



CRONULLA SUTHERLAND DISTRICT JUNIOR RUGBY
FOOTBALL LEAGUE INCORPORATED

CONSTITUTION

31 July 2019

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NAME OF THE ASSOCIATION

The name of the Association is “Cronulla Sutherland District Junior Rugby Football League Incorporated”. In this Constitution the terms “**Junior League**” and “**Association**” shall be taken to refer to the Cronulla Sutherland District Junior Rugby Football League Incorporated unless expressly stated otherwise.

1. DEFINITIONS and INTERPRETATION

In this Constitution the following terms are ascribed the corresponding meanings unless expressly stated otherwise:

“**Act**” means the *Associations Incorporation Act 2009 (NSW)*.

“**Annual General Meeting**” means the Annual General Meeting of the Junior League held in accordance with clause 18.2.

“**Associate Member**” means a Member of the Junior League in that class.

“**Australian Rugby League**” means Australian Rugby League Commission Limited or such other body as replaces or assumes or performs the same or similar function as it.

“**Club**” means each of the organisations listed in **Appendix 3**, together with such other new rugby league clubs that participate in competitions conducted by the Junior League after the date of the adoption of this Constitution and which are admitted to membership of the Junior League. A reference to a “**Member Body**” in this Constitution is a reference to a Club, and a reference to “**Member Bodies**” is a collective reference to two or more Clubs.

“**Club Member**” means a financial member or life member of a Club and includes a registered player who is aged eighteen (18) years or above, or the nominated parent or guardian of a registered player under the age of eighteen (18) years.

“**Constitution**” means this constitution of the Junior League; and any reference to “**Rules**” includes a reference to the Constitution except as otherwise specified.

“**Cronulla - Sutherland District**” means the area known as the Shire of Sutherland and designated as such pursuant to the *Local Government Act 1993 (NSW)*, or as may otherwise be determined from time to time by the NSWRL.

“**Delegate**” means the person(s) appointed from time to time to act for and on behalf of a Club and to represent the Club at General Meetings.

“**District Club**” means the Cronulla - Sutherland District Rugby League Football Club Limited, or such other successor body as or assumes or performs the same or similar functions as that organisation, or in the alternative the successor organisation to which the Junior League affiliates.

“District Referees Association” means the Cronulla - Sutherland DRFL Referees Association Incorporated or such other body as replaces or assumes or performs the same or similar functions of providing referees and touch judges to officiate at competitions conducted by the Junior League.

“Electronic” shall mean email or other electronic means determined by the General Committee from time to time.

“Executive” means the Chairman, Deputy Chairman, Executive Officer, Director of Finance and Director of Member Services of the Junior League with such powers and functions as provided for in this Constitution and the Competition Rules, Judiciary Guidelines and Policies and Procedures, from time to time.

“Executive Officer” means the Executive Officer of the Junior League.

“Extraordinary General Meeting” means an extraordinary general meeting of the Junior League conducted in accordance with clause 18.5.

“Financial Year” means a period of 12 months commencing on 1 October and ending on 30 September in the next calendar year.

“General Committee” means the General Committee of the Junior League, which is established in accordance with clause 12.1.

“General Meeting” is a collective reference to the Annual General Meeting, an Extraordinary General Meeting and a General Committee Meeting of the Junior League.

“Insolvency Event” means, without limitation:

- (a) a receiver, receiver and manager, administrator, trustee or similar official is appointed over any of the assets or undertaking of that person;
- (b) where a person suspends payments of his debts generally;
- (c) where a person is or becomes unable to pay his debts when they are due or is unable to pay his debts within the meaning of the *Corporations Act 2001* (Cth);
- (d) where a person enters into or resolves to enter into any arrangement, composition or compromise with, or assignment for the benefit of, his creditors or any class of them;
- (e) an application or order is made for the winding up or dissolution of, or the appointment of a provisional liquidator to the person or a resolution is passed or steps are taken to pass a resolution for the winding up or dissolution of the person otherwise than for the purpose of an amalgamation or reconstruction; or
- (f) where that person commits an act of bankruptcy, enters into an assignment for the benefit of creditors, is unable to pay his debts when due, or any application has been made to declare that person bankrupt.

“Intellectual Property” includes all existing and future intellectual property rights, whether registered or unregistered, including but not limited to patents, copyright, registered designs, trademarks, confidential information, business names, logos, designs, rights in relation to software, rights other than copyright rights in relation to images (including photographs, videos or films) and service marks.

“Judiciary Committee” means that sub-committee of the Junior League more fully described in the Regulations.

“Judiciary Chairperson” means the person appointed to that role by the Executive.

“Junior League Arbitration and Appeals Committee” means that sub-committee of the Junior League more fully described in the Regulations.

“Life Member” means a Member of the Junior League in that class.

“Member” means a member, in any class and for the time being, of the Junior League; **“Membership”** has a corresponding meaning.

“Mentally Incapacitated Person” means a person who is an involuntary patient or a forensic patient or a correctional patient within the meaning of the *Mental Health Act 2007* (NSW) or a protected person within the meaning of the *NSW Trustee and Guardian Act 2009* (NSW).

“NSWRL” means New South Wales Rugby League Limited or such other successor body that replaces NSWRL or assumes and performs its.

“Notices” and **“notices”** means a notice given personally, electronically or by mail.

“Objects” means the objects of the Junior League under clause 3.

“PRE AGM” means the General Meeting before the AGM as per clause 18.1

“Public Officer” means the person appointed as the Public Officer of the Junior League in accordance with the Act. Unless otherwise determined, the Executive Officer shall be appointed as the Public Officer.

“Register” means a register of Members, which is to be kept and maintained in accordance with clause 7 and the requirements of the Act.

“Regulation” means *Associations Incorporation Regulation 2016* (NSW).

“Regulations” includes any rules, regulations, by-laws and policies made by the General Committee in accordance with this Constitution.

“Rugby League” means the game of rugby league football and including the other forms of the game played in accordance with the Laws of the Game laid down by the Rugby League International Federation and the Australian Rugby League or such other body as replaces or assumes or performs the same or similar functions as the Australian Rugby League.

“Seal” means the common seal of the Junior League (if any).

“Special Resolution” has the same meaning as given to that term in the Act.

“Sub-Committee” means a sub-committee of the General Committee.

“Team” means any stand-alone team playing in a full season structured competition, in a competitive or non-competitive format approved by the Cronulla - Sutherland District Rugby Football League Club.

2.2 INTERPRETATION

In this Constitution the following rules of interpretation shall apply:

- (a) A reference to a function includes a reference to a power, authority and duty;
- (b) A reference to exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power of authority of the performance of duty;
- (c) Words importing the singular include the plural and vice versa;
- (d) Where a word or phrase is defined, its other grammatical forms have corresponding meanings;
- (e) Words importing any gender include all other genders;
- (f) A reference to a person means and includes a reference to a corporation, incorporated association, trust, partnership, unincorporated association or other entity, whether or not it comprises a separate legal entity;
- (g) Reference to a person include the legal personal representatives, successors and permitted assigns of that person;

- (h) A reference to any legislation or to any provision of any legislation includes any modification or re-enactment of it, any legislative provision substituted for it, and all regulations and statutory instruments promulgated under it;
- (i) A reference “to writing” shall unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a visible form, including messages sent by electronic mail; and
- (j) Any headings and marginal notations in the Constitution have been inserted for convenience only and shall not in any way limit or govern the construction of the terms of the Constitution.

2.3 SEVERENCE

If any provision of this Constitution is declared invalid or is unenforceable, that provision is to be read down if possible, to be valid and enforceable, and otherwise it shall be severed to the extent of the invalidity or unenforceability without affecting the remaining provisions of the Constitution.

2.4 THE ASSOCIATIONS INCORPORATION ACT AND THE MODEL RULES

The rules specified in this Constitution shall apply to the Junior League and the model rules made in accordance with the Act and set out in the Regulation does not apply to the Junior League.

3 OBJECTS OF THE JUNIOR LEAGUE

The Junior League is established solely for the Objects. The Objects of the Junior League are to:

3.1 RESPONSIBILITY TO GOVERN THE JUNIOR LEAGUE

- (a) Ensuring Rugby League can be conducted, encouraged, promoted, advanced and administered in the Cronulla – Sutherland District and New South Wales;
- (b) Ensuring the maintenance and enhancement of the Junior League, the NSWRL, the Members and Rugby League along with its standards, quality and reputation for the benefit of the Members and Rugby League;
- (c) Representing the interests of its Members and of Rugby League generally in any appropriate forum in the Cronulla – Sutherland District;
- (d) Undertaking and or doing all such things or activities which are necessary, incidental or conducive to the advancement of these Objects.

3.2 STRATEGY

- (a) Strive for government, commercial and public recognition of the Junior League as the controlling body for Rugby League in the Cronulla – Sutherland District;
- (b) Abide by, promulgate, enforce and secure uniformity in the application of the rules of Rugby League as may be determined from time to time by Australian Rugby League and / or NSWRL as may be necessary for the management and control of Rugby League and related articles in the Cronulla – Sutherland District;
- (c) Advance the operations and activities of the Junior League throughout the Cronulla – Sutherland District; and
- (d) Have regard to the public interest in its operations.

3.3 COMMERCIAL AND PROMULGATION OF RUGBY LEAGUE

- (a) Applying the property and capacity of the Junior League towards the fulfilment and achievement of these Objects;
- (b) Pursuing such commercial arrangements, including sponsorship and marketing opportunities as are appropriate to further the interests of Rugby League in the Cronulla – Sutherland District; and

- (c) Conducting, encouraging, promoting, advancing and administering Rugby League throughout the Cronulla – Sutherland District.

3.4 COMPLIANCE OF THE RULES AND REGULATIONS

- (a) Adopt and implement such policies as may be developed by Australian Rugby League and / or the NSWRL, including (as relevant and applicable) member protection, anti-doping, health and safety, junior sport, infectious diseases and such other matters as may arise as issues to be addressed in Rugby League;
- (b) At all times promote mutual trust and confidence between the Junior League, the NSWRL, and the Members in pursuit of these Objects;
- (c) Use and protect the Intellectual Property; and
- (d) Recognise any penalty imposed on or by any Member.

3.5 PERFORMANCE TO BE MONITORED

- (a) Further develop Rugby League into an institution and with these Objects in view, to foster, regulate, organise and manage coaching / training / first aid courses, competitions, displays and other activities and to issue badges, medallions and certificates and award trophies to successful members; and
- (b) Promote the economic and community service success, strength and stability of the Junior League, the Members and Rugby League.

3.6 HUMAN BEHAVIOUR TO BE MONITORED AND SUPPORTED

- (a) Act as arbiter (as required) on all matters pertaining to the conduct of Rugby League in the Cronulla – Sutherland District, including disciplinary matters;
- (b) At all times act on behalf of, and in the interests of the Members and Rugby League in the Cronulla – Sutherland District;
- (c) Review and / or determine any matters relating to Rugby League which may arise, or be referred to it, by any Member;
- (d) Do all that is reasonably necessary to enable these Objects to be achieved and enable Members to receive the benefits which these Objects are intended to achieve; and
- (e) Promote the health and safety of Members and all other participants in Rugby League in the Cronulla – Sutherland District.

4 MEMBERSHIP

4.1 MEMBERSHIP

Membership of the Junior League shall comprise the following classes of Membership:

- (a) Clubs;
- (b) Associate Members; and
- (c) Life Members.

4.2 APPLICATION FOR ASSOCIATE MEMBERSHIP

- (a) An application by a person for Associate Membership of the Cronulla-Sutherland District Junior Rugby Football League Incorporated:
 - (i) Must be made in writing (including by email or by other electronic means, if the General Committee so determines) in the form determined by the General Committee; and
 - (ii) Must be lodged (including by electronic means, if the General Committee so determines) with the Executive Officer.
- (b) Applications must be on the prescribed form provided for that purpose as determined by the Executive.
- (c) The prescribed nomination form must be signed by two (2) people, each of whom must at the time of signing and submission of the nomination form either:

- (i) A Delegate, or
- (ii) A Member of the General Committee
- (d) As soon as practicable after receiving an application for membership the Executive Officer will refer the application to the General Committee. The General Committee shall determine whether to approve or reject the application. The General Committee is not required to give any reasons for any such decision.
- (e) As soon as practicable after the General Committee makes that determination the Executive Officer must:
 - (i) Notify the applicant in writing (including by email or other electronic means, if the General Committee so determines) that the General Committee approved or rejected the application (whichever is applicable), and
 - (ii) If the General Committee approve the application, request the applicant to pay (if required under clause 4.3 within the period of twenty-eight (28) days after receipt by the applicant of the notification) the sum of payable under this Constitution by an incoming Member as an entrance fee and by a Member as an annual subscription.
- (f) The Executive Officer must, on payment by the incoming Member of the amounts referred to in clause 4.3 within the period referred to in that provision, enter or cause to be entered the person's name in the Register and, on the name being so entered, the person becomes a Member of the Association.

4.3 FEES AND SUBSCRIPTION

- (a) A Member must, on admission to Membership pay to the Director of Finance a fee of \$5, or if some other amount is determined by the General Committee, that other amount.
- (b) Each Associate Member must pay the amount referred to in clause 4.3(a) to the Director of Finance, annually on or before 1st July or such other date as the General Committee determines from time to time. The amount of the membership fee under clause 4.3(a) subject to clause 4.3(c).
- (c) An Associate Member shall not be required to pay any amount if they are a Club Member.

4.4 The Junior League is an incorporated association registered in NSW according to the Act. The liability of the Members is limited. Every Member of the Junior League undertakes to contribute, to the assets of the Junior League in the event of the Junior League being wound up while the Member is a Member or within one year after the Member ceases to be a Member, for the payment of the debts and liabilities of the Junior League contracted before the Member ceases to be a Member and the costs charges and expenses of winding up the same and for the adjustment of the rights of the contributories amongst Members, such amount as may be required however not exceeding \$1.00 only.

4.5 MEMBER ENTITLEMENTS

- (a) Clubs are entitled to:
 - (i) Receive notice of General Meetings;
 - (ii) Be represented by two (2) Delegates at General Meetings who may speak and vote on behalf of that Club subject to clause 12.1(b) and clause 6.1
- (b) Life Members are entitled to;
 - (i) Receive notice of General Meetings
 - (ii) Attend General Meetings, speak and vote at General Meetings;
 - (iii) Be nominated for positions on the General Committee or sub-committees of the Junior League.
- (c) Associate Members are entitled to;
 - (i) Receive notice of General Meetings
 - (ii) Attend General Meetings but not speak or vote at General Meetings unless elected to the General Committee as per clause 12.1;
 - (iii) Be nominated for positions on the General Committee or sub-committees of the Junior League.

5. LIFE MEMBERS

- 5.1** No person shall be elected as a Life Member of the Junior League except by a resolution passed by 75% majority of the Members of the General Committee of the Junior League present at an Annual General Meeting following the submission to the meeting of a recommendation by the Executive.
- 5.2** The following persons shall be eligible to be elected as a Life Member of the Junior League:
- (a) A person who has completed ten (10) consecutive years or a total of fifteen (15) years in two or more periods in at least one of the following capacities of the Junior League and / or any preceding unincorporated body:
 - (i) A member of the General Committee; and / or
 - (ii) A member of any sub-committee(s) constituted or established by the General Committee.
- 5.3** The Executive shall not recommend a person as a proposed Life Member to an Annual General Meeting unless:
- (a) He is nominated in accordance with the provision of Rules 5.4;
 - (b) The Executive resolves that he is eligible in accordance with clause 5.2 to qualify to be considered for Life Membership; and
 - (c) The Executive resolves that he shall be recommended for Life Membership at the next Annual General Meeting of the Junior League.
- 5.4** Every nomination of a person for Life Membership of the Junior League:
- (a) Shall be in such form as may be prescribed by the General Committee;
 - (b) Shall be proposed by two members of the General Committee or that nominee's Club;
 - (c) Shall be submitted to the Executive Officer by no later than 1 September in any year (in order for that nomination to be considered at the Annual General Meeting in that calendar year) accompanied by a statement as to the eligibility of the nominee for appointment as a Life Member; and
 - (d) Shall be presented by the Executive Officer to a meeting of the Executive in October, provided that it is received by the deadline stated in clause 5.4(c).
- 5.5** A Life Member shall be presented with a suitable memento in recognition of his services to the Junior League.

6. CLUBS' MEMBERSHIP OF THE JUNIOR LEAGUE

6.1 CLUBS

- (a) In order to be, or remain a Member, a Club must enter a Team in a competition conducted by the Junior League. For such time as the Club does not have a Team entered in a competition conducted by the Junior League, but nonetheless has registered players, the Secretary of the Club shall be entitled to exercise the same voting and other rights as an Associate Member, and have the same obligations and shall follow the same procedures on behalf of the Club, as a Club Member, to the extent that this is possible;
- (b) In order to be or remain a Member, a Club must be incorporated;

6.2 APPLICATION FOR MEMBERSHIP FOR A CLUB

An application for Membership by a Club must be:

- (a) in writing on the form prescribed from time to time by the Executive (if any), from the applicant or its nominated representative and lodged with the Junior League;
- (b) accompanied by a copy of the applicant's constitution (which must be acceptable to the Junior League and must substantially conform to this Constitution in the reasonable opinion of the Executive) and a copy of the applicant's current register of members; and
- (c) accompanied by the appropriate fee (if any) determined by the Executive from time to time; and
- (d) be accompanied by sufficient proof of incorporation and copies of the applicant's current financial statements; and
- (e) Accompanied by a signed copy of **Appendix 4 – Club Membership Agreement**

6.3 DISCRETION TO ACCEPT OR REJECT APPLICATION

- (a) The Junior League will review the application in line with its objectives and current strategic plan, and to ensure that the application complies with the requirements in clauses 6.1 and 6.2
- (b) Where the Junior League accepts an application for Membership made in accordance with clause 6, the applicant shall, become a Club Member. A Club Membership shall be deemed to commence upon acceptance of the application by the Junior League. The Executive Officer shall amend the Register accordingly as soon as practicable.
- (c) Where the Junior League rejects an application, the Junior League shall refund any fees forwarded with the application and the application shall be deemed rejected. The Junior League is not required to give any reasons for the rejection of an application for Membership.

6.4 CONTINUANCE OF MEMBERSHIP OF A CLUB

- (a) A Club will remain a member of the Junior League whilst it complies with the requirements in clause 6.1
- (b) Twenty-one (21) days after a Club's annual general meeting, the Club must lodge with Junior League:
 - (i) Any amendments to, or proposed amendments to its constitution;
 - (ii) A copy of the club's financial reports and / or audited accounts or other financial documents tabled to that annual general meeting;
 - (iii) A list of the Club's current members; and
 - (iv) Details as to any change in its Delegates; and
 - (v) Any other information reasonably required by the Junior League.

6.5 DEEMED MEMBERSHIP

All persons and organisations which or who are, prior to the adoption of this Constitution, members of the Junior League shall be deemed members from the time of approval of this Constitution.

7 REGISTER OF MEMBERS

7.1 JUNIOR LEAGUE TO KEEP REGISTER

The Junior League shall keep and maintain a Register, in which shall be entered (as a minimum):

- (a) The full name, address, category of Membership and date of entry of Membership of each Club; and
- (b) The full name, residential address and date of entry of Membership of each Associate Member and Life Member; and
- (c) Where applicable, the date of cessation of Membership of any Member.

Each Member must notify the Secretary in writing of any change in that Member's name, address, and any other information supplied in accordance with this clause 7.1, within one (1) month after the change.

7.2 INSPECTION OF REGISTER

- (a) Subject to clause 7.2(a) and the requirements of the Act (and any relevant confidentiality and privacy considerations), an extract of the Register excluding the address or other direct contact details of any Life Member or Committee Member shall be available for inspection (but not copying) by Members who make a reasonable written request given to the Executive Officer.
- (b) If a Member requests that any information contained on the Register about the Member (other than the Member's name) not be available for inspection, that information must not be made available for inspection.
- (c) A Member must not use information about a person obtained from the Register to contact or send material to the person, other than material relating to the Junior League or for any other purpose necessary to comply with a requirement of the Act or the Regulation.

7.3 USE OF REGISTER

Subject to the requirements of the Act, confidentiality and privacy considerations, the Register may be used by the Junior League to further the Objects, in any such manner that the General Committee considers appropriate.

8 EFFECT OF MEMBERSHIP

Members acknowledge and agree that:

- (a) This Constitution constitutes a contract between each of them and the Junior League and that they are bound by this Constitution and the Regulations as well as any applicable rules, regulations, policies, by-laws, determinations and decisions of the Australian Rugby League Council and NSWRL;
- (b) They shall comply with and observe this Constitution and the Regulations and any determination, resolution or policy which may be made or passed by the Executive or General Committee other entity with delegated authority;
- (c) By submitting to this Constitution and Regulations they are subject to the jurisdiction of the Junior League, NSWRL and Australian Rugby League;
- (d) The Constitution and Regulations are necessary and reasonable for promoting the Objects and particularly the advancement and protection of Rugby League in Cronulla – Sutherland District; and
- (e) They are entitled to all benefits, advantages, privileges and services of Junior League Membership.

9 DISCONTINUANCE OF MEMBERSHIP

9.1 NOTICE OF RESIGNATION

- (a) A Member, having paid all arrears of fees payable to the Junior League, may resign from Membership of the Junior League by giving one (1) month's notice in writing to the Junior League.
- (b) A Club may not resign its Membership, disaffiliate or otherwise seek to withdraw from the Junior League without approval passed by Special Resolution of that Club. A certified copy of the minutes of the meeting at which that the Special Resolution was passed by the Club must be provided to the Junior League.
- (c) If a Club ceases to be a Member under this Constitution, the Membership of all persons affiliated to or registered with or through the Club shall not automatically cease at that time, but instead shall be dealt with in accordance with the Regulations.
- (d) Upon the Junior League receiving notice of resignation of Membership given in accordance with clause 9.1, an entry in the Register shall be made recording the date on which the Member ceased to be a Member.

9.2 CESSATION FOR BREACH

- (a) Membership of the Junior League may be terminated by the Executive upon breach of any clause of this Constitution or the Regulations, including but not limited to the failure to by a Member to pay any monies owed to the Junior League, or the failure of the Member to comply with the Regulations or any resolutions or determinations made or passed by the Executive or any duly authorised sub-committee.
- (b) Membership shall not be terminated by the Executive under clause 9.2(a) without the Executive first providing the Member a reasonable opportunity to be heard, including to explain the breach and/or remedy the breach and/or defend the charge that the Member has breached clause 9.2(a) of the Constitution.
- (c) Where a Member fails, in the Executive's reasonable opinion, to adequately explain the breach, that Member's Membership shall by a resolution of the Executive be terminated under clause 9.2(a) by the Junior League giving written notice of the termination to the Member. The Register shall be amended to reflect any discontinuance of membership as soon as practicable and in accordance with this Constitution.
- (d) Notwithstanding the provisions of clauses 9.2((a) to (c)), Club Membership may only be terminated by a special resolution as per clause 19, after the Executive have furnished reports to the General Committee outlining its recommendations in respect to all such matters referred to in clause 10.1.

9.3 FORFEITURE OF RIGHTS

A Member that ceases to be a Member, for whatever reason, shall forfeit all rights in and claims upon the Junior League and its property and shall not use any property of the Junior League including Intellectual Property. Any Junior League documents, records or other property in the possession, custody or control of that Member shall be returned to the Junior League immediately.

9.4 MEMBERSHIP NOT TRANSFERABLE

- (a) A right, privilege or obligation which a Member has by reason of being a member of Junior League:
 - (ii) Is not capable of being transferred or transmitted to another Member or any other person; and
 - (iii) Terminates upon cessation of that Member's Membership, for whatever reason.

10 DISCIPLINE

10.1 DISCIPLINARY POWERS

- (a) Where the Executive is advised in writing or considers that a Member has allegedly:
 - (i) Breached, failed, refused or neglected to comply with a provision of this Constitution, the Regulations, or regulations or any resolution or determination of the General Committee or any duly authorised sub-committee; or
 - (ii) Acted in a manner unbecoming of a Member, or prejudicial to the purposes of and interests of the Junior League, the NSWRL, the Australian Rugby League or Rugby League; or
 - (iii) Brought the Junior League, NSWRL, the Australian Rugby League, any other Member or Rugby League into disrepute or censure;then the Executive may commence disciplinary proceedings against that Member, and that Member will be subject to, and submits unreservedly to the jurisdiction, procedures, penalties and the appeal mechanisms of the Junior League set out in this Constitution and Regulations.
- (b) The Executive may appoint a Judiciary Committee to deal with any disciplinary matter referred to it. The Judiciary Committee shall investigate such matter and furnish to the Executive a report outlining its recommendation in respect of all such matters.

- (c) The Judiciary Committee appointed shall have the power to cite or cause to appear before it any Member or person over which the Junior League exercise jurisdiction or control when investigating or hearing such complaint.

10.2 DISCIPLINARY PROCEDURE

- (a) Each Club shall have power to cite or cause to appear before it any of its members or a person under its jurisdiction or control against whom a complaint of conduct under clause 10.1(a)
- (b) After proper enquiry and affording any cited person due process in accordance with the rules of the Club, the Club may disqualify, suspend, fine or otherwise deal with any such person and must report its decision in the case of a suspension or disqualification to the Executive Officer within seven (7) days of the date of such decision.
- (c) Every disqualification or suspension imposed pursuant to this clause 10 shall operate throughout the Cronulla – Sutherland District unless an appeal in relation to that decision has been finally determined and allowed.
- (d) If the General Committee has reasonable grounds to believe that any Member has failed to make proper enquiry after receiving a complaint of the nature referred to in Clause 10.2(a), it may direct that Member to commence or complete the enquiry and failing compliance within a reasonable time the Executive may take such action it deems fit.
- (e) The Junior League Arbitration and Appeals Committee shall be the final appellant body in the Cronulla Sutherland District in all matters of dispute, involving anyone or more of those member bodies or persons referred to in clause 10.1 except where there is a provision to the contrary in this constitution.
- (f) A Member while under suspension or disqualification shall not be eligible to hold office with the Junior League or his / her Club.

11 ARBITRATION AND APPEALS

- 11.1 A Junior League Arbitration and Appeals Committee will be established by the Executive, to deal with matters that are referred to it. The Junior League Arbitration and Appeals Committee will investigate and hear such matters subject to guidelines as provided by the General Committee from time to time and furnish to the Executive a report outlining its recommendations in respect of such matters.
 - (a) The Junior League Arbitration and Appeals Committee appointed shall have the power to cause to appear before it any Club or person over which the Junior League exercise jurisdiction or control in investigation and hearing such matters.
 - (b) The Junior League Arbitration and Appeals Committee shall be the final appellant body in the Cronulla – Sutherland District in all matters of dispute or appeals involving anyone or more of those Member Bodies or persons referred to in Clause 7.1 (a) except where there is a provision to the contrary in this constitution.
- 11.2 The Junior League Arbitration and Appeals Committee will consist of the Arbitration and Appeals Chairperson, who shall chair all meetings, and three (3) of the following Members (where possible).
 - (a) A non-Executive Member of the General Committee
 - (b) A Life Member
 - (c) A Club Delegate
- 11.3 The Executive will appoint a Chairperson in the absence of the Arbitration and Appeals Chairperson.

12 THE GENERAL COMMITTEE

12.1 The General Committee shall consist of the following:

- (a) The following office bearers who shall be elected at the Annual General Meeting or subsequent meeting and who shall hold office until the conclusion of the next Annual General Meeting;
 - (i) The Chairman
 - (ii) The Deputy Chairman
 - (iii) The Executive Officer
 - (iv) Director of Finance
 - (v) Director of Member Services
 - (vi) Vice Presidents (Maximum eight (8))
 - (vii) The Registration and Grading Chairperson
 - (viii) The Promotions Chairperson
 - (ix) The Coaching Director
 - (x) The Arbitration and Appeals Chairperson
 - (xi) The Grounds Chairperson
 - (xii) The Insurance Chairperson
 - (xiii) Child Protection Officer
 - (xiv) The Social Secretary
 - (xv) District Club Junior Representative Delegate
 - (xvi) The Patrons
- (b)
 - (i) Club Delegates (as set out in this Constitution, each Club shall have the right to appoint two Club Delegates. The First Delegate must be the President or the Secretary of the Club; the Second Delegate must be a member of the management committee of the Club. Each of the Club Delegates must be members of the Club which they are appointed to represent on the General Committee);
 - (ii) Life Members; and
 - (iii) The Referees Association Delegate.

12.2 The General Committee members referred to in clause 12.1(a) shall be elected at the Annual General Meeting in each year and each member thereof shall take office from immediately after the conclusion of the Annual General Meeting at which they are elected, until the conclusion of the next Annual General Meeting.

12.3 A person shall be eligible to be nominated and elected to more than one position on the General Committee but may only be elected to one (1) position on the Executive.

12.4 Up to four (4) Patrons can be elected at the Annual General Meeting. Each Patron will be an upstanding member of the community, who can assist with promoting the Junior League and its Objects.

12.5 There is no maximum number of consecutive terms for which a member of the General Committee may hold office.

13 ELECTION OF THE GENERAL COMMITTEE

The election of the General Committee pursuant to Rule 12.2 shall take place in the following manner and require a Returning Officer:

13.1 RETURNING OFFICER

- (a) The Returning Officer is nominated by the General Committee to run elections for the General Committee Positions. To ensure the process is conducted fairly the Returning Officer must not be nominated for a Position in the Election.
- (b) The Returning Officer shall be appointment by the General Committee at the first General Meeting in July.

13.2 PREPARING FOR AN ELECTION

The Returning Officer will:

- (a) Decide on the date of the Pre-Annual General Meeting and the Annual General Meeting;
- (b) Call for nominations not less than thirty-five (35) days prior to the annual general meeting. When calling for nominations, details of the positions on the General Committee shall also be provided.;
- (c) Receive nominations and validate all qualifications for nominations to the General Committee prior to the Annual General Meeting as per clause 13.3;
- (d) Present the names for positions to Members for voting at the Pre-Annual General Meeting;
- (e) Run the Annual General Meeting elections as per clause 13.5

13.3 QUALIFICATIONS FOR NOMINATIONS FOR GENERAL COMMITTEE

Only the following persons shall be qualified to be nominated, elected or to hold office as a member of the General Committee of the Junior League:

- (a) An Associate Member
- (b) A Life Member

13.4 FORM OF NOMINATION FOR THE GENERAL COMMITTEE

- (a) Nominations for the General Committee shall be in writing and shall be delivered to the Returning Officer not less than 21 days prior to the day fixed for the holding of the Annual General Meeting;
- (b) Nominations must be on the prescribed form provided for that purpose, as determined by the Executive;
- (c) Nominations must be signed by a Delegate from two (2) Clubs or a Delegate from one (1) Club and a Member of the General Committee.
- (d) Signed by the nominee (who must qualify as per rule 13.3) expressing his willingness to accept the position for which he is nominated.

13.5 ELECTIONS

A candidate shall be eligible to be elected to a position on the General Committee even though he is not present at the Annual General Meeting at which an election is held:

- (a) If the number of nominations received for the General Committee is equal to the number of vacancies to be filled or if there are insufficient nominations received to fill all vacancies on the General Committee then those nominated shall be declared elected only if approved by majority of the Members entitled to vote;

- (b) If there are insufficient nominations received to fill all vacancies on the General Committee or if a person is not approved by a majority of Members (that are entitled to vote) under clause 13.5(a) the positions will be deemed casual vacancies under clause 14.2;
- (c) If there are more than the required number nomination for any position on the General Committee then an election by ballot shall take place;
- (d) Ballots shall be conducted by a returning officer appointed by the General Committee. All ballots shall be simple “first past the post” elections;
- (e) A Member eligible to vote shall mark his ballot paper in such a manner as may be prescribed from time to time by the General Committee;
- (f) The ballots for each of the positions shall take place in the order referred to in clause 12.1(a). Prior to the conduct of each ballot, after the ballot of the position of Chairman, the Returning Officer shall stipulate the name of any candidate who must be struck from the ballot paper because he has already been elected to another position on the General Committee.
- (g) The order in which the names of candidates shall appear on the ballot paper shall be alphabetical order by reference to the surname of the candidate;
- (h) The Returning Officer shall declare the successful candidate or candidates duly elected to each position;
- (i) Any questions relating to the formality of any ballot paper shall be referred to the Returning Officer whose decision shall be final;
- (j) If the votes are tied or equal vote occurs, the election of that position will be held over until the next General Meeting; and
- (k) Ballot papers will be kept by the Returning Officer (who shall retain sole custody of the ballot papers and who shall hold them securely) for eight (8) weeks after the relevant election, and then destroyed.

14 VACANCIES ON THE GENERAL COMMITTEE

14.1 The office of a member of the General Committee shall become vacant if the person:

- (a) ceases to be a Member;
- (b) is removed from office by a special resolution as per clause 19;
- (c) is the subject of an Insolvency Event;
- (d) becomes a Mentally Incapacitated Person;
- (e) tenders to the General Committee resignation in writing and such resignation is accepted by the General Committee;
- (f) is absent from three (3) consecutive meetings of the General Committee without leave of absence granted by the Chairman or the General Committee; or
- (g) dies.

14.2 CASUAL VACANCIES

The General Committee shall have power to appoint any eligible person to the General Committee for the purpose of filling a casual vacancy with regard to any of the positions to in Rule 12.1 and such person shall hold office (unless pursuant to this Constitution he ceases to be a member of the General Committee) until the conclusion of the next Annual General Meeting, when he shall retire unless he is reelected in accordance with the procedures set out in this Constitution. The District Club, Referees Association and each Club shall be entitled to replace any of its Delegates at any time by the delivery to the Executive Officer of a notice in writing to such duly signed by that organisation.

15 POWERS OF GENERAL COMMITTEE

The management and affairs of the Junior League shall be under the control of the General Committee with full authority, subject to the Act and this Constitution, to make all decisions on behalf of the Junior League including but not limited to the following:

- (a) To perform all acts and do all things as appear to the General Committee to be necessary or desirable for the proper management of affairs of the Junior League;
- (b) To employ such personnel as are deemed necessary or appropriate from time to time and such appointments shall be for such period and on such conditions as the General Committee determines;
- (c) To make such Regulations not inconsistent with this Constitution as in the opinion of the General Committee are necessary or desirable for the fulfilment of the Objects and the proper control, administration and management of the business and affairs of the Junior League including in relation to:
 - (i) Regulations dealing with the hearing of allegations of misconduct and foul play by any player or member of a Club;
 - (ii) Regulations regulating the conduct of Annual General Meetings, Extraordinary General Meetings and General Committee Meetings;
- (d) The General Committee shall have power at any time to make Rules and/or alter competition rules and Judiciary guidelines not inconsistent with this constitution for the purpose of carrying out the objects of the Junior League by a Notice of Motion as per clause 22.
- (e) On any matter of urgency in relation to clause 15(d) the Chairman may waive the requirement for Notice in clause 22 with the consent of at least seventy five per cent (75%) of the quorum of the General Committee whom are present at a General Meeting when the proposal for waiver of that requirement is so moved.

16 DELEGATION BY COMMITTEE TO SUB COMMITTEE

- 16.1** The General Committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such Members of the Junior League that the General Committee thinks fit, or otherwise) the exercise of any of the functions of the General Committee that are specified in the instrument, other than:
- (a) this power of delegation, and
 - (b) a function which is a duty imposed on the committee by the Act or by any other applicable law.
- 16.2** A function, the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- 16.3** A delegation under this clause may be made subject to any conditions or limitations as to the exercise of any function, or as to time or circumstances, that may be specified in the instrument of delegation.
- 16.4** Despite any delegation under this clause, the General Committee may continue to exercise any function delegated.
- 16.5** Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the General Committee.
- 16.6** The General Committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- 16.7** A sub-committee may meet and adjourn any meeting as it thinks proper.
- 16.8** Any three (3) members of the sub-committee constitute a quorum for the transaction for the business of a meeting for that sub-committee.

17 EXECUTIVE COMMITTEE

17.1 The Executive shall be comprised of the following persons as elected at the Annual General Meeting in accordance with clause 12.1.

- (a) Chairman;
- (b) Deputy Chairman;
- (c) Executive Officer;
- (d) Director of Finance; and
- (e) Director of Member Services

17.2 The Executive may meet and adjourn as it thinks proper.

17.3 Any four (4) members of the Executive constitute a quorum for the transaction of the business of a meeting of the Executive.

17.4 The Executive shall have full power to make decisions for items that affect the day to day running of the Junior League or the competitions it participates in on behalf of the Junior League in the period between meetings of the General Committee.

17.5 Any decision by the Executive can be overruled by 75% majority vote by the General Committee at a General Meeting.

18 MEETINGS

18.1 PRE-ANNUAL GENERAL MEETING

The Junior League shall hold a General Meeting not more than two (2) weeks prior to the date set for the Annual General Meeting, with notification of the nominated candidates for the General Committee submitted by the returning officer at that meeting. The quorum for business to be transacted at the Pre-Annual General Meeting is the attendance at that meeting by a Delegate representing at least three-quarters of the Clubs.

18.2 ANNUAL GENERAL MEETING

The Annual General Meeting of the Junior League shall be held in the first week of November. At least twenty-one (21) days' notice in writing of the date of such meeting and the business to be transacted there at shall be given to all members of the General Committee and all Junior League Associate members. The quorum for business to be transacted at an Annual General Meeting is the attendance at that meeting by a Delegate representing at least three-quarters of the Clubs.

18.3 The business of the Annual General Meeting shall include:

- (a) Confirmation of the minutes of the previous Annual General Meeting;
- (b) Consideration and adoption of the Annual Report;
- (c) Consideration and adoptions of the financial statement and reports which are required to be submitted to the meeting in accordance with the Act;
- (d) Correspondence;
- (e) Election of office bearers for the period commencing after the end of the Annual General Meeting;
- (f) Business of which due notice has been given;
- (g) General Business

18.4 The Annual General Meeting shall not transact any business except that which is specified in the notice calling the meeting or which, unless the Chairman otherwise directs.

18.5 EXTRAORDINARY GENERAL MEETING

An Extraordinary General Meeting of the Junior League may be called at any time by the Executive and shall be called by the Executive Officer upon the delivery to him / her of a requisition in writing signed by not less than one-third of the Members of the General Committee. The meeting shall be held as soon as practicable but in any case; not later than one (1) month after the receipt of the requisition by the Executive Officer. The requisition shall state the purpose of the meeting and any resolutions which are to be proposed at that meeting. The quorum for business to be transacted at an Extraordinary General Meeting is the attendance at that meeting at all times by a Delegate representing at least three-quarters of the Clubs.

18.6 GENERAL COMMITTEE MEETING

The General Committee shall meet a minimum of six (6) times in each year at such places and times as the General Committee shall determine. A meeting of the General Committee may be convened by the Chairman or Executive Officer giving no less than twenty-four (24) hours' notice to each member of the General Committee. The quorum for business to be transacted at a General Committee Meeting is the attendance at that meeting at all times by a Delegate representing at least three-quarters of the Clubs.

18.7 The business of meetings of the General Committee shall be as follows:

- (a) Confirmation of the minutes of the previous meeting;
- (b) Business arising out of previous minutes;
- (c) Correspondence;
- (d) Reports (as determined by the Chairman)
- (e) Passing of accounts;
- (f) Special business and notices of motion;
- (g) General Business.

18.8 An Extraordinary General Meeting and a General Committee Meeting shall not transact any business except that which is specified in the notice calling the meeting or which, unless the Chairman otherwise directs.

18.9 The Chairman shall preside at every meeting. If he is not present within fifteen (15) minutes of the time appointed for the holding of the meeting or if he is unable or unwilling to act, the Deputy Chairman shall be Chairman of the meeting and failing his availability the members present at the meeting shall elect one of the members to be Chairman of the meeting.

19 SPECIAL RESOLUTIONS

A Special Resolution may only be passed by the Association in accordance with section 39 of the Act.

20 COMMITTEE MEMBERS INTERESTS

20.1 CONFLICT OF INTEREST

A General Committee Member shall declare his interest in any:

- (a) Contractual matter;
- (b) Selection matter,
- (c) Disciplinary matter;
- (d) Financial matter, or
- (e) Any other matter that may be a conflict of interest to their position on the General Committee.

In which a conflict of interest arises or may arise, and shall, unless otherwise determined by the General Committee, absent himself from discussions of such matter and shall not be entitled to vote in respect of such matter. If the General Committee Member votes, that vote shall not be counted. In the event of any uncertainty as to whether it is necessary for a General Committee Member to absent himself from discussions and refrain from voting, the issue should be immediately determined by vote of the General Committee, or if this is not possible, the matter shall be adjourned or deferred.

20.2 DISCLOSURE OF INTEREST

- (a) The nature of the interest of such General Committee Member must be declared by the General Committee Member at the meeting of the General Committee of which the relevant matter is first taken into consideration. If the interest, then exists or in any other case at the first meeting of the Committee after the acquisition of the interest. If a Committee Member becomes interested in a matter after it is made or is entered the declaration of the interest must be made at the first meeting of the committee held after the Committee Member becomes so interested.
- (b) All disclosed interests must also be disclosed to each Annual General Meeting in accordance with the Act.

20.3 GENERAL DISCLOSURE

A general notice that a Committee Member is a member or specified firm or Company and is to be regarded as interested in all transactions with that firm or Company is sufficient declaration under Clause 20.2 as regards such Director and the said transactions. After such general notice it is not necessary for such committee member to give a special notice relating to any particular transaction with that firm or company.

20.4 RECORDING DISCLOSURES

Any declaration made, any disclosure of any general notice given by a committee member in accordance with, 20.2 and / 20.3 must be recorded in the minutes of the relevant meeting.

21 VOTING AND DECISIONS

- 21.1** Questions arising at a General meeting, Executive meeting or meeting of any Sub-Committee appointed by the General Committee are to be determined by a majority of the votes of Members of the Committee or sub-committee present at the meeting and entitled to vote;
- 21.2** Each member of the General Committee, the Executive and each sub-committee is entitled to one vote in respect of any vote taken at any meeting of the body that he is a member of. In the event of an equality of votes on any question, the chairman of the meeting may exercise a second or casting vote. If the chairman does not exercise a casting vote the motion will be declared lost;
- 21.3** The General Committee, Executive and any sub-committee appointed by the General Committee may act despite any vacancy, provided that the applicable quorum is maintained.

22 NOTICES OF MOTION

- (a) Members entitled to vote may submit notices of motion for inclusion as special business at a General Meeting. All notices of motion must be submitted in writing to the Executive Officer not less than twenty-one (21) days (excluding receiving date and meeting date) prior to the General Meeting. The Executive Officer will notify the members of the General Committee not less than fourteen (14) days prior to that meeting

- (b) If a motion is lost, it shall not be resubmitted for consideration at a General Meeting of the Junior League until after the expiration of three (3) months from the date of the meeting at which it was last moved.

23 VOTING AT GENERAL MEETINGS

- 23.1** Only Members of the General Committee as per clause 12.1 but subject to clause 23.4 shall be entitled to speak and vote at any meeting. Each Member entitled to vote is entitled to one (1) vote.
- 23.2** Every matter put to the vote of a meeting shall be decided on a show of hands unless a poll (before or on the declaration of the result of the show of hands) is demanded subject to clause 13.5;
 - (a) By the Chairman, or
 - (b) By at least two (2) Members present either through a Delegate or otherwise.
- 23.3** Associate Members are allowed to attend General Meetings but are not entitled to speak or vote at any General Meeting on any resolution.
- 23.4** Patrons are not entitled to vote at General Meetings.

24 PROXY VOTES NOT PERMITTED

Proxy voting must not, in any circumstances or in any way, be undertaken at or in respect of a General Meeting.

25 NOTICES

- 25.1** A notice may be given either personally, electronically or by sending it by prepaid post to the registered address or if no registered address within New South Wales, to be the last known address supplied to the Junior League.
- 25.2** A notice shall be deemed to have been served on the next day which is not a public holiday following the day on which the same shall have been posted.
- 25.3** The period of notice with respect to meetings of the Junior League shall be as follows:
 - (a) Not less than twenty-one (21) days in respect of the Annual General Meeting;
 - (b) Not less than seven (7) days in respect of an Extraordinary General Meeting;
 - (c) Twenty-four (24) hours in respect of any meeting of the General Committee.
- 25.4** The accidental omission to give notice of a meeting to any member or the non-receipt of a notice of a meeting by any member shall not invalidate the proceedings of any meeting unless otherwise provided for in the Act.
- 25.5** Members are required to notify the Executive Officer of any change of address or contact details.

26 POSTAL AND ELECTRONIC BALLOTS

No motion shall be determined by a postal or electronic ballot unless determined by the General Committee. If the General Committee so determines, the postal or electronic ballot shall be conducted under the procedures set by the General Committee from time to time.

27 USE OF TECHNOLOGY AT MEETINGS

- 27.1** At a Meeting of the Executive or Sub-Committees appointed by the General Committee a meeting may be held at two or more venues using any technology approved by the committee that gives each of the committee members a reasonable opportunity to participate.

27.2 A member of the Executive or Sub-Committees appointed by the General Committee in a meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

28 STRATEGIC FORUM OF ASSOCIATION

28.1 STRATEGIC FORUMS

The Junior League shall hold a strategic forum at least once per year. The object of the strategic forum is to:

- (a) inform the General Committee of significant membership issues;
- (b) assist the General Committee to design or review the Junior League's strategic plan and direction;
- (c) discuss state-wide issues;
- (d) provide feedback to the General Committee on the results of its governance decisions in practice at Member level.

28.2 ATTENDEES AT STRATEGIC FORUMS

The following persons may attend strategic forums of the Junior League:

- (a) up to two (2) representatives from each Club (who must be from the Clubs Committee),
- (b) the Executive; and
- (c) such other persons the General Committee considers should be invited.

29 GRIEVANCE PROCEDURES

- (a) The grievance procedure set out in this clause applies to disputes under this Constitution between a Member and:
 - (i) another Member; or
 - (ii) the Junior League.
- (b) The parties 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 to all parties.
- (c) If the parties are unable to resolve the dispute at the meeting or if a party fails to attend, then the parties must, within ten (10) days, refer the dispute to the Executive for resolution to the Junior League Arbitration and Appeals Committee.
- (d) The Junior League Arbitration and Appeals committee shall be the final appellant body in the Cronulla – Sutherland District in all matters of dispute or Appeals involving anyone or more of those member Bodies or persons referred to in clause 29(a) except where there is a provision to the contrary to this constitution.
- (e) The General Committee may prescribe additional grievance procedures in regulations consistent with Clause 29.

30 FINANCIAL YEAR

The financial year of the Junior League shall commence on 1 October and ending 30 September in next calendar year.

31 SEAL

The common seal of the Junior League shall be kept by the Executive Officer and shall not be affixed to any instrument except by authority of the General Committee in the presence of two (2) members of the General Committee who shall sign every instrument to which such seal is affixed.

32 INSURANCE

The General Committee shall affect and maintain Management and Liability insurance that covers the Executive and the General Committee.

33 FUNDS

- 33.1** The funds of the Junior League are to be derived from entrant fees, annual fees, donations and any other source determined by the Junior League.
- 33.2** The Director of Finance shall ensure that all monies received by the Junior League is deposited as soon as practicable into a bank account in the name of the Junior League and appropriate receipts issued in regard thereto.
- 33.3** All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by the Chairman, Executive Officer and Director of Finance jointly or any two of them.
- 33.4** The funds of the Junior League are to be used solely in pursuance of the Objects of the Junior League in such manner as the General Committee shall determine.

34 CUSTODY

- 34.1** The Executive Officer shall ensure that records of the business of the Junior League including Regulations, the Register, minutes of all meetings and a file of correspondence are kept. These records shall be available for inspection free of charge to any member of the Junior League at any reasonable hour.
- 34.2** The Director of Finance of the Junior League shall furnish to the General Committee at least once a month a financial statement detailing items of revenue, income and payments at the time that statements are furnished, and he / she shall produce a statement from any financial institution with whom the Junior League operates an account at such General Meeting as it may determine.
- 34.3** The Director of Finance shall keep all bank and financial records of the Junior League and shall make them available for inspection free of charge to any Member of the Junior League at any reasonable hour.

35 AUDITOR

- (a) A properly qualified auditor or auditors shall be appointed by the Junior League at the Annual General Meeting. The Auditors duties shall be regulated in accordance with the Act and generally accepted principals, and / or any applicable Code of Conduct. The Auditor may be removed by the Junior League at a General Meeting.
- (b) The Accounts of Junior League shall be examined, and the correctness of the Profit and Loss account and Balance Sheets ascertained by an Auditor or Auditors at the conclusion of each financial year.

36 LEGAL COUNSEL

A properly qualified legal practitioner or legal practitioners shall be appointed by the Junior League at the Annual General Meeting or subsequent meeting. The Legal Practitioner may be removed by the Junior League at a General Meeting.

37 AMENDMENT

This Constitution may be altered, modified, repealed or replaced only by Special Resolution of the Junior League, which is passed in accordance with the Act.

38 WINDING UP

In the event of winding up of the Junior League, then subject to the requirements and limitations set out in the Act, any surplus property of the Junior League shall be divided up between the remaining Clubs. Fifteen (15) percent (%) of the surplus will be divided equally between the Clubs and the remaining surplus will be divided by the average number of players from the past five (5) years for each Club.

39 STATUS AND COMPLIANCE OF THE JUNIOR LEAGUE

Recognition of Junior League. The Members acknowledge and agree the Junior League shall:

- (a) Be or remain incorporated in New South Wales;
- (b) Apply its property and capacity solely in pursuit of the Objects and Rugby League;
- (c) Do all that is reasonably necessary to enable the Objects to be achieved;
- (d) Act in good faith and loyalty to ensure the maintenance and enhancement of Rugby League, its standards, quality and reputation for the benefit of the Members and Rugby League;
- (e) Not disaffiliate or otherwise seek to withdraw from NSWRL without approval by Special Resolution; and
- (f) Abide by the NSWRL and Australian Rugby League Constitutions and the Rules of Rugby League.

40 STATUS AND COMPLIANCE OF CLUBS

- (a) The constituent documents of each Club shall, at the earliest available opportunity, but within one (1) year of the commencement of this Constitution, recognise the Junior League as the authority for Rugby League in the Cronulla – Sutherland District, the NSWRL as the authority in New South Wales and the Australian Rugby League as the national authority for Rugby League in Australia.
- (b) Clubs within twenty-one (21) days of the commencement of this constitution will provide Junior League with a signed copy of Appendix 4 – Club Membership Agreement

41 INDEMNITY

- (a) To the extent permitted by law and without limiting the powers of the Junior League, the Junior League must indemnify each person who is, or has been, a member of the Executive or an elected officer of the Junior League against any liability which results from facts or circumstances relating to the person serving or having served in that capacity in relation to the Junior League:
 - (i) to any person (other than the Junior League or a related body corporate), which does not arise out of conduct involving a lack of good faith or conduct known to the person to be wrongful; and
 - (ii) for costs and expenses incurred by the person in defending proceedings, whether civil or criminal, in which judgment is given in favour of the person or in which the person is acquitted, or in connection with any application in relation to such proceedings in which the court grants relief to the person under the Law.
- (b) The Junior League need not indemnify a person as provided for in clause 41(a) in respect of a liability to the extent that the person is entitled to the benefit of an indemnity in respect of that liability under a contract of insurance.
- (c) To the extent permitted by law and without limiting the powers of the Junior League, the Executive may authorise the Junior League to, and the Junior League may enter into any.

- (i) documentary indemnity in favour of; or
 - (ii) insurance policy for the benefit of,
 - (iii) a person who is, or has been, a person described in clause 41(a).
- (d) The benefit of each indemnity given in clause 41(a) continues, even after its terms or the terms of this paragraph are modified or deleted, in respect of a liability arising out of acts or omissions occurring prior to the modification or deletion.

42 APPENDIX 1 – GENERAL COMMITTEE PORTFOLIOS

43 APPENDIX 2 – SUB – COMMITTEE PORTFOLIOS

44 APPENDIX 3 – CLUBS MEMBERSHIP REGISTER

45 APPENDIX 4 – CLUB MEMBERSHIP AGREEMENT

46 APPENDIX 5 – MEMBERSHIP FLOW CHART