

This is the annexure marked "A" referred to in the statutory declaration of:	
Name of public officer	Robert McAllister McDougall
Made on (date)	11 Jan 2026
Before me	
	(signature of witness on statutory declaration)

Constitution of Northern Territory Rugby League Referees Association Incorporated

Part 1 – Preliminary

1. Name

The name of the incorporated association ("**the Association**") is Northern Territory Rugby League Referees Association Incorporated.

2. Objects and purposes

The objects and purposes of the Association are as follows;

- (a) to assist ARLC NT in the administration of the laws of the game of Rugby League and the social spirit thereof;
- (b) to foster knowledge of the laws of the game of Rugby League among Members, players, the ARLC NT and its affiliates, and the general public as and when required;
- (c) to assist other organisations in fostering the game of Rugby League in general, and the refereeing therefore in particular;
- (d) to promote the benefits of refereeing and actively recruit prospective Members to the Association; and
- (e) to do all such lawful things as may be incidental or conducive to the attainment of the above objects.

3. Minimum number of Members

The Association must have at least 5 Members.

4. Definitions

In this Constitution, unless the contrary intention appears:

"**Act**" means the *Associations Act* and regulations made under that Act;

"**Active**" means available to officiate at matches;

"**Annual General Meeting**" means an Annual General Meeting held under clause 55;

"**ARLC NT**" means ARLC NT Limited;

"**Committee**" means the management committee of the Association;

"Committee Meeting" means a meeting of the Committee;

"Committee Member" means a member of the Committee;

"Disciplinary Subcommittee" means a subcommittee constituted under clause 34;

"District" means a defined area of the Northern Territory in which there are conducted competition matches of the game of Rugby League;

"Financial Institution" means an authorised deposit-taking institution within the meaning of section 5 of the *Banking Act 1959* of the Commonwealth;

"Financial Year" has the meaning set out in Part 1 of the Schedule;

"Football Season" shall mean the period between 1st February and 31st October in any calendar year;

"6-12 Accreditation" means an accreditation to officiate the under 6 to under 12 age groups as recognised by ARLC NT.

"13-15 Accreditation" means an accreditation to officiate the under 13 to under 15 age groups as recognised by ARLC NT.

"16+ Accreditation" means an accreditation to officiate the 16 and over age groups, including seniors, as recognised by ARLC NT;

"General Manager" means the General Manager of the ARLC NT;

"General Meeting" means a general meeting of Members convened in accordance with clause 54;

"Junior League" means a Rugby League competition conducted for players up to Under 18 and deemed to be part of the junior competition by the relevant league, played under International Rules;

"Junior Member" means a referee who is under the age of 18.

"Life Member" means a person appointed as a Life Member under clause 12;

"Mini League" means a Rugby League competition conducted under the rugby league laws for Mini League Football.

"Mod League" means a Rugby League competition conducted under the rugby league laws for Mod Football

"Ordinary Member" means a Member other than a Life Member;

"Member" means a member of the Association;

"Non-active" means not available to officiate at matches;

"Qualifications" means a qualification issued under the National Referees Accreditation Scheme or a qualification acceptable to the Association or ARLC NT as the circumstances require;

"Register of Members" means the register of the Association's Members established and maintained under section 34 of the Act;

"Senior League" means a Rugby League competition conducted for players with no fixed age or deemed to be a senior competition by the relevant league;

"Senior Member" means a referee, active or non-active, who has a current 16+ Accreditation;

“Social Member” means a member of the Association who is not a qualified to officiate, has no voting rights and who actively fosters the ethos of the Association. **“Special General Meeting”** means a General Meeting other than an Annual General Meeting;

“Special Resolution” means a resolution notice of which is given under clause 57 and passed in accordance with section 37 of the Act.

Part 2 – Constitution and Powers of Association

5. Powers of Association

- (1) For achieving its objects and purposes, the Association has the powers conferred by sections 11 and 13 of the Act.
- (2) Subject to the Act, the Association may do all things necessary or convenient for carrying out its objects or purposes, and in particular, may:
 - (a) acquire, hold and dispose of real or personal property;
 - (b) open and operate accounts with Financial Institutions;
 - (c) invest its money in any security in which trust monies may lawfully be invested;
 - (d) raise and borrow money on the terms and in the manner it considers appropriate;
 - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
 - (f) appoint agents to transact business on its behalf; and
 - (g) enter into any other contract it considers necessary or desirable.

6. Effect of Constitution

This Constitution binds every Member and the Association to the same extent as if every Member and the Association had signed and sealed this Constitution and agreed to be bound by it.

7. Inconsistency

- (1) If there is any inconsistency between this Constitution and the Act, the Act prevails.
- (2) If there is any inconsistency between this Constitution and the Constitution of ARLC NT, the latter prevails to the extent of the inconsistency.

8. Altering the Constitution

- (1) The Association may alter this Constitution by Special Resolution but not otherwise, and any such alteration will only take effect once approved by ARLC NT.
- (2) If the Constitution is altered, the Public Officer must ensure compliance with section 23 of the Act.

Part 3 – Members

Division 1 – Ordinary Membership

9. Application for membership

To apply to become an Ordinary Member or Social Member of the Association a person must:

- (1) be ordinarily resident in the Northern Territory; and
- (2) submit a written application for membership in the approved form to the Committee.

10. Consideration by Committee

- (1) The Committee must consider any application made under clause 9 at the next available Committee Meeting or via electronic communication and must accept or reject the application at that meeting or the next.
- (2) If an application is rejected, the applicant may appeal against the decision by giving notice to the Secretary within 14 days after being advised of the rejection.
- (3) If an applicant gives notice of an appeal against the rejection of his or her application, the Committee must direct the application to ARLC NT to reconsider the application.
- (4) If after reconsidering an application ARLC NT reaffirms the Committees decision to reject the application, the decision is final

11. Approval by Committee

If an application for membership is approved by the Committee, the applicant becomes an Ordinary or Social Member:

- (1) where an annual membership fee is applicable - on payment of that annual membership fee; or
- (2) otherwise – immediately upon approval by the Committee.

Division 2 – Life Members

12. Life Members

The Association may confer Life Membership of the Association on any Member who has provided conspicuous service, in accordance with the following rules:

- (1) no Member shall be awarded Life Membership until they have completed an aggregate of ten years of service to the Association and is financial at the time of nomination;
- (2) neither completion of the required length of service nor a refereeing record involving major fixtures necessarily gain recognition as "conspicuous service" to the Association;
- (3) any two Members may submit a nomination of a colleague for Life Membership. That nomination must contain an acknowledgement from the nominee that they agree to the nomination;
- (4) the submission must be lodged with the Committee no later than close of business on 30th September in any year and must contain sufficient information to enable the Committee to make a judgement as to "conspicuous service";
- (5) during October in any year, the Committee will determine its position on the nomination and advise the proposer accordingly;

- (6) the proposer has the opportunity to withdraw the nomination at this stage or ask that it proceed to the Annual General Meeting. Any withdrawal would be in confidence and a future submission is not precluded;
- (7) if proceeding to the Annual General Meeting, the nomination will be tabled with a recommendation from the Committee. To be successful the nomination needs to be supported by two-thirds of the Members present and entitled to vote;
- (8) if the nomination is so supported, at the next appropriate occasion the new Life Member will be awarded a memento as determined by the Committee at the time.

Division 3 – Rights of Members

13. Annual membership fees

- (1) The annual membership fee is the amount determined by resolution at a General Meeting from time to time.
- (2) Each Member must pay the annual membership fee upon registration to the approved ARLC NT registration platform or to the Treasurer by close of business on the day before the date of the Annual General Meeting.
- (3) A Member whose subscription is not paid within 3 months after the due date ceases to be a Member unless the Committee determines otherwise.
- (4) Notwithstanding the foregoing subclauses:
 - (a) a Non-active Life Member is exempt from paying annual membership fees;
 - (b) the Association may (at the Annual General Meeting) resolve to waive the annual membership fee otherwise payable by first year referees. If this occurs, those members will be deemed Financial and 13.3 will no be applicable.

14. Levies

- (1) Subject to clause 14(2), all Members shall be levied an amount of 10 percent (10%) on all individual match fees.
- (2) The amount of the levy may be varied at a General Meeting by a two-thirds majority of Members present and entitled to vote.
- (3) Persons not eligible for membership of the Association but who receive match payments for Mini and Mod football appointments will not be levied, except for where persons attain Junior or Senior Member status in the one football season, they shall be levied on the full match payments for the season in accordance with clause 14(1).
- (4) All active Members who attend the Annual Presentation Function, with the exception of non-active Life Members, can nominate to have deducted from match payments or pay directly to the Treasurer an amount to be determined each year. Social members should make payment directly to the Treasurer if they are to attend.

15. General

- (1) Subject to clause 15(2), a Member may exercise the rights of membership when his or her name is entered in the Register of Members.
- (2) A right of membership of the Association:

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates on the cessation of membership whether by death, resignation or otherwise.

16. Voting

- (1) Subject to subclauses (2) and (3), and to clause 64(2), each Member has one vote at General Meetings of the Association.
- (2) A Member is not eligible to vote if their annual membership fee (if applicable) is outstanding.
- (3) Junior Members and Social Members shall have no right to vote.

17. Notice of meetings and Special Resolutions

The Secretary must give all Members notice of General Meetings and Special Resolutions in the manner and time prescribed by this Constitution.

18. Access to information on Association

The following must be available for inspection by Members:

- (1) a copy of this Constitution;
- (2) minutes of General Meetings;
- (3) annual reports, periodic and annual financial reports.

19. Raising grievances and complaints

- (1) A Member may raise a grievance or complaint about a committee Member, the Committee or another Member of the Association.
- (2) The grievance or complaint must be dealt with by the procedures set out in Part 8.

Division 4 – Termination, death, suspension and expulsion

20. Termination of membership

Membership of the Association may be terminated by:

- (1) a notice of resignation addressed and posted to the Association or given personally to the Secretary or another Committee Member;
- (2) non-payment of the annual membership fee within the time allowed under clause 13(3); or
- (3) cancellation or expulsion in accordance with this Division.

21. Cancellation of membership

The Committee may cancel a Member's membership if:

- (1) the Member dies;
- (2) the whereabouts of the Member are unknown;

- (3) the Member (other than a Life Member) ceases to be ordinarily resident in the Northern Territory; or –
- (4) the Member (other than a non active Life Member) fails to make themselves available for appointments for a period of greater than three weeks during the Football Season without submitting a reason for such absence which is acceptable to the Committee.

22. Suspension or expulsion of members

- (1) If the Committee considers that a Member should be suspended or expelled because his or her conduct is detrimental to the interests of the Association, the Committee must give notice of the proposed suspension or expulsion to the Member.
- (2) The notice must:
 - (a) be in writing and include:
 - (i) the time, date and place of the Committee Meeting at which the question of that suspension or expulsion will be decided; and
 - (ii) the particulars of the conduct; and
 - (b) be given to the Member not less than 30 days before the date of the Committee Meeting referred to in paragraph (a)(i).
- (3) At the meeting, the Committee must afford the Member a reasonable opportunity to be heard or to make representations in writing.
- (4) The Committee may suspend or expel or decline to suspend or expel the Member from the Association and must give written notice of the decision and the reason for it to the Member.
- (5) Subject to clause 23, the decision to suspend or expel a Member takes effect 14 days after the day on which notice of the decision is given to the Member.

23. Appeals against suspension or expulsion

- (1) A Member who is suspended or expelled under clause 22 may appeal against that suspension or expulsion by giving notice to the Secretary within 14 days after receipt of the Committee's decision.
- (2) The appeal must be considered at a General Meeting of the Association and the Member must be afforded a reasonable opportunity to be heard at the meeting or to make representations in writing prior to the meeting for circulation at the meeting.
- (3) The Members present at the General Meeting must, by resolution, either confirm or set aside the decision of the Committee to suspend or expel the Member.
- (4) The Member is not suspended or does not cease to be a Member until the decision of the Committee to suspend or expel him or her is confirmed by a resolution of the Members.

Division 5 – Other Membership Provisions

24. Membership of Rugby League Football Clubs

- (1) All Active Members who hold a position (official or otherwise) of any Rugby League Football Club participating in Rugby League competitions conducted under the auspices of ALRC

NT must inform the Secretary in writing prior to the commencement of the official ARLC NT season.

This information will be shared with the ARLC NT General Manager and Operations Manager for information with any concerns addressed via the Committee.

25. Clearances

No Referee, who was previously a Member of any other referee's association, shall be admitted to the Association unless they have lodged a clearance online and it has been approved in full by the Committee.

26. Match Payments

- (1) The actual scale of match payments will be those determined by ARLC NT and will be reviewed annually with NTRLRA prior to the AGM where they will be tabled to members.
- (2) Match payments will be paid at the end of the season unless requested in writing to the Treasurer to be paid monthly.

27. Member's Liability

- (1) All Members are to be responsible for all debts to the Association accrued in their name where match fees earned do not cover deductions, purchases made or fines incurred.
- (2) The only exception to clause 27(1) pertains to "first year" Members, whose debt to the Association may be wholly or partly 'written off" at the Committee's discretion. (A first year Member is defined as one who attempts to gain their qualification through this Association and applies only for their first season whether they gain qualification in that season or not.)
- (3) Fully qualified Members joining the Association during a football season are subject to the provisions of clause 27 (1) above.
- (4) Visiting referees will be eligible for the receipt of match fees on the same basis as Members unless agreed with ARLC NT. –

28. Appointments

Appointments will be made by an Appointments Officer who will be appointed by the Committee annually and who will oversee all appointments to all grades of Football. This officer may delegate part of this process to another member if necessary.

29. Dress Standards

- (1) **On-field** - Uniform will be that as approved by ARLC NT for both Junior and Senior fixtures.
- (2) **Off-field** - All members who officiate in Senior or Junior football (excepting Mini/Mod) at any ground on any day are to wear the shirt or shirts designated at time to time by the Committee as the accepted Association dress shirt.

30. Offences and Penalties

- (1) Members failing to fulfill specific conditions may be called before the Disciplinary Subcommittee.

Part 4 – Committee

Division 1 – General

31. Role and powers

- (1) The business of the Association must be managed by or under the direction of the Committee.
- (2) The Committee may exercise all the powers of the Association except those matters that the Act or this Constitution requires the Association to determine through a General Meeting of Members.
- (3) The Committee may appoint and remove staff.
- (4) The Committee may establish one or more subcommittees consisting of such Members of the Association as the Committee considers appropriate.

32. Composition of Committee

- (1) The Committee consists of:
 - (a) a President;
 - (b) a Secretary;
 - (c) a Treasurer;
 - (d) Public Officer; and
 - (e) Junior Representative
 - (f) any other office holder provided in the Schedule.
- (2) Each Committee Member shall receive an honorarium of \$200 per season for reimbursement of costs associated with managing the Association.

33. Delegation

- (1) The Committee may delegate to a subcommittee or staff any of its powers and functions other than:
 - (a) this power of delegation; or
 - (b) a duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
- (3) The Committee may, in writing, revoke wholly or in part the delegation.
- (4) The President and Secretary shall be entitled to attend any meeting of a subcommittee.

34. Disciplinary Subcommittee

- (1) Without limiting the generality of the foregoing, there shall be a Disciplinary Subcommittee comprised of:
 - (a) any two Committee Members; and
 - (b) up to two Members elected under clause 72(1)(c).

- (2) Any Member called before the Disciplinary Subcommittee shall be notified (in writing) by the Secretary when such hearing is to be held and the charge to be dealt with.
- (3) Two persons shall comprise a quorum of the Discipline Subcommittee, provided that one of those persons is a Committee Member.
- (4) Any Member reported for misconduct detrimental to the policy, interest or welfare of the Association shall be dealt with by the Disciplinary Subcommittee which, after hearing such evidence as it thinks fit, may expel or suspend him or take any other action it deems fit.
- (5) Any Member failing to appear before the Disciplinary Subcommittee shall be suspended until such time as he/she does appear.
- (6) Legal representation shall not be permitted at a Disciplinary Subcommittee hearing, unless with the prior consent of the chairperson, and the Disciplinary Subcommittee shall not be bound by legal form or procedures.
- (7) Any Member dealt with by the Disciplinary Subcommittee has the right of appeal under the relevant rules of the ARLC NT.
- (8) The Secretary shall notify the ALRC NT of the results of a Disciplinary Subcommittee hearing within seven (7) days of that hearing.
- (9) The chairperson of the Disciplinary Subcommittee shall furnish a report on the results of any hearing to the next General Meeting of the Association.

Division 2 – Tenure of office

35. Eligibility of Committee Members

- (1) A Committee Member must be a Member who is 18 years or over.
- (2) A Committee Member must also meet the criteria provided in the Schedule.
- (3) Committee Members must be elected to the Committee at an Annual General Meeting or appointed under clause 42.

36. Nominations for election to Committee

- (1) A Member is not eligible for election to the Committee unless the Secretary receives a written nomination for that Member by another Member not less than 7 days before the date of the next Annual General Meeting.
- (2) The nomination must be signed by:
 - (a) the nominator and a seconder; and
 - (b) the nominee to signify his or her willingness to stand for election.
- (3) A person who is eligible for election or re-election under this clause may:
 - (a) propose or second himself or herself for election or re-election; and
 - (b) vote for himself or herself.

37. Retirement of Committee Members

- (1) A Committee Member holds office until the next Annual General Meeting unless the Committee Member vacates the office under clause 40 or is removed under clause 41.

- (2) Subject to subclause (3), at an Annual General Meeting the office of each Committee Member becomes vacant and elections for a new Committee must be held.
- (3) The President of the outgoing Committee (or in his or her absence, the Secretary) must preside at the Annual General Meeting until a new Member is elected as President.
- (4) Members may serve consecutive terms on the Committee in the same role, to a maximum of 3 years unless otherwise agreed with ARLC NT.

38. Election by default

- (1) If the number of persons nominated for election to the Committee under clause 36 does not exceed the number of vacancies to be filled, the chairperson must declare the persons to be duly elected as members of the Committee at the Annual General Meeting.
- (2) If vacancies remain on the Committee after the declaration under subclause (1), additional nominations of Committee Members may be accepted from the floor of the Annual General Meeting.
- (3) If the nominations from the floor do not exceed the number of remaining vacancies, the chairperson must declare those persons to be duly elected as members of the Committee.
- (4) If the nominations from the floor are less than the number of remaining vacancies, the unfilled vacancies are taken to be casual vacancies and must be filled by the new Committee in accordance with clause 42.

39. Election by ballot

- (1) If the number of nominations exceeds the number of vacancies on the Committee, ballots for those positions must be conducted.
- (2) The ballot must be conducted in a manner determined from time to time by resolution at the Annual General Meeting..
- (3) The Committee Members chosen by ballot must be declared by the chairperson to be duly elected as Members of the Committee.

40. Vacating office

The office of a Committee Member becomes vacant if:

- (1) the Committee Member:
 - (a) is disqualified from being a Committee Member under section 30 or 40 of the Act;
 - (b) resigns by giving written notice to the Committee;
 - (c) dies or is rendered permanently incapable of performing the duties of office by mental or physical ill-health;
 - (d) ceases to be a resident of the Territory; or
 - (e) ceases to be a Member of the Association;
- (2) the Committee Member is absent from more than:
 - (a) 3 consecutive Committee Meetings; or
 - (b) 3 Committee Meetings in the same financial year without tendering an apology to the President;

of which meetings the Committee Member received notice and the Committee has resolved to declare the office vacant; or

- (3) in any of the circumstances provided for by the Schedule.

41. Removal of Committee Member

- (1) The Association, through a Special General Meeting of Members, may remove any Committee Member before the Committee Member's term of office ends.
- (2) If a vacancy arises through removal under subclause (1), an election must be held to fill the vacancy.

42. Filling casual vacancy on Committee

- (1) If a vacancy remains on the Committee after the application of clause 38 or if the office of a Committee Member becomes vacant under clause 40, the Committee may appoint any Member of the Association to fill that vacancy.
- (2) However, if the office of Public Officer becomes vacant, a person must be appointed under section 27(6) of the Act to fill the vacancy.

Division 3 – Duties of Committee Members

43. Collective responsibility of Committee

- (1) As soon as practicable after being elected to the Committee, each Committee Member must become familiar with the Act and regulations made under the Act.
- (2) The Committee is collectively responsible for ensuring the Association complies with the Act and regulations made under the Act.

44. President

- (1) Subject to subclauses (2) and (3), the President must preside at all General Meetings and Committee Meetings.
- (2) If the President is absent from a meeting, the Secretary must preside at the meeting.
- (3) If the President and the Secretary are both absent, the presiding person for that meeting must be:
- (a) a Member elected by the other Members present if it is a General Meeting; or
 - (b) a Committee Member elected by the other Committee Members present if it is a Committee Meeting.

45. Secretary

The Secretary must:

- (1) coordinate the correspondence of the Association;
- (2) ensure minutes of all proceedings of General Meetings and of Committee Meetings are kept in accordance with section 38 of the Act and provided to members;
- (3) maintain the Register of Members in accordance with section 34 of the Act;

- (4) unless the Members resolve otherwise at a General Meeting – have custody of all books, documents, records and registers of the Association, other than those required by clause 46(5) to be in the custody of the Treasurer; and
- (5) perform any other duties imposed by this Constitution on the Secretary.

46. Treasurer

- (1) The Treasurer must:
 - (a) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association;
 - (b) pay all moneys received into the account of the Association within 5 working days after receipt;
 - (c) make any payments authorised by the Committee or by a General Meeting of the Association from the Association's funds; and-
 - (d) ensure payments are authorised by him or her and at least one other Committee Member, or by any 2 other Committee Members authorised by the Committee.
 - (e) Ensure a minimum of 3 signatories are on the bank accounts of which two must be the Treasurer and President.
 - (f) Any payments to be made over \$5000 are communicated to members with a full description of the expense for comment.
- (2) The Treasurer must ensure the accounting records of the Association are kept in accordance with section 41 of the Act and produce a report for members at general meetings.
- (3) The Treasurer must coordinate the preparation of the Association's annual statement of accounts.
- (4) If directed to do so by the President, the Treasurer must submit to the Committee a report, balance sheet or financial statement in accordance with that direction.
- (5) The Treasurer has custody of all securities, books and documents of a financial nature and accounting records of the Association unless the members resolve otherwise at a General Meeting.
- (6) The Treasurer must perform any other duties imposed by this Constitution on the Treasurer.

47. Public officer

- (1) The Public Officer shall be the person who is elected as the Secretary.
- (2) The Public Officer must ensure that documents are filed with the Commissioner of Consumer Affairs in accordance with sections 23, 28 and 45 of the Act.
- (3) The Public Officer must keep a current copy of the Constitution of the Association.

48. Junior Representative

- (1) The Junior Representative shall be aged over 18 and elected by and to represent all members under the age of 18.

- (2) Liaise with Junior members on any issues or concerns affecting them and, communicate these at any Committee meeting or to the Executive as and when required.
- (3) Actively encourage junior member development
- (4) Be responsible for coordinating activities and projects relating to junior members to actively encourage recruitment and retention.

Part 5 – Meetings of Committee

49. Frequency and calling of meetings

- (1) The Committee must meet together for the conduct of business not less than 4 times in each financial year unless otherwise provided in the Schedule.
- (2) The President, or at least half the Committee Members, may at any time convene a special meeting of the Committee.
- (3) A special meeting may be convened to deal with an appeal under clause 23.
- (4) Subject to the Act:
 - (a) a Committee Meeting may be held by the Committee Members communicating with each other by any technological means by which they are able simultaneously to hear each other and to participate in discussion;
 - (b) the Committee Members need not all be physically present in the same place for a Committee Meeting to be held; and
 - (c) a Committee Member who participates in a meeting held in accordance with this clause 49(4) is taken to be present and entitled to vote at that meeting.

50. Voting and decision making

- (1) Each Committee Member present at the meeting has a deliberative vote.
- (2) A question arising at a Committee Meeting must be decided by a majority of votes.
- (3) If there is no majority, the person presiding at the meeting has a casting vote in addition to a deliberative vote.

51. Quorum

For a Committee Meeting, one-half of the Committee Members constitutes a quorum unless otherwise provided in the Schedule.

52. Procedure and order of business

- (1) The procedure to be followed at a Committee Meeting must be determined from time to time by the Committee.
- (2) The order of business may be determined by the Committee Members present at the meeting.
- (3) Only the business for which the meeting is convened may be considered at a special meeting.

53. Disclosure of interest

- (1) A Committee Member who has a direct or indirect monetary interest in a contract, or proposed contract, with the Association must disclose the nature and extent of the interest to the Committee in accordance with section 31 of the Act.
- (2) The Secretary must record the disclosure in the minutes of the meeting.
- (3) The President must ensure a Committee Member who has a direct or indirect pecuniary interest in a contract, or proposed contract, complies with section 32 of the Act.

Part 6 – General Meetings**54. Convening General Meetings**

- (1) The Association must hold its first Annual General Meeting within 18 months after its incorporation.
- (2) The Association must hold all subsequent Annual General Meetings within 5 months after the end of the Association's financial year.
- (3) The Committee:
 - (a) may at any time convene a Special General Meeting;
 - (b) must, within 30 days after the Secretary receives a notice under clause 23(1), convene a Special General Meeting to deal with the appeal to which the notice relates; and
 - (c) must, within 30 days after it receives a request under clause 55(1), convene a Special General Meeting for the purpose specified in that request.

55. Special General Meetings

- (1) Twenty percent of Members of the Association as at the date of the request may make a written request to the Committee for a Special General Meeting.
- (2) The request must:
 - (a) state the purpose of the Special General Meeting; and
 - (b) be signed by the Members making the request.
- (3) If the Committee fails to convene a Special General Meeting within the time allowed:
 - (a) for clause 54(3)(b) – the appeal against the decision of the Committee is upheld; and
 - (b) for clause 54(3)(c) – the Members who made the request may convene a Special General Meeting as if they were the Committee.
- (4) If a Special General Meeting is convened under subclause (3)(b), the Association must meet any reasonable expenses of convening and holding the Special General Meeting.
- (5) The Secretary must give to all members not less than 21 days notice of a Special General Meeting.
- (6) The notice must specify:

- (a) when and where the meeting is to be held; and
- (b) the particulars of and the order in which business is to be transacted.

56. Annual General Meeting

- (1) The Secretary must give to all Members not less than 21 days notice of an Annual General Meeting unless otherwise provided in the Schedule.
- (2) The notice must specify:
 - (a) when and where the meeting is to be held; and
 - (b) the particulars of and the order in which business is to be transacted.
- (3) The order of business for each Annual General Meeting is as follows:
 - (a) first – the consideration of the accounts and reports of the Committee;
 - (b) second – the election of new Committee Members;
 - (c) third – the election of office bearers in accordance with clause 72;
 - (d) fourth – any other business requiring consideration by the Association at the meeting.

57. Special Resolutions

- (1) A special Resolution may be moved at any General Meeting of the Association.
- (2) The Secretary must give all Members not less than 21 days notice of the meeting at which a Special Resolution is to be proposed unless otherwise provided in the Schedule.
- (3) The notice must include the resolution to be proposed and the intention to propose the resolution as a Special Resolution.
- (4) For a special Resolution to be passed, it must be passed by at least three-quarters of the votes of those members of the association who, being entitled to vote, vote in person at the meeting.

58. Notice of meetings

- (1) The Secretary must give a notice under this Part by:
 - (a) serving it on a Member personally;
 - (b) sending it by post to a Member at the address of the Member appearing in the Register of Members; or
 - (c) sending it by electronic transmission to the email address of the Member appearing in the Register of Members (where applicable).
- (2) If a notice is sent by post under subclause (1)(b), service of the notice is taken to have been properly effected if the notice is addressed and posted to the Member by ordinary prepaid mail.
- (3) If a notice is sent by electronic transmission under subclause (1)(c), service of the notice is taken to have been properly effected eight hours after the time that the email was sent (unless, in the meantime, the sender has received an automated message that the email has not been delivered).

59. Quorum at General Meetings

At a General Meeting 5 Members present in person constitutes a quorum.

60. Lack of quorum

- (1) If within 30 minutes after the time specified in the notice for the holding of a General Meeting a quorum is not present –
 - (a) for an Annual General Meeting or Special General Meeting convened under clause 54(3)(a) – the meeting stands adjourned to the same time on the same day in the following week and to the same place;
 - (b) for a meeting convened under clause 54(3)(b) – the Members who are present in person may proceed with hearing the appeal for which the meeting is convened; or
 - (c) for a meeting convened under clause 54(3)(c) – the meeting lapses.
- (2) If within 30 minutes after the time appointed by subclause (1)(a) for the resumption of an adjourned General Meeting a quorum is not present, the Members who are present in person may proceed with the business of that General Meeting as if a quorum were present.
- (3) The President may, with the consent of a General Meeting at which a quorum is present, and must, if directed by the Members at the meeting, adjourn that General Meeting from time to time and from place to place.
- (4) There must not be transacted at an adjourned General Meeting any business other than business left unfinished or on the agenda at the time when the General Meeting was adjourned.
- (5) If a General Meeting is adjourned for a period of 30 days or more, the Secretary must give notice of the adjourned General Meeting as if that General Meeting were a fresh General Meeting.

61. Voting

- (1) Subject to clauses 16(2), 16(3) and 64(2), each Member present in person at a General Meeting is entitled to a deliberative vote.
- (2) At a General Meeting:
 - (a) an ordinary resolution put to the vote is decided by a majority of votes made in person; and
 - (b) a Special Resolution put to the vote is passed if three-quarters of the members who are present in person vote in favour of the resolution.
- (3) A poll may be demanded by the chairperson or by 3 or more members present in person.
- (4) If demanded, a poll must be taken immediately and in the manner the chairperson directs.
- (5) The chairperson shall have a deliberative vote on all matters, but shall not have a casting vote.

62. Technology

- (1) The Association may hold a General Meeting at two or more venues using any technology that gives the Members as a whole a reasonable opportunity to participate.

- (2) Anyone using this technology is taken to be present in person at the General Meeting.

63. Visitors

The Association shall have the power to admit non-members to, and exclude them from, General Meetings. Where admitted, a non-member may, upon the invitation of the chairperson and with the consent of the majority of Members present, address the General Meeting (but no non-member will have a right to vote).

64. Conflict of interest

- (1) A Member who is ordinarily employed (whether on a full-time, part-time, permanent, temporary, casual or other basis) by ARLC NT must as soon as is reasonably practicable advise the Secretary of such employment, and whether such employment is likely to have any bearing (directly or indirectly) on the relationship between ARLC NT and the Association.
- (2) At any General Meeting, the chairperson may decide, based on information supplied under clause 64(1), whether that Member:
- (a) should be excluded from attending the General Meeting while a particular matter is being discussed; or
 - (b) should be allowed to remain in attendance while a particular matter is being discussed, but on the basis that they may not participate in that discussion and/or vote on that matter.

65. Order of debate

- (1) The first Member who attracts the attention of the chairperson shall have precedence in speaking.
- (2) Members addressing the General Meeting shall direct their discourse to the chairperson.
- (3) No discussion shall take place on any motion unless such motion is duly proposed and seconded. Any number of amendments may be proposed and seconded.
- (4) When a motion shall have been duly proposed and seconded, the chairperson shall proceed at once to take the votes thereon, unless some Member rises to oppose it or to propose an amendment. Such amendment must be duly seconded and will be voted upon in order of priority and after the mover has replied.
- (5) No more than two Members shall speak in succession on one side, either for or against any question before the General Meeting, and if at the conclusion of the second speaker's remarks no Member rises to speak on the other side, the motion or amendment shall be at once put to General Meeting, subject to the mover exercising his/her right of reply.
- (6) It shall be competent at any time during a debate for a Member who has not already spoken to the question before the chairperson to move, without discussion "that the question be now put", which on being duly seconded and carried, shall entail the submission of the motion at once to the General Meeting after the mover has replied.
- (7) No Member, except the mover, shall speak more than once on the same motion, except in explanation.
- (8) No Member shall be allowed more than five (5) minutes to speak to a motion unless with the concurrence of the General Meeting.

- (9) The mover only shall have the right to reply, after which the motion shall be put forthwith to the meeting.
- (10) Questions on order shall be decided by the chairperson whose ruling shall be final, unless it is challenged by a formal motion submitted to the General Meeting.
- (11) The chairperson may speak only on questions in which the interest of the Association or the office he represents are directly involved. In the event of the chairperson desiring to speak on any question, he or she shall vacate the chair.
- (12) Should any question have occupied the attention of the General Meeting of twenty (20) minutes, the discussion on such question shall be deemed to have closed, and the chairperson shall forthwith call on the mover to reply, unless the General Meeting decides by resolution (carried by a majority of the Members present) to continue the discussion of the matter in question.
- (13) Any Member dissatisfied with the ruling of the chairperson may move a motion of dissent as follows: "That the chairperson Ruling be dissented from."
- (14) The mover shall only speak to the motion and the chairperson may reply. The motion shall then be put to the General Meeting by the Secretary, without discussion, in the following manner: "That the chairperson's Ruling be upheld."
- (15) Those in favour of upholding the chairperson's Ruling say "Aye". Those against the chairperson's Ruling being upheld say "No".

Part 7 – Financial Management

66. Application of Funds

The assets and income of the Association must be applied solely in furtherance of its objects and purposes.

67. Financial year

The financial year of the Association is the period of 12 months from 01 November ending on 31 October.

68. Funds and accounts

- (1) The Association must open an account with a Financial Institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.
- (2) Subject to any restrictions imposed by the Association at a General Meeting, the Committee may approve expenditure to the value of \$5000. Anything over this amount should be voted on at a General Meeting of members. A majority ruling will apply to the vote. In the event of a tied vote, the Chair person of the meeting will cast the deciding vote.
- (3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed (or in the case of electronic transactions, authorised) by 2 Committee Members or those authorised by the Committee.
- (4) All funds of the Association must be deposited into the financial account of the Association no later than 5 working days after receipt or as soon as practicable after that day.

- (5) With the approval of the Committee, the Treasurer may hold a debit card for the purposes of day-to-day Association operations. Prior approval from one other Committee member must be obtained before use.

69. Accounts and audits

- (1) The responsibility of the Committee under clause 43(2) for ensuring compliance with the Act includes meeting the requirements of Part 5 of the Act and regulations made for that Part relating to:
- (a) the keeping of accounting records;
 - (b) the preparation and presentation of the Association's annual statement of accounts; and
 - (c) the auditing of the Association's accounts.
- (2) There shall be appointed by the Association an Auditor whose duties will be to audit the books and financial records of the Association, and to furnish written reports thereon annually. Such reports shall be in accordance with the Act.
- (3) The Auditor shall be appointed at an Annual General Meeting and for such term as the resolution of appointment determines, save only that the term shall not be less than one year.

Part 8 – Grievance and disputes

70. Grievance and disputes procedures

- (1) This clause applies to disputes between:
- (a) a Member and another Member; or
 - (b) a Member and the Committee.
- (2) Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days after the meeting, hold another meeting in the presence of a mediator.
- (4) The mediator must be:
- (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement:
 - (i) for a dispute between a Member and another Member – a person appointed by the Committee; or
 - (ii) for a dispute between a Member and the Committee – a person who is a mediator appointed or employed by the department administering the Act.
- (5) A Member of the Association can be a mediator.
- (6) The mediator cannot be a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

- (8) The mediator, in conducting the mediation, must:
 - (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.
- (11) This clause 69 shall not apply to any matter ordinarily dealt with by the Disciplinary Subcommittee.

Part 9 – Miscellaneous

71. Common seal

- (1) The common seal of the Association must not be used without the express authority of the Committee and every use of that common seal must be recorded by the Secretary.
- (2) The affixing of the common seal of the Association must be witnessed by any 2 of the following:
 - (a) the President;
 - (b) the Secretary;
 - (c) the Treasurer.
- (3) The common seal of the Association must be kept in the custody of the Secretary or another person the Committee from time to time decides.

72. Other office bearers

- (1) The following office bearers shall be appointed at each Annual General Meeting:
 - (a) a delegate to ARLC NT;
 - (b) a delegate representing referees for Districts outside Darwin; and
 - (c) up to two Members to join the Disciplinary Subcommittee.
- (2) office bearers elected under this Clause are not part of the executive and are not permitted to attend committee meetings unless invited or approved to attend by the committee.
- (3) The officer bearers referred to in subclauses 71(1)(b) and 71(1)(c) must be financial Members of the Association.
- (4) Subject to subclause (4), all of the above office bearers shall hold office until their successors are appointed.
- (5) The Committee may declare any of its above offices vacate, if its office bearer has been absent from three consecutive meetings without tendering an apology, or has alternatively failed (in the opinion of its Committee) to properly carry out the duties of their office.

- (6) In the event of any office bearer ceasing to hold office, a replacement shall be elected at the next General Meeting of the Association, or at a Special General Meeting called for that purpose.
- (7) Any election of office bearers shall be conducted in accordance with the following rules:
 - (a) all ballots shall be by the Exhaustive System (all but one over the required number of be excluded on the first ballot). In the event of two (2) or more being equal for the last position of the number eligible to return to the ballot, the dead heaters shall be included in the final ballot;
 - (b) no nomination for office shall be accepted unless the Member is present and agrees or has provided his or her written authority to the Secretary.
- (8) In the case of elected delegates to other bodies:
 - (a) elected delegates are required at all times to meet their legal and other obligations as a member of the body they have been elected to;
 - (b) where there is no conflict with sub-clause 71(7)(a), the elected delegate will at all times vote, nominate or comment on any matter or position in a manner as directed by the Committee, or by motion from the Association, and where no direction has been forthcoming, act on any matter in a manner which is in the best interests of Rugby League and of the Association.

73. Patrons

The Association may from time to time (in General Meeting):

- (1) appoint one or more patrons of the Association; and/or
- (2) remove any persons previously appointed as a patron.

74. Sponsorships

The Association shall not enter into any agreement on sponsorships without advising ARLC NT and ensuring that the arrangement will not give rise to any conflict of interest.

75. Winding up

- (1) The Association may only be dissolved by Special Resolution passed at an Annual General Meeting, or a Special General Meeting called for that purpose.
- (2) If on the winding up or dissolution of the Association, and after satisfaction of all its debts and liabilities, there remains any assets, the assets must not be distributed to the Members or former Members. The surplus assets must be given or transferred to another association incorporated under the Act or a Registered Charity that:
 - (a) has similar objects or purposes;
 - (b) is not carried on for profit or gain to its individual members; and
 - (c) is determined by resolution of the Members.

Schedule to the Constitution

Part 1 – Mandatory Details

Name (clause 1)

The name of the incorporated association is Northern Territory Rugby League Referees Association Incorporated.

[The name of an incorporated association is the name of the association followed by the word "Incorporated". Refer Schedule 1 of the Associations Regulations for Unauthorised Names.]

Objects and purposes (clause 2)

The objects and purposes of the Association are as follows:

- (f) to assist ARLC NT in the administration of the laws of the game of Rugby League and the social spirit thereof;
- (g) to foster knowledge of the laws of the game of Rugby League among Members, players, the ARLC NT and its affiliates, and the general public as and when required;
- (h) to assist other organisations in fostering the game of Rugby League in general, and the refereeing therefore in particular;
- (i) to promote the benefits of refereeing and actively recruit prospective Members to the Association; and
- (j) to do all such lawful things as may be incidental or conducive to the attainment of the above objects.

Minimum number of members (clause 3)

The Association must have at least 5 members.

Quorum at general meetings (clause 59)

At a general meeting 5 members present in person constitutes a quorum.

Financial year (clause 67)

The financial year of the Association is the period of 12 months ending on 31 October.

Part 2 – Replaceable Details

Clause	Description of clause	Default detail	Replacing detail
32(1)(f)	Composition of Committee	Any other office holder.	
49(1)	Frequency of committee meetings	at least 4 times each financial year	
51	Quorum for committee meeting	half the committee members	
56(1)	Notice of an annual general meeting	at least 21 days	
57(2)	Notice of special resolution	at least 21 days	

If no entry is inserted in the column headed "Replacing detail", the "Default detail" applies

Part 3 – Additional Details

Eligibility of committee members (clause 35)

In addition to the criterion specified in the Constitution, a committee member must meet the following criteria:

1. Have paid their membership fees as per clause 13.
2. Not be an executive or committee member of a rugby league club participating Rugby League competitions conducted under the auspices of ARLC-NT.
3. Not have been removed/resigned from a previous Committee role.

Vacating office (clause 40)

In addition to the circumstances specified in the Constitution, the office of a committee member becomes vacant if –

1. Is unable or unwilling to carry out their role due to circumstance that were not previously known when they took on the role.