

**NORTHERN
FOOTBALL LEAGUE
INCORPORATED**



STATEMENT OF RULES

**Adopted
December 2015**

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NORTHERN FOOTBALL LEAGUE INCORPORATED
STATEMENT OF RULES

1. NAME

The name of the incorporated association is Northern Football League Incorporated (in these Rules called "the League").

2. PURPOSES

2.1 The purposes of the Northern Football League Incorporated (hereinafter referred to as "the League") are to encourage, promote, control, arrange and develop the playing of Australian Rules Football by and between its affiliated members and their registered players.

2.2 Solely for the purpose of furthering the above mentioned purposes of the League, the League shall have power to:

2.2.1 Provide and maintain premises from which the activities of the League will be conducted;

2.2.2 Affiliate any club the League may deem appropriate to affiliate;

2.2.3 Establish and maintain uniform rules under which all affiliated clubs participate in matches under the control of the League;

2.2.4 Become affiliated or act in conjunction with any other body having as its objects the encouragement, development, fostering and promotion or regulation of Australian Rules Football;

2.2.5 Act as an Appellate Tribunal to hear evidence and determine complaints between affiliated clubs;

2.2.6 make selection and be responsible for representative players or teams to participate in matches with a team or competitions of or with other bodies having as their purposes the encouragement, development, fostering, promotion or regulation of Australian Rules Football;

2.2.7 Control the selection and appointment of any representative player, official or league teams;

2.2.8 Control and discipline every player and official of any team participating in a competition organised or sanctioned by the League in relation to conduct occurring before during or after the playing of the match;

2.2.9 Undertake and execute any trusts and to hold upon trust real and personal property;

2.2.10 Purchase, take on lease or exchange, hire and otherwise acquire any land, buildings or personal property of any nature whatsoever;

2.2.11 Enter into arrangements with a Federal, State or local government bodies;

2.2.12 Select, employ, remove or suspend such employees as is appropriate;

2.2.13 Expend any monies necessary to construct, improve, maintain and develop any buildings, grounds or conveniences;

2.2.14 Invest and deal with the real and personal property of the League not immediately required or used by the League;

2.2.15 Take or otherwise acquire shares or other securities in any other company or body corporate;

- 2.2.16 Enter into any commercial arrangements for the supply of goods and services to the League, affiliated clubs and other persons;
- 2.2.17 Give credit to any affiliated clubs or person or body corporate;
- 2.2.18 Borrow or raise money, either alone or jointly with any other person or persons whether upon fluctuating advance account or overdraft facility or on secured debentures, mortgages or charges;
- 2.2.19 Purchase, draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, cheques or other negotiable or transferable instruments of whatsoever kind and whether alone or jointly or jointly and severally with any other person or persons, corporation or corporations or firm or firms;
- 2.2.20 Sell, improve, manage, develop, exchange, lease, licence, dispose of, turn to account or otherwise deal with all or any of the property or proprietary rights of the League;
- 2.2.21 Take or hold mortgages, liens or charges to secure payment of the purchase price or any unpaid balance of the purchase price or any part of the League's real or personal property or proprietary rights of whatsoever kind as may be sold from time to time;
- 2.2.22 Take any gift of property, whether subject to any special trusts or not for any one or more of the purposes of the League;
- 2.2.23 Print and publish any newspaper, letter, circular periodical, booklet or leaflet;
- 2.2.24 Amalgamate with any incorporated association, companies, institutions or societies or unincorporated bodies having purposes similar to the League and whose Statement of Purposes or Memorandum of Association prohibits the division of its income and property amongst members except upon winding up of the body;
- 2.2.25 Purchase or otherwise acquire undertake all or any of the property assets or liabilities of any incorporated association, company, institution, society or unincorporated body;
- 2.2.26 Obtain all licenses, permits, clearances and authorities required from time to time;
- 2.2.27 Establish and maintain any insurance arrangements in relation to all property of the League, players and employees within the control of the League;
- 2.2.28 Make charitable donations from time to time.

3. DEFINITION AND INTERPRETATION

- 3.1 In these Rules the following terms, unless the contrary intention appears, are in relation to all matters relating to Australian Rules Football:

Act: The *Associations Incorporation Reform Act 2012 (Vic)*, the Regulations and all amendments thereto from time to time.

Affiliated Football Club: A football club affiliated with the League whose application for Membership has been approved in accordance with Rule 4 herein.

Affiliated Netball Club: A netball club not affiliated with a football club, whose application for Membership has been approved in accordance with Rule 4 herein.

Affiliated Senior Club: A club affiliated with the League in accordance with clause 4.2 herein.

Affiliated Junior Club: A club affiliated with the League in accordance with clause 4.3 herein.

Auditor: The auditor (a registered auditor or company) appointed by the League to audit the League's accounts.

Board: The Board of the League referred to in Rule 10.3 herein.

Board Member: A Member of the League's Board.

By-Laws: The By-Laws of the League.

Club Delegate: A person nominated by an Affiliated Club under Rule 4.7 or Rule 4.8.

CEO: The CEO of the League appointed in accordance with Rule 16 herein.

Emergency General Meeting: A meeting convened for urgent items such as the playing of games for the forthcoming Saturday or other urgent business for which seven days' notice is not appropriate.

Financial Year: The year ending on 31 October.

Junior Committee: A sub-committee appointed by the Board to oversee Junior Football. This committee is chaired by a nominated NFL Board member.

Member: When used in isolation refers to an Affiliated Club of the League.

Netball Team: A team competing in a NFL Netball competition that is affiliated to an affiliated senior or affiliated junior club as per Schedules 1 and 2.

Official: Includes any person acting on behalf of an Affiliated Senior Club or Affiliated Junior Club in relation to any match approved or controlled by the League or any elected office bearer of an Affiliated Club.

Registered Player: A person registered by the League to play in the competitions conducted by it.

Regulations: Regulations under the Act.

Special Resolution: A resolution that requires not less than three-quarters of the members voting at a general meeting, to vote in favour of the resolution.

3.2 Words and expressions contained in these Rules will be interpreted in accordance with the provisions of the *Interpretation of Legislation Act 1984* (Vic) and the Act as in force from time to time.

4. MEMBERSHIP

4.1 Member Types

The League shall consist of the following Members:

- i. Affiliated Senior Clubs (pursuant to 4.2);
- ii. Affiliated Junior Clubs (pursuant to 4.2);
- iii. Affiliated Netball Clubs (pursuant to 4.2);
- iv. Board Members (pursuant to 4.3);

- v. Life Members (pursuant to 4.15).

4.2 Affiliated Clubs

- 4.2.1 Each Affiliated Senior Club listed in Schedule 1 is an Affiliated Club.
- 4.2.2 Each Affiliated Junior Club listed in Schedule 2 is an Affiliated Club.
- 4.2.3 Each Affiliated Netball Club listed in Schedule 3 is an Affiliated Club.
- 4.2.4 Each Affiliated Club is a Member of the League.
- 4.2.5 Each Affiliated Club, in order to maintain its entitlement to Membership must make due and punctual payment of all affiliation fees payable under these Rules or enter into and comply with a financial arrangement as approved by the Board from time to time.
- 4.2.6 Any other club seeking to participate in the competitions conducted by the League, which club satisfies the Board of the following, namely, that:
 - i. It is incorporated pursuant to the Act or be a company incorporated pursuant to the *Corporations Act*;
 - ii. Its application will comply with and satisfy the AFL Victoria requirements for transfer of clubs between Leagues;
 - iii. Its facilities and financial circumstances are of a standard acceptable to the Board;
 - iv. Its name and uniform are acceptable to the Board or will be altered to a uniform acceptable to the Board;
 - v. It was a financial Member for the previous seasons of the previous league or association with which it was affiliated (if applicable);
 - vi. It is willing to pay a security bond of up to \$2,000.00 upon being accepted into the League;
 - vii. It is willing to pay an acceptance fee as determined by the Board;
 - viii. It may make a written application to the League for Membership as an Affiliated Club.
- 4.2.7 Each Affiliated Senior Club shall be entitled to nominate two persons, one of whom shall be an office holder at the Affiliated Club (Club President or Club Secretary) or such other person authorised in writing by the Affiliated Club and approved by the Board, as its representatives at meetings of the League.
- 4.2.8 Each Affiliated Junior Club shall be entitled to nominate one person who shall be an office holder at the Affiliated Club (Club President or Club Secretary) or such other person authorised in writing by the Affiliated Club and approved by the Board, as its representative at meetings of the League.
- 4.2.9 Any person nominated under this rule will be known as a Club Delegate. Club Delegates must be notified by their respective Affiliated Clubs to the Board. This notification shall be lodged with the League on or before 15 December for the next year. Failure to lodge the form in accordance with this rule will give rise to a fine at the discretion of the Board.
- 4.2.10 All applications by Clubs wishing to become Affiliated Clubs will be voted on at any following Annual or Special Meeting and will be effective upon a majority decision of all Members of the League actually attending and entitled to vote at the meeting at which the application is considered.

- 4.2.11 All Affiliated Clubs must hold their annual meetings prior to 30 November each year to approve the Affiliated Club's team entries in the football competitions conducted by the League for the forthcoming year.
- 4.2.12 Each Affiliated Club, as a Member of the League, agrees to be bound by the Rules, By-laws, determinations and decisions of the League, for itself, its Officials and Registered Players.

4.3 Board Members

- 4.3.1 The Members of the Board ("Board Members") from time to time shall be Members of the League for such time only as they hold office.
- 4.3.2 Each Board Member shall be entitled to attend, speak and vote at all Annual and Special General Meetings of the League.

4.4 Life Members

- 4.4.1 The Board may in each financial year appoint for life Membership of the League up to 3 persons who have served a minimum of 10 years in the promotion of the League's objects.
- 4.4.2 All Life Members shall be entitled to:
- i. A suitably inscribed medallion;
 - ii. Attend all Annual and Special General Meetings of the League and speak at such meetings but shall not be entitled to vote;
 - iii. Such other benefits the Board may determine.

5. REGISTAR OF MEMBERS

- 5.1 The CEO shall keep and maintain a register of Members in which shall be entered the name and address and of each Member of the League. The register shall be available for inspection by all Members upon request to the CEO.
- 5.2 Each Member shall within 14 days of a change of its executive committee or club delegates taking place notify the CEO of any such change.

6. VOTING RIGHTS

The voting at all Annual and Special General Meetings of the League shall be as follows:

- 6.1 Every Affiliated Senior Club shall be entitled to attend by its delegates and debate any resolution or amendment thereof, and shall be entitled to two votes on any resolution or amendment thereof provided that the Club Delegates of an Affiliated Club that has failed to pay all debts in excess of \$500 (or such other sum determined by the Board of Management from time to time) due to the League for 60 days or more prior to each respective Annual or Special General Meeting shall be ineligible to vote until the indebtedness has been paid or is the subject of a payment arrangement accepted by the Board prior to each respective Annual or Special General Meeting.
- 6.2 Every Affiliated Junior Club shall be entitled to attend by its delegates and debate any resolution or amendment thereof, and shall be entitled to one vote on any resolution or amendment thereof provided that the Club Delegates of an Affiliated Club that has failed to pay all debts in excess of \$500 (or such other sum determined by the Board of Management from time to time) due to the League for 60 days or more prior to each respective Annual or Special General Meeting shall be ineligible to vote until the indebtedness has been paid or is the subject of a payment arrangement accepted by the Board prior to each respective Annual or Special General Meeting.

- 6.3 Every Affiliated Netball Club shall be entitled to attend by its delegates and debate any netball only resolution or amendment thereof, and shall be entitled to one vote on any netball only resolution or amendment thereof provided that the Club Delegates of an Affiliated Club that has failed to pay all debts in excess of \$500 (or such other sum determined by the Board of Management from time to time) due to the League for 60 days or more prior to each respective Annual or Special General Meeting shall be ineligible to vote until the indebtedness has been paid or is the subject of a payment arrangement accepted by the Board prior to each respective Annual or Special General Meeting.
- 6.4 Every individual Board Member shall be entitled to attend and debate any resolution or amendment thereof, and shall be entitled to one vote on any resolution or amendment thereof.
- 6.5 Every Life Member shall be entitled to attend and debate any resolution or amendment thereof, but shall not be entitled to vote.
- 6.6 Each independent team shall be entitled to attend and debate any resolution or amendment thereof, but shall not be entitled to vote.
- 6.7 In the event of an equality of votes, the Chairman of the Meeting shall, in addition to his one vote, be entitled to a further casting vote.

7. AFFILIATION FEE

The annual affiliation fee payable by Affiliated Clubs to the League shall be determined by the Board.

8. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS

- 8.1 Subject to these Rules, in respect of any matter not expressly dealt with in the By-laws, if the Board is of the opinion that a Member, Registered Player or Official has:
- i. Refused or neglected to comply with these Rules;
 - ii. Been found guilty of conduct unbecoming of a Member, Registered Player or Official;
 - iii. Engaged in conduct prejudicial to the interests of the League;

The Board may refer the matter to conciliation under Rule 8 or resolve to proceed under this rule and resolve to:

- i. Fine that Member, Registered Player or Official;
 - ii. Suspend that Member, Registered Player or Official from Membership of the League or from participation in matches conducted by the League for a specific period;
 - iii. Expel that Member, Registered Player or Official from the League;
 - iv. Deduct match points from that Member;
 - v. Disqualify that Member, Registered Player or Official from any match played in a finals series and award the match to the opposing team.
- 8.2 A resolution of the Board under sub-rule 8.1 to expel a Member, Registered Player or Official does not take effect unless:
- i. At a meeting held in accordance with Rule 8.4 the Board confirms the resolution; and
 - ii. If the Member exercises a right of appeal to the League under this rule, the Affiliated Clubs confirm the resolution in accordance with this rule.

- 8.3 A meeting of the Board to confirm or revoke a resolution passed under sub-rule 8.2 must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the Member in accordance with sub-rule 8.4.
- 8.4 For the purpose of giving notice in accordance with Rule 8.3, the CEO must, as soon as practicable, cause to be given to the Member, Registered Player or Official a written notice:
- i. Setting out the resolution of the Board and the grounds on which it is based;
 - ii. Stating that the Member, Registered Player or Official or his or her representative, may address the Board at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that Member;
 - iii. Stating the date, place and time of that meeting;
 - iv. Informing the Member, Registered Player or Official that he or she may do one or both of attend that meeting or give to the Board before the date of that meeting a written statement seeking the revocation of the resolution;
 - v. Informing the Member, Registered Player or Official that, if at that meeting, the Board confirms the resolution, he or she may not later than 48 hours after that meeting, give the CEO a notice to the effect that he or she wishes to appeal to the League in general meeting against the resolution.
- 8.5 At a meeting of the Board to confirm or revoke a resolution passed under sub-rule 8.1 the Board must:
- i. Give the Member, Registered Player or Official or his or her representative, an opportunity to be heard;
 - ii. Give due consideration to any written statement submitted by the Member, Registered Player or Official;
 - iii. Determine by resolution whether to confirm or to revoke the resolution.
- 8.6 If at the meeting of the Board, the Board confirms the resolution, a Member, Registered Player or Official may, not later than 48 hours after that meeting, give the CEO a notice to the effect that he or she wishes to appeal to the League in General Meeting against the resolution.
- 8.7 If the CEO receives a notice under Rule 8.6, he or she must notify the Board and the Board must convene a Special General Meeting to be held within 21 days after the date on which the CEO received the notice.
- 8.8 At a Special General Meeting of the League convened under Rule 8.7:
- i. No business other than the question of the appeal may be considered;
 - ii. The Board may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - iii. The Member, Registered Player or Official or his or her representative, must be given an opportunity to be heard;
 - iv. The Members or their representatives present and entitled to vote under these rules must vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 8.9 A resolution at a General Meeting of the League convened under Rule 8.7 is confirmed if not less than two thirds of the Members or their representatives, entitled to vote under the Rules, vote in person, in favour of the resolution. In any other case, the resolution is revoked.

9. DISPUTES AND CONCILIATION

9.1 The conciliation procedure set out in Schedule 3 applies to any matter referred for conciliation by the Board pursuant to Rule 8.1.

9.2 Any other complaint or dispute between the following shall be dealt with in accordance with the procedure set out in the By-Laws:

- i. A Member and another Member or any Registered Player or Official or another Member; or
- ii. A Member and the League; or
- iii. A Member and a Registered Player or Official of that Member, where the Member has referred the dispute to the League for resolution; or
- iv. A Member and the Association itself.

9.3 Board Referral

The Board may resolve to refer for conciliation under this rule, before proceeding further under Rule 8.1, any charge that a Member, Registered Player or Official has refused or neglected to comply with these Rules of the Associations by-laws or has been guilty of conduct unbecoming a Member or prejudicial to the interests of the League.

9.4 Conciliation Procedure

9.4.1 Once the referral of the charge, dispute or complaint has been made, the parties shall proceed with the resolution of the charge, dispute or complaint, howsoever referred, in accordance with this rule.

9.4.2 If the conciliation process does not result in any charge, dispute or complaint being resolved, the matter shall be referred to the Grievance Committee for determination in accordance with the procedure set out in the By-Laws.

10. BOARD

10.1 Power

10.1.1 The Affairs of the League shall be managed by the Board, constituted as provided in clause 10.3 herein. In the event of a vacancy or vacancies in any position of the Board, the remaining Members of the Board may act provided their numbers are sufficient to maintain a quorum at Board meetings.

10.1.2 The Board, in addition to any specific powers in these Rules:

- i. Shall control and manage the business and affairs of the League;
- ii. Shall, subject to these Rules, the Regulations and the Act, have power to perform all such acts and things as appear to the Board to be necessary for the proper management of the business and affairs of the League;
- iii. Shall appoint an Auditor in accordance with the Act;
- iv. Shall have power to discipline, fine, suspend or expel Members, Officials of Member clubs or Registered Players in such manner as is provided for in these Rules or the By-laws;

And shall deal with:

- v. Any matter coming to its knowledge which it considers may not be in the best interests of the League;

- vi. Any matter referred to it by the Tribunal or any sub-committee.
- 10.1.3 The Board may make, amend, substitute or cancel such by-laws as the Board considers necessary for the League to implement from time to time;
- 10.1.4 The Board may delegate specified powers and responsibilities, set out in the By-Laws, to such committees the Board considers appropriate, provided that such committees shall not have any power of delegation, such committees to include, but not be limited to:
- i. Administration/Clearances/Registrations;
 - ii. Tribunal/Appeals/Investigations/Grievance;
 - iii. Finance;
 - iv. Umpires;
 - v. Senior Football;
 - vi. Junior Football;
 - vii. Netball.
- 10.1.5 Established under these Rules or under the By-Laws makes a decision in respect of any matter referred to it in accordance with the Rules or By-Laws, the Board may direct the relevant committee, tribunal or Board to refer the matter to it for determination, if it appears to the Board:
- i. The matter raises a major issue of policy in relation to the activities of the League and the determination of the matter may have a substantial effect on the affairs of the League and/or any of its members;
 - ii. Any decision on the matter has been unreasonably delayed or is otherwise disadvantaging one of the parties or the consideration of the matter by the League Board would better facilitate the League in controlling and managing the affairs of the League.

10.2 Constitution of the Board

- 10.2.1 The Board shall consist of seven elected directors who shall be elected on a rotational basis. Each Board position will be for a 3 year term.
- 10.2.2 Board elections shall be conducted at the Annual General Meeting. Board positions will follow a repeating cycle as detailed below and as adopted on approval of these rules (April 2007):
- | | |
|-------------------------------|-----------------------------|
| Year 1 (2008, 11, 14, 17, 20) | Board Positions 3 and 5 |
| Year 2 (2009, 12, 15, 18, 21) | Board Positions 2, 4, and 6 |
| Year 3 (2010, 13, 16, 19) | Board Positions 1 and 7 |
- 10.2.3 An 8th board member may be appointed (if exercised) under Rule 10.6.
- 10.2.4 In the event that a board position being elected is held by the Chairman, and the Chairman is not standing for re-election, he or she shall vacate the Chair at the conclusion of AGM and the Deputy Chairman shall act as the Chairman of the League until the January Board Meeting at which time the Directors shall elect a Chairman and Deputy Chairman.

10.3 Board Members

- 10.3.1 The Board, any Senior Affiliated Club, or Junior Affiliated Club may nominate any eligible person to stand for the position of a Board Member.

- 10.3.2 Each nomination shall be in the form of Schedule 5 and on that form the nominee shall:
- i. Acknowledge his or her willingness to stand for the position of which he is being nominated;
 - ii. Provide a short outline of the knowledge and skills they would bring to the Board.
- 10.3.3 All nominations shall be lodged with the CEO at least 14 days before the meeting at which the election is to take place.
- 10.3.4 The CEO shall inform all Members of the meeting at which an election is to take place of the candidates for any position on the Board by forwarding to each of the Members of the League the list of candidates' names in alphabetical order in respect of each position to be filled at the meeting, at least 7 days prior to the meeting at which the election is to take place.
- 10.3.5 A person will not be eligible for election as a Board Member if the person holds office or any position in any Affiliated Club of the NFL.
- 10.3.6 Any position on the Board that is to be vacated at the AGM will be advertised, and any interested person may make an application to the CEO to join the Board (as per Schedule 5). Applications are to be submitted by the closing date for nominations. Any application made after the closing date may not have to be considered. All applicants who make applications that comply with this Rule are entitled to stand for election at the Annual General Meeting.
- 10.3.7 Any retiring Board Member is eligible to reapply for a position on the Board.
- 10.3.8 The procedure for the election of Board members shall be determined by the Board from time to time.

10.4 Election of Chairman

The Directors shall elect the Chairman and Deputy Chairman from within the board at the first Board meeting following the AGM.

10.5 Vacancy

- 10.5.1 The office of a Board Member shall become vacant if a Board Member:
- i. Submits his or her resignation in writing to the CEO;
 - ii. Dies or becomes physically or mentally incapacitated to an extent which interferes with the performance of his or her duties as a Board Member;
 - iii. Is absent from three consecutive meetings of the Board without leave of the Board.
- 10.5.2 In the event of a casual vacancy by any Board Member, the Board may appoint any suitable person to the office and that person may continue in office up to and including the conclusion of the Annual General Meeting following his or her appointment.
- 10.5.3 In the event of a casual vacancy by the Chairman, the Board shall appoint within one month a new board member and Chairman.
- 10.5.4 During the period from when the vacancy of the office of Chairman arises until the election of a new Chairman, the Deputy Chairman may exercise all powers conferred upon the Chairman under these Rules. Any persons elected to the office of Board Member and Chairman under this Rule shall hold office until the next Annual General Meeting.

10.6 Board Appointed Member

- 10.6.1 The Board shall have the power to appoint not more than one person to act as a Board Member for a term not exceeding 2 years should it decide in its absolute discretion that the particular skills and expertise of that person warrant his or her appointment as a Board Member.
- 10.6.2 Upon the expiration of the term, the Appointee shall be eligible for election as a Board Member at the next Annual General Meeting if upon expiration of the appointed term he/she gives notice in writing to the Board of the intention to seek election to the Board.

10.7 Proceedings at Board Meetings

The Board shall meet at least once in every 6 weeks in such places and at such times as the Board may determine from time to time.

10.8 Quorum

- 10.8.1 Any four Members of the Board constitute a quorum for the transaction of the business of a meeting of the Board.
- 10.8.2 No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case, it lapses.
- 10.8.3 At meetings of the Board:
- i. The Chairman shall preside or if the Chairman is absent, the Deputy Chairman shall preside;
 - ii. Any Board Member who is an interested party in a matter before the Board shall, at the request of the Board, leave the meeting during the hearing and discussion of the matter, and not be involved in the determination relating to the matter;
 - iii. Questions arising at a meeting of the Board or any sub-committee appointed by the Board shall be determined on a show of hands or, if a secret ballot is demanded by three Board Members, by a secret ballot taken in such manner as the person presiding at the meeting may determine;
 - iv. Each Board Member present at a meeting of the Board or any sub-committee appointed by the Board (including the person presiding at the meeting) is entitled to one vote and, in the extent of an equality of votes on any question, the person presiding may cast a second or casting vote;
 - v. Notice of each Board meeting shall be given to each Board Member by communicating the time and place of the meeting to him or her a reasonable time before the meeting;
 - vi. No Board Member shall be represented at any meeting of the Board by a proxy.

11. ANNUAL GENERAL MEETING

- 11.1 The Annual General Meeting of the League shall be held no later than 21 December in each year. The Board will determine the date, time and place of the Annual General Meeting.
- 11.2 The notice convening the Annual General Meeting must specify that the meeting is an Annual General Meeting of the League.
- 11.3 The ordinary business of the Annual General Meeting shall be:

- i. To confirm the minutes of the previous Annual General Meeting and of any general meeting held since that meeting;
 - ii. To receive from the Board reports upon the transactions of the League during the last preceding financial year;
 - iii. To conduct the election of any vacant Board positions;
 - iv. To receive and consider the statements submitted by the League in accordance with the Act.
- 11.4 The Annual General Meeting may conduct any special business of which notice has been given in accordance with these Rules.
- 11.5 When any election provided for at the Annual General Meeting does not take place such election shall be dealt with at the next Special General Meeting. Where it may affect the composition of the Board the previous Members of these bodies shall be entitled to continue to act.

12. SPECIAL GENERAL MEETINGS

- 12.1 In addition to the Annual General Meeting, other general meetings of the League may be held in the same year.
- 12.2 All general meetings other than the Annual General Meeting are Special General Meetings.
- 12.3 The CEO shall convene Special General Meetings of the League as follows:
- i. From time to time upon the direction of the Board;
 - ii. Upon receipt by the CEO of a written request of at least 20 Affiliated Clubs to convene a Special General Meeting of the League.
- 12.4 A request for a Special General Meeting under Rule 12.3 (ii) must:
- i. State the objectives of the meeting;
 - ii. Be signed on behalf of the Affiliated Clubs requesting the meeting;
 - iii. Be delivered to the offices of the League.
- 12.5 If the CEO does not cause a Special General Meeting to be held within one month after the date on which a request under Rule 12.3 (ii) is received by the CEO, the person or persons making the request, or any of them, may convene a Special General Meeting to be held not less than 3 months after that date.

13. NOTICE OF ANNUAL AND SPECIAL GENERAL MEETINGS

- 13.1 The CEO shall, at least 14 days before the date fixed for convening of an Annual General Meeting, cause to be sent to each Member of the League at each Member's address appearing in the Register of Members, a notice by email or pre-paid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 13.2 The CEO shall, at least 7 days before the date fixed for convening of an Special General Meeting, cause to be sent to each Member of the League at each Member's address appearing in the Register of Members, a notice by email or pre-paid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 13.3 The CEO shall, at least 3 days before the date fixed for convening of an emergency Special General Meeting, cause to be sent to each Member of the League at each Member's address appearing in the

Register of Members, a notice by email or pre-paid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

- 13.4 No business other than that set out in the notice convening the meeting shall be transacted at any Annual or Special General Meeting.
- 13.5 A Member intending to bring any business before a meeting must notify the CEO of that business in writing, and the CEO must include that business in the notice calling the next Special General Meeting.
- 13.6 Any items for business at the Annual General Meeting, including alterations to the Rules, must be notified in writing to the CEO not less than 30 days before the date of the Annual General Meeting on the form set out in Schedule 6.

14. QUORUM AND PROCEDURE AT GENERAL MEETINGS

- 14.1 No item of business may be conducted at a General Meeting unless a quorum of Members or their representatives entitled to vote under these Rules is present at the time the meeting is considering that item.
- 14.2 A majority of Club Delegates entitled to vote at meetings personally present or represented by persons entitled under these rules to vote at Annual and Special General Meetings constitutes a quorum for the transaction of business at any Annual or Special General Meeting. No voting can be made by proxy.
- 14.3 If within half an hour after the appointed time for the commencement of an Annual or Special General Meeting, a quorum is not present, the meeting, if convened upon the requisition of Club Delegates, shall be dissolved and in any other case shall stand adjourned to a time and place determined and announced by the Chairman.
- 14.4 The Chairman shall preside as Chairperson at each Annual or Special General Meeting of the League.
- 14.5 If the Chairman is absent from any Annual or Special General Meeting, the Deputy Chairman preside as Chairperson of the meeting. If none of those persons are willing to act as Chairperson of the meeting, the Members or their representatives entitled to vote under these Rules may elect a Chairperson of the meeting from the Members present.
- 14.6 The Chairperson of an Annual or Special General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 14.7 Where a meeting is adjourned for ten (10) days or more, a notice of the adjourned meeting shall be given as in the case of an Annual or Special General Meeting.
- 14.8 Except as provided in Rule 14.7, it is not necessary to give notice of an adjournment or of the business to be transacted at the adjourned meeting.
- 14.9 A question or motion arising at an Annual or Special General Meeting of the League, except as otherwise provided in these Rules, shall be determined on a show of voting cards and unless before or on the declaration of the show of voting cards, a secret ballot is demanded by not less than ten Affiliated Clubs or their representatives entitled to vote under these Rules at such meeting, a declaration by the Chairperson that a resolution has, on a show of voting cards, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect is made in the

minutes of the meeting, is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against the question or motion.

- 14.10 If at an Annual or Special General Meeting a secret ballot on any question or motion is demanded by not less than ten Affiliated Clubs shall be taken at the time and in such manner as the Chairperson of the meeting may direct and the resolution of the poll or ballot shall be deemed to be a resolution of the meeting on that question or motion.
- 14.11 The President or Secretary of an Affiliated Club must give notice in writing to the CEO that a substitute for a Club Delegate has been appointed for a particular meeting of the League. Any such substitute person attending without notice may be accepted with the League's consent.
- 14.12 In the case of an equality of voting on a question or motion at an Annual or Special Meeting, the Chairperson of the Meeting is entitled to exercise a second or casting vote.
- 14.13 A Club Delegate is not entitled to vote at an Annual or Special General Meeting if the Affiliated Club that appointed the Club Delegate has not paid all debts in excess of \$500 (or such other sum as determined by the Board from time to time) due to the League for 60 days or more prior to the Annual or Special General Meeting, unless otherwise permitted by the Board.
- 14.14 Unless otherwise directed by the Chairperson at the commencement of an Annual or Special General Meeting, the following standing orders shall apply at Annual and Special General Meetings:
- i. A Club Delegate on rising to speak shall name the Affiliated Club he or she represents;
 - ii. Any Club Delegate or Member wishing to move a motion shall rise, address the chair, avoiding personal or unbecoming language, and the motion shall be seconded before it is debated;
 - iii. A motion shall not be withdrawn without the consent of the seconder;
 - iv. No Member or representative of a Member shall speak more than once to any motion or amendment, excepting the mover of the original motion, who shall have a right of reply;
 - v. A motion or amendment having been moved and seconded, debate may be conducted, but not more than two speakers shall follow successively on the same side of the question. If two speakers having so spoken and there is no speaker to take the opposite view, the question shall be put;
 - vi. On any Member or representative of a Member rising to a point of order during discussion, the speaker shall resume his seat, and the Member or representative rising shall state his point of order, upon which the Chairperson of the meeting shall then rule, which ruling may be reviewed by the meeting;
 - vii. When two or more Members or representatives of Members rise to speak at the same time, the Chairperson of the meeting shall decide who is entitled to the floor;
 - viii. Any Club Delegate wishing to leave the meeting shall ask permission of the Chairperson of the meeting;
 - ix. Subject to the discretion of the Chairperson no new business will be taken two and a half hours after the commencement of the meeting.

15. BY-LAWS

- 15.1 The Board shall give notice to all Affiliated Clubs and Members of the Board of any proposed change to the By-Laws as soon as practicable after the meeting of the Board at which the change to the By-Law was proposed to be made.

- 15.2 Subject to Rule 15.3 a proposed change to the By-laws becomes effective 14 days after notice has been given under Rule 15.1 unless within 14 days the CEO has received a written request from more than 20 of the Affiliated Senior Clubs in respect of senior competition By-Laws and 20 of the Affiliated Clubs who participate in the junior competition in respect of junior competition By-Laws or, in relation to the By-Laws which affect Senior and Junior competitions, 20 of the Affiliated Clubs, requiring the Board to have the change to the By-laws considered by a Special General Meeting or Annual General Meeting of the League.
- 15.3 Where the CEO receives a written request under Rule 15.2 to have the proposed change to the By-laws considered by a Special General Meeting or Annual General Meeting of the League, the Board shall either convene a Special General Meeting under Rule 12.3.2 or have the proposed change to the By-laws placed on the agenda of the next Special General Meeting or Annual General Meeting convened under Rule 12.3.1 to determine whether to approve the proposed changes to the By-Laws.
- 15.4 A three fourths majority of all Club Delegates in attendance at the Special General Meeting or Annual General Meeting held under this Rule 15 and entitled to vote is required to prevent the proposed change to the By-Laws.
- 15.5 Where a proposed change to the By-laws is considered by a Special General Meeting or Annual General Meeting of the League under this Rule 15, any proposed change to the By-laws only becomes effective after the Special General Meeting or Annual General Meeting, provided that the proposed change was not detailed under the voting threshold under Rule 15.4.

16. CEO

- 16.1 The Board shall appoint a full-time CEO of the League (to be known as “the CEO”).
- 16.2 For the purposes of these rules, the appointed CEO shall carry out the function (in addition to the other functions set out in this rule) of the Association’s Secretary as described in the Act.
- 16.3 The CEO shall also:
- i. Be an employee of the League;
 - ii. Be entitled to remuneration, a term of employment and other employment benefits as the Board may determine from time to time;
 - iii. Be responsible for the day to day activities of the League under the directions of the Board, consistent with all duties as detailed in the relevant position description;
 - iv. Be responsible for attending, recording and keeping all minutes of meetings of the League and the Board, including all duly appointed sub-committees and a record of the names of persons present at the meetings;
 - Members of the Association may, on application to the Board, access and make copies of the minutes of General Meetings of the Association free of charge.
 - Members of the Association may apply to the Board to access the minutes of Board meetings. Upon receiving such a request, the Board may, at its absolute discretion, decide to permit or refuse the request.
 - v. Be responsible for the collection and receipt of all monies due to the League;
 - vi. Be responsible for the custody and maintenance of correct accounts and books showing the financial affairs of the League with full details of all receipts and expenditures connected with the activities of the League;
 - vii. Be responsible for submitting a financial statement in the format approved by the Board at meetings held under Rule 10.7;

- viii. Be responsible for presenting the League's accounts to the Auditor within four weeks of the end of the League's financial year;
 - ix. Be responsible for submitting an audited balance sheet for the League to the Board prior to presentation at the Annual General Meeting;
 - x. Be the Public Officer of the League.
- 16.4 If the CEO dies, is removed from office by the Board or is unable to fulfill his or her responsibilities, the Board will:
- i. Appoint an alternative person as CEO; or
 - ii. Exercise the powers of the CEO under these Rules.

17. INDEPENDENT TRIBUNAL

- 17.1 The Board shall appoint an independent tribunal to be known as "the Tribunal" who shall:
- i. Hear and determine any reports made by an approved umpire of matches controlled or authorised by the League, concerning the conduct of a player or Official before, during or after any match;
 - ii. Hear and determine any other matter referred to it by the Board;
 - iii. Hear and determine any matter referred by the investigations officer;
 - iv. Conduct its hearing in the manner set out in the By-Laws at such times and places as it thinks fit.
- 17.2 The Tribunal may deal with any report or matter referred to it as it thinks fit and it may impose whatever penalty it deems appropriate in the circumstances of each report upon any Member, Registered Player or Official directly or indirectly related with the report or reference from the Board upon any player or Official directly or indirectly relates with the report and the League shall give effect to all penalties imposed by the Tribunal.
- 17.3 The decision of the Tribunal shall be binding on any Member, Registered Player or Official of the League.
- 17.4 The Tribunal shall notify any Member, Registered Player or Official concerned of the decisions and penalties of each hearing.
- 17.5 The Tribunal may sit as a full tribunal or in divisions of not less than three Members. All sittings of the Tribunal, whether in a division or otherwise shall appoint one of their number to act as Chairman of each sitting.
- 17.6 The Tribunal panel shall comprise not less than nine Members who shall be appointed from time to time by the Board for a term of one year, one of whom shall be appointed as Chairman and one of whom shall be appointed as Secretary.
- 17.7 The CEO shall maintain a register of Members of the Tribunal recording their names, addresses, telephone numbers, date of their appointment, and details of any past or present club affiliations. All Members of the Tribunal appointed immediately before the adoption of these rules and the CEO shall have their name entered in the register of the Tribunal Members accordingly, with the date of appointment being recorded as the date they were appointed by the previous Board.
- 17.8 The Tribunal shall cause to be published from time to time an outline of its procedures and the persons required and permitted to attend and give evidence in respect of its hearing.

- 17.9 Any tribunal sitting that involves a physical assault of an umpire shall require at least one Board member of the NFL to sit as part of the tribunal.
- 17.10 At the discretion of the Board, a tribunal result may be reviewed if the Board believe that incorrect and/or improper procedures had occurred which had affected the result.
- 18. APPEALS BOARD**
- 18.1 The Board shall appoint an Appeals Board to be known as “the Appeals Board” to hear and determine any appeal from any decision of:
- i. The Independent Tribunal;
 - ii. The Grievance Committee.
- 18.2 Only where the following pre-requisites are satisfied:
- i. The decision of the determining body being appealed from imposes a penalty upon a player or official of a Member club of a four match or greater suspension or a fine of \$1,000 against a player, official or Member Club;
 - ii. In a matter where the decision of the determining body does not involve a suspension or fine, but some other penalty and the appealing party alleges the decision of the determining body is both harsh and unreasonable in all of the circumstances;
 - iii. The appealing party lodges with the CEO at the time of lodging the appeal an amount of \$750 by way of security to be dealt with as the Appeals Board directs.
- 18.3 Until the Appeals Board has heard the appeal, any decision of the determining body being appealed from shall apply and be performed and discharged.
- 18.4 A person wishing to appeal must lodge the appeal with the CEO by 5.00pm on the second day following the decision of the determining body being made.
- 18.5 The notice of appeal lodged with the CEO must in writing:
- i. Identify the decision appealed from;
 - ii. Set out the grounds of appeal;
 - iii. Set out the persons who will be called in support of the grounds of appeal, together with a short summary of the evidence they will give.
- 18.6 Where an appeal is to be referred to the Appeal Board, the appealing party shall lodge with the CEO an amount of \$750 by way of security to be dealt with as the Appeals Board directs.
- 18.7 An appeal will not be considered officially lodged until both the notice of appeal and the \$750 bond has been received by the CEO.
- 18.8 The CEO shall notify the Chairman of the Appeals Board (or his delegate) and all other relevant parties to the appeal by written notice within three days of receiving the appeal, with the day of the lodging of the notice being counted as day one.
- 18.9 The CEO shall communicate to each of the parties to the appeal within six days (with the day of lodging being counted as day one) of the appeal notice being lodged with the CEO.
- 18.10 Any party to the appeal may appear by a legal representative upon giving prior notice to the CEO of its intention to do so on the express understanding, that the Chairman of the Appeals Board may request

a legal advisor sit with the Board in hearing the appeal (to advise in respect of any legal arguments put forward) and the party seeking legal representation on its behalf may be required to pay any costs incurred by the Appeals Board in obtaining legal representation in respect of the appeal.

18.11 The Appeals Board may deal with any appeal in such manner as it thinks fit and may impose whatever penalty it considers appropriate in the circumstances upon any party to the appeal or, in the appropriate circumstances and after an appropriate opportunity of being heard has been given, to any other party it considers it appropriate to impose a penalty upon.

18.12 Subject to the right of any Member under Rule 8.1 the decision of the Appeals Board shall be final and binding.

18.13 The Appeals Board shall notify the parties to the appeal of its decision at the conclusion of the Appeal.

Constitution of the Appeals Board

18.14 The Appeals Board shall comprise not less than three (3) Members who shall be appointed from time to time by the CEO, one of whom shall be appointed as Chairman.

18.15 The Appeals Board may cause to be published from time to time an outline of its procedures in respect of its hearing.

19. UMPIRES

The Board (by itself or a duly authorised committee) has power to:

- i. Select, appoint, control and organise and discipline all umpires required to officiate at matches authorised or organised by the League;
- ii. Register umpires permitted to officiate at matches organized by the League.

20. FUNDS

The funds of the League shall be derived from annual subscriptions, donations, fines, levies and other sources as the Board determines.

21. MANAGEMENT OF FUNDS

The CEO must ensure that the accounts of the Association are properly managed in accordance with instructions set from time to time by the Board. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by the CEO and any Director from the Board.

22. NOTICES

22.1 Any notice required to be given to or served upon the League or Board shall be addressed to the CEO at the registered office of the League from time to time and shall be deemed to have been duly served:

- i. At the time personal service was effected on the CEO or;
- ii. At the time of sending of any email; or
- iii. Three (3) days after placing in the pre-paid post.

22.2 Any notice by the League or Board to any Member, Registered Player or Official may be served:

- i. By post;
- ii. Personally;

iii. By email.

And shall be deemed to have been duly served at the time it would ordinarily be received:

iv. In the case of post three (3) days after placing in the pre-paid post;

v. In the case of personal service, the date that it was received;

vi. In the case of email at the time of the dispatch of the email.

22.3 Notwithstanding Rule 22.2, where a Member, Registered Player or Official has requested or agreed that any notice the League or Board is entitled to be served on the Member, Registered Player or Official by facsimile or electronic transmission, the League or Board may effect any notice by such means and such notice shall be deemed to be duly served at the time the transmission was effected.

22.4 Any notice of impending player deregistration or player deregistration shall be served on the player via registered mail.

23. SEAL

23.1 The common seal of the League shall be kept in the custody of the CEO at the League's headquarters.

23.2 The common seal of the League shall not be affixed to any instrument except with the authority of the Board and the affixing of the common seal shall be attested by the signatures of either two Members of the Board or of one Member of the Board and the CEO.

24. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

24.1 Except as otherwise provided in these Rules, the CEO must keep in his or her custody or under his or her control all books, documents and securities of the League at the League's headquarters.

24.2 All accounts, books, securities and other relevant documents of the League must be available for inspection free of charge by any Member upon written valid request to the Board giving at least 14 days notice of the time for such inspection. The Board shall determine the validity of such requests.

25. WINDING UP

In the event of the winding up or the cancellation of the incorporation of the League, the assets of the League must be disposed of in accordance with the provisions of the Act.

26. ALTERATION OF RULES

These Rules may only be altered by special resolution of a general meeting of the Association.

27. PLAYER TRANSFERS

The League adopts the AFL Victoria Rules for Player Transfer System.

28. CLUB TRANSFERS

The League adopts the AFL Victoria Rules of Member to Member Movement of Players and Clubs insofar as they apply to the transfer of clubs.

29. WITHDRAWAL OF AFFILIATION

- 29.1 An Affiliated Senior Club Member, Affiliated Junior Club Member or Affiliated Netball Club may apply to withdraw or change its affiliation with the League only between 1 September and 31 October in any year by giving notice in writing to the CEO. Such notification shall be signed by the Executive Members of the Affiliated Senior Club Member, Affiliated Junior Club or Affiliated Netball Club Member concerned and shall contain the reason for its decision to seek withdrawal together with a duly certified Minute of the Meeting where a majority of the members voted to withdraw affiliation with the League.
- 29.2 The Board shall consider and rule upon any such application within 21 days of receipt of the notice in writing.
- 29.3 In the event the Board objects to the withdrawal or change application, the CEO shall advise the Club in writing, of the reasons for its refusal within 7 days of that refusal.

30. AMENDMENTS TABLE

Date of Issue	Amendment / Version	Remarks
April 2007	Initial Issue	
December 2010	Version 2	Complete review and issue of version control number.
February 2014	Version 3	
November 2014	Version 4	Removed rules referring to the Junior Committee.
December 2015	Version 5	Complete review.