

VICTORIAN FOOTBALL UMPIRES ASSOCIATION INCORPORATED - CONSTITUTION AND RULES.

TITLE AND DEFINITIONS

1. An Association is hereby constituted to be called the "Victorian Football Umpires' Association Incorporated".

In this Constitution, unless inconsistent with the context of the subject matter, the following definitions shall apply:

- (a) "Association" means Victorian Football Umpires' Association Incorporated.
- (b) "Employment Agreement" is the employment contract or relationship entered into and existing between an Umpire and the League, whether expressed in written and/or oral form, or otherwise implied.
- (c) "League" means AFL Victoria or its successor in name.
- (d) "State Director of Umpiring" is the State Director of Umpiring, appointed by the League.
- (e) "VFL Senior Field Umpires Squad" is the group of field umpires, as determined by the State Director of Umpiring and his assistants, to constitute the Senior Field Umpires Squad.
- (f) "VFL Development Field Umpires Squad" is the group of field umpires, as determined by the State Director of Umpiring and his assistants, to constitute the VFL Development Field Umpires Squad.
- (g) "VFL Development Boundary Umpires Squad" is the group of boundary umpires, as determined by the State Director of Umpiring and his assistants, to constitute the VFL Development Boundary Umpires Squad.
- (h) "VFL Development Goal Umpires Squad" is the group of goal umpires, as determined by the State Director of Umpiring and his assistants, to constitute the VFL Goal Umpires Development Squad.
- (i) "Umpire" means Field, Boundary, Goal or Emergency Umpire.
- (j) "Supplementary Squads" are the squads of umpires, determined by the State Director of Umpiring and his assistants, to constitute the various umpiring discipline's Supplementary Squads.
- (k) "VFL Senior Boundary Umpires Squad" is the group of boundary umpires, as determined by the State Director of Umpiring and his assistants, to constitute the Senior Boundary Umpires Squad
- (l) "VFL Senior Goal Umpires Squad" is the group of goal umpires, as determined by the State Director of Umpiring and his assistants, to constitute the VFL Senior Goal Umpires Squad.

OBJECTIVES

2. The objectives shall be:
 - (a) To represent Umpires appointed to officiate in matches sanctioned by AFL Victoria and its Umpiring Department.
 - (b) To foster the good fellowship and further the interests of Umpires generally.
 - (c) To promote the ideals of true sportsmanship, and to cooperate with AFL Victoria in its endeavors to advance Australian football.

MEMBERSHIP

3. (aa) Every person who:
 - (i) has entered into an existing employment agreement with the League; and/or
 - (ii) is appointed by the League to any squad defined in Clause 1 of this constitution; or
 - (iii) is currently engaged by the AFL as an Umpire, and is resident in Victoria

shall, upon payment of the agreed annual membership subscription, as and when it falls due, become a Full Member of this Association until the conclusion of the Annual Meeting for that season.

- (ab) Every person who:
 - (i) is currently engaged by the AFL as an Umpire, and is a resident of Victoria, and chooses not to be a Full Member of this Association; or
 - (ii) is a former member, who is not eligible for Full Membership, and is not a Life Member of this Association; or
 - (iii) is a member of a Supplementary Squad, and chooses not to be a Full Member of this Association

shall, upon payment of the agreed annual membership subscription, as and when it falls due, become an Associate Member of this Association until the conclusion of the Annual Meeting for that season.

- (ac) Any member eligible to vote at an Annual Meeting shall be eligible to vote at the first Association Meeting of the following season provided that they have been appointed to defined Squad at the time of the Association Meeting.
- (b) The annual subscription for any such membership shall be set by members on the recommendations of the Executive Committee at the first Association Meeting of the season.
- (c) All subscriptions shall become due and payable within one month of the subscription being set at the first Association Meeting of the season.
- (d) Umpires who are wholly unemployed, or for some other reason of hardship are unable to pay their subscription, may apply to the Executive Committee for an exemption or an extension of time. Subject to the Executive Committee's approval, the provisions under Section 3(c) do not apply. Applications under this Section shall be treated as strictly confidential.

- (e) No entrance fee is payable on becoming a member of the Association.
- (f)
 - (i) The Association shall adopt an Official Emblem.
 - (ii) Any member desirous of purchasing the Official Emblem, in any form, shall apply in writing to the Executive Officer, who, subject to approval by the Executive Committee, shall forward a written authorisation to the member concerned.
 - (iii) Only members and former members may wear items incorporating the Official Emblem.
 - (iv) The Common Seal of the Association shall be kept in the custody of the Executive Officer. 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 signature of the President and the Public Officer of the Association.
- (g) Full Members shall:
 - (i) have full voting rights.
 - (ii) have the capacity to nominate for elected office, or serve on committees.
 - (iii) pay the membership subscription as set in accordance with clause 3(b).
 - (iv) have access to the full range of services provided by the Association.
- (h) Associate Members shall:
 - (i) pay the Associate Membership fee determined by the Executive Committee from time to time.
 - (ii) not be eligible to vote at Association Meetings, unless currently serving as a member of the Executive Committee.
 - (iii) be eligible to hold elected office, or serve on committees subject to the conditions set out in Section 6 of this Constitution.
- (i) The Executive Officer shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member, and the register shall be available for inspection by members upon request to the Executive Officer.

OBLIGATIONS OF MEMBERSHIP

- 4. (a) All Full Members shall attend the meetings of the Association. The name of any Full Member absenting himself from or during two (2) consecutive meetings without a reasonable excuse in writing shall be submitted to the Executive Committee for action deemed necessary.
- (b) Any member making public statements contrary to the VFUA public comments policy, as outlined in the VFUA policies and procedures manual, shall be dealt with by the Executive Committee.
- (c) No member of this Association, representing this body on delegation or conference, shall come to any agreement, verbal or written, with a person or persons, unless subject of such agreement be made known to the Executive Committee and members of the Association. Any member so doing will be dealt with by the Executive Committee.

- (d) Members shall, as early as possible, forward to the Executive Officer of this Association, a written report of the personal assaults, lack of protection, and all other incidents affecting the welfare of Umpires generally. Any member failing to do so shall be dealt with by the Executive Committee.

LIFE MEMBERS

- 5 (a) Automatic Life Membership
Any person who was a Full Member of this Association prior to 1998 and who has been a Full Member for 10 years shall automatically become a Life Member.
- (b) Honorary Life Membership
Members or non-members may be elected to Honorary Life Membership of this Association. Honorary Life Membership may be awarded for outstanding and diligent service to the Association. Such service may be as a member of the Executive Committee and/or for general service to the Association in a non-Executive Committee role.
- (c) Honorary Life Members may be elected only at the Annual Meeting. The election to Honorary Life Membership shall require a three-fourths majority of those members present or by proxy, and will be decided by a secret ballot. The above mentioned clauses outline the only two means of becoming a Life Member of this Association.
- (d) The Executive Committee may recommend persons as nominees for election to Honorary Life Membership. These names must be submitted to members at least seven (7) days before the Annual Meeting.
- (e) The Executive Committee may recommend to the Annual Meeting that a token of recognition be presented to not more than two specified Life Members for outstanding services rendered.
- (f) Members may convey in writing to the Executive Committee the names of candidates for Honorary Life Membership and/or tokens of recognition to specified Life Members not less than one month prior to the Annual Meeting.
- (g) A Life Member shall have all rights and privileges of members, and shall be eligible to hold elected office, or serve on committees, subject to the conditions set out in Section 6 of this Constitution.
- (h) A Life Membership may only be revoked on a recommendation from the Executive Committee which is put to any meeting of the Association, and must be carried by a three-fourths majority of those present.

OFFICE BEARERS

- 6. (a) The Officers of this Association shall be President, Vice-President, Executive Officer, Historian-Statistician, Communications Officer and up to six (6) Executive Committee members. The above mentioned Office Bearers shall constitute the Executive Committee. All Office Bearers shall be entitled to a vote of equal value regardless of whether they are Full, Associate or Life Members. Any Associate Member eligible for Full Membership of the Association and who holds a position on the Executive Committee shall join the Association as a Full Member.
- (b) On any Executive Committee one of either the President or Vice-President must be a Full Member of the Association.

- (c) If:
 - (i) prior to the holding of an election of Office Bearers; and
 - (ii) after final nominations for Office Bearers have been received by the Association, it is found that the requirements set out in 6 (b) of this Constitution would be breached by holding an election as a result of the absence of a nomination of a Full Member of the Association for either the office of President or Vice-President, then the Association shall not then conduct the election of Office Bearers.

Prior to such an election being held in this situation, the Executive Committee is required to first exercise its sole and absolute discretion to take any action necessary to ensure that any such election has the potential to achieve an outcome that complies with the provisions of this Constitution. Such action may include:

- (i) seeking a nomination of a Full Member of the Association for either the office of President or Vice-President.
 - (ii) no longer accepting the nomination(s) of any one or more Life Members and/or Associate Members.
- (d) In the event that the requirements set out in 6 (b) of this Constitution are breached as a result of the outcome of an election of Office Bearers, the Executive Committee has a sole and absolute discretion to take any action necessary to ensure that the outcome of any such election complies with the provisions of this Constitution. Such action can include, but is not limited to any one or more of the following:
- (i) holding a fresh election.
 - (ii) no longer accepting the nomination(s) of any one or more Life Members and/or Associate Members.
- (e) All squads defined by these Rules shall be entitled to have at least one member each on the Executive Committee, that member not filling any of the positions in Clause 6(i)(i)-(v) inclusive.
- (f) All members of the Executive Committee, other than the Executive Officer shall be elected annually at the Annual Meeting or by the processes laid out in clause 6(n) of these rules as vacancies caused by death or resignation occur.
- (i) The position of Executive Officer shall be appointed by the Executive Committee incumbent for the term of the appointment.
 - (ii) The term of appointment of the Executive Officer shall be as determined by the Executive Committee.
 - (iii) The appointment, term of appointment, basis of payment and job description for the Executive Officer shall be set out in a Service Agreement, and signed by the President and appointee prior to the appointment taking effect.
 - (iv) Following an Annual Meeting, the incoming Executive Committee may terminate any term of appointment of the Executive Officer set by a previous Executive Committee; such a clause is to be set out in the Executive Officer's Service Agreement.
 - (v) The appointee must fulfill all facets of the job description to the satisfaction of the Executive Committee. The Executive Committee has the power to declare the position vacant if the appointee is not performing the prescribed duties to its satisfaction; such a clause is to be set out in the Executive Officer's Service Agreement.
 - (vi) The Executive Officer cannot be an employee of AFL Victoria in any capacity other than as an Umpire.

- (g) The Executive Committee
 - (i) shall control and manage the business and affairs of the Association.
 - (ii) may, subject to these rules, the regulations, and the Act, exercise all such powers and functions as may be exercised by the Association, other than those powers and functions that are required by these rules, to be exercised by general meetings of the members of the Association; and
 - (iii) Subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the Executive Committee to be essential for the proper management of the business and affairs of the Association,
- (h) In the event of a tie for the election of Office Bearers at the Annual Meeting, a new ballot will follow immediately. In the event of another tie, a postal ballot of all members will be held within 14 days of the Annual Meeting. Should another tie occur, the President shall exercise his casting vote to determine the Office Bearer(s).

In the event of a tie for the election of an Office Bearer or Bearers at an Association Meeting, a new ballot will follow immediately. Should another tie occur, the President shall exercise his casting vote to determine the Office Bearer(s).

- (i) The order of seniority for Office Bearers of the Association shall be:
 - (i) President
 - (ii) Vice President
 - (iii) Executive Officer
 - (iv) Executive Committee members to be elected from members present.
 - (v) Historian / Statistician
 - (vi) Communications Officer
- (j) All offices shall be honorary and may receive honorariums which shall be determined by the members following the recommendation of the Executive Committee at the first Association Meeting of the season.
- (k) Nominations for all offices subject to election shall be in written form bearing the signatures of the Nominee, Proposer and Seconder. All such nominations must be lodged with the Executive Officer at least seven (7) days prior to the Annual Meeting.

All nominees, other than for the position of Executive Officer, must be eligible for Full, Life or Associate Membership of the Association. Proposers and Seconders for all nominations must be Full or Life Members of the Association.
- (l) Except as otherwise provided in these Rules, the Executive Officer shall keep in his custody or under his control all books, documents and securities of the Association.
- (m) The accounts and books referred to in Clauses 3 (i) and 8 (a) (i) shall be available for inspection by Full and Life Members
- (n) (i) Vacancies in the office of President shall be immediately filled by the Vice-President who shall continue as President for the duration of the previous President's term;
 - (i) subject to the Vice-President consenting to do so: and further
 - (ii) subject to the Vice-President's elevation being ratified by Special Resolution at the next General MeetingAND should the Vice-President not consent to his elevation to President as required by sub-paragraph (i) or should such elevation not be ratified as required by sub-paragraph (ii) the office shall be declared vacant and a full election for President shall be held at the next General Meeting. The procedures for such an election shall be as set out in clause 6(k).

- (ii) Vacancies in the office of Vice-President shall be filled by the Executive Committee nominating, seconding and electing a current member of the Executive Committee who shall serve as Vice-President for the duration of the former Vice-President's term. The Executive Committee's appointee shall be ratified by the members at the following Association meeting. Should such a ratification fail the office shall be declared vacant and a full election for Vice-President shall be held within 21 days. The procedures for such an election shall be as set out in clause 6(k).
- (iii) Vacancies in the offices of Communications Officer or Historian-Statistician shall be filled by the Executive Committee appointing a person to act in the office until the next Association Meeting when an election for the relevant office shall take place. The procedures for such an election shall be as set out in clause 6(k).
- (iv) Vacancies for Executive Committee members other than Executive Officer and those named in 6(n) (i)-(iii) shall be filled by election at a Special Meeting called within twenty-one (21) days of the vacancy occurring. Such Special Meeting shall be attended by two of either the President, Vice-President or Executive Officer and the members of the defined Squad whose representative is the cause of the vacancy. The procedures for such an election shall be as set out in clause 6(k).

MEETINGS

- 7. (a) The Annual Meeting shall be held prior to the commencement of the League Season, on a date to be fixed by the Executive Committee.
- (b) A minimum of three (3) Association Meetings shall be held during the season. The dates and venues of these meetings shall be determined by the Executive Committee.
- (c) Special General Meetings may be called at the direction of the Executive Committee or by a majority vote of those present at an Association Meeting. For the purposes of an election held under Clauses 6(n) (iv) the Executive Committee may nominate the defined Squads required to attend such a Special General Meeting.
- (d) Forty (40) members shall form a quorum at Annual, Association or Special General Meetings.
- (e) At meetings of the Executive Committee and sub-committees of the Association, three-fifths of the members thereof shall form a quorum.
- (f) For the purpose of this Constitution, a meeting shall mean:
 - (i) a meeting of members assembled in person on the same day, at the same time and/or place; or,
 - (ii) members communicating with each other by any means whereby they are able to participate in the meeting though they are not physically present together. (For example: via teleconference or other electronic means).

Business under discussion at 11.00 pm shall be the last business dealt with, and no new business will be accepted for discussion unless an extension of time is approved by a majority vote.

- (g) (i) The Executive Officer of the Association shall, at least 7 days before the date fixed for holding an Association Meeting, give notice to each Full and Associate Member of the Association stating the place, date and time of the meeting, and the nature of the business to be transacted at the meeting.

- (ii) A member desiring to bring any business before a meeting may give notice of that business in writing to the Executive Officer, who shall include that business in the notice calling the next Association Meeting after the receipt of the notice.
- (h)
 - (i) Each member shall be entitled to appoint another member as proxy by notice given to the Executive Officer no later than 24 hours before the time of a meeting in respect of which the proxy is appointed. The notice appointing the proxy shall be in the form set out in Appendix 1 to these rules.
 - (ii) No member may hold more than one (1) proxy.

FINANCE

- 8. (a) (i) All monies received by the Executive Officer, who will keep proper Books of Account on behalf of this Association, shall be paid into a current account in an approved bank. All withdrawals must be signed by any two of the following Officers: President, Vice-President, or Executive Officer.
- (ii) FUNDS
The funds of the Association shall be derived from annual subscriptions, donations and such other sources as the Executive Committee determines.
- (b) At any time when monies in the approved bank account or accounts are in excess of that required to meet the ordinary outgoings of the Association, the Executive Committee may, at its discretion, invest such surplus funds for such term or terms as the Executive Committee deem appropriate, in any of the following ways: Commonwealth or State Government Loans, Commonwealth or State Government Guaranteed Loans, Term Deposit at the said approved Bank, First Mortgage Debenture with any Public Company listed on the Australian Stock Exchange, or interest bearing deposits with Building Societies authorised under the provisions of the Trustee Act, 1958.

All Loan Bonds or Debenture Certificates must be kept in Safe Deposit at the said approved Bank, and may only be withdrawn and realised on the signature of any two of the following Officers: President, Vice-President, or Executive Officer. No monies may be invested in shares of any kind in any Company or Trust Fund. Nothing in this section shall prevent the Executive Committee from realising any investment at any time.
- (c) All appeals on behalf of charitable organisations must be submitted in writing to the Executive Committee for consideration.
- (d) Disposal of assets
If this Association is wound up, dissolved, or its incorporation cancelled, any surplus property, assets or monies must be applied to meeting the debts and liabilities of this Association and the balance, if any, must be applied to a person or persons having the objectives similar to the Statement of Purposes provided that any such surplus property, assets or monies must not be applied to or amongst any members.

AUDITOR.

- 9. The Accounts of this Association shall be audited at least once each year by an auditor appointed annually at any meeting of the Association. Such person shall not be an Umpire. The Auditor's report shall be submitted for adoption to the next Annual Meeting.

AMENDMENTS

10. (a) This Constitution and purposes may be amended or added to at the Annual Meeting, provided that notice of motion be given in writing to the Executive Officer at least twenty-one (21) days prior to such Annual Meeting.
- (b) This Constitution may be amended or added to at an Association Meeting or a Special General Meeting providing such amendment or addition has been noted and read at the previous meeting. If passed the alteration will come into force at the next Annual Meeting and provided that notice is given to all members of the intention to propose a special resolution, the purpose of which is to change the objects or rules of the Association.
- (c) A three-quarters majority of those present or by proxy must be obtained to pass all amendments or additions to the Constitution.

APPEALING AN EXECUTIVE DECISION

11. (a) Any member may appeal in respect to any decision or resolution effecting such Member made by the Executive Committee.
- (b) The appeal must be heard by an independent chairperson who must be legally qualified.
- (c) An appeal may only be brought by a Member under this Rule if that Member lodges with the Executive Officer a notice signed by the member setting out the full particulars of the appeal. The Executive Officer must fix the date, time and place for the hearing as soon as practicable after lodgment of the notice and must advise all parties entitled to be heard of the same.
- (d) No appeal may be brought in relation to any decision of the Executive Committee which was made more than twenty-eight (28) days before the date of the lodgment of the notice of appeal.
- (e) The Chairperson may regulate any proceedings brought before them in such manner as they think fit provided that they give all persons entitled to be heard the opportunity to be heard and to make submissions in respect of, without limitation, the issue of any penalty which the Chairperson must take into account in making any determination.
- (f) The Chairperson may confirm, reverse or modify any decision the subject of any appeal brought before them and make such orders and give such direction as they in their absolute discretion think fit.

CERTIFICATE OF PAST MEMBERSHIP

12. A Certificate of Past Membership will be issued to members upon retirement as an Umpire from this Association.

STANDING ORDERS AT MEETINGS

13. (a) The order of business shall be as follows;
 - (i) Minutes of Previous Meeting.
 - (ii) Business Arising out of Minutes.
 - (iii) Correspondence.
 - (iv) Apologies.
 - (v) President's Report.
 - (vi) Executive Officer's Report.
 - (vii) Track Representative's Report
 - (viii) General Business.
- (b) At all meetings, the ordinary rules of debate shall be observed. No member shall speak to a motion more than once without permission from the Chairperson except the mover of the motion, who shall have the right to reply.
- (c) Not more than one amendment shall be accepted at one time, but notices of further amendments may be given.
- (d) A motion "that the question be now put" cannot be debated, and if accepted by the Chairperson and seconded, such motion shall be submitted without delay.
- (e) In dealing with the correspondence, every letter after having been tabled shall be taken as formally received unless a motion to the contrary be submitted, and every letter may be dealt with immediately after the contents have been made known to the Executive Committee.
- (f) No discussion shall take place except on a Motion or Amendment moved, seconded, and put in writing, if so demanded by the Chairperson.
- (g) If the Amendment be carried, it shall become the substantive motion, the original motion lapsing, and there will be no necessity to put the original motion to the meeting. It will be competent, whether the Amendment is carried or not, to receive other Amendments, one at a time, to be decided in like manner until the subject before the Chair is finally disposed of.
- (h)
 - (i) No member shall propose more than one amendment. No member shall speak more than once upon the same question without the permission of the Chairperson, except the mover of the amendment and the mover of the original motion who shall each be entitled to reply in respect of each amendment to the motion. Thereupon all discussion shall cease and the question shall be put.
 - (ii) Any member seconding a Motion or Amendment without remark shall not be held to have spoken thereon.
 - (iii) In case of amendments being lost, the Chairperson shall put the original motion to the vote without further discussion.
 - (iv) When a motion is moved and seconded that the Chairperson's ruling be disagreed with, the Chairperson shall forthwith leave the Chair, and debate on the original question then before the Chair shall be suspended. The next Senior Officer present will occupy the Chair, and the question that the Chairperson's ruling be disagreed with shall be decided, after which the former Chairperson shall resume the Chair, and the debates on the original question shall be proceeded with as if the same had not been suspended.

- (v) A Motion or an Amendment having been moved and seconded, debate may ensue, but not more than two other speakers shall follow successively on the same side of the question. If two speakers having so spoken, there being no other speaker to take the opposite view, the question shall be then put forthwith.
- (k) Any member, with the consent of the Chairperson, may offer an explanation of any particular expression used by him, but must confine himself strictly to such.
- (l) No member shall enter or leave the meeting whilst a vote or division is being taken.
- (m) In all cases where a Point of Order is raised, the Member raising same shall state his Point of Order clearly and distinctly, and, if a Member is speaking, such Member shall take his seat until the Point of Order is decided. The Chairman shall decide the matter and not allow a discussion.
- (n) A motion or an amendment correctly put to the Chair, the subject matter of which is of extreme importance or involves policy, can only be carried by the three-fourths majority of those present. The President, Vice-President and Executive Officer shall be empowered to decide whether or not the subject matter is of extreme importance or involves policy.

NOTES ON CONDUCT AT MEETINGS

In order to expedite proceedings at meetings of this Association, these notes are submitted for your perusal.

ADDRESS

Addressing the meeting - it is courtesy to stand up and address the meeting in clear and precise language.

Addressing the Chair - the term "Mr Chairperson" is preferable although the title "Mr/Ms President" may be used.

AMENDMENTS

Probably the greatest confusion arises from amendments, and these notes should be read in conjunction with Section 14 of our Constitution - Standing Orders at Meetings.

Definition: An Amendment is a proposal to alter the Motion, with the intention of effecting an improvement.

Types: It may take one of three forms -

- (a) An addition of a word or words.
- (b) An omission of a word or words.
- (c) The substitution of a word or words for another or others in the motion.

Note: A direct negative of the Motion cannot be an Amendment.

Notice of Further Amendments: These may be given but further Amendments may not be discussed until the Amendment before the Chair has been decided.

IN WRITING

If a member intends to introduce a premeditated Motion concerning any matter it is an advantage to submit such Motion in writing to the Chairperson. Such courtesy aids the minute-taker, presents the Motion clearly to the meeting and provides a sound basis for discussion. Submission of Amendments in writing, whenever possible, is also an advantage.

MOTION THAT THE MOTION BE PUT

This seems to cause great confusion. Such Motion is designed to prevent unnecessary discussion on the matter before the Chair, and must be treated as a separate, prior Motion. As a result, a person wishing to vote against the matter before the Chair may well vote in favour of a Motion "that the Motion be put" in order to expedite proceedings. Should such Motion be passed, he may now vote on the original Motion as he sees fit. Remember there are two separate and distinct Motions:

- (a) Motion that the Motion be put.
- (b) The Original Motion.

STANDING ORDERS OF MEETINGS

A thorough knowledge of this section of our Constitution is encouraged in order to achieve maximum efficiency and greater involvement at our meetings.

It is recommended that they be fully studied by all members.

This Constitution was last amended at the 2008 Annual Meeting, 2 December , and submitted to the Registrar of Incorporated Associations, Victoria within one month of the Annual Meeting date as required by The Act.