

# **GSWJFL**

# **CONSTITUTION**

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## PART 1—PRELIMINARY

### 1 Name

The name of the incorporated association is the Greater South West Junior Football League, in these Rules referred to as 'the GSWJFL' or 'the League'.

### 2 Purposes

The purposes of the GSWJFL' are:-

- (a) to enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of those purposes and the exercise of the powers of the GSWJFL; to obtain from any such Government or Authority any rights, privileges and concessions which the GSWJFL may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions
- (b) 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 GSWJFL in the shape of donations, annual subscriptions or otherwise.
- (c) to print and publish any newspapers, periodicals, books or leaflets that the GSWJFL may think desirable for the promotions of its purposes.
- (d) to make donations for patriotic, charitable or community purposes.
- (e) 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 GSWJFL
- (f) to ensure equitable governance that allows for a fair and balanced junior football league and structure that creates a sustainable competition for all clubs, and to allow children of all abilities to play football in a safe and structured environment.
- (g) to determine and provide governance by adapting and distributing a handbook/by-laws which outline the conditions by which football competitions will be played within the GSWJFL.

### 3 Financial year

The financial year of the GSWJFL is each period of 12 months ending on 30<sup>th</sup> November.

### 4 Definitions

In these Rules—

**Absolute majority** means a majority of the executive committee members voting on a resolution which must be determined by more than 50%;

**AFL Victoria** means

Australian Football League Victoria and is the parent body of AFL Victoria Country

**Alternate Executive** Northern and Southern Representatives are to submit the names of three (3) persons maximum who may be called upon to fill in for a representative when is unavailable.

**Club** means any duly constituted (and Incorporated in accordance with the "Act") football club that is registered with the Greater South West Junior Football League and must comprise one or more teams competing in the GSWJFL

**Commission** means the AFLWD Commission

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

**By Laws** means the football by-laws/handbook of the GSWJFL

**Chairperson** of all meetings, means the person chairing the meeting as required under rule 39;

**Club person** means a member as per rule 12(1);

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**Disciplinary meeting** means a meeting of the GSWJFL convened for the purposes of Rule 15; **Disciplinary subcommittee** means the subcommittee appointed under Rule 16;

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

**Executive committee** board of personnel which consist of the Chair, Vice Chair, Administrator and representatives

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

**General meeting** means a general meeting of the executive of the GSWJFL convened in accordance with Part 4 and includes, annual general meeting, and a special general meeting;

**GSWJFL Member Club** means a football club that is registered with the GSWJFL whose application for membership has been approved in accordance with these rules;

**Independent** A person who does not hold a voting position on a board or league or another committee that may be classed a conflict of interest to the GSWJFL.

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

**Life Member** means a person who has been awarded life membership of the GSWJFL (this shall include the life members of both the PJFA and the HJFA) for outstanding services, in accordance with the processes defined within the GSWJFL By-Laws;

**Member entitled to vote** means a member who under rule 28 is entitled to vote at an AGM;

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

**Respondent** A person that is the subject of disciplinary action as per rule 15.

**Rules** mean in the context all of the points of governance of this constitution

**Seal** means the common seal of the GSWJFL

**Statement of Purposes** means the Statement of Purposes of the GSWJFL 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.

**PART 2—POWERS OF THE GSWJFL EXECUTIVE**

**5 Powers of the GSWJFL EXECUTIVE**

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

**6 Not for Profit Organisation**

1. The GSWJFL must not distribute any surplus, income or assets directly or indirectly to its members.
2. Sub rule (1) does not prevent the GSWJFL 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 GSWJFL shall consist of the following members:
  - (a) League Registered Clubs
  - (b) Life Members
2. All League member clubs of the GSWJFL are required to keep the GSWJFL properly and promptly informed of contact particulars (or changes there to) for their clubs and officials, including electronic mail addresses.

**8 Application for Membership of League**

1. A Club seeking to become a member of the League, shall make a written application to the GSWJFL to become a GSWJFL Member Club by the 31st of October (with exception to the commencement of the 2020 season) of the preceding year accompanied by a buy in fee, if any

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as determined by the executive committee, which shall be refunded in the event that the application is unsuccessful.

2. Any club seeking to participate in competitions conducted by the GSWJFL, must satisfy the Executive committee:

- (a) it is incorporated pursuant to the The Act or be a company incorporated pursuant to the Corporations Act;
- (b) The Club's application will comply with and satisfy AFL Victoria, A requirements for transfer of clubs between leagues;
- (c) The Club's facilities and financial circumstances are of a standard acceptable to the Executive committee;
- (d) The Club's name and uniform are acceptable to the Executive committee or will be altered in a manner that is acceptable to the Executive committee
- (e) The Club will satisfy the playing criteria as set by the Executive committee;

## **9 Consideration of Application**

1. As soon as practicable, and no more than thirty (30) days after an application for a club membership is received, the Executive committee shall accept or reject the application for GSWJFL Membership. This shall be voted on for approval by the all member clubs in accordance with the rules of AFL Victoria.
2. The GSWJFL Administrator 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 Executive committee must return any money accompanying the application to the applicant.
4. No reason needs to be given for the rejection of an application.

## **10 New League Membership**

1. If an application for Membership is approved by the Executive committee:-
  - (a) the resolution to accept the membership must be recorded in the minutes of the Executive committee and
  - (b) the Administrator 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 GSWJFL and, subject to rule 7, is entitled to exercise their rights of membership from the date, whichever is the later, on which—
  - (a) the Executive committee approves the club's membership; or
  - (b) the club pays the Membership fee.
3. A Club, upon being approved for membership of the GSWJFL, may not resign from the GSWJFL or move to another League without first obtaining the written approval of AFL Victoria.

**11 Annual League Fee**

1. At least twenty one (21) days prior to the annual general meeting, the Executive committee shall advise members clubs in writing regarding-
  - (a) the amount of the annual League fee (if any) for the following financial year; and
  - (b) date for payment of the annual league fee, which shall be no less than 48 hours prior to the annual general meeting.
2. The Executive committee may determine that a lower annual membership fee is payable by league Clubs.
3. The rights of a Club (including the right to vote) who has not paid the annual league fee by the due date are suspended until the fee is paid.
4. Each Club of the GSWJFL, 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 Executive committee from time to time.
5. Payment of League fees shall indicate that a club agrees that their club, its players and its members, will comply with the Rules, By-Laws and resolutions of the GSWJFL, the Rules, By-Laws and resolutions of AFL Victoria.

**12 Club person Membership**

1. A person shall be classed a GSWJFL club member if they are —
  - (a) The parent or parents of a registered player or
  - (b) Step father or Step Mother of registered player or
  - (c) Legal Guardian of a registered player.
  - (d) Any person who holds a listed position within a club. Their position must be documented and recorded within the clubs meeting minutes.
2. A grandparent shall not be classed as a club member unless they fall under sub rule 1. (c) however if they are supporting a player then disciplinary action can be taken against them as per a league club member.
3. Game day Guardians of a player shall not be classed as a club member however if they are supporting a player then disciplinary action can be taken against them as per a club member.
4. Club supporters shall not be classed as a club member, however if they are supporting a club, a disciplinary action can be taken against them as per being a member of a club.

**13 General Rights of Clubs**

1. A Club of the GSWJFL who is entitled to vote has the right—
  - (a) to receive notice of an annual general meeting or special general meeting in the manner and time prescribed by these Rules from the GSWJFL; and
  - (b) to submit items of business for consideration at an annual general meeting or a special general meeting; and
  - (c) to attend and be heard at an annual general meeting or special general meeting; and
  - (d) to vote at an annual general meeting or a special general meeting; and
  - (e) to have access to the minutes of annual general meetings and other documents of the

GSWJFL as provided under rule 66

2. Life members do not have voting rights at any annual general meeting or special general meeting of the GSWJFL

## **14 Open Forum**

1. The GSWJFL executives and club members must meet at least 3 times in each year (Inclusive of an annual general meeting) at the dates, times and places determined by the executive committee
2. On any recommendation arising at a meeting, each Club present at the meeting has one vote.
3. When voting on a recommendation the voting numbers must be recorded within the minutes with the person who has put the recommendation forward and the seconder. The recommendation put forward by The Clubs and their vote will be considered by the Executive committee in making their decision regarding the proposed recommendation.
4. If votes are divided equally on a recommendation of the Clubs with the Executive, the Chair of the executive committee shall hold the casting vote.

## **Division 2—Disciplinary action**

### **15 Grounds for Taking Disciplinary Action**

The GSWJFL may take disciplinary action against a club, a club member or club player, in accordance with this Division if it is determined that the respondent —

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

### **16 Disciplinary Sub-Committee**

1. The executive committee may resolve to proceed under Rule 18, or to refer the matter to the AFL Vic for advice or disciplinary actions.
2. Subject to the provisions of Rule 19.1, where the executive committee is satisfied that there are sufficient grounds for taking disciplinary action against a respondent, the executive committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the respondent.
3. The members of the disciplinary subcommittee—
  - (a) may be executive committee members, members of the GSWJFL, HFNL & SWDFNL or anyone else that the GSWJFL Executive Committee see fit; but

- (b) must not be biased against, or in favour of, the respondent.
- (c) GSWJFL holds the right to choose an independent tribunal to hear any disciplinary matters they see fit.

## **17 Notice to Member**

1. Before disciplinary action is taken against a respondent, the executive committee must give written notice to the respondent —
  - (a) stating that the GSWJFL proposes to take disciplinary action against the respondent; 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 respondent 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 19.
  - (f) all players facing disciplinary action shall have an advocate present at all times.
2. The notice must be given no earlier than fourteen (14) days, and no later than seven (7) days, before the disciplinary meeting is held.

## **18 Decision of Sub-Committee**

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

## **19 Appeal Rights**

1. A person whose membership rights have been suspended or who has been expelled from the GSWJFL under Rule 15 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 in writing and given to a disciplinary subcommittee member,

no later than 48 hours after the decision.

3. An appeal shall be conducted in accordance with AFL Vic Country Guidelines.

## **Division 3—Grievance procedure**

### **20 Application**

1. The grievance procedure set out in this Division applies to disputes under these Rules between—
  - (a) a member club and another member club;
  - (b) a member club and the executive committee;
  - (c) the executive committee and a GSWJFL Player.
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.

### **21 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.

### **22 Appointment of Mediator**

1. If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Rule 21, the parties must within ten (10) days—
  - (a) notify the executive committee or 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 opposing clubs within the GSWJFL —a person appointed by the executive committee; or
    - (ii) if the dispute is between a club and the executive committee —a person appointed or employed by the Commission.
3. A mediator appointed by the executive committee, may be a member or former member of the GSWJFL 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.

### **23 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.

## **24 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—ANNUAL GENERAL & SPECIAL GENERAL MEETINGS OF THE GSWJFL**

### **25 Annual General Meetings**

1. The executive committee must convene an annual general meeting of the GSWJFL to be held within three (3) months after the end of each financial year.
2. The executive committee 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 executive committee on the activities of the GSWJFL during the preceding financial year; and
    - (ii) the financial statements of the GSWJFL for the preceding financial year submitted by the executive committee in accordance with Part 7 of the Act;
  - (c) to elect a member to represent them on the executive committee;
  - (d) to confirm or vary the amounts (if any) of the annual League membership fee.
4. The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.

### **26 Notice of Annual General Meetings**

1. executive committee must give to each League member of the GSWJFL—
  - (a) at least twenty-one days' notice of an annual general meeting.
2. The notice must—
  - (b) specify the date, time and place of the annual general meeting; and
  - (c) indicate the general nature of each item of business to be considered at the meeting; and
  - (d) seven days prior annual general meeting shall forward all ballot nomination to each

GSWJFL club

3. GSWJFL clubs must forward all items of business to the executive committee no later than 14 days prior to the annual general meeting.

**27 Special General Meetings**

1. The executive committee shall convene a Special General Meeting of the GSWJFL;
  - (a) upon the direction of AFL Victoria
  - (b) upon the request of two or more of clubs in writing, which must state date, the objectives of the meeting and shall be signed by the Clubs Presidents requesting the meeting and given to the Administrator.
2. The notice convening the Special General Meeting must be forwarded by the executive committee to each Club at their Clubs registered email address, giving no less than 21 days notice of 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 objectives stated under sub-rule 27.2 may be conducted at the special general meeting.
4. If the executive committee does not convene a special general meeting within twenty-one days after the date on which the request was made, the members making the request (or any of them) may convene the special general meeting.
5. A special general meeting convened by members under sub-rule 27.1(b) must be held within 3 months after the date on which the original request was made.

**28 Entitlement of Voting at Annual General Meeting or Special General Meetings**

- (a) To be eligible to vote the voter must be present at the Annual General Meeting or Special General Meeting and be over the age of (18) eighteen year and
- (b) be a Club nominated representative, and each club shall notify the administrator no less than three days prior the name of the above and
- (c) be an affiliated member with AFL Victoria

**29 Proxies**

Proxy voting shall not be permitted at any meetings of the GSWJFL

**30 Quorum at Annual General Meetings & Special General Meetings**

1. No business may be conducted at an AGM or a special general meeting unless a quorum of members is present.
2. The quorum for an AGM is :—
  - (a) of the current in-office executive committee members elected. At least 50% of voting executives plus one.
  - (b) the physical presence of 3 members (minimum) from each league club :—
    - (i) With the allowance of only 1 club not being in attendance.
  - (c) each club must be eligible to vote as per rule 28.
  - (d) the quorum shall be counted and recorded prior to the commencement of the AGM

3. If a quorum is not present within 30 minutes after the notified commencement time of an annual general meeting—
  - (a) The Meeting shall—
    - (i) be re scheduled to a date not more than 21 days after the original scheduled date; and
    - (ii) notice of the date, time and place to which the meeting is re scheduled 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 meeting has been adjourned under sub-rule 3(a), 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.
5. Any clubs not present at the original allocated time of the annual general meeting shall face disciplinary action during the following season.

### **31 Adjournment of Annual 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 26.

### **32 Voting at Annual general meeting**

1. On any question arising at a general meeting—
  - (a) subject to sub rule 3, each club who is entitled to vote has one vote; and
  - (b) Except in the case of a special resolution, the question must be decided on a majority of votes.
  - (c) Eligibility of voting shall be in accordance with rule 28.
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.

### **33 Special Resolutions**

1. A minimum of two clubs or a GSWJFL executive member may give notice of a Special Resolution
2. Notice of a Special Resolution must be given to the administrator

3. The representative is to give 28 days' notice to the executive committee
4. A special resolution is passed if not less than three quarters of the members voting at a Special General Meeting vote in favor of the resolution.

#### **34 Determining whether a Resolution is carried**

1. Subject to subsection (2), the Chairperson of an annual 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.

#### **35 Minutes of Meetings**

1. The Executive Committee must ensure that minutes are taken and kept of each annual general meeting, special general meeting and GSWJFL 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 25 (3)(b)(ii); and
  - (c) the certificate signed by two Executive Committee members certifying that the financial statements give a true and fair view of the financial position and performance of the GSWJFL; 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 EXECUTIVE COMMITTEE**

#### **Division 1—Powers of the Executive Committee**

## **36 Role and Powers**

1. The business of the GSWJFL shall be managed by or under the direction of the Executive Committee and with the guidance of AFL Victoria.
2. The Executive Committee may exercise all the powers of the GSWJFL except those powers that these Rules or the Act require to be exercised by general meetings of the members of the GSWJFL
3. The Executive Committee may—
  - (a) Establish subcommittees consisting of members with terms of reference it considers appropriate.
  - (b) Suspend or Expel any player or Club member who does not conduct their manner within the greater interest of GSWJFL, as per Rule 15.

## **37 Delegation**

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

## **Division 2—Executive Committee and Duties of Members**

### **38 Executive Committee**

1. The GSWJFL Executive Committee shall consist of—
  - (a) Independent League Chairperson (shall hold a casting vote)
  - (b) Independent League Administrator ( Non-voting)
  - (c) 2 Northern x Independent representative positions
  - (d) 2 Southern x Independent representative positions
  - (e) South West District Football League Representative
  - (f) Hampden Football Netball League Representative
  - (g) AFL Victoria Country Football Development Manager (Advisory position only, Non-voting)
  - (h) When the need arises a short term vacancy for a special purposes executive (non voting)
  - (i) A maximum of two representatives from one club can be appointed to 38.c or 38.d allowing for expansion of the GSWJFL
  - (j) When more clubs join the GSWJFL the representative positions maybe created
  - (k) To give Northern and Southern a determination line we have specified this as the latitudinal setting on a map as -37.933

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- (l) All voting positions on the Executive Committee shall be in accordance with Rule 55.
2. Club representatives must be 60% in total of the Clubs registered within the GSWJFL eg: if there are 10 clubs there must be 6 representatives elected onto the executive.

## **39 General Duties**

1. As soon as practicable after being elected or appointed to the Executive Committee, each Executive Committee member must become familiar with these Rules and the Act.
2. The Executive Committee is collectively responsible for ensuring that the GSWJFL complies with the Act and that individual members of the Executive Committee comply with these Rules.
3. Executive Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
4. Executive Committee members must exercise their powers and discharge their duties—
  - (a) in good faith in the best interests of the GSWJFL; and
  - (b) for a proper purpose.
5. Executive Committee members and former Executive Committee 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 GSWJFL.
6. In addition to any duties imposed by these Rules, an Executive Committee member must perform any other duties imposed from time to time by resolution at a general meeting.
7. The GSWJFL Chairperson elected in accordance with these rules, shall act as Chair of the GSWJFL Executive Committee of Management.

## **40 Independent League Chairperson**

1. Subject to sub-rule 39.7, the Chairperson or, in the Chairperson absence, a member of the executive committee shall chair for any meetings.
2. The Chair Shall –
  - (a) offer support to the administrator when requested.
  - (b) hold the casting vote when required.
  - (c) stand on a sub-committee.
  - (d) support all Member Clubs
  - (e) support the running of the league
  - (f) be paid an honorarium subject to executive approval

## **41 Administrator**

1. The GSWJFL may appoint an Administrator, who shall perform any duty or function required under the Act, to be performed by the ‘Administrator’ of an incorporated

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association. This shall include but not limited to responsibility for lodging documents of the GSWJFL with the Registrar.

2. The Administrator, must—
  - (a) maintain the register of all League clubs and League club players and League club position holders; and
  - (b) keep custody of the common seal of the GSWJFL and, including the financial records referred to in Rule 61.3(c), all books, documents and securities of the GSWJFL in accordance with Rules 62 and;
  - (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 from the Chair by these Rules.
- (a) ensure that the financial records of the GSWJFL are kept in accordance with the Act; and
- (b) Coordinate the preparation of the financial statements of the GSWJFL for audit and their certification by the Commission prior to their submission to the annual general meeting of the GSWJFL.
3. The Chair must give to the Registrar notice of his or her appointment within 14 days after the appointment.
4. The Administrator must ensure that at least one Executive Committee member has access to the accounts and financial records of the GSWJFL
5. The Administrator shall—
  - (a) receive all moneys paid to or received by the GSWJFL and issue receipts for those moneys in the name of the GSWJFL; and
  - (b) ensure that all moneys received are paid into the accounts of the GSWJFL within 5 working days after receipt; and
  - (c) make any payments authorized by the Executive Committee or by a general meeting of the GSWJFL from the GSWJFL's funds; and
  - (d) ensure cheques are signed by at least one (1) other Executive Committee members
  - (e) Ensure compliance with Part 6 of these Rules in relation to Financial Matters.
6. The Administrator may receive financial reimbursement for their servicers, only if—
  - (a) Representatives of the League executive approve within a motion vote.
  - (b) The dollar amount of financial reimbursement shall be agreed upon by the representatives only.
  - (c) Financial reimbursement shall be for the current playing season only and reviewed on commencement of each season.

## **42 Executive Committee Person**

1. The Executive Committee Person Shall—
  - (a) offer support to the administrator when requested.
  - (b) stand on a sub-committee.

- (c) support all League Clubs
- (d) support the running of the league

2. An executive representative may nominate an alternate representative temporarily, after notifying the administrator no less than 24 hour prior to a scheduled meeting, it is the responsibility of that rep to ensure the alternate is informed of their responsibilities prior to the meeting.

## Division 3—Election of Executive Committee Members and Tenure of Office

### **43 Eligibility and Election of Executive Committee**

A member must be 18 years or over to be eligible to be elected or appointed to the Executive of the GSWJFL.

1. The Chair of the executive must be a person who does not hold another office position on any Club or Football League ( with the term of office being annual).
2. Executive Committee elections for the position of GSWJFL Executive Committee Member shall be held at the Annual General Meeting, and the appointment shall be for a period of two years for their 1<sup>st</sup> term of the GSWJFL. Following the first term the Executive Positions are specified as follows

Chair -Yearly Position

Administrator – Two-year position

1 Southern & Northern representative - 2021 AGM will be one (1) year term

1 Southern & Northern representative - from the 2021 AGM will be two (2) year terms

South West FNL Representative - 2021 AGM will be for one (1) year term

Hampden FNL Representative – 2021 AGM will be for two (2) year terms

Commencing 2022 AGM each position with the exception of the Chair and AFLVC FDM will be biennially elected positions, to enable a more productive governance structure and a smoother transition year to year.

3. Upon the expiration of their term, the appointee shall be eligible for re-election as an Executive Committee member at the next Annual General Meeting. The appointee must make their intentions of nomination for re-election to the GSWJFL 28 days prior to the Annual General Meeting. Each term of re-election is for (2) with the exception of the first elections which will follow the above criteria.
4. If the number of nominations exceeds the number of Executive Committee Member positions for each particular position, a ballot must be held in accordance with Rule 45.

### **44 Nominations**

1. Any GSWJFL club may nominate a person to stand for a position within the Executive Committee.
2. The Executive Committee can nominate a person to stand for a position within the Executive Committee.
3. Members of the South West District Football Netball League can nominate a person or persons to fill the Executive position of the “South West District Football League

Representative” as per Rule 38.

4. Members of the Hampden Football Netball League board can nominate a person or persons to fill the Executive position of the HFNL Representative as per rule 38.
5. Each nomination shall be in writing and shall list:
  - (a) Acknowledgment of his/her willingness to stand for the position of which they are being nominated for
  - (b) provide a brief outline of the skills or abilities he or she would bring to the Executive Committee
  - (c) be co-signed by the nominee of a member club or by one member of the Executive Committee. Each member club can only nominate (1) person for each position on Executive Committee.
  - (d) All nominations shall be lodged with the Executive Committee at least fourteen (14) days prior to the Annual General Meeting. The Executive Committee shall circulate all nominations to all GSWJFL clubs no later than seven(7) days prior to the Annual General Meeting.
  - (e) If all items (a)-(d) are filled then the nominee does not have to be present at the Annual General Meeting.

## **45 Ballot**

1. In the event that the number of nominees exceed the number of positions vacant, a secret ballot will be conducted at the Annual General Meeting
2. If a ballot is required for the election for a position, the Current President shall act as returning officer to conduct the ballot, or choose a Current Executive Committee Member to act as returning officer.
3. Before the ballot is taken, each candidate may make a short speech in support of his or her election.
4. The Executive Committee shall have pre drafted ballot papers with each candidate name and position of nomination.
5. Eligibility of voting shall be in accordance with rule 28.
6. No proxy votes or pre votes shall be allowed.
7. Ballot paper shall be counted in a separate room under the presence of (1) delegate from each member club and the Executive Committee members. No candidate can be present during counting. If all Executive Committee members are candidates, then only the Current President shall be in the counting room with the delegates.
8. The Current Chair must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
9. If the Current Chair is unable to declare the result of an election under sub rule (8) because 2 or more candidates received the same number of votes, the Current Chair 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.)

## **46 Term of Office**

1. Subject to sub rules (2) and rule 43.3, an Executive Committee Member holds office until the positions of an Executive Committee Member are declared vacant at the next annual general meeting.
2. An Executive Committee Member may be re-elected as per rule 43.3

## **47 Vacation of Office**

The office of an Executive Committee member shall become vacant if a Executive Committee member:-

1. submits his or her resignation in writing to the GSWJFL;
2. dies or becomes physically or mentally incapacitated to an extent which interferes with the performance of his or her duties as an Executive Committee member; or
3. is prohibited for any reason from being an Executive Committee member under the Corporations Law
4. fails to attend 3 consecutive Executive meeting (other than special or urgent meetings) without leave of absence under rule 58; or
5. otherwise ceases to be an Executive Committee member by operation of section 78 of the Act.

## **48 Filling Casual Vacancies**

1. The Executive Committee may appoint an eligible person to fill a position on the Executive Committee that:
  - (a) has become vacant under rule 38; or
  - (b) Was not filled by election at the last annual general meeting.
2. In the event of a casual vacancy by any Executive Committee member, the Executive Committee may appoint any suitable person to the office and that person must continue in office up to and including the conclusion of the Annual General Meeting following his or her term of appointment
3. Rule 4 applies to any Executive Committee member appointed by the GSWJFL under sub rule (1) or (2).
4. The Executive Committee may continue to act despite any vacancy in its membership, except under provisions of a quorum as per Rule 54.

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

##### **49 Executives Meetings**

- 1 The GSWJFL executives and club members must meet at least 8 times in each year (Inclusive of annual general meeting) at the dates, times and places determined by the executive committee
- 2 The date, time and place of the first meeting must be determined by the members of the executive committee, as soon as practicable after the annual general meeting of the GSWJFL at which the members of the executive were elected.

##### **50 Notice of Executive Meetings**

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

##### **51 Urgent Meetings**

1. In cases of urgency, a meeting can be held without notice being given in accordance with rule 50 provided that as much notice as practicable is given to each executive by the quickest means practicable.
2. Any resolution made at the meeting must be passed by an absolute majority of the executive members. The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

##### **52 Procedure and Order of Business**

1. The procedure to be followed at an executive meeting shall be determined from time to time by the Chair person.
2. The order of business may be determined by the executive members present at the meeting.

##### **53 Use of technology**

1. An executive member who is not physically present at a meeting may participate in the meeting by the use of technology that allows that executive member and the all members present at the meeting to clearly and simultaneously communicate with each other.
2. For the purposes of this Part, an executive member participating in a 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.

3. Voting of motions may be conducted by use of technology; however the motion must be stated within the correspondence an accompanied by a YES / NO vote. Any correspondence that does not clearly list the motion or a yes / no vote shall be deemed as a non vote.

## **54 Quorum**

1. No business may be conducted at an Executives meeting unless a quorum is present.
2. The quorum for a meeting is the presence in person or as allowed under rule 53.
3. The required quorum is – A majority of the executive eligible to vote excluding the Chair.
4. If a quorum is not present within 30 minutes after the notified commencement time of an Executive meeting —
  - (c) in the case of a special meeting—the meeting lapses;
  - (d) 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 50.

## **55 Voting – Executive Meeting**

1. On any question arising at an Executive Meeting, each member present at the meeting has one vote.
2. If votes are divided equally on a question, the executive committee chairman shall hold the casting vote.

## **56 Conflict of Interest**

1. An executive committee member who has a material personal interest in a matter being considered at an executive meeting, must disclose the nature and extent of that interest to the executive committee
2. The executive committee 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 GSWJFL is established; or
  - (b) that the member has in common with

## **57 Minutes of Meeting**

1. The executive committee must ensure that minutes are taken and kept of each 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 motion put forward on which a vote is taken and the result of the vote;
  - (d) any material personal interest disclosed under rule 56.

## **58 Leave of absence**

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

## **PART 6—FINANCIAL MATTERS**

### **59 Source of Funds**

1. The funds of the GSWJFL and Clubs, 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 executive committee
2. The executive committee shall have the power to impose levies & fines upon GSWJFL Clubs if such is necessary.

### **60 Management of Funds**

1. The GSWJFL must open an account with a financial institution from which all expenditure of the GSWJFL is made and into which all of the GSWJFL's revenue is deposited.
2. The executive committee 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 GSWJFL, the executive committee may approve expenditure on behalf of the GSWJFL
4. The executive committee may authorise the Administrator to expend funds on behalf of the GSWJFL (including by electronic funds transfer) up to a specified limit without requiring approval from the executive committee 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 executive committee members.
6. All funds of the GSWJFL must be deposited into the financial account of the GSWJFL no later than five (5) working days after receipt.
7. With the approval of the executive committee the Administrator may maintain a cash float provided that all money paid from or paid into the float is accurately counted, recorded and signed for at the time of the transaction
8. Subject to the approval of Member Clubs, the executive committee shall ensure that all accumulated GSWJFL funds be used for the benefit of GSWJFL Clubs.

### **61 Financial Records**

1. The GSWJFL 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 GSWJFL must retain the financial records for seven (7) years after the transactions covered by the records are completed.

3. The Administrator 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 executive committee

## **62 Financial Statements**

1. For each financial year, the executive committee must ensure that the requirements under the Act relating to the financial statements of the GSWJFL 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 of the financial statements;
  - (c) the certification of the financial statements by the executive committee;
  - (d) the submission of the financial statements to the annual general meeting of the GSWJFL
  - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

## **PART 7—GENERAL MATTERS**

### **63 Common Seal**

The GSWJFL shall have a common seal, of which

- (a) the name of the GSWJFL 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 executive committee and the sealing must be witnessed by the signatures of two executive committee members;
- (c) the common seal must be kept in the custody of the Administrator.

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### **64 Registered Address**

The registered address of the GSWJFL is —

- (a) the address determined by the current elected administrator; or
- (b) a current elected executive committee member.

### **65 Notice Requirements**

1. Any notice required to be given to a executive member, Club or Representative under these Rules may be given —
  - a) by handing of the notice personally; or
  - b) by sending it by post to the executive member, Club or Representative at their nominated address.
  - c) by email or equivalent electronic transmission.
2. Sub-rule (1) does not apply to notice given under rule 51.

### **66 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 66.2, the financial records, books, securities and any other relevant document of the GSWJFL, including minutes of meetings.
2. The executive committee may refuse to permit a member to inspect records of the GSWJFL that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the GSWJFL
3. The executive committee 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 GSWJFL referred to in this rule and the GSWJFL 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 GSWJFL and includes the following —

- (a) its membership records
- (b) its financial statements;

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- (c) its financial records;
- (d) records and documents relating to transactions, dealings, business or property of the GSWJFL

### **67 Winding Up and Cancellation**

1. The GSWJFL may be wound up voluntarily by special resolution.
2. In the event of the winding up, cancellation or disbanded of the incorporation of the GSWJFL, the surplus assets of the GSWJFL must not be distributed to any members or former members of the GSWJFL
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 GSWJFL 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.

### **68 Alteration of this Constitution**

This Constitution shall only be altered by special resolution at the annual general meeting or a Special General Meeting of the GSWJFL.