



The  
**CONSTITUTION**  
of the  
Mid Gippsland Football Netball League (Inc.)

*Established in 2019 by the amalgamation of the  
Mid Gippsland Football League  
and the  
Mid Gippsland Netball Association*

# MID GIPPSLAND FOOTBALL NETBALL LEAGUE CONSTITUTION

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## Name of the Association

The name of the incorporated association is the **Mid Gippsland Football Netball League (Inc.)** hereinafter referred to as the League.

## 1. Objects of The League

The objects of the League are:

- 1.1. To promote the game of Australian Rules Football and Netball throughout the Gippsland Region;
- 1.2. To provide a sporting and social focus and a point of contact for the Gippsland Region;
- 1.3. To promote, advance, foster and cultivate the games of Australian Football and Netball in the Gippsland Region and to assist in the advancement of the Gippsland community by means of development of a culture of sport participation and sense of fair play;
- 1.4. Provide an environment that creates and promotes player development and pathways;
- 1.5. Affiliate and otherwise liaise with the AFL Victoria Country, Netball Victoria (NV) and such other bodies as may be desirable, in the pursuit of these Objects;
- 1.6. Act on behalf of and in the interest of our members and members of our communities;
- 1.7. Pursue through itself or others, such commercial arrangements, including sponsorship and marketing opportunities, as are appropriate to further the Objects; and
- 1.8. In addition to these objects, the Objects of the League consist of the doing of any lawful thing, incidental or conducive, to the attainment of the Objects or Purposes of the League.

## 2. Definitions

- 2.1. In this Constitution unless the contrary intention appears, these words shall have the following meanings:

**Act** means the *Associations Incorporation Reform Act (Vic) 2012*.

**AFL Victoria Country** means the rules and regulations as printed within the Victorian Country Handbook from time to time.

**ATO** means the Australian Tax Office.

**Auditor** means the auditor appointed by the League to audit the League's accounts.

**By-Laws** means any By-Laws made by the League.

**Club** means any member or potential member Club duly admitted to membership or considering membership.

**Constitution** means this Constitution.

**Delegate(s)** means a person appointed by a member Club to represent their Club at General Meetings and be a member of the Governance Committee.

**Executive Committee member** means an elected office bearer of the league.

**Ex officio member** means membership by virtue of their elected position.

**Financial year** means the year ending on the 31<sup>st</sup> October.

**General Meeting** means the Annual or any Special General meeting of members of the League.

**Governance Committee** means the collection of delegates appointed by the affiliated member clubs.

**Intellectual Property** means all rights subsisting in copyright, business names, names, trade-marks (or signs), logos, designs, equipment including computer software, images (including photographs, videos or films) or service marks relating to the leagues or any event, competition or football/netball activity of or conducted, promoted or administered by the leagues.

**Laws of Australian Football** means the laws of the game of Australian Football adopted by the Australian Football League as modified by the leagues set out in the By-Laws.

**Leagues** means the Mid Gippsland Football Netball League.

**Official** means any person acting on behalf of a Club Member or League Member, in relation to any match approved or controlled by the League or any elected office bearer.

**Member** means a member Club or registered member of the League.

**Netball Victoria** means Victorian Netball Association.

**Region** means the area within which the League conducts Australian football and netball competitions, or development programs as set out in the affiliation agreement between the League and AFL Victoria and Netball Victoria.

**Registered Player** means a person registered with AFL Victoria and Netball Victoria to play in the competitions conducted by or under the control of either authority.

**Regulations** means regulations under the Act.

**Special General Meeting** means a special general meeting of members, convened in accordance with section 15.2 of the Constitution

**Tribunal** means the Independent Tribunal, the disciplinary subcommittee established to regulate the conduct of players, umpires, officials associated with the league and their clubs, as well as, patrons who attend MGFNL leagues' venues.

**Umpire Member** means an umpiring body who has entered into a membership agreement with the League and will be granted League Umpire Member status from time to time.

**Voting Member** means Club Members via delegates and registered League Members

## 2.2. Interpretations

Words and expressions contained in this constitution will be interpreted in accordance with the provisions of the *Interpretation of Legislation Act 1984 (Vic)* and the Act as in force from time to time.

## 3. Attaining Objects

The League shall be empowered to do all things necessary, which are incidental to and necessary for the attainment of the Objects of the League.

## 4. Property of The League

The League must apply all property and income of the League towards the promotion of the Objects or Purposes of the League and no part of that property or income is to be paid or otherwise distributed, directly or indirectly, to members of the League, except in good faith in the promotion of those objects or purposes.

## 5. Powers of The League (as conferred by Section 13 of the Act)

- 5.1. To acquire, hold, deal with, and dispose of any real or personal property;
- 5.2. To open and operate bank accounts;
- 5.3. To invest its money:
  - 5.3.1. In any security in which trust moneys may be invested; or
  - 5.3.2. In any other manner authorised by the rules of the League.
- 5.4. To borrow money upon such terms and conditions as the League thinks fit;
- 5.5. To give such security for the discharge of liabilities incurred by the League as the League thinks fit;
- 5.6. To appoint agents and employees to transact any business of the League on its behalf for reward or otherwise;
- 5.7. To build, construct, erect, maintain, alter and repair any premises building or other structure of any kind and to furnish equip and improve the same for use by the League;
- 5.8. Accept donations and gifts in accordance with the objects of the League;

- 5.9. Print and publish any information by any media including newsletters, newspapers, articles or leaflets for promotion of the League;
- 5.10. Provide gifts and prizes in accordance with the objects of the League;
- 5.11. Organise social events for Members and the promotion of the League; and
- 5.12. To enter into any other contract the League considers necessary or desirable.

## **6. League Governance Arrangements**

- 6.1. The League shall be governed by a Governance Committee whose membership shall consist of each member club, represented by two (2) delegates, one each representing netball and football. Each affiliated club has one vote at each General, Special General or Annual General meeting of the League.
- 6.2. The Governance Committee will elect at the Annual General Meeting the Executive Committee for the following year in accordance with the bylaws of the League.
- 6.3. The Executive Committee will consist of the following positions:
  - 6.3.1. President;
  - 6.3.2. Vice President – Football Operations;
  - 6.3.3. Vice President – Netball Operations;
  - 6.3.4. Vice President – Governance;
  - 6.3.5. Treasurer;
  - 6.3.6. Secretary; and
  - 6.3.7. Any additional Executive position, as deemed necessary, by the Governance Committee, from time to time.
- 6.4. The Executive Committee will be responsible for recommending the appointment of Officers of the League, including, but not limited to the following:
  - 6.4.1. Media/Marketing;
  - 6.4.2. Tribunal Secretary;
  - 6.4.3. Netball Score Secretary;
  - 6.4.4. Football Score Secretary;
  - 6.4.5. Junior Development Officers; and
  - 6.4.6. Netball Umpire Co-coordinator.
- 6.5. Affiliated Club delegates cannot be elected to the Executive Committee or be appointed as an Officer of the League.

## **7. Membership**

- 7.1. Membership shall be open to any club that wishes to further the interests of the League.
- 7.2. Any club seeking membership shall make application to the MGFNL Secretary and the Governance Committee shall determine whether the application is successful or not, consistent with the most current AFL Country Victoria Handbook as published from time to time.
- 7.3. Each club admitted to membership shall be:
  - 7.3.1. Bound by the Constitution and By-laws of the League;
  - 7.3.2. Come liable for such fees and subscriptions as may be fixed by the League; and
  - 7.3.3. Entitled to all advantages and privileges of membership.
- 7.4. Membership Categories:
  - 7.4.1. Affiliated Club's or Teams

A club, which has been accepted as a member of the league following application in accordance with the by-laws of the League and the rules of the most current AFL

Victorian Country Handbook as, published from time to time. For the avoidance of any doubt, all clubs that were members of the Mid Gippsland Football League and the Mid Gippsland Netball Association became members of the Mid Gippsland Football and Netball League upon registration of the merged entities.

7.4.2. Ex Officio Member

Any person who is a financial member of the League and is elected as an executive or officer of the League is entitled to hold such office and enjoy the privileges of the League. Elected Office bearers cannot vote at General meetings.

7.4.3. Life Membership

The Governance Committee may elect any member who has given outstanding service to the League, as a Life Member. Any member club or individual member, as in description, may nominate a person to the Governance Committee for consideration for Life Membership.

Due to the merger arrangements agreed, previous Life Members of the Mid Gippsland Football League Inc. and the Mid Gippsland Netball Association Inc. will be deemed Life members of the Mid Gippsland Football Netball League Inc.

7.4.4. Patron

The League may, at its discretion, elect a patron/s or vice patron/s of the League for such period as may be deemed necessary. Such patron/s or vice patron/s shall not be eligible to vote unless they are current members of the League under another category of membership.

7.5. The Governance Committee shall appoint a member of the Executive Committee to maintain an up to date register of members of the League.

7.6. A member may at any reasonable time, inspect the records and documents of the League and obtain copies of records, securities and other relevant documentation from the League Secretary.

## 8. Subscriptions

To be paid by different membership classes as and when they are due as set by the Governance Committee, from time to time.

## 9. Termination of Membership

9.1. Any person's membership may be terminated by the following events:

9.1.1. Resignation;

9.1.2. Expulsion; or

9.1.3. The Member's annual membership fee remains unpaid after two months of falling due;

9.2. The Governance Committee shall have the power to suspend or expel any member of the League for:

9.2.1. False or inaccurate statements made in the member's application for membership of the League;

9.2.2. breach of any rule, regulation or by-law of the League; and

9.2.3. by any act deemed detrimental to the League after having undertaken due inquiry.

9.3. Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a Special General meeting called for such purpose, and the decision of the Governance Committee shall be final.

## 10. Governance Committee

(NB) Committee persons will be the elected delegates from each member Clubs, referred to as Directors.

Each member club shall elect two (2) delegates, one football and one netball, and each member club will have one (1) vote at General meetings.

- 10.1. Governance of the League shall be vested in the Governance Committee nominated and elected by member clubs and confirmed at the Annual General Meeting.
- 10.2. A person shall cease to be a member of the Governance Committee at the conclusion of the Annual General Meeting which follows his/her election and he/she will be eligible for re-election.
- 10.3. A quorum of the Governance Committee shall be half ( $\frac{1}{2}$ ) of its member clubs plus one (1).
- 10.4. A member of the Governance Committee may lose his or her seat on the committee for either of the following:
  - 10.4.1. Absence from three (3) or more meetings without leave of absence; or
  - 10.4.2. The appointing club member found not to be financial.

## **11. Powers of the Governance Committee**

- 11.1. The Governance Committee is responsible for the development, maintenance and oversight of the implementation, of the following League governance requirements:
  - 11.1.1. Constitution;
  - 11.1.2. By-laws;
  - 11.1.3. Strategic plans;
  - 11.1.4. Annual budget approval;
  - 11.1.5. Compliance financial reporting requirements;
  - 11.1.6. Membership approvals, including new or amalgamated club applications to join the League;
  - 11.1.7. Appointment of Sub Committees, including terms of reference, for specific purposes;
  - 11.1.8. Appointment of auditor/s;
  - 11.1.9. Remuneration arrangements of Executive and League Officials as appropriate; and
  - 11.1.10. Approval of annual fees schedule.

## **12. Executive Committee**

(NB) Responsible for operational matters.

Executive committee persons elected by member clubs.

Committee persons are referred to as Office Bearers.

- 12.1. Management of the League shall be vested in the Executive Committee elected in accordance with the By-Laws of the League, by the members, at the Annual General Meeting and consisting of:
  - 12.1.1. President;
  - 12.1.2. Vice President Football;
  - 12.1.3. Vice President Netball;
  - 12.1.4. Vice President Governance;
  - 12.1.5. Secretary; and
  - 12.1.6. Treasurer.
- 12.2. No person shall hold more than one (1) position on the Executive Committee at any one time. A person shall cease to be a member of the Executive Committee at the conclusion of the Annual General Meeting, which follows his/her election and will be eligible for re-election.
- 12.3. A quorum of the Executive Committee shall be half ( $\frac{1}{2}$ ) of its members plus one (1).

- 12.4. If the President or Vice President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting.
- 12.5. A member of the Executive Committee may lose his or her seat on the committee for either of the following:
  - 12.5.1. Absence from three (3) or more meetings without leave of absence; and
  - 12.5.2. Failure to perform the functions of the position.

### **13. Powers of the Executive Committee**

- 13.1. The Executive Committee shall carry out the day-to-day running of the League and shall have the power to:
  - 13.1.1. Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account;
  - 13.1.2. Fix the manner in which such banking accounts shall be operated upon, providing the Governance Committee passes all payments;
  - 13.1.3. Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof;
  - 13.1.4. Adjudicate on all matters brought before it which in any way affect the operational management of the League;
  - 13.1.5. Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members;
  - 13.1.6. Make recommendations to the Governance Committee to create, amend and rescind rulings and By-Laws;
  - 13.1.7. Have the power to form and appoint any working party as required for specific purposes;
  - 13.1.8. Make recommendations to employ a person or persons to carry out certain duties required by the League, at salaries or remunerations for such period of time, as may be deemed necessary;
  - 13.1.9. Should a vacancy occur on the Executive Committee during the season, the Governance Committee shall appoint a successor prior to, or at, the next Annual General Meeting; and
  - 13.1.10. Appoint an officer/s or agent of the Executive Committee to have custody of the League's records, documents and securities.

### **14. Auditor**

- 14.1. At a Special General Meeting the Executive Committee shall recommend, where necessary, the appointment of an Auditor or Auditors, consistent with the requirements of the Act in relation to annual revenue levels.
- 14.2. The Auditor/s shall examine and audit all the books and accounts of the League consistent with the requirements of the Act, and have the power to call for all books, papers, accounts, receipts etc., of the League and report thereon to the next Annual General Meeting.

### **15. General Meetings**

#### **15.1. Annual General Meeting**

- 15.1.1. The Annual General Meeting of the League must be held within four (4) months of the end of the league's financial year.
- 15.1.2. The Secretary shall give at least fourteen (14) days' notice of the date of the Annual General Meeting, to all members.



- 15.1.3. All financial member clubs and individual members may attend the Annual General Meeting.
- 15.1.4. The quorum at the Annual General Meeting shall be a minimum of half ( $\frac{1}{2}$ ), plus one (1), members. If, at the end of 30 minutes after the time appointed in the notice for the opening of the meeting, there be no quorum the meeting shall stand and adjourn for one week. If at such meeting, there is no quorum those members present shall be competent to discharge the business of the meeting.
- 15.1.5. The agenda for an Annual General Meeting shall be:
  - a. Opening of Meeting;
  - b. Confirmation of Minutes of previous Annual General Meeting;
  - c. Presentation of Annual Report;
  - d. Adoption of Annual Report;
  - e. Presentation of Treasurer's statement;
  - f. Election of New Executive and appointment of Auditor;
  - g. Vote of thanks to outgoing Executive;
  - h. Determination of Annual Membership Fee;
  - i. Notice/s of Motion;
  - j. Urgent general business; and
  - k. Closure.

## **15.2. General Meetings:**

- 15.2.1. General Meetings will be scheduled monthly and referred to as League meetings.
- 15.2.2. Specific purpose, Special General Meetings can be called by the Governance Committee or at the request of the President and Secretary or on the written request of two (2) member clubs of the League.
- 15.2.3. The Secretary shall give at least twenty-one (21) days' notice, in writing, of the date of the Special General Meeting to the members. Notice of Special General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that specific purpose special general meeting.
- 15.2.4. The quorum at the General Meeting shall be a minimum of half ( $\frac{1}{2}$ ), plus one (1), of the club members.

## **16. Voting**

- 16.1. Voting powers at the Annual General Meeting and General Meetings:
  - 16.1.1. The member clubs shall be entitled to a deliberate vote and, in the event of a tied vote; the President shall exercise a casting vote.
  - 16.1.2. Each individual financial member club present shall have one (1) vote only.
- 16.2. Voting powers at Executive Committee Meetings:
  - 16.2.1. The President shall be entitled to a deliberate vote, and, in the event of a tied vote, the President shall exercise a casting vote.
  - 16.2.2. Each individual executive committee member present shall have one (1) vote.

## **17. Finance**

- 17.1. All funds of the League shall be deposited into the League's accounts at such bank or recognised financial institution as the Governance Committee may determine.
- 17.2. All accounts due by the League shall be paid by Cheque or Electronic Funds Transfer after having been passed for payment at the Governance Committee Meeting and when immediate payment is necessary, account/s shall be paid, and the action endorsed at the next Governance Committee Meeting.

- 17.3. The Secretary shall not spend more than a set amount Petty Cash without the consent of the Governance Committee and shall keep a record of such expenditure in a Petty Cash Book.
- 17.4. A statement showing the financial position of the League shall be tabled at each Governance Committee Meeting by the Treasurer.
- 17.5. A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report shall be attached to such financial report.
- 17.6. The financial year of the League shall commence on 1<sup>st</sup> November each year. The accounts, books and all financial records of the League shall be audited each year.
- 17.7. The Officers authorised to act as signatories to the League's account/s, including approval of Electronic Funds Transfers and Internet Banking, shall be Any Two of the following:
  - 17.7.1. President;
  - 17.7.2. Vice President Governance;
  - 17.7.3. Secretary; and/ or
  - 17.7.4. Treasurer.
- 17.8. All property and income of the League will apply solely to the promotion of the objects of the League and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of these objects.
- 17.9. The League shall be registered for Goods and Services Tax (GST).
- 17.10 Source of funds:
  - 17.10.1 The funds of the Association may be derived from joining fees, annual subscriptions, finals series admission fees, donations, fund-raising activities, grants, interest and any other sources approved by the Governance Committee.

## **18 Common Seal**

(A rubber stamp on which is engraved the League's name)

The common seal of the League shall be kept in the care of the Secretary. The seal shall not be used or affixed to any deed or document except pursuant to a resolution of the Governance Committee and in the presence of at least the Executive Committee President and two (2) separate club members of the Governance Committee, both of whom shall subscribe their names as witnesses.

## **19 Alternations to the Constitution and By-Laws**

- 19.1. No alteration, repeal or addition shall be made to the Constitution except at an Annual General Meeting, or Special General Meeting, called for that purpose. Notice of all motions to alter, repeal or add to the Constitution shall be given to members twenty-one (21) days prior to the Annual General Meeting, or twenty-one (21) days prior to a Special General Meeting called for such purpose.
- 19.2. The Secretary shall forward such notices of motion to each Governance Committee member at least twenty-one (21) days prior to the Annual General Meeting or twenty-one (21) days prior to a General Meeting.
- 19.3. Alterations to the By-laws can be made only at General Committee Meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.
- 19.4. Such motions, or any part thereof, shall be of no effect unless passed by a seventy-five percent (75%) majority (Special Resolution) of those present and entitled to a vote at the Annual General Meeting, General Meeting or Governance Committee Meeting, as the case may be.
- 19.5. Within one (1) month of the passing of a Special Resolution, the Secretary shall notify the Department of Consumer and Employment Protection of the amendment.  
(In the case of a licensed club, the Director, of Liquor Licensing, must also be notified.)

## 20 Disputes and Mediation

The grievance procedure set out in this rule applies to disputes under these rules between a Member Club and another Member Club, or a Member Club and the League

- 20.1. The parties to the dispute must meet and discuss the matter in dispute, and if possible, resolve the dispute within fourteen (14) days after the dispute comes to the attention of all of the parties.
- 20.2. If the parties are unable to resolve the dispute at the meeting or, if a party fails to attend that meeting, then the parties must, within ten (10) days, hold a meeting in the presence of a mediator.
- 20.3. The mediator must be;
  - 20.3.1. A person chosen by agreement between these parties; or
  - 20.3.2. In the absence of agreement;
    - a. In the case between a Member and another Member a person appointed by the Board; or
    - b. In the case between a Member and the League, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- 20.4. A Member of the League can be a mediator.
- 20.5. The mediator cannot be a Member who is a party to the dispute.
- 20.6. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 20.7. The mediator, in conducting the mediation, must;
  - 20.7.1. Give the parties to the mediation process every opportunity to be heard; and
  - 20.7.2. Allow due consideration by all parties of any written statement submitted by any party; and
  - 20.7.3. Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 20.8. The mediator must not determine the dispute.
- 20.9. If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise the Law.

## 21 Dissolution

If, on the winding up of the League, any property of the League remains after satisfaction of the debts and liabilities of the League and the costs, charges and expenses of that winding up, that property shall be distributed to:

- 21.1. Another incorporated League having objects similar to those of the League; or
- 21.2. For charitable or benevolent purposes, which incorporated League or purposes, as the case requires, shall be determined by resolution of the members.