



CONSTITUTION OF THE LITCHFIELD RUGBY LEAGUE CLUB INCORPORATED.

THIS IS THE ANNEXURE MARKED 'A' REFERRED TO IN THE
STATUTORY DECLARATION OF
JOHN CHARLES BELL
(Name of Public Officer)

MADE ON THE 18th DAY OF May 2015

BEFORE ME Leanne Barnes
(signature of witness on statutory declaration)

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CONSTITUTION OF LITCHFIELD RUGBY LEAGUE CLUB INCORPORATED

PART 1 – PRELIMINARY

1. Name

The name of the incorporated association (“the Association”) is the LITCHFIELD RUGBY LEAGUE CLUB.

2. Objects and purposes

The objects and purposes of the Association are:

- (a) The promotion of all sport and in particular the sport of Rugby League.
- (b) The pursuit of all lawful means for the furtherance of the Association and the sport of Rugby League.

3. Minimum number of members

The Association must have in accordance with Section 26 of the Act not less than 10 members.

4. Definitions

In this Constitution, unless the contrary intention appears -

“Act” means the *Associations Act* and regulations made under that Act;

“Committee” means the Management Committee of the Association;

“financial institution” means an authorised deposit-taking institution within the meaning of Section 5 of the *Banking Act 1959* of the Commonwealth;

“general meeting” means a general meeting of members convened in accordance with clause 4

“member” means a member of the Association;

“register of members” means the register of the Association’s members established and maintained under Section 34 of the Act;

“special resolution” means a resolution notice of which is given under Clause 47 and passed in accordance with Section 37 of the Act.

PART 2 – CONSTITUTION AND POWERS OF ASSOCIATION

5. Powers of Association

For achieving its objects and purposes, the Association has the powers conferred by sections 11 and 13 of the Act.

Subject to the Act, the Association may do all things necessary or convenient for carrying out its objects or purposes, and in particular, may –

- (a) Acquire, hold and dispose of real or personal property;
- (b) Open and operate accounts with financial institutions;
- (c) Invest its money in any security in which trust monies may lawfully be invested;
- (d) Raise and borrow money on the terms and in the manner it considers appropriate;
- (e) Secure the repayment of money raised or borrowed, or the payment of a debt or liability;
- (f) Appoint agents to transact business on its behalf; and
- (g) Enter into any other contract it considers necessary or desirable.

6. Effect of Constitution

This Constitution binds every member and the Association to the same extent as if every member and the Association had signed and sealed this Constitution and agreed to be bound by it.

7. Inconsistency between Constitution and Act

If there is any inconsistency between this Constitution and the Act, the Act prevails.

8. Altering the Constitution

- (1) The Association may alter this Constitution by special resolution but not otherwise
- (2) If the Constitution is altered, the Public Officer must ensure compliance with section 23 of the Act.

PART 3 – MEMBERS

Division 1 – Membership

9. Application for membership

To apply to become a member of the Association a person must

- (a) Submit a written application for membership to the Committee –
 - (i) In a form provided and approved by the Committee

10. Approval of Committee

- (1) The Committee must consider any application made under Clause 9 at the next available committee meeting and must accept or reject the application at that meeting or the next.
- (2) If an application is rejected, the applicant may appeal against the decision by giving notice to the Secretary within 14 days after being advised of the rejection.
- (3) If an applicant gives notice of an appeal against the rejection of his or her application, the Committee must reconsider the application at the next committee meeting after receipt of the notice of appeal.
- (4) If after reconsidering an application the Committee reaffirms its decision to reject the application, the decision is final.
- (5) Any persons suspended or disqualified by another Rugby League Club or by the governing body of Rugby League in the Northern Territory shall not be accepted for membership during the period of suspension or disqualification.

11. Joining fee

- (1) If an application for membership is approved by the Committee, the applicant becomes a member on payment of the joining fee.
- (2) The joining fee is either –
 - (a) Single membership:

Restricted to persons over the age of 18
 - (b) Family membership

Persons under the age of 18 years will be subject to family membership. Persons included in family membership will not be restricted but shall only include relations of the primary membership holder.
 - (c) Life membership

As per 12.4
 - (d) Associate member

Determined by committee and includes Club Patron

A list of all paid players shall be provided to team coaches upon request or as required for the committee to conduct its business.

12. Annual membership fees

(1) The annual membership fee is the amount determined from time to time by resolution at a general meeting.

(2) Junior and/or non- playing members whose subscription is not paid within 3 months after the first competition round date is set down by the governing administrative body of Rugby League in the Northern Territory ceases to be a member unless the committee determines otherwise.

(3) Senior membership clause:

The association undertakes, while administrative procedure is in place, to pay annual fee to the governing body of Rugby League in the Northern Territory for the purpose of registration of senior players. The players are registered on payment of this fee to the Association.

A senior member while through the governing body of Rugby League is registered to the Association does not maintain the rights of members until full payment of joining fee is received as per 11(1) and 12(2).

Notwithstanding the above, all senior players (Under 18's and above); all membership fees shall be paid before the first game of the NTRL competition round, (not including pre-season games and/or other pre-season tournaments). Otherwise non-financial member/players shall not be included on team sheets and shall not be permitted to compete in any association/NTRL sanctioned competition rounds until all of their fees are paid in full.

Special provisions may be considered, only by the governing committee of the Association on the day, for individuals that request application in writing, by virtue of exceptional circumstances. Should any player/member be granted exceptional circumstances, that player/member shall enter into an agreement with the Association, to enable full payment under a payment plan contract.

Should any such player/member enter into such an arrangement/contract and default and/or breach any terms or conditions within the agreement/contract; that player/member shall be considered a non-financial member and the elements of this constitution including, but not limited to the permission to play any Association and/or NTRL sanctioned competitions and voting rights shall be revoked immediately.

(4) Life Membership

The privileges of life membership shall entitle the holder the waiving of membership fees, attendance and voting rights as well as the right to stand for any office with the Association at any annual, special general or open committee meeting.

Nominations for Life Membership:

- (a) Nominees shall have given a minimum of 10 years outstanding service to the Association.
- (b) Nominations must be in writing and signed by at least 2 members of the Association.
- (c) A vote shall be taken at the Annual General Meeting and endorsed by at least 75% of the members with voting rights present.
- (d) Life membership shall be forfeited by misconduct considered detrimental to the objectives of the Association.
- (e) A maximum of 5 persons annually will be accepted for nomination.
- (f) A player who has played 200 senior games for the Association shall automatically be entitled to life membership status.
- (g) Acknowledgment of life membership shall be made at the following Annual General Meeting.

Division 2 – Rights of members

13. General

(1) Subject to Clause 14(2), 12(2) and 12(3), a member may exercise the rights of membership when his or her name is entered in the register of members.

(2) A right of membership of the Association:

- (a) is not capable of being transferred or transmitted to another person and:
- (b) terminates on the cessation of membership whether by death, resignation or otherwise.

14. Voting

(1) Subject to subclause (2), (3), and (18), each member has one vote at general meetings of the Association.

(2) A member is not eligible to vote until 10 working days after his or her application has been accepted.

(3) A member must be a financial member of the Association as 12(2) to have the rights of members i.e. voting. (as Annual General Meeting is held after end of financial year all persons voting must have been members of the association in the previous financial year and subject to 12(2), 12(3) and 14(2).

15. Notice of meetings and special resolutions

The Secretary must give all members notice of general meetings and special resolutions in the matter and time prescribed by this Constitution by either post or by public Notice in the Northern Territory newspaper.

16. Access to information on Association

The following must be available for inspection by members:

- (a) A copy of this Constitution;
- (b) Minutes of general meetings;
- (c) Annual reports and annual financial reports.

17. Raising grievances and complaints

(1) A member may, (in writing only, unless determined by the committee appropriate to take action without complaint or grievance in writing), raise a grievance or complaint about a committee member, the Committee or another member of the Association.

(2) The grievance or complaint must be dealt with by the procedures set out in Part 8 of the Constitution.

18. Associate members

An associate must not vote but may have other rights as determined by the Committee or by resolution at a general meeting.

Division 3 – Termination, death, suspension and expulsion

19. Termination of membership

Membership of the Association may be terminated by –

- (a) A notice of resignation addressed and posted to the Association or given personally to the Secretary or another committee member;
- (b) Non-payment of the annual membership fee within the time allowed under clause 12(2); or
- (c) Expulsion in accordance with this Division.

20. Death of member or whereabouts unknown

If a member dies or the whereabouts of a member are unknown, the Committee must cancel the member's membership.

21. Suspension or expulsion of members

(1) If the committee considers that a member should be suspended or expelled because his or her conduct is detrimental to the interests of the Association, the committee must give notice of the proposed suspension or expulsion to the member.

(2) The notice must –

(a) be in writing and include –

(i) the time, date and place of the committee meeting at which the question of that suspension or expulsion will be decided; and

(ii) the particulars of the conduct; and

(b) be given to the member not less than 30 days before the date of the committee meeting referred to in paragraph (a) (i).

(3) At the meeting, the committee must afford the member a reasonable opportunity to be heard or to make representations in writing.

(4) The committee may suspend or expel or decline to suspend or expel the member from the Association and must give written notice of the decision and the reason for it to the member.

(5) Subject to Clause 22, the decision to suspend or expel a member takes effect 14 days after the day on which notice of the decision is given to the member.

22. Appeals against suspension or expulsion

(1) A member who is suspended or expelled under Clause 21 may appeal against that suspension or expulsion by giving notice to the Secretary within 14 days after receipt of the committee's decision.

(2) The appeal must be considered at a general meeting of the Association and the member must be afforded a reasonable opportunity to be heard at the meeting or to make representations in writing prior to the meeting for circulation at the meeting.

(3) The members present at the general meeting must, by resolution, either confirm or set aside the decision of the committee to suspend or expel the member.

(4) The member is not suspended or does not cease to be a member until the decision of the committee to suspend or expel him or her is confirmed by a resolution of the members.

Part 4 – Management Committee

Division 1 – General

23. Role and powers

- (1) The business of the Association must be managed by or under the direction of a management committee.
- (2) The committee may exercise all the powers of the Association except those matters that the Act or this Constitution requires the Association to determine through a general meeting of members.
- (3) The committee may appoint and remove staff.
- (4) The committee may establish one or more subcommittees consisting of the members of the Association the committee considers appropriate.

24. Composition of Committee

- (1) The management committee consist of –
 - (a) A Chairperson;
 - (b) A vice-Chairperson;
 - (c) A Secretary
 - (d) A Treasurer: and
 - (e) Committee members (maximum 8).
- (2) Appointment of Public Officer as per Sect 27 of the Act.

25. Delegation

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

Division 2 – Tenure of office

26. Eligibility of committee members

- (1) A committee member must be a member who is 18 years or over.

(2) A committee member must be a financial member of the Association.

(3) Committee members must be elected to the committee at an Annual General Meeting or appointed under Clause 33.

NOTE: Any person in a position that are remunerated by the Association (in terms of monies and/or any other gratuities), and/or any family member or other such person who maintains a close personal relationship with that person, shall not be eligible to be elected and/or appointed as a committee member.

27. Nominations for election to committee

(1) A member is not eligible for election to the committee unless the Secretary receives a written nomination for that member by another member not less than 7 days before the date of the next Annual General Meeting.

(2) The nomination must be signed by –

(a) the nominator and a seconder; and

(b) the nominee to signify his or her willingness to stand for election.

(3) A person who is eligible for election or re-election under this clause may –

(a) propose or second himself or herself for election or re-election; and

(b) vote for himself or herself.

Refer to Clause 26 for clarification on ineligibility for nomination of any remunerated positions/persons to any committee position within the association.

28. Retirement of committee members

(1) A committee holds office until the next Annual General Meeting unless the member vacates the office under Clause 31 or is removed under Clause 32.

(2) Subject to sub-clause (3), at an Annual General Meeting the office of each committee member becomes vacant and elections for a new committee must be held.

(3) The Chairperson of the outgoing committee must preside at the Annual General Meeting until a new member is elected as Chairperson.

(4) Members may serve consecutive terms on the committee unless otherwise provided in the Schedule.

29. Election by default

(1) If the number of persons nominated for election to the committee under Clause 27 does not exceed the number of vacancies to be filled, the Chairperson must declare the persons to be duly elected as members of the committee at the Annual General Meeting.

(2) If vacancies remain on the committee after the declaration under subclause (1), additional nominations of committee members may be accepted from the floor of the Annual General Meeting.

(3) If the nominations from the floor do not exceed the number of remaining vacancies, the Chairperson must declare those persons to be duly elected as members of the Committee.

(4) If the nominations from the floor are less than the number of remaining vacancies, the unfilled vacancies are taken to be casual vacancies and must be filled by the new committee in accordance with Clause 33.

30. Election by ballot

(1) If the number of nominations exceeds the number of vacancies on the committee, ballots for those positions must be conducted.

(2) The ballot must be conducted in a manner determined from time to time by resolution at a general meeting.

(3) The members chose by ballot must be declared by the Chaiperson to be duly elected as members of the committee.

31. Vacating office

The office of a committee member becomes vacant if –

(a) The member –

- (i) is disqualified from being a committee member under Section 30 or 40 of the Act;
- (ii) resigns by giving written notice to the committee;
- (iii) dies or is rendered permanently incapable of performing the duties of office by mental or physical ill-health;
- (iv) ceases to be a resident of the Territory; or
- (v) ceases to be a member of the Association;

(b) the member is absent from more than –

- (i) 3 consecutive committee meetings; or
- (ii) 3 committee meetings in the same financial year without tendering an apology to the Chairperson:

of which meetings the member received notice and the committee has resolved to declare the office vacant; or

(b) in any of the circumstances provided for by the Schedule.

32. Removal of committee member

(1) The Association, through a special general meeting of members, may remove any committee member before the member's term of office ends.

(2) If a vacancy arises through removal under subclause (1), an election must be held to fill the vacancy.

33. Filling casual vacancy on committee

(1) If a vacancy remains on the committee after the application of Clause 29 or if the office of a committee member becomes vacant under Clause 31, the committee may appoint any member of the Association to fill that vacancy.

(2) However, if the office of Public Officer becomes vacant, a person must be appointed under Section 27(6) of the Act to fill the vacancy.

Division 3 – Duties of committee members

34. Collective responsibility of committee

(1) As soon as practicable after being elected to the committee, each committee member must become familiar with the Act and regulations made under the Act.

(2) The committee is collectively responsible for ensuring the Association complies with the Act and regulations made under the Act.

35. Chairperson and vice-Chairperson

(1) Subject to subclauses (2) and (3), the Chairperson must preside at all general meetings and committee meetings.

(2) If the Chairperson is absent from a meeting, the vice-Chairperson must preside at the meeting.

(3) If the Chairperson and the vice-Chairperson are both absent, the presiding member for that meeting must be –

- (a) a member elected by the other members present if it is a general meeting' or
- (b) a committee member elected by the other committee members present if it is a committee meeting.

36. Secretary

The Secretary must –

- (a) Co-ordinate the correspondence of the Association;
- (b) Ensure minutes of all proceedings of general meetings and of committee meetings are kept in accordance with Section 38 of the Act;
- (c) Maintain the register of members in accordance with Section 34 of the Act;
- (d) Unless the members resolve otherwise at a general meeting – have custody of all books, documents, records and registers of the Association, other than those required by Clause 37(5) to be in the custody of the Treasurer; and
- (e) Perform any other duties imposed by this Constitution on the Secretary.

37. Treasurer

(1) The Treasurer must –

- (a) receive all monies paid to or received by the Association and issue receipts for those monies in the name of the Association;
- (b) pay all monies received into the account of the Association within 5 working days after receipt;
- (c) make any payments authorised by the committee or by a general meeting of the Association from the Association's funds; and
- (d) ensure cheques are signed by him or her and at least one other committee member, or by any 2 other committee members authorised by the committee.

(2) The Treasurer must ensure the accounting records of the Association are kept in accordance with Section 41 of the Act.

(3) The Treasurer must coordinate the preparation of the Association's annual statement of accounts.

(4) If directed to do so by the Chairperson, the Treasurer must submit to the committee a report, balance sheet or financial in accordance with that direction.

(5) The Treasurer has custody of all securities, books and documents of a financial nature and accounting records of the Association unless the members resolve otherwise at a general meeting, and/or such responsibilities are passed through to any sub-committees, in which case any sub-

committee/s shall provide all financial, business and other club related records to the Treasure, Secretary and/or Committee as requested and pursuant to the Terms of Reference of a sub-committee at Clause 69 herein, but not less than one (1) time in any three (3) month cycle.

(6) The Treasurer must perform any other duties imposed by this Constitution on the Treasurer.

38. Public Officer

(1) The Public Officer must ensure that documents are filed with the Commissioner of Public Affairs in accordance with Sections 23, 28 and 45 of the Act.

(2) The Public officer must keep a current copy of the Constitution of the Association.

PART 5 – MEETINGS OF MANAGEMENT COMMITTEE

39. Frequency and calling of meetings

(1) The committee must meet together for the conduct of business not less than 4 times in each financial year unless otherwise provided in the Schedule.

(2) The Chairperson, or at least half the committee members, may at any time convene a special meeting of the committee.

(3) A special meeting may be convened to deal with an appeal under Clause 22.

40. Voting and decision making

(1) Each committee member present at the meeting has a deliberative vote.

(2) A question arising at a committee meeting must be decided by a majority of votes.

(3) If there is no majority, the person presiding at the meeting has a casting vote in addition to a deliberative vote.

41. Quorum

For a committee meeting, one half of the committee members constitutes a quorum unless otherwise provided in the Schedule.

42. Procedure and order of business

(1) The procedure to be followed at a committee meeting must be determined from time to time by the committee.

- (2) The order of business may be determined by the members present at the meeting.
- (3) Only the business for which the meeting is convened may be considered at a special meeting.

43. Disclosure of interest

- (1) A committee member who has a direct or indirect pecuniary interest in a contract, or proposed contract, with the Association must disclose the nature and extent of the interest to the committee in accordance with Section 31 of the Act.
- (2) The Secretary must record the disclosure in the minutes of the meeting.
- (3) The Chairperson must ensure a committee member who has a direct or indirect pecuniary interest in a contract, or proposed contract, complies with Section 32 of the Act.

PART 6 – GENERAL MEETINGS

44. Convening general meetings

- (1) The Association must hold its first Annual General Meeting within 18 months after its incorporation.
- (2) The Association must hold all subsequent Annual General Meetings within 5 months after the end of the Association's financial year.
- (3) The committee –
 - (a) may at any time convene a special general meeting;
 - (b) must, within 30 days after the Secretary receives a notice under Clause 22(1), convene a special general meeting to deal with the appeal to which the notice relates; and
 - (c) must, within 30 days after it receives a request under clause 45(1), convene a special general meeting for the purpose specified in that request.

45. Special general meetings

- (1) Half the number of members constituting a quorum for a general meeting may make a written request to the committee for a special general meeting unless otherwise provided in the Schedule.
- (2) The request must –
 - (a) state the purpose of the special general meeting; and
 - (b) be signed by the members making the request.

- (3) If the committee fails to convene a special general meeting within the time allowed –
 - (a) for Clause 44(3) (b) – the appeal against the decision of the committee is upheld; and
 - (b) for clause 44(3) (c) – the members who made the request may convene a special general meeting as if they were the committee.
- (4) If a special general meeting is convened under subclause (3)(b), the association must meet any reasonable expenses of convening and holding the special general meeting.
- (5) The Secretary must give to all members (via post or as a Public Notice of the Northern Territory newspaper) not less than 21 days notice of a special general meeting.
- (6) The notice must specify –
 - (a) when and where the meeting is to be held; and
 - (b) the particulars of and the order in which business is to be transacted.

46. Annual general meeting

- (1) The Secretary must give to all members not less than 14 days notice (via post or as a Public Notice of the Northern Territory Newspaper) of an Annual General Meeting.
- (2) The notice must specify –
 - (a) when and where the meeting is to be held; and
 - (b) the particulars of and the order in which business is to be transacted.
- (3) The order of business for each Annual General Meeting is as follows:
 - (a) first – the consideration of the accounts and reports of the committee;
 - (b) second – the election of new committee members;
 - (c) third – any other business requiring consideration by the Association at the meeting.

47. Special resolutions

- (1) A special resolution may be moved at any general meeting of the Association.
- (2) The Secretary must give all members not less than 21 days notice of the meeting at which a special resolution is to be proposed unless otherwise provided in the Schedule.
- (3) The notice must include the resolution to be proposed and the intention to propose the resolution as a special resolution.

48. Notice of meetings

(1) The Secretary must give a notice under this Part by –

- (a) advertising adequately in the Public Notice section of the Northern Territory Newspaper and posting notice on the Association notice board at primary place of activity.

49. Quorum at general meetings

At a general meeting, the number of a minimum of five members present in person constitutes a quorum.

50. Lack of quorum

(1) If within 30 minutes after the time specified in the notice for the holding of a general meeting a quorum is not present –

- (a) for an Annual General Meeting or special general meeting convened under Clause 44(3)
 - (a) – the meeting stands adjourned to the same time on the same day in the following week and to the same place;
- (b) for a meeting convened under Clause 44(3) (b) – the members who are present in person or by proxy may proceed with hearing the appeal for which the meeting is convened; or
- (c) for a meeting convened under Clause 44(3) (c) - the meeting lapses.

(2) if within 30 minutes after the time appointed by sub-clauses (1)(a) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may proceed with the business of that general meeting as if a quorum were present.

(3) The Chairperson may, with the consent of a general meeting at which a quorum is present, and must, if directed by the members at the meeting, adjourn that general meeting from time to time and place to place.

(4) There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.

(5) If a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice of the adjourned general meeting as if that general meeting were a fresh general meeting.

51. Voting

(1) Subject to Clauses 14(2) and 18, each member present in person or by proxy at a general meeting is entitled to a deliberative vote.

(2) At a general meeting –

(a) an ordinary resolution put to the vote is decided by a majority of votes made in person or by proxy; and

(b) a special resolution put to the vote is passed if three-quarters of the members who are present in person or by proxy vote in favour of the resolution.

(3) A poll may be demanded by the Chairperson or by 3 or more members present in person or by proxy.

(4) If demanded, a poll must be taken immediately and in the manner the Chairperson directs.

52. Proxies

A member may appoint in writing another member to be the proxy of the appointing member to attend and vote on behalf of the appointing member at any general meeting.

PART 7 – FINANCIAL MANAGEMENT

53. Financial year

The financial year of the Association is November 1st – October 31st.

54. Funds and accounts

(1) The Association must open an account with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.

(2) Subject to any restrictions imposed by the Association at a general meeting, the committee may approve expenditure on behalf of the Association within the limits of the budget.

(3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 committee members.

(4) All funds of the Association must be deposited into the financial account of the Association no later than 5 working days after receipt or as soon as practicable after that day.

(5) With the approval of the committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

55. Accounts and audits

The responsibility of the committee under Clause 34(2) for ensuring compliance with the Act includes meeting the requirements of Part 5 of the Act and regulations made for that Part relating to

–

- (a) The keeping of accounting records;
- (b) The preparation and presentation of the Association's annual statement of accounts; and
- (c) The auditing of the Association's accounts

PART 8 – GRIEVANCE AND DISPUTES

56. Grievance and disputes procedures

(1) This clause applies to disputes between –

- (a) a member and another member; or
- (b) a member and the committee.

(2) Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.

(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 after the meeting, hold another 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) for a dispute between a member and another member – a person appointed by the committee; or
 - (ii) for a dispute between a member and the committee – a person who is a mediator appointed or employed by the Department administering the Act.

(3) A member of the Association can be a mediator.

(4) The mediator cannot be a party to the dispute.

(5) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

(6) The mediator, in conducting the mediation, must –

- (a) give the parties to the mediation process every opportunity to be heard;
- (b) allow due consideration by all parties of any written statement submitted by any party;
- and
- (c) ensure 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.

(11) No person, member or otherwise, whom is determined to be a family member or close personal friend, to the point that a conflict of interest (perceived or real) exists, shall be party to any hearing, determination, adjudication and/or penalty of any such matters. Refer to Clause 60 in this regard.

PART 9 – MISCELLANEOUS

57. Common Seal

- (1) The common seal of the Association must not be used without the express authority of the committee and every use of that common seal must be recorded by the Secretary.
- (2) The affixing of the common seal of the Association must be witnessed by any 2 of the following:
 - (a) the Chairperson;
 - (b) the Secretary;
 - (c) the Treasurer.
- (3) The common seal of the Association must be kept in the custody of the Secretary or another person the committee from time to time decides.

58. Distribution of surplus assets on winding up

- (1) If on the winding up or dissolution of the Association, and after satisfaction of all its debts and liabilities, there remains any assets, the assets must not be distributed to the members or former members.
- (2) The surplus assets must be given or transferred to another Association incorporated under the Act that –
 - (a) has similar objects or purposes;
 - (b) is not carried on for profit or gain to its individual members; and
 - (c) is determined by resolution of the members.

59. Coaches/Coaching specifications

- (1) Coaches shall be selected by the presiding committee only.
- (2) The selection criteria of coaches shall be in accordance with the relevant Acts of Legislation and requirements as imposed by the committee from time to time.

(3) The selection criteria shall include, but not be limited to ensuring coaches working with age grades other than seniors (U18's and above), shall submit to police clearance checks in accordance with State and Federal Legislation.

(4) All coaching staff shall be appointed by and accountable to the presiding committee. Laws governing such appointments shall be applicable to coaching contracts remunerated or otherwise.

(5) Notwithstanding anything herein, the committee shall determine; advertising, direction, selection criteria, appointment and termination of all coaching appointments as it sees fit. As a guide to the committee, coaches and applicants generally, it is prudent to avail players the opportunity to be coached by a diverse range of coaching staff throughout their Junior development years. Therefore unless there are no suitable applicants in any given season, no coach for ages; Under 6 to Under 16, shall coach the same team for more than 3 consecutive seasons irrespective of team age.

60. Conflicts of Interest

(1) Should a committee member or Association member have any real or perceived conflicts of interest in conducting any business on behalf of the Association and/or during any meetings, that member shall disclose the conflict of interest, and;

(a) should the committee determine the conflict of interest not be in the interest of the Association conducting that element of business, that member with the conflict of interest shall stand aside and allow the committee to conduct that element of business in isolation of that member.

(b) In accordance with the above, the same shall be applied in relation to any disputes committees.

(c) Should the committee determine such a conflict of interest exists, irrespective of whether or not there was a disclosure, the committee reserves the right to suspend such a person (committee member or not), from being involved in any way whatsoever.

61. Junior players playing above age grades

(1) In terms of mini, mod and junior players (Under 6's to Under 18's) playing above their respective age grade/s; the ARL Rules and Player Code shall apply.

(2) Notwithstanding this, players shall avail themselves to, and if required by that coach, play for their respective age groups first, and only if that age group is first served accordingly and a parent or guardian approves, only then shall a player be permitted to play up age groups in accordance with the ARL Rules and Player Code.

62. Code of Conduct

The current ARL Code of Conduct applies to members of the Association. The ARL Code of Conduct will be amended or replaced from time to time. At the time any amended or replaced ARL Code/s of Conduct are publically available, that amended or replaced Code of Conduct shall apply to all members of the Association.

63. Liquor License transfer to new nominee/committee

(1) The transfer of Nominees to the Associations Liquor License shall be undertaken in accordance with the relevant and current Legislation. Upon the appointment of a new committee, it shall be the responsibility of the Public Officer to advise the new/revised committee of its requirements in order to enable such a transfer.

(2) Licensee/s and/or nominee/s are responsible to ensure that (1) above is facilitated appropriately, prior to disengagement of the appointment of licensee and/or nominee of the Association.

NOTE; any amendments to the management, service, purchase and/or storage of liquor shall be in accordance with both the conditions of the license, at the agreement of the current nominee/s of the licensee/s and the relevant legislation.

64. Disputes Resolution Sub-Committee

(1) It shall be at the discretion of the committee as to whether there is a need for a disputes committee, or whether disputes shall be resolved by the committee, but in accordance with this constitution.

(2) If the committee determines a sub-committee is needed, then a subcommittee shall be formed in accordance with this constitution and appointed only by the committee. The disputes sub-committee shall comprise of not less than 3 persons.

(3) Only the disputes sub-committee for the Association's committee shall resolve any and all disputes in accordance with this constitution. No other person, unless appointed by the committee or sub-committee shall be engaged in the resolution of disputes and/or the determination of penalties.

(4) The committee presiding over disputes shall ensure that all components of the constitution, including but not limited to Clause 60 of the constitution.

(5) Members of the disputes sub-committee need not necessarily be members of the Association. Members of the disputes sub-committee may be external to the Association, particularly where an independent third party/s may be required. The Association's governing committee shall engage suitable persons to the disputes committee from time to time as it thinks fit.

(6) Penalties imposed on any member or other person shall be in accordance with this constitution and/or the ARL Code of Conduct and/or the Laws of the game of rugby league.

(7) It shall be at the discretion of the committee as to the terms in time, value in Australian Dollars and/or other penalty (including but not limited to; game and/or club ground suspension, bans, withdrawal of membership for a period, permanent revocation of membership and the like), imposed on those found to be in conflict and/or guilty of an offence not in accordance with this constitution and/or the ARL Code of Conduct and/or the Laws of the game of rugby league.

(8) Disputes shall be resolved in a timely manner. Any dispute/s not resolved within 30 days (unless it is decided by the Association that additional time is required), shall be communicated to all parties explaining their reason for the time taken to resolve the dispute. Should the party/s subject to a dispute/s (i.e. mentioned and/or accused to have breached, been in conflict with and/or is found guilty of an offence as mentioned in (7) above), prove not contactable via his or her last known telephone and postal contact details recorded by the Association, the committee reserves the right to resolve the dispute/s without that party/s involvement, as long as the Association makes reasonable attempts to contact the party/s involved in the dispute.

(9) Any actions, mentions, accusations, disputes etc that are in breach of local, State and/or Federal Legislation shall be reported to the respective authority/s and/or the Police by the Association and without delay. Only those respective authorities shall undertake actions necessary in that regard, unless those authorities advise the Association that it should undertake to resolve such issues itself.

(10) All disputes shall be conducted in accordance with the principles of natural justice.

(11) The findings of any such disputes sub-committee shall be final, if all actions are undertaken in accordance with law and this constitution.

65. Intellectual property rights of the Association

(1) All persons, bodies, organisations and the like engaged in fundraising on behalf of the Association, shall only do so after they received written and signed (by not less than 2 executive committee members), approval to do so by the committee. All items, good, monies, gratuities, benefits and the like remain the property of the Association, and shall upon receipt, be handed to the Association without delay, where a receipt will be provided by the Association as evidence that such items were received.

(2) All websites, email accounts, facebook accounts and any other electronic media, forum/s, domain/s, Internet Protocols (IP's) and URL's, and any such printed documents (including, but not limited to the "Bear Talk") and the like (existing and new), shall remain the property of and under the control and governance of the Association. Persons, organisations, bodies and the like managing, maintaining, amending and the like, any such media and/or forums on behalf of the Association shall provide the Association with the account details, user names/identifications and passwords at the earliest opportunity, after any new electronic media accounts are opened and/or established or as amended from time to time on existing media and forums and/or electronic copies of all hardcopy publications, materials, promotions, advertisements and the like.

(3) All persons, bodies, organisations and the like engaged in electronic or published media management, maintenance, amendments and the like, on behalf of the Association, shall only do so

after they have received written and signed (by not less than 2 executive committee members), approval to do so by the committee. All items, good, monies, gratuities, benefits and the like from such electronic and/or published media, remains the property of the Association, and shall be handed to the Association upon receipt. At this point a receipt will be provided by the Association to such bodies as evidence that such items were received by the Association.

(4) No persons, bodies, organisations and the like shall engage in the production, reproduction, amendment, sales, distribution, advertising, pricing and promotion of any paraphernalia, merchandising, playing; guernsey's/short/socks, supporter/coaching and training shirts/singlet's, clothing, wristbands, hats, caps, stubby coolers, stickers, the Association's logo and the like, or part thereof, on behalf of the Association, without having received written and signed (by not less than 2 executive committee members), approval to do so by the committee. All items, goods, monies, gratuities, benefits and the like from such events shall remain the property of the Association, and shall be handed to the Association upon receipt. At this point a receipt will be provided by the Association to such bodies as evidence that such items were received by the Association.

(5) Any letterheads, fax, logo/s or other templates, or stationary and any other items mentioned herein, or other items displaying either the Associations logo or part thereof and/or the Association name (Litchfield Rugby league Club), or other such references to the Association i.e. LRLC, Litchfield Bears Rugby League, "Beware the Bears" or any reference to "the Bears" and any part thereof and/or any derivative of any of these labels/names and/or any such labels that purport to represent the Association shall only be, produced, reproduced, manufactured, designed, displayed, advertised or used for any purpose/s with the express written and signed (by not less than 2 executive committee members), approval to do so by the committee.

66. Award/Presentation ceremonies

(1) All Association award and/or presentation ceremonies shall only be convened by and/or with the approval of the Association. Dates for such award/presentation ceremonies shall be determined by the Association committee. In accordance with various parts of this constitution, no other awards/presentation ceremonies shall be conducted without the express written and signed (by not less than 2 executive committee members), approval to do so by the committee.

(2) All award/presentation ceremonies shall comply with the below schedule of awards unless approved otherwise by the committee.

(3) 3,2,1 weekly buds shall only be collected after each game for age groups Under 10's to A grade (inclusive).

(4) Only grand final winning teams shall be awarded their guernsey's after the game.

(5) The committee may offer past year guernsey's for sale to some teams where necessary. If this happens they will be offered at cost price. The player whom played in a certain number for most of the year shall get first choice on that guernsey. Should that player decline the offer, the player next in line that played that number the second most during the year shall get second option and so on.

If all players of the team decline any or all Guernsey's, then the guernsey's shall then be offered to the general market, and the first in and paid will receive the desired Guernsey.

(6) In the interests of sportsmanship, consistent with the ARL approach and to avoid disappointment/discouragement of mini and modified player age groups; only participation awards shall be presented. At these age groups its prudent to maintain "all players are equal" hence the League not convening semi and grand final fixtures at the end of season for these age groups. It is important to the Association to promote fair play and encourage young players to continue in their rugby league aspirations. It is common view nationally that young players can be discouraged to play rugby league if they do not receive individual awards and/or if one or a number of players are regularly awarded individual awards.

67. Annual Awards

(1) Minis –

(a) Only participation awards shall be provided for each player, no other awards shall be presented. (Refer 66 (6) for further details).

(2) Mods –

(a) These age groups shall receive the following awards:

(i) Best Forward, Best Back, Most Improved and Coaches award, all decided by coach.

(ii) Best and Fairest Award decided by 3,2,1 scores collected throughout the year.

(7) Internationals –

(a) These age groups will receive the following awards:

(b) Best Back, Best Forward, Best Defender, Most Improved, Coaches award, decided by the coach.

(ii) Best and Fairest Award decided by the 3,2,1 scores collected throughout the year for an individual player and;

(iii) Players Player award is an individual award decided via votes collected by the coach/manager from all team players throughout the year.

IN ADDITION: All JUNIOR players (mini, mod and junior international) will receive a participation award.

(8) 100 Senior Game Award

This award is awarded by the committee, as and when the event arises

(5) 200 Senior Game Award

This award is awarded by the committee, as and when the event arises.

(6) Other Awards:

- (1) John Alder Perpetual Award – Senior Club person of the Year.
This is a person that the committee determines has contributed to the club enormously throughout the year. Does not have to be a player.
- (2) Garland Medal – Mod/Junior International Club person of the Year
This is a junior person that the committee determines has contributed to the club enormously throughout the year. Does not have to be a player.
- (3) Ilmo Raquisia Memorial Award – Reserve Grade Best and Fairest
- (4) Ron Jensen Medal Award – Most Valuable Junior Player
This is the player that has contributed to the club both on and off the field throughout the year.
- (5) Haydn Lee Memorial Trophy – U18's Best Team Man
This award shall be given to the 17's or 18's grade (whichever grade is being played in the year). Awarded to the person the committee determines has contributed to the team throughout the year both on and off the field.
- (6) Stuart Goodwin Memorial Trophy – U16's Best Team Man
This award shall be given to the 15's or 16's grade (whichever grade is being played in the year). Awarded to the person the committee determines has contributed to the team throughout the year both on and off the field.
- (7) Troy Baker Memorial Award – Most valuable A-grade senior player
This is the player that contributed to the club both on and off the field throughout the year. Player to be nominated by the current A-grade coach and ratified by the current Litchfield Rugby League Club (LRLC) committee.

68. Junior team selection schedule

The Junior Team Selection Schedule will be subject to input from Club Members with a consultation period not exceeding 28 days. The final decision will be by majority vote of the LRLC committee.

69. Sub Committee/s Terms of Reference (TOR)

- a. Subcommittee/s may only be formed and disbanded by the committee,
- b. Subcommittee/s leaders may only be endorsed and shall be subject to approval of the presiding committee,
- c. When any subcommittee is formed, the members of any such committee/s shall read and understand and be bound by this constitution, and specifically this Clause 69 Subcommittee/s Terms of Reference,
- d. The Committee shall preside over all business and other dealings or activities of any subcommittee/s,
- e. Pursuant to Clause 37(5) herein, any Subcommittee/s shall provide and/or surrender all and any records, to the committee as required or directed,
- f. Any Subcommittee/s shall surrender all and any records, documents, monies, assets or other such things that are owned and/or belong to the club, within five (5) calendar days, to the committee as required herein or directed,
- g. Any assets not returned to the committee Pursuant to Clause 69(e) shall be guilty of any offence, and will be reported to the Police. The value of any non-returned assets shall become a debt due and payable to the club,

- h. Subcommittee/s shall **not** open any banking or other such accounts with any financial institution. Should any separate accounts be needed, the committee shall open and be signatory to all and any accounts.
- i. Subcommittee/s shall not approve or commit the club to any loan, disbursement (financial, in goods, in kind or otherwise) and/or obligate the club in any way without having obtained written approval to do so from the committee. Any subcommittee/s and its/their members shall become liable for any such commitment/s without written authority to make such commitments.
- j. Any subcommittee/s and/or member/s representing the club, shall act and behave in a responsible, courteous and professional manner, not bring the club into disrepute and shall be bound to and required to adhere to all requirements set out in this constitution as though they were a committee member, and
- k. Any subcommittee/s and/or member/s bringing the club into disrepute shall be subject to disciplinary action, which shall be adjudicated by the committee, pursuant to this constitution. Penalties may include, but not be limited to; removal from any such subcommittee/s, suspension, revocation of membership, legal action or other such action as the committee thinks fit.

70. Life Members

(1) Nomination

Nominations for election to life membership must:

- (a) Be made in writing
 - (b) Bear the signature of the proposer and seconder, both of whom must be eligible voting members
 - (c) Be accompanied by the written consent of the nominee (which may be endorsed on the form of the nomination)
 - (d) Include a statement by the proposer as to the nominee's qualifications for election
- AND
- (e) Be delivered to the Litchfield Rugby League Club Inc. Secretary prior to the Annual General Meeting each year

(2) Consideration

- (a) The following persons shall be eligible to become Life Members of Litchfield Rugby League Club Inc.
 - (i) A Member who has completed ten years as a player and/or volunteer for the Litchfield Rugby League Club Inc.
 - (ii) A Member who has played 200 or more senior games for the Litchfield Rugby League Club Inc.
 - (iii) A Member who has served on the Committee of the Litchfield Rugby League Club Inc. in excess of ten years; or
 - (iv) A Member whom a 75% majority of the Committee consider should, having regard to his or her exceptional service to the Litchfield Rugby League Club Inc. in any capacity, be eligible for election as a Life Member,
- (b) (i) Each Member nominated in accordance with **clause (1)** that is eligible to become a Life Member in accordance with **clause (2)** must be approved by the Committee for further consideration: and
 - (ii) If there are no more than two nominees approved by the Committee for further

consideration in accordance with clause **(2) (b) (i)** then those nominees must be submitted for election by special resolution of the Club Members at the next Annual General Meeting (c) If more than two nominees are approved by the Committee for further consideration in accordance with clause **(2) (b) (i)**, the Committee may conduct a ballot to determine which two nominees only may be submitted for election by special resolution at the next Annual General Meeting.

(3) Election

At an Annual General Meeting, a nominee for election to life membership of the Litchfield Rugby League Club Inc. is not entitled to be present whilst the meeting is considering the special resolution for their election.

SCHEDULE TO THE CONSTITUTION

Part 1 – Mandatory details

Name (Clause 1)

The name of the incorporated Association is;
Litchfield Rugby League Club Incorporated.

[The name of an incorporated association is the name of the association followed by the word "Incorporated". Refer Schedule 1 of the Associations Regulations for Unauthorised Names.]

Objects and purposes (Clause 2)

The object and purposes of the Association are as follows:

- (a) The promotion of all sport and in particular the sport of Rugby League
- (b) The pursuit of all lawful means for the furtherance of the Association and the sport of Rugby League

Minimum number of members (Clause 3)

The Association must have at least10.....members.

[Under Section 26 of the Act an incorporated association must not have less than 5 members.]

Quorum at general meetings (Clause 49)

At a general meeting5..... members present in person constitutes a quorum.

[Insert a number or fraction or percentage of total membership]

Financial year (Clause 53)

The financial year of the Association is the period of 12 months ending on ..31st October.....

[Insert day and month, e.g. "30 June".]

Part 2 – Replaceable Details

Clause	Description of Clause	Default detail	Replacing detail
28(4)	Consecutive terms of committee members	may serve consecutive terms	
39(1)	Frequency of committee meetings	at least 4 times each financial year	
41	Quorum for committee meeting	half the committee members	
45	Number of members who can request a special general meeting	half the quorum of members for a general meeting	
46(1)	Notice of an Annual General Meeting	at least 14 days	
47(2)	Notice of special resolution	at least 21 days	

Note: Notice of an Annual General Meeting **must be at least 14 days (as a minimum)**, and Notice of Special Resolution **must be at least 21 days (as a minimum)**.

Part 3 – additional details

Composition of Committee (Clause 24)

In addition to the office holders specified in the Constitution, the Management Committee consists of –

Registrar

[List additional office holders]

Eligibility of committee members (Clause 26)

In addition to the criterion specified in the Constitution, a committee member must meet the following criteria:

Constitution adequate

[List additional criteria]

Vacating office (Clause 31)

In addition to the circumstances specified in the Constitution, the office of a committee member becomes vacant if –

Constitution adequate

[List additional circumstances]