

**HAMPDEN FOOTBALL NETBALL LEAGUE INC**  
**CONSTITUTION**  
**Version - Season 2021**

**CONSTITUTION**

**Statement of purpose of the Hampden Football Netball League Inc**

The purpose of the Hampden Football Netball League Incorporated is as follows

1. Promote, foster, and control all grades of football and netball (or other grades as determined from time to time) within the League
2. Promote football, netball, and sport in general
3. Invest and control any excess finance of the League
4. Act as a Trustee
5. Accept and hold real and personal property on trust
6. Do all things that are legally required to achieve the purpose of the Incorporated League

**Rules**

**1. Name**

- 1.1** The name of the incorporated association is the Hampden Football Netball League Incorporated (in these rules called the League). The address of the Hampden Football Netball League is recorded on its official letterhead.

**2 Interpretation**

- 2.1** In these rules, unless the contrary intention appears:

“Executive” means the Independent Executive constituted pursuant to rule 15

“Club” means an affiliated club of the Hampden Football Netball League Inc

“Club Delegate” means a Club Delegate appointed by a club to a Reference Group

“Administrator” means the Administrator of the League

“Reference Group” means a combined meeting of up to two (2) appointed Club Delegates with the President, Vice President and Administrator pursuant to rule 10

“Senior Football” means competition in relation to Senior, Reserve and Under 18.5’s football

“Senior Netball” means competition in relation to Open, Div 1, Div 2, Div 3, 17 & Under, 17 & Under Reserves, 15 & Under and 13 & Under Netball

“Junior Football” means competition in relation to Under 16’s, Under 14’s and Under 12’s Football

“Junior Netball” means competition in relation to 15 & Under Reserves, 13 & Under Reserves and Development Age Netball

“Annual General Meeting” means an Annual General Meeting of the league convened in accordance with rule 8

“Special General Meeting” means a Special General Meeting of the league convened in accordance with rule 9

“Financial Year” means the year ending 31st of October of any year

“The Act” means the Associations Incorporation Act 1981

“The Regulations” mean the Regulations under the Act

- 2.2 In the Rules a reference to the Administrator of the League is a reference to:
- 2.2.1 A person holding office under these Rules as the Administrator of the League, and
  - 2.2.2 In any other case to the Public Officer of the League
  - 2.2.3 Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 as enforced from time to time

### 3. **Membership**

- 3.1 A Club which is nominated and approved for membership, as provided in these rules, is eligible to be a member of the League upon payment of any affiliation fee applicable and subject to the rules of the Victorian Country Football League Inc and Netball Victoria.
- 3.2 A Club which is not a member of the League at the time of the Incorporation of the League shall not be admitted to membership unless:
- 3.2.1 the Club is nominated as provided in sub-clause 3.3
  - 3.2.2 the Club's admission as a member Club is approved by the Executive
- 3.3 A nomination of a club for membership of the League:
- 3.3.1 shall be made in writing
  - 3.3.2 lodged with the Administrator of the League
  - 3.3.3 the Administrator of the League shall refer the nomination to the Executive
  - 3.3.4 the Executive shall determine whether to approve or reject the nomination
  - 3.3.5 the Administrator shall notify the nominee Club in writing within 28 days of the Executive's decision
- 3.4 Upon a nomination being approved by the Executive, the Administrator shall request an affiliation fee payable within 28 days of the Club being invoiced.
- 3.5 The Administrator shall, upon payment of the fees referred to in sub-clause 3.4 within the period referred to in that sub-clause, enter the Club's name in the register of Member Clubs kept for that purpose, and upon the Club's name being so entered, the nominee becomes a Member of the League.
- 3.6 A right, privilege or obligation of a Club by reason of its membership of the League:
- 3.6.1 is not capable of being transferred or transmitted to another Club
  - 3.6.2 terminates upon cessation of the Club's membership by resignation or otherwise

### 4. **Affiliation Fee**

- 4.1 The Affiliation Fee shall be fixed at the Annual General Meeting and shall be payable to the League not later than the Thursday prior to the commencement of the first playing match of each season.

### 5. **Registration of Members**

- 5.1 The Administrator shall keep and maintain a register of members 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 the members at the address of the Public Office.

## **6. Resignation of Clubs**

**6.1** A member Club, which is financial, may resign from the League by first giving twelve months notice in writing to the Administrator of its intention to resign. Upon the expiration of that period the member club shall cease to be a member Club.

**6.2** Upon the expiration of the twelve (12) month notice by any Club under sub-clause 6.1 the Administrator shall make an entry in the register of member Clubs recording the date upon which the member Club that gave the notice of intention to resign ceased to be a member Club.

## **7. Expulsion, Suspension and Fining of Clubs**

**7.1** Subject to these rules the Executive may, by resolution:

**7.1.1** Expel a club from the League

**7.1.2** Suspend a club from membership of the League for a specified period; or

**7.1.3** Fine a club if the Executive is of the opinion that the club

**7.1.3.1** has refused or neglected to comply with the rules of the League; or

**7.1.3.2** has been guilty of conduct unbecoming a club or prejudicial to the interest of the League

**7.2** A resolution of the Executive under sub-clause 7.1

**7.2.1** does not take effect unless the Executive at a meeting held not earlier than fourteen days and not later than twenty-eight days after the service on a club of a notice under sub-clause 7.3 confirms the resolution in accordance with this clause; and

**7.2.2** where the club 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

**7.3** Where the Executive passes a resolution under sub-clause 7.1.1, 7.1.2 and 7.1.13; the Administrator, as soon as practicable, causes to be served on the club a notice in writing

**7.3.1** setting out the resolution of the Executive and the grounds upon which it is based

**7.3.2** stating that the club may address the Executive at a meeting held not earlier than fourteen days and not later than twenty-eight days after the service of this notice

**7.3.3** stating the date, place, and time of that meeting

**7.3.4** informing the club that it may do one or more of the following:

**7.3.4.1** attend at that meeting

**7.3.4.2** give to the Executive before the date of that meeting a written statement seeking the revocation of that resolution

**7.3.4.3** not later than seven (7) days after the date of the hearing lodge with the Administrator a notice to the effect that it wishes to appeal the decision.

**7.4** At a meeting of the Executive held in accordance with sub-clause 7.2 the Executive:

**7.4.1** shall give the club an opportunity to be heard

**7.4.2** shall give due consideration to any written statements submitted by the club; and

**7.4.3** shall by resolution determine whether or not to confirm or revoke the resolution.

**7.5** Where the League receives a notice under sub-clause 7.3.4 the Administrator shall notify the Executive and the Executive shall convene a Special General Meeting of the League to be held within twenty-one days after the date on which the League received the notice.

- 7.6** At a Special General Meeting of the League convened under sub-clause 7.5
- 7.6.1** no business other than the question of the appeal shall be transacted.
  - 7.6.2** the executive may place before the meeting details of the grounds of the resolution and the reasons for passing the resolution
  - 7.6.3** the club shall be given the opportunity to be heard; and
  - 7.6.4** the clubs present, and eligible to vote as provided for in clause 9, shall vote by secret ballot on the question whether the resolution shall be confirmed or revoked
- 7.7** If at the Special Meeting:
- 7.7.1** seventy-five per cent (75%) or more of the eligible members vote in person in favour of the confirmation of the resolution, the resolution is confirmed; and
  - 7.7.2** In any other case the resolution is revoked.
- 8. Annual General Meeting**
- 8.1** The League shall in each calendar year convene an Annual General Meeting of its clubs.
- 8.2** The Annual General Meeting shall be held on such a day as the Executive determines.
- 8.3** The Annual General Meeting shall be specified as such in the notice convening it.
- 8.4** The Annual General Meeting shall be attended by the members of the Executive and the Club Delegates.
- 8.5** Each club shall be entitled to one vote on all items of business transacted at the Annual General Meeting.
- 8.5.1** The Executive do have voting rights at the Annual General Meeting except for the election of the Executive
- 8.6** The ordinary business of the Annual General Meeting shall be:
- 8.6.1** to confirm the minutes of the previous Annual General Meeting and of any Special General Meeting held since the meeting.
  - 8.6.2** to receive from the Executive reports upon the transaction of the League during the preceding year.
  - 8.6.3** to conduct the election of the Executive
  - 8.6.4** to receive and consider the financial statements submitted by the League in accordance with section 30(3) of the Act
  - 8.6.5** to appoint an auditor
- 8.7** The Annual General Meeting shall transact special business of which 21 days notice in writing is given to the Administrator.
- 8.8** All affiliated clubs shall hold their own annual general meeting prior to the league's annual general meeting
- 8.9** The Annual General Meeting shall be held in addition to any Special General Meeting that may be held in the same year.

## **9. Special General Meeting**

- 9.1** All specially convened meetings shall be called Special General Meetings.
- 9.2** The Executive may, when it thinks fit, convene a Special General Meeting of the League
- 9.3** The Executive shall, on the request in writing of not less than seventy-five per cent (75%) of the clubs, convene a Special General Meeting
  - 9.3.1** the request for a Special General Meeting shall set the objects of the meeting and shall be signed by the clubs making the request and sent to the address of the League.
- 9.4** Each member of the Executive and Club Delegates are eligible to attend all Special General Meetings.
- 9.5** Each club shall be entitled to one vote on all items of business transacted at the Special General Meeting.
  - 9.5.1** The Executive do have voting rights at the Special General Meeting

## **10. Reference Group**

- 10.1** The League shall have two (2) reference groups to be known as "The Senior & Junior Football Reference Group", "The Senior & Junior Netball Reference Group".
- 10.2** The President or in his absence, the Vice President, the Administrator, the elected Club Delegate / s shall meet on the following
  - 10.2.2** Senior & Junior Football Forum: dates as determined by the Executive
  - 10.2.3** Senior & Junior Netball Forum: dates as determined by the ExecutiveOr such dates as determined by the Executive
- 10.3** The purpose of the meetings will be for an interchange of information and views. Resolutions passed by Club Delegate / s at such meetings shall be noted in the minutes of the meeting.
  - 10.3.1** Should a resolution be required to be passed by the league executive; it shall be done at the next scheduled executive meeting.
- 10.4** Each club shall be entitled to one vote on all items of business transacted at the Reference Group Meeting.
- 10.5** If at the Reference Group:
  - 10.5.1** seventy-five per cent (75%) or more of the eligible members vote in person in favour of the confirmation of the resolution, the resolution is confirmed; and
  - 10.5.2** In any other case the resolution is revoked.
  - 10.5.3** any club not represented at each of the Reference Group meetings referred to in 10.2 shall be fined \$250
- 10.6** The league may appoint non executive members to "The Senior & Junior Football Reference Group" and "The Senior & Junior Netball Reference Group" as it sees fit.
- 10.7** Executive Members may attend reference group meetings as they see fit.

**11. Executive Meeting**

**11.1** The Executive shall meet as required throughout the year with a minimum of eight (8) meetings to be convened.

**12. Notice of Meetings**

**12.1** The Administrator of the League shall at least seven (7) days before the date scheduled for holding an Annual Meeting, a Special General Meeting, a Reference Group or a Executive meeting send a meeting agenda to each member of the Executive and / or Club Delegate stating the place, date and the time of the meeting and the nature of business to be transacted at the meeting.

**12.2** No business other than that set out in the notice convening the meeting shall be transacted at the meeting, except with the agreement of the members present.

**13. Proceedings at Meetings**

**13.1** No item of business shall be transacted at a Meeting unless a quorum of members entitled under these rules to vote is present.

**13.2** Seventy-five per cent (75%) or more of the members (being members entitled under these rules to vote at a Meeting) constitute a quorum for the transaction of business of a Meeting.

**13.3** If within half an hour after the appointed time for the commencement of a Meeting, a quorum is not present, the meeting if convened upon the request of members shall be dissolved and in any other case shall stand adjourned to the same day of the next week and (unless another place is specified by the President at the time of the 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 a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present shall be a quorum.

**13.4** The President or in his / her absence, the Vice President, shall preside as Chair at each Meeting of the League.

**13.5** If the President and Vice President are absent from a Meeting, the members present shall elect one of the Executive members to preside as Chair at the meeting.

**13.6** The Chair of a 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.

**13.7** A question arising at a Meeting shall be determined by a show of hands and unless before or on the declaration of a show of hands a poll is demanded, a declaration by the President that the 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 is evidence of the fact, without proof of the number or proportion of the vote recorded in favour of, or against that resolution.

- 13.8** Upon any question arising at a meeting of the League an executive and / or club has one vote only and shall record a vote.
- 13.9** All votes shall be given personally.
- 13.10** In the case of a tied vote on a question, the President of the meeting is entitled to exercise a second or casting vote.
- 13.11** If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at the meeting in such a manner as the President may direct and the resolution of the meeting on that question
- 13.12** A poll that is demanded on the direction of a President or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other questions shall be taken at such time before the close of the meeting as the President may direct.
- 13.13** A club is not entitled to vote at any Meeting unless all monies due and payable by the club to the League have been paid.
- 13.14** Each club shall be entitled to appoint another Club Delegate as his / her proxy by notice given to the Administrator before the time of the meeting in respect of which the proxy is appointed.

**14. Independent Executive**

- 14.1** The affairs of the League shall be managed by an Independent Executive as constituted and provided in rule 15.
- 14.2** The Executive
- 14.2.1** shall control and manage the operations and affairs of the League
- 14.2.2** may, subject to these rules, the regulations 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 rule 16 of these rules to be exercised by Meetings of the clubs of the League and which powers and functions are known as reserved powers
- 14.2.3** subject to these rules, the regulations, and the act, has power to perform all such acts and things as appear to the Executive to be essential for the proper management of the business and affairs of the League
- 14.2.4** may appoint such sub – committee's and on such terms as it sees fit and delegate any of its functions to such sub – committees as it deems desirable for the efficient management of the League
- 14.2.5** shall have the power from time to time to make, alter, and repeal such by – laws as the Executive seems desirable for the proper conduct and management of the affairs of the League
- 14.2.6** shall be entitled to be in receipt of an honorarium, such honorarium to fixed at the Annual General Meeting of the League
- 14.2.7** shall attend a minimum of four (4) executive meetings and two (2) reference group meetings per year

**15 Constitution of the Independent Executive**

**15.1** The persons constituting the Independent Executive shall be known as the Independent Executive

**15.2** The Independent Executive shall be

**15.2.1** The President

**15.2.2** Up to twelve (12) Executive Members or more at the discretion of the Independent Executive or Clubs at the AGM or when required at an officially convened meeting of the HFNL.

**15.3** The provisions of Rule 17 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the Executive positions mentioned in clause 15.2.

**15.4** Each Executive member of the League shall hold office for a term of two years expiring at the second Annual General Meeting after the date of election but shall be eligible for re –election.

**15.5** In the event of a casual vacancy in any of the directorships referred to in sub clause 15.2 the League at an Executive Meeting called for that purpose may elect a person to the vacant Executive member position and the person so appointed may continue in the directorship up to the next Annual General Meeting after the date of election.

**15.6** A person shall not be eligible to hold an Executive member position of the League if that person also holds office on a committee of an affiliated club.

**15.7** A person from an affiliated club can offer themselves for election as an executive member of the league provided that immediately upon election, the person resigns from their position of office from the affiliated club.

**15.8** Honorarium, if any, for the Independent Executive shall be determined at the Annual General Meeting. Information from which the Annual General Meeting can make a determination shall be made available by the Executive when clubs are officially notified of the agenda for the Annual General Meeting.

**16 Reserved Powers**

**16.1** The following powers and functions of the League shall be exercisable only by the meetings of the Executive

**16.2** The expulsion of any club or incorporated body affiliated with the League

**16.2.1** a club or incorporated body affiliated with the League may be expelled from the League for acting in Breach of the By – Laws of the League or in a manner which is otherwise detrimental to the interests of the League

**16.3** The admission of any club or incorporated body seeking to become affiliated with the League

**16.4** Such other powers and functions as may from time to time be reserved for the meetings of the Executive



## **17 Nomination of Executive Members**

- 17.1** Nomination of candidates for election as Executive Members of the Independent Executive
- 17.1.1** shall be made in writing on the prescribed expression of interest form and shall be lodged with the Administrator at least twenty-one days prior to the Annual General Meeting
- 17.1.2** expression of interests shall be called through advertisements in The Warrnambool Standard and or Western District Newspapers and Hamilton Spectator Group of publications prior to the twenty-one (21) days required for the expression of interests to be in
- 17.2** The Executive Members of the Independent Executive of the League shall be elected at the Annual General Meeting of the League at which each affiliated club shall only have one vote
- 17.3** If insufficient nominations are received to fill all vacancies on the Executive, the candidates nominated shall be deemed elected and further nominations shall be received at the Annual General Meeting
- 17.4** Each candidate nominating for election as an Executive Member shall nominate specifically for one of the Executive member positions detailed in rule 15.2
- 17.5** If only one nomination is received for a particular position to be filled, the person so nominated shall be deemed to be elected
- 17.6** If the number of nominations exceeds the vacancy to be filled, a ballot shall be held
- 17.7** The ballot for the election of the Executive shall be conducted at the Annual General Meeting in such usual and proper manner as the Executive may direct
- 17.8** A candidate may nominate for more than one position on the Executive provided however that if elected to one of the positions his nomination shall than be declared invalid for any other positions and a candidate may not hold more than one position on the Executive
- 17.9** The position of Vice President shall be elected by a majority of the Executive at the first meeting of the Executive following the Annual General Meeting
- 17.10** In the event of a casual vacancy in any Executive member position, the Executive may fill any vacancy until the next Annual General Meeting.
- ## **18 Club Delegates**
- 18.1** Two (2) Club Delegates to each Reference Group shall be appointed at the Annual General Meeting of the club; which shall be held prior to the Annual General Meeting of the League.
- 18.2** Nomination of Club Delegates to each Reference Group shall be made on club letterheads to the League to the Annual General Meeting of the League.

## **19 Cessation of an Executive Member**

For the purpose of these rules the position of an Executive member of the Independent Executive becomes vacant if the member:

- 19.1** ceases to be an Executive member of the Executive
- 19.2** fails to satisfy the review of the member Clubs at the Annual General Meeting each year or at a Special General Meeting called for the purpose. A resolution of failure requires a seventy five per cent (75%) vote of the eligible members
- 19.3** becomes insolvent under administration within the meaning of the companies (Victoria) code; or
- 19.4** resign his / her office in writing given to the Administrator of the League.

## **20 Administrator**

**20.1** The Hampden Football Netball League Independent Executive shall negotiate an ongoing administration agreement with a third party administrator as it sees fit.

**20.2** The Administrator shall not have the right to vote at any meetings of the League.

**20.3** The Administrator shall, if required, be subject to a performance review by the Annual General Meeting or at a Special Meeting called for the purpose. Failure to satisfy this review could result in the Administrator being dismissed from the position.

**20.4** The specifics of the services and remuneration shall be determined by the Executive and outlined in an administrative agreement.

**20.5** The Administrator shall:

- 20.5.1** convene all meetings of the League
- 20.5.2** keep the minutes of the resolutions and proceedings of each meeting in books provided for the purpose together with a record of the names of persons present at each meeting.
- 20.5.4** do such matters as pertaining and identified in the job description signed on appointment as the Administrator
- 20.5.5** shall act as the public officer of the League

## **21 Duties of the Executive Member**

**21.1** Each of the Executive members shall perform such duties and functions as may from time to time be directed by the Executive

**21.2** Subject to such directions from the Executive, the Executive members shall perform the following functions

**21.2.1** The President

Shall act as President of the Executive and shall preside at all meetings of the League and may sit on all sub - committees of the League. He shall be responsible for the supervision and assessment of the league.

**21.2.2** Executive Members

Executive Members shall perform such duties and functions as directed by the Executive.

## **22 Cheques / Payments**

**22.1** All cheques or Direct EFT transactions shall be signed by any two (2) of the President, Vice President or Administrator.

## **23 Seal**

**23.1** The Common Seal of the league shall be kept in the custody of the Administrator

**23.2** The Common Seal shall not be affixed to any instrument except by the authority of the Executive and the affixing of the Common Seal shall be attested by the signatures of either two members of the Executive or one member of the Executive and the Administrator of the League.

## **24 Alterations**

**24.1** These Rules and the Statement of Purposes of the League shall not be altered except by way at the Annual General Meeting in which a majority of seventy five per cent (75%) or more of such members of the league as being entitled under the Rules of the league so to do.

## **25 Notices**

**25.1** A notice may be served by or on behalf of the League upon any member either personally or by sending it by post to the member at his / her address shown on the Register of members.

**25.2** Where a document is properly addressed, pre-paid and posted 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 the post.

## **26 Winding Up or Cancellation**

**26.1** In the event of winding up or cancellation of the Incorporation of the League, the assets of the League after payment of all just debts and liabilities shall not be distributed to the clubs but shall be distributed to a fund or funds with similar purposes or objects and / or to a fund or funds for charitable purposes.

## **27 Custody and inspection of books and records**

**27.1** Except as otherwise provided in these rules, the Administrator shall keep in his or her custody or under his control all the Books, Documents and Securities of the League.

**27.2** All accounts, books, securities, and any other relevant documents of the League must be available for inspection free of charge by any member upon request.

**27.3** A member may make a copy of any accounts, books, securities, and any other relevant documents of the League.

## **28 Funds**

**28.1** The funds of the League shall be derived from final entrance fees, affiliation fees, donations, partnerships and such other sources as the Executive determines.

**28.2** In the event a surplus of funds is shown in the accounts at the completion of the financial year, the League may at its discretion and prior to the declaration of a dividend, transfer to a reserve fund, such sum to be decided by the Executive and such reserve fund shall be deemed to be the property of the League and any affiliated club ceasing to be a member of the League shall have no entitlement to any monies of the League.

**29 Auditors**

**29.1** That the appointment of an auditor, who shall be a registered company auditor, which shall be required to ensure the Leagues account are audited each financial year prior to the Annual General Meeting of the League

**30 Netball Victoria**

**30.1** The League shall be affiliated with Netball Victoria on an annual basis and all netball matches shall be played under the All Australian Netball Association Official Rule Book where the League by – laws do not apply.

**31 AFL Victoria Country (Previously - VCFL)**

**31.1** The League shall be affiliated with AFL Victoria Country on an annual basis and all football matches shall be played according to the AFL Laws of the Game, AFL Victoria Country rules and regulations where the League by – laws do not apply.

**32 Disputes & Grievance**

**32.1** If a member desires to make a complaint about the behaviour, or conduct of an Executive member of the League or a club of the League, they must give notice of that business in writing to the Administrator.

**32.1.1** If a member desires to make a complaint about the behaviour or conduct of the Administrator of the League, they must give notice of that business in writing to the President.

**32.2** All parties in relation to the dispute must meet and discuss the matter in dispute and if possible resolve the dispute within fourteen (14) days after the dispute comes to the attention of all parties in the presence of the Administrator.

**32.3** 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 ten (10) days hold a meeting in the presence of a mediator being the Administrator.

**32.4** The parties to the dispute must act in good faith; attempt to settle the dispute by mediation.

**32.5** The mediator, in conducting the mediation, must

**32.5.1** give the parties to the mediation process every opportunity to be heard

**32.5.2** all due consideration by all parties of any written statements submitted by any party

**32.5.3** ensure that natural justice is accorded to the parties to the dispute throughout the mediation process

**32.6** The mediator must not determine the dispute.

**32.7** 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