



NEW SOUTH WALES
ASSOCIATIONS INCORPORATION ACT, 2009

OBJECTS AND CONSTITUTION

OF

NORTH WEST SYDNEY
FOOTBALL REFEREES ASSOCIATION

INCORPORATED

REGISTERED No : Y 12869-12

VERSION 12
November 2019



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Registered No : Y 12869-12

ABN : 64 778 330 512

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**NEW SOUTH WALES
ASSOCIATIONS INCORPORATION ACT, 2009**

OBJECTS

OF

**NORTH WEST SYDNEY
FOOTBALL REFEREES ASSOCIATION
INCORPORATED**

Registered No Y 12869-12

ABN 64 778 330 512

1. To foster the game of football ("Game").
2. To provide referees to officiate in all games recognised by the Association.
3. To encourage members and other interested persons to be well versed in the Laws of the Game as promulgated by the Federation Internationale de Football Association and to develop members to become proficient as referees.
4. To seek and maintain affiliations to those organisations appropriate to the interests of the Association.
5. To ensure that members receive just and fair treatment.
6. To represent the interests of the Association to such football bodies as may be necessary for the advancement of the Game and the interests of referees and refereeing generally.



**NEW SOUTH WALES
ASSOCIATIONS INCORPORATION ACT, 2009**

**CONSTITUTION
OF
NORTH WEST SYDNEY
FOOTBALL REFEREES ASSOCIATION
INCORPORATED**

Registered No Y 12869-12

ABN 64 778 330 512

PART 1 PRELIMINARIES

1. NAME

1.1 The organisation shall be known as the "North West Sydney Football Referees' Association Incorporated".

2. INTERPRETATION

2.1 In the Constitution and By-Laws except in so far as the context or subject matter otherwise indicates or requires –

- (a) "Association" or "NWSFRA" means the North West Sydney Football Referees' Association Incorporated.
- (b) "Clause" means a clause in the Constitution of North West Sydney Football Referees' Association Incorporated.
- (c) "Constitution" means the Constitution of North West Sydney Football Referees' Association Incorporated.
- (d) "Delegate" means a person elected to represent the Association to another body.
- (e) "Executive Committee" means the committee of the Association constituted under clause 17.1 (a).
- (f) "FFA" means Football Federation Australia Ltd.
- (g) "FIFA" means the Federation Internationale de Football Association.
- (h) "Football NSW" or "FNSW" means Football New South Wales Limited.



- (i) "general meeting" means a General Meeting, or Special General Meeting, or Annual General Meeting of the Association.
- (j) "NWSF" means "North West Sydney Football".
- (k) "Member" means any person admitted to membership of the Association under this Constitution.
- (l) not used
- (m) "Official" means a person holding office under clause 17.3.
- (n) "Poll" means secret voting by ballot.
- (o) "Public Officer" means the person appointed to this office under this Constitution and in accordance with the Act.
- (p) "qualified referee" means a person holding a referee's certificate issued by FNSW.
- (q) "Referee" shall include Assistant Referee and Fourth Official.
- (r) "the Act" means the Associations Incorporation Act 2009.
- (s) "the Regulation" means the Associations Incorporation Regulation 2010.
- (t) "Secretary" means the person holding office under this Constitution as Secretary of the Association; or where no such person holds that office the Public Officer of the Association.
- (u) "electronic mail" means emails or other forms of electronic transfer of data
- (v) "MC" means the Management Committee of NWSFRA
- (w) "GPT" means the General Purpose Tribunal of NWSF

2.2 In this Constitution –

- (i) A reference to a function includes a reference to a power, authority and duty;
- (ii) A reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty;
- (iii) A reference to a gender includes both male and female genders;
- (iv) A reference to a singular includes a plural and vice versa; and
- (v) A reference to written forms of communication includes the use of electronic mail.

2.3 The provisions of the Interpretation Act, 1987, apply to and in respect of the Constitution and By-Laws in the same manner as those provisions would so apply if the Constitution and By-Laws were an instrument made under the Interpretation Act, 1987.

PART 2 MEMBERSHIP

3. MEMBERS' QUALIFICATIONS

3.1 A natural person is qualified to be a member of the Association if –



- (a) the person has not ceased to be a member of the Association at any time after incorporation of the Association under the Act; or
- (b) the person has –
 - (i) applied for membership as provided by clause 4; and
 - (ii) been approved for membership of the Association as provided by clause 4; and
 - (iii) paid or agreed to pay the sum payable under this Constitution by a member as annual subscription; or
- (c) the person is a duly elected Life Member.

4. APPLICATION FOR MEMBERSHIP

- 4.1 Any person desirous of being admitted as a member of the Association shall complete the registration process.
- 4.2 As soon as practicable after receiving an application for membership, the Appointments Chairman shall refer the application to the Management Committee for approval or rejection of said application.
- 4.3 Applicants who are qualified referees shall hold a referee's certificate issued by FNSW or be eligible for issue of such certificate.
- 4.4 An applicant who is a qualified referee or who has had previous refereeing experience with a recognised refereeing organisation shall present a clearance from the referee organisation of which they were a member.
- 4.5 An applicant desirous of becoming an Active Member and who has no previous refereeing experience shall attend a coaching course on the Laws of the Game and successfully pass the relevant theory examination prescribed by FFA.
- 4.6 An applicant who was previously a qualified referee may be required to sit for an appropriate theory examination in accordance with the requirements of the FFA Grading Schedule.
- 4.7 An applicant must read and complete the relevant Child Protection Forms as required by New South Wales legislation at the time of completing the registration process and forward the signed form to the Secretary.
- 4.8 The membership year shall be from 01 April to 31 March of the following year. Membership shall be renewed on an annual basis.
- 4.9 Persons desirous of seeking re-admission as a member or renewing their membership of the previous year shall complete the registration process.
- 4.10 Where the Management Committee (MC) approves an application for membership, this is recorded within the said meeting minutes and this membership is granted on the condition that the member agrees to pay the sum payable under this Constitution as an annual subscription. The sum payable may be deducted directly from funds accrued at the end of or the winter season together with any other fees that are applicable. Where the member has not accrued funds during the winter season then an invoice will be prepared and forwarded to the member for payment prior to the end of the winter season or earlier as directed by the MC.
- 4.11 On acceptance of membership by the MC the applicant becomes a Member of the Association upon acceptance of the Terms and Conditions of clause 4.9 and 4.10



- 4.12 On payment by the applicant of the amount in accordance with clause 4.10, or agreement to pay, the applicant becomes a Member of the Association.
5. CESSATION OF MEMBERSHIP
- 5.1 A person ceases to be a Member of the Association if the person –
- dies; or
 - resigns that membership; or
 - does not renew that membership; or
 - is expelled from the Association.
6. MEMBERSHIP ENTITLEMENTS NOT TRANSFERRABLE
- 6.1 A right, privilege or obligation which a person has by reason of being a Member of the Association –
- is not capable of being transferred or transmitted to any other Member or Official; and
 - terminates upon cessation of the person's membership.
7. RESIGNATION OF MEMBERSHIP
- 7.1 A Member of the Association is not entitled to resign that membership except in accordance with this clause.
- 7.2 A Member of the Association who has paid all amounts to the Association in respect of the member's membership may resign from membership of the Association by first giving notice (being not less than 1 month or not less than such other period as the Management Committee may determine) in writing to the Secretary of the member's intention to resign and, upon the expiration of the period of notice, the Member ceases to be a Member.
- 7.3 Where a Member of the Association ceases to be a Member pursuant to clause 7.2, and in every other case where a Member ceases to hold membership, the Appointments Chairman shall make an appropriate entry in the Register of Members recording the date on which the Member ceased to be a Member.
8. REGISTER OF MEMBERS
- 8.1 The Appointments Chairman of the Association shall establish and maintain a Register of Members of the Association specifying the name, address, telephone number, date of birth, membership category and class of certificate held for each person who is a Member of the Association together with the date on which the person became a Member and FNSW and FFA registration data for all Members.
- 8.2 The Register of Members shall be kept in the Association database. Any Member of the Association will have access to the list of Members on the Association's website.
- 8.3 The Appointments Chairman shall maintain a register of suspended Members and keep FNSW advised of suspensions for periods exceeding one month .
9. CLASSIFICATION OF MEMBERS
- 9.1 Members who are qualified referees shall be classified as Level 4, Level 3, Level 2 or Level 1 referees according to FFA's Australian Officiating Development Schedule.
- 9.2 Applicants approved for membership shall be categorised as follows –



- (a) Active Member - a qualified referee accepting appointments to officiate at games.
- (b) Non-Active Member - a qualified referee not accepting appointments to officiate at games.
- (c) Provisional Member - a new referee who intends to be an active member and who has satisfied the Laws of the Game certificate examination requirements but has yet to satisfy field test requirements.
- (d) Associate Member - a person who is not a qualified referee and who has reached the minimum age of 12 years.

9.3 Members who are qualified referees and who desire to seek regrading to a higher National classification shall submit a written request to the Technical Sub-Committee. The request shall be referred to the Appointments Committee who shall verify the member's eligibility whereupon the member shall –

- (a) if a Level 4 referee, be invited to attend the mandatory lecture sessions prescribed by FFA for members seeking regrading to Level 3. Upon completion of the lecture sessions, the member shall be field tested in the presence of an Association Assessor appointed by the Technical Sub-Committee. Upon satisfying the field test requirements, the member shall be classified as a Level 3 referee; or
- (b) if a Level 3 referee, be invited to attend the mandatory lecture sessions for members seeking regrading to Level 2 and upon completion shall sit for the Level 2 Theory Examination prescribed by FFA. Upon successful completion of the theory examination the member shall then be field tested in the presence of an Association Assessor appointed by the Technical Sub-Committee. Upon satisfying the field test requirements, the FFA Application for Level 2 Certificate form shall be completed and submitted to FNSW. Additional field tests will be undertaken by the referee in accordance with FFA requirements; or
- (c) if a Level 2 referee, be invited to attend the mandatory lecture sessions for members seeking regrading to Level 1 and upon completion shall sit for the Level 1 Theory Examination prescribed by FFA. Upon successful completion of the theory examination the member shall then be field tested in the presence of an Association Assessor appointed by the Technical Sub-Committee. Upon satisfying the field test requirements, the FFA Application for Level 1 Certificate form shall be completed and submitted to FNSW. Additional field tests will be undertaken by the referee in accordance with FFA requirements.

9.4 Members who are qualified referees may be field tested in the presence of an Association Assessor appointed by the Technical Sub-Committee. All members shall be organised into groups for the purpose of appointments. The Grading Sub-Committee shall arrange groupings according to the refereeing ability of members. Groupings shall be reviewed by the Grading Sub-Committee at least once each year.

9.5 Members may apply for a reassessment of their grouping by submitting a written application to the Technical Sub-Committee. Applications shall be examined by the Grading Sub-Committee who shall decide whether the applicant's refereeing ability warrants placement in another group. If considered necessary, the Grading Sub-Committee shall arrange a field test on a suitable game in the presence of an Association Assessor in order to decide on the applicant's grouping.

10. MEMBERS' OBLIGATIONS

10.1 Members shall officiate on games only with the prior approval of the Association.

10.2 Members shall not take any action that may affect in any adverse way other members of the Association.



10.3 Members shall be bound by the Constitution of the Association and any By-Laws which are in force from time to time.

11. ANNUAL SUBSCRIPTION

11.1 A Member of the Association, other than a Life Member, shall upon admission to membership pay or agree to pay to the Association an annual subscription which shall be determined at a general meeting. Annual subscriptions so determined shall remain in force until such time as they are changed at a subsequent general meeting.

11.2 The Management Committee shall submit to a general meeting a resolution specifying an annual subscription for approval by the members, such amount as submitted to be determined by the Management Committee in accordance with the financial requirements of the Association for its proper operation.

11.3 The annual subscription shall include those amounts rightfully owed by the Association to other organisations to which the Association is affiliated.

11.4 The Annual Subscription shall become due and payable upon being admitted to membership.

11.5 Members shall be deemed financial if their accumulated match expense reimbursements as a refereeing official are equal to or greater than the annual subscription.

11.6 Members failing to pay annual subscriptions in accordance with this clause 11 shall be deemed unfinancial and may be subject to disciplinary action in accordance with clause 15.

12. LEVIES

12.1 A special resolution for a levy may be approved at a Special General Meeting or Annual General Meeting.

12.2 A levy on match expense reimbursements received by members as refereeing officials may be approved upon submission by the Management Committee of a special resolution to a Special General Meeting or Annual General Meeting, such submission to be determined in accordance with the financial requirements of the Association for its proper operation. A levy on match expense reimbursements so determined shall remain in force until such time as it is changed at a subsequent Special General Meeting or Annual General Meeting.

13. MEMBERS' LIABILITIES

13.1 The liability of a member of the Association to contribute towards the payment of debts and liabilities of the Association or the cost, charges and expenses of the winding up of the Association is limited by the amount, if any, unpaid by the member in respect of membership of the Association as determined by clauses 11 and 12.

14. LIFE MEMBERS

14.1 A member of the Association may be appointed as a Life Member upon approval of a special resolution at any Annual General Meeting. Only one member may be so appointed at any given Annual General Meeting.

14.2 A member shall only be considered for Life Membership after a minimum of ten (10) years membership, a portion of which may have been served as a Non-Active Member,



or may be recognised for outstanding service to the Association and/or the unincorporated body prior to the expiration of ten (10) years, and must be financial at the time of nomination.

- 14.3 A nomination for Life Membership may be submitted by any member and shall be lodged in writing with the Secretary by 31 August or sixty (60) days prior to the date notified for the next Annual General Meeting whichever is the earlier. Nominations shall be considered by the Management Committee which shall determine the candidate, if any, to be submitted under a special resolution for proposed election.
- 14.4 A Life Member shall be entitled to all privileges of membership of the Association.
- 14.5 Life Members shall not be required to pay membership or affiliation fees.
- 14.6 Life Members shall provide confirmation of contact data and desired involvement at the commencement of each membership year.
- 14.7 Life Members of the unincorporated body shall be Life Members of the Association.
15. DISCIPLINING OF MEMBERS
- 15.1 The Association shall be empowered to take action against Members in accordance with this clause.
- 15.2 Except as provided in clause 11.6 or as specified in any By-Laws or Standing Orders made pursuant to this Constitution, the procedures in clauses 15.3 to 15.14 inclusive for disciplining Members shall apply.
- 15.3 Where the Executive Committee is of the opinion that a Member has –
- (a) refused or neglected to comply with a provision of this Constitution; or
 - (b) refused or neglected to comply with a provision of the By-Laws; or
 - (c) acted in a manner prejudicial to the interests of the Association or its members or refereeing in general,
- the Executive Committee may request the Member to submit to the Executive Committee written representations in relation to the matters in clause 15.3(a)-(c) within a timeframe considered appropriate by the Executive Committee, and
- the Executive Committee may, by resolution –
- (d) impose a fine and/or censure the Member; or
 - (e) suspend the Member from specified activities for a specified period; or
 - (f) suspend the Member from membership of the Association for a specified period; or
 - (g) expel the Member from membership of the Association; or
 - (h) refer the matter to the Management Committee of the Association for their determination.
- 15.4 A resolution of the Executive Committee under clause 15.3 (d) to (h) is of no effect unless the Executive Committee, at a meeting held not earlier than 7 days and not later than 28 days after service on the Member of a notice under clause 15.5, confirms the resolution in accordance with clause 15.6.
- 15.5 Where the Executive Committee passes a resolution under clause 15.3 (d) to (h), the Secretary shall, as soon as practicable, cause a notice in writing to be served on the Member which –



- (a) sets out the resolution of the Executive Committee and the grounds on which it is based; and
 - (b) states that the Member may address the Executive Committee at a meeting to be held not earlier than 7 days and not later than 28 days after service of the notice; and
 - (c) states the date, place and time of that meeting; and
 - (d) informs the member that he may do either or both of the following –
 - (i) attend and speak at the meeting;
 - (ii) submit to the Executive Committee at or prior to the date of that meeting written representations relating to the resolution.
- 15.6 At a meeting of the Executive Committee held as referred to in clause 15.5, the Executive Committee shall –
- (a) give to the Member an opportunity to make oral representations; and
 - (b) give due consideration to any written representations submitted to the Executive Committee by the Member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm, vary or revoke the resolution made under clause 15.3.
- Legal representation shall only be permitted at a hearing of the Executive Committee upon prior lodgement of a fee as prescribed in the By-Laws.
- 15.7 Where the Executive Committee confirms a resolution under clause 15.6, the Secretary shall, within 7 days after that confirmation, send a notice in writing informing the member of the fact and the member's right of appeal under clause 16.
- 15.8 A resolution confirmed by the Executive Committee under clause 15.6 does not take effect –
- (a) until the expiration of the period within which the Member is entitled to appeal against the resolution where the Member does not exercise the right of appeal within that period; or
 - (b) where within that period the Member exercises the right of appeal, unless and until the Association confirms the resolution made pursuant to clause 16.5 and notifies the Member in accordance with clause 16.6.
- 15.9 Where the Executive Committee passes a resolution referring the matter to the Management Committee as provided by clause 15.3 (i), the Secretary shall, as soon as practicable, cause a notice in writing to be served on the Member which –
- (a) sets out the resolution of the Executive Committee; and
 - (b) states that the Member may address the Management Committee at a meeting to be held not earlier than 7 days and not later than 28 days after service of the notice; and
 - (c) states the date, place and time of that meeting; and
 - (d) informs the member that he may do either or both of the following –
 - (i) attend and speak at the meeting;
 - (ii) submit to the Management Committee at or prior to the date of that meeting written representations relating to the resolution.
- 15.10 At a meeting of the Management Committee held as referred to in clause 15.9, the Management Committee shall –
- (a) give to the Member an opportunity to make oral representations; and
 - (b) give due consideration to any written representations submitted to the Management Committee by the Member at or prior to the meeting; and
 - (c) by resolution may determine to –
 - (i) impose a fine and/or censure the member; or
 - (ii) suspend the Member from specified activities for a specified period; or
 - (iii) suspend the Member from membership for a specified period; or



(iv) expel the Member from the Association.

Legal representation shall only be permitted at a hearing of the Management Committee upon prior lodgement of a fee as prescribed in the By-Laws.

15.11 Where the Management Committee passes a resolution under clause 15.10, the Secretary shall, within 7 days after passing that resolution, by notice in writing inform the member of the fact and of the member's right of appeal under clause 16.

15.12 A resolution passed by the Management Committee under clause 15.10 does not take effect –

- (a) until the expiration of the period within which the Member is entitled to appeal against the resolution where the Member does not exercise the right of appeal within that period; or
- (b) where within that period the Member exercises the right of appeal, unless and until the Association confirms the resolution pursuant to clause 16.5 and notifies the Member in accordance with clause 16.6.

16. RIGHT OF APPEAL OF A MEMBER

16.1 A Member may appeal to the Association's Appeals Committee against a resolution of the Executive Committee which is confirmed under clause 15.6, or against a resolution of the Management Committee which is passed under clause 15.12, within 7 days after notice of the resolution is served on the Member by lodging with the Secretary a notice to that effect.

16.2 A Member may also appeal to the Association's Appeals Committee against a decision made by any committee or sub-committee which affects the Member within 7 days of being informed of that decision by lodging with the Secretary a notice to that effect.

16.3 A notice of appeal lodged with the Secretary pursuant to clauses 16.1 or 16.2 shall –

- (a) state the grounds upon which the appeal is made; and
- (b) enclose an appeals fee as prescribed in the By-Laws.

16.4 Legal representation shall only be permitted at a hearing of the Appeals Committee upon lodgement of a fee as prescribed in the By-Laws.

16.5 Upon receipt of a notice from a Member under clause 16.1 or 16.2, the Secretary shall notify the Appeals Committee which shall meet within 21 days after the date on which the Secretary received the notice.

16.6 At an Appeals Committee of the Association convened under clause 16.5 –

- (i) no business other than the question of the appeal shall be transacted; and
- (ii) the Executive Committee or the Management Committee or such other sub-committee as relevant and the Member shall be given the opportunity to state their respective cases orally or in writing, or both; and
- (iii) the Appeals Committee present shall vote on the question of whether the resolution should be confirmed, varied, or revoked.

16.7 The Appeals Committee shall, within 7 days of their meeting, cause a letter stating their decision to be sent to the Member.

16.8 Should the Member not accept the resolution of the Appeals Committee, they have the right of appeal to FNSW. A Member's intention to so appeal shall be notified in writing, which notice shall be lodged with the Secretary within 7 days of receiving the notice sent under clause 16.7.



PART 3 COMMITTEES, SUB-COMMITTEES AND OFFICIALS

17. COMMITTEES AND SUB-COMMITTEES

17.1 Committees of the Association shall comprise –

(a) Executive Committee

President
Secretary
Treasurer
The Senior Vice-President
The Junior Vice President

(b) Management Committee

President
Senior Vice President
Junior Vice President
Junior Vice President (Under 21 years)
Secretary
Treasurer
Assistant Treasurer
Equipment Officer
Appointments Committee Chairman

The Appointments Committee Chairman shall designate another member of the Appointments Committee to attend a Management Committee meeting when the appointments workload precludes attendance by the Chairman.

Technical Sub-Committee Chairman
Coach

Where the Technical Sub-Committee Chairman is also the Coach, one other member of the Technical Sub-Committee shall be designated as a member of the Management Committee.

Social Sub-Committee Chairman
Assistant Secretary
Webmaster

(c) Appointments Committee

Chairman
Eight (8) other members

In addition to the eight (8) elected members of the Appointments Committee, the Appointments Chairman may request the MC to approve additional members to this Committee to assist with appointments. These additional members must be ratified at a General Meeting

(d) Appeals Committee

Chairman
Four (4) other members
An Appeals Committee member shall not be a member of the Management Committee.

17.2 The Management Committee shall appoint the following Sub-Committees –

Technical Sub-Committee
Chairman

Plus, a number of other members as proposed by the Technical Sub-Committee Chairman and approved by the MC as required from time to time for the effective performance of this Sub-Committee.

The Management Committee shall designate the Technical Sub-Committee Chairman or one of the other members of the Technical Sub-Committee as the Coach of Referees of the Association.



Where the Technical Sub-Committee Chairman is designated as the Coach of Referees of the Association, the Management Committee may designate one of the other members of the Technical Sub-Committee as a member of the Management Committee.

- (a) Grading Sub-Committee
 - Executive Committee members
 - Appointments Committee Chairman
 - One (1) other member who shall be a Management Committee member
 - One (1) other member who shall be an Appointments Committee member
 - One (1) other member who shall be a Technical Sub-Committee member
- (b) Social Sub-Committee
 - Chairman
 - Three (3) other members
- (c) Other sub-committee(s) as determined by the Management Committee pursuant to clause 18.

17.3 Officials of the Association shall comprise –

- (a) The members of committees and sub-committees mentioned in clauses 17.1 and 17.2; and
- (b) The following persons -
 - Member Protection Information Officer
 - Delegates of the Association
 - Assessors

18. DELEGATION BY MANAGEMENT COMMITTEE TO SUB-COMMITTEES

- 18.1 Sub-Committees shall be appointed by the Management Committee as it so determines.
- 18.2 The Management Committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Association as the Management Committee thinks fit) the exercise of such of the functions of the Management Committee as are specified in the instrument, other than –
 - (a) this power of delegation; and
 - (b) a function which is a duty imposed on the Management Committee by the Act or by any other Law.
- 18.3 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.
- 18.4 A delegation under this clause may be subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- 18.5 Notwithstanding any delegation under this clause, the Management Committee may exercise any function delegated.
- 18.6 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 Management Committee.
- 18.7 The Management Committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- 18.8 A sub-committee may meet and adjourn as it thinks proper.



19. FUNCTIONS OF COMMITTEES AND SUB-COMMITTEES

19.1 The functions of the Committees shall be –

(a) Executive Committee

The Executive Committee of the Association, subject to the Act, the Regulation and this Constitution, the Objects and any resolutions passed by a general meeting of the Association shall –

- (i) control and manage the affairs of the Association;
- (ii) exercise all such functions as may be exercised by the Association other than those functions that are required by this Constitution to be exercised by the Appeals Committee or by a general meeting of the Association;
- (iii) have power to perform all such acts and do all such things as deemed by the Executive Committee to be necessary or desirable for the proper management of the affairs of the Association; and
- (iv) report its actions to the next General Meeting.

(b) Management Committee

The Management Committee shall meet at a reasonable time and place as determined by the Executive Committee and shall –

- (i) attend to any matters as directed by the members;
- (ii) prepare future development programs;
- (iii) consider matters that are of general concern to the Association and its Members;
- (iv) report its actions to the next General Meeting; and
- (v) preferably meet monthly or as required.

(c) Appointments Committee

In addition to the tasks as noted in clauses 7.3, 8.1, 8.2 and 8.3, the Appointments Committee shall meet at a time and place as determined by the committee and shall –

- (i) receive unavailability information from members and record for use;
- (ii) appoint suitably qualified member referees to officiate as the referee or assistant referee at games of competitions designated by the Management Committee in accordance with gradings and/or groupings determined by the Grading Sub-Committee;
- (iii) appoint members to officiate as the referee or assistant referee at games of competitions run by FNSW as allocated to the Association by FNSW and provide to such members details of competition rules affecting referees;
- (iv) appoint members to officiate at 'honour games', finals and grand finals in conjunction with the Executive Committee;
- (v) allocate games for regrading field assessments assigned to the Association by FNSW, inform the Appointments Officer of any other relevant FNSW Referees Branch of the game details, inform the designated Assessor(s), and inform the Secretary of allocation details;
- (vi) inform member referees assigned for regrading field assessments in other referee association areas of relevant game details as provided by or obtained from such other referee associations;
- (vii) receive data on the withdrawal of members from appointments as necessary;
- (viii) not used
- (ix) receive data from Technical Sub-Committee of referee assessment and/or referee Assessment Reports and collate information to provide guidance for appointments and/or revised grouping recommendations;
- (x) provide the Management Committee with recommendations and other information pertinent to the grading and/or grouping of member referees;
- (xi) retrieve messages from the Appointments mobile phone and email system, at least daily during the active football season, and, apart from specific unavailability and appointments information, convey all other messages and information to the appropriate Association Official;



- (xii) provide reports to the Management Committee on Appointments Committee activities;
 - (xiii) provide reports to each General Meeting on matters pertaining to appointments;
 - (xiv) inform the Executive Officers on appointments activities generally and report immediately regarding all matters which may be prejudicial to the Association.
- (d) Appeals Committee
The Appeals Committee shall meet and hear any appeal referred to it in accordance with clause 16.5 and shall –
- (i) conduct meetings in accordance with clause 16.6;
 - (ii) cause a letter to be sent to the member concerned in accordance with clause 16.7.

19.2 The functions of the Sub-Committees shall be –

- (a) Technical Sub-Committee
The Technical Sub-Committee shall meet as determined by the Chairman or as required by the Management Committee and shall –
- (i) arrange and conduct lecture sessions for new referees for courses designated by the Management Committee for which the schedule of lecture topics and lecturers shall be submitted to and approved by the Management Committee prior to commencement of each course;
 - (ii) collect the fee designated by the Management Committee from course participants and convey same directly to the Treasurer;
 - (iii) arrange and conduct field assessments for new referees and where these field assessments involve competition games, arrange such assessments in conjunction with the Appointments Committee;
 - (iv) provide Application for Membership forms, examination results and field assessment results for new referees to the Secretary;
 - (v) arrange the assessment of members' field performance on a regular basis;
 - (vi) arrange and conduct mandatory lecture sessions for Level 1 and Level 2 regrading applicants advised by the Management Committee;
 - (vii) arrange and conduct theory examinations for Level 2 regrading applicants;
 - (viii) provide assistance to FNSW as necessary, for the conduct of Level 1 theory examinations;
 - (ix) prepare and conduct sessions for the technical education of member referees including those forming part of General Meetings and other sessions as approved by the Management Committee;
 - (x) recommend to the Executive Committee various planned activities for the development of referees for the short and longer terms;
 - (xi) recommend to the Grading Sub-Committee those members proposed for regrouping;
 - (xii) provide reports to the Management Committee on Technical Sub-Committee activities;
 - (xiii) provide reports to each General Meeting on matters pertaining to examinations and technical education; and
 - (xiv) inform the Executive Officers on examination and education activities generally and report immediately regarding all matters which may be prejudicial to the Association.
- (b) Grading Sub-Committee
The Grading Sub-Committee shall meet as necessary and shall –
- (i) determine grading (grouping) levels appropriate for competitions serviced by the Association;
 - (ii) review the qualifications and field performance of member referees and assign them a grading (grouping) relevant to competition requirements with



- grading reviews for all member referees being conducted prior to the commencement of each season's competitions;
- (iii) arrange the notification to each member of their grading (grouping) level at the beginning of each season and following any other change during the season;
 - (iv) investigate the grading of member referees for those who submit written requests and adjust the member's grading as found appropriate;
 - (v) investigate the grading of specific member referees when requested by the Management Committee and adjust the member's grading as found appropriate;
 - (vi) provide selection criteria and the procedure to be applied in determining award winners and those members chosen to represent the Association in FNSW referee competitions and similar events;
 - (vii) investigate the qualifications and field performance of member referees and provide recommendations to the Management Committee for award winners and for those to represent the Association in FNSW referee competitions and similar events.
- (c) Social Sub-Committee
- The Social Sub-Committee shall meet as necessary at a time and place as determined by the Chairman and shall –
- (i) effect the provision of refreshments (tea, coffee, biscuits, etc) for all General Meetings and Special General Meetings including the cleaning up and restoration of facilities used;
 - (ii) effect the provision of refreshments for Annual General Meetings as proposed to and approved by the Management Committee;
 - (iii) arrange such other social activities as proposed to and/or approved by the Management Committee;
 - (iv) provide reports to the Management Committee on social activities;
 - (v) provide reports to General Meetings on matters pertaining to social activities as necessary;
 - (vi) inform the Executive Officers on social activities generally and report immediately regarding all matters which may be prejudicial to the Association.

20. VOTING AND DECISIONS OF COMMITTEES AND SUB-COMMITTEES

- 20.1 Questions arising at a meeting of any committee or of any sub-committee appointed by the Management Committee shall be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- 20.2 Each member present at a meeting of any committee or sub-committee (including the person presiding at the meeting) is entitled to one vote (unless specifically excluded by this Constitution) but, in the event of an equality of votes on any question, the person presiding as Chairman may exercise a second or casting vote. Where the Chairman does not exercise a casting vote the status quo remains, that is, the existing situation remains.
- 20.3 Any committee or sub-committee may act notwithstanding any vacancy on that committee or sub-committee.
- 20.4 Any act or thing done or suffered, or purporting to have been done or suffered, by any committee or sub-committee appointed by the Management Committee, is valid and effective notwithstanding any defect that might afterwards be discovered in the appointment or qualification of any member of any committee or sub-committee.

21. DUTIES AND FUNCTIONS OF OFFICIALS



21.1 President

The President shall –

- (a) be Chairman of all meetings he attends, except the Appeals Committee;
- (b) conduct such meetings in accordance with the Constitution of the Association;
- (c) have the right to exercise his vote as a member and shall have a casting vote;
- (d) ensure that all members are made aware of the Objects of the Association;
- (e) use his best endeavours to achieve the Objects of the Association;
- (f) exercise a watching brief over the whole of the administration of the Association;
and
- (g) be responsible for the good order and discipline of the Association.

21.2 Senior Vice-President

The Senior Vice-President shall –

- (a) in the absence of the President, be Chairman of all meetings he attends, except the Appeals Committee;
- (b) maintain liaison with the NWSF GPT;
- (c) provide reports to the Management Committee on NWSF GPT activities;
- (d) provide reports to each General Meeting on relevant matters arising at NWSF GPT hearings; and
- (e) inform the Executive Officers as soon as practicable on the activities of the NWSF GPT generally and report immediately regarding all matters which may be prejudicial to the Association.

21.3 Junior Vice-President

The Junior Vice-President shall –

- (a) in the absence of the President and Senior Vice-President, be Chairman of all meetings he attends, except the Appeals Committee;
- (b) attend all NWSF Management Committee Meetings as the Delegate from the Association;
- (c) ensure that the views of the Association on relevant matters are communicated to NWSF Management Committee Meetings and that the interests of the Association are preserved and defended generally;
- (d) provide reports to the Management Committee on NWSF Management Committee Meeting activities generally;
- (e) provide reports to each General Meeting on relevant matters arising at NWSF Management Committee Meetings; and
- (f) inform the Executive Officers as soon as practicable on important matters arising at NWSF Management Committee Meetings and report immediately regarding all matters which may be prejudicial to the Association.

21.4 Junior Vice-President (Under 21)

The Junior Vice-President (Under 21) shall –

- (a) liaise with junior members and provide or arrange such support as is necessary to encourage, allay fears, resolve refereeing concerns and generally assist and develop junior referees;
- (b) provide reports to Management Committee meetings on matters of concern or potential benefit to junior members; and
- (c) inform the Executive Officers on junior member matters generally and report immediately regarding all matters which may be prejudicial to the Association.

21.5 Secretary

The Secretary shall –

- (a) administer the affairs of the Association as directed by the Executive Committee, Management Committee, or Members and as the Constitution directs;
- (b) exercise such other duties as may come within the province of Secretary;



- (c) sign all outgoing correspondence and receive all incoming correspondence and generally advance details of all written matters dealt with by the Executive Committee and Management Committee and report on any other matters; and
- (d) act as Public Officer and have custody of the common seal.

21.6 The Treasurer shall-

- (a) ensure that correct records and accounts are kept showing the assets and the financial affairs of the Association including full details of all receipts and payments connected with the activities of the Association;
- (b) ensure that all monies due to the Association are collected and deposited in an authorised account(s), as approved under clause 39.2, in the name of the Association and as approved by the Management Committee or a general meeting from time to time;
- (c) ensure that all payments authorised by the Association are made;
- (d) with the assistance from the Assistant Treasurer, Appointment Committee and the Equipment Officer receive data and prepare a mid-season and an end of season payment schedules, to include payment details for each member for the games on which the member officiated during the season, less amounts for memberships fees, levies and other approved deductions, and the net amounts payable;

Reporting:

- (e) prepare a budget of projected income and expenditure for the upcoming year for approval of the Management Committee and submission at the General Meeting in March;
- (f) prepare and present a report and financial statement on the financial status of the Association to each General Meeting, covering the period since the previous General Meeting;
- (g) prepare and present annual financial statements, covering the financial year to the 30th September, for audit and then submission at the Annual General Meeting;
- (h) report to meetings of the Executive Committee and of the Management Committee as required; and
- (i) report to general meetings of the Association as required.

21.7 Not Used

21.8 Assistant Treasurer

The Assistant Treasurer shall –

- (a) manage the collection of all match fees, including out-of-district games, for the Association, viz:
 - (i) obtain match details from the Appointments Committee for all games officiated by Association members;
 - (ii) raise invoices on the relevant football bodies for games officiated by Association members;
 - (iii) ensure that the Association is paid in a timely manner by the football bodies invoiced;
 - (iv) prepare a mid-season and an end of season schedule of payments due to referees for all games, less appropriate deductions for fees and levies; and
 - (v) work with the Treasurer to pay referees for the games refereed.
- (b) assist the Treasurer with preparation of the annual payments to referees for the season;



- (c) report to Management Committee Meetings as required; and
- (d) report to general meetings of the Association as required.

21.9 Equipment Officer

The Equipment Officer shall –

- (a) implement the equipment policy determined by the Management Committee;
- (b) provide recommendations for equipment acquisitions and arrange procurement of items approved by the Management Committee;
- (c) maintain records of equipment purchased by members from the Association;
- (d) provide the Treasurer each month, or as required by the Treasurer, details of items purchased by members;
- (e) effect the distribution of equipment issued free of charge to members;
- (f) arrange the provision, including the engraving or embroidery as appropriate, of items approved by the Management Committee as awards to members;
- (g) provide reports to the Management Committee on equipment matters; and
- (h) provide reports to each General Meeting on matters pertaining to equipment.

21.10 Assistant Secretary

The Assistant Secretary shall –

- (a) assist the Secretary when required in the Administration of the Association;
- (b) receive reports from:
 - (i) Officials of the General Meetings for inclusion in a document to be distributed to same via email together with previous draft General Meeting minutes;
 - (ii) Members of the Management Committee for inclusion in a document to be distributed to same via email together with previous draft Management Committee,
 - (iii) Post on NWSFRA website said documents (i) and (ii) above on the preceding Friday or latest 12:00pm on the day of the meeting for the information of the members
- (c) For general meetings print only a small number of copies of the above documents and the previous draft meeting minutes for any member requiring a copy when attending said meeting,
- (d) Record the proceedings at all at all Annual General, Special General, Executive, Management, General and Grading Committee meetings and prepare minutes for the official record of the Association, and
 - (i) Post on NWSFRA website draft minutes of all General and Management Committee minutes as per (b) (iii) above, and once meeting minutes are adopted at relevant meeting remove draft (dft) designator from same;
 - (ii) Having obtained contact information from the Secretary, email copies of (i) above to members who have requested same,
- (e) Post on the NWSFRA website at least fourteen (14) days prior to the scheduled AGM the:
 - (i) AGM Agenda & Reports, and
 - (ii) Previous AGM draft minutes
- (f) distribute via email AGM Agenda & Reports and the draft minutes from previous AGM as follows:
 - (i) these to be included with the "Notice of Annual General Meeting" actioned by on or behalf of the Secretary to all Officials and Members;
 - (ii) effect the printing of a number of copies as agreed with the MC of the AGM Reports & Agenda and previous AGM draft minutes for any member requiring a copy when attending this meeting;
 - (iii) having obtained contact information from the Secretary, email copies of above documents to members who have requested same;



- (iv) as approved by the Management Committee, distribute via email to relevant Associations and other persons:
- (g) maintain a record of the names of persons in attendance at Annual General, Executive, General, Management and Grading Committee Meetings;
- (h) keep records from attendances at Technical and Technical Refresher Courses as provided by the Technical Sub-Committee; and
- (i) provide to the Secretary no later than the date of the AGM, a folder containing hard original signed copies of all Minutes, Reports & Agenda Documents, attendance logs to all meetings and technical Sessions and Refresher Course. In addition to the folder, establish an electronic copy accessible to the Management Committee, of all Minutes, Reports as submitted, and other business associated and maintained by the Assistant Secretary

21.11 Delegates to FNSW Referee Branch Meetings - two required

The Delegates shall –

- (a) Attend FNSW referee branch meetings;
- (b) ensure that the views of the Association on relevant matters are communicated to FNSW referee branch meetings and that the interests of the Association are preserved and defended generally;
- (c) provide reports to each General Meeting on relevant matters arising at FNSW referee branch meetings; and
- (d) inform the Executive Officers on FNSW matters generally and report immediately on all matters which may be prejudicial to the Association.

21.12 Delegate to NWSF Appeals Committee

The Delegate shall –

- (a) attend meetings of the NWSF Appeals Committee as required; and
- (b) inform the Executive Officers on NWSF Appeals Committee hearings generally and report immediately on all matters which may be prejudicial to the Association.

21.13 Not Used

21.14 Not Used

21.15 Not Used

21.16 Assessors

Assessors shall –

- (a) carry out assessments of member referees as requested by the Technical Sub-Committee or the Executive Committee; and
- (b) provide reports on assessments (including referee evaluation reports where relevant) within 7 days of such assessments.

21.17 Coach

The Coach shall –

- (a) liaise with the Technical Sub-Committee Chairman on the training and development needs of members;
- (b) provide technical information to the Association on the Laws of the Game, including but not limited to, interpretations of the Laws of the Game;
- (c) in association with the Technical Sub-Committee, recommend to the Executive Committee various activities for the development of referees for both the short and longer terms; and
- (d) perform or be responsible for the performance of the functions at (i), (vi), (vii), (viii) and (ix) in clause 19.2 (a).



21.18 Member Protection Information Officer

The Member Protection Information Officer shall –

- (a) perform the functions of the Member Protection Information Officer as designated in the Child Protection (Prohibited Employment) Act 1998;
- (b) receive Prohibited Employment Declarations and Working With Children Check Consent Forms completed by all existing members, all new members admitted to the Association, and all members immediately upon reaching eighteen (18) years of age, as required by the Child Protection (Prohibited Employment) Act 1998;
- (c) be the first point of contact for any member with an enquiry or concern about a member protection issue, and shall inform the Executive Officers, who will initiate such further processes as required by the Child Protection (Prohibited Employment) Act 1998; and
- (d) inform the Executive Officers as soon as practicable on important matters relating to Member Protection, and report immediately regarding all matters which may be prejudicial to the Association.

21.19 Webmaster

The Webmaster shall –

- (a) maintain the Association's website to display upcoming events and public notices;
- (b) create and maintain access accounts to the website for members;
- (c) create and maintain website access privileges for members as directed by the Executive Committee;
- (d) maintain the website library to ensure the accuracy and currency of available documents;
- (e) liaise between the website host and the Management Committee to arrange website enhancements or to address website problems; and
- (f) provide advice to the Executive Committee and/or Management Committee on all matters related to the website.

22. TERM OF OFFICE

22.1 The following Officials shall be elected for a two year term: President, Senior Vice-President, Junior Vice-President, Secretary, Treasurer, Assistant Treasurer and Appointments Committee Chairman.

22.2 The President, Junior Vice-President and Treasurer shall be elected in the year ending in an even number.

22.3 The Senior Vice-President, Secretary, Assistant Treasurer and Appointments Committee Chairman shall be elected in the year ending in an odd number.

22.4 The following Officials shall be appointed by the Management Committee for a period not exceeding two years –

- (a) the Assistant Secretary;
- (b) the Technical Sub-Committee Chairman and other members
- (c) Coach
- (d) the other members of the Grading Sub-Committee comprising:
 - (i) a Management Committee member
 - (ii) an Appointments Committee member
 - (iii) a Technical Sub-Committee member;
- (e) the Member Protection Information Officer;
- (f) the Webmaster; and
- (g) Assessors

22.5 All other Officials shall be elected annually.



- 22.6 Each Official shall, subject to this Constitution, hold office until the conclusion of the Annual General Meeting applicable to that Official's election, but is eligible for re-election.
- 22.7 Each member of the Executive Committee shall, subject to this Constitution, hold office until the conclusion of the Annual General Meeting applicable to the election of that official and shall be eligible for re-election, unless the person holding office becomes insolvent under administration within the meaning of the Corporations Law or is found guilty by a competent court of law for any felonious act or criminal misdemeanour, in which case a casual vacancy shall occur.

23. ELECTION OF OFFICIALS

- 23.1 Nominations of candidates for election as officials of the Association shall –
- (a) be submitted in writing, signed by the nominator and the nominee, or by electronic mail from the nominator and nominee, and stating the office(s) for which the nominee is wishing to stand; and
 - (b) be delivered to the Secretary not later than 30 September or thirty (30) days prior to the date notified for the next Annual General Meeting whichever is the earlier.
- 23.2 If two or more valid nominations are received for election to any office forming the Executive Committee, upon notification by the Secretary, such nominee shall deliver to the Secretary not later than twenty-one (21) days prior to the date notified for the next Annual General Meeting a single page statement giving their qualifications and experience relevant to the position and their abilities to properly perform the duties specified. Statements so provided shall be distributed to the Members prior to the Annual General Meeting.
- 23.3 If the number of written nominations received is equal to the number of vacancies to be filled, the person(s) nominated shall be deemed to be elected.
- 23.4 If insufficient written nominations are received to fill all vacancies, the person(s) nominated shall be deemed to be elected and further nominations shall be taken from the floor for the remaining vacancies.
- 23.5 If the number of floor nominations received is equal to the number of vacancies to be filled, the person(s) nominated shall be deemed to be elected.
- 23.6 If the number of nominations received exceeds the number of vacancies to be filled, a secret ballot shall be held.
- 23.7 If insufficient further nominations are received, any vacant positions remaining shall be deemed to be casual vacancies.
- 23.8 The ballot for the election of officials shall be conducted at the Annual General Meeting in such usual and proper manner as the Returning Officer, acting with advice from the Executive Committee, may direct.
- 23.9 Declaration of the poll by the Returning Officer shall be final.

24. CASUAL VACANCIES

- 24.1 For the purposes of this Constitution, a casual vacancy occurs if the Official –
- (a) dies;
 - (b) ceases to be a Member of the Association;



- (c) resigns office by notice in writing given to the Secretary;
- (d) is expelled from membership under clause 15 or is removed from office under clause 25;
- (e) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- (f) is absent without the consent of the Association, Committee or Sub-Committee for three consecutive meetings of the Association Committee or Sub-Committee without reasonable excuse.

24.2 Should a casual vacancy occur or be declared, then –

- (a) where the Official is normally elected at an Annual General Meeting, such vacancy may be filled at a subsequent General Meeting for the period until the expiration of the term of office for the Office so vacated; or
- (b) where the Official is appointed by the Management Committee, such vacancy may be filled at a subsequent Management Committee Meeting for the period until the expiration of the term of Office for the Office so vacated.

25. REMOVAL OF AN OFFICIAL

25.1 The Members in a General Meeting may by a resolution of "no confidence" remove any Official or Member of a Committee from such office before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

25.2 Where an Official or a Member of a Committee is made aware of a proposed resolution of "no confidence" as referred to in clause 25.1 and makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the members of the Association, the Secretary or the President may send a copy of the representations to each member of the Association or, if they are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

PART 4 GENERAL MEETINGS

26. ANNUAL GENERAL MEETINGS - (HOLDING OF)

26.1 With the exception of the first Annual General Meeting of the Association, the Association shall, at least once in each calendar year, and within the period of 6 months after the expiration of each financial year of the Association, convene an Annual General Meeting of its Members.

26.2 The Association shall hold its first Annual General Meeting –

- (a) within the period of 18 months after its incorporation under the Act; and
- (b) within the period of 2 months after the expiration of the first financial year of the Association.

26.3 Clauses 26.1 and 26.2 have effect subject to any extension or permission granted under the Act.

27. ANNUAL GENERAL MEETINGS - (CALLING OF AND BUSINESS AT)

27.1 The Annual General Meeting of the Association shall, subject to the Act and to clause 26, be convened on such reasonable date and at such reasonable place and time as



the Executive Committee thinks fit, provided that it is held no later than the 30th November in each year. Members shall be given not less than seven (7) days prior notice of such meeting, from the date of posting.

- 27.2 In addition to any other business which may be properly transacted at an Annual General Meeting, the order of business of an Annual General Meeting shall be –
- (a) to receive and accept apologies;
 - (b) to confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;
 - (c) to receive and deal with correspondence relevant to the Annual General Meeting;
 - (d) to receive from the Committees and Officials annual reports upon the activities of the Committees and Officials during the last preceding financial year;
 - (e) to receive and consider the annual statement on financial matters which is required to be submitted to members pursuant to the Act;
 - (f) to elect Officials of the Association whose term of office has expired under clause 22;
 - (g) to elect members of committees and delegates specified under clauses 17.1 and 17.3(b) respectively;
 - (h) to elect Auditors;
 - (i) to elect a Life Member, if applicable;
 - (j) to consider Notices of Motion of which previous notice has been given;
 - (k) to consider alterations to the Objects and Constitution, by special resolution; and
 - (l) to consider any general business properly brought forward.

27.3 The order of business at an Annual General Meeting may be altered by a majority vote of those members present and entitled to vote.

28. SPECIAL GENERAL MEETINGS - (CALLING OF)

28.1 The Secretary shall convene a Special General Meeting upon –

- (a) a resolution of the Executive Committee; or
- (b) a resolution of the Management Committee; or
- (c) a resolution of a General Meeting; or
- (d) a requisition in writing of not less than 10 Members of the Association.

28.2 A resolution of the Executive Committee or Management Committee or a General Meeting for a Special General Meeting shall state the purpose or purposes of the meeting.

28.3 A requisition of Members for a Special General Meeting shall –

- (a) state the purpose or purposes of the meeting;
- (b) be signed by the members making the requisition;
- (c) be lodged with the Secretary; and
- (d) may consist of several documents in a similar form, each signed by one or more of the Members making the resolution.

28.4 If the Executive Committee fails to convene a Special General Meeting to be held within 1 month after the date on which a resolution or requisition is lodged with the Secretary, any one or more of the Members who made the requisition may convene a Special General Meeting to be held not later than 3 months after that date.

28.5 A Special General Meeting convened by a Member or Members as referred to in clause 28.3 shall be convened as nearly as practicable in the same manner as General Meetings are convened by the Executive Committee and any Member who thereby incurs expense is entitled to be reimbursed by the Association for any expense so incurred.



29. GENERAL MEETINGS

29.1 General Meetings of the Association shall be held at least once per calendar month during the period from March to August, at such reasonable time and place as the Management Committee may determine.

29.2 The order of business for General Meetings shall be –

- (a) to receive and accept apologies;
- (b) to confirm the minutes of the preceding General Meeting;
- (c) to deal with any business arising from the minutes;
- (d) to receive and deal with any correspondence;
- (e) to receive the Treasurer's financial statement;
- (f) to approve the payment of accounts received;
- (g) to receive reports from Officials, Committees, and Sub-Committees;
- (h) to deal with Notices of Motion (if any);
- (i) to deal with any General Business properly brought forward.

29.3 General Meetings shall include a technical portion which shall preferably take place at the beginning of the meeting or at such other time during the meeting at the discretion of the Chairman.

29.4 The order of business may be amended by a majority vote of those Members present and entitled to vote.

30. NOTICE

30.1 The Secretary shall ensure that notice of General Meetings is included in the Administrative Instructions issued to all members at the commencement of each season. Notice of each General Meeting shall also be placed on the Association website at least 7 days before the date fixed for the holding of that General Meeting, except where the nature of the business proposed to be dealt with at a General Meeting requires a special resolution of the Association.

30.2 Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause a notice to be sent by electronic mail to each Member at the Member's address appearing in the register of members, specifying the place, date and time of the meeting and the intention to propose the resolution as a special resolution.

30.3 No item of business other than that specified in the notice convening a general meeting for the purpose of dealing with a special resolution shall be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted pursuant to clause 26.

30.4 A Member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who, provided reasonable time is available after receiving the notice, shall arrange for the inclusion of that business in the general meeting's agenda.



30.5 Any notices of motion or special resolutions for the Annual General Meeting shall be submitted in writing to the Secretary no later than 30 September or thirty (30) days prior to the date notified for the next Annual General Meeting whichever is the earlier.

30.6 Accidental omission to give notice to any Member shall not invalidate any meeting.

31. PROCEDURE

31.1 No item of business shall be transacted at a general meeting unless a quorum of Members entitled under this Constitution to vote is present during the time the meeting is considering that item.

31.2 Ten (10) Members present in person (being Members entitled under this Constitution to vote at a general meeting) constitute a quorum for the transaction of business at a general meeting provided that at all times two (2) of the ten (10) members present are members of the Executive Committee.

31.3 If within fifteen (15) minutes after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of Members shall be dissolved and in any other case shall stand adjourned to the time and place as specified at the time of the adjournment by the person presiding at the meeting.

31.4 If at the adjourned meeting a quorum is not present within fifteen (15) minutes after the time appointed for the commencement of the meeting, the Members present being not less than seven (7) shall constitute a quorum.

31.5 Management Committee Meetings

- (a) no item of business shall be transacted at a management meeting unless a quorum of Members entitled under this Constitution to vote is present during the time the meeting is considering that item;
- (b) seven (7) Members shall always be present in person (being Members entitled under this Constitution to vote at a management meeting) constitute a quorum for the transaction of business at a management meeting provided that two (2) of the seven (7) members present are members of the Executive Committee;
- (c) if within fifteen (15) minutes after the appointed time for the commencement of a management meeting a quorum is not present, the meeting if convened upon the requisition of Members shall be dissolved and in any other case shall stand adjourned to the time and place as specified at the time of the adjournment by the person presiding at the meeting, and
- (d) if at the adjourned meeting a quorum is not present within fifteen (15) minutes after the time appointed for the commencement of the meeting, the Members present being not less than seven (7) shall constitute a quorum providing a member present is a member of the Executive Committee.

32. PRESIDING MEMBER

32.1 The President or, in the President's absence, the Senior Vice-President or, in the Senior Vice-President's absence, the Junior Vice-President, shall preside as Chairman at each general meeting of the Association.

32.2 If the President, Senior Vice-President and Junior Vice-President are absent from a general meeting or be unwilling to act, the Members present shall elect one of their number to preside as Chairman at the meeting.



33. ADJOURNMENT

- 33.1 The Chairman of a general meeting at which a quorum is present may, with the consent of the majority of Members present at the meeting, adjourn the meeting from time to time and place to place, but no new business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 33.2 Where a general meeting is adjourned for 14 days or more, the Secretary shall arrange for written or oral notice of the adjourned meeting to each Member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the adjourned meeting.
- 33.3 Except as provided in clause 33.2, notice of an adjournment of a general meeting or of business to be transacted at an adjourned meeting is not required to be given.

34. MAKING OF DECISIONS

- 34.1 A resolution arising at a general meeting of the Association may be determined by the Chairman on the strength of the voices for and against the resolution, however, if there is any doubt the Chairman shall call for a show of hands and, unless before or on the declaration of the voices or a show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on the voices or a show of hands, been carried or carried unanimously or carried by a particular majority or lost, an entry to that effect in the minute book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against the resolution.
- 34.2 At a general meeting of the Association, a poll may be demanded by the Chairman or by not less than three (3) Members present in person at the meeting.
- 34.3 Where a poll is demanded at a general meeting, the poll shall be taken –
- (a) immediately in the case of a poll which relates to the election of the Chairman of the meeting or to the question of an adjournment; or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the Chairman directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.
- 34.4 A resolution shall not be rescinded at the same general meeting of the Association at which it has been determined, unless the motion to rescind is carried by three-quarters of Members present and entitled to vote.
- 34.5 A resolution shall not be rescinded at a general meeting other than the meeting at which it was determined except by special resolution.

35. SPECIAL RESOLUTION

- 35.1 A resolution of the Association is a special resolution if –
- (a) it is passed by a majority which comprises not less than three-quarters of such Members of the Association as, being entitled under this Constitution so to do, vote in person at a general meeting of which not less than 14 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with this Constitution; or
 - (b) where it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in the manner specified in clause 35.1(a), the resolution is passed in a manner specified by the Chairman.



36. VOTING

- 36.1 Upon any question arising at a general meeting of the Association a Member has one vote only.
- 36.2 All votes shall be given personally by the Member. There shall be no voting by proxy and no postal ballot.
- 36.3 In the case of an equality of votes on a question at a general meeting or at a meeting of any committee or sub-committee, the Chairman of the meeting is entitled to exercise a casting vote. Where the Chairman does not exercise a casting vote the status quo remains, that is, the existing situation remains.
- 36.4 A Member is entitled to vote at any general meeting of the Association unless they are deemed unfinancial in accordance with clause 11.5.

PART 5 MISCELLANEOUS

37. INSURANCE

- 37.1 The Association shall effect and maintain insurance pursuant to the Act.
- 37.2 In addition to the insurance required under clause 37.1, the Association may effect and maintain other insurance.

38. FUNDS – SOURCE

- 38.1 The funds of the Association shall be derived from entrance fees and annual subscriptions of Members, donations and, subject to any resolution passed by the Association in a general meeting, such other sources as the Association determines.
- 38.2 All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- 38.3 The Association shall, as soon as practicable after receiving any money, issue an appropriate receipt if requested.

39. FUNDS – MANAGEMENT

- 39.1 Subject to any resolution passed by the Association in a general meeting, the assets and income of the Association shall be applied solely to the pursuance of the Objects of the Association and no portion shall be distributed directly or indirectly for the personal benefit of Members of the Association other than as bona fide reimbursement of expenses for services rendered or expenses approved by the Management Committee or Members and properly incurred on behalf of the Association.
- 39.2 The funds of the Association shall be held in such financial institutions that are approved by the Management Committee or by the Members at a general meeting of the Association. Members of the Executive Committee shall be signatories of the Association's account(s) with such financial institutions.
- 39.3 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two (2) members of the Executive Committee.



- 39.4 Where members of the Executive Committee are related persons as determined by the Corporations Law, only one (1) Executive Committee member of the related group shall be an authorised signatory of the Association's account(s). In such circumstances the Senior Vice-President and/or the Junior Vice-President shall be appointed signatories of the Association's account(s) in that order of preference.
- 39.5 In the event of the Association being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities and the costs, charges and expenses of the winding up of the Association shall be paid, pursuant to the Act, and applied by the Executive Committee in accordance with their powers to any fund, institution or authority which is a non-profit organisation associated with the development of football referees.
40. AUDITORS
- 40.1 Two (2) Auditors, preferably being registered Company Auditors, who need not be members of the Association, shall be appointed by the Members each year at the Annual General Meeting.
- 40.2 The Auditors shall conduct such audit as is necessary to allow them to express an opinion on the Association's financial statement as to whether such financial statement represents a true and fair view of the Association's financial affairs. Such audited financial statement is to be submitted to the Management Committee for distribution to the members for the Annual General Meeting.
41. ALTERATION OF OBJECTS AND CONSTITUTION
- 41.1 The statement of Objects and this Constitution may be altered, rescinded or added to only by a special resolution of the Association.
42. COMMON SEAL
- 42.1 The common seal of the Association shall be kept in the custody of the Public Officer.
- 42.2 The common seal shall not be affixed to any instrument except by the authority of the Executive Committee and the affixing of the common seal shall be attested by the signatures of two (2) members of the Executive Committee. A register of the use of the seal shall be confirmed by the Management Committee at the Management Committee Meeting preceding the Annual General Meeting.
43. CUSTODY OF RECORDS
- 43.1 Except as otherwise provided by this Constitution, the Public Officer shall keep in his custody or under his control all records, and other documents relating to the affairs of Association.
44. INSPECTION OF RECORDS
- 44.1 The records, books and other documents of the Association shall be open to inspection, free of charge, by a Member of the Association at any reasonable hour after giving due notice, except where prohibited by legislation.
45. SERVICE OF NOTICES
- 45.1 For the purpose of this Constitution, a notice may be served by or on behalf of the Association upon any Member either personally or by sending it by post to the Member



at the Member's address shown in the register of members, or by facsimile transmission, or by electronic mail.

- 45.2 Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of this Constitution to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.
- 45.3 Where a document is sent by facsimile transmission the document is deemed for the purposes of this Constitution to have been served on the person as evidenced by a copy of the transmittal slip from the facsimile machine.
- 45.4 Where a document is sent by electronic mail the document is deemed for the purposes of this Constitution to have been served on the person as evidenced by a copy of the sent electronic mail message.
46. SURPLUS PROPERTY
- 46.1 In the event of the winding-up or cancellation of the incorporation of the Association, all surplus property of the Association pursuant to the Act shall be vested in the Executive Committee who shall dispose of such surplus property in accordance with clause 39.5.
47. HONORARIUMS
- 47.1 The Association may, by appropriate resolution carried at an Annual General Meeting, approve the payment of an Honorarium to any Official or Officials of the Association. Honoraria so approved shall apply to the year just completed.
- 47.2 No Ex-Gratia payments shall be made.
48. FINANCIAL YEAR
- 48.1 The financial year of the Association shall be 1 October to 30 September.