

## Gascoyne Football Association Inc.

# Constitution

### 1) Name:

The name of the association shall be the Gascoyne 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 for the development and playing of Australian Rules Football according to the rules adopted by the Australian Football League.
- b) To provide instruction in the game of football for players, coaches and officials.
- c) To encourage people in all age categories to participate in the activities of the Association.
- d) To establish relations with groups having similar objects and to encourage activity exchanges with other groups of a like nature.
- e) To promote health and safety practises in all activities of the Association.

### 3) Powers:

The Association has the power to do all such lawful acts and things as are incidental, necessary or conducive to the attainment of the objects of the Association.

### 4) Non Profit:

The income and property of the Association shall be applied solely towards the promotion of the objects and purposes of the Association. No part of the income or property may be paid, transferred, or distributed, directly or indirectly to the members of the Association, except in good faith in the promotion of the objects or purposes.

### 5) Membership:

There shall be three categories of membership:

- a) Ordinary Member Membership shall be open to any person who wishes to further the interests of the Association and who successfully makes application to the board of management. The board of management shall determine whether the application is successful or not. Applications denied membership shall be advised in writing giving the reason for the decision.
- b) Affiliated Clubs Membership shall be open to clubs and associations interested in Australian Rules Football through furthering the interests of the Association and who successfully make application in accordance with the rules of the Association to the board of management. The board of management shall determine whether the application is successful or not. Applicants denied membership shall be advised in writing giving the reason for the decision. Each affiliated club and association shall be entitled at general meetings to one vote cast by a registered delegate.

- c) Life Member Any member or person who has given outstanding service to the Association may be elected by the board of management as a life member. Any member may nominate a person to the board of management for consideration for life membership.
- d) The membership year is deemed to be from the commencement of the annual general meeting to the commencement of the next annual general meeting.
- e) The secretary shall maintain an up to date register of members of the Association.
- f) A member may at any reasonable time inspect the membership register of the Association.
- g) Members liable to pay dues, levies and fines to the Association shall do so in the time period specified in each instance by the board of management.

#### **6) Termination or Suspension of Membership:**

A membership may be terminated by the following events:

- a) Resignation.
- b) False or inaccurate statements made in the member's application for membership of the Association, breach of any rule, regulation or by-law of the Association or commits any act detrimental to the Association.
- c) Failure to pay dues, levies and fines due to the Association within the time prescribed by the board of management.
- d) The board of management shall have the power to suspend or expel any member of the Association for false or inaccurate statement made in the member's application for membership of the Association, for failure to pay dues, levies and fines, breach of any rule, regulation or by-law of the Association or for committing any act detrimental to the Association.
- e) A member who is expelled or suspended from membership or has their membership terminated shall have the right to appeal against the expulsion or suspension by presenting their case to a general meeting called for such purpose. The decision of the general meeting shall be final. The member making the appeal shall not have voting rights. Voting shall be by ballot. The president is required to call a general meeting of the Association to be held within thirty days of the secretary receiving an appeal against a suspension or expulsion.

#### **7) Board of Management:**

- a) Management of the Association shall be vested in the board of management.
- b) The annual general meeting of the Association shall appoint the board of management from a proposed and recommended list of members presented to the meeting by the outgoing board of management.
- c) Board of management members may not be appointed for a term of office exceeding five consecutive annual terms of appointment.
- d) The board of management shall comprise up to eight members from whom shall the board elect a:
  - i) president
  - ii) vice president
  - iii) secretary
  - iv) treasurer

- e) The positions of secretary and treasurer may be held by one member.
- f) A quorum of the board of management shall be one half plus one person.
- g) Clubs situated in towns outside of the location town for a board of management meeting may participate in the meeting by telephone or facsimile and be included in the meeting quorum.
- h) The board of management shall meet monthly during the Association competition season and at other times as deemed necessary by the president, or board of management, or upon receipt by the secretary of a written request signed by four board of management members.

#### **8) Powers of the Board of Management:**

The board of management shall manage the Association and shall have the power to:

- a) Administer the finances, appoint bankers, direct the opening of banking accounts for specific purposes, to transfer funds from one account to another and to close any such account.
- b) Fix the manner in which such banking accounts shall be operated, providing all payments are passed by the board of management.
- c) Fix dues and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof.
- d) Adjudicate on all matters brought before it which in any way affect the Association or to refer a matter to a protests and disputes panel for adjudication.
- e) Cause minutes to be made of all proceedings at meetings of the board of management and general meetings of members.
- f) Make, amend and rescind rulings and by-laws.
- g) Have the power to form and appoint committees as required for specific purposes.
- h) May at their discretion employ a person or people to carry out certain duties required by the Association, at salaries or remunerations for such period of time as may be deemed necessary.
- i) Should a vacancy occur among the elected members on the board of management, the board of management may appoint a successor until the next annual general meeting.
- j) Recommend to the annual general meeting the membership of the incoming board of management.
- k) Appoint officer/s or agents of the board of management to have custody of the Association's records, documents and securities.

#### **9) Duties of Officers:**

- a) The president shall:
  - i) preside at general and board of management meetings.
  - ii) convene, or instruct the secretary, to convene all meetings of the Association.

- iii) prepare a report for the annual general meeting.
- iv) have a deliberate and a casting vote at all meetings of the Association.
- b) The vice president shall carry out the duties of the president in the absence of the president with the assumed powers of the president.
- c) The secretary shall:
  - i) keep accurate minutes of all general meetings and board of management meetings.
  - ii) process all inwards and outwards correspondence including the filing of correspondence.
  - iii) supervise the compiling and recording of player registration details, as dealt with by the permits and match committee.
  - iv) maintain a register of members
- d) The treasurer shall:
  - i) maintain an accurate set of books of account showing the financial affairs of the Association.
  - ii) receipt all monies received by the Association and pay such monies into the accounts of the Association with such banks as the board of management directs.
  - iii) process invoices for payment and pay accounts by cheque as approved by the board of management ensuring that cheques are drawn on the appropriate bank account and are signed by two of the designated account signatories.
  - iv) present at each meeting of the board of management financial statements of receipts and expenditure reconciled to the end of the most recent month.
  - v) Present to the annual general meeting an audited annual statement of accounts.
  - vi) Provide to the auditor all records required for an audit to be completed.

#### **10) Auditor:**

- a) The annual general meeting shall appoint an auditor or auditors who are not members of the Association.
- b) The auditor/s shall examine and audit all the books and accounts of the Association annually, and have the power to call for all books, papers, accounts, receipts and records of the Association and report thereon to the annual general meeting as to the correctness of the statement of accounts. If unable to certify the correctness of the accounts to the annual general meeting, the auditor/s are to report the particulars of discrepancies.

#### **11) General Meetings:**

- a) Annual general meeting
  - i) The annual general meeting shall be held no later than November thirtieth in each year.
  - ii) The secretary shall give at least fourteen days notice of the date of the annual general meeting by mail to members. The notice of meeting shall advise the business to be transacted at the meeting.
  - iii) All financial members may vote at the annual general meeting.

- iv) Members with business to transact at the annual general meeting are required to place the business in the hands of the secretary a minimum of twenty eight days prior to the meeting.
- v) The agenda for an annual general meeting shall be:
  - (1) Opening of the meeting
  - (2) Apologies
  - (3) Confirmation of previous annual general meeting minutes
  - (4) Presentation of the president's report
  - (5) Presentation of the financial statement
  - (6) Presentation of other reports
  - (7) Appointment of the board of management
  - (8) Advised business
  - (9) Closure
- vi) A quorum for an annual general meeting shall be a minimum of seven members. If at the end of ten minutes after the time advised in the Notice of Meeting for the opening of the meeting a quorum is not present the meeting shall stand adjourned for one week at the same time and place, unless advised of changes in time and venue. If at such meeting a quorum is not present at the end of ten minutes after the opening time, those present shall be competent to discharge the business of the meeting. In the event of the original meeting being adjourned due to the want of a quorum the secretary is to mail or issue a notice of adjournment within two days to all members of the Association.
- vii) Voting at the annual general meeting shall be show of hands unless a ballot is requested and the request is supported by a majority of members eligible vote.
- b) General Meetings
  - i) General meetings may be called by the board of management, or at the request of the president, or on the written request of four members giving the business of the general meeting.
  - ii) The secretary shall give at least seven days notice in writing of the date of a general meeting to all members. The notice of general meeting shall set out the business for which the meeting has been called. No other business shall be dealt with at the general meeting.
  - iii) A quorum for a general meeting shall be a minimum of seven members. If at the end of ten minutes, after the time advised the notice of meeting for the opening of the meeting, a quorum is not present the meeting shall stand adjourned for one week at the same time and place, unless advised of changes in time and venue. If at such meeting a quorum is not present at the end of ten minutes after the opening time, those present shall be competent to discharge the business of the meeting. In the event of the original meeting being adjourned due to the want of a quorum the secretary is to mail or issue a notice of adjournment within two days to all members of the Association.

## 12) Voting:

- a) Voting powers at annual general meetings and general meetings:
  - i) Each financial ordinary member, life member and affiliated club and association present shall have one vote. An affiliated club or association is entitled to one delegate who shall be the registered delegate.
  - ii) The chairperson shall be entitled to a deliberate vote, and in the event of a tied vote the chairperson shall exercise a casting vote.

- b) Voting powers at board of management meetings:
  - i) Each committee member present shall have one vote.
  - ii) The chairperson shall have a deliberate vote, and in the event of a tied vote the chairperson shall exercise a casting vote.

### **13) Finance:**

- a) All funds of the Association shall be deposited into the association's accounts at such bank or recognised financial institution as the board of management may determine.
- b) All accounts due by the Association shall be paid by cheque after having been passed for payment at a meeting of the board of management. In cases where immediate payment is necessary, accounts shall be paid and the action endorsed at the next board of management meeting.
- c) Petty cash expenditure shall be recorded in a petty cash book. Rules governing the operation of petty cash shall be set by the board of management.
- d) A statement showing the financial position of the Association shall be tabled by the treasurer at each board of management meeting.
- e) A statement of income and expenditure, assets and liabilities shall be submitted to the annual general meeting. The auditor's report shall be attached to the financial report.
- f) The financial year of the Association shall commence on October first each year. The accounts, books, and all financial records of the Association shall be audited within one month of the close of the financial year.
- g) The signatories to sign association cheques shall be any two of the four signatories nominated by the board of management.

### **14) Inspection of Records:**

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association but may not remove such records from the care of the custody officer or agent.

### **15) Committees:**

Standing committees shall be:

- a) Umpires Association:
  - i) The Association shall appoint an Umpires' Association. One board of management member shall be a member of the Umpires' Association with voting rights. Umpires' Association members may be contracted umpires, people with an interest in promoting participation in Australian Football through umpiring and members of affiliated clubs.
  - ii) The Umpires' Association shall have the power to recommend to the board of management people for contracting as umpires and to recommend to the board of management the termination of an umpire's contract.
  - iii) The Umpires' Association shall have the power to appoint and control umpires for matches played under the jurisdiction of the Association.
  - iv) The Umpires' Association shall recommend to the board of management on the remuneration to be paid to umpires contracted to the board.

- v) The Umpires' Association shall be responsible for the development of contracted umpires through education activities and through training activities.
- vi) Umpires contracted to the Umpires' Association shall in effect be contract employees of the Association and shall be required to sign a contract of service which shall be counter signed by the president of the Association.
- vii) The Umpires' Association shall be entitled to have one registered delegate with voting powers attend general meetings of the Association.
- b) Protests and Disputes Panel:
  - i) The board of management shall appoint and maintain protest and dispute panels in each town in which the Association will conduct regular competition fixtures.
  - ii) Protest and dispute panels shall be comprised of a minimum of three members who shall hold no official position in the Association or affiliated clubs in the Association. Panel member qualifications shall be Justice of the Peace or an equivalent qualification.
  - iii) Any three members of either panel shall form a quorum to examine protests and disputes forth coming from games under the jurisdiction of the Association or which are referred to the panel by the board of management. Two members of the board of management, one must be an executive committee member, may approve a quorum of two panel members to hear a protest or dispute when a panel has to be convened with less than twenty four hours notice.
  - iv) Each panel shall elect a chairperson who shall be a Justice of the Peace or an equivalent. In the absence of the chairperson at a meeting, the members present will elect one of the members as chairperson for the meeting.
  - v) The responsible officer of the board of management in consultation with each protests and disputes panel chairperson will designate the day and time in the week on which meetings of each panel will, as far as is practicable, be convened.
  - vi) The panels will convey in writing the decisions and actions of their deliberations to the secretary of the board of management within twenty four hours of the completion of a meeting.
  - vii) Functions the panels shall exercise are:
    - (1) Hear and determine all protests, disputes, expulsions other than finance related, disqualification's and charges against players, club officials, teams and clubs brought by umpires, match officials or the board of management.
    - (2) Hear and adjudicate all such matters which the board of management may refer to the panels.
    - (3) Make adjudications, impose disqualifications, inflict fines and other penalties as the panel shall consider appropriate for the protests, disputes, expulsions other than finance related, disqualifications and charges brought before the panel.
  - viii) A panel may re-open and re-hear any case if an appeal in writing to the board of management of the Association provides sufficient evidence or detail to justify a re-hearing to be directed to the panel.
  - ix) Appeals to the board of management against a decision or penalty imposed by a panel shall be in writing and are required to be lodged with the secretary of the Association

within seventy two hours of the decision being handed down. Appeals are to be accompanied by a bond of one thousand dollars. In the event an appeal is upheld the bond will be refunded. In the event an appeal is dismissed the bond will be forfeited to the Association.

c) **Match Committee:**

- i) The board of management shall appoint a match committee with a membership comprising one board of management member, who shall be the chairperson, one representative from each affiliated club, one representative from the Umpires Association and one representative from each grade and competition of junior football not aligned to affiliated clubs. The committee shall make and maintain a record of all meetings and shall report on its activities to the next meeting of the board of management following the conduct of a meeting. The functions and powers of the committee shall be to:
  - (1) Hear and deal with all applications relating to transfers.
  - (2) Grant or refuse permits to players.
  - (3) Arrange the program for matches to be played under the jurisdiction of the Association.
  - (4) Recommend to the board of management selectors and officials for representative teams.
  - (5) Recommend to the board of management on competition activities extra to regular Association competitions, including activities under-taken by affiliated clubs.
  - (6) Manage participation in events additional to the Association competitions.

**16) Alterations to the Constitution:**

- a) The Association may alter, repeal or add to the constitution at an annual general meeting or at a special general meeting called for that purpose. Notice of all motions to alter, repeal or add to the constitution shall be given to members fourteen days prior to the annual general meeting or seven days prior to a general meeting called for such purpose.
- b) Motions to alter, repeal or add to the constitution shall be of no effect unless passed by a seventy five percent majority of those present and entitled to vote at the annual general meeting or general meeting of the Association and changes have been registered with the Commissioner for Corporate affairs (Associations Incorporation Act).

**17) By-laws:**

- a) The board of management may promulgate by-laws governing the activities of the Association and may vary and interpret the by-laws.
- b) By-laws can only be made by a resolution supported by a majority of board of management members present at a constituted meeting of the board of management.
- c) Alterations to and interpretation of the by-laws can be made at board of management meetings
- d) Committees of the Association may recommend by-laws to the board of management but can not adopt by-laws in their own right.

**18) Common Seal:**

The common seal of the Association shall be kept in the care of the secretary. The seal shall not be used or affixed to any deed or other document except pursuant to a resolution of the board of management and in the presence of at least the president or secretary and one other of the executive officers of the Association, both of whom shall subscribe their names as witnesses.

**19) Dissolution:**

- a) The Association may be wound up by a resolution of a general meeting called for that purpose. The notice of meeting shall specifically state the purpose of the meeting. A seventy five percent majority of members present and eligible to vote at the meeting shall be required to resolve to dissolve the Association.
- b) If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed:
  - i) to another incorporated association having objects similar to those of the Association;  
or
  - ii) for charitable purposes

which incorporated association or purposes, as the case requires, shall be determined by resolution of the members when authorising and directing the board of management under Section 33(3) of the Associations Incorporation Act 1987 to prepare a distribution plan for the distribution of the surplus property of the Association.

Adopted at the general meeting of the Association on 09 July 1998

Signed: \_\_\_\_\_ Meeting Chairperson