



GRIDIRON VICTORIA INCORPORATED

Statement of Rules and Purposes.

Section 1: Statement of Purposes

1. The name of the Incorporated Association is 'Gridiron Victoria Incorporated'.
2. The purposes for which the Incorporated Association (hereinafter referred to as 'GV') is established are:
 - 2.1 To conduct the Gridiron Victoria League.
 - 2.2 To create, encourage and promote an environment in which American football can be played in Australia and, more specifically, with the state of Victoria.
 - 2.3 And, solely for the purposes of carrying out the purposes above, GV may do all or any of the following things, namely;
 - 2.3.1 Define the boundaries allocated to a Gridiron Club and from time to time alter such boundaries.
 - 2.3.2 Determine the terms and conditions upon which persons may participate for Gridiron Clubs.
 - 2.3.3 Determine the terms and conditions upon which Gridiron matches may be played by Gridiron Clubs.
 - 2.3.4 Adopt, adapt, frame and administer, laws relating to Gridiron and to take such action as may be necessary to achieve uniformity in such laws.
 - 2.3.5 Raise money by subscription, percentage or otherwise, from Gridiron Clubs or the participants thereof.
 - 2.3.6 Render assistance, pecuniary or otherwise, to Gridiron Clubs.
 - 2.3.7 Hear, determine upon and settle all questions or disputes on any matter relating to Gridiron as conducted by GV.

- 2.3.8 Hear and determine upon, any allegation, complaint or charges, which may be made or laid against any Gridiron Club, Member, Official or participant of a Gridiron Club, involving a breach of the Rules of GV or the Rules and Regulations of GV matches or the laws relating to Gridiron or any other Rules and Regulations relating to the control and management of Gridiron matches, whether or not promulgated by GV.
- 2.3.9 Impose fines or penalties by way of suspension, expulsion or otherwise, for any breach of the Rules of the League or the Rules and Regulations of the League matches or the Laws relating to Gridiron or any other Rules and Regulations relating to the control and management of Gridiron matches, whether or not promulgated by the League, on any Gridiron Club or Member, Official, Coach or Player of the League.
- 2.3.10 Grant, suspend or terminate the right of a Gridiron Club to representation on the League.
- 2.3.11 Purchase or otherwise acquire the rights in relation to the reproduction of Gridiron matches by film, video tape, or any other mode of production, visual or otherwise and to control the sale or hire of rights so acquired, including the imposition of conditions under which sch rights are used by a purchaser or hirer.
- 2.3.12 Invest and deal with the money of the League not immediately required for any of its purposes in such manner as from time to time may be thought fit.
- 2.3.13 Subscribe to, become a Member of and/or amalgamate with any bodies, whether incorporated or not, whose purposes are altogether or in part similar to those of the League.
- 2.3.14 In furtherance of the purposes of the League to buy, sell and deal in all kinds of apparatus and all kinds of provisions liquid and solid, required by the Members of the League or persons frequenting the premises of the League.
- 2.3.15 Enter into any arrangement with any government or authority supreme, municipal, local, or otherwise that may seem to be conducive to the Leagues purposes and to apply for and obtain from any such government or authority and rights, privileges and concessions which the League may think is desirable to obtain and to carry out, exercise and comply with such arrangements, rights or privileges and concessions.

- 2.3.16 Appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workers and other persons as may be necessary or convenient for the purposes of the League.
- 2.3.17 Draw, make, accept, endorse, discount, execute and issue Bills of Exchange, Promissory Notes, Bills of Lading, Warrants, Debentures and other negotiable or transferable instruments.
- 2.3.18 Lay out, construct, maintain and later any grounds for Gridiron or other sports or other pastimes necessary or convenient for the purposes of the League.
- 2.3.19 Construct, erect, maintain and alter any buildings, houses or works which may be required for the purposes of the League and to furnish and equip same in such manner as may be necessary for such purposes.
- 2.3.20 Establish, maintain and conduct a Club for the purposes of providing social facilities for Members of the League and other persons interested in Gridiron.
- 2.3.21 Borrow or raise money or secure the payment of money in such a manner as the League shall think fit and in particular by the issue of debentures or debenture stock (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon the whole or any part of the Leagues property or assets (whether present or future) and also by similar mortgage, charge or lien to secure and guarantee the performance by the League of any obligation or liability it may undertake and to purchase, redeem or pay off any such securities.
- 2.3.22 Sell, improve, manage, let mortgage dispose of or turn to account all or any part of the real or personal property of the League.
- 2.3.23 Take or hold mortgages, charges and liens and to secure payment of the purchase price of any unpaid balance of the purchase price or any part of the Leagues property of whatsoever kind sold by the League or any money due to the League from the purchasers and others.
- 2.3.24 Take any gift of property, whether subject to any special trust or not, for any one or more of the purposes of the League.
- 2.3.25 Take such steps by personal or written appeals, public meetings or otherwise as may from time to time be deemed expedient for the purposes of procuring contributions to the funds of the League in the shape of donations, annual subscriptions or otherwise.

- 2.3.26 Make donations for patriotic or charitable purposes.
- 2.3.27 Acquire, establish, print and publish newspapers, periodicals, books and leaflets and other literary work that the League may think desirable for the promotion of its purposes.
- 2.3.28 Control the use of the program of matches published by the League and to take such action as may be necessary to protect the League in respect of the Program of Matches.
- 2.3.29 Apply to the Licensing Court to be Registered as a Club under the provisions of the Licensing Act from time to time in force and to hold, maintain and renew or remove any registration granted to any such application to provide meals, refreshments and liquors in accordance with the provisions of the Act.
- 2.3.30 Apply (to the Raffles and Bingo Board) for a permit to conduct bingo games and raffles in accordance with the Lotteries, Gaming and Betting Act 1977, and make application for the installation of Electronic Gaming Machines as provided by the Gaming Machine Control Act 1991 and any subsequent enactment.
- 2.3.31 Purchase, take on, lease or in exchange, hire and otherwise acquire lands, buildings or property, real and personal and any rights or privileges which might be requisite for the purpose of, or capable of being conveniently used in conjunction with any purposes of the League.
- 2.3.32 Do all such acts and things as are incidental, germane, subsidiary or conducive to the attainment of the purposes and the exercise of powers of the League.

Section 2: Constitution and Rules

1. Name

The name of the League is 'Gridiron Victoria Incorporated'.

2. Interpretations

(1) In these Rules, unless contrary intention appears:

'Affiliated Association'

Means an Association that has been recognised by the League as a body whose purposes are altogether or in part similar to those of the League and which has applied for and been granted Affiliate status by the League.

'Association'

Means Gridiron Victoria Incorporated. (GV)

'Business Day'

Means a day in which the banks in Victoria are open for business during normal hours.

'Committee'

Means the Committee of Management of the League.

'Club'

Means any of the Gridiron football Clubs granted the status of a Club and the consequent rights to representation on the League. This includes Clubs fielding only an Exhibition Team.

'Executive Committee'

Means the Executive Committee elected/appointed pursuant to these Rules.

'League'

Means Gridiron Victoria Incorporated.

‘Life Member’

Means a person elected to Life Membership of the League pursuant to these Rules.

‘General Meeting’

Means a general meeting of the Members convened in accordance with Rule 9 and includes both the Annual General Meeting and Special General Meetings.

‘GV’

Means Gridiron Victoria.

‘Member’

Means and includes all Registered Players, Coaches, Officials, Sideline Staff Members and/or Volunteers, Representatives-and Life Members.

‘Month’

Means calendar month.

‘Ordinary Member of the Committee’

Means a Member of the Committee who is not an Officer of the League under Rule 12.

‘Registered Coach’

Means a Club Member who has been granted registration with Gridiron Victoria as a coach for that Club.

‘Registered Official’

Means a Member of an Affiliated Association, the primary function of which is to provide Officials for Gridiron matches, who has been granted registration with Gridiron Victoria as an Official.

‘Registered Player’

Means a Club Member who has been granted registration with Gridiron Victoria as a player for that Club.

‘Registered Sideline Staff Member’

Means a Club Member who has been granted registration with Gridiron Victoria as a sideline staff Member for that Club. A sideline staff Member is a person, other than a Registered Coach or Player, who is authorised to remain on the playing arena during a Gridiron match and has direct contact with players. Examples include, but are not limited to, Team Managers, Medics and Trainers.

‘Representative’

Means a person nominated by a Club or Affiliated Association to represent and vote for the Club or Affiliated Association at all meeting of the League, both regular and general, including meetings of the Committee.

‘The Act’

Means the Association Incorporations Act 1981.

‘The Regulations’

Means Regulations under the Act.

‘The Rules’

Means the Rules of the League in force for the time being, incorporated with this Constitution. Any ‘Operating Rules’ approved by the League or the Committee, unless specifically incorporated within this Constitution, have the character and force of By-Laws (See Rule 21 below).

‘Year’

Means the League’s financial year and unless altered by the Members, shall be from the 1st of January to the next 31st of December.

- (2)** In these Rules, a reference to the Secretary of the League is a reference to:
 - (a)** Where a person holds office under these Rules as the Executive Secretary – to that person, and
 - (b)** In any other case, to the Public Officer of the League.
- (3)** Words importing the singular Member include the plural and vice-versa.
- (4)** Words importing the masculine genuine include the feminine and vice-versa.

- (5) Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Interpretation of Legislation Act 1984 and the Act as in force from time to time.
- (6) The purposes of the League shall be set out in Section 1: Statement of Purposes.

3. Membership

- (1) The Membership of the League shall consist of all Registered Players, Coaches, Officials, Sideline Staff Members and/or Volunteers, Representatives and the Life Members who become Members of the League in the manner set out in these Rules. All Representatives and Life Members are entitled to receive notice of and attend meetings as hereinafter provided, but only Representatives have the right to vote at meetings of the League.
- (2) Each Club or Affiliated Association shall be entitled to nominate, as a Representatives, two eligible persons who shall be financial Members of the Club or Affiliated Association and Members of the League.
- (3) Each Club or Affiliated Association shall, at least one week prior to the Annual General Meeting of the League, give notice in writing to the Secretary, of the name of the persons nominated as its Representatives.
- (4) In the event of termination of appointment, death, retirement or expulsion of a Representative, the Club or Affiliated Association whose Representative's appointment has so lapsed shall forthwith give notice in writing to the Secretary of the nomination of the replacement Representative.
- (5) A Club or Affiliated Association may terminate the Appointment of one or both of its Representatives-by giving notice in writing of such termination to the Secretary.
- (6) The Committee may grant an entity the status of a Club and the right to representation on the League and may:
 - (a) Relocate the playing, administration or social base of a Club; or,
 - (b) Merge two or more Clubs,with the consent of the Club or Clubs involved.

Any decision of the Committee to grant an entity the status of a Club and the right to representation on the League, or to relocate or merge any Clubs under Rule 3(6), may be reversed at a Committee meeting held not more than 21 days after the notice of the decision has been circulated to all the Representatives on a vote of the Representatives provided that the number

of votes cast by Representatives in favour of reversing that decision achieves at least two-thirds majority of votes held by all Representatives being Members of the Committee on the date of such meeting.

- (7)** The Committee may suspend or terminate the right of a Club or Affiliated Association to representation on the League for a breach of the Rules, Regulations, By-Laws or financial requirements of the League.

Any decision of the Committee to suspend or terminate the right of a Club or Affiliated Association to representation on the League under Rule 3(7) must be ratified at a meeting of the Committee on a vote by a simple majority or all votes cast by Representatives being Members of the Committee on the date of such meeting.

- (8)** The Committee shall give notice of any decision under Rule 3(6) or Rule 3(7) within seven (7) days of such decision to all Representatives of the League.

- (9)** Life Members;

The League at its Annual General Meeting may elect Life Members. The qualification for such shall be that special and long-standing services have been rendered by the Member to the League or Gridiron football. A Life Member shall be elected by a three-fourths majority vote of the Representatives present at the Annual General Meeting of the League. Notice of general meetings shall be sent to Life Members who shall be entitled to attend general and ordinary meetings of the League, but Life Members shall not be entitled to vote at any meeting of the League.

- (10)** The Secretary shall remove a Representative's name from the Register of Representatives and a person shall cease to be a Representative of a Club or Affiliated Association if the Representative:

- (a)** Dies,
- (b)** Resigns as a Representative by notice in writing to the Secretary,
- (c)** Is not nominated by his or her Club or Affiliated Association to be a Representative for the following year in accordance with Rule 3(3), in which case such appointment shall cease at the commencement of the relevant Annual General Meeting,
- (d)** Has his or her appointment terminated by the Club or Affiliated Association in accordance with Rule 3(5), in which case the appointment will cease when the Secretary receives notification of the termination from the Club,
- (e)** Is expelled from the League in accordance with these Rules,

- (f) Has been nominated by a Club or Affiliation Association whose right to representation on the League is suspended or terminated by the Committee in accordance with Rule 3(7).
- (11) A Representative may at any time, by giving notice in writing to the Secretary, resign as a Representative but shall continue to be liable for all arrears due and unpaid at the date of resignation and for all other monies due by the Representative.
- (12) The Secretary shall keep and maintain a Register of Representatives in which shall be entered the full name, address, and date of entry of the name of each Representative, and such register shall be open to the inspection of all Representatives of the League.
- (13) If a Member, by breach of these Rules, or by an unlawful act, causes the League or any Officer of the League to pay money, such Member shall be civilly liable to the League or such Officer for the amount so paid.
- (14) Affiliation fees for Clubs, Registered Coaches, Registered Players, Registered Officials, Registered Sideline Staff Members and Registered Volunteers, together with any other proposed monetary costs for the ensuing season shall be set by the Committee, ratified by a simple majority vote of Representatives and issued to Clubs at least two months before the commencement of the seasons to which the fees and costs apply.
- (15) The payment of the subscription and/or use of the Leagues property shall imply a Members acceptance of the Rules, By-Laws and Regulations of the League.

4. Removal of a Member of the Committee:

- (1) The League in general meeting may by resolution, remove any Member of the Committee before the expiration of the Member's term of office and, if the Member is a Representative from a Club or Affiliated Association, shall invite the Club or Affiliated Association that originally nominated the Representative so removed, to nominate another Representative to hold office until the expiration of the term of the first-mentioned Representative.
- (2) Where the Member to whom a proposed resolution referred to in Rule 4(1) makes representations in writing to the Secretary or the President of the League (not exceeding a reasonable length) and requests that they be notified to the Representatives of the League, the Secretary or the President may send a copy of the representations to each Representative of the League or, if they are not sent, the Member may require that they be read out at the meeting.

5. Disciplinary procedures

(1) If a Representative of a Club or Affiliated Association, or the Committee of any Club or Affiliated Association, is of the opinion that a Member of the League,

(i) Has refused or neglected to comply with these Rules, or

(ii) Has been guilty of conduct unbecoming a Member of the League or prejudicial to the interests of the League.

such Representative or Committee may make a written allegation of such conduct to the Executive Committee.

(2) The Executive Committee shall consider any such allegation at its next meeting, and determine whether the allegation should be referred to the Tribunal or dealt with under Rule 6 (Grievance Procedures).

(3) The Executive Committee shall set up a Tribunal to hear reports or charges arising from League matches, made by match Officials, or to deal with allegations made under Rule 5 (1), where the Executive Committee has resolved to refer the allegation to the Tribunal under Rule 5 (2).

(a) The Tribunal is empowered to impose appropriate penalties by way of cautions, fines or suspensions from League matches on persons found guilty of any breach of the Rules and Regulations under which Gridiron matches are conducted

(b) In the case of an allegation referred to it by the Executive Committee, the Tribunal is empowered to determine whether the Member who is the subject of the allegation is guilty of a breach of the Rules and Regulations of the League, or of conduct unbecoming a Member of the League or prejudicial to the interests of the League. It shall communicate its findings to the Committee, and if it determines that the Member is guilty of such conduct, shall make recommendations to the Committee with regard to penalty.

(c) Recommended penalties under Rule 5 (3) (b) may include, but are not limited to:

(i) Expulsion from the League,

(ii) Suspension from Membership of the League for a specified period,

(iii) A fine in accordance with the Regulations, or

(iv) Censure of the Member.

(4) If the Tribunal communicates to the Committee that a Member is guilty of a breach of the Rules, or of conduct unbecoming a Member of the League or

prejudicial to the interests of the League, the Committee shall determine the appropriate penalty, by majority vote, at its next meeting.

6. Grievance Procedure:

- (1)** All Members of the Committee and of active Sub-Committees shall constitute a Panel, hereinafter referred to as the 'Panel', from which mediators or arbitrators, as applicable, may be nominated or appointed.
- (2)** A Member may appoint any person, other than a Member of the legal profession, to act on behalf of the Member at the grievance procedure.
- (3)** In case of a grievance, lodged in writing with the Secretary of the League, between a Member and another Member, involving matters pertaining to the League, a mediator will be appointed from the Panel. The mediator shall within seven (7) days of the lodgement of the grievance, meet with the Members and/or their representatives, both together, and if deemed helpful, with each party separately and;
 - (a)** Identify the issues of the dispute,
 - (b)** Discuss each party's needs,
 - (c)** Discuss with the parties the possible solutions, and
 - (d)** Prepare a mutually acceptable and workable agreement that is acceptable to both parties.
- (4)** Should mediation not resolve the problem within fourteen (14) days of the lodgement of the grievance, the matter will be referred to an Arbitration body nominated from the panel. Each Member may nominate one person from the Panel and the Committee will appoint, from the panel, the chairperson of the arbitration Body. The Arbitration Body shall hear the parties and attempt to negotiate an agreed solution, but if no agreement can be reached shall decide the matter and its decision which will be delivered within twenty-eight (28) days of the lodgement of the grievance will be final.
- (5)** In the case of disagreements between a Member and the League, the above procedures shall apply, save:
 - (a)** Mediator – The Mediator will be a mutually agreed person who may or may not be a Member of the panel. If, within seven (7) days of the lodgement of the grievance, no agreement can be reached on a mutually agreed mediator, the matter shall be referred to an Arbitration Body.

- (b) The composition of the Arbitration Body shall be:
- One person nominated by the Member,
 - One person nominated by the League, and,
 - A mutually agreed Chairperson.
- (c) If, within twenty-one (21) days of the lodgement of the grievance, no agreement has been reached on the appointment of a Chairperson, the matter shall be referred to an independent body agreed to by both parties; e.g. Gridiron Australia.

7. Annual General Meeting:

- (1) The League shall, within three (3) months of the end of each financial year, convene an Annual General Meeting of its Members.
- (2) The Annual General Meeting shall be held on such day, time and place as the Committee determines.
- (3) The ordinary business of the Annual General Meeting shall be:
- (a) To confirm the minutes of the last preceding Annual General Meeting and of any general meeting held since that meeting,
 - (b) To receive, from the Committee, reports upon the activities of the League during the preceding financial year,
 - (c) To receive and consider the Balance Sheet and Statement of Accounts of the League presented in accordance with the requirements of the Act,
 - (d) To elect or re-elect Officers of the League,
 - (e) To appoint, if necessary, an auditor or auditors,
 - (f) To consider any Committee recommendation of a Member for Honorary Life Membership, and,
 - (g) To transact any other business affecting the interest and welfare of the League of which due notice is given in accordance with these Rules.

8. Special General Meeting

- (1) All general meetings other than the Annual General Meeting shall be called Special General Meetings.

- (2) The Committee may, whenever it thinks fit, convene a Special General Meeting of the League and where, but for this sub-clause, more than fifteen (15) months would elapse between Annual General Meetings, shall convene a Special General Meeting before the expiration of that period.
- (3) The Committee shall, on the requisition of Representatives representing not less than 30% of the total number of Clubs and Affiliated Organisations, convene a Special General Meeting.
- (4) The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the Representatives making the requisition and be sent to the address of the Executive Secretary and may consist of several documents in a like form, each signed by one or more of the Representatives making the requisition.
- (5) If the Committee does not cause a Special General Meeting to be held within one (1) month after the date on which the requisition is received by the Secretary, the Representatives making the requisition, or any of them, may convene a Special General Meeting to be held not later than two (2) months after that date.
- (6) A Special General Meeting convened by Representatives in pursuance of these Rules shall be convened in the same manner, or as nearly as possible as that in which such meetings are convened by the Committee and all reasonable expenses shall be refunded by the League to those persons incurring the expenses.

9. Notice of General Meeting

- (1) The Executive Secretary shall, at least fourteen (14) days, or if a special resolution has been proposed, at least twenty-one (21) days before the date fixed for holding a general meeting of the League, either give personally to each Representative, cause to be sent by pre-paid mail to the address appearing in the Register of Representatives or send by email to the email address appearing in the Register of Representatives, a notice stating the place, date and time of the meeting and the nature of the business to be transacted at that meeting.
- (2) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- (3) A Representative desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next general meeting after the receipt of the notice.

10. Proceedings at Meetings

- (1)** All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting, with the exception of that specifically referred to in these Rules as being the ordinary business of the Annual General Meeting, shall be deemed to be special business.
- (2)** No item of business shall be transacted at a general meeting unless a quorum of Representatives, entitled under the Rules to vote, is present during the time when the meeting is considering that item.
- (3)** Save as herein otherwise provided, Representatives representing one third of all Clubs and Affiliated Associations entitled to vote at an Annual General Meeting, present in person shall constitute a quorum for the purpose of Rule 10(2). For the purposes of this sub-clause 'Representative' includes a person attending as a proxy (appointed under Rule 11(7)).
- (4)** If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of Representatives shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and unless another place is specified by the Chairperson at the time of the adjournment or by written notice given to the Representatives the day after the meeting is adjourned, at the same place. If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Representatives present, representing not less than three (3) Clubs or Affiliated Associations, shall be a quorum.
- (5)** Unless seeking re-election at that meeting, the President shall preside as the Chairperson at all general meetings of the League. If the President is not present within fifteen (15) minutes after the time appointed for the commencement of the meeting, or is unwilling to act, the Representatives present shall elect any of the Officers of the League or, if none present, one of their number to be the Chairperson of the meeting.
- (6)** The Chairperson of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (7)** Where a meeting is adjourned for fourteen (14) days or more, a like notice of the adjourned meeting shall be given as in the case of a general meeting.
- (8)** Except as provided in sub-clauses (7) and (8), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

- (9) A question arising at a general meeting of the League shall be determined on a show of hands and unless before or on the declaration of the result of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the League is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against that resolution.

11. Voting

- (1) Upon any question arising at a general meeting of the League or at a meeting of the Committee, Representatives from a Club have one vote per team entered by that Club in each division of the league. [Exception: Clubs do not get a vote on the basis of Exhibition Teams.]

If the meeting is held during a season, the Representatives are entitled to one vote per team entered in that division that season. For the purpose of this Rule, a season commences on the date set by the Committee for registration of teams for that season and concludes on the day of the final game for that season.

If the meeting is held other than during a season for any given division, Representatives from each Club are entitled to one vote per team entered in the previous season for that division.

Notwithstanding anything in this Rule, no Club can have more than 2 votes.

Representatives from an Affiliated Association have one vote.

If there are two Representatives present representing one Club or Affiliated Association, only one of them may vote on behalf of that Club or Affiliated Association. If two Representatives are present and they seek to cast a vote or votes on behalf of their Club or Affiliated Association on opposite sides of the question being put, no votes shall be counted from that Club or Affiliated Association in respect of that question.

- (2) All votes shall be given personally or by proxy (appointed under Rule 11(7)).
- (3) In the case of an equality of voting on a question, the questions shall be decided in favour of the status quo. For the purposes of this Rule, if there is any question as to what is the status quo, the normal practices of the League, established in prior years or seasons, shall be regarded as the status quo.
- (4) If at a meeting a poll is demanded by Representatives representing not less than three (3) Clubs or Affiliated Associations, it shall be taken at that

meeting in such a manner that the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.

- (5) A poll that is demanded on the election of a Chairperson or on a question of adjournment or any other question shall be taken forthwith.
- (6) A Representative is not entitled to a vote at any general meeting unless all monies due and payable by the Representative's Club or Affiliated Association to the League have been paid.
- (7) Each Representative shall be entitled to appoint another Member of his/her Club or Affiliated Association (who is also a Member of the League) as their proxy.

12. Election of Officers

- (1) The Officers of the League shall be;
 - (a) President,
 - (b) Vice-President,
 - (c) Treasurer,
 - (d) Secretary,
- (2) Prior to any general meeting where a ballot is to be conducted, the Committee shall appoint a Returning Officer who shall;
 - (a) Together with two (2) scrutineers appointed by the Chairperson of the meeting, conduct the election, and
 - (b) Declare the result of the ballot and the number of votes cast.
- (3) Any ballot paper which is incomplete shall be informal for the office of which it is incomplete and the Returning Officer shall be the sole judge of the validity of any particular ballot paper.
- (4) A nomination of a candidate for election under this clause is not valid if that candidate has been elected to another office at the same election.
- (1) For the purposes of these Rules, the office of an Officer of the League or of an Ordinary Member of the Committee becomes vacant if the Officer or Member;
 - (a) Ceases to be a Member of the League or their Club or Affiliated Association,

- (b) Becomes an insolvent under administration within the meaning of the Companies (Victoria) Code,
- (c) Resigns office by notice in writing given to the Secretary and the resignation is accepted by the Committee, or
- (d) Fails to attend three (3) consecutive Committee meetings without leave, or apology delivered at or prior to the meetings,
- (e) Becomes bankrupt or makes any arrangement or composition with their creditors generally,
- (f) Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the laws relating to mental health.

13. Committee of Management:

- (1) The affairs of the League shall be managed by a Committee of Management (the Committee) constituted as provided in Rule 13(8).
- (2) The Committee;
 - (a) Shall control and manage the business and affairs of the League,
 - (b) May, subject to these Rules, the Regulations and the Act, exercise all such power and functions as may be exercised by the League other than those powers and functions that are required by these Rules to be exercised by general meetings of the League, and,
 - (c) Subject to these Rules, the Regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential to the proper management and business of the League.
- (3) Without detracting from the provisions of Rule 13(2) the Committee shall have the power to appoint and dissolve sub-Committees which shall be subject to and subordinate to the Committee, make appointments, make By-Laws in conformity with the Rules of the League, fix the entrance fee (if any) and annual subscription, deal with resignations, interpret the Rules and By-Laws of the League, enforce discipline under Rule 5, carry out all resolutions passed at a general meeting, cause correct accounts and books to be kept, showing the financial affairs of the League, authorise all expenditure including any expenditure passed a general meeting, and direct the method of dealing with monies received for or on behalf of the League.
- (4) Without detracting from the provisions of Rule 13(2) the Committee shall have the power to appoint an administrator or administration company to run any or all League business subject to these Rules, the Regulations and the

Act. The Committee shall set the criteria for this appointment and determine a suitable remuneration if required. The Committee will have the power to terminate this appointment with a 75% majority vote.

- (5) The provisions of Rule 14, so far as they are applicable, and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in Rule 12(1).
- (6) Each Officer of the League shall hold office until the conclusion of the Annual General Meeting next after the date of their election but is eligible for re-election.
- (7) In the event of a casual vacancy in any office referred to in Rule 12(1), the Committee may appoint one of its Members to the vacant office and the Member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of appointment.
- (8) Subject to Section 23 of the Act, the Committee shall consist of;
 - (a) The Officers of the League,
 - (b) Ordinary Members of the Committee who are Representatives of Clubs or Affiliated Associations not part of the 'Officers of the League',

14. Proceedings of Committee:

- (1) At the first meeting of the Committee after each Annual General Meeting, the Committee shall:
 - (a) Appoint a League Registrar by majority vote, and
 - (b) Elect a Member-at-Large of the Executive Committee.
- (2) Any Member of the League is eligible for appointment as Registrar.
- (3) The Registrar shall fulfil all duties specified by, and operate under the direction of, the Executive Committee and/or the Committee. The Registrar shall not have a vote on the Committee (unless also a Representative of a Club or Affiliated Association) but shall be a voting Member of the Executive Committee.
- (4) The Member-at-Large shall be elected from amongst the appointed Representatives of Clubs and Affiliated Associations.

- (5)** The Member-at-Large shall represent the interest of Clubs, generally, on the Executive Committee, and shall be a voting Member of the Executive Committee.
- (6)** In the event that the positions referred to in Rule 12(1) are not filled, or become vacant, the Committee shall appoint, or elect, a Registrar or Member-at-Large, respectively, at its next meeting.
- (7)** The Committee shall meet at least six (6) times in a year at such place and such times as the Committee may determine.
- (8)** Special meeting of the Committee may be convened by the President or by Representatives representing 30% of the Clubs or Affiliated Associations of the League.
- (9)** At least seven (7) days' notice shall be given to the Representatives on the Committee of any Special Meeting, specifying the general nature of the business to be transacted and no other business shall be transacted at such meeting.
- (10)** Representatives representing 30% of the Clubs or Affiliated Associations shall constitute a quorum for the transaction of the business of a meeting of the Committee.
- (11)** No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week, unless the meeting was a Special Meeting, in which case it lapses.
- (12)** At Meetings of the Committee;
 - (a)** The President, or in the absence of the President, the Vice-President, shall preside, or,
 - (b)** If the President and the Vice-President are absent, such one of the remaining Members of the Committee as may be chosen by the Members present, shall preside.
- (13)** Questions arising at a meeting of the Committee or of any Sub-Committee appointed by the Committee shall be determined on a show of hands or, if demanded by a Member, by a poll taken in such manner as the person presiding may determine.
- (14)** The number of votes held by Representatives of Clubs, present at a meeting of the Committee or of any Sub-Committee appointed by the Committee (including the person presiding at the meeting) is defined in Rule 11(1).

Representatives from an Affiliated Association are entitled to one (1) vote. In the event of an equality of votes on any question, the question shall be decided in favour of the status quo.

- (15) Written notice of each Committee meeting shall be served on each Representative on the Committee by being delivered at a reasonable time before the meeting or by sending it by pre-paid post, addressed to the Representative's place of abode, or facsimile or emailed as shown in the Register of Representatives, at least two (2) business days before the date of the meeting.
- (16) Subject to Rule 14(10) the Committee may act notwithstanding any vacancy on the Committee.

15. Duties of Officers

- (1) The Executive President shall preside at all meetings of the League, Committee and Executive Committee to regulate and keep order in all proceedings and carry into effect the Rules and By-Laws of the League.
- (2) The Executive Vice President shall fulfil all responsibilities of the Executive President where the position is vacant or the Executive President is otherwise indisposed.
- (3) The Executive Secretary shall;
 - (a) Keep minutes of the resolutions and proceedings of each general meeting of the League, Committee and Executive, in the books provided for that purpose, together with a record of the names of the persons present at such meetings,
 - (b) Be the Public Officer of the League if eligible under the Act,
 - (c) Keep and maintain the Register of Representatives,
 - (d) Have the custody of the Common Seal of the League,
 - (e) Have, except as otherwise provided in these Rules, the custody or the control of, all books, documents and securities of the League, and, in any other respect,
 - (f) Carry out those duties specified in the Rules and those other duties usually associated with the office.

- (4)** The Executive Treasurer shall;
- (a)** Receive all monies belonging to the League and, within a reasonable time, deposit such monies with the League's bankers,
 - (b)** Pay all accounts as authorised by the Executive Committee or the Committee,
 - (c)** Keep correct account of all monies received and expended,
 - (d)** Prepare and submit the financial statement required under the Act to each Annual General Meeting,
 - (e)** Produce a statement of the cash transactions and of the financial position of the League, at each ordinary meeting of the Executive Committee or Committee,
 - (f)** Keep correct accounts and books showing the affairs of the League with full details of all receipts and expenditure connected with the activities of the League, and,
 - (g)** Make such statements available to the Executive Committee or Committee from time to time but within seven (7) days of a formal request from the Executive Committee or Committee.

16. Executive Committee Meetings

- (1)** The Executive Committee shall administer and oversee day-to-day management of the league.
- (2)** The Executive Committee shall be comprised of:
 - (a)** The Officers of the League, as defined in Rule 12(1).
 - (b)** The Registrar (appointed under Rule 14(1)).
 - (c)** The Member-at-Large (elected under Rule 14(1)).
 - (d)** One Representative of the Affiliated Association appointed to provide Officials for Gridiron matches, nominated by such Association (if none of the other members of the Executive Committee is a member of such Association).
- (3)** All decisions by the Executive are subject to review by the next meeting of the Committee, if practicable.

17. Proceedings of Executive Meetings:

- (1)** The Executive Committee shall meet on a monthly basis at such place and such times as the Executive Committee may determine.
- (2)** Three Members of the Executive Committee shall constitute a quorum. No business shall be conducted unless a quorum is present.
- (3)** Minutes of all Executive Committee meetings shall be kept and made available to all League Representatives

18. Financial:

- (1)** The Banking Account of the League shall be kept with such bank as shall from time to time be appointed by the Committee, and all monies banked promptly therein.
- (2)** All cheques, drafts, bills of exchange, promissory notes or other negotiable instruments drawn on the League's account shall be signed by **two (2) of the Officers of the League.**
- (3)** Petty Cash Accounts, if any, shall be kept on the imprest system and shall have the base sum determined by the Committee.
- (4)** No expenditure exceeding One Thousand Dollars (\$1000.00) shall be entered into without the prior consent of the Committee, and accounts against the League shall be accepted on the approval of the Committee.
- (5)** The Books of Account referred to in Rule 15(3) shall be available for the perusal at all Committee meetings and for inspection by Members provided at least seven (7) days' notice is given to the Executive Treasurer.
- (6)** If at any time the League in general meeting shall pass a resolution authorising the Committee to borrow money for a specific purpose, the Committee shall thereupon be empowered, for the particular purpose, to borrow such amount of money, either at one time or from time to time, and at such rate of interest and in such form and manner upon such security, as may be specified in such resolution.
- (7)** At the AGM in each year, the Treasurer shall deliver to the Committee a budget drawn up to meet the purposes of the League for the ensuing year. Such budget shall contain likely sources of revenue and expenditure, including all fees and charges levied against Clubs and Registered Players, Officials, Sideline Staff Members and Volunteers.

19. Common Seal

- (1) The Common Seal of the League shall be kept in the custody of the Executive Secretary.
- (2) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two (2) Members of the Committee or of one (1) Member of the Committee and of the Public Officer of the League.

20. Alteration of the Rules and Statement of Purposes

These Rules and the Statement of Purposes of the League shall not be altered except in accordance with the Act.

21. By-Laws:

- (1) The Committee shall have the power from time to time to make By-Laws, Policies and Regulations not inconsistent with these Rules for the efficient working of the League, and to alter, amend, rescind same as occasion may require. Such By-Laws and Regulations shall have the same force and effect as the Rules.
- (2) All By-Laws shall be entered by the Secretary in a book to be kept for the purpose, and all Rules and By-Laws shall be made available to Clubs and Representatives, who shall be entitled to receive copies of any alterations, amendments, additions and deletions not later than fourteen (14) days following any change to the Rules or By-Laws.

22. Interpretation of Rules and By-Laws:

In the event of any doubt or difficulty arising as to the meaning of any Rule, By-Law or Regulation, or should any question arise as to their interpretation, the Committee shall have the power to pronounce a decision thereon, and its decision shall be final and binding on all Members of the League, subject only to affirmation or reversal at a Special General Meeting of the League called for that purpose.

23. Notices:

- (1) A notice may be served by, or on behalf of, the League upon any Representative either personally or by sending it pre-paid post to the Representative at the address of the Representative as shown in the Register of Representatives.
- (2) Where a document is properly addressed, pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to

have been given to the Person at the time in which the letter would have been delivered in the ordinary course of post.

- (3) Where a Member has provided the Secretary with a facsimile number or email address, service of notice shall be deemed to be effected by receipt of a correct and complete transmission report, on the day of the transmission if a Business Day, otherwise on the next following Business Day.

24. Winding Up or Cancellation:

In the event of the winding up or cancellation of the incorporation of the League, the assets of the League shall be disposed of in accordance with the Act.

25. Custody of Records:

Except as otherwise provided in these Rules, the Secretary of the League shall have the custody or the control of all books, documents and securities of the League.

26. Funds:

- (1) The funds of the League shall be derived from entrance fees, annual subscriptions, donations, sponsorships and such other sources as the Committee determines.
- (2) Unless otherwise determined, the Members of the Committee shall be deemed to be the Trustees of the League, to hold any property, real and personal, belonging to the League.
- (3) A properly qualified auditor or auditors shall be appointed by the Committee or, if the Members so decide, by the Annual General Meeting, and that person's duties, regulated by the law.
- (4) The property, assets and income of the League, wherever derived, shall be applied towards the promotion of the objectives set out in the Statement of Purposes of the League, and no portion thereof shall be paid or transferred either directly or indirectly by way of dividend, bonus or otherwise by way of profit to Members of the League, provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officers or servants of the League or any Member in return for services actually rendered, nor prevent the payment of interest or money borrowed for whatever reason. Likewise any Member or person holding League monies or property shall forthwith pay or render the same to the Committee.