

**NORTH PILBARA FOOTBALL LEAGUE
INCORPORATED**

CONSTITUTION

REG NO. A0822628J [18.12.1986]

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1. NAME OF BODY

The body shall be called the North Pilbara Football League Incorporated, (Hereinafter referred to as the "NPFL").

2. DEFINITIONS

In these rules, unless the context otherwise requires:

"NPFL"	North Pilbara Football League (Inc)
"WAFC"	West Australian Football Commission (Inc.)
"WAFL"	West Australian Football League
"Executive"	Means the persons elected at the NPFL Annual General Meeting to manage the business of the NPFL.
"Club"	Means a Club which is a member of a League or Association, which is affiliated with the NPFL.
"The Laws"	Means the Laws of Australian Football as adopted by the Australian Football League.
"Appeal Tribunal"	Means the members of the Executive and/or of the NPFL duly appointed to hear appeals.
"Football"	Means Australian Rules Football

Words defined in the Interpretation Act as from time to time amended, shall have the same meanings in these rules.

3. OFFICE & PLACE OF BUSINESS

The Office and principal place of business of the NPFL shall be at such place, as the Executive shall from time to time direct.

4. MEMBERSHIP

4.1 Membership is open to:

- All North Pilbara Clubs.
- All persons elected as Life Members.

4.2 A Club, which desires to affiliate with the NPFL, shall make application to the Executive which shall be determined annually by the Executive.

4.3 Such application must be made by 31 January each year.

- 4.4 Such application shall be in writing signed by the Secretary of the Club and shall contain the following particulars:
- 4.4.1 The name of the Club
 - 4.4.2 The names, addresses, telephone, facsimile and email numbers of the President and Secretary of the Club.
- 4.5 Such application shall be accompanied by a copy of the Constitution of the Club.
- 4.6 It is a condition of affiliation with the NPFL that each Club agrees to be part of the Basic Country League Insurance Plan and pay basic premiums on behalf of their member clubs prior to 30 April in each year.
- 4.7 It is also a condition of affiliation with the NPFL that each Club agrees to subscribe to and be bound by the Constitution and By-laws of the NPFL.
- 4.8 The Executive may by a vote of seventy percent (70%) of their number, expel any member from the NPFL.
- 4.9 In the event of expulsion, the member or person expelled shall lose and forfeit to the NPFL all interest and benefits in the funds and property of the NPFL and all rights attaching to membership.
- 4.10 Any member may on similar conditions, resign from membership.
- 4.11 Any Member expelled pursuant to Rule 4.8 may lodge a written appeal with the President within seven (7) days of such decision to expel and such appeal shall be considered by members at a Special General Meeting called for the purpose and shall require the approval of seventy percent (70%) of the members present and voting, in order to be successful.
- 4.12 The Registrar shall keep and maintain the register of members in accordance with Section 27 of the Associations Incorporations Act 2015.

5. OBJECTS

- 5.1 The objects of the NPFL shall be to promote, develop, manage and represent Country Football throughout the Pilbara Western Australia and to promote and develop the game of Australian Rules football in general.
- 5.2 The NPFL shall control and formulate all acts and deeds which may be considered conducive to its interests or in the interests of the game of football.

6. POLICY

Any matter concerning the policy or control of the NPFL in the Pilbara Country Football in Western Australia including any matter directed to the WAFC by a Club, shall be referred to the Country League for consideration and action where necessary.

7. EXECUTIVE

- 7.1 The business of the NPFL shall be managed by the Executive, which shall consist of fourteen (14) persons (Executive Members) eight (8) of whom shall be elected at the NPFL Annual General Meeting each year and shall hold Office for a period of two (2) years.
- 7.2 The Presidents or their representative shall elect the President and the Northern and Southern Vice President, Secretary, Treasurer, Registrar, Umpires Convenor North and Umpires Convenor South at the Annual General Meeting, annually as follows:
The following positions are up for re-election as follows:
- | | |
|------------------------|-------------------------------|
| President | year ending in an odd number |
| Vice President North | year ending in an even number |
| Vice President South | year ending in an odd number |
| Treasurer | year ending in an even number |
| Secretary | year ending in an odd number |
| Registrar | year ending in an even number |
| Umpire Conveynor North | Annually |
| Umpire Conveynor South | Annually |
- 7.3 Each Executive member including the President shall have a deliberate vote and the President also shall have a casting vote where necessary.
- 7.4 It is the responsibility of each individual to ensure they are eligible to act as a member of the management committee as defined under the Associations Incorporation Act 2015.
- 7.5 The duties of the Management Committee include:
- duty of care and diligence
 - a duty to act in good faith in the best interests of the association and for a proper purpose: and
 - A duty not to misuse one's position and a duty not to misuse information obtained through the position to gain an advantage for self or someone else or to cause detriment to the association.

8. DUTIES AND FUNCTIONS OF THE PRESIDENT

The President shall manage the affairs of the NPFL in line with the Duty Statement provided by the Executive from time to time.

9. DUTIES AND FUNCTIONS OF THE SECRETARY, TREASURER, REGISTRAR AND SPONSORSHIP COORDINATOR OF THE NPFL

- 9.1 The Secretary / Treasurer to the NPFL shall carry out the general duties and manage the financial affairs of the NPFL in line with the Duty Statement provided by the Executive from time to time.
- 9.2 The Registrar to the NPFL shall carry out the general duties and manage the membership of the NPFL and to maintain an accurate registrar of players,

permits, clearances, goal kickers, umpire duties and results in line with the Duty Statement provided by the Executive from time to time.

- 9.3 The Sponsorship Coordinator to the NPFL shall be responsible for sourcing & securing of sponsorship for the league, managing the delivery of sponsor commitments and the application and acquittal of grants and funding applications in line with the Duty Statement provided by the Executive from time to time.
- 9.4 An annual stipend as determined at the AGM to be paid to the treasurer, secretary, registrar and sponsor coordinator each financial year.

10. POWERS OF THE EXECUTIVE

The management and control of the affairs of the NPFL are vested in the Executive who, without limiting their functions shall have the following powers and duties:

- 10.1 To appoint, dismiss and fix the salary and terms and conditions of employment of such employees as the Executive may from time to time appoint and to delegate to any person so appointed any of its powers or duties.
- 10.2 To appoint sub-committees comprised of such persons as the Executive may think fit to investigate any matter in any way relating to the affairs of the NPFL or to perform such duties as the Executive may determine and subject to these rules, the Executive may regulate the proceedings of all such sub-committees. Members of sub-committees need not be Executive members.
- 10.3 To ensure that all minutes are properly recorded and kept of all meetings of the Executive and of such other meetings as the Executive may from time to time determine.
- 10.4 To deal with all correspondence to and from the NPFL.
- 10.5 To sell any real or personal property of the NPFL whether for cash or terms and by auction or private contract, to exchange any real or personal property of the NPFL for any other property for the NPFL and to do such things on such terms and conditions as the Executive think fit.
- 10.6 To borrow money for the NPFL and give security therefore by mortgage or charges over any property of the NPFL.
- 10.7 To institute, conduct, defend, compound or abandon any legal proceedings by or against the NPFL or against any other person, to refer any claims or demands by or against the NPFL to arbitration and observe and perform the awards.
- 10.8 To enter into all such negotiations and contracts and rescind and vary all such contracts and execute and do all such acts, deeds and things the Executive may consider desirable for the proper performance of their duties.
- 10.9 To convene meetings of the Executive when thought fit.

- 10.10 From time to time make such regulations and by-laws and amend or vary such regulations or by-laws as it thinks fit and all such regulations and by-laws shall bind all clubs and their officials, committee members, players and members, umpires and other members of the NPFL.
- 10.11 The consideration and decision of all disputes and matters in which the NPFL, players and officials be concerned.
- 10.12 The infliction of any of the penalties provided in these rules or in the laws of the game by imposing reprimands, suspensions or fines on any Club, players or officials.
- 10.13 To do all such acts and things as are incidental to, or expedient for the fulfilment of the objects of the NPFL.
- 10.14 To organise and administer the NPFL Championships and to organise and administer all activities associated with NPFL representative teams.
- 10.15 To ensure the safe custody and storage of all relevant records, books, documents and securities, the property of the NPFL, for examination as required.

11. PROCEEDINGS OF EXECUTIVE

- 11.1 The Executive shall meet at such times and places as it determines and whenever a meeting is specially convened in accordance with these rules. Executive meetings may be adjourned and otherwise regulated as is thought fit.
- 11.2 Except as otherwise provided in these rules, questions arising at any meeting of the Executive shall be decided by a majority of votes and a determination by a majority of the Executive shall for all purposes be deemed a determination of the Executive.
- 11.3 An Executive member shall not vote on any matter where a conflict of interest is involved or in respect of any contract or proposed contract with the NPFL in which he/she is interested or any matter arising there from and if he/she does so vote then his/her vote shall not be counted.
- 11.4 The quorum necessary for the transaction of business of the Executive shall be eight (8).
- 11.5 The continuing Executive members may act notwithstanding any vacancy in their body.
- 11.6 Where necessary a resolution in writing signed by no less than 70% of the then Executive shall be as valid and effectual as if it had been passed at a meeting of the Executive duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more Executive members.

12 REMOVAL OF OFFICERS

- 12.1 Any officer of the NPFL may be removed from office on a vote of “no confidence” carried by a three fifths majority of the whole of the Executive, at a Special Meeting of the NPFL called for that purpose.
- 12.2 If any vacancy shall occur through the removal of an officer for any reason, such vacancy shall be filled at the discretion of the Executive. Such replacement to hold office for the balance of the term of the Executive member whom he has replaced.
- 12.3 For any specific purpose. Such person to act in an ex-officio capacity.

13. SUBCOMMITTEES

- 13.1 Subject hereto and to other determination by the Executive, a committee may determine its own procedures and its own Chairman.
- 13.2 A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and in the case of equality of votes, the motion shall fail unless the Chairman is an Executive member, in which case, the Chairman may vote to resolve the dead lock.

14. MEETINGS

All meeting of the NPFL shall be conducted in an orderly and responsible manner in accordance with acceptable meeting procedure.

- 14.1 The Annual General Meeting of the NPFL shall be held each calendar year within four months after the end of the NPFL’s financial year as required by Section 23 of the Association Incorporation Act. Each member present shall appoint one (1) delegate who shall have one (1) deliberate vote and in the case of an equality of votes, the motion shall fail. The President shall give written notice to all members at least fourteen (14) days' prior to the Annual General Meeting or Special General Meetings. Business shall be as follows:-
- Minutes
 - Reports and Financial
 - Correspondence
 - Elections
 - Notices on Motion
 - General Business
- 14.2 A quorum for the Annual General Meeting shall be at least 50% (fifty percent) of affiliated Clubs.
- 14.3 The election of the Executive shall be by secret ballot if there is more than one nominee for the position.
- 14.4 Any financial Club can appoint a proxy to vote on their behalf.

- 14.5 Other interested persons may attend the Annual General Meeting but SHALL NOT move motions or vote.
- 14.6 Ordinary Meetings of the NPFL Executive shall be held as deemed necessary. Business shall be as follows:-
- Minutes
 - Financial Report
 - Correspondence
 - Portfolio Reports
 - General Business
- 14.7 A Special General Meeting of the NPFL shall be called at the written request of fifty (50%) percent of the affiliated Clubs or by resolution of the Executive. Fourteen (14) days' written notice shall be given by the President when calling a Special General Meeting.
- 14.8 A quorum for a Special General Meeting shall be at least fifty (50%) percent of the total Affiliated Country Associations.
- 14.9 The President or in his absence the Senior Vice President or in the absence of both the President and Senior Vice President the Junior Vice President may in an emergency call an Executive Meeting by telephone hook up.
- 14.10 No resolution shall be rescinded except at a meeting after notice of motion shall have been given at a meeting held at least 14 days prior to such meeting and the motion for such rescission must be carried by a majority of the League.
- 14.11 Any person appointed to an executive position and who does not attend two consecutive meeting shall be deemed to have resigned.
- 14.12 Any member club that does not attend all but one of the NPFL scheduled meetings shall be fined \$200. Each club will be allowed one apology for the season and are able to nominate a proxy to attend any of the meetings with full voting rights.

15. LIFE MEMBERSHIP

- 15.1 Nominations for Life Membership may be lodged by Members of the NPFL Executive in writing up until one (1) month prior to the Annual General Meeting and must include details of the nominee's outstanding service and contribution to country football in particular and the game of Australian football in general.
- 15.2 No more than two (2) persons shall be elected as Life Members in any one (1) year.
- 15.3 Life Members may only be elected on the recommendation of the Executive to the Annual General Meeting, such election to be carried by a three-fourths (75%) majority of those present and voting at such meeting.
- 15.4 The Executive may by a vote of seventy percent (70%) of their number, expel any life member from the NPFL.
- 15.5 In the event of expulsion, he/she shall lost and forfeit all rights attached to membership.

16. RULES NOT PROVIDED FOR

Where there is no provision in the rules of this Constitution, the Constitution of the WAFC and the Rules and Regulations of the WAFL Competition shall be deemed to be the rules of the NPFL.

17. COMMON SEAL

The Executive shall provide for the safe custody of the common seal of the NPFL, which shall only be used by authority of the Executive and every instrument to which the common seal is affixed shall be signed by the President or in his absence by one of the Vice Presidents and shall be countersigned by the Secretary or by a Vice-President or by some other person appointed by the Executive for the purpose.

18. BANK AND FINANCE

18.1 The financial year of the NPFL shall commence on the first day of November and end on the thirty-first (31st) day of October in each year.

18.2 A budget is to be presented and adopted at each AGM.

18.3 All moneys received for an on behalf of the NPFL shall be paid to the credit of the NPFL into such bank or banks as the NPFL shall from time to time direct; and all moneys paid on behalf of the League shall be paid by cheque on such bank or banks signed by any two of the President, Senior Vice President, Junior Vice President, Secretary, Treasurer and Registrar or by Direct Deposit with the knowledge of the Executive.

18.4 The income and property of the NPFL League shall be applied solely towards the promotion of the objects of the NPFL. No portion of the income or property shall be paid, transferred or distributed directly or indirectly to the members of the NPFL, provided that nothing shall prevent the payment in good faith of remuneration to an officer or employee of the NPFL.

19. FINANCIAL REPORTING

19.1 The North Pilbara Football League financial reporting responsibility shall follow the Associations Incorporation Act 2015.

19.2 A annual financial report shall be accepted at the AGM for submission to the Department of Commerce as required under the act.

20. ALTERATION TO RULES

20.1 The rules of this Constitution shall not be altered, repealed or added to, except upon resolution carried by a three fourths (75%) majority of persons in attendance and voting at the Annual General Meeting, or any special meeting called for the purpose.

20.2 At least twenty eight (28) days notice of any proposal to alter, repeal or add to these Rules shall be given in writing to the Secretary of the NPFL and such notice shall be accompanied by a copy of the proposal. Pursuant with Schedule 1, Clause 8 of the Associations Incorporation Act 1987.

20.3 The Secretary shall notify in writing all members of the proposed Rule Change fourteen (14) days prior to the relevant meeting. Pursuant with Schedule 1, Clause 8 of the Associations Incorporation Act 1987.

- 20.4 The NPFL must lodge with the Commissioner of Fair Trading within one month of notice of the special resolution setting out particulars of the alterations together with a certificate given by a member of the Executive certifying that the resolution was duly passed as a special resolution and that the Rules of the NPFL as so altered conform to the requirements of the Associations Incorporation Act (1987).

21. INSPECTION OF RECORDS

Subject to a written application and fourteen (14) days notice the President of any member Club shall have the right to inspect records and documents or part thereof of the NPFL.

A member will be able to request that the league provide them with a copy of the member register on declaration setting out the purpose for the request. It is an offence for a member to disclose or use the information obtained from the register of members or record of office holders for a purpose that is not directly connected to the affairs of the association.

22. DISSOLUTION

- 22.1 The NPFL shall be deemed to have been dissolved if and when a resolution in favour of dissolution is carried by a three fourths (75%) majority at a meeting specially called for the purpose of considering such dissolution.
- 22.2 Upon dissolution of the NPFL, a liquidator shall be appointed to wind up the affairs of the NPFL.
- 22.3 All property of the NPFL shall be realised and sold and the monies obtained thereby together with any monies in hand shall be used and applied firstly, in paying the expenses of such realisation and sale, secondly in paying and discharging all the debts and liabilities for which the NPFL is responsible and the surplus, if any then remaining, shall be transferred to similar Associations incorporated under the Associations Incorporation Act 2015.

23. GRIEVANCE PROCEDURE

1. The grievance procedure set out in this Clause applies to disputes under these Rules between—
- (a) a member and another member;
 - (b) a member and the Committee;
 - (c) a member and the Association.
 - (d) 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.
2. Parties must attempt to resolve the dispute

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

3. Appointment of mediator:

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 2, the parties must within 10 days—
 - (a) notify the Committee 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 Committee; or
 - (ii) if the dispute is between a member and the Committee or the Association—a person appointed shall be independent of the Association.
- (3) A mediator appointed by the Committee may be a member or former member of the Association 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.

4. 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.

5. 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.