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**WEST KIMBERLEY FOOTBALL
ASSOCIATION INC.**

CONSTITUTION

PREPARED 1992

Lodged in the Office of the
Commissioner for Corporate
Affairs on the
22 APR 1992
Commissioner for Corporate Affairs

WEST KIMBERLEY FOOTBALL ASSOCIATION INC. CONSTITUTION

1. Name

The name of the association shall be the West Kimberley Football Association Inc. which shall hereinafter be referred to as " the Association ".

2. Objects

The objects of the Association shall be:-

- a) To promote and conduct activities of all kinds connected with Junior and Senior football.
- b) To provide instruction in the game of football and to encourage the participation of the Associations activities.
- c) To establish relations with groups having similar objects and to encourage exchanges with other groups of a like nature.
- d) To arrange all matches played by any representative team of the Association and select those teams.
- e) To promote safety measures in all Association activities.
- f) The consideration and discussion of all disputes and matters the Association shall be involved in from time to time.

3. Powers of the Committee

The regulations, control and conduct of all business of the Association shall be vested in the Committee of the Association with the power to do all such things as are necessary, incidental or conducive to the attainment of the objects of the Association.

4. Committee

- a) The following office bearers shall be elected at the Annual General Meeting in each year:
 - i) President
 - ii) Secretary
 - iii) Treasurer / Registrar
 - iv) 2 Vice Presidents

b) The members of the Committee shall be elected at the Annual General Meeting, or as otherwise provided in this Constitution, and will hold office until the next Annual General Meeting. A person may be nominated in absentia provided he has consented in writing.

c) A member of the Committee shall vacate their office if they:

- i) cease to be a member of the Association.
- ii) are absent without apology from any three consecutive Committee meetings.
- iii) tender their resignation and such resignation is accepted by the Committee.

d) If any position of the Committee becomes vacant for any reason, the Committee may elect any member to fill such vacancy

e) The Committee members shall meet monthly or more often as deemed necessary by the President or Committee.

f) Three Committee members shall constitute a quorum of the Committee at any general meeting.

5. Duties of the Officers

- a) The President shall:
- i) Preside at General and Committee meetings of the Association and preserve order thereat.
 - ii) Convene, or instruct the secretary to convene, all meetings of the Association.
 - iii) Prepare an Annual Report for the Annual General Meeting.
 - iv) Have a casting vote in addition to a deliberate vote at all meetings of the Association.
- b) The Secretary shall:
- i) Attend all meetings.
 - ii) Keep accurate minutes of all meetings.
 - iii) Ensure that all correspondence is kept properly recorded and filed.
 - iv) Perform other such duties as the Committee shall from time to time direct.
- c) The Treasurer / Registrar shall:
- i) Keep correct accounts of books showing the financial affairs of the Association.

- ii) Pay all monies received into an account of the Association with such bank as the Committee directs. Cheques drawn on the Association account shall be signed by any two of the President, Secretary, Treasurer or whoever so designated
- iii) Produce for presentation at the Annual General Meeting and any other meeting so directed by the Committee a statement of receipts and expenditure and a balance sheet audited by the Association Auditor.
- iv) Present at each meeting of the Committee an up to date statement of receipts and expenditure.
- v) Compile and record all player registration details as directed by the Committee.

6. Membership

- a) Membership is open to all clubs interested in Australian Rules Football.
- b) Such clubs are considered to be members of the Association who pay all dues in the time period specified by the Committee and shall entitle that club to the rights and privileges of the Association.
- c) Life Membership - on recommendation of the Committee. Life Membership may be granted to persons having made outstanding contributions to the Association by a majority decision at a General Meeting. Life Members shall be exempted from paying annual subscriptions.

7. Constitution

- a) The Association shall be conducted in accordance with the Constitution.
- b) The objects of the Association (subject to approval as may be required by law) and the rules herein may be amended, varied or rescinded and a new object or objects and Rules approved at an Annual General Meeting or Special General Meeting provided that the notice of such meeting shall contain the text of the proposed amendments or states that the amendments are available for inspection by any Association member at a place nominated in the notice for a period of not less than fourteen days.

- c) Any such constitutional changes will require a voting majority of two thirds of voting members present at the meeting to permit its adoption.

8. Annual General Meeting

1. The Annual General Meeting shall be held prior to January 31st in each new year.
2. The order of business at the Annual General Meeting shall be:
 - a) Minutes of the previous Annual General Meeting
 - b) Presentation of
 - i. Presidents Report
 - ii. Treasurers Report
 - iii. Committee Report, if any
 - c) Election of office bearers.
 - d) Fixing the limit on the Committee's borrowing power.
 - e) To nominate persons to sign cheques drawn against Association accounts.
 - f) Appointment of an auditor.
 - g) Notices of motion.
 - h) Correspondence.
 - i) General Business.
3. At least fourteen days before the Annual General Meeting a notice of such a meeting and the business to be transacted shall be sent to each club. Any accidental omission to give notice shall not invalidate the meeting.
4. Notices of Motion for the Annual General Meeting shall be in the hands of the Secretary in writing at least seven days prior to such meetings.
5. Voting at the Annual General Meeting shall be by show of hands. All matters shall be decided by a simple majority, with the exception of changes to the constitution, and in the case of equality of votes the President shall have a casting vote.
6. Five clubs shall constitute a quorum at the Annual General Meeting.

7. In the event of a quorum not being present thirty minutes after the advertised starting time the meeting shall be adjourned to a date within fourteen days thereafter.
8. In the event of a meeting being adjourned a notice of the Adjournment shall be given to all clubs within the Association within seven days.

9. Special General Meeting

1. Special General Meetings are convened under the following circumstances:
 - a) Whenever in the opinion of the Executive Committee such a meeting is deemed necessary.
 - b) Upon receipt by the Executive Committee of a petition signed by at least four clubs of the Association requesting convening of a Special General Meeting and the reason for such meeting.
2. The Secretary shall convene a Special General Meeting within fourteen days of receipt of such a petition.
3. Notice of such a Special General Meeting shall be given in accordance with Section 8.3.
4. No business except the business stated in the form of the notice convening the meeting shall be transacted.
5. Voting at a Special General Meeting shall be in accordance with the provisions of Sections 8.1 and 7.c.
6. Five clubs shall constitute a quorum at any Special General Meeting.
7. In the case of a quorum not being present thirty minutes after the notified time of commencement rules as detailed under Sections 8.7 and 8.8 shall be applied.

10. Non Profit

The income and property of the Association wheresoever derived shall be applied solely towards the objects of the Association and no portion thereof shall be paid or transferred directly or indirectly by any method whatsoever by way of profit to clubs of the Association provided that nothing herein contained shall prevent the payment in good faith of remuneration to any

officers or servants of the Association or to any club of the Association in return for services actually rendered to the Association or for goods supplied in the ordinary and usual course of business.

11. Audit

The Annual General Meeting shall appoint an auditor who is not a member of the committee. The auditor shall audit the accounts of the Association for the year and certify as to the correctness of the statement of accounts to be presented at the Annual General Meeting. If unable to so certify he shall report to the Annual General Meeting the particulars of any discrepancy.

12. Default of Clubs

If any club shall fail to pay an Annual Subscription call, fine or other payment for which such club is liable under these rules within the time prescribed for payment such club shall lose its representation in the Association until it shall have made such payment.

13. Expulsion of Clubs

Any club acting in any way prejudicial to the interests of the Association, whether pecuniary, ethical or otherwise may be expelled or suspended from membership for a period not exceeding twelve months by the Executive Committee of the Association provided that any club so suspended shall have the right to appeal to a Special General Meeting of the Association subject to Section 9.1.b of the Constitution. The appeal shall be dismissed if a simple majority of clubs present vote for a dismissal of the appeal. Voting shall be by secret ballot.

14. Income and Property

- i) The income and property of the Association shall be applied solely towards the promotion of the objects of the Association and no part thereof shall be paid or transferred directly or indirectly by way of dividend or allowance to the persons who at any time are or have been clubs of the Association or any of them.
- ii) The Association shall not carry on any trade or seek to secure pecuniary profit to or for its clubs.

- iii) In the event of the Association being dissolved every club at the date preceding such dissolution shall contribute to the funds of the Association for payment of its debts and liabilities and the costs and charges of such dissolution, such amount as may be required up to but not exceeding the sum of one dollar per club.
- iv) The members of the Executive Committee shall neither jointly nor individually be held responsible for any debts or outstanding monies due by the Association.

15. Trustees

Unless otherwise determined by the clubs the committee of the Association for the time being shall be deemed to be the Trustees of the Association to hold any property, real and personal, on behalf of the Association.

16. Common Seal

There shall be a Common Seal of the Association which shall be in the custody of the Secretary. All Deeds, instruments and other documents required to be executed by the Association or for or on behalf of the Association shall be signed or executed by the Common Seal of the Association being affixed hereto in the presence of at least two of the Trustees who shall also sign such deed instrument or document.

17. By-Laws

The Committee may promulgate By-Laws governing the management of the association and may vary and interpret such By-Laws.

18. Registration of Players - and permits to play

Any player who desires to become a registered playing member of any Club registered with or affiliated with the Association shall lodge or cause to be lodged with the Association Registrar an application as a playing member of such club to be accompanied by a registration fee as set by the Committee.

19. Variations to Uniform

Any club desiring to vary or alter its colours, uniform or design shall first apply for and obtain permission of the Association to make such variation or alteration.

20. Protests and Disputes Board

At the first General Meeting of the Association each year, the Association shall elect a protests and disputes board which shall consist of three or more members holding no other official position in the Association or clubs thereof. Any three of such board shall form a quorum. The meetings will be held in Broome. The charge will be heard on the Tuesday following the report, or at a suitable time prior to the next fixture.

At its first meeting the Board shall elect a Chairman. In the absence of the Chairman, the members present may elect one of its members as Chairman for the meeting.

This Board shall exercise the following functions and all decisions given by the Board shall be final:

1. Hear and determine all protests, disputes, expulsions, disqualifications and charges against players, officials and clubs.
2. Hear and determine all such matters which the Association may from time to time refer to the Board.
3. Impose such disqualifications and inflict such fines and other penalties as the Board shall think fit in the case brought before this Board under paragraph (1) above.
4. Re-open and re-hear any case previously dealt with if the Board at its discretion shall consider such a re-hearing to be justified.

21. Umpires' Board

The Association shall also exercise the functions and discharge the duties of an umpires' board and in particular shall:

- a) Appoint and control all Umpires for matches played under the jurisdiction of the Association and fix the remuneration to be paid to such Umpires.

22. Laws of the Game

In all Association competitions the Laws of the Australian Game of Football as adopted by the Australian Football League from time to time shall be complied with by the clubs playing in such competitions.

23. Permit and Match Committee

The Executive Committee shall exercise the functions and powers of a Permit and Match Committee to deal with all or any of the following matters:

- a) Hear and deal with all applications relating to clearances.
- b) Grant or refuse Permits to players when permits are necessary.
- c) Hear and determine any questions relating to the right or disqualification of any player to play with any particular club.
- d) Arrange the programme of all matches to be played under the jurisdiction of the Association.

24. Dissolution

The Association may be wound up by resolution of a Special General Meeting convened by not less than fourteen days notice. The notice of the meeting shall specifically state the purpose of the meeting and to be effective the resolution must be agreed to by three-fourths majority of the clubs voting on the resolution.

If upon the dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever the same shall not be paid to, transferred or distributed amongst the clubs of the Association. It shall be given to some other Association, Institution or body having objects similar, wholly or in part, to the objects of the Association provided that the recipient body shall prohibit distribution of this property to its members. If this cannot be resolved all such property will be transferred to a charitable institution. In default of any such resolution such distribution shall be determined by a Judge of the District Court.

G. Chesser
(President)

[Signature]
(Secretary)

