

Constitution

Geelong & District Football League Inc.

A0010717U

The information contained in this document may be subject to change without notice.

To the knowledge of the G&DFL Executive all information was accurate as at the time of publishing.

1 The Geelong & District Football Leagues mission is to provide high quality opportunities for people to participate in and enjoy Australian Rules football and Netball and for communities to be represented in competitive competition throughout all divisions. The netball will be conducted under the guidance of Netball Victoria in accordance with the GDFL netball bylaws and be known as GDFL Netball Section

2 The League's Vision is to provide value for all stakeholders associated with the G&DFL.

3 The belief system the League commits to and will operate within includes:

- Trust - confidence in the ability or intention of people associated with the League to act with integrity and justice.
- Respect – to show esteem, regard and consideration in interpersonal dealings in and between clubs.
- Innovation – the introduction of new initiatives and ways of doing things.
- Pride – to have high regard for the importance of
- Honesty - to act honourably in principles, and action in all dealings throughout the League.
- Purpose – to operate with clear intention and determination.
- Teamwork – work co-operatively together toward the achievement of desired outcomes.
- Communication - to openly and comfortably exchange thoughts, opinions of information at all levels of operation.
- Accountability - to be responsible in all matters within one's power, control or management.

- Behaviour – to act in a manner that is socially acceptable and consistent with the League’s policy and rules.

CONSTITUTION

NAME

1. The name of the incorporated association is GEELONG AND DISTRICT FOOTBALL LEAGUE INCORPORATED (in these rules called “the League”).

INTERPRETATION

2. (1) In these rules, unless contrary intention appears:–

“Board of Directors: means the appointed delegates of member clubs or their deputies.

“Club” means any member club duly admitted to membership.

“Committee” means the Executive Committee of the League.

“Financial year” means the year ending 30th September.

“General Meeting” means a general meeting of members convened in accordance with Rule 11.

“Member” means a member of the League.

“The Act” means the Association Incorporation Act 1981 and or any subsequent amendments.

- (2) In these Rules, a reference to the secretary of the League is a reference:–

(a) where a person holds office under these Rules as Secretary to that person: and

(b) in any other case, to the public officer of the League.

- (3) Words or 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.

MEMBERSHIP

3. (1) A natural person who is nominated and approved for membership as provided in these rules is eligible to be a member of the League on payment of the entrance fee and annual subscription under these rules.
- (2) A person who is not a member of the League at the time of incorporation of the League (or who was such a member at the time but has ceased to be a member) shall not be admitted to membership:–
 - (a) unless he is a nominated as provided in sub clause (3); and
 - (b) his admission as a member is approved by the Committee.
- (3) A nomination of a person for membership of the League:–
 - (a) shall be made in writing
 - (b) shall be lodged with the secretary of the League.
- (4) As soon as is practicable after the receipt of a nomination, the secretary shall refer the nomination to the Committee.
- (5) Upon a nomination being approved by the Committee, the secretary shall, with as little delay as possible, notify the nominee in writing that he is approved for membership of the League and request payment within the period of 28 days after receipt of the notification of the sum payable under these rules as the entrance fee and the first year's annual subscription.
- (6) The secretary shall, upon payment of the amounts referred to in sub-clause (5) within the period referred to in that sub-clause, enter the nominee's name in the register of members kept by him, and upon the name being so entered, the nominee becomes a member of the League.
- (7) A right, privilege, or obligation of a person by reason of his membership of the League:–
 - (a) is not capable of being transferred or transmitted to another person;
 - (b) terminates upon the cessation of his membership whether by death or resignation or otherwise.
4. (1) A club that is approved for membership in accordance with these rules will be a member of the League upon payment of the annual affiliation fee for clubs.

LIFE MEMBERS

5. (1) The League may elect as a life member any person who has rendered a minimum of ten years valuable service to the District League. The election of Life Memberships will be left to the discretion of the Executive Committee. Life members shall have the privileges of Directors except they shall have no voting powers and shall be subject to any conditions provided by the League.

In addition, any player who has played 300 or more games with the District League and who complies with certain criteria as laid down, may be granted a Life Membership of the District League criteria is as follows:

- A player must have played at least 75% or 225 games since 1979 with the District League, and
- 25% or 75 games with the District League prior to 1979.

ENTRANCE FEE AND ANNUAL SUBSCRIPTION

6. (1) The entrance fee is \$5.00
- (2) The annual subscription is to be decided at the annual General Meeting each year and is payable in advance on or before the 1st day of December in each year.
7. (1) The annual affiliation fee for clubs will be decided at a Committee and Directors meeting prior to the annual meeting.

REGISTER OF MEMBERS

8. (1) The secretary shall keep and maintain a register of members and member clubs in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by all members at the address of the League.

RESIGNATION AND EXPULSION OF MEMBERS

9. (1) A member of the League who has paid all monies due and payable by him to the League may resign from the League by first giving one month's notice in writing to the secretary of his intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
- (2) Upon the expiration of a notice given under sub-clause (1), the secretary shall make in the register of members an entry recording the

date on which the member by whom notice was given, ceased to be a member.

10. (1) Subject to these rules, the Committee may by resolution:–
- (a) expel a member or a club from the League.
 - (b) suspend a member or a club from membership of the League for a specified period; or
 - (c) fine a member or a club in accordance with the Regulations if the Committee is of the opinion that the member of club –

or

- (i) has refused or neglected to comply with these rules;
 - (ii) has been guilty of conduct unbecoming a member or prejudicial to the interests of the League.
- (2) A resolution of the Committee under sub-clause (1):–
- (a) does not take effect unless the Committee at a meeting held not earlier than 14 and not later than 28 days after the service on the member of club of a notice under sub-clause (3) confirms the resolution in accordance with this clause; and
 - (b) where the member exercises a right of appeal to the League under this clause does not take effect unless the League confirms the resolution in accordance with this clause.
- (3) Where the Committee passes a resolution under sub-clause (1), the secretary shall as soon as practicable, cause to be served on the member or club a notice in writing:–
- (a) setting out the resolution of the Committee and the grounds on which it is based;
 - (b) stating that the member or club may address the Committee at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice.
 - (c) stating the date, time and place of that meeting.
 - (d) informing the member or club that he or it may do one or more of the following:–
 - (i) attend that meeting

- (ii) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;
 - (iii) not later than 24 hours before the date of the Meeting, lodge with the secretary a notice to the effect that he wishes to appeal to the League in general meeting against the resolution.
- (4) At a meeting of the Committee held in accordance with sub-clause (2), the Committee:–
 - (a) shall give to the member or club an opportunity to be heard;
 - (b) shall give due consideration to any written statement submitted by the member or club, and
 - (c) shall by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the secretary receives a notice under sub-clause (3), he shall notify the Committee and the Committee shall convene a general meeting of the League to be held within 21 days after the date on which the secretary received the notice.
- (6) At a general meeting of the League convened under sub-clause (5):–
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - (c) the member or club shall be given an opportunity to be heard;
 - (d) the members and clubs present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- and
- (7) If at the general meeting:–
 - (a) two-thirds of the members and clubs vote in person or by proxy in favour of the confirmation of the resolution, the resolution is confirmed; and

- (b) in any other case, the resolution is revoked.

MEMBERSHIP OF CLUBS

11. (1) Any club corporate or unincorporate desirous of fielding a team or teams in the competition run by the League may apply for membership of the League.

(2) Any application shall be in writing and shall state:–

- (i) whether the club is incorporated or unincorporated.
- (ii) the name and number of teams to be entered in the competition.
- (iii) the names of the current office-bearers and addresses for service of notices.
- (iv) the current financial status of the club.
- (v) that the following clause is contained in its constitution:–

A player applying for a clearance shall be given notice prior to his first application for a clearance being heard by his/her registered club. The notice of the meeting, lodged by email, must be received by the Secretary of the club the player wishes to transfer to and copied to the clearance secretary of the league to which the player intends to transfer, three clear days prior to the clearance hearing being heard.

- (vi) the names of the League delegate and his deputy.
- (3) Application must be handed to the League secretary 7 days prior to the annual meeting each year and must include a copy of the club constitution or rules with all alteration.
- (4) The affiliation fee must accompany the application.
- (5) Upon affiliation clubs are bound to accept all decisions of the League; Tribunal and Appeal Board.

ANNUAL GENERAL MEETING

12. (1) The League shall in each calendar year convene an annual general meeting of its members.

(2) The annual general meeting shall be held on the second Wednesday in November.

(3) The annual general meeting shall be specified as such in the notice convening it.

(4) The ordinary business of the annual general meeting shall be:—

(a) To confirm the minutes of the last preceding annual general meeting.

(b) to receive from the Committee reports upon the transactions of the League during the last preceding financial year.

(c) to elect the Executive Committee of the League.

(d) to receive and consider the statement submitted by the League in accordance with section 30 (3) of the Act.

(5) The annual general meeting may transact special business of which notice is given in accordance with these rules.

(6) The annual general meeting shall be in addition to any other general meeting that may be held in the same year.

SPECIAL GENERAL MEETING

13. All general meetings other than the annual general meeting shall be called special general meetings.

14. (1) The Committee may, whenever it thinks fit, convene a special general meeting of the League.

(2) The Committee shall, on the requisition in writing of members or clubs representing not less than 50% of the total number of members or clubs, convene a special meeting of the League.

(3) The requisition for a special general meeting shall state the objects of the meeting, and shall be signed by the members or clubs making the requisition, and be sent to the address of the secretary and may consist of several documents in a like form, each signed by one or more of the members or clubs making the requisition.

- (4) If the Committee does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the secretary, the members or clubs making the requisition, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by members or clubs in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the League to the persons incurring the expenses.

NOTICE OF MEETING

15. (1) The Secretary of the League shall, at least 14 days before the date fixed for holding a general meeting of the League, cause to be sent to each member of the League at his address appearing in the register of members, a notice by pre-paid post stating the time, date and place of the meeting and the nature of the business to be transacted at the meeting.
- (2) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- (3) Any member desiring to bring any business before a meeting may give notice of that business in writing to the secretary, who shall include that business in the notice calling the next general meeting after the receipt of the notice.

PROCEEDINGS AT MEETINGS

16. (1) All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in these rules as being the ordinary business of the annual general meeting shall be deemed to be special business.
- (2) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
- (3) Ten members or clubs present (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

- (4) If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall stand adjourned to the same day in the next week at the same time (unless another place is specified by the Chairman at the time of adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members or clubs present (being not less than 10) shall be a quorum.
17.
 - (1) The President, or in his absence a Vice President, shall preside as Chairman at each General Meeting of the League.
 - (2) If the President and all Vice Presidents are absent from a general meeting the members present shall elect one of their number to preside as Chairman of the meeting.
18.
 - (1) The Chairman of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
 - (2) Where a meeting is adjourned for 14 days or more, alike notice of the adjourned meeting shall be given as in the case of the general meeting.
 - (3) Except as provided in sub-clause (1) and (2) it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
19. A question arising at a general meeting of the League shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the League is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
20.
 - (1) Upon any question arising at a general meeting of the League, a member or club has one vote only.
 - (2) All votes shall be given personally or by proxy.
 - (3) In the case of an equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.

21. (1) If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting in such manner as the Chairman may direct and the resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.
- (3) A member or club is not entitled to vote at any general meeting unless all moneys due and payable by him to the League have been paid.
23. Each member shall be entitled to appoint another member as his proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

EXECUTIVE COMMITTEE AND BOARD OF DIRECTORS

24. (1) The affairs of the League shall be managed by an Executive Committee and a Board of Directors constituted as provided in Rule 25.
- (2) The Executive Committee and Board of Directors:—
- (a) shall control and manage the business and affairs of the League.
- (b) may, subject to these rules, the regulations and the Act, exercise all such powers and functions that are required by these rules to be exercised by general meetings of the members of the League; and
- (c) subject to these rules, the regulations and the Act, has power to perform all such things as appear to the Committee and Directors to be essential for the proper management of the business and affairs of the League.
25. (1) The Executive Committee shall consist of:—
- (a) President
- (b) Three Vice Presidents; with the power to add by the Executive Committee
- (c) a Treasurer
- (d) a Secretary

(2) if (a) the Geelong Combined Leagues Club Ltd. holds a Venue Operators Licence pursuant to the Gambling Regulation Act:

and

(b) the League is a voting unit holder in Buckleys Unit Trust

each member of the Executive Committee must be approved as a suitable person to be associated with the Geelong Combined Leagues Club Ltd ("Associated") by the Victorian Commission for Gambling and Liquor Regulation ("Commission")

Each member of the Executive Committee shall hold office:-

(c) from the date on which the Commission approves him or her as an Associate: and

(d) until the expiration of the second annual meeting from the date of his or her election

(3) In the event of a casual vacancy in any office referred to in sub-clause (1), the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of his appointment.

If when a vacancy occurs :-

(a) the Geelong Combined Leagues Club Ltd. holds a Venue Operators Licence pursuant to the Gambling Regulation Act;

and

(b) the League is a voting unit holder in Buckleys Unit Trust the person must be approved as an Associate by the Commission before the commencement of the appointment

26. (1) The Board of Directors shall consist of the nominated delegates of each member club or their duly appointed deputy in accordance with clause 11.

(2) The nominated delegate and his deputy shall be notified to the League prior to the annual meeting each year.

ELECTION OF EXECUTIVE COMMITTEE

27. (1) Nomination of candidate for election of the Executive Committee;

- (a) shall be made in writing, signed by two members or clubs of the League and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) shall be delivered to the secretary of the League not less than 7 days before the date fixed for the holding of the annual general meeting.
- (2) If insufficient nominations are received to fill all vacancies on the Committee, the candidate nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
 - (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
 - (4) If the number of nominations exceeds the vacancies to be filled, a ballot shall be held.
 - (5) The ballot for the election of the Executive Committee shall be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.
 - (6) if a person elected as a member of the Executive Committee is not approved as an Associate by the Commission after the election the vacancy arising as a result will be treated as a casual vacancy which will be filled pursuant to Rule 25 (4) and (5)
28. For the purpose of these rules, the office of an Executive Committee member becomes vacant if the member:–
- (a) ceases to be a member of the League;
 - (b) becomes an insolvent under the administration with the meaning of the Companies (Victoria) Code; or
 - (c) resigns his office by notice in writing given to the secretary.
 - (d) ceases to be approved as an Associate by the Commission.

PROCEEDINGS OF COMMITTEE AND BOARD OF DIRECTORS

29. (1) The Committee and Board of Directors shall meet every second Wednesday of each month or as otherwise convened.

- (2) Meetings of the Committee may be convened by the President or by any 3 of the members of the Committee.
- (3) Notice shall be given to members of the Committee and Board of Directors at any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
- (4) Three quarters of the Committee and Board of Directors constitute a quorum for the transaction of the business of a meeting of the Committee and Board of Directors.
- (5) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
- (6) At meetings of the Committee and Board of Directors:–
 - (a) the President or in his absence a Vice-President shall preside;
 - (b) if the President and all Vice-Presidents are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.
- (7) Questions arising at a meeting of the Committee and Board of Directors or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.
- (8) Each member present at a meeting of the Committee and Board of Directors or of any sub-committee appointed by the meeting (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

SECRETARY

30. The secretary of the League shall keep minutes of the resolutions and proceedings of each general meeting and each committee meeting in books provided for that purpose together with a record of the names of persons present at Committee and Board of Directors meetings.

TREASURER

31. (1) The Treasurer of the League:–
- (a) shall collect and receive all monies due to the League and make all payments authorized by the League; and
 - (b) shall keep correct accounts and books showing the financial affairs of the League with full details of all receipts and expenditure connected with the activities of the League.
- (2) The accounts and books referred to in sub-clause (1) shall be available for inspection by members and clubs.

REMOVAL OF MEMBER OF COMMITTEE

32. (1) The League in general meeting may by resolution remove any member of the Committee before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first-mentioned member.
- (2) Where the member to whom a proposed resolution referred to in sub-clause (1) makes representation in writing to the secretary or President of the League (not exceeding a reasonable length) and requests that they may be notified to the members of the League, the secretary or the President may send a copy of the representations to each member of the League, or if they are not sent, the member may require that they be read out at the meeting.

CHEQUES

33. All cheques, drafts, bill of exchange, promissory notes and other negotiable instruments shall be signed by any two of the President, Treasurer or Secretary.

SEAL

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

NOTICES

36. (1) A notice may be served by or on behalf of the League upon any member of a club either personally or by sending it by post to the members at their address shown in the register of members.
- (2) Where a document is properly addressed prepaid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

WINDING UP OR CANCELLATION

37. In the event of winding up or the cancellation of the incorporation of the League, the assets of the League shall be disposed of in equal amounts to the present twelve member clubs of the Geelong & District Football League, those being Anakie, Bannockburn, Bell Post Hill, Corio, Belmont Lions, East Geelong, Geelong West Sporting Club, North Geelong, Thomson, Werribee Centrals, Inverleigh and Winchelsea and or the member clubs of the Geelong & District League at the date of the winding up or cancellation.

CUSTODY OF RECORDS

38. Accept as otherwise provided in these Rules, the secretary shall keep in his custody or under his control all books, documents and securities of the League.

FUNDS

39. The funds of the League shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

FOOTBALL COMPETITION RULES

40. The rules of the football and netball competitions shall be adopted at the annual meeting each year or at a special meeting of the league.