



# MPNFL STATEMENT OF RULES

AMENDED DECEMBER 2017

ADOPTED DECEMBER 2015



# RULES OF THE MORNINGTON PENINSULA NEPEAN FOOTBALL LEAGUE INC.

## TABLE OF PROVISIONS

<i>Regulation</i>	<i>Page</i>
<b>PART 1—PRELIMINARY</b>	<b>4</b>
1 Name	4
2 Purposes	4
3 Financial year	5
4 Definitions	5
<b>PART 2—POWERS OF MPNFL</b>	<b>7</b>
5 Powers of MPNFL	7
6 Not for profit organisation	7
<b>PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES</b>	
<b>Division 1—Membership</b>	<b>7</b>
7 Membership	7
8 Application for membership	8
9 Consideration of application	8
10 New Affiliation	8
11 Annual Affiliation Fee	9
12 General rights of members	9
13 Associate members	10
14 Rights not transferable	10
15 Ceasing membership	10
16 Resigning as a member	10
17 Register of members	11
<b>Division 2—Disciplinary action</b>	<b>11</b>
18 Grounds for taking disciplinary action	11
19 Disciplinary subcommittee	11
20 Notice to member	11
21 Decision of subcommittee	12
22 Appeal rights	12
<b>Division 3—Grievance procedure</b>	<b>12</b>
23 Application	12
24 Parties must attempt to resolve the dispute	13
25 Appointment of mediator	13
26 Mediation process	13
27 Failure to resolve dispute by mediation	13
<b>PART 4—GENERAL MEETINGS OF THE MPNFL</b>	<b>14</b>
28 Annual general meetings	14
29 Special general meetings	14
30 Special general meeting held at request of members	14
31 Notice of general meetings	15
32 Proxies	15
33 Use of technology	15
34 Quorum at general meetings	15
35 Adjournment of general meeting	16
36 Voting at general meeting	16
37 Special resolutions	16

38	Determining whether resolution carried	17
39	Minutes of general meeting	17
 <b>PART 5—COMMISSION</b>		
<b>Division 1—Powers of the Commission</b>		<b>18</b>
40	Role and powers	18
41	Delegation	18
 <b>Division 2—Composition of the Commission and duties of members</b>		<b>18</b>
42	Composition of the Commission	18
43	General Duties	18
44	Chairman and Deputy Chairman	19
45	League Manager	19
46	Financial Responsibilities of League Manager	19
 <b>Division 3—Election of Commission members and tenure of office</b>		<b>20</b>
47	Who is eligible to be a Commission member	20
48	Election of Commissioners	20
49	Nominations	20
50	Ballot	21
51	Term of office	21
52	Vacation of office	22
53	Filling casual vacancies	22
 <b>Division 4—Meetings of the Commission</b>		<b>22</b>
54	Meetings of the Commission	22
55	Notice of meetings	23
56	Urgent meetings	23
57	Procedure and order of business	23
58	Use of technology	23
59	Quorum	23
60	Voting - Commission Meetings	24
61	Conflict of interest	24
62	Minutes of meeting	24
63	Leave of absence	25
 <b>PART 6—FINANCIAL MATTERS</b>		
64	Source of funds	25
65	Management of funds	25
66	Financial records	25
67	Financial statements	26
 <b>PART 7—GENERAL MATTERS</b>		
68	Common seal	26
69	Registered address	26
70	Notice requirements	26
71	Custody and inspection of books and records	27
72	Winding up and cancellation	27
73	Alteration of Rules	28

# **Rules of the Mornington Peninsula Nepean Football League Incorporated**

## **Note**

The persons who from time to time are members of the Association are an incorporated association by the name given in rule 1 of these Rules.

Under section 46 of the **Associations Incorporation Reform Act 2012**, these Rules are taken to constitute the terms of a contract between the Association and its members.

## **PART 1—PRELIMINARY**

### **1 Name**

The name of the incorporated association is the Mornington Peninsula Nepean Football League Incorporated, in these Rules referred to as 'the MPNFL' or 'the League'.

### **2 Purposes**

The purposes of the MPNFL are:-

1. To promote, propagate and encourage the game of Australian Rules Football and Netball.
2. To organise and carry on Australian Rules Football and Netball competitions between incorporated bodies under the name or style of the Mornington Peninsula Nepean Football League Inc. or any other name or style as the MPNFL determines.
3. To invite and/or allow Australian Rules Football Clubs which are incorporated bodies to become members of the Mornington Peninsula Nepean Football League Inc. and to invite and/or allow netball clubs which are incorporated bodies but which otherwise are not part of Australian Rules Football Clubs to participate in any netball competitions conducted by the Mornington Peninsula Nepean Football Club Inc.
4. To establish and maintain Rules and By-Laws and establish procedures for the orderly and good management of the competitions that the MPNFL conducts.
5. To carry on any activity or undertaking incidental to the conduct of Australian Rules Football and netball within the area(s) in which through the Mornington Peninsula Nepean Football League Inc. conducts Australian Rules Football competitions and Netball competitions.
6. To make selection and be responsible for representative players or teams to participate in matches with teams or competitions of or with other bodies having as their purposes the encouragement, development, fostering, promotion or regulation of Australian Rules Football and Netball.
7. To control the selection and appointment of any representative player, official or team.
8. To control and discipline every player and official and club member of any team participating in a competition organised or sanctioned by the MPNFL in relation to conduct occurring before, during or after the playing of any match.
9. To become affiliated or act in conjunction with any other body having as its objectives the encouragement, development, fostering, promotion and regulation of Australian Rules Football and Netball.
10. To facilitate and empower the appointment of an independent tribunal and appeals Commission to act in accordance with the provisions of the A.F.L. Victoria Country Inc. or of Netball Victoria (as appropriate) as amended from time to time.

Solely for the purposes of furthering the purposes set out above, the MPNFL shall have the power: -

1. To indemnify any person for any loss or damage incurred as a result of having on behalf of the incorporated association become liable to pay any amount by way of damages or otherwise.

2. To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not whose objects are altogether or in part similar to those of the MPNFL provided that the MPNFL shall not subscribe to or support with its funds any club, association or organisation which do not prohibit or restrict the distribution of its income and property among its members to an extent at least as great as that imposed on the MPNFL under or by virtue of the Rules.
3. To buy, sell and deal of all kinds of articles, commodities and provisions, both liquid and solid, for the members of the MPNFL or persons frequenting the MPNFL's premises.
4. To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of or capable of being conveniently used in conjunction with, or any of the objects of the MPNFL: Provided that in case the MPNFL shall take or hold any property which may be subject to any trusts the MPNFL shall only deal with the same in such manner as is allowed by law having regard to such trusts.
5. To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the MPNFL; to obtain from any such Government or Authority any rights, privileges and concessions which the MPNFL may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions
6. To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen or other persons as may be necessary or convenient for the purposes of the MPNFL.
7. To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the MPNFL's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement maintenance, development, working, management, carrying out, alteration or control thereof.
8. To invest and deal with the money of the MPNFL not immediately required in such manner as may from time to time be thought fit.
9. To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
10. To lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts, or obligations by any person or body corporate and otherwise to assist any person or body corporate.
11. To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any monies and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage charge, lien or other security upon the whole or any part of the MPNFL's property or assets present or future and to purchase, redeem or pay off any such securities.
12. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
13. To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the MPNFL.
14. To 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 MPNFL's property of whatsoever kind sold by the MPNFL or any money due to the MPNFL from purchasers and others.

15. To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the MPNFL but subject always to the proviso in paragraph four (4)
16. To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the MPNFL, in the shape of donations, annual subscriptions or otherwise.
17. To print and publish any newspapers, periodicals, books or leaflets that the MPNFL may think desirable for the promotions of its objects.
18. To amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the MPNFL and which shall prohibit or restrict the distribution of its or their income and property among its or their members to an extent that is at least as great as that imposed upon the MPNFL under or by virtue of the Rules.
19. To purchase or otherwise acquire and undertake all or any part of the property assets, liabilities and engagements of any one or more of the incorporated associations with which the MPNFL is authorised to amalgamate.
20. To transfer all or any part of the property, assets, liabilities and engagements of the MPNFL to any one or more of the incorporated associations with which the MPNFL is authorised to amalgamate.
21. To make donations for patriotic, charitable or community purposes.
22. To do all such other things as are incidental or conducive to the attainment of the purposes and the exercise of the powers of the MPNFL.
23. To commence and carry on any business which the MPNFL may decide can be conveniently carried on or which the MPNFL desires that the same should be commenced, acquired or carried on in the interest of the MPNFL or in particular to become involved in the sale of sporting equipment to both member clubs and clubs of other leagues and to register and trade under the name 'Mornington District Sports Supplies' with Consumer Affairs Victoria or such other governmental instrumentality that may from time to time be responsible for the registration and regulation of incorporated associations or organisations that carry on the type of activity conducted by 'Mornington District Sports Supplies'.

### 3 Financial year

The financial year of the MPNFL is each period of 12 months ending on 31<sup>st</sup> October.

### 4 Definitions

In these Rules—

***Absolute majority***, means a majority of affiliated clubs voting on a resolution which may be determined by a majority of more than 50%;

***Affiliated Club*** means a football club affiliated with the MPNFL whose application for membership has been approved in accordance with these rules;

***AFL Victoria*** means Australian Football League Victoria and is the parent body of AFL Victoria Country and AFL South East.

***Associate member*** means a member referred to in rule 13(1);

***Auditor*** means the registered auditor or company appointed by the AFL South East Commission to audit the accounts of the MPNFL;

***Commission*** means the AFL South East Commission, being the governing body of the MPNFL;

**Commission meeting** means a meeting of the AFL South East Commission held in accordance with these Rules;

**Business Day** means a day excluding a Saturday, Sunday or Public Holiday in Victoria;

**By Laws** means the football and netball by-laws of the MPNFL;

**Chairperson** of a general meeting or Commission meeting, means the person chairing the meeting as required under rule 44;

**Commission member or Commissioner** means a member of the AFL South East Commission elected or appointed under Division 3;

**Delegate** means the person who represents and votes on behalf of an affiliated member club at meetings of the MPNFL who shall be the President of their Club;

**Disciplinary meeting** means a meeting of the AFL South East Commission convened for the purposes of Rule 19;

**Disciplinary subcommittee** means the subcommittee appointed under Rule 19;

**Electronic address** means email, website, SMS or any other form of notification;

**Financial year** means the 12-month period specified in Rule 3;

**General meeting** means a general meeting of the members of the MPNFL convened in accordance with Part 4 and includes an ordinary meeting, annual general meeting, and a special general meeting;

**League** means a group of clubs for competition of football or netball as defined under these Rules;

**League Manager** means the person appointed by the Commission to administer the activities of the MPNFL on its behalf. The League Manager shall also administer the responsibilities of the Secretary under the Act;

**Life Member** means a person who has been awarded life membership of the MPNFL for outstanding services, in accordance with the processes defined within the MPNFL By-Laws;

**Member** means an affiliated Club who is a member of the MPNFL;

**Member entitled to vote** means a member who under rule 12(2) is entitled to vote at a general meeting;

**Office** means the registered office for the time being of the MPNFL;

**Official** means any person acting on behalf of an affiliated member club in relation to any match approved or controlled by the MPNFL or any elected office bearer of a member club;

**Seal** means the common seal of the MPNFL;

**Statement of Purposes** means the Statement of Purposes of the MPNFL as provided in Rule 2;

**Special resolution** means a resolution that requires not less than three-quarters of the members voting at a general meeting, to vote in favour of the resolution;

**The Act** means the **Associations Incorporation Reform Act 2012** and includes any regulations made under that Act;

**The Registrar** means the Registrar of Incorporated Associations.

Words or expressions contained in these Rules should be interpreted in accordance with the provisions of the Interpretation of Legislation Act 1984.

## **PART 2—POWERS OF THE MPNFL**

### **5 Powers of the MPNFL**

- (1) Subject to the Act, the MPNFL has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting sub rule (1), the MPNFL may—
  - (a) acquire, hold and dispose of real or personal property;
  - (b) open and operate accounts with financial institutions;
  - (c) invest its money in any security in which trust monies may lawfully be invested;
  - (d) raise and borrow money on any terms and in any manner as it thinks fit;
  - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
  - (f) appoint agents to transact business on its behalf;
  - (g) enter into any other contract it considers necessary or desirable.
- (3) The MPNFL may only exercise its powers and use its income and assets (including any surplus) for its purposes.

### **6 Not for Profit Organisation**

- (1) The MPNFL must not distribute any surplus, income or assets directly or indirectly to its members.
- (2) Sub rule (1) does not prevent the MPNFL from paying a member—
  - (a) reimbursement for expenses properly incurred by the member; or
  - (b) for goods or services provided by the member—if this is done in good faith on terms no more favourable than if the member was not a member.



## **PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES**

### **Division 1—Membership**

#### **7 Membership**

1. The MPNFL shall consist of the following members:
  - a) Affiliated Clubs
  - b) Associate Netball Clubs
  - c) Life Members
  - d) Commission Members
2. All member clubs of the MPNFL are required to keep the MPNFL properly and promptly informed of contact particulars (or changes thereto) for their clubs and officials, including electronic mail addresses.

#### **8 Application for Affiliation or Association**

1. A Club seeking to become an Affiliate Club, shall make a written application to the MPNFL to become an Affiliate Club by the 31st of August of the preceding year accompanied with an application fee, if any as determined by the Commission, which shall be refunded in the event the application is unsuccessful.
2. Any club seeking to participate in competitions conducted by the MPNFL, must satisfy the Commission of the following, namely, that:
  - 2.1) It is incorporated pursuant to the Associations Incorporation Reform Act 2012 or be a company incorporated pursuant to the Corporations Act;
  - 2.2) It's application will comply with and satisfy AFL Victoria, AFL Victoria Country, AFL South East Commission and/or Netball Victoria requirements for transfer of clubs between leagues;
  - 2.3) It's facilities and financial circumstances are of a standard acceptable to the Commission;
  - 2.4) It's name and uniform are acceptable to the Commission or will be altered in a manner acceptable to the Commission;
  - 2.5) It will satisfy the playing criteria as set by the Commission;

#### **9 Consideration of Application.**

1. As soon as practical, and no more than thirty (30) days after an application for affiliation is received, the Commission shall present a recommendation to member Clubs at a Special General Meeting to accept or reject the application for affiliation. This shall be determined by a three quarters majority of Clubs in attendance and eligible to vote.
2. The Commission must notify the applicant in writing of the determination of the Special General Meeting as soon as practicable after the decision is made.
3. If the application is rejected, the Commission must return any money accompanying the application to the applicant.
4. No reason need be given for the rejection of an application

## **10 New Affiliation**

1. If an application for affiliation is approved at a Special General Meeting of member Clubs:-
  - (a) the resolution to accept the affiliation must be recorded in the minutes of the Special General Meeting and
  - (b) the League Manager must, as soon as practicable, enter the name and address of the new member, and the date of becoming a member, in the register of members.
2. A club becomes a member of the MPNFL and, subject to rule 12(2), is entitled to exercise his or her rights of membership from the date, whichever is the later, on which—
  - (a) the Commission approves the club's affiliation; or
  - (b) the club pays the affiliation fee.
3. Upon acceptance the applicant club will submit to the League Manager within seven (7) days of being notified of acceptance as an affiliated club of the MPNFL, an Affiliation Agreement form contained in Appendix Two.
4. Upon acceptance as an affiliated club of the MPNFL the Commission will at its discretion determine in which competition the club will compete.
5. A Club, upon being admitted to membership of the MPNFL, may not resign from the MPNFL or move to another League without first obtaining the written approval of the MPNFL and AFL Victoria, AFL Victoria Country, AFL South East Commission,

## **11 Annual Affiliation Fee.**

1. At least twenty one (21) days prior to the annual general meeting, the League Manager shall advise affiliated members clubs in writing regarding-
  - (a) the amount of the annual affiliation fee (if any) for the following financial year; and
  - (b) the date for payment of the annual affiliation fee, which shall be no less than 48 hours prior to the annual general meeting.
2. The Commission may determine that a lower annual affiliation fee is payable by associate members.
3. The rights of a member (including the right to vote) who has not paid the annual affiliation fee by the due date are suspended until the affiliation fee is paid.
4. Each Member Club of the MPNFL, in order to maintain its entitlement to Membership must make due and punctual payment of all fees payable under these Rules prior to the Annual General Meeting or enter into and comply with a financial arrangement as approved by the Commission from time to time.
5. Payment of affiliation fees shall be accompanied by the Affiliation Agreement form contained in Appendix Two, where the Club agrees that the club, its players and its registered officials, will comply with the Rules, By-Laws and resolutions of the MPNFL, the Rules, By-Laws and resolutions of AFL Victoria, AFL Victoria Country, AFL South East Commission, and the Laws of Australian Football.
6. Annually, each affiliated Club that fields netball teams and each Netball Associate shall complete a Netball Affiliation agreement, titled MPNFL Netball Agreement which is contained in Appendix Three, where the club/netball associate agrees that the Club/Netball Associate, its players and registered officials, will comply with the Rules, By-Laws and resolutions of the MPNFL. (Applied to the playing of netball), the Rules, By-Laws and resolutions of Netball Victoria, and the Rules of Netball.

## **12 General Rights of Members**

1. An affiliated member club of the MPNFL who is entitled to vote has the right—
  - (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
  - (b) to submit items of business for consideration at a general meeting; and
  - (c) to attend and be heard at general meetings; and
  - (d) to vote at a general meeting; and
  - (e) to have access to the minutes of general meetings and other documents of the MPNFL as provided under rule 71; and
  - (f) to inspect the register of members.
2. An affiliated member club is entitled to vote if—
  - (a) the affiliated member club is a member other than an associate member; and
  - (b) more than ten (10) business days have passed since the affiliated club became a member of the MPNFL; and
  - (c) the member's membership rights are not suspended for any reason.
3. Life members do not have voting rights at any meetings of the MPNFL

## **13 Associate Members**

1. Associate members of the MPNFL include—
  - (a) netball clubs directly connected to affiliate football club members; and
  - (b) netball clubs aligned to affiliate football club members; and
  - (c) any other category of member as determined by special resolution at a general meeting.
2. An associate member must not vote but may have other rights as determined by the Commission or by resolution at a general meeting.

## **14 Rights Not Transferable**

The rights of a member club are not transferable and end when membership ceases.

## **15 Ceasing Membership**

1. The membership ceases on resignation, financial insolvency, dissolution or continued failure to meet playing commitments.
2. If membership of the MPNFL ceases, the League Manager must, as soon as practicable, enter the date the club ceased to be a member in the register of members.

## **16 Resigning as a Member**

1. A member other than an affiliate club may resign by notice in writing given to the League Manager.
2. A member club is taken to have resigned if—
  - (a) the member's annual affiliation is more than twelve (12) months in arrears; or
  - (b) where no annual affiliation is payable—

- (i) the League Manager has made a written request to the member to confirm that he or she wishes to remain a member; and
  - (ii) the member has not, within thirty (30) days after receiving that request, confirmed in writing that he or she wishes to remain a member.
- 3. A member may not move to another League without first obtaining the written approval of the MPNFL, AFL Victoria Country and AFL South East Commission.

## **17 Register of Members**

- 1. The League Manager must keep and maintain a register of members that includes—
  - (a) for each current member—
    - (i) the member's name;
    - (ii) the address for notice given by the member;
    - (iii) the date of becoming a member;
    - (iv) if the member is an associate member, a note to that effect;
    - (v) any other information determined by the Commission; and
  - (b) for each former member, the date of ceasing to be a member.
- 2. Any member may, at a reasonable time and free of charge, inspect the register of members in accordance with the provision of the Act.

## **Division 2—Disciplinary action**

## **18 Grounds for Taking Disciplinary Action**

The MPNFL may take disciplinary action against a member club in accordance with this Division if it is determined that the member club —

- (a) has refused or neglected to comply with these Rules or MPNFL By Laws; or
- (b) refuses to support the purposes of the MPNFL; or
- (c) has been found guilty of conduct unbecoming of a member, registered player or official
- (d) has engaged in conduct prejudicial to the MPNFL.

## **19 Disciplinary Sub-Committee**

- 1. The Commission may resolve to proceed under Rule 18, to refer the matter to the MPNFL Investigation Officer in accordance with AFL Victoria Country Rules – Unbecoming Conduct.
- 2. Subject to the provisions of Rule 19.1, where the Commission is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Commission must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member club, registered player or official.
- 3. The members of the disciplinary subcommittee—
  - (a) may be Commission members, members of the MPNFL or anyone else; but

- (b) must not be biased against, or in favour of, the member concerned.

## **20 Notice to Member**

1. Before disciplinary action is taken against a member, the League Manager must give written notice to the member—
  - (a) stating that the MPNFL proposes to take disciplinary action against the member; and
  - (b) stating the grounds for the proposed disciplinary action; and
  - (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the *disciplinary meeting*); and
  - (d) advising the member that he or she may do one or both of the following—
    - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
    - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
  - (e) setting out the member's appeal rights under Rule 22.
2. The notice must be given no earlier than fourteen (14) days, and no later than twenty eight (28) days, before the disciplinary meeting is held.

## **21 Decision of Sub-Committee**

1. At the disciplinary meeting, the disciplinary subcommittee must—
  - (a) give the member an opportunity to be heard; and
  - (b) consider any written statement submitted by the member.
2. After complying with sub rule (1), the disciplinary subcommittee may—
  - (a) take no further action against the member; or
  - (b) subject to sub rule (3)—
    - (i) reprimand the member; or
    - (ii) fine the member; or
    - (iii) suspend the membership rights of the member for a specified period; or
    - (iv) expel the member from the MPNFL.
3. The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

## **22 Appeal Rights**

1. A person whose membership rights have been suspended or who has been expelled from the MPNFL under Rule 21 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
2. The notice of appeal shall be issued in accordance with the AFL Victoria Country Appeals Commission regulations and processes or where appropriate Netball Victoria Appeals Processes.

## **Division 3—Grievance procedure**

### **23 Application**

1. The grievance procedure set out in this Division applies to disputes under these Rules between—
  - (a) a member and another member;
  - (b) a member and the Commission;
  - (c) a member and the MPNFL.
2. A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

### **24 Parties Must Attempt to Resolve the Dispute**

The parties to a dispute must attempt to resolve the dispute between themselves within fourteen (14) days of the dispute coming to the attention of each party.

### **25 Appointment of Mediator**

1. If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Rule 24, the parties must within ten (10) days—
  - (a) notify the Commission of the dispute; and
  - (b) agree to or request the appointment of a mediator; and
  - (c) attempt in good faith to settle the dispute by mediation.
2. The mediator must be—
  - (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement—
    - (i) if the dispute is between a member and another member—a person appointed by the Commission; or
    - (ii) if the dispute is between a member and the Commission or the MPNFL—a person appointed or employed by the Dispute Settlement Centre of Victoria.
3. A mediator appointed by the Commission may be a member or former member of the MPNFL but in any case must not be a person who—
  - (a) has a personal interest in the dispute; or
  - (b) is biased in favour of or against any party.

### **26 Mediation Process**

1. The mediator to the dispute, in conducting the mediation, must—
  - (a) give each party every opportunity to be heard; and
  - (b) allow due consideration by all parties of any written statement submitted by any party; and
  - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
2. The mediator must not determine the dispute.

## **27 Failure to Resolve Dispute by Mediation**

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **PART 4—GENERAL MEETINGS OF THE MPNFL**

### **28 Annual General Meetings**

1. The Commission must convene an annual general meeting of the MPNFL to be held within three (3) months after the end of each financial year.
2. The Commission shall determine the date, time and place of the annual general meeting.
3. The ordinary business of the annual general meeting is as follows—
  - (a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
  - (b) to receive and consider—
    - (i) the annual report of the Commission on the activities of the MPNFL during the preceding financial year; and
    - (ii) the financial statements of the MPNFL for the preceding financial year submitted by the Commission in accordance with Part 7 of the Act;
  - (c) to elect a member to represent them on the Commission;
  - (d) to confirm or vary the amounts (if any) of the annual affiliation fee.
4. The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.

### **29 Special General Meetings**

1. The League Manager shall convene a Special General Meeting of the MPNFL, of an MPNFL Football League and/or of a MPNFL Netball League, as follows:-
  - a) upon the direction of the Commission
  - b) upon the request of 25% of affiliated clubs in writing, which must state the objectives of the meeting and shall be signed on behalf of the Clubs requesting the meeting.
2. The notice convening the Special General Meeting must be forwarded by the League Manager to each affiliated member club at that Clubs registered email address, not less than 48 hours prior to the meeting stating the place, date and time of the meeting, and the nature of the business to be transacted and any resolutions to be proposed.
3. No business other than that set out in the notice under rule 32 may be conducted at the meeting.

***Note:** General business may be considered at the meeting if it is included as an item for consideration in the notice under rule 31 and the majority of members at the meeting agree.*

### **30 Special General Meeting Held at Request of Members**

1. The Commission must convene a special general meeting if a request to do so is made in accordance with 29.1(b) by at least 25% of the total number of affiliated clubs.
2. A request for a special general meeting must—
  - (a) be in writing; and
  - (b) state the business to be considered at the meeting and any resolutions to be proposed; and
  - (c) shall be signed on behalf of the Club requesting the meeting; and
  - (d) be given to the League Manager.
3. If the Commission does not convene a special general meeting within twenty one days after the date on which the request is made, the members making the request (or any of them) may convene the special general meeting.
4. A special general meeting convened by members under sub rule (3)—
  - (a) must be held within thirty days after the date on which the original request was made; and
  - (b) may only consider the business stated in that request.
5. The MPNFL must reimburse all reasonable expenses incurred by the members convening a special general meeting under sub rule (3).

### **31 Notice of General Meetings**

1. The League Manager (or, in the case of a special general meeting convened under rule 30(3), the members convening the meeting) must give to each member of the MPNFL—
  - (a) at least twenty one days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
  - (b) at least fourteen days' notice of a general meeting in any other case.
2. The notice must—
  - (a) specify the date, time and place of the meeting; and
  - (b) indicate the general nature of each item of business to be considered at the meeting; and
  - (c) if a special resolution is to be proposed—
    - (i) state in full the proposed resolution; and
    - (ii) state the intention to propose the resolution as a special resolution.

### **32 Proxies**

1. Proxy voting shall not be permitted at any meetings of the MPNFL

### **33 Use of Technology**

1. A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
2. For the purposes of this Part, a member participating in a general meeting as permitted under sub rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is



taken to have voted in person.

### **34 Quorum at General Meetings**

1. No business may be conducted at a general meeting unless a quorum of members is present.
2. The quorum for a general meeting is the presence (physically, or as allowed under rule 33) of 75% of the members entitled to vote.
3. If a quorum is not present within 30 minutes after the notified commencement time of a general meeting—
  - (a) in the case of a meeting convened by, or at the request of, members under rule 30—the meeting must be dissolved;
  - (b) in any other case—
    - (i) the meeting must be adjourned to a date not more than 21 days after the adjournment; and
    - (ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.
4. If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under sub rule (3)(b), the members present at the meeting (if not fewer than 50%) may proceed with the business of the meeting as if a quorum were present.

### **35 Adjournment of general meeting**

1. The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another time at the same place or at another place.
2. Without limiting sub rule (1), a meeting may be adjourned—
  - (a) if there is insufficient time to deal with the business at hand; or
  - (b) to give the members more time to consider an item of business.
3. No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
4. Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with Rule 31.

### **36 Voting at general meeting**

1. On any question arising at a general meeting—
  - (a) subject to sub rule (3), each member who is entitled to vote has one vote; and
  - (b) members shall vote personally; and
  - (c) except in the case of a special resolution, the question must be decided on a majority of votes.
2. If votes are divided equally on a question, the Chairperson of the meeting shall have a casting vote.

3. If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.

### **37 Special resolutions**

A special resolution is passed if not less than three quarters of the members voting at a general meeting vote in favour of the resolution.

### **38 Determining whether resolution carried**

1. Subject to subsection (2), the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—
  - (a) carried; or
  - (b) carried unanimously; or
  - (c) carried by a particular majority; or
  - (d) lost—and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.
2. If a poll (where votes are cast in writing) is demanded by three or more members on any question—
  - (a) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
  - (b) the Chairperson must declare the result of the resolution on the basis of the poll.
3. A poll demanded on a question of an adjournment must be taken immediately.
4. A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

### **39 Minutes of Meetings**

1. The Commission must ensure that minutes are taken and kept of each general meeting, special general meeting and annual general meeting.
2. The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
3. In addition, the minutes of each annual general meeting must include—
  - (a) the names of the members attending the meeting; and
  - (b) the financial statements submitted to the members in accordance with Rule 28(3)(b)(ii); and
  - (c) the certificate signed by two Commission members certifying that the financial statements give a true and fair view of the financial position and performance of the MPNFL; and
  - (d) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

## **PART 5—THE COMMISSION**

### **Division 1—Powers of the Commission**

#### **40 Role and Powers**

1. The business of the MPNFL shall be managed by or under the direction of the AFL South East Commission, herein referred to as the Commission.
2. The Commission may exercise all the powers of the MPNFL except those powers that these Rules or the Act require to be exercised by general meetings of the members of the MPNFL.
3. The Commission may—
  - (a) appoint and remove staff;
  - (b) establish subcommittees consisting of members with terms of reference it considers appropriate.

#### **41 Delegation**

1. The Commission may delegate to a member of the Commission, a subcommittee or staff, any of its powers and functions other than—
  - (a) this power of delegation; or
  - (b) a duty imposed on the Commission by the Act or any other law.
2. The delegation must be in writing and may be subject to the conditions and limitations the Commission considers appropriate.
3. The Commission may, in writing, revoke a delegation wholly or in part.

### **Division 2—Composition of the Commission and Duties of Members**

#### **42 Composition of the Commission**

The AFL South East Commission shall consist of at least five (5) Independent Commissioners and no more than five (5) League Commissioners. The MPNFL shall have one (1) elected League Commissioner who shall be elected in accordance with the Statement of Rules.

#### **43 General Duties**

1. As soon as practicable after being elected or appointed to the Commission, each Commission member must become familiar with these Rules and the Act.
2. The Commission is collectively responsible for ensuring that the MPNFL complies with the Act and that individual members of the Commission comply with these Rules.
3. Commission members must exercise their powers and discharge their duties with reasonable care and diligence.
4. Commission members must exercise their powers and discharge their duties—
  - (a) in good faith in the best interests of the MPNFL; and
  - (b) for a proper purpose.

5. Commission members and former Commission members must not make improper use of—
  - (a) their position; or
  - (b) information acquired by virtue of holding their position—so as to gain an advantage for themselves or any other person or to cause detriment to the MPNFL.
6. In addition to any duties imposed by these Rules, a Commission member must perform any other duties imposed from time to time by resolution at a general meeting.

#### **44 Chairman and Deputy Chairman**

1. Subject to sub rule (2), the Chairman or, in the Chairman's absence, the Deputy Chairman is the Chairperson for any general meetings and for any Commission meetings.
2. If the Chairman and the Deputy Chairman are both absent, or are unable to preside, the Chairperson of the meeting must be—
  - (a) in the case of a general meeting—a Commission member elected by the members, a Club President present; or
  - (b) in the case of a Commission meeting—a Commission member elected by the other Commission members present.

#### **45 Secretary / League Manager**

1. The Commission may appoint a League Manager, who shall perform any duty or function required under the Act, to be performed by the 'Secretary' of an incorporated association. This shall include but not limited to responsibility for lodging documents of the MPNFL with the Registrar.
2. The League Manager must—
  - (a) maintain the register of members in accordance with Rule 17; and
  - (b) keep custody of the common seal of the MPNFL and, including the financial records referred to in Rule 66(3), all books, documents and securities of the MPNFL in accordance with Rules 71
  - (c) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
  - (d) perform any other duty or function imposed on the League Manager by these Rules.
3. The League Manager must give to the Registrar notice of his or her appointment within 14 days after the appointment.

#### **46 Financial Responsibilities**

1. The League Manager shall —
  - (a) receive all moneys paid to or received by the MPNFL and issue receipts for those moneys in the name of the MPNFL; and
  - (b) ensure that all moneys received are paid into the accounts of the MPNFL within 5 working days after receipt; and
  - (c) make any payments authorised by the Commission or by a general meeting of the MPNFL from the MPNFL's funds; and

- (d) ensure cheques are signed by at least 2 Commission members or 1 Commission member and the League Manager.
  - (e) ensure compliance with Part 6 of these Rules in relation to Financial Matters.
2. The League Manager must—
    - (a) ensure that the financial records of the MPNFL are kept in accordance with the Act; and
    - (b) coordinate the preparation of the financial statements of the MPNFL for audit and their certification by the Commission prior to their submission to the annual general meeting of the MPNFL.
  3. The League Manager must ensure that at least one Commission member has access to the accounts and financial records of the MPNFL.

### **Division 3—Election of Commission Members and Tenure of Office**

#### **47 Who is eligible to be a Commission Member?**

A member is eligible to be elected or appointed as a Commissioner if the member—

- (a) Is 18 years or over; and
- (b) does not hold any office position (elected or otherwise) with an affiliated member club.

#### **48 Election of Commissioners**

1. The MPNFL Commissioner must not hold any office position (elected or otherwise) of any affiliated Club.
2. Commission elections for the position of MPNFL League Commissioner shall be held at the Annual General Meeting and the appointment shall be for a period of two (2) years.
3. Upon the expiration of the term, the appointee shall be eligible for election as a Commission member at the next Annual General Meeting if upon expiration of the appointed term he/she gives notice in writing to the Commission of the intention to seek election to the Commission.
4. If the number of members nominated for the position of Commission member is less than or equal to the number to be elected, the Chairperson of the meeting must declare those members to be elected to the position.
5. If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with Rule 50.

#### **49 Nominations**

1. The Commission or any affiliated member club may nominate a person to stand for the position of MPNFL Commissioner with the AFL South East Commission.
2. Each nomination shall be in the form of Appendix 1 and on that form, the nominee shall:
  - (a) acknowledge his/her willingness to stand for the position of which they are being nominated
  - (b) provide a brief outline of the skills or abilities he or she would bring to the Commission

- (c) be co-signed by the nominee and two affiliated clubs or by one member of the Commission, one affiliated club and the nominee.
- (d) All nominations shall be lodged with the League Manager at least twenty one (21) days prior to the Annual General Meeting and circulated to all affiliated clubs no later than fourteen (14) days prior to the Annual General Meeting.
- (e) Any Commission member whose period of appointment has expired shall be eligible to reapply for a position on the Commission.

## **50 Ballot**

1. In the event that the number of nominees exceed the number of positions vacant, a secret ballot will be conducted as the Annual General Meeting
2. If a ballot is required for the election for a position, the League Manager shall act as returning officer to conduct the ballot.
3. Before the ballot is taken, each candidate may make a short speech in support of his or her election.
4. The League Manager must give a blank piece of paper to each person who is eligible to vote.
5. The League Manager, as the Returning Officer, shall manage any electronic voting as per Rule 33 as deemed appropriate.
6. If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
7. If the ballot is for more than one position—
  - (a) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;
  - (b) the voter must not write the names of more candidates than the number to be elected.
8. Ballot papers that do not comply with sub rule (7)(b) are not to be counted.
9. Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.
10. The League Manager must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
11. If the League Manager is unable to declare the result of an election under sub rule (9) because 2 or more candidates received the same number of votes, the returning officer must—
  - (a) conduct a further election for the position in accordance with sub rules (4) to (9) to decide which of those candidates is to be elected; or
  - (b) with the agreement of those candidates, decide by lot which of them is to be elected.

(NOTE: The choice of candidate may be decided by the toss of a coin, drawing straws or drawing a name out of a hat.)

## **51 Term of Office**

1. Subject to sub rule (3) and rule 48.2, a Commission member holds office until the positions of the Commission are declared vacant at the next annual general meeting.
2. A Commission member may be re-elected.
3. A general meeting of the MPNFL may—

- (a) by special resolution remove a MPNFL League Commission member from office; and
  - (b) elect an eligible person to fill the vacant position in accordance with this Division.
4. A member who is the subject of a proposed special resolution under sub rule (3)(a) may make representations in writing to the League Manager or Chairman of the MPNFL (not exceeding a reasonable length) and may request that the representations be provided to the members of the MPNFL.
  5. The League Manager or the Chairman may give a copy of the representations to each member of the MPNFL or, if they are not so given, the member may require that they be read out at the meeting at which the special resolution is to be proposed.

## **52 Vacation of Office**

The office of a Commission member shall become vacant if a Commission member:-

1. submits his or her resignation in writing to the League Manager;
2. dies or becomes physically or mentally incapacitated to an extent which interferes with the performance of her or her duties as a Commission member: or
3. is prohibited for any reason from being a Commission member under the Corporations Law
4. fails to attend 3 consecutive Commission meetings (other than special or urgent Commission meetings) without leave of absence under rule 63; or
5. otherwise ceases to be a Commission member by operation of section 78 of the Act.

## **53 Filling Casual Vacancies**

1. The Commission may appoint an eligible person to fill a position on the Commission that:
  - (a) has become vacant under rule 52; or
  - (b) was not filled by election at the last annual general meeting.
2. In the event of a casual vacancy by any Commission member, the Commission 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
3. Rule 53 applies to any Commission member appointed by the Commission under sub rule (1) or (2).
4. The Commission may continue to act despite any vacancy in its membership, except under provisions of a quorum as per Rule 59.

## **Division 4—Meetings of the Commission**

## **54 Meetings of the Commission**

1. The Commission must meet at least once in every six (6) weeks at the dates, times and places determined by the Commission.
2. The date, time and place of the first Commission meeting must be determined by the members of the Commission as soon as practicable after the annual general meeting of the MPNFL at which the members of the Commission were elected.

3. Special Commission meetings may be convened by the Chairman or by any 3 members of the Commission.

## **55 Notice of Commission Meetings**

1. Notice of each Commission meeting must be given to each Commission member no later than 7 days before the date of the meeting.
2. Notice may be given of more than one Commission meeting at the same time.
3. The notice must state the date, time and place of the meeting.
4. If a special Commission meeting is convened, the notice must include the general nature of the business to be conducted.
5. The only business that may be conducted at the meeting is the business for which the meeting is convened.

## **56 Urgent Meetings**

1. In cases of urgency, a meeting can be held without notice being given in accordance with rule 55 provided that as much notice as practicable is given to each Commission member by the quickest means practicable.
2. Any resolution made at the meeting must be passed by an absolute majority of the Commission.
3. The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

## **57 Procedure and Order of Business**

1. The procedure to be followed at a meeting of the Commission shall be determined from time to time by the Commission.
2. The order of business may be determined by the members present at the meeting.

## **58 Use of technology**

1. A Commission member who is not physically present at a Commission meeting may participate in the meeting by the use of technology that allows that Commission member and the Commission members present at the meeting to clearly and simultaneously communicate with each other.
2. For the purposes of this Part, a Commission member participating in a Commission meeting as permitted under sub rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

## **59 Quorum**

1. No business may be conducted at a Commission meeting unless a quorum is present.
2. The quorum for a Commission meeting is the presence (in person or as allowed under rule 58) of a majority of the Commission members holding office.
3. If a quorum is not present within 30 minutes after the notified commencement time of a Commission meeting—



- (a) in the case of a special meeting—the meeting lapses;
- (b) in any other case—the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 55.

## **60 Voting – Commission Meetings**

1. On any question arising at a Commission meeting, each Commission member present at the meeting has one vote.
2. A motion is carried if a majority of Commission members present at the meeting vote in favour of the motion.
3. If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
4. Voting by proxy is not permitted.

## **61 Conflict of Interest**

1. A Commission member who has a material personal interest in a matter being considered at a Commission meeting must disclose the nature and extent of that interest to the Commission.
2. The member—
  - (a) must not be present while the matter is being considered at the meeting; and
  - (b) must not vote on the matter.
3. This rule does not apply to a material personal interest—
  - (a) that exists only because the member belongs to a class of persons for whose benefit the MPNFL is established; or
  - (b) that the member has in common with all, or a substantial proportion of, the members of the MPNFL.

## **62 Minutes of Meeting**

- (1) The Commission must ensure that minutes are taken and kept of each Commission meeting.
- (2) The minutes must record the following—
  - (a) the names of the members in attendance at the meeting;
  - (b) the business considered at the meeting;
  - (c) any resolution on which a vote is taken and the result of the vote;
  - (d) any material personal interest disclosed under rule 61.

## **63 Leave of absence**

1. The Commission may grant a Commission member leave of absence from Commission meetings for a period not exceeding three (3) months.
2. The Commission must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the Commission member to seek the leave in advance.

## **PART 6—FINANCIAL MATTERS**

### **64 Source of Funds**

1. The funds of the MPNFL may be derived from joining fees, annual subscriptions, levies, donations, fund-raising activities, sale of goods, grants, fines, interest and any other sources approved by the Commission.
2. The Commission shall have the power to impose levies upon member Clubs if such is necessary.

### **65 Management of Funds**

1. The MPNFL must open an account with a financial institution from which all expenditure of the MPNFL is made and into which all of the MPNFL's revenue is deposited.
2. The Commission may approve the establishment of additional accounts with financial institutions for specific purposes
3. Subject to any restrictions imposed by a general meeting of the MPNFL, the Commission may approve expenditure on behalf of the MPNFL.
4. The Commission may authorise the League Manager to expend funds on behalf of the MPNFL (including by electronic funds transfer) up to a specified limit without requiring approval from the Commission for each item on which the funds are expended.
5. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 Commission members.
6. All funds of the MPNFL must be deposited into the financial account of the MPNFL no later than five (5) working days after receipt.
7. With the approval of the Commission, the League Manager may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

### **66 Financial Records**

1. The MPNFL must keep financial records that—
  - (a) correctly record and explain its transactions, financial position and performance; and
  - (b) enable financial statements to be prepared as required by the Act.
2. The MPNFL must retain the financial records for seven (7) years after the transactions covered by the records are completed.
3. The League Manager must keep in his or her custody, or under his or her control—
  - (a) the financial records for the current financial year; and
  - (b) any other financial records as authorised by the Commission.

### **67 Financial Statements**

1. For each financial year, the Commission must ensure that the requirements under the Act relating to the financial statements of the MPNFL are met.
2. Without limiting sub rule (1), those requirements include—

- (a) the preparation of the financial statements in accordance with Australian Accounting Standards;
- (b) the review or auditing of the financial statements;
- (c) the certification of the financial statements by the Commission;
- (d) the submission of the audited financial statements to the annual general meeting of the MPNFL;
- (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

## **PART 7—GENERAL MATTERS**

### **68 Common Seal**

The MPNFL shall have a common seal, of which

- (a) the name of the MPNFL must appear in legible characters on the common seal;
- (b) a document may only be sealed with the common seal by the authority of the Commission and the sealing must be witnessed by the signatures of two Commission members;
- (c) the common seal must be kept in the custody of the League Manager.

### **69 Registered Address**

The registered address of the MPNFL is—

- (a) the address determined from time to time by resolution of the Commission; or
- (b) if the Commission has not determined an address to be the registered address—the postal address of the League Manager.

### **70 Notice Requirements**

1. Any notice required to be given to a member or a Commission member under these Rules may be given—
  - (a) by handing the notice to the member personally; or
  - (b) by sending it by post to the member at the address recorded for the member on the register of members; or
  - (c) by email or equivalent electronic transmission.
2. Sub rule (1) does not apply to notice given under rule 56.
3. Any notice required to be given to the MPNFL or the Commission may be given—
  - (a) by handing the notice to a member of the Commission; or
  - (b) by sending the notice by post to the registered address; or
  - (c) by leaving the notice at the registered address; or
  - (d) if the Commission determines that it is appropriate in the circumstances—
    - (i) by email to the email address of the MPNFL or the League Manager.

## **71 Custody and Inspection of Books and Records**

1. Members may on request inspect free of charge—
  - (a) the register of members;
  - (b) the minutes of general meetings;
  - (c) subject to sub rule (2), the financial records, books, securities and any other relevant document of the MPNFL, including minutes of Commission meetings.
2. The Commission may refuse to permit a member to inspect records of the MPNFL that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the MPNFL.
3. The Commission must on request make copies of these rules available to members and applicants for membership free of charge.
4. Subject to sub rule (2), a member may make a copy of any of the other records of the MPNFL referred to in this rule and the MPNFL may charge a reasonable fee for provision of a copy of such a record.
5. For purposes of this rule—

***relevant documents*** means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the MPNFL and includes the following—

  - (a) its membership records;
  - (b) its financial statements;
  - (c) its financial records;
  - (d) records and documents relating to transactions, dealings, business or property of the MPNFL.

## **72 Winding Up and Cancellation**

1. The MPNFL may be wound up voluntarily by special resolution.
2. In the event of the winding up or the cancellation of the incorporation of the MPNFL, the surplus assets of the MPNFL must not be distributed to any members or former members of the MPNFL.
3. Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to a body that has similar purposes to the MPNFL and which is not carried on for the profit or gain of its individual members.
4. The body to which the surplus assets are to be given must be decided by special resolution.

## **73 Alteration of Rules**

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

## ***PART 8- COMPETITION STRUCTURE***

- 74.** Any changes or request for changes to the competition structure of the MPNFL requires not less than three quarters of the members voting at a general meeting to vote in favour of the request or changes.

---