



MURRAY FOOTBALL LEAGUE INCORPORATED

-C O N S T I T U T I O N -

COMPRISING

STATEMENT OF PURPOSES

RULES FOR THE INCORPORATED ASSOCIATION

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Amended 6th December 2016

SECTION A

STATEMENT OF PURPOSES

ASSOCIATIONS INCORPORATION ACT 1981 SECTION (5B)

1. The name of the proposed Incorporated Association is the Murray Football League Incorporated.
2. The purposes for which the Association is established are
 - (1) The promotion and propagation of the Australian National Game of Football.
 - (2) To comply with the rules and regulations of the Victorian Country Football League, the organisation and conducting of competitions in the game aforementioned between bodies corporate or unincorporated which for the time being are members of the Association. To further the purposes as set out above, the association shall have sole power:
 - a) To make rules and regulations and establish procedures for the orderly conduct and good management of the competition it conducts between its members.

Without prejudice to the generality of the foregoing, such powers shall include but not be limited to the making of rules in respect of the registration of players and club officials, admission and removal of members from that competition, discipline of members, players and officials, recognition of achievement of members, players and officials, the settlement of disputes in relation to all matters over which the Association has power.
 - b) To subscribe to, become a member or co-operate with any other Association, Club or organisation whether incorporated or not, whose objects are altogether or in part similar to those of this Association provided that the Association shall not subscribe to or support with funds, any Club, Association or organisation which does not prohibit the distribution of its income among its members to an extent at least as great as that imposed on the Association under or by virtue of the Rules.
 - c) To buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises or the premises of any member Association.
 - d) To purchase, take on lease, or in exchange, hire, and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in conjunction with, any of the objects of the Association; provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts.

- (2) e) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association might think it desirable to obtain; and to carry out, exercise, and comply with any such arrangements right, privileges and concessions.
- f) To 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 Association.
- g) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out alteration, or control thereof.
- h) To invest and deal with the money of the Association not immediately required in such a manner as may from time to time be thought fit.
- i) To take, or otherwise acquire and hold shares, debentures or other securities of any company or body corporate.
- k) To lend and advance money or give credit to any member; to guarantee and give guarantees or indemnities for the payment of money or the performances of contracts or obligations by any member, and otherwise to assist any member.
- l) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any monies and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the Incorporated Association's property or assets present or future and purchase, redeem or pay off any such securities.
- m) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, and other negotiable or transferable instruments.
- n) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account, or otherwise deal with all or any part of the property and rights of the Association.
- o) To take or hold mortgages, liens and charges, to secure payment of the purchase price or any unpaid balance of the purchase price of any part of the Association's property of whatever kind sold by the Association or any monies due to the Association or from purchasers or others.

- (2) p) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the provision in clause d).
- q) 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 association, in the shape of donations, annual subscriptions or otherwise.
- r) To print and publish any newspapers, books, periodicals or leaflets that the Association may think desirable for the promotion of its objects.
- s) To amalgamate with one or more Incorporated Associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of the Rules.
- t) To purchase or otherwise acquire or undertake all or any part of the property, assets, liabilities and engagements of any one or more of the Incorporated Associations with which the Association is authorised to amalgamate.
- u) To transfer any property, assets, liabilities and engagements of the Association to any one or more of the Incorporated Associations with which the Association is authorised to amalgamate.
- v) To make donations for patriotic, charitable or community purposes.
- w) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any in which the Commonwealth is engaged.
- x) To do all such things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association. This is the annexure of five (5) pages marked Section A referred to in the declaration of the Murray Football League Incorporated made on 11 December 2006.

**RULES FOR THE INCORPORATED ASSOCIATION
ISSUED 1987
Associations Incorporation Act 1981**

1. NAME

The name of the Incorporated Association is the Murray Football League Incorporated (hereinafter called the "League").

2. INTERPRETATION

In these Rules unless the contrary intention appears -

- a) "Board" means the Board of Management of the League established by and elected or appointed pursuant to these Rules.
- b) "Player" means a player registered by or with or otherwise permitted to play in the competition conducted by the league and shall include coaches both playing and non-playing.
- c) "Club" means a body incorporated or unincorporated which is a member of the League.
- d) "Director" means a person appointed to represent his or her Club on the Board in accordance with these rules.
- e) "General Meeting" means an ordinary meeting of the Board.
- f) "Special Meeting" means a special meeting of the Board convened pursuant to these Rules.
- g) "Financial Year" means the year ending on the 31st October.
- h) "The Act" means the Associations Incorporated Act 1981 and the Regulations made under the Act.
- i) "VCFL" means the Victorian Country Football League.
- j) A reference to the General Manager of an Association is a reference;
 - i) Where a person holds office under these Rules as General Manager of this League, to that person, and;
 - ii) In any other case to the Public Officer of the League.
- k) "Operating rules" means the operating rules of the Murray Football League.
- l) Words and expressions contained in these Rules shall be interpreted in accordance with the provisions of the "Acts Interpretation Act 1958" and the Act as in force from time to time.

3. BOARD OF MANAGEMENT - COMPOSITION

- a) The affairs of the League shall be conducted by a Board of Management constituted as provided herein.
- b) The Board shall consist of the
 - i) President
 - ii) General Manager (ex officio Member)
 - iii) Senior Vice President (who may be one of the Directors as mentioned in (vi) below
 - iv) Junior Vice President (who may be one of the Directors as mentioned in (vi) below

3. BOARD OF MANAGEMENT – COMPOSITION (Cont'd)

- v) Treasurer (who may be the General Manager as mentioned in (ii) above)
 - vi) Two Executive Members (who may be two of the Directors as mentioned in (vi) below)
 - vii) Two representatives of each Club called "Directors"
- c) The President and the General Manager shall not be entitled to vote for resolutions before the Board save as provided for in these Rules.
- d) The Executive Committee of the Board shall be -
- i) The President
 - ii) Senior Vice President
 - iii) Junior Vice President
 - iv) General Manager (ex office)
 - v) Treasurer (as detailed in 3(b) (v) above)
 - vi) 2 Members (as detailed in 3(c) (b) (vi) above)
- e) Election of Executive Committee of the Board
- i) The General Manager to be appointed by the Board in accordance with the provisions of Rule 3 (l).
 - ii) Nominations for the positions of President, Senior Vice-President, Junior Vice-President and 2 members shall be made in accordance with the provisions of Rule 13 (h).
 - 1) If not more than one nomination for each vacant position is received, those persons nominated shall be deemed to be elected.
 - 2) If more than one nomination is received for any one position a ballot will be held at the Annual General Meeting to determine the successful candidate.
- f) The provisions of rule 3 (e) so far as they are applicable and with necessary modifications apply to and in relation to, the election of persons to any offices as mentioned in sub-clause (d) (i), (ii) and (iii).
- g) Each Office Bearer of the League shall, with the exception of the General Manager hold office until the next Annual General Meeting after the date of his/her election.
- h) In the event of a casual vacancy in any office referred to in the sub clause (d) the Board may appoint any of the Directors sitting thereon to that vacant office and the director so appointed shall continue in that office up to and including the conclusion of the next Annual General Meeting following the date of his/her appointment.
- i) For the purposes of these Rules, the office of an Officer of the Association or an ordinary Director on the Board of Management or Sub-Committee thereof becomes vacant if the Officer or Director:
- i) Ceases to be a member of the Club he/she represents; or
 - ii) Becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
 - iii) Resigns his/her office by notice in writing to the General Manager; or

3. BOARD OF MANAGEMENT – COMPOSITION (Cont'd)

- iv) Fails to attend three consecutive meetings of the Board or any Sub-Committee on which he/she sits.
- j) The Board shall have the power to appoint other persons as officers for the purposes of assisting the Board in carrying out its responsibilities.
- k) The President:
 - i) Shall have the same rights and privileges as Directors other than the right to vote, but the President shall have a casting vote in the case of equality of voting in order to preserve the Status Quo.
 - ii) Shall receive copies of all notices of meetings and functions and copies of all minutes.
 - iii) Shall preside, or in his/her absence a Vice President, at all meetings of the Board except as provided herein.
 - iv) Should the President, Senior Vice President or Junior Vice President all be absent from any one Board meeting, the Directors present shall elect a Chairman from among their number who shall, in addition to having a casting vote, retain his/her vote as a Director.
 - v) Shall receive an Annual Allowance which is to be determined by the Board at its Annual General Meeting.
- l) The General Manager
 - i) Shall be appointed by the Board.
 - ii) Shall not have a vote.
- m) One Auditor who is qualified to carry out such commission and who is not a Director or Official of any Member Club shall be appointed at the Annual General Meeting of the Board.
- n) Directors, two in number, shall be appointed by each Club (as detailed in (7) below) for a term of twelve months and are eligible for re-appointment.
- o) The Publicity Officer shall -
 - i) Be appointed annually by the Board.
 - ii) Have no vote at any meeting.
- (p) The Investigations Officer shall –
 - i) Be appointed annually by the Board.
 - ii) Have no vote at any meeting.
 - iii) Operate in accordance with VCFL Rules 5.1 and 5.2 (as amended from time to time).
- (q) The Tribunal Co-ordinator shall be appointed annually by the Board.

4. BOARD OF MANAGEMENT - OPERATION

The Board shall -

- a) Control and manage the business affairs of the League.
- b) Subject to these Rules and the Act, exercise all such powers 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 Members.
- c) Subject to these Rules and the Act, has power to perform all such acts and things that appear to be necessary and essential for the proper management of the business and affairs of the League.
- d) Subject to the requirements of Section 10 herein, may act notwithstanding any vacancy on the Board.
- e) Provisions of Rule 3 (e) so far as they are applicable and with necessary modifications, apply to and in relation to, the election of persons to any of the offices mentioned in 3 (d) above.
- f) Derive funds from:
 - i) Entrance fees
 - ii) Annual Subscriptions
 - iii) Donations
 - iv) Other sources as the Board may from time to time determine.
- g) Have a Common Seal which shall be kept in the custody of the General Manager and -
 - i) Shall not be affixed to any instrument except by Authority of the Board.
 - ii) The affixing of the Common Seal shall be attested to by the signatures of two members of the Board or by one member of the Board together with the Public Officer of the League.
- h) 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 provisions of the Act.
- i) Have the power to -
 - i) Control all matches within the League and to arrange matches between teams representing other Leagues or Associations.
 - ii) Settle all disputes arising between member Clubs, subject to the right of appeal to the Victorian Country Football League and subject to the provisions of the Act.
 - iii) Maintain full control over its Registered Players and Officials and in addition to other powers, have the authority to inflict fines on Clubs, Club Officials and Players for any of the following reasons -

4. BOARD OF MANAGEMENT – OPERATION (Cont'd)

1. Any breaches of these Rules of the Victorian Country Football League or Murray Football League Operating Rules.
 2. Any breaches of the Laws of the Game as published and amended from time to time by the National Football League.
 3. Any unbecoming conduct on or off the field and as to what constitutes unbecoming conduct the Board shall be the sole judge.
- iv) Suspend any Player who refuses, without reasonable excuse, to take part in any Inter-League or Championship match or any match arranged by the Board.
- v) Suspend any person refusing to pay fines as aforementioned from playing in any League match.
- vi) Suspend any Club or Club Official for refusing to pay fines as aforementioned.
- vii) Dismiss any member of the media from a meeting subject to a motion to that effect being received and duly carried.
- j) Deal with any Club in a manner in which it deems appropriate that:
- i) Plays an unregistered player.
 - ii) Plays a player who has obtained his registration or permit illegally.
 - iii) Plays a player who has obtained his registration or permit on fraudulent certification of the Club Secretary.
 - iv) Contravenes these Rules.
 - v) Contravenes the Rules of the Victorian Country Football League.
 - vi) Contravenes any of the Laws of the Game as amended and published from time to time by the National Football League.
 - vii) Condone the refusal of any of its players, without reasonable excuse acceptable to the Board, to take part in any Inter-League or Championship match after being selected by the League or its Selection Committee.
 - viii) Fails to produce to the Board or Tribunal any player or official who has been reported for a breach of the Rules of the Victorian Country Football League or the laws of the Game as published and amended from time to time by the National Football League. Where a player or official is unable to attend due to unforeseen circumstances he must submit a Statutory Declaration stating reasons for his non-attendance and also a written account of the incident in writing to the General Manager prior to the above hearing. A mandatory penalty for this offence shall be determined by the Directors.
 - ix) Neglects to pay its declared share of any loss that may arise or call that has been made within one month after due notice of a loss has been given or a call has been made by the General Manager. The Club so neglecting shall be suspended from the League and shall be disqualified from any future representations thereon, but may be re-admitted at any time subject to the payment of the said share of loss or call and any other monies due and payable at the time of disqualification.

4. BOARD OF MANAGEMENT – OPERATION (Cont'd)

- x) Behaves in a manner unbecoming to or prejudicial to the best interests of the League and the Board shall be the sole judge as to what is unbecoming or prejudicial to the best interests of the League.

- k) Deal with any player in a manner in which it deems appropriate who:
 - i) Contravenes any of these Rules.
 - ii) Contravenes any of the Rules of the Victorian Country Football League.
 - iii) Contravenes any of the Laws of the Game as amended from time to time by the National Football League.
 - iv) Contravenes the operating rules of the Murray Football League.
 - v) Behaves in a manner unbecoming or prejudicial to the best interests of the League. What is unbecoming or prejudicial to the League the Board shall be the sole judge.

- l) **Life Members**
 - i) Such nominees shall be elected at any Meeting of the Executive by a majority of those Executive present.
 - ii) Nominations for Life Membership shall be in writing and lodged with the General Manager at least twenty one days prior to such meeting of the Board.
 - iii) The nominations shall describe in detail the services rendered to the League and to the nominee's Club.
 - iv) The Executive Committee will make recommendations to the Board on any such nomination received.
 - v) Qualified Life Membership is to be granted by the Board to persons playing 300 senior grade matches of football or 250 A Grade games of netball in the League. The League will recognise the Games played in the former Tungamah, Goulburn Valley Division 2, Central Goulburn & Goulburn Valley Football Leagues by persons in the Senior grade as games played for the purpose of qualified Life Membership, likewise persons of clubs admitted to the League shall have the same right. For this purpose matches played whilst representing the Murray FNL will be taken into account;
 - vi) Represented the League at Senior Interleague level be either Football or Netball as Coach/Player on/or more than five (5) occasions.
 - vii) Winner of no less than three (3) League Best and Fairest for football or netball
 - viii) Served as a Director for a continuous period of at least ten (10) years
 - ix) Served as a Director for an aggregate period of at least fifteen (15) years
 - x) Served as a Director and/or an official of a club for a period of twenty (20) years (including a period of a least five (5) years as President, Secretary or Treasurer);
 - xi) Has rendered special services to the Murray FNL of not less than ten (10) years by way of administration and/or associated roles
 - xii) The nominees, if elected and Qualified Life Members, shall be presented with the official Murray Football League badge with the words "Life Member" inscribed.

- m) Award annually Best and Fairest Award recognition in each of the grades under the following conditions:
 - i) Voting shall be carried out by the officiating Field Umpire/s and shall be awarded three votes for the Best and Fairest Player on the ground, two votes for the second and one vote for the third.
 - ii) Votes shall be counted at the conclusion of the home and away round matches of each season.
 - iii) Players found guilty of On Field Offences during the season are ineligible to receive a Best and Fairest Award for that season.
 - iv) Players found guilty of On Field Offences (whether in the Murray Football League or other Football League) including the acceptance of a set penalty during the finals shall not be eligible to receive these awards in the following season.
- n) In the event that the League has surplus finance at any time, the Board may distribute such funds to member Clubs on an equal basis as thought fit.
- o) Reserve the right to order that any particular brand or grade of football not be used for competition matches.
- p) Subject to these rules adopt and amend operating rules for the Murray Football League (as detailed in (14)).
- q) Determine the conditions of employment for the General Manager.

5. REGISTER OF CLUBS

- (a) The General Manager must keep and maintain a register of club's containing-
 - (a) the name and address of each club; and
 - (b) the date on which each clubs name was entered in the register.
- (b) The register is available for inspection free of charge by any member upon request.
- (c) A club may make a copy of items in the register.

6. MEMBERSHIP

- a) Any body being incorporated or unincorporated having aims, objects and purposes similar to or commensurate with those of the League, which is desirous of joining the League as a member and which agrees on joining to abide by these Rules and any rules of competition established by the League, may apply to the Board for membership of the League.
- b) Any application from such a body shall be in writing and shall state and contain:
 - i) The name of the body desiring to be admitted as a member of the League.
 - ii) Whether such body is incorporated or unincorporated.
 - iii) The names of the current Directors or Office Bearers of such body.
 - iv) The current financial membership of such body.
 - v) A full disclosure of the financial state of affairs of such body.
 - vi) In the case of a body unincorporated its written constitution, and in the case of a body incorporated pursuant to the Victorian Companies Code its

Memorandum and Articles of Association, and in the case of a body incorporated under the Act, a copy of its Statement of Purposes and Rules.

- vii) Such other information and submissions in support of the application as the body shall wish to bring to the attention of the Board.
- c) The Board may, at its discretion, accept or refuse such application for membership of the League provided that no body shall be accepted into membership unless:
 - i) At least a three quarter majority of the Directors or their proxy holders at a meeting called for that purpose consent to the admission of the body to the League.
 - ii) Such applicant shall use a properly enclosed ground approved by the League on which to play its matches and shall have security of tenure thereon.
- d) In the event that an application is consented to by the Board, subject as is herein after provided, membership shall continue unless and until determined by the Board.
- e) The Board may require that any body admitted as a member pay such affiliation fees, levies or other payments to the Board as the Board shall from time to time determine.
- f) In the event that any Club ceases to be a member of the League, whether permanently or temporarily, it shall remain liable to make any payments due under the last preceding rule which became due prior to its ceasing to be a member of the League.
- g) Subject to the preceding Rules hereof a Club once admitted to membership of the League shall not cease to be a member without first giving fourteen days notice in writing to the General Manager of that intention.
- h) Subject always to these Rules, the Board shall determine the membership dues, subscriptions and levies which shall be payable by the member Clubs of the League, from time to time and in such manner as the Board may determine. The receipt of the General Manager shall be sufficient discharge for each Club of its obligations in respect of the accounts which are to be paid in accordance with determinations of the Board made from time to time.
- i) Subject to these rules, if a club resigns or is expelled from the League it will not be eligible for any dividend from the League.
- j) A Club of the League who has paid all moneys due and payable by it to the League may apply to resign from the League by first giving fourteen days notice in writing to the General Manager of its request to resign.
- k) Subject to these Rules the Board may by resolution of at least a three quarter majority of the Directors or their proxy holders -
 - i) Expel a Club from the League.
 - ii) Suspend a Club from membership of the League for a specified period of time.
 - iii) Fine a Club if the Board is of the opinion that the membership of the Club:
 - 1) Has refused or neglected to comply with these rules.
 - 2) Has been guilty of conduct unbecoming a member or prejudicial to the interest of the League.
 - iv) Accept the resignation of a member club from the League.

- l) A resolution of the Board under sub clause 6 (k) (i),(ii), (iii) and (iv) above does not take effect unless the Board at a meeting held earlier than fourteen days and not later than twenty eight days after the service of a notice on the Club under sub clause 6 (m) confirms this resolution.
- m) Where the Board passes a resolution under sub clause 6 (k) (i), (ii) and (iii) the General Manager shall, as soon as practicable, cause to be served on the Club a notice:
 - i) Setting out the resolution of the Board and the grounds on which it is based.
 - ii) Stating that the Club representatives may address the Board at a meeting to be held not earlier than fourteen days and not later than twenty eight days after service of the notice.
 - iii) Stating the date, place and time of the meeting.
 - iv) Informing the Club that it may do one or more of the following:
 - 1. Attend that meeting.
 - 2. Give to the Board before the date of that meeting a written statement seeking the revocation of the resolution.
- n) At a General meeting held in accordance with sub clause 6 (m) the Board shall:
 - i) Give the Club the opportunity to be heard.
 - ii) Give due consideration to any written statement submitted by the Club.
 - iii) By resolution determine whether to confirm or revoke the resolution.
- o) At a General meeting of the Board convened under sub clause 6 (l) -
 - i) No business other than the question of appeal shall be transacted.
 - ii) The Board may place before the meeting details for the grounds of the resolution and the reasons for passing the resolution.
 - iii) The Club representatives shall be given an opportunity to be heard.
 - iv) The Directors present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
 - v) Should a three quarter majority of those Directors vote in person in favour of the resolution then the resolution is confirmed.
 - vi) In any other case the resolution is revoked.
 - vii) No proxy votes are to be used.
- p) Upon the expiration of the notice given under sub clause l) the General Manager shall make in the Register of Clubs an entry recording the date on which the member by whom the notice was given ceased to be a member.

7. DIRECTORS

- a) Each Club shall nominate three Directors who shall, subject to the Act, be appointed to the Board and such appointment shall expire immediately prior to the next Annual General Meeting of the Board.
- b) Any Director unable to attend a meeting of the Board has the power to delegate his vote on any question arising to the attending Director of his own Club.

- c) No Director shall delegate his seat on the Board unless by written or electronic mail proxy subject to the requirements of the Act. Such proxy to be provided to the General Manager prior to the commencement of the meeting.
- d) Except in extenuating circumstances, the validity of which shall be determined by a majority of Directors, Clubs failing to attend a properly constituted meeting of the Board shall receive a penalty determined by the Directors.
- e) The General Manager shall be notified at the Annual General Meeting of the Board, the Names, Addresses and Telephone Numbers of each Director.
- f) In the case of necessity, any Club may withdraw or change its Directors at any time but the Board must be notified immediately as per the above.
- g) No Director shall take part in a meeting unless fully authorised as above.
- h) No Directors of any Club which shall be a party to any protest, charge or dispute shall, if the decision to be reached is likely to affect the result of any match played, vote upon the questions arising in connection with such protest, charge or dispute at the meeting of the Board dealing with the same.
- i) No Director shall represent more than one Club.
- i) Each Director present at a meeting shall have one vote for himself and one vote for the Proxy, if any, held by him subject to the Act. If the Director is also a member of the Executive Committee they are only entitled to vote once.
- j) No Director will be eligible to vote if the Club is a non-financial Club.
- k) Should both Directors of any one Club be unable to attend a meeting of the Board the right of the Club to vote on any question arising at that meeting is forfeited.

8. EXECUTIVE COMMITTEE

- a) The Executive Committee shall be as defined in Clause 3 (d) hereof.
- b) This Committee shall deal with the day to day affairs and business of the League between Board meetings, but no decision of the Committee shall be made contrary to decisions made by the Board.
- c) This Committee shall have the power to make recommendations to the Board on its own initiative or as directed by the Board.
- d) This Committee shall have the power to call Special General Meetings as well as Ordinary Meetings of the Board.
- e) This Committee shall approve all playing arenas and facilities.
- f) This Committee shall act as a "Wet Weather Committee" in the event that unfavourable weather may effect the playing of a match and should any ground be deemed unsuitable for play shall have the power to transfer the match to a suitable ground.
- g)
 - i) The Committee shall meet at such place and such times as the Committee may determine.
 - ii) Special meetings of the Committee may be convened by the President or by any three of the members of the Committee.
 - iii) Notice shall be given to members of 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.
 - iv) Any four members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.

- same hour
special
- v) 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 at the same place and at the of the same day in the following week unless the meeting was a meeting in which case it lapses.
 - vi) At meetings of the Committee:
 - a) The President or in his absence one of the Vice-President(s) shall preside; or
 - b) If the President and the Vice-President(s) are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.
 - vii) Questions arising at a meeting of the Committee shall be determined by a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.
 - viii) Each member present at a meeting of the Committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes of any one question, the person presiding may exercise a second or casting vote.
 - ix) Written or electronic mail notice of each committee meeting shall be served on the member by delivering it to him in a reasonable time before the meeting or by sending it by pre-paid post addressed to him at his usual or last known place of abode at least two business days before the date of the meeting.
 - h) The positions on the Executive Committee shall become vacant as per the provisions of Clause 3 (i) (ii) and 3 i) (iii) above and such vacancy shall be filled in accordance with Clause 3 h).

9. TRIBUNAL

The Tribunal appointed by the Executive Committee shall:

- a) Inquire into and determine upon all charges referred against Players under the laws of the game as published and amended from time to time by the National Football League.
- b) To inquire into and if such inquiry subsequently warrants determination, act accordingly, on any matter referred to it by the Board or Executive Committee.
- c) The meetings of the Tribunal shall be held at any town within the League's territory that the Executive may determine.
- d) A minimum number of three Members shall constitute a Quorum for the purpose of Clauses (a), (b) and (c) above.
- e) To determine any protest, charge or dispute the Board Executive Committee or Tribunal shall admit evidence of any player, Club official or League official.
- f) The tribunal shall operate in accordance with the VCFL Rules (as amended from time to time) and the operating rules of the Murray League.

10. MEETINGS

- a) The Annual General Meeting of the Board shall:
 - i) Be held in December each year save that it will not be necessary to hold an Annual General Meeting in the year of Incorporation.

- ii) Receive the Minutes of the preceding Annual General Meeting of the Board.
 - iii) Receive a report from the President on the past year's activities.
 - iv) Receive a statement of Financial Affairs of the League from the Treasurer for that Financial Year.
 - v) Accept nominations of Directors from the member Clubs and duly appoint such nominees to the Board, subject to the Act.
 - vi) Elect a person to take the Chair and to conduct the election of Office Bearers as per Section 3(d) herein. In the event of equality of voting for Office Bearers, a decision shall be arrived at by ballot.
 - vii) Receive the particulars of each member Clubs President, Secretary and Directors.
 - ix) Determine the President's allowance.
 - x) Determine any changes to the Rules as provided for in Section 11 herein.
 - xi) Deal with any application for League membership in accordance with Section 5 herein.
 - xii) Appoint Umpires Association(s) for the forthcoming season.
 - xiv) Determine the Admission Charges for the forthcoming season.
 - xv) There shall be no voting by proxy at any Annual General Meeting..
- b) General Meetings of the Board shall be convened from time to time by either the Board, the Executive Committee or the President, such meetings shall not number less than three in any one year.
- c) Special Meetings of the Board shall be convened by those listed in Sub-Clause (i) to (iv) below and at such meetings no business other than that specified in the notice of such meetings shall be Transacted.
- i) The Board.
 - ii) The Executive Committee.
 - iii) The President.

10. MEETINGS (Cont'd)

- iv) A Requisition signed by the General Managers of five member Clubs, such Requisition setting out the objects of the proposed meeting which shall be held within fourteen days of the receipt of the Requisition by the Secretary.
- v) The General Manager on the direction of the President in the case of an emergency, notwithstanding the provisions contained herein, shall give twenty four hours notice by telephone to each Club in the person of either the President, General Manager or a Director.
- d) A Quorum at any meeting of the Board shall be a majority of member Clubs.
- e) No business shall be transacted unless a Quorum is present and if within thirty minutes 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.
- f) Questions arising at a meeting of the Board or its Committees shall be determined by a show of hands or, if requested by a Director or Executive Committee member, by a poll taken in such a manner as the Chairman of the meeting may determine.
- g) Upon a question arising at any meeting of the Board, a Director has one vote only save as provided in Rule 3 (i),(iv),7 (h) and (j) hereof.
- h) All votes shall be given personally save as provided in Rule 7 (h) and (j).
- i) Any Director unable to attend a meeting of the Board has the power to delegate his vote on any question arising to the attending Director of his own Club.
- j) Should both Directors of any one Club be unable to attend a meeting of the Board the right of the Club to vote on any question arising at that meeting is forfeited.

11. DISPUTES OF MEDIATION

- (1) The grievance procedure set out in this section applies to disputes under these Rules between –
 - (a) a club and another club; or
 - (b) a club and the League
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) 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 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be –
 - (a) A person chosen by agreement between the parties; or
 - (b) In the absence of agreement –
 - i. In the case of a dispute between a club and another club, a person appointed by the executive committee of the league; or
 - ii. In the case of a dispute between clubs and the league, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

11. DISPUTES OF MEDIATION (Cont'd)

- (5) A director of the Association can be a mediator.
- (6) The mediator cannot be from a club who is a party to this dispute.
- (7) The parties to the dispute must, a in good faith, attempt to settle the dispute by mediation.
- (8) The mediator in conducting the mediation, must-
 - (a) Give the parties to the mediation process 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 to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) 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 at law.

12. FUNDS

- (1) The General Manager of the Association must:
 - a. Collect and receive all moneys due to the League and make all payments authorised by the Association; and
 - b. Keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by the General Manager.
- (3) Funds of the League shall be derived in accordance with rule 4 (f).
- (4) Electronic Transfer of Funds is permissible.

13. ALTERATIONS TO THE RULES, STATEMENT OF PURPOSES

- a) Alterations to the Rules and Statement of Purposes shall be in accordance with the Act and shall:
 - i) Be submitted in writing or electronic mail to the General Manager at least twenty eight days prior to the Annual General Meeting of the Board.
 - ii) Be forwarded to the Clubs at least twenty one days prior to the meeting as in Sub-Clause (i) above.
 - iii) Be accepted from the President and General Manager.
 - iv) Be accepted by the Board and duly determined in their original state with no amendments being permitted.
 - v) Be included in the Rules or Statement of Purposes if a three quarter majority of Directors or their proxy holders vote to this effect and provided that the proposed alteration is approved by the Registrar.

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- vi) Be received from a Director at a meeting, in the course of which a State of Emergency has been declared by the President, and dealt with as in clause (v) above.
 - xiii) The General Manager will call a Special Meeting to discuss any proposed alterations to the Rules and Statement of Purposes as submitted by i) above at least 21 days prior to the meeting as in clause (a) above for the purpose of discussing the proposal. No other business may be transacted at such a meeting.

14. ALTERATIONS TO THE OPERATING RULES

- (a) Alterations to the Murray League Operating Rules may be undertaken and shall:
 - i) Be submitted in writing or electronic mail to the General Manager at least twenty eight days prior to any General Meeting of the Board.
 - ii) Be forwarded to the Clubs at least twenty one days prior to the meeting as in Clause 10b) or 10c) above.
 - iii) Be accepted from the President and General Manager.
 - iv) Be accepted by the Board and duly determined in their original state with amendments being permitted.
 - v) Be included in the Alterations to the Operating Rules if a three quarter majority of Director(s) or their proxy holders vote to this effect and provided that the proposed alteration is approved by the Registrar.
 - vi) Be received from a Director at a meeting, in the course of which a State of Emergency has been declared by the President, and dealt with as in sub clause (v) above.

15. NOTICES

- a) A notice may be served by or on behalf of the League upon any member club either personally or by sending it by post or electronic mail to the Club at the address as shown in the Registrar of Members.
- b) 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 served upon that person at the ordinary time at which the letter would have been delivered in the course of the post.
- c) Unless in the course of an emergency, notice of meetings shall be issued at least fourteen days prior to that meeting and such notice shall detail:
 - i) The date, time and location of such meeting.
 - ii) Business to be transacted at that meeting.
- d) Nothing contained in Section 5 above shall be invalidated by the provisions contained in this clause.
- e) In the course of an emergency, the President may instruct the General Manager to convene a Special General Meeting which shall be carried out by the General Manager advising by telephone either the President, General Manager, Secretary or

15. NOTICES (Cont'd)

Directors of each member Club of such meeting which can be called within twenty four hours of such telephoned notice.

- f) Matters not appearing on the notice of meeting shall not be considered by that meeting unless at that meeting a majority of those present vote to consider the matter and at the discretion of the Chairman.
- g) The General Manager shall call from all Clubs, items to be included in the notice paper for discussion at the meeting so called.
- h) The General Manager shall call for nominations for the positions of President, Senior Vice-President, Junior Vice-President and two Members of the Executive Committee and Committees of the Board as per Section 3 and these nominations shall close with the General Manager 28 days prior to the Annual General Meeting.

16. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

- (1) Except as otherwise provided in these Rules, the General Manager must keep in his or her custody or under his or her control all books, documents and securities of the League.
- (2) All accounts, books, securities and any other relevant documents of the League must be available for inspection free of charge by any club upon request.
- (3) A club may make a copy of any accounts, books, securities and any other relevant documents of the League.

17. DISPOSAL OF ASSETS

- (i) If the League shall be wound up such winding up shall be pursuant to the provisions of the Associations Incorporation Act.
- (ii) If upon the winding up, or dissolution of the League there remains, after satisfaction of all debts and liabilities, any property whatsoever, the same shall not be paid or distributed to or among the members of the Board, nor among such clubs as then constitute the League, but shall be given or transferred to such body or bodies established for charitable purposes in such manner as the Board shall determine.