

CONSTITUTION

Adopted 28 September 2026

HIGHFIELDS & DISTRICT JUNIOR RUGBY LEAGUE INC. Constitution

DEFINITIONS

1. In these Rules the following expressions have the respective meanings ascribed to them:-

"Chairman" means the President of the Club for the purposes of the Act.

"QRL" means The Queensland Rugby Football League Limited.

"The Division" means the Central Division of the QRL.

"Local League" means the Local League in which the Club desires to participate.

"Executive" means the Management Committee prescribed under the provisions of the Associations Incorporation Act 1981.

"Notice**"** includes any notice, communication, application, request, nomination, declaration or other document required or permitted under this Constitution. Unless otherwise required by law, a Notice may be given to the Club, the Secretary, the Executive or a member personally, by post or by electronic communication (including email or any other electronic means approved by the Executive), and is taken to have been given when transmitted electronically or, if sent by post, in accordance with this Constitution. Nothing in this Constitution permits meetings of the Club or the Executive to be conducted electronically unless the Constitution is amended by special resolution.

NAME

2. The name of the incorporated Association shall be **Highfields & District Junior Rugby League Club** (in these Rules called "the Club").

OBJECTS

3. The objects of the Club are –

(a) The promotion, encouragement and development of the game of rugby league,

(b) The promotion of a high standard of sportsmanship and fellowship by members of the Club,

(c) The maintenance of playing grounds and facilities for use by members of the Club and others,

(d) To foster the growth and development of its players.

POWERS

4. The powers of the Club are:-

(a) The Club has the powers of an individual.

(b) The Club may, for example –
   i. Enter into contracts; and
   ii. acquire, hold, deal with and dispose of property; and
   iii. Make charges for services and facilities it supplies; and
   iv. Do other things necessary or convenient to be done in carrying out its affairs.

(c) The Club may take over the funds and other assets and liabilities of unincorporated associations.

(d) The Club may also issue secured and unsecured notes, debentures and debenture stock for the Club.

CLASSES OF MEMBERS

5. (a) The membership of the Club shall consist of any of the following;-

   i. Ordinary members;
   ii. Junior Members;
   iii. Life members;

(b) Ordinary:

   i. Ordinary members must be at least 18 years of age and support the objects of the Local League and abide by the Local League's By-laws and codes of conduct;
   ii. Ordinary members may include non-playing volunteers and officials as voted in by the executive during the Annual General Meeting & parents of junior members.
   iii. non-playing volunteers and officials and 1 parent per Registered/Financial junior member are entitled to vote at general meetings of the Club.
   iv. Ordinary members are eligible for election to the management committee;
   v. Fees payable by an ordinary member can be waived or discounted by the Executive.

(c) Junior:

   i. Junior members must be below the age of 18 years and support the objects of the Local League and abide by the Local League's By-laws and codes of conduct;
   ii. Junior members may include players, non-playing volunteers and other people;

iii. Junior members are not entitled to vote at general meetings of the Local League;

iv. Junior members are not eligible for election to the management committee;

v. Fees payable by a junior member can be waived or discounted by the management committee.

(d) Life:

i. Life members must be at least 18 years of age and support the objects of the Club and abide by the By-laws and codes of conduct.

ii. Any ordinary member or life member may recommend to the Executive committee a nominee for election as a Life member.

iii. Recommendations for Life membership must be in writing, signed by the member(s) making the recommendation and received by the secretary of the Club no less than 14 days prior to the annual general meeting.

iv. Once a nomination has been received, the Secretary shall convene a meeting of the Executive to consider the nomination..

v. At the meeting to decide on the nomination/s the Committee shall, regarding the following criteria, determine if the nomination is worthy. The emphasis in this determination should be heavily on critical appraisal of the level of service to the Association required to be a Life Member. If there is any doubt of such a level being achieved, or lack of information about the nominee that makes such a conclusion impossible, then Committee members should consider voting in the negative.

vi. **Criteria for consideration are as follow-**

(a) The nominee's length of service to the Club shall be at least 10 years in either or both an on field or off field roles who goes above and beyond and has shown outstanding contribution and honourable service to such services to being taken concurrently.

(b) The general attitude and overall demeanour of the nominee to ensure that the attitude is one that reflects a dedication to the values of the Club.

(c) The nominee will have demonstrated a commitment to the principles of fair play & good sportsmanship.

(d) The nominee will have provided valued leadership and/or been an outstanding role model to the members in general.

(e) The nominees' service must reflect favourably on and brought credit to the Club.

(f) Achieving the minimum service levels will not in any way automatically guarantee the award of Life Membership.

(g) Each Nomination will be considered under its own merit & not to be compared to the efforts of previous applicants or members.

vii. **Process for Assessment of Applications-**

(a) A maximum of two life memberships can be awarded with no requirements for any nominee to be put forward or for any person to receive a life membership.

(b) A nomination can be carried over to the following year if there are more than two nominees that meet the award criteria.

(c) The Executive shall assess each nomination against the Life Membership criteria and determine whether the nominee is worthy of the award. A recommendation to confer Life Membership must be approved by at least seventy-five per cent (75%) of Executive members present and entitled to vote.

(d) Where a nomination is approved by the Executive in accordance with this Rule, the nominee shall thereupon be elected as a Life Member of the Club. The Life Membership shall then be formally announced and presented at the Annual General Meeting.

viii. **Retraction of a Life Membership Award** may occur where the recipient has conducted him/herself in a manner that reflects directly and adversely on the image or activities of the Club generally or on a specific code. This provision will only be exercised in exceptional circumstances and will require the unanimous agreement of the Executive to be enacted. As part of the deliberations, the Life Member in question is to be given an opportunity to present their case for retention of their Life Membership status.

ix. **Benefits of Life Membership** - In addition to the status of membership of a select group within the Club, Life Membership will be recognised by:

(a) Award of the Life Membership at the Club's Annual General meeting.

(b) Exemption from membership fee associated with the Sports.

(c) Listing in the Club Web site and other official document/s including honour boards.

(d) Life Members are Ordinary Members for voting purposes and are entitled to vote at general meetings.

(e) Invitation to any club days or sponsor appreciation days.

(f) Free entry to all home games.

MEMBERSHIPS

6. (a) Every person who at the date of incorporation of the Association was a member of the unincorporated Association and who on or before the day of incorporation agrees in writing to become a members of the Club shall be admitted by the Executive to the same class of membership of the Club as that member held in the unincorporated Association and shall not be required to pay any further subscription until the next due date for payment of that subscription.

(b) Any person eligible for membership may apply for membership in the form approved by the Executive. The application must be accompanied by any applicable membership fee.

ANNUAL SUBSCRIPTIONS

7. (a) The annual membership fees for each class of membership shall be such sum as the members shall from time to time at any general meeting so determine.

(b) If a member's annual subscription remains unpaid for more than two (2) months after it becomes due, the Executive may resolve to terminate the membership.

(c) Before terminating membership, the Executive must give the member written notice of the proposed termination and a reasonable opportunity to explain why membership should not be terminated.

(d) After considering any response, the Executive may resolve whether or not to terminate the membership and must notify the member in writing of its decision.

ADMISSION AND REJECTION OF MEMBERS

8. (a) At the next meeting of the Executive after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Executive, who shall thereupon determine the admission or rejection of the applicant.

(b) Any applicant who receives a majority of the votes of the members of the Executive present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.

(c) Upon acceptance or rejection of an application the Secretary must give written notice of the decision to the applicant.

TERMINATION OF MEMBERSHIP

9. (a) **Resignation**

A member may resign from the Club at any time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date, provided that if notice is given after 1st October in any year such persons shall be liable to pay his/her subscription for that year.

(b) **The Executive may resolve to terminate a member's membership if the member:**

i. is convicted of an indictable offence;

ii. fails to comply with this Constitution or any By-law of the Club;

iii. breaches the Club's Code of Conduct or any applicable code of conduct, policy or directive adopted by the Club, the Local League or the Queensland Rugby League (QRL), where the breach is of a serious

nature or repeated after appropriate warning; or

iv. conducts themselves in a manner that is injurious or prejudicial to the character, interests or reputation of the Club.

(c) **Before making a decision, the Executive must:**

i. give the member written notice of the proposed termination and the grounds relied upon;

ii. provide the member with a full and fair opportunity to respond, either in writing or in person at a meeting of the Executive;

iii. consider any response before making its decision;

iv. determine the matter by resolution of the Executive; and

v. notify the member in writing of its decision and of the member's right to appeal the decision in accordance with the Appeal Against Rejection or Termination of Membership provisions of this Constitution.

(d) **Suspension**

Before suspending a member, the Executive must provide the member with written notice of the proposed suspension, the reasons relied upon and the proposed period of suspension. The member must be provided with a reasonable opportunity to respond, either in writing or in person before the Executive. After considering any response, the Executive may, by a two-thirds majority of those present and entitled to vote, suspend the member for a period not exceeding nine (9) months if satisfied that such suspension is in the best interests of the Club. The Executive must notify the member in writing of its decision and the reasons for that decision..

APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

10. (a) A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof, lodge with the Secretary written notice of his/her intention to appeal against the decision of the Executive.

(b) Upon receipt of a notification of intention to appeal against rejection or termination of membership the Secretary shall convene, within three months of the date of receipt by him of such notice, a general meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present his/her case and the Executive or those members thereof who rejected the application for membership shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of the members present at such meeting.

(c) Where a person whose application is rejected or whose membership has been terminated does not appeal against the decision of the Executive within the time prescribed by these Rules or so appeals but the appeal is unsuccessful, the Secretary shall forthwith refund the amount of any membership fee paid.

REGISTER OF MEMBERS

11. (a) The Executive shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Club and the dates of their admission.

(b) Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Executive or the members at any general meeting may require from time to time.

(c) The Register shall be open for inspection at all reasonable times by any member who previously applies to the Secretary for such inspection.

(d) Every member shall, in writing, keep the Secretary informed of such person's address and all notices forwarded by post, or otherwise delivered, to the last recorded address of which the Secretary has been informed shall be deemed to have been duly delivered on the day following the date of posting or delivery.

(e) The Club must maintain the Register in accordance with all applicable privacy obligations under the *Associations Incorporation Act 1981* (Qld) and any other applicable privacy legislation, including any amendments or replacement legislation. Personal information recorded in the Register must be collected, used, stored, accessed and disclosed only to the extent permitted or required by law.

(f) The Executive must take reasonable steps to protect the personal information of members contained in the Register, including implementing appropriate administrative, physical and technological safeguards to prevent unauthorised access, use, modification, disclosure or loss of that information, consistent with the requirements of the *Associations Incorporation Act 1981* (Qld) and any other applicable privacy legislation, as amended from time to time.

(g) Information obtained from the Register of Members must not be used by any person for commercial purposes, including advertising or direct marketing, or for political or religious purposes, except where permitted by the *Associations Incorporation Act 1981* (Qld) or any other applicable law.

(h) Where the Executive is satisfied that the disclosure of a member's personal information contained in the Register may place the member at risk of harm, the Executive may withhold or restrict access to that information to the extent permitted by the *Associations Incorporation Act 1981* (Qld).

SECRETARY

12. (a) The Club must at all times have a Secretary appointed in accordance with the Associations Incorporation Act 1981 (Qld).

(b) A person is eligible to be Secretary only if they:

i. are at least 18 years old; and

ii. reside in Queensland or within 65 kilometres of the Queensland border.

(c) If the office of Secretary becomes vacant, the Executive must appoint a Secretary within the period required by the *Associations Incorporation Act 1981* (Qld).

(d) The Secretary is responsible for carrying out the duties required of the Secretary under this Constitution, the *Associations Incorporation Act 1981* (Qld) and any other applicable legislation.

MEMBERSHIP OF EXECUTIVE

13. (a) The entire management of the Club (except as provided in these Rules) shall be deputed to the Executive consisting of the President, the Vice President, the Secretary, the Treasurer, all of whom shall be members of the Club, and such other members as the members of the Club at the Annual General Meeting may from time to time elect or appoint.

(b) At the Annual General Meeting of the Club, all the members of the Executive for the time being shall retire from office, but shall be eligible upon nomination for re-election.

(c) The election of officers and other members of the Executive shall take place in the following manner:-

(i) Any two members of the Club shall be at liberty to nominate any other member to serve as an officer or other member of the Executive;

(ii) The nomination, which shall be in writing, shall be sent to the Secretary or may be received from the floor of the Annual General Meeting, PROVIDED THAT in all instances proof of the concurrence of the nominee is necessary;

(iii) If a ballot is required, a list of nominees in alphabetical order shall be displayed at the Annual General Meeting. Voting shall be by ballot and every member shall be entitled to vote for as many candidates as there are vacancies to fill;

(iv) The candidates up to the number of vacancies who shall receive the most votes shall be declared elected.

(v) If two (2) or more candidates receive an equal number of votes for the final vacant position, the Chairman shall conduct a further ballot between those candidates. If the result of the further ballot remains tied, the successful candidate shall be determined by lot.

(vi) Any member of the Executive may resign from membership of the Executive at any time by giving notice in writing to the Secretary but such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date. A member may be removed from office at a general meeting of the Club if the majority of the members present at such a general meeting vote in favour of removing the member. Before

such a vote is taken the member shall be given the opportunity to fully present his/her case as to why he/she should not be removed. A member has no right of appeal against the member's removal from office under this section.

VACANCIES ON EXECUTIVE

14. (a) The Executive shall have power at any time to appoint any member of the Club to fill any casual vacancy on the Executive until the next Annual General Meeting, provided the member shall be eligible as a candidate for election to the Executive at such Annual General Meeting.

(b) The continuing members of the Executive may act notwithstanding any casual vacancy in the Executive, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Executive, the continuing member or members may act for the purpose of increasing the number of members of the Executive to that number or of summoning a general meeting of the Club, but for no other purpose.

FUNCTIONS OF THE EXECUTIVE

15. (a) Except as otherwise provided by these Rules and subject to resolutions of the members of the Club carried at any general meeting the Executive -

(i) shall have the general control and management of the administration of the affairs, property and funds of the Club; and

(ii) shall have authority to interpret the meaning of these Rules and any matter relating to the Club on which these Rules are silent having regard to the *Associations Incorporation Act 1981* (Qld) and any other applicable legislation.

(b) The Executive may exercise all the powers of the Club -

(i) to borrow or raise or secure the payment of money in such manner as the members of the Club may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Club in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Club's property, both present and future, and to purchase, redeem or pay off any such securities;

(ii) to borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to

provide and pay off any such securities; and

(iii) to invest in such manner as the members of the Club may from time to time determine;

(iv) to control the finances of the Club;

(v) to engage, control, and dismiss the Club's servants;

(vi) to administer the Club and such administrative powers as may be necessary for properly carrying out the objects of the Club in accordance with these Rules.

(c) In exercising its powers under this Constitution, the Executive shall determine matters on the balance of probabilities having regard to all information available to it.

(d) No member of the Executive shall incur any personal liability for any act, omission or decision made honestly, in good faith and in the proper performance of their duties under this Constitution, except where required by law.

(e) Nothing in this Constitution requires the Executive to disclose confidential witness identities, personal information or confidential material where the Executive reasonably believes that disclosure may place a person at risk, prejudice the welfare of another person or adversely affect the interests of the Club, provided the member concerned is given sufficient information to understand the substance of the allegations and a reasonable opportunity to respond.

(f) Where the Executive is satisfied that repeated complaints are frivolous, vexatious or constitute an abuse of Club processes, the Executive may deal with that conduct under this Constitution and any applicable By-Laws.

MEETINGS OF EXECUTIVE

16. (a) The Executive shall meet as least once every calendar month to exercise its functions.

(b) A special meeting of the Executive shall be convened by the Secretary on the requisition in writing signed by not less than one-third of the members of the Executive, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.

(c) At every meeting of the Executive a simple majority of a number equal to the number of members elected and/or appointed to the Executive as at the close of the last general meeting of the members, shall constitute a quorum.

(d) Subject as previously provided in this Rule, the Executive may meet together and regulate its proceedings as it thinks fit: provided that questions arising at any meeting of the Executive shall be decided by a majority of votes and, in the case of equality of votes, the President shall be entitled to a second or casting vote provided he has used a primary vote.

(e) A member of the Executive shall not vote in respect of any contract or proposed contract with the Club in which he/she is directly interested, or any matter arising thereout, and if he/she does so vote his/her vote shall not be counted.

(f) Not less than seven (7) days' notice shall be given by the Secretary to members of the Executive of any special meeting of the Executive. Such notice shall clearly state the nature of the business to be discussed thereat.

(g) The President of the Club shall preside as Chairman at every meeting of the Executive, or if there is no President, or if at any meeting he is not present fifteen (15) minutes after the time appointed for holding the meeting, then the members may choose one of their number to be Chairman of the meeting.

(h) If within twenty (20) minutes from the time appointed for the commencement of an Executive meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Executive, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Executive may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

17. (a) The Executive may from time to time appoint either from among its members or from other financial members of the Club or both, such Sub-committees as may be deemed expedient to perform such duties and carry out such acts and things as may be determined by the Executive and for the purposes the Executive may delegate such powers other than those relating to election, suspension and expulsion of members as it shall consider it necessary and such Sub-committee shall report the proceedings to the Executive periodically, and when required to do so by the Executive. Any Sub-committee so formed shall in the exercise of the powers delegated to it conform to any instructions and be subject to such restrictions as may be given and proposed by the Executive.

(b) A Sub-committee may elect a Chairman of its meetings. If no such Chairman is elected, or if at any meeting the Chairman is not present within fifteen (15) minutes after the time appointed for holding the meeting, the members present may choose one of their number to be Chairman of the meeting.

(c) A Sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the Chairman shall be entitled to a second or casting vote provided he has used a primary vote.

18. All acts done by any meeting of the Executive or of a Sub-committee or by any person acting as a member of the Executive shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Executive, Sub-committee or person acting as aforesaid, or that the members of the Executive or Sub-committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Executive or Sub-committee.

19. A resolution in writing signed by all the members of the Executive for the time being entitled to receive notice of a meeting of the Executive shall be as valid and effectual as if it had been passed at a meeting of the Executive duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or

more members of the Executive.

ANNUAL GENERAL OR GENERAL MEETINGS

20. The first general meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Club, and at such place as the Executive may determine.

21. (a) The Annual General Meeting shall be held by 15th November in each year upon a date and at a time to be fixed by the Executive.

    (b) The business to be transacted at every Annual General Meeting shall be -

        (i) Consideration of the Balance Sheets and the Profit and Loss accounts and the Report of the Executive and Auditors for the preceding financial year;

        (ii) The election of members of the Executive who shall hold office until the next Annual General Meeting;

        (iii) The appointment of an Auditor or Auditors;

        (iv) To decide on any resolution which may be duly and properly submitted to the meeting.

        The Secretary shall forward to the Local League a copy of the Annual Report of the Executive and the Auditor or Auditors and the names and addresses of members of the Executive within fourteen (14) days of the Annual General Meeting.

    (c) Fourteen (14) days, at least, before the Annual General Meeting or any Special General Meetings, written notice, including notice given electronically in accordance with this Constitution of such meeting and of the business to be transacted thereat shall be sent to every member.

22. The Secretary shall convene a special general meeting -

    (a) When directed to do so by the Executive; or

    (b) On the requisition in writing signed by not less than ten (10) ordinary members of the Club. Such requisition shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat; or

    (c) On being given a notice in writing of an intention to appeal against the decision of the Executive to terminate the membership of any person or to reject an application for membership of any person.

23. (a) At any general meeting the number of members required to constitute a quorum shall be double the number of members presently on the Executive plus one.

    (b) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the

purposes of this Rule "member" includes a person attending as a proxy or as representing a corporation which is a member.

(c) If within twenty minutes from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Executive or the Club, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Executive may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.

(d) The Chairman may, with the consent of any meeting at which a quorum in present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

24. (a) The Secretary shall convene all general meetings of the Club by giving not less than fourteen (14) days' notice of any such meeting to the members of the Club.

(b) The manner by which such notice shall be given shall be determined by the Executive: provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection of his/her membership by the Executive, shall be given in writing, including by electronic communication where permitted by this Constitution. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

25. Unless otherwise provided by these Rules, at every general meeting -

(a) the President of the Club shall preside as Chairman, of it there is no President, or if they are not present within fifteen (15) minutes after the time appointed for the holding of the meeting or is unwilling to act, then the members present shall elect one of their number to be Chairman of the meeting;

(b) the Chairman shall maintain order and conduct the meeting is a proper and orderly manner;

(c) every question, matter or resolution shall be decided by a majority of votes of the members present;

(d) every member present shall be entitled to one vote and in the case of an equality of votes the Chairman shall have a second or casting vote: provided that no member shall be entitled to vote at any general meeting if his/her annual subscription is more than one month in arrears at the date of the meeting;

(e) voting shall be by show of hands, unless not less than one-fifth of the members

present demand a ballot, in which event there shall be a secret ballot. The Chairman shall appoint two members to conduct the secret ballot in such manner as he shall determine and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the meeting at which the ballot was demanded;

(f) a member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorned or other duly authorised representative shall have one vote;

(g) the instrument appointing a proxy shall be in writing; in the common or usual form under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy may be need not be a member of the Club. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot;

(h) where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit:-

HIGHFIELDS & DISTRICT JUNIOR RUGBY LEAGUE CLUB

I,.....of
……,

being a member of the HIGHFIELDS & DISTRICT JUNIOR RUGBY LEAGUE CLUB,

hereby appoint..... of
…....., as

my proxy to vote for me on my behalf at the (annual) general meeting of the Club to

be held on the …… day of ……., 20..... ,
and at

any adjournment thereof.

Signed this …… day of ……., 20 ……..

……
Signature

This form is to be used * in favour of / * against the resolution

* Strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as the proxy considers appropriate.);

(i) the instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and

(i) The Secretary must ensure full and accurate minutes are kept of all proceedings, resolutions and decisions of every meeting of the Executive and every general meeting of the Club. Minutes may be created, stored and maintained in electronic or hard copy form.

(j) The minutes of each Executive meeting must be confirmed and signed by the Chair of that meeting or the Chair of the next Executive meeting at which the minutes are confirmed.

(k) The minutes of each general meeting, including the Annual General Meeting, must be confirmed and signed by the Chair of that meeting or the Chair of the next general meeting at which the minutes are confirmed.

(l) A member may, by written request to the Secretary, request a copy of the minutes of any general meeting of the Club. The Club must provide a copy of the requested minutes to the member within the period prescribed by the *Associations Incorporation Act 1981* (Qld) or any applicable legislation in force at the time of the request.

(m) The minutes and records of Executive meetings are confidential to the Executive. Access to, or disclosure of, Executive meeting minutes or associated documents is at the sole discretion of the Executive and may be refused where the Executive considers that disclosure would:

i. breach the privacy of any person;

ii. disclose confidential or commercially sensitive information;

iii. prejudice the interests, operations or legal position of the Club;

iv. relate to disciplinary, grievance, complaints, employment or personnel matters; or

v. otherwise not be in the best interests of the Club.

vi. Nothing in this Rule limits any right of inspection required by the *Associations Incorporation Act 1981* (Qld) or any other applicable law.

BY-LAWS

26. The Executive may from time to time make, amend or repeal By-laws, not inconsistent with these Rules, for the well-being of the Club and any By-law may be set aside by a general meeting of members.

ALTERATION OF RULES

27. Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting.

28. However an amendment, recession or addition shall only be valid if it is

registered by the Chief Executive of the Department administering the Act.

FUNDS AND ACCOUNTS

29. (a) The funds of the Club shall be deposited by the Treasurer in the name of the Club in such account or accounts in such bank as the Executive may from time to time direct.

(b) Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Club and the particulars usually shown in books of a like nature.

(c) All moneys shall be deposited as soon as practicable after receipt thereof.

(d) All payments of Club funds must be made by a payment method approved by the Executive, including electronic funds transfer or any other authorised banking or payment method. All payments of one hundred dollars ($100) or more must be authorised by any two (2) of the President, Secretary, Treasurer or another Executive member authorised by resolution of the Executive.

(e) The Executive shall determine the amount of petty cash which shall be kept on the imprest system.

(f) All expenditure must be approved in accordance with any budget, delegation or financial authority approved by the Executive, or otherwise be approved or ratified by resolution of the Executive.

(g) The Treasurer shall ensure that the Club's financial records are kept and shall make the annual statement to the 30th September in each year containing particulars of

(ii) the income and expenditure for the financial year just ended; and

(iii) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Club at the close of that year and shall cause the statement to be circulated amongst the members of the Annual General Meeting.

(i) All such statements shall be examined by the Auditor or Auditors who shall present his/her/their report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made. The club shall deposit with the Local League its financial statements prepared, reviewed or audited (as applicable under the *Associations Incorporation Act 1981* (Qld)) for each financial year within fourteen (14) days of the Annual General Meeting.

(j) The income and property of the Club whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way or profit to or amongst the members of the Club: provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of moneys advanced by him to the Club or otherwise

owing by the Club or to any member of the Club or other person in return for any services actually rendered to the Club: provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Club or reasonable and proper rent for premises demised or let to the Club.

DOCUMENTS

30. The Executive shall provide for the safe custody of books, documents, instruments of title and securities of the Club.

EXECUTION OF DOCUMENTS

31. The Club is not required to have or use a common seal.

32. A document may be executed on behalf of the Club by any two (2) members of the Executive authorised by resolution of the Executive, or otherwise in accordance with the *Associations Incorporation Act 1981* (Qld).

33. The Executive may determine procedures for the execution of documents and the use of electronic signatures where permitted by law.

MEMBER GRIEVANCE PROCEDURE

34. This grievance procedure applies to disputes between:

    (a) a member and another member;

    (b) a member and the Executive;

    (c) a member and the club.

35. This grievance procedure does not apply to:

    (a) an appeal against the rejection or termination of membership under Rule 10;

    (b) matters required to be dealt with under the Queensland Rugby League Constitution, Rules, Code of Conduct, Judiciary Code, Member Protection Policy or applicable Local League rules or policies.

36. Initiating a Grievance

    (a) A member who considers a dispute has arisen (the aggrieved party) must initiate the grievance procedure by giving written notice of the dispute to:

        (i) the other party; and

        (ii) if the other party is not the Executive, the Executive.

(b) The notice must state:

(i) the nature of the dispute;

(ii) the facts relied upon;

(iii) the outcome sought.

37. Multiple Grievances - where two or more members raise substantially the same dispute, the Executive may combine the grievances and require one member to act as the representative of the aggrieved members throughout the grievance procedure.

38. Initial Resolution

(a) The parties must attempt to resolve the dispute between themselves within fourteen (14) days after the notice is given.

(b) The parties must act reasonably and genuinely in attempting to resolve the dispute.

39. Request for Mediation

(a) If the dispute is not resolved within the fourteen (14) day period, the aggrieved party may, within a further twenty-one (21) days, request the Executive to refer the dispute to mediation.

(b) The request must be in writing.

40. Referral to Mediation - within fourteen (14) days after receiving a request for mediation, the Executive must refer the dispute for mediation unless it determines under Rule 40 that the grievance should not proceed.

41. Circumstances Where a Grievance May Be Refused - the Executive may refuse to commence or continue a grievance procedure if it reasonably believes that:

(a) disciplinary proceedings have already commenced regarding the matter;

(b) membership termination proceedings have already commenced;

(c) the grievance is frivolous, vexatious, misconceived or lacking substance;

(d) the grievance substantially relates to a matter already determined;

(e) the grievance relates to matters outside the authority of the Club to determine.

The Executive must notify the parties in writing of its decision.

42. Appointment of Mediator

(a) The mediator must be impartial.

(b) The mediator may be:

(i) a person agreed by the parties; or

(ii) if agreement cannot be reached:

(a) where the dispute is between members, a person appointed by the Executive;

(b) where the dispute involves the Executive or the Club, an accredited mediator

or a mediator appointed through an appropriate dispute resolution service.

(c) The mediator must not:
(i) be a party to the dispute;
(ii) have a personal interest in the dispute;
(iii) have demonstrated bias towards either party.

43. Conduct of Mediation

The mediator must:
(a) commence mediation as soon as practicable;
(b) endeavour to complete mediation within twenty-eight (28) days;
(c) allow each party a reasonable opportunity to be heard;
(d) permit each party to respond to the other party's submissions;
(e) comply with the principles of natural justice;
(f) conduct joint meetings or separate meetings as the mediator considers appropriate;
(g) encourage the parties to genuinely attempt to resolve the dispute.

44. Representation - a party may appoint another person to represent or assist them during the grievance procedure. A representative acts at the appointing party's own cost and expense.

45. Costs - the Club is not responsible for any costs associated with a grievance procedure or mediation. Before mediation commences, the parties must agree in writing how the mediator's costs will be paid. If agreement cannot be reached, the mediation will not proceed unless the Executive determines otherwise.

46. Electronic Mediation - the mediation may be conducted by electronic means, including videoconference or other electronic communication, if agreed by the parties and the mediator.

47. Outcome - if the dispute is resolved, the parties may record the outcome in writing. If the dispute is not resolved, the mediator must advise the Executive that mediation has concluded without resolution.

48. Confidentiality

(a) The grievance process is confidential.

(b) The parties, the mediator and any representative must not disclose information obtained during the grievance process except:

(i) with the consent of all parties;

(ii) where required by law;

(iii) where reasonably necessary to implement an agreed outcome or decision.

49. Effect of Grievance Procedure

(a) The grievance procedure does not limit or prevent the Executive from exercising its powers under Rule 9 (Termination of Membership), Rule 10 (Appeal Against Rejection or Termination of Membership), this Constitution, the Club's By-laws or any applicable QRL or Local League rules.

(b) Where disciplinary action or membership termination proceedings have commenced under Rule 9, the grievance procedure does not apply to the

matters the subject of those proceedings.

FINANCIAL YEAR

50. The financial year of the Club shall commence on 1st October and close on 30th September.

DISTRIBUTION OF SURPLUS ASSETS

51. If the Club shall be wound up in accordance with the provisions of the *Associations Incorporation Act 1981* (Qld), and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Club, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Club, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Club under or by virtue of Rule 28 (j) hereof, such institution or institutions to be determined by the members of the Club.

PROHIBITION OF CONDUCT

52. No member shall give the address of the Club in any advertisement or use the Club for business purposes without the written permission of the Executive first had and obtained.

RULE BOOK AND NOTICE BOARD

53. Each member shall be entitled to a copy of the Constitution and Rules of the Club, on written request to the Secretary. A copy of the Rules properly kept up to date by the Secretary shall be attached to the notice board. The notice board shall be kept in a prominent position in the Clubhouse, on which shall be displayed all notices required by the Rules, and matters of interest to members.

GAMBLING

54. The Clubhouse shall not be used for gambling or for playing any game of chance or other unlawful games. The Executive shall have the power to prohibit any games which in their opinion are unlawful games or the playing of which would be injurious to the interests of the Club.

INDEMNITY

55. All officers and all members of the Executive for the time being responsible for the management and control of the Club shall be and are hereby indemnified out of the assets of the Club against all actions, suits, proceedings, claims or

demands whatever which may be brought or made against them, or any one or more of them, and also against all fines, penalties, costs, charges and other expenses which may be paid or incurred by the, or any one or more of them, in consequence of the performance of their official duties or in consequence of any breach of any State or Commonwealth statute or any local Government By-law committed on the Club premises or grounds.

AFFILIATION

56. The Club must sign and lodge with the QRL the QRL affiliation forms each year if it desires to play the game of Rugby League Football in that year.