amendments to the Tournament Fee and Match Fee may only be with the consent of the general meeting of members.

6.8 Any additional fund required for special purposes may only be raised from players and non-playing members with the consent of the general meeting of members.

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

PARTICIPATION IN AMATEUR FOOTBALL COMPETITIONS

7.1 The Club shall participate in amateur football leagues, futsal tournaments or any other invitational events in Singapore and/ or overseas approved by the Committee.

7.2 Any withdrawal from and/ or application into another primary amateur football league shall be with the consent of the general meeting of members.

EXPANSION AND CHARITY

8.1 The Club shall be allowed to expand to cater to the growth in player numbers with formation of second, feeder and/ or youth football teams.

8.2 Second, feeder and/ or youth football teams shall have "Hilderinc" as in their name and shall consist of their own working management team, appointed, overseen and facilitated by the Club.

8.3 The Club shall be allowed to engage in charity works in Singapore and/ or overseas.

8.4 Portion of existing funds or additional funds shall be allowed to be used or collected to contribute to monthly, half yearly, yearly and/ or one time donations to general and/ or adopted charitable organisation(s) in Singapore or overseas as approved by the Committee.

8.5 The Club shall not engage in activities outside Singapore which are not in accordance with the laws of the foreign country.

SUPREME AUTHORITY AND GENERAL MEETINGS

9.1 The supreme authority of the Club is vested in a General Meeting of the members.

9.2 An Annual General Meeting shall be held within 3 months from the close of its financial year.

9.3 At other times, an Extraordinary General Meeting must be called by the President on the request in writing of not less than 25% of the total voting membership, and may be called at any time by order of the Committee. The notice in writing shall be given to the Secretary setting forth the business that is to be transacted. The Extraordinary General Meeting shall be convened within two (2) months from receiving this request to convene the Extraordinary General Meeting.

9.4 If the Committee does not within two (2) months after the date of the receipt of the written request proceed to convene an Extraordinary General Meeting, the players who requested for the Extraordinary General Meeting shall convene the Extraordinary General Meeting by giving ten (10) days' notice to voting members setting forth the business to be transacted and simultaneously posting the agenda on the Club's website.

9.5 At least two (2) weeks' notice shall be given of an Annual General Meeting and at least ten (10) days' notice of an Extraordinary General Meeting. Notice of meeting stating the date, time and place of meeting shall be sent by the Secretary to all voting members. The particulars of the agenda shall be posted on the Club's website four (4) days in advance of the meeting.

9.6 Unless otherwise stated in this Constitution, voting by proxy shall not be allowed at all General Meetings.

9.7 The following points will be considered at the Annual General Meeting:

- a) The previous financial year's accounts and annual report of the Committee.
- b) Where applicable, the election of office-bearers and Honorary Auditors for the following term.

Any player or non-playing member who wishes to place an item on the agenda of a General Meeting may do so provided he gives notice to the Secretary one (1) week before the meeting is due to be held.

9.8 At least 25% of the total voting membership, present at a General Meeting shall form a quorum. Proxies shall not be constituted as part of the quorum.

9.9 In the event of there being no quorum at the commencement of a General Meeting, the meeting shall be adjourned for half an hour and should the number then present be insufficient to form a quorum, those present shall be considered a quorum, but they shall have no power to amend any part of the existing Constitution.

MANAGEMENT AND COMMITTEE

- 10.1 The administration of the Club shall be overseen by a Committee consisting of the following to be elected at each Annual General Meeting:
- A President
 - A Secretary
 - A Treasurer
- Ordinary Committee Members, consisting no less than (7) seven members with no limit set to the number of members elected and/or as determined by the Committee.
- Honorary Members can be appointed at the recommendation of the Committee, and approved at each Annual General Meeting but the appointment shall carry no voting rights and shall have no executive powers.
- 10.2 Names for the above offices shall be proposed and seconded at the Annual General Meeting and election will follow on a simple majority vote of the players. All office-bearers, except the Treasurer may be re-elected to the same or related post for more than one consecutive term of office. The Treasurer may serve the same office for no more than two consecutive terms. The term of office of the Committee is one year.
- 10.3 Election will be either by show of hands or, subject to the agreement of the majority of the voting members present, by a secret ballot. In the event of a tie, a re-vote shall be taken and if it still results in a tie, a lot shall be drawn to determine who shall be the successful candidate unless the contesting candidate(s) withdrew in favour of one of themselves.
- 10.4 A Committee Meeting shall be held at least twice a year after giving seven (7) days' notice to Committee Members. The President may call a Committee Meeting at any time by giving five (5) days' notice. Majority of the Committee Members must be present for its proceedings to be valid.
- 10.5 Any member of the Committee absenting from three (3) meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Committee and a successor may be co-opted by the Committee to serve until the next Annual General Meeting. Any changes in the Committee shall be notified to the Registrar of Societies within two (2) weeks of the change.
- 10.6 In the event should the number of Committee Members drops below the minimum ten (10) through resignation or any other reasons the remaining members can co-opt a successor to serve until the next Annual General Meeting. Any changes in the Committee shall be notified to the Registrar of Societies within two (2) weeks of the change
- 10.7 Any member of the Committee who wishes to resign from their position for any reasons whatsoever shall do so officially in writing giving a Resignation Notice period of no less than three (3) months.

DUTIES OF OFFICE-BEARERS

11.1 The President shall chair all General and Committee meetings.

11.2 The Secretary shall assist the President and deputise for him/ her in his/ her absence.

11.3 The Treasurer shall keep all funds and collect and disburse all moneys on behalf of the Club and shall keep an account of all monetary transactions and shall be responsible for their correctness, and/ or he/ she shall assign the General Manager or the Team Manager to carry out the above mentioned duties while overseeing the accounts. He/ She is authorised or is allowed to authorise the General Manager or the Team Manager to expend up to S\$ 100.00 per month for petty expenses on behalf of the Club. He/ She or the appointed General Manager or Team Manger will not keep more than S\$ 100.00 in the form of cash and money in excess of this will be deposited in a bank to be named by the Committee. Cheques, etc. for withdrawals from the bank will be signed by the Treasurer and either the President or the Secretary.

11.4 Committee Members shall assist in the general administration of the Club and perform duties assigned by the Committee from time to time and may form Sub-Committees to any specific projects undertaken by the Club.

APPOINTMENT OF GENERAL MANAGER

12.1 The Committee shall appoint a General Manager to oversee the daily administration of the Club.

12.2 An Officer Bearer or a Committee Member can be appointed to the role of a General Manager.

APPOINTMENT OF TEAM MANAGER

13.1 The Committee shall appoint a Team Manager to manage the daily Club administration, and will come under the direct supervision of the General Manager.

13.2 Autonomy shall be given by the Committee to the Team Manager in managing the Club in the best interest in accordance to the Club's objects and constitution.

13.3 A Committee Member, Player or a Non Playing Member can be appointed to the role of a Team Manager.

DUTIES OF A TEAM MANAGER

14.1 The duty of the Team Manager is to organise, supervise and manage the daily activities of the Club and Player welfare, both on and off the playing pitch. The Team Manager may not act contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remain subordinate to the Committee, General Manager and the General Meetings.

14.2 The Team Manager as authorised by the Committee/ Treasurer, shall keep all funds and collect and disburse all moneys on behalf of the Club and shall keep an account of all monetary transactions and shall be responsible for their correctness. He/ She is as authorised, to expend up to S\$ 100.00 per month for petty expenses on behalf of the Club. He will not keep more than S\$ 100.00 in the form of cash and money in excess of this will be deposited in a bank to be named by the Committee.

14.3 The Team Manager shall also represent the Club in its dealings with outside persons.

14.4 The Team Manager shall keep all records of the Club and shall be responsible for their correctness and will present them to the Committee whensoever requested upon. He/ She will keep minutes of all General and Committee meetings. He/ She shall maintain an up-to-date Register of Players and Non Playing Members at all times.

AUDIT AND FINANCIAL YEAR

15.1 Two (2) voting members, not being members of the Committee, shall be elected as Honorary Auditors at each Annual General Meeting and will hold office for a term of one year only and shall not be re-elected for a consecutive term. The accounts of the Club shall be audited by a firm of Certified Public Accountants if the gross income or expenditure of the Club exceeds \$500,000 in that financial year, in accordance with Section 4 of the Societies Regulations.

15.2 They:

- a) Will be required to audit each year's accounts and present a report upon them to the Annual General Meeting.
- b) May be required by the President to audit the Club's accounts for any period within their tenure of office at any date and make a report to the Committee.

15.3 The financial year shall be from *(to be assigned by the Registry of Societies)*.

TRUSTEES

- 16.1 If the Club at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.
- 16.2 The trustees of the Club shall:
- a) Not be more than four (4) and not less than two (2) in number.
 - b) Be elected by a General Meeting of members.
 - c) Not effect any sale or mortgage of property without the prior approval of the General Meeting of members.
- 16.3 The office of the trustee shall be vacated:
- a) If the trustee dies or becomes a lunatic or of unsound mind.
 - b) If he/she is absent from the Republic of Singapore for a period of more than one (1) year.
 - c) If he/ she is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee.
 - d) If he/ she submits notice of resignation from his/ her trusteeship.
- 16.4 Notice of any proposal to remove a trustee from his/ her trusteeship or to appoint a new trustee to fill a vacancy must be given by posting it on the notice board in the Club's premises at least two (2) weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Registrar of Societies.
- 16.5 The address of each immovable property, name of each trustee and any subsequent change must be notified to the Registrar of Societies.

PROHIBITIONS

- 17.1 Gambling of any kind, excluding the promotion or conduct of a private lottery which has been permitted under the Private Lotteries Act Cap 250, is forbidden on the Club's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.
- 17.2 The funds of the Club shall not be used to pay the fines of members who have been convicted in court of law.
- 17.3 The Club shall not engage in any trade union activity as defined in any written law relating to trade unions for the time being in force in Singapore.
- 17.4 The Club shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.

17.5 The Club shall not hold any lottery, whether confined to its members or not, in the name of the Club or its office-bearers, Committee or members unless with the prior approval of the relevant authorities.

17.6 The Club shall not raise funds from the public for whatever purposes without the prior approval in writing of the Assistant Director Operations, Licensing Division, Singapore Police Force and other relevant authorities.

AMENDMENTS TO CONSTITUTION

18.1 The Club shall not amend its Constitution without the prior approval in writing of the Registrar of Societies. No alteration or addition/deletion to this Constitution shall be passed except at a general meeting and with the consent of two-thirds (2/3) of the voting members present at the General Meeting.

INTERPRETATION

19.1 In the event of any question or matter pertaining to day-to-day administration which is not expressly provided for in this Constitution, the Committee shall have power to use their own discretion. The decision of the Committee shall be final unless it is reversed at a General Meeting of members.

DISPUTES

20.1 In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Extraordinary General Meeting in accordance with this Constitution. Should the members fail to resolve the matter, they may bring the matter to a court of law for settlement.

DISSOLUTION

21.1 The Club shall not be dissolved, except with the consent of not less than three-fifths ($\frac{3}{5}$) of the total voting membership of the Club for the time being resident in Singapore expressed, either in person or by proxy, at a General Meeting convened for the purpose.

21.2 In the event of the Club being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Club shall be fully discharged, and the remaining funds will be disposed of in such manner as the General Meeting of members may determine or donated to an approved charity or charities in Singapore.

21.3 A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies.

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