



AFL NORTH WEST NSW Inc.

(AFL North West NSW)

(Incorporated under the Associations Incorporation Act 1984 “the Act”)

Registered No: Y2616326

CONSTITUTION

As amended on 28 October 2018

OBJECTS AND RULES

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PART I - PRELIMINARY

1. NAME

The name of the League shall be the AFL North West NSW Incorporated hereinafter referred to as "the League".

2. OBJECTIVES

The objectives of the League shall be;

- (1) To promote, control and manage the game of Australian Football in North West NSW through the provision of organized competition for its members; and
- (2) To conduct any activities it may consider being in the interests of itself or of the game in general.

3. COMPOSITION

The League shall consist of clubs or teams accepted by the Executive Committee as eligible to participate in the activities of the League.

4. ADMINISTRATION

The League shall be administered by an Executive Committee.

PART II - MEMBERSHIP

5. MEMBERSHIP CATEGORIES

There shall be the following categories of membership of the League.

- (1) Clubs or teams which have objectives similar to those of the League.
- (2) Office Bearers and committee members of the League elected or appointed in the manner hereinafter provided.
- (3) Honorary members or Patrons elected in the manner hereinafter provided.
- (4) Honorary Life Members elected in the manner hereinafter provided.
- (5) Associate members including registered League umpires.

For the avoidance of doubt, member clubs are the only members of the League eligible to vote at general meetings.

6. FEES, SUBSCRIPTIONS etc

There shall be no entrance fee for admission to the League. Member clubs or teams will be required to pay to the League an annual affiliation fee as determined by the Executive Committee, such fee to be paid before 1st April in each calendar year.

7. ADMISSION OF CLUBS OR TEAMS

The League shall admit clubs or teams to its membership only on the following conditions:

- (1) That in the case of a club an application is lodged in writing and includes details of office bearers, a copy of the club's rules, location of ground and proposed club colours.

Or

That in the case of a team an application is lodged in writing and includes details of the team's captain and any assistants, location of ground and proposed team colours.

- (2) That representatives of the club or team attends an Executive Committee interview.
- (3) That the club or team agrees to abide by the Rules, By-Laws and decisions of the League.
- (4) That the club or team agrees to pay such fees, annual subscriptions and levies that may be fixed by the Executive Committee.
- (5) That the club or team shall use a ground approved by the Executive Committee on which to play its matches or such other grounds as may be approved by the League.

8. REGISTER OF MEMBERS AND COMMITTEE

- (1) The Secretary shall establish and maintain a register of members of the League specifying the name and address of each member. The Register of members shall include the nominated representative of each club or team which is a member of the League.
- (2) The Secretary shall keep a register of members of the Executive Committee of the League specifying;

- (a) The names and residential addresses of each person who is a member of the committee.
- (b) The date on which the person became a member.
- (c) the names of those members of the committee who hold the positions of President, Vice-President, Secretary and Treasurer (or equivalent positions) together with the date on which any such member was elected to such a position and the date on which any such member ceased to hold such a position.

9. WITHDRAWAL OF CLUBS OR TEAMS

A club or team may withdraw from membership of the League by giving twenty eight (28) days notice in writing to the League Secretary. Such notification shall be signed by two office bearers of the club or the team captain and a team member in the case of a team and should contain the reasons for the club's or team's decision to withdraw.

10. MEMBERS LIABILITIES

The liability of members to contribute towards the payment of the debts and liabilities of the League, or the costs, charges and expenses of the winding up of the League, is limited to the amount, if any, unpaid by the member in respect of membership of the League as required by Rule 7 (4).

11. RESOLUTION OF INTERNAL DISPUTES

Disputes between members (in their capacity as members) of the League, and disputes between members and the League, are to be referred for mediation to either AFL (NSW/ ACT) Commission Ltd ("AFL NSW/ACT") or to some other appropriate body as determined by the Executive Committee.

12. DISCIPLINING OF MEMBERS

- (1) A complaint may be made by any member of the League that some other member of the League:
 - (a) Has persistently refused or neglected to comply with a provision or provisions of these rules; or
 - (b) Has persistently and wilfully acted in a manner prejudicial to the interests of the League.
- (2) On receiving such a written complaint, the Executive Committee:
 - (a) Must cause notice of the written complaint to be served on the member concerned; and
 - (b) Must give the member at least fourteen (14) days from the time the notice is served within which to make submissions to the Executive Committee in connection with the complaint; and
 - (c) Must take into consideration any submissions made by the member in connection with the complaint.
- (3) The Executive Committee may by resolution, expel the member from the League or suspend the member from membership of the League if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- (4) If the Executive Committee expels or suspends a member, the secretary must, within seven (7) days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Executive Committee for having taken that action and of the member's right of appeal under Rule 13.
- (5) The expulsion or suspension does not take effect:

(a) Until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or

(b) If within that period the member exercises the right of appeal, unless and until the League confirms the resolution under Rule 13 (4), whichever is the later.

13. RIGHT OF APPEAL OF DISCIPLINED MEMBER

(1) A member may appeal to the League in general meeting against a resolution of the Executive Committee under Rule 12, within seven (7) days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

(2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to reply for the purposes of the appeal.

(3) On a receipt of a notice from a member under Rule (1), the secretary must notify the Executive Committee which is to convene a general meeting of the League to be held within twenty eight (28) days after the date on which the secretary received the notice.

(4) At a general meeting of the League convened under Rule (3):

(a) No business other than the question of the appeal is to be transacted; and

(b) The Executive Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both.

(c) The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

(5) If at the general meeting the League passes a special resolution in favour of confirmation of the resolution, the resolution is confirmed.

14. PATRONS, HONORARY MEMBERS

The League may elect a Patron or Patrons and Honorary Members either at the Annual General Meeting or a meeting of the Executive Committee, provided that at least seven days prior notice of such nomination(s) has been given in writing.

15. LIFE MEMBERS

The League may elect as a Life Member any person who has rendered invaluable service to the League. Any such election may only be made with the approval of a three fourths majority of members voting at an Annual General Meeting, provided that at least seven days prior notice of such nomination(s) has been given in writing.

PART III - MANAGEMENT COMMITTEES

EXECUTIVE COMMITTEE

16. DUTIES AND POWERS OF EXECUTIVE COMMITTEE

- (1) To consider and decide upon matters of finance including commercial arrangements and affiliation fees
- (2) To appoint a Competition Management Committee (**CMC**), which will be chaired by the Football Manager, and to specify a Charter of Operations to govern the function of the CMC.
- (3) To appoint such sub-committees as may be considered necessary from time to time to exercise certain functions of the League, to specify the powers to be delegated to such sub-committees and to revoke any such appointments under this rule.
- (4) To appoint delegates as may be necessary to represent the League at other forums.
- (5) To appoint an independent tribunal which shall investigate the following in accordance with AFL NSW/ACT's Regulations and disciplinary procedures;
 - (a) Reports by umpires against players or officials participating in matches under the control of the League and;
 - (b) Such other matters as may be referred to it by the Executive Committee.
- (6) To appoint an investigation sub-committee which shall investigate any protests, disputes, complaints or other matters referred to it by the Executive Committee, excluding matters referred to in Rule (6), and refer its findings to the Executive Committee for consideration.
- (7) To decide on action to be taken, if any, in respect of protests, disputes and complaints and any other matters considered to be prejudicial to the interests of the League or the game of Australian Rules Football.
- (8) To consider any appeals against decisions of the League (except decisions of the independent tribunal referred to in Rule (6)(a) above) provided such appeal is lodged in writing with the League Secretary within ten (10) days of notification of the decision concerned. Such appeals are to be accompanied by a deposit, such deposit amount to be determined by the Executive Committee from time to time, which will be forfeited should the appeal be dismissed.
- (9) To promulgate By-Laws as considered necessary to manage the day to day activities of the League.
- (10) To appoint public officer of the Association to have custody of and maintain the Association's records, books and other documents in accordance with Rule 36.

17. CONSTITUTION AND MEMBERSHIP

- (1) The Executive Committee shall consist of;
 - (a) Four (4) members, who shall be elected in accordance with Rule (3); and
 - (b) Three (3) members appointed by AFL NSW/ACT (**AFL NSW/ACT Representatives**);
- (2) The office bearers of the League shall be the President, Vice President, Secretary, Treasurer and Football Manager.

(3) The President, Secretary and two (2) ordinary members of the Executive Committee shall be elected at the Annual General Meeting of the League pursuant to Rule 18.

(4) The Vice-President, Treasurer and Football Manager shall be appointed by the Executive Committee from the ordinary members and the AFL NSW/ACT Representatives as soon as is practicable after the Annual General Meeting.

(5) Each member of the Executive Committee (excluding, for the avoidance of doubt, the AFL NSW/ACT Representatives) shall, subject to these rules, hold office until the conclusion of the Annual General Meeting following the date of the member's election or appointment, but is eligible for re-election and/or reappointment.

(6) Subject to Rule (8), in the event of a casual vacancy occurring in the membership of the Executive Committee, the Committee may appoint a suitable person to fill the vacancy and the person so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

(7) In the event of a casual vacancy occurring with respect to an AFL NSW/ACT Representative then the Executive Committee will appoint a person nominated by AFL NSW/ACT.

18. ELECTION OF MEMBERS

(1) Nominations of candidates for election or appointment as President, Secretary or ordinary members of the Executive Committee shall be made in writing, signed by two (2) members of the League and delivered to the Secretary not less than seven (7) days before the date fixed for the Annual General Meeting.

(2) If insufficient nominations are received for Executive Committee positions, further nominations may be received at the Annual General Meeting.

(3) The ballot for the election of office bearers shall be conducted at the Annual General Meeting in such usual and proper manner as the Executive Committee may direct.

(4) The three (3) AFL NSW/ACT Representatives will be nominated by AFL NSW/ACT (in consultation with the Executive Committee) in its sole discretion and will be appointed to the Executive Committee without election.

(5) Any office bearer positions not filled at the Annual General Meeting shall be deemed to be casual vacancies.

19. SECRETARY

It is the duty of the Secretary to;

(1) Convene League meetings in accordance with these rules and keep minutes of all proceedings and the names of those present at such meetings.

(2) Attend to and keep records of all correspondence of the League.

20. TREASURER

It is the duty of the Treasurer to ensure that;

(1) All money due to the League is collected and received and that all payments authorized by the League are made.

(2) Correct books and accounts are kept showing the financial affairs of the League including full details of all receipts and expenditure connected with the activities of the League.

21. CASUAL VACANCIES

For the purposes of these rules a casual vacancy in the office of a member of the Executive Committee occurs if the member;

- (1) Dies;
- (2) Resigns office by notice in writing given to the Secretary; or
- (3) Is absent from three consecutive Executive Committee meetings without reasonable excuse.

22. MEETINGS

(1) The Executive Committee shall meet as required at such time and place as the committee shall decide. A meeting by telephone or other electronic means is taken as held at the place decided by the Chairperson of the meeting, as long as at least one of the members of the Executive Committee involved was at that place for the duration of the meeting.

(2) Oral or written notice of such meetings shall be given by the Secretary to each member of the Executive Committee at least forty-eight (48) hours in advance.

(3) Any four (4) voting members of the Executive Committee shall constitute a quorum for transaction of the business of the meeting. A member of the Executive Committee who takes part in a meeting by telephone or other electronic means is taken to be present in person at the meeting.

(4) The order of business at Executive Committee meetings shall be;

- (a) Apologies;
- (b) Confirmation of minutes of previous meeting;
- (c) Business arising from the minutes;
- (d) Correspondence;
- (e) Finance report;
- (f) Sub-committee reports;
- (g) General business.

(5) Questions arising at a meeting shall be determined by a majority of votes of those present. All members of the Executive Committee shall be entitled to vote but, in the event of equality of voting, the Chairperson may exercise a second or casting vote.

(6) No member of the Executive Committee who is an officer of a member club of the League shall be permitted to enter into debate or vote on any issue specifically relating to his or her club except where approval is given by a majority of those present at an Executive Committee meeting.

PART IV - GENERAL MEETINGS

23. ANNUAL GENERAL MEETINGS

(1) The Annual General Meeting of the League shall be held at least once in each calendar year and within six (6) months after the expiration of each financial year of the League at such place and time as the Executive Committee determines.

(2) In addition to any other business which may be transacted at an Annual General Meeting, the order of business shall be;

(a) Apologies;

(b) Confirmation of minutes of previous Annual General Meeting and of any Special General Meeting which may have been held since that meeting;

(c) To receive from the Committee, reports upon the activities of the League during the financial year just ended;

(d) To receive and consider the financial statement which is required to be submitted to members pursuant to section 26 (6) of the Act;

(e) Election of office bearers and ordinary members of the Executive Committee;

(f) Amendments to Rules.

24. SPECIAL GENERAL MEETINGS

The Executive Committee may convene a Special General Meeting of the League whenever it thinks fit or on receipt of a requisition in writing from not less than three (3) member clubs or teams stating the purpose of the meeting.

25. NOTICE

(1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the League, the Secretary shall provide at least fourteen (14) days notice of the meeting to each member of the League specifying the place, date and time of the meeting and the nature of the business to be transacted.

(2) Where the nature of the business requires a special resolution of the League, at least twenty one (21) days notice of the meeting shall be provided in the manner provided in Rule 25 (1) and specifying the intention to propose the resolution as a special resolution.

(3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to Rule 23 (2).

(4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who shall include that business in the notice for the meeting provided that the requirements of notice under this Rule can be satisfied.

26. PROCEDURE

- (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present. A member who takes part in a general meeting by telephone or other electronic means is taken to be present in person at the meeting.
- (2) Representatives from at least half of the member clubs or teams together with any three (3) Executive Committee members will constitute a quorum for the transaction of business at a general meeting of the League.
- (3) If within half an hour of the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of member clubs or teams shall be dissolved and in any other case shall stand adjourned to the same day in the following week at a place and time to be determined.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present shall constitute a quorum.

27. PRESIDING MEMBER

- (1) The President or, in the President's absence, Secretary, shall preside as Chairperson at each general meeting of the League.
- (2) If the President and Secretary are absent, the members present shall elect one of their numbers to preside as Chairperson at the meeting.

28. ADJOURNMENT

The Chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting to another time and 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.

29. DECISIONS AND VOTING

- (1) A question arising at a general meeting of the League shall be determined on a show of hands unless a poll is demanded by the Chairperson or by three (3) or more members present in person or by proxy at the meeting. The resolution of the poll on the matter shall be deemed to be the resolution of the meeting on the matter in question.
- (2) Upon any question arising at a general meeting of the League, member clubs shall have one vote only.

In the event of equality of voting, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (3) A member or proxy is not entitled to vote at any general meeting of the League unless all money due and payable by the member or proxy to the League has been paid, other than the amount of the annual subscription payable in respect of the then current year.
- (4) Each member shall be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed. Member clubs or teams shall be entitled to appoint another club or team member to act as proxy for their nominated delegate to the League.

30. SPECIAL RESOLUTION

A resolution of the League is a special resolution if it is passed by a majority which comprises not less than three-quarters of such members of the League as, being entitled under these rules to do so, voting in person or by proxy at a general meeting of which not less than twenty one (21) days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules.

PART V - MISCELLANEOUS

31. INSURANCE

- (1) The League shall effect and maintain insurance pursuant to section 44 of the Act.
- (2) In addition to the insurance required under Rule (1), the League may effect and maintain other insurance.

32. FUNDS - SOURCE

- (1) The funds of the League shall be derived from annual subscriptions of members, donations and, subject to any resolution passed by the League in general meeting, such other sources as the committee determines.
- (2) All money received by the League shall be deposited as soon as practicable and without deduction to the credit of the League's bank account.
- (3) The League shall, as soon as practicable after receiving any money, issue an appropriate receipt.

33. FUNDS - MANAGEMENT

- (1) Subject to any resolution passed by the League in general meeting, the funds of the League shall be used in pursuance of the objects of the League in such manner as the committee determines.
- (2) All cheques, draft, bills of exchange, promissory notes, and other negotiable instruments shall be signed by any two members of the committee or employees of the League, being members or employees authorized to do so by the committee. For online transactions, authorisation shall be provided in writing by any two members of the committee or employees of the League, being members or employees authorized to do so by the committee.

34. ALTERATION OF OBJECTS AND RULES

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the League.

35. COMMON SEAL

- (1) The common seal of the League shall be kept in the custody of the public officer.
- (2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of two members of the committee or of one member of the committee and of the public officer or secretary.

36. CUSTODY OF BOOKS, etc

Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control, all records, books and other documents relating to the League.

37. INSPECTION OF BOOKS, etc

The records, books and other documents of the League shall be open to inspection, free of charge, by a member of the League at any reasonable hour.

38. SERVICE OF NOTICES

(1) For the purpose of these rules, a notice may be served by or on behalf of the League upon any member either personally or by sending it by post to the member at the member's address shown in the register of members.

(2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

39. DISSOLUTION

(1) The League may be wound up only by a special resolution of the League.

(2) If upon the winding up or dissolution of the League there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the organization but shall be given or transferred to some other institution or institutions having objects similar or in part similar to the objects of the organization and which shall also prohibit the distribution of its or their property among its or their members, such institution or institutions to be determined by the members at or before the time of dissolution.