

Constitution  
**of**  
Mandurah Junior Football  
Club Inc

EFFECTIVE 25TH OCTOBER 2017



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*This , the Constitution of the North Mandurah Junior Football Club Inc., complies with the Associations Incorporation Act (2015), is current and has been duly registered as such with the Department of Commerce in .*

## 1. NAME

The name of the Club is the “North Mandurah Junior Football Club” (Inc), hereinafter referred to as ‘the NMJFC’ and/or ‘the Magpies’ and/ or ‘the Club’.

## 2. DEFINITIONS

In these rules, unless contrary intention appears-

“affiliated association” or	
“affiliated council”	is the WAFL league club in whose zone NMJFC teams compete.
“annual general meeting”	or AGM is the meeting convened under Rule 26.
“Committee Meeting”	means a meeting referred to in Rule 25.
“Committee member”	means a person referred to in Rule 13.
“convene”	means to call together for a formal meeting;
“department”	means the government department with responsibility for administering the Associations Incorporation Act 2015;
“Executive”	means Executive Committee;
“general meeting”	means a meeting to which all members are invited;
“member”	generally means an Ordinary Member of the Club – other types of membership include Associate, Honorary, and Life memberships as describe in Rule 7.
“poll”	means voting conducted in written form (as opposed to a show of hands);
“special general meeting”	or SGM means a general meeting other than the Annual General Meeting to which all members are invited and given at least 14 days-notice in writing of before such meeting;
“special resolution”	is a resolution passed by seventy five (75%) majority of those present and entitled to vote at an Annual General Meeting, Special General Meeting or Management Committee Meeting. At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact.
“the Act”	means the <i>Associations Incorporation Act 2015</i> ;
“the Club”	means the body referred in Rule 1;
“the Chairperson” means-	
	(a) in relation to the proceedings at a Management Committee meeting, Executive Committee meeting or general meeting, the person presiding at any such meeting in accordance with Rule 17.
	(b) otherwise than in relation to the proceedings referred to in paragraph (a), the Person referred to in sub rule 13.1 (i) Or if that person is unable to perform his or her Functions, the Vice President;
“the Commissioner”	<b>Commissioner</b> means the person for the time being designated as the Commissioner under section 153 of the Act;

“the Committee”	means the Management Committee of the NMJFC referred to in Rule 23.
“ <i>financial records</i> ”	<b>financial records</b> includes — (a) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; and (b) documents of prime entry; and (c) working papers and other documents needed to explain — (i) the methods by which financial statements are prepared; and (ii) adjustments to be made in preparing financial statements;
“ <i>financial report</i> ”	of a tier 2 association or a tier 3 association, has the meaning given in section 63 of the Act;
“ <i>financial statements</i> ”	means the financial statements in relation to the Association required under Part 5 Division 3 of the Act;
<i>financial year,</i>	of the Association, has the meaning given in rule 30;
“the Executive Committee”	means the Executive Committee of the NMJFC referred to in Rule 24.
“the Secretary”	<b>secretary</b> means the committee member holding office as the secretary of the NMJFC;.
“the Treasurer” means	means the committee member holding office as the treasurer of the
<b>tier 1 association</b>	means an incorporated association to which section 64(1) of the Act applies;
<b>tier 2 association</b>	means an incorporated association to which section 64(2) of the Act applies;
<b>tier 3 association</b>	means an incorporated association to which section 64(3) of the Act applies;

### 3. AFFILIATION

The NMJFC may affiliate with such organisations as the Management Committee deem necessary to further the objects of the club.

### 4. OBJECTS

#### 4.1 The objects of the NMJFC

4.1.1 To promote and develop the game of Australian Rules Football.

4.1.2 To promote good fellowship, true sportsmanship and citizenship among the members of our club.

4.1.3 The control and management of football teams deemed necessary by the NMJFC Management Committee.

- 4.1.4 To make proper use of any buildings and facilities made available through the Ministry of Education, the City of Mandurah and any other facility that the club may use from time to time.
- 4.1.5 To facilitate the progress of players from modified ranks to open rules teams of the parent club, and any other such affiliated Association within the District.
- 4.1.6 To encourage the participation of children in Australian Rules Football irrespective of gender, race, religion, physical or mental capacity or social status.

## **5. PROPERTY AND INCOME**

5.1 The property and income of the Club shall be applied solely towards the promotion of the objects of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member, except in good faith in the promotion of those objects.

5.2 A payment may be made to a member out of the funds of the Association only if it is authorised under subrule (5.3).

5.3 A payment to a member out of the funds of the Association is authorised if it is —

- (a) the payment in good faith to the member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business; or
- (b) the payment of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
- (c) the payment of reasonable rent to the member for premises leased by the member to the Association; or
- (d) the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.

## **6. POWERS**

6.1 The committee members are the persons who, as the management committee of the Club, have the power to manage the affairs of the Club.

6.1.1 Subject to the Act, these rules, the by-laws and any resolution passed at a general meeting, the committee has power to do all things necessary or convenient to be done for the proper management of the affairs of the Club.

6.1.2 The committee must take all reasonable steps to ensure that the Club complies with the Act, these rules and the by-laws.

6.2 The powers conferred on the Club are the same as those conferred by the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the NMJFC may;

- 6.2.1 Do all things necessary or convenient for carrying out its objects and purposes
- 6.2.2 Acquire, hold, deal with, and dispose of real or personal property;
- 6.2.3 Open and operate bank accounts with a reputable and registered financial institution.  
This includes:
  - 6.2.3.1 Investing its money in any security in which trust monies may lawfully be invested;
  - 6.2.3.2 Investing its money in any other manner authorised by the rules of the NMJFC;
  - 6.2.3.3 Borrowing money upon such terms and conditions as the Management Committee deems fit;
  - 6.2.3.4 Giving such security for the discharge of liabilities incurred by the NMJFC as the Management Committee deems fit;
  - 6.2.3.5 Opening and operating bank accounts will take into consideration and make use of, as the Management Committee sees fit, any and all of the products, services and facilities on offer in line with 6.2.3. These include, but are not limited to:
    - a. Cheque Book and direct deposit facilities
    - b. Electronic funds transfer (EFT, BPay) facilities
    - c. EFTPOS and Pay Wave facilities
    - d. Internet banking facilities
    - e. Redraw, overdraft, credit and loan facilities
    - f. Other products services and facilities as seen fit by the Management Committee
- 6.2.4 The opening and operation of banking and finance facilities detailed in 6.2.3 must:
  - a) Be approved by the Management Committee under the rules of this Constitution
  - b) Include as signatories to, or authorisers of at least two of:
    - i. President
    - ii. Secretary
    - iii. Registrar
    - iv. Treasurer

For any and accounts as outlined in 6.2.3
- 6.2.5 Appoint agents and employees to transact any business of the NMJFC on its behalf for reward or otherwise;
- 6.2.6 Build, construct, erect, maintain, alter and repair any premises building or other structure of any kind and to furnish equip and improve the same for the use by the NMJFC;
- 6.2.7 Enter into any other contract the NMJFC considers necessary or desirable;
- 6.2.8 Accept donations and gifts in accordance with the objects of the NMJFC;
- 6.2.9 Print and publish any information by any media including newsletters, newspapers, articles or leaflets for promotion of the NMJFC;
- 6.2.10 Organise social events for Members and the promotion of the NMJFC;
- 6.2.11 May act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a Trustee that, if done otherwise than as a Trustee, would contravene this Act or the rules of the NMJFC.

## **7. MEMBERSHIP**

7.1 Membership shall be open to any person who wishes to further the interests of the Club.

7.2 The Management Committee shall have the right to refuse to admit any person to membership without assigning any reason for doing so.

7.3 Any person admitted to membership shall be;

7.3.1 Bound by the Constitution, By-Laws and Policies of the NMJFC

7.3.2 Come liable for such fees and subscriptions as may be fixed by the NMJFC

7.3.3 Entitled to all advantages and privileges of membership

### **7.4 MEMBERSHIP CATERGORIES**

#### **7.4.1 ORDINARY MEMBER**

7.4.1.1 Any person who is a financial member of the NMJFC is entitled to hold any office and enjoy the privileges of the NMJFC.

7.4.1.2 One dollar of the annual registration fee paid by each Junior Member will represent a nominal fee, for one (1) parent or guardian of that member, to join NMJFC as an Ordinary Member, thereby providing the Ordinary Member with voting rights at an Annual General Meeting or Special General Meeting.

#### **7.4.2 SOCIAL MEMBER**

Persons other than Ordinary Members who are interested in promoting the NMJFC, but who do not wish to participate in the playing activities of the NMJFC, may become a social member.

7.4.2.1 Social Members who wish to obtain the status and rights of an ordinary member will be required to pay the equivalent of the nominal fee as outlined in 7.4.1.2

#### **7.4.3 JUNIOR MEMBER**

Any person under the age of 18 years may become a Junior Member. Junior Members shall have no voting rights nor be entitled to hold any Office.

#### **7.4.4 LIFE MEMBERSHIP**

7.4.4.1 The Management Committee may elect any member who has given Outstanding service to the NMJFC for a period of at least, nine years.

7.4.4.2 The Management Committee may elect any member who has played at least 150 games for the NMJFC in the junior and youth competitions.

7.4.4.3 Any member may nominate a person to the Management Committee for consideration for Life Membership.

7.4.4.4 Life Members shall retain all the privileges of an Ordinary Member but shall not be required to pay an annual subscription.

#### **7.4.5 HONORARY MEMBER**

The NMJFC may, at its discretion, elect an Honorary Member of the club for such period as deemed necessary but not exceeding a period of 12 months. An honorary member shall have no voting rights nor be entitled to hold any Office.

#### **7.4.6 PATRON**

The NMJFC may, at its discretion, elect a patron/s or vice patron/s of the Club for such period as may be deemed necessary. Such patron/s or vice patron/s shall not be eligible to vote unless they are current members of the NMJFC under another category of membership.

7.5 A member may at any reasonable time inspect the records and documents of the Club.

## **8. REGISTER OF MEMBERS**

- 8.1 The Secretary, on behalf of the NMJFC, must comply with section 53 of the Act by ensuring the Registrar keeps and maintains in an up-to-date register of the members of the NMJFC, and their residential, postal or email address, and upon the request if a member of the NMJFC, shall make the register available for inspection by the member and the member may make a copy of or take an extract of the register but shall have no right to remove the register for that purpose.
- 8.2 The register must be so kept and maintained at the Registrars place of residence or at such other place as the Management Committee decide.
- 8.3 The registrar must cause the name of any person who dies or who ceases to be a member under sub-rule 10 to be deleted from the register of members referred to in sub-rule 8.1.
- 8.4 A member who wishes to inspect the register of members must contact the secretary to make the necessary arrangements.
- 8.5 To protect the privacy of Junior members, their names only, and not their contact details, shall be made available for inspection by other members when requested under sub-rule 8.1
- 8.6 If —
- (a) a member inspecting the register of members wishes to make a copy of, or take an extract from, the register under section 54(2) of the Act; or
  - (b) a member makes a written request under section 56(1) of the Act to be provided with a copy of the register of members,

the committee may require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the NMJFC.

## **9. SUBSCRIPTIONS**

- 9.1 The subscriptions for each class of member shall be determined by the Management Committee of the Club prior to the start of each Football Season.
- 9.2 Each member must pay to the Treasurer, annually on such a date as the Committee from time to time determines, the amount of the subscription determined under sub- rule 9.1.

## **10. TERMINATION OF MEMBERSHIP**

Any person's membership may be terminated upon:

- 10.1. Receipt by the Secretary or another Committee Member of a notice in writing of his or her resignation from the Club. Such person remains liable to pay to the NMJFC the amount of any subscription due and payable by that person to the NMJFC but unpaid at the date of termination;



- 10.2 Non- payment by a member of his or her subscription within three months of the date fixed by the Committee for subscriptions to be paid, unless the Committee decides otherwise.
- 10.3 Expulsion of a member in accordance with Rule 11.1
- 10.4 Death
- 10.5 Being permanently incapacitated by mental or physical ill-health
- 10.6 Conviction of an offence under the Act.
- 10.7 Dissolution of the NMJFC.

## **11. SUSPENSION AND EXPULSION**

- 11.1 The Management Committee shall have the power to suspend or expel any member of the NMJFC for;
  - 11.1.1 Any of the events in rule 10.
  - 11.1.2 False or inaccurate statements made in the member’s application for membership of the NMJFC
  - 11.1.3 Breach of any rule, regulation or by-law of the NMJFC
  - 11.1.4 Any act detrimental to the NMJFC, after having undertaken due enquiry.
- 11.2 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion as per rule 34

## **12. MANAGEMENT COMMITTEE**

- 12.1 The NMJFC shall be managed by a committee hereinafter called the “Management elected at the Annual General Meeting and comprising of those office bearers stipulated in rule 12.2, with the addition of any other Committee positions deemed necessary for the proper functioning of the club as described in Rule 13.1.
- 12.2 A second Committee, herein after called the “Executive Committee”, elected at the Annual General Meeting and comprising of
  - i) President;
  - ii) Vice President;
  - iii) Secretary;
  - iv) Treasurer;
  - v) Registrar;
 shall meet as necessary to conduct any business of the club which is considered impractical to wait to deal with at the next scheduled monthly meeting of the Management Committee. All business to be conducted by the Executive Committee must conform to the directions contained in Rule 24.

### **13. ELECTION OF OFFICE BEARERS AND OTHER COMMITTEE MEMBERS**

13.1 At the Annual General Meeting those present shall elect the following Office Bearers, all of whom must be Ordinary, Associate or Life Members of the NMJFC

- i) President;
- ii) Vice President
- iii) Secretary;
- iv) Treasurer;
- v) Registrar;
- vi) Merchandise and Property Officer
- ix) Coaches/Auskick Coordinator

with current position titles, and description of the duties to be performed, specified in the Constitution or the by-laws.

13.2 Additional Committee positions, determined to be necessary by those present at an Annual General Meeting, and having titles and roles as stipulated, may be created and filled. The titles and duties of any newly created positions must be added to the by-laws at the next scheduled Management Committee meeting.

13.3 Subject to sub-rule 13.5, a Committee member's term will be from his or her election at an Annual General Meeting until the election referred to in sub-rule 13.1 at the next Annual General Meeting after his or her election, but he or she is eligible for re-election to membership of the Management Committee.

13.4 At the Annual General Meeting the NMJFC may create, and appoint members to, any sub-Committees deemed necessary for the proper conduct of the business of the NMJFC.

13.5 If a casual vacancy within the meaning of sub-rule 10 occurs in the membership of the Management Committee

13.5.1 The Management Committee may appoint a member to fill that vacancy and

13.5.2 a member appointed under this sub-rule will hold office until the next Annual General Meeting.

13.5.3 a member appointed under this sub-rule will be eligible for election to membership of the Management Committee at the next Annual General Meeting.

13.6 Any Committee member may be removed from office upon being absent from more than:

- Three Consecutive Committee meetings of which the member received notice if they do not tender an apology to the person presiding at each of those Management Committee Meetings.
- Six Committee Meetings of which the member received notice in the same calendar year.

### **14. RULES GOVERNING NOMINATIONS AND APPOINTMENTS**

14.1 Members of both the Executive Committee and the Management Committee shall hold office until the end of the Annual General Meeting at which their successors are elected.

14.2 Nominations for office shall be declared open by the outgoing President at the Annual General Meeting.

14.3 Should nominations for any office received in excess of the vacancies, a ballot shall be taken at the Annual General Meeting.

- 14.4 Should nominations equal the number of vacancies, the person nominated shall be deemed elected, should they so accept.
- 14.5 Should insufficient nominations be received at an Annual General Meeting for the number of vacancies then the Management Committee shall appoint a member to fill each position still remaining vacant.

## **15. DELEGATES**

The NMJFC will provide delegates to organisations with which it is affiliated and these representatives shall be required to attend all scheduled meetings of those organisations and report to the Management Committee.

## **16. COLOURS**

The colours of the NMJFC shall be comprised of black and White for jumpers and Girls Pink and black with black socks, together with black shorts. These colours should be worn by all members of NMJFC representative teams except where other colours are adopted from time to time with the knowledge and approval of the Management Committee.

### ***POWERS AND DUTIES OF OFFICE BEARERS***

## **17. PRESIDENT AND VICE PRESIDENT**

The President shall:

- 17.1 Act as a chairperson at all meetings of the NMJFC
- 17.2 Maintain the impartiality of the chair
- 17.3 Conform to the rules of meeting procedure and maintain order throughout the Meeting
- 17.4 Decide that the required quorum is present; intimate the objects of the meeting if it is one called to consider special matters; announce all other business matters of the meeting; decide points of order and points of privilege or priority; clarify any and all matters to those in doubt
- 17.5 Request confirmation of the minutes from the previous meeting and if confirmed sign same
- 17.6 In the event of a ballot being required: announce the method of voting; exercise his/her right of a casting vote in the event of equality of votes; and announce the result of the vote
- 17.7 Decide and announce the next speaker, confine speakers to the matter under discussion and if necessary, limit each speaker to a reasonable time period
- 17.8 Introduce any invited guests
- 17.9 Expedite and finalise the business of the meeting within a reasonable time limit
- 17.10 Be an authorised signing officer of the NMJFC
- 17.11 Be an ex-officio member of all sub-committees
- 17.12 Represent the NMJFC at club and affiliated association functions as required
- 17.13 Schedule the time and place of the next meeting
- 17.14 Present an Annual Report at the Annual General Meeting

- 17.15 Perform any other duties committed to him / her by these rules
- 17.16 In the absence of the President at any meeting, the Vice President shall preside as chairperson, and shall have all the powers and perform all the duties of the President. In the absence of the President and Vice President another member of the Management Committee, in attendance at the meeting shall be chosen by those present to preside and shall have all the powers and perform all the duties of the President at such meetings.

## **18. SECRETARY**

The Secretary has the following duties —

- (a) dealing with the NMJFC correspondence;
- (b) consulting with the chairperson regarding the business to be conducted at each committee meeting and general meeting;
- (c) preparing the notices required for meetings and for the business to be conducted at meetings;
- (d) unless another member is authorised by the committee to do so, maintaining on behalf of the NMJFC the register of members, and recording in the register any changes in the membership, as required under section 53(1) of the Act;
- (e) maintaining on behalf of the NMJFC an up-to-date copy of these rules, as required under section 35(1) of the Act;
- (f) unless another member is authorised by the committee to do so, maintaining on behalf of the NMJFC a record of committee members and other persons authorised to act on behalf of the NMJFC, as required under section 58(2) of the Act;
- (g) ensuring the safe custody of the books of the NMJFC, other than the financial records, financial statements and financial reports, as applicable to the NMJFC;
- (h) maintaining full and accurate minutes of committee meetings and general meetings;
- (i) carrying out any other duty given to the secretary under these rules or by the committee.

## **19. TREASURER**

The Treasurer shall:

- 19.1 Not pay, lend or otherwise appropriate any of the funds of NMJFC, or any other monies, for any other purpose except in accordance with the rules of the NMJFC.
- 19.2 Keep appropriate books of account that record all monies received and expended by the NMJFC, together with date of receipt and expenditure.
- 19.3 Have charge of the NMJFC bank accounts and produce them for inspection at all reasonable times when requested by the President or Auditor.
- 19.4 Examine all accounts to be passed for payment and make all authorised payments from funds of NMJFC.
- 19.5 Forthwith pay all monies received in the bank account of NMJFC.
- 19.6 Receive and issue proper receipts (when requested) for all monies paid by or to NMJFC.

- 19.7 Submit any books, accounts and receipts as may be required or directed by the President or the Auditor.
- 19.8 If required, assist the Auditor when auditing the accounts of NMJFC.
- 19.9 Prepare an annual statement of income and expenditure and a balance sheet for submission to the Annual General Meeting.
- 19.10 Be an authorised signing officer for NMJFC accounts and ensure that all payments are authorised by two persons as outlined in Clause 6.2.4
- 19.11 Be responsible for the collection on a regular basis of all monies paid to any person in the Club by any of its members. Such monies will extend to monies paid to Team Managers for team related activities.
- 19.12 Keep accurate records of monies raised by individual teams or age groups; monies to be refunded to teams for end of season functions: and for other arrangements approved by the Management Committee.

## **20. REGISTRAR**

The Registrar shall:

- 20.1 Keep a complete and accurate record of each registered player, including games played annually, trophies won and penalties levied.
- 20.2 Keep accurate personal records for each player in a form that can be provided to the secretary in order to meet the requirements of the Act.
- 20.3 Ensure all players are properly registered with the NMJFC and the affiliated council.
- 20.4 Shall be responsible for the provision of blank Fairest and Best voting slips to coaches and for the safe keeping of all completed voting slips in sealed envelopes until a date is set for the opening of the same.
- 20.5 Designate a date and a venue for opening and adjudicating the counting of, the Club Fairest and Best voting envelopes and slips for each Youth age group following the final home-and-away round of each season.
- 20.6 Be an authorized signing officer of the NMJFC

## **21. COACHES COORDINATOR**

- 21.1 Take responsibility for the coach selection process and forward recommendations to Management Committee and monitor performance of all coaches in the Club.
- 21.2 To promote Junior Football Policy and Codes of Behavior
- 21.3 Attend monthly Management Committee meetings, and provide a report of Modified / Youth activities for tabling at same
- 21.4 To assist the Junior and Youth Development Officers in promotion of football.
- 21.5 Actively encourage and facilitate coach education and continuous improvement
- 21.6 Promote the Australian Football Coaches Association (AFCA) and encourage membership.
- 21.7 Schedule training venues and session times for all Junior and Youth Teams.
- 21.8 Conduct educational / meetings / seminars for Coaches and managers within the club

- 21.9 Assume the role of Advocate at all Tribunal Hearings to support the interests of the club or any of its players or officials
- 21.10 Assist parents by providing details about the Modified and Youth Rules competitions
- 21.11 Take responsibility for ensuring that all coaches undertake and complete appropriate accreditation.
- 21.12 Assist coaching staff with team selections when more than one team exists within a year group.
- 21.13 Possess coaching accreditation to Level 1 minimum.

## **22. MERCHANDISE AND PROPERTY OFFICER**

The Merchandise and Property officer shall be responsible for:

- 22.1 Management of all uniforms, merchandise, equipment and property belonging to the NMJFC.
- 22.2 Keeping an accurate record of such uniforms, merchandise equipment and property and for reporting all significant damage, loss or other discrepancy to the Management Committee in a timely manner.
- 22.3 Make arrangements for the purchase of all required uniforms, merchandise, equipment and property, except for canteen related items, as directed by the Management Committee.
- 22.5 Ensure all Club uniforms and merchandise is ordered and delivered in a timely manner in preparation for season commencement or as required by team coaches and manager from time to time.

### ***COMMITTEES AND MEETINGS***

## **23. POWERS AND DUTIES OF THE MANAGEMENT COMMITTEE**

The Management Committee, subject to the control by members as recorded in the minutes, shall carry out the day-to-day running of the club and have the following powers and perform the following duties:

- 23.1 To control, superintend and manage the affairs of the NMJFC, its officers, members and funds.
- 23.2 To administer and control the finances of the NMJFC.
- 23.3 To determine the membership and playing fees payable by members of the NMJFC and to enforce payment thereof.
- 23.4 To appoint ex-officio members to the Management Committee.
- 23.5 To appoint coaches and managers for each of the NMJFC teams.
- 23.6 To handle written clearances as submitted by players of the NMJFC.
- 23.7 To arbitrate on any disputes which may arise between teams or members thereof in connection with football and to determine any matter referred to it by any team or member.
- 23.8 To deal with, as it deems necessary, any team or member thereof which the Management Committee determines is functioning in a manner detrimental to the welfare of the Club or to football in general.

- 23.9 To remove from office any official appointed under Rule 13 and fill such vacancy thereby created.
- 23.10 To fill any vacancy that may arise in the Management Committee due to circumstances described in Rules 10 and 11.
- 23.11 Make, amend and rescind rulings and by-laws in accordance with Rule 34
- 23.12 Have the power to form and appoint any subcommittee/s as required for specific purposes.
- 23.13 May at their discretion employ a person or persons to carry out certain duties required by the NMJFC, at salaries or remunerations for such period of time, as may be deemed necessary.

## **24. POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE**

The Executive Committee, subject to the control by members as recorded in the minutes, shall have the following powers and perform the following duties:

- 24.1 Subject to Rule 23, the Executive Committee of the Club shall consist of President, Vice President, Secretary, Treasurer, Registrar
- 24.2 Should any urgent matters arise, and it is impractical to refer those matters to a subsequent Management Committee meeting, the Executive Committee shall have the power to deal with such matters.
- 24.3 The President shall seek the opinion of all available Executive Committee members regarding those matters, using any means of communication deemed appropriate, and shall act in such manner as the majority of those members approve.
- 24.4 Appropriate minutes shall record all matters decided by the Executive Committee and be presented to the next Management Committee Meeting.
- 24.5 All financial matters in excess of \$1000 will be required to be presented at the next Management Committee meeting.

## **25. MANAGEMENT COMMITTEE MEETINGS**

- 25.1 The Management Committee shall meet at least once during each season month excluding the month that the Annual General Meeting is held.
  - a) Notice of each committee meeting must be given to each committee member at least 48 hours before the time of the meeting.
  - b) The notice must state the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.
  - c) Urgent business that has not been described in the notice may be conducted at the meeting if the committee members at the meeting unanimously agree to treat that business as urgent.

- 25.2 The Agenda of each meeting shall be as follows:
- i. Meeting opened
  - ii. Apologies
  - iii. Minutes of previous meeting
  - iv. Business arising from previous minutes / Action Item Review
  - v. Correspondence
  - vi. Reports
  - vii. General Business
  - viii. Date of next meeting
  - ix. Meeting close
- 25.3 The Management Committee has the power to appoint ex-officio members to the Management Committee, but no ex-officio member has the power to vote.
- 25.4 Each Management Committee member is entitled to one (1) deliberate vote
- 25.5 A question arising at a Management Committee meeting must be decided by a majority of votes, however if there is no majority, the person presiding the Management Committee meeting will have the casting vote in addition to his or her deliberate vote.

## **26. ANNUAL GENERAL MEETING**

- 26.1 The committee must determine the date, time and place of the annual general meeting.
- 26.2 The Secretary must give to all members at least fourteen (14) days-notice of the Meeting and specify when and where the Annual General Meeting is to be held, the particulars and order in which business is to be transacted.
- 26.3 If it is proposed to hold the annual general meeting more than 6 months after the end of the Association's financial year, the secretary must apply to the Commissioner for permission under section 50(3)(b) of the Act within 4 months after the end of the financial year.
- 26.4 The ordinary business of the annual general meeting is as follows —
- a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then if the minutes of that meeting have not yet been confirmed;
  - b) to receive and consider —
    - i. the committee's annual report on the NMJFC's activities during the preceding financial year; and
    - ii. if the Association is a tier 1 association, the financial statements of the Association for the preceding financial year presented under Part 5 of the Act; and
    - iii. if the Association is a tier 2 association or a tier 3 association, the financial report of the Association for the preceding financial year presented under Part 5 of the Act;
    - iv. if required to be presented for consideration under Part 5 of the Act, a copy of the report of the review or auditor's report on the financial statements or financial report;
  - c. to elect the office holders of the NMJFC and other committee members;
  - d. if applicable, to appoint or remove a reviewer or auditor of the NMJFC in accordance with the Act;
- 26.5 Any other business of which notice has been given in accordance with these rules may be conducted at the annual general meeting.



- 26.6 No person other than financial members of the Club shall be entitled to vote at the Annual General Meeting.
- 26.7 Voting is limited to Ordinary, and Life Members.
- 26.8 The President shall chair the Annual General Meeting of the Club. In the event of the President's absence procedure shall be in accordance with Rule 17.16.
- 26.9 Voting at the Annual General Meeting shall be by a show of hands however any five (5) members present may demand a poll which shall forthwith be taken by a secret ballot and a result declared by the Chairperson and witnessed by the Secretary. A majority vote shall decide the issue and in the case of equality of votes the Chairperson shall have a casting vote only.

## **27. SPECIAL GENERAL MEETING**

- 27.1 Special General Meetings shall be convened by a written requisition signed by at least one third of the Ordinary Members of the Club, by majority of Management Committee or by the President.
- 27.2 Upon receipt of a valid requisition for a Special General Meeting, subject to sub-rule 23.8, the Secretary must give to all members not less than fourteen (14) days-notice of a Special General Meeting and that notice must specify when and where the Special General Meeting concerned is to be held and particulars of the business to be transacted at the Special General Meeting concerned and of the order in which that business is to be transacted.
- 27.3 Should the Secretary fail to convene such Special General Meeting, the requestor or any of them may convene such meeting.
- 27.4 All business at such meetings shall be considered special and no other matter shall be entertained.
- 27.5 Only Ordinary Members and Life Members shall be entitled to vote on any matter at a Special General Meeting provided always that the Chairperson shall have a casting vote.
- 27.6 Voting at the Special General Meeting shall be done in accordance with the provisions of Rule 26.7.
- 27.7 A special resolution may be moved either at a Special General Meeting or at an Annual General Meeting, however the Secretary must give to all members not less than 21 days-notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in sub-rule 27.2 or 23.8 , as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution.

## **28. NOTICE OF MEETINGS**

- 28.1 14 days-notice must be given for an Annual General Meeting or Special General Meeting.
- 28.2 48 hours-notice must be given for Management Committee meetings.
- 28.3 A minimum of 24 hours-notice must be given for Executive Committee meetings

## **29. QUORUMS**

- 29.1 The quorum at an Annual General Meeting, or at any Special General Meeting, shall consist of the President or Vice President, and at least five (5) financial members.
- 29.2 The quorum at Management Committee meetings shall consist half of its members plus one. No business is to be conducted at a Management Committee meeting unless a quorum is present
- 29.3 The quorum at an Executive Committee meeting shall consist of half of its members plus one.
- 29.4 If at any Annual General Meeting or Special General Meeting there be no quorum within 30 minutes of the appointed time for the meeting then the meeting shall either lapse, or be adjourned for a period not exceeding fourteen (14) days.

## **30. FINANCIAL YEAR**

The first financial year of the Association is to be the period notified to the Commissioner under section 7(4)(e) or, if relevant, section 29(5)(e) of the Act.

The association's financial year will be the period of 12 months commencing on **1st October** and ending on **30th September** of each year.

Each subsequent financial year of the Association is the period of 12 months commencing at the termination of the first financial year or the anniversary of that termination.

## **31. FINANCIAL STATEMENTS AND FINANCIAL REPORTS**

- 31.1 For each financial year;

The Management committee must ensure that the requirements imposed on the NMJFC under Part 5 of the Act relating to the financial statements or financial report of the Association are met.

- 31.2 Without limiting subrule (31.1), those requirements include —

- a. if the Association is a tier 1 association, the preparation of the financial statements; and
- b. if the Association is a tier 2 association or tier 3 association, the preparation of the financial report; and
- c. if required, the review or auditing of the financial statements or financial report, as applicable; and
- d. the presentation to the annual general meeting of the financial statements or financial report, as applicable; and
- e. if required, the presentation to the annual general meeting of the copy of the report of the review or auditor's report, as applicable, on the financial statements or financial report.

## 32. EXECUTING DOCUMENTS AND COMMON SEAL

32.1 The NMJFC may execute a document without using a common seal if the document is signed

- a) 2 committee members; or
- b) one committee member and a person authorised by the committee.

32.2 If the NMJFC has a common seal

- c) the name of the NMJFC must appear in legible characters on the common seal; and
- d) a document may only be sealed with the common seal by the authority of the committee and in the presence of —
  - (i) 2 committee members; or
  - (ii) one committee member and a person authorised by the committee,

and each of them is to sign the document to attest that the document was sealed in their presence.

32.3 The Secretary must make a written record of each use of the common seal.

32.4 The common seal must be kept in the custody of the Secretary or another committee member authorised by the committee.

## 33. PAYMENTS TO COMMITTEE MEMBERS

33.1 In this rule —

***committee member*** includes a member of a subcommittee;

***committee meeting*** includes a meeting of a subcommittee.

33.2

A committee member is entitled to be paid out of the funds of the Association for any out-of-pocket expenses for travel and accommodation properly incurred —

- a. in attending a committee meeting or
- b. in attending a general meeting; or
- c. otherwise in connection with the Association's business.

## **34. DISCIPLINARY ACTION, DISPUTES AND MEDIATION**

### **Division 1 — Term used**

#### **34.1 Term used: member**

In this Part —

*member*, in relation to a member who is expelled from the NMJFC, includes former

### **Division 2 — Disciplinary action**

#### **34.2 Suspension or expulsion**

34.2.1 The committee may decide to suspend a member's membership or to expel a member from the NMJFC if —

- (a) the member contravenes any of these rules; or
- (b) the member acts detrimentally to the interests of the NMJFC.

34.2.2 The secretary must give the member written notice of the proposed suspension or expulsion at least 28 days before the committee meeting at which the proposal is to be considered by the committee.

34.2.3 The notice given to the member must state —

- (a) when and where the committee meeting is to be held; and
- (b) the grounds on which the proposed suspension or expulsion is based; and
- (c) that the member, or the member's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the proposed suspension or expulsion;

34.2.4 At the committee meeting, the committee must —

- (a) give the member, or the member's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the proposed suspension or expulsion; and
- (b) give due consideration to any submissions so made; and
- (c) decide —
  - (i) whether or not to suspend the member's membership and, if the decision is to suspend the membership, the period of suspension; or
  - (ii) whether or not to expel the member from the NMJFC.

34.2.5 A decision of the committee to suspend the member's membership or to expel the member from the NMJFC takes immediate effect.

34.2.6 The committee must give the member written notice of the committee's decision, and the reasons for the decision, within 7 days after the committee meeting at which the decision is made.

34.2.7 A member whose membership is suspended or who is expelled from the NMJFC may, within 14 days after receiving notice of the Committee's decision under subrule (34.2.6), give written notice to the secretary requesting the appointment of a mediator under rule 34.10.

34.2.8 If notice is given under subrule (34.2.7), the member who gives the notice and the committee are the parties to the mediation.

### **34.3 Consequences of suspension**

34.3.1 During the period a member's membership is suspended, the member —

- (a) loses any rights (including voting rights) arising as a result of membership; and
- (b) is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the NMJFC.

34.3.2 When a member's membership is suspended, the secretary must record in the register of members —

- (a) that the member's membership is suspended; and
- (b) the date on which the suspension takes effect; and
- (c) the period of the suspension.

34.3.3 When the period of the suspension ends, the secretary must record in the register of members that the member's membership is no longer suspended.

## **Division 3 — Resolving disputes**

### **34.4 Terms used**

In this Division —

***grievance procedure*** means the procedures set out in this Division;

***party to a dispute*** includes a person —

- (a) who is a party to the dispute; and
- (b) who ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.

### **34.5 Application of Division**

The procedure set out in this Division (the grievance procedure) applies to disputes —

- (a) between members; or
- (b) between one or more members and the NMJFC.

### **34.6 Parties to attempt to resolve dispute**

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.

### **34.7 How grievance procedure is started**

34.7.1 If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 19, any party to the dispute may start the grievance procedure by giving written notice to the secretary of —

- (a) the parties to the dispute; and
- (b) the matters that are the subject of the dispute.

34.7.2 Within 28 days after the secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.

34.7.3 The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.

34.7.4 The notice given to each party to the dispute must state —

- (a) when and where the committee meeting is to be held; and
- (b) that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute.

34.7.5 If —

- (a) the dispute is between one or more members and the NMJFC; and
- (b) any party to the dispute gives written notice to the secretary stating that the party —
  - (i) does not agree to the dispute being determined by the committee; and
  - (ii) requests the appointment of a mediator under rule 34.10,

the committee must not determine the dispute.

### **34.8 Determination of dispute by committee**

34.8.1 At the committee meeting at which a dispute is to be considered and determined, the committee must —

- (a) give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute; and
- (b) give due consideration to any submissions so made; and
- (c) determine the dispute.

34.8.2 The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.

34.8.3 A party to the dispute may, within 14 days after receiving notice of the committee's determination under sub rule (1)(c), give written notice to the secretary requesting the appointment of a mediator under rule 34.10.

34.8.4 If notice is given under sub rule (34.8.3), each party to the dispute is a party to the mediation.

## Division 4 — Mediation

### 34.9 Application of Division

34.9.1 This Division applies if written notice has been given to the secretary requesting the appointment of a mediator —

- (a) by a member under rule 34.2.7; or
- (b) by a party to a dispute under rule 34.7.5 (b)(ii) or 34.8.3.

34.9.2 If this Division applies, a mediator must be chosen or appointed under rule 34.10.

### 34.10 Appointment of mediator

34.10.1 The mediator must be a person chosen —

- (a) if the appointment of a mediator was requested by a member under rule 34.2.7 — by agreement between the Member and the committee; or
- (b) if the appointment of a mediator was requested by a party to a dispute under rule 34.7.5(b)(ii) or 34.8.3 — by agreement between the parties to the dispute.

34.10.2 If there is no agreement for the purposes of subrule (34.10,1)(a) or (b), then, subject to subrules 34.10.3 and 34.10.4, the committee must appoint the mediator.

34.10.3 The person appointed as mediator by the committee must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by —

- (a) a member under rule 34.2.7; or
- (b) a party to a dispute under rule 34.7.5 (b)(ii); or
- (c) a party to a dispute under rule 38.8.3 and the dispute is between one or more members and the NMJFC.

34.10.4 The person appointed as mediator by the committee may be a member or former member of the NMJFC but must not —

- (a) have a personal interest in the matter that is the subject of the mediation; or
- (b) be biased in favour of or against any party to the mediation.

### 34.11 Mediation process

34.11.1 The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.

34.11.2 Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.

34.11.3 In conducting the mediation, the mediator must —

- (a) give each party to the mediation every opportunity to be heard; and
- (b) allow each party to the mediation to give due consideration to any written statement given by another party; and

- (c) ensure that natural justice is given to the parties to the mediation throughout the mediation process.

34.11.4 The mediator cannot determine the matter that is the subject of the mediation.

34.11.4 The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.

34.11.5 The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

### **34.12 If mediation results in decision to suspend or expel being revoked**

If —

- (a) mediation takes place because a member whose membership is suspended or who is expelled from the NMJFC gives notice under rule 34.2.7; and
- (b) as the result of the mediation, the decision to suspend the member's membership or expel the member is revoked, that revocation does not affect the validity of any decision made at a committee meeting or general meeting during the period of suspension or expulsion.



## **35. ALTERATIONS TO THE CONSTITUTION AND BY-LAWS**

- 35.1 No alteration, repeal or addition shall be made to the Constitution except at the Annual General Meeting, or Special General Meeting called for that purpose, and notice of all motions to alter, repeal or add to the Constitution shall be given to members fourteen (14) days prior to the Annual General Meeting or Special General meeting called for that purpose.
- 35.2 The Secretary shall forward such notices of motion to each Management Committee member at least fourteen (14) days prior to the Annual General Meeting or a Special General Meeting.
- 35.3 Alterations to the By-Laws can be made either at Management Committee Meetings or at an Annual General Meeting or Special General Meeting provided advice of the proposed alteration(s) has been duly notified to members.
- 35.4 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (Special Resolution) of those present and entitled to vote at the Annual General Meeting, Special General Meeting or Management Committee Meeting, as the case may be.
- 35.5 Within one (1) month of the passing of a Special Resolution, the Secretary shall notify the Department of Commerce of the amendment.

### **36. DISSOLUTION**

The NMJFC may at any time, with the consent of a majority of seventy five (75%) percent of the members present at a Special General Meeting called for the purpose, be dissolved. If upon dissolution or winding up of the NMJFC there remains after the satisfaction of all its liabilities, any property whatsoever, the same shall not be paid or distributed among the members of the NMJFC but shall be given or transferred to some other Association or Institution incorporated under the Act and having objects similar wholly or in part to the objects of the NMJFC and which shall prohibit the distribution of its, or their income and property, among its or their members or to some charitable purposes which Association, Institution or object shall be determined by members of the NMJFC at or before the time of dissolution or winding up, or in default thereof, or if any insofar as effect, cannot be given to such determination, then such payment or distribution shall be determined by a judge of the Supreme Court.

