



FOOTBALL NSW BY-LAWS

SECTION 1

1. COMMENCEMENT AND APPLICATION

- 1.1. These By-Laws are effective as from 26 July 2006 subject to such alteration, addition or deletion as made from time to time by the Board of Directors of Soccer New South Wales Limited pursuant to its Constitution.

SECTION 2

2. DEFINITIONS

- 2.1. The words in bold shall in these By-Laws mean:

- (a) "**Appellant**" means the party appealing a Determination at First Instance.
- (b) "**Association Member**" means those admitted as Association Members under the Constitution of Football NSW.
- (c) "**Away Club**" means the Club not playing the Match as its home Match.
- (d) "**Directors**" means the Board of Directors of Football NSW and where the context permits the like officers of a Member.
- (e) "**Branch**" means each of Southern Branch, Western Branch, Riverina Branch and Sydney Branch.
- (f) "**Club Member**" means those admitted as Club Members under the Constitution of Football NSW.
- (g) "**Competition**" means any Competition between Football Clubs including Competitions whether played during the playing season or pre season.
- (h) "**Complaint**" means a breach of the Constitution, By-Laws of, regulations or grievance relating to a Football Activity.
- (i) "**Contract Player**" means any Player who is playing under a written contract of employment with a Football Club.

- (j) **"Corporation"** means a Corporation incorporated under the Corporations Act 2001 or the Incorporated Associations Act or other state or territory equivalent.
- (k) **"Constitution"** means where the context permits the Constitution of Football NSW, a Member or a Branch or a Football Club of an Association Member".
- (l) **"Costs"** includes fees and expenses of any nature incurred in Proceedings.
- (m) **"Delegate"** means the duly appointed representative of a Member.
- (n) **"Determination at First Instance"** means the final determination of proceedings before a commission/tribunal established by Football NSW or Association Member or Branch other than an appeal under section 9 of these By-Laws.
- (o) **"document"** means any written material in whatever form it is produced.
- (p) **"Executive"** means the Chief Executive Officer of Football NSW and where the context permits the like officer of an Association Member or Branch and includes those delegated by the Chief Executive Officer to carry out administrative functions.
- (q) **"Field of Play"** means where the Game is played.
- (r) **"Financial Default"** means the non-payment by a Member of any monies due and payable to Football NSW or Association Member after the date when such monies were due and payable.
- (s) **"Football Activity"** means any activity of a football nature that takes place on the field of play or playing area or within or external surrounds of a ground or any other activity relating or incidental to the objects of Football NSW.
- (t) **"Football Club"** means an entity (whether incorporated or otherwise) formed for the purpose of playing football in Competitions conducted by Football NSW or Association Members.
- (u) **"Game"** means the playing of football (also known as soccer) and Futsal.
- (v) **"Ground"** means the venue where the game is played.
- (w) **"Initiating Notice"** means and where the context permits a notice of Complaint, notice of appeal, notice to produce, notice to attend, notice of dispute or general notice.

- (x) **"Insolvency Event"** means where a Club Member or Association Member or Football Club has:
 - (i) a manager, receiver or administrative receiver appointed against it or any part of its undertaking or assets;
 - (ii) an administration order made against it;
 - (iii) a winding-up order made against it;
 - (iv) a resolution passed for its winding-up;
 - (v) enters into any arrangement with its creditors or some part of them in respect of the payment of its debts or part of them as a company voluntary arrangement or Scheme of Arrangement under the Corporations Act 2001; or
 - (vi) has any proceeding or step taken or any court order in any jurisdiction made which has a substantially similar effect to any of the above.

- (y) **"Internal Resolution Process"** means the process where a party has exhausted the grievance procedure and appeal process pursuant to the Constitution, By-Laws of Football NSW of that Constitution and By-Laws of FFA.

- (z) **"Interstate Affiliate"** means any corporate entity affiliated to the football governing body of a state or territory.

- (aa) **"Match"** means a Game between Football Clubs whether as a friendly or trial Match or in a Competition or a play off series.

- (bb) **"Material Change"** means a change in the Constitution or shareholding or membership of a Member as to reduce the beneficial control or ownership by 51% or more or ceases to play football in a competition conducted by Football NSW or an association member as its principal activity.

- (cc) **"Member"** means a Member admitted to membership under the Constitution of Football NSW or the Constitution of an Association Member.

- (dd) **"notice"** means an Initiating Notice, document or letter.

- (ee) **"Office Holder"** means a person who holds a position, whether elected or appointed, as:
 - (a) president, vice-president, secretary, treasurer, director, committee member or employee of the governing body (however described) of a club member, association member, associate

member of the Company, standing committee member or holds any like position with a member of an association member, associate member or standing committee member; or,

(b) a life member.

- (ff) "**Participant**" means Players, coaches, Office Holder, Match Official, Spectators and any other Person involved in a Football Activity.
- (gg) "**party**" is a party to proceedings.
- (hh) "**Person**" means a natural person.
- (ii) "**play off series**" means the Matches played at the conclusion of a Competition to determine that Competition's champion.
- (ij) "**Player**" means a Player registered with a Football Club.
- (kk) "**playing area**" means the field of play and any perimeter area between the by line of the field of play and the Spectator area.
- (ll) "**pre season**" means the period of the year outside the playing season.
- (mm) "**Proceedings**" means proceedings to determine any matter pursuant to these By-Laws or the grievance procedure of the FFA or Court of Law.
- (nn) "**Professional Player**" means a player registered with a football club under a written contract to play football for reward other than payment for sundry expenses such as traveling to and from a football activity. Every other player is an amateur player.
- (oo) "**registration**" means the registration of a Player or Person with Football NSW or Association Member or Football Club.
- (pp) "**Football NSW**" means Soccer New South Wales Limited.
- (qq) "**Spectator**" means a Person who attends a Football Activity.
- (rr) "**Transferor**" means the Football Club that transfers a Contract Player.
- (ss) "**Transferee**" means the Football Club to which a Contract Player is being transferred.

SECTION 3

3. ADMISSION TO MEMBERSHIP

3.1. Admission as a Member shall be by written application lodged with the Executive in the form prescribed by the Directors:

- (a) on an annual basis.
- (b) on such terms and conditions as the Directors may determine.

3.2. Admission in any one year shall not constitute a right or privilege to be admitted in any subsequent year.

3.3. The application shall contain a provision:

"(Name of applicant Member) agrees for itself and for each of its Participants to be bound and comply with:

- (a) the Constitution;
- (b) By-Laws;
- (c) policies, directions of the Directors or the Executive;
- (d) Regulations made pursuant to By-Laws;
- (e) the laws of the Game;
- (f) the Constitution, By-Laws, Regulations and Policies of FFA;
- (g) any agreement between FFA, Football NSW or the Member and their respective sponsors or with any other person made for the benefit of FFA, Football NSW, the Members or in the general interests of the Game;
- (h) any alteration, revocation or addition to any of the above made from time to time;
- (i) where there is any inconsistency between the Constitution, By-Laws and Regulations of the Member and the Constitution, By-Laws and Regulations of Football NSW, then to the extent of such inconsistency, the Constitution, By-Laws and Regulations of Football NSW shall apply.
- (j) warrants that each of its participants prior to registration has read and understood the Constitution, By-Laws, Regulations, Policies, Directions of Directors and/or the Executive referred to in this By-Law 3.3 and has agreed in writing to be bound and submit to the jurisdiction of FFA, Football NSW and the Member.

- 3.4. Football NSW and each Member, Participant or Football Club submits exclusively to the jurisdiction of a commission/tribunal established pursuant to these By-Laws to determine any Complaint/dispute that arises between Football NSW, Member, Participant or Football Club or a combination of any of them and will not commence or pursue any proceedings a Court of Law until as such time as the Internal Resolution Process of the Complaint/dispute has been exhausted.
- 3.5. On the winding up of a Member or Football Club, any surplus assets of the Member or Football Club shall be transferred to a like body having objects similar to those set out in its Constitution or alternatively such surplus may be disposed of in such other manner as the members of the Member or Football Club with the consent of Football NSW shall determine.
- 3.6. If after the date of admission as a Member or Football Club, such Member or Football Club makes a material change to its constitution or shareholding or membership without the prior written consent of the Directors shall be deemed a new entity requiring a fresh application for admission as a Member or Football Club.

SECTION 4

4. **CONSTITUTIONAL PROVISIONS FOR ASSOCIATION MEMBERS AND BRANCHES**
- 4.1. An Association Member must provide in its constitutions or By-Laws:
 - (a) procedures to facilitate the expeditious and fair resolution of disciplinary Complaints and disputes within the Association Members' jurisdiction;
 - (b) provisions that:
 - (i) upon registration with an Association Member, a Participant or Football Club shall comply and be bound by Constitution and By-Laws of the Association Member and that of the Constitution and By-Laws of Football NSW and FFA;
 - (ii) where there is any inconsistency between the Constitution, By-Laws or Regulations of the Association Member and the Constitution, By-Laws or Regulations of Football NSW, then to the extent of such inconsistency, the Constitution, By-Laws and Regulations of Football NSW shall apply;

- (iii) Participant or Football Club will not commence or pursue any proceedings in a Court of Law until as such time as the Internal Resolution Process has been exhausted;
- (iv) Participant and Football Club shall at all times submit to the jurisdiction of the Association Member and Branch Tribunal prior to initiating any appeal under these By-Laws.

Branch Committees

- 4.2. Branch committees shall be established by the Directors. The Persons to serve on the branch committees shall be elected by Association Members representing each Branch.
- 4.3. The Branch committee shall comprise no more than Eight (8) Persons.
- 4.4. A Branch shall act as a forum to co-ordinate and promote the interests of Association Members in each Branch.
- 4.5. A Branch may establish a Branch Tribunal to investigate and determine any dispute or matter relating to a Football Activity between Association Members or appeal from a decision of a disciplinary tribunal or like body of an Association Member.
- 4.6. A Branch Committee shall establish By-Laws and procedures in proceedings but where there is any inconsistency between the By-Laws and procedure of the Branch tribunal then to the extent of such inconsistency these By-Laws shall apply.

SECTION 5

5. REGULATIONS

- 5.1. The Executive shall make such Regulations as it deems necessary in respect of any matter arising from or incidental to the implementation of these By-Laws.
- 5.2. Regulations made pursuant to By-Law 5.1 come into effect on the date determined by the Executive.
- 5.3. The power to make Regulations includes the power to amend, delete or add to Regulations made.
- 5.4. Where there is any inconsistency between these By-Laws and Regulations, the By-Laws shall prevail.

SECTION 6

6. COMMITTEES, COMMISSIONS AND TRIBUNALS

Authority to Establish

- 6.1. The Directors may establish such committees, commissions and tribunals as it may from time to time determine and designate to each of them their respective functions and powers.
- 6.2. The chairman and members of the policy committee shall be appointed by the President of Football NSW after consulting with the Vice-President. A committee so appointed can only be removed by the Directors.

Policy Committee

- 6.3. A policy committee shall formulate and develop policies, plans, strategies and objectives in specifically designated Football Activities of Football NSW and:
 - (a) consist of at least four (4) Persons, one of which shall be chairman;
 - (b) report and make recommendations within its designated functions to the Directors.
- 6.4. The chairman of the policy committee shall:
 - (a) introduce By-Laws of practice and procedure in the conduct of its meetings;
 - (b) appoint the time, date and place of meetings;
 - (c) have minutes taken of the meetings and made available to the Directors;
 - (d) have reports prepared for the Directors containing background and reasons for any recommendations;
 - (e) request a staff member of Football NSW to attend meetings;
 - (f) appoint any other Person to the Committee.

Commission of Enquiry

- 6.5. A commission of enquiry ("the CE") consisting of Persons independent of Football NSW to enquire and/or investigate into any matter relating to Football NSW, Members, Football Clubs or Persons.
- 6.6. The Directors shall designate to the CE terms of reference including the power to impose sanctions arising from its enquiry and/or investigation.

- 6.7. The Directors may at any time add to the terms of reference designated to the CE.
- 6.8. The Chairman of the CE shall be appointed from the Persons appointed to the CE.
- 6.9. The Chairman shall chair meetings of the CE and introduce practice and procedure to conduct the CE meetings.

General Purposes Tribunal

- 6.10. A General Purposes Tribunal ("GPT") is to investigate and determine any breach of the Constitution, By-Laws or Regulations of Football NSW by any Member, Football Club and/or Participant referred to it by the Executive or the Directors including but not limited to:
 - (a) contractual disputes between Football Clubs and Participants;
 - (b) disputes between Members, Football Clubs, Participants or combination of any of them;
 - (c) disputes on the amount or if any compensation or transfer fee payable;
 - (d) any other matter.
- 6.11. The GPT, if satisfied that the Complaint or dispute has been proven, may:
 - (a) order the payment of a financial penalty a maximum of \$25,000.00 for each Complaint;
 - (b) order the doing or not doing or the return of anything;
 - (c) expel, suspend or disqualify any Participant or Football Club from any Football Activity for such time as it deems fit;
 - (d) deduct points from any Football Club in a Competition;
 - (e) make a declaration or order specific performance;
 - (f) order rectification or setting aside any contract or document;
 - (g) order the payment of money;
 - (h) order the payment of Costs of the proceedings in accordance with the notice of Costs;
 - (i) order any other sanction as the GPT may determine;
 - (j) expel any Member from membership of Football NSW;

- (k) make such recommendations to the Directors as they may deem appropriate for its enquiry/investigation.
- 6.12. The GPT may dismiss any breach or dispute but order that a party in the proceedings pay the Costs of the GPT.

Disciplinary Tribunal

- 6.13. A disciplinary tribunal ("DT") shall investigate and determine:
- (a) any offence on the field of play other than an offence which carries a maximum one (1) Match suspension in accordance with the Schedule of Persons Offences annexed to the Regulations; and
 - (b) impose any sanction provided for by the Laws of the Game and/or the Regulations made pursuant to these By-Laws.
- 6.14. The Executive shall appoint three (3) suitable Persons to serve on the DT and who are independent and at arms length of any party involved before the DT.
- 6.15. The practice and procedure in Section 8 shall apply to the DT.
- 6.16. Where a party shall be legally represented, then notice must be given to the Executive no later than five (5) business days prior to the first return date of the DT.
- 6.17. Where notice of legal representation is received by the Executive, then the Executive may transfer the matter from the DT to the GPT.
- 6.18. Notwithstanding By-Law 9.8, no appeal shall lie to an Appeal Tribunal from a determination of the disciplinary tribunal relating to a penalty imposed for breach of the laws of the Game.

Branch Tribunal

- 6.19. The Branch Committee shall establish a Branch Tribunal to hear appeals from:
- (a) A Determination at First Instance from an Association Member;
 - (b) Dispute between Association Members or Association Member Football Clubs;
 - (c) Any matter arising from a competition in which only Association Member Football Clubs participate or Association Members.
- 6.20. The procedural By-Laws in Section 8 shall apply to the Branch Tribunal and may impose any of the sanctions referred to in Section 6.11.

SECTION 7

7. APPOINTMENT OF MEMBERS TO COMMISSION/TRIBUNAL

7.1. The commission/tribunal members shall:

- (a) be appointed by the Executive;
- (b) consist of at least three (3) Persons each of whom are independent and at arms length with any party to the proceedings before the Commission Tribunal;
- (c) consist of a chairman who may be a barrister or solicitor of the Supreme Court of NSW with at least four (4) years' litigation experience in a State or Federal Court.

SECTION 8

8. PROCEDURAL BY-LAWS IN PROCEEDINGS

Application

8.1. The following By-Laws shall apply in all proceedings:

- (a) a reference to commission/tribunal shall mean any tribunal or like body established by the Directors to determine Complaints/disputes or appeals;

Service

- 8.2. It shall be sufficient service of any notice, if served by post at the last known address contained in the records of Football NSW or the Member of the Participant to whom the notice is addressed or if served at another address, at that address provided there is evidence of service at that address.
- 8.3. Whether there has been effective service of any notice shall be determined by the commission or tribunal hearing the matter.

Ex Parte

- 8.4. If a Person fails to respond to a notice, the commission/tribunal shall determine the matter ex parte.
- 8.5. An ex parte decision of the commission/tribunal has the same force and effect as if the determination was made after a full hearing before the commission/tribunal.

Warning Notice

- 8.6. A notice must contain the full text of By-Laws 8.4 and 8.5 in the form of a warning as to the consequence of failing to respond to the notice.

Commencement of Proceedings

- 8.7. Initiating Notices to be used pursuant to these By-Laws:

- (a) *Notice of Complaint* – to initiate any Complaint as a result of a breach of the Constitution, By-Laws, Regulations, policies, directions of Football NSW;
- (b) *Notice of Costs* – details the Costs, expenses and fees of the commission/tribunal including for each hearing session until completion of the proceedings.
- (c) *Notice of Dispute* – to initiate any Complaint of a dispute between Members, Persons, Football Clubs or any Person under the jurisdiction of Football NSW;
- (d) *Notice to Attend* – to require the attendance of any Person and to give evidence;
- (e) *Notice to Produce* – requires the production of any documentation, information or material in whatever form it is held;
- (f) *General Notice* – for the doing of any thing not covered by the notices above.
- (g) *Notice of Appeal* – to initiate an appeal from a Determination at First Instance.
- (h) *Notice of Response* – response to the Initiating Notice whether to admit, deny or counterclaim or object to the doing of any thing in the Initiating Notice.

- 8.8. A respondent must file notice of response within seven (7) business days of service of the Initiating Notice.

- 8.9. The commission/tribunal may determine any proceedings ex parte where notice of response has not been filed within the prescribed time.

Particulars in Notice

- 8.10. A Complaint/dispute shall be commenced by an Initiating Notice which shall contain:

- (a) name of the party against whom the Initiating Notice is brought;

- (b) name of the party issuing the Initiating Notice;
 - (c) particulars of the Complaint/dispute including any By-Law or regulation pursuant to which it is made;
 - (d) the time, date and place where the Initiating Notice is returnable.
- 8.11. A notice of dispute may be issued by any Member, Football Club or Participant and may issue against Football NSW.
- 8.12. A notice of Complaint may contain more than one Complaint.
- 8.13. Initiating Notices may be issued by or against Football NSW or any other party.
- 8.14. A commission or tribunal may direct the issue of notice to attend, notice to produce or general notice against Football NSW or any other party at any time in the course of the proceedings.
- 8.15. Where an Initiating Notice has been issued and served against a party, that party must lodge with the Executive a notice of response.

Evidence

- 8.16. The admissibility and weight to be given to evidence including electronic, audio, visual material, i.e. video, DVD recordings in the proceedings shall be at the discretion of the commission/tribunal.
- 8.17. A commission/tribunal is not bound by the Laws of Evidence applicable to proceedings in Courts of Law.
- 8.18. All proceedings shall be conducted in accordance with the principles of natural justice.
- 8.19. The commission/tribunal must have before it prior to commencing proceedings the Initiating Notice and notice of response together with all documents as relate to the evidence in the proceedings.
- 8.20. A party to any proceedings must, except if otherwise directed by the Executive no later than seven (7) days prior to the return date of an Initiating Notice, be served with all the evidence of the other party including written statements of witnesses to be called, documents and any audio or visual evidence upon which a party intends to rely in the proceedings.
- 8.21. If there is non compliance with By-Law 8.20, such evidence is not admissible in the proceedings without leave of the commission/tribunal.
- 8.22. Leave shall only be given if the party satisfies the commission/tribunal that the evidence it seeks to tender was not reasonably available to the party in order for the party to have complied with By-Law 8.20.

- 8.23. The commission/tribunal may disallow cross-examination of any party to the proceeding if it considers the cross-examination to be frivolous, vexatious, irrelevant, unnecessary or of little probative value.

Time to Do Anything

- 8.24. The Executive, commission/tribunal may shorten or extend a time fixed under these By-Laws.

- 8.25. If a By-Law or order requires a party to do any thing but does not specify a time, it must be done as soon as practicable.

8.26. Powers of Commission/Tribunal

- (a) To conduct its meeting at such time, date and place as it may determine.
- (b) To take evidence.
- (c) To require the attendance of any party Member or Participant to give evidence.
- (d) To require the production of any document, information or other material in whatever form held by any party under the jurisdiction of Football NSW including Football NSW;
- (e) Where the party Member or Participant are required to give evidence and/or produce information or other material refuses or fails to attend and give evidence, the commission/tribunal shall request the Directors to suspend the party from Competition or membership privileges of Football NSW until lifting of the suspension.
- (f) To inform itself on any matter or thing in order to properly carry out its function.

Determination

- 8.27. The determination of any tribunal / commission shall be in accordance in with majority opinion and if equally divided the Chairman's determination shall prevail.

Onus of Proof

- 8.28. A commission/tribunal shall make determinations on the balance of probabilities.

Dispute on Jurisdiction

- 8.29. Any dispute as to power or jurisdiction of a commission/tribunal shall be made to the Directors whose determination of the dispute shall be final and binding and without recourse to the Appeal Tribunal.

Reporting of Determination

- 8.30. The commission/tribunal shall, subject to its terms of reference, report in writing to the Executive who shall notify the parties of:

- (a) its determination;
- (b) any right to appeal.

- 8.31. The determination of a commission/tribunal shall be in writing and contain reasons for the determination.

Notice of Costs and Payment of Costs

- 8.32. At the commencement of any proceedings, a notice of Costs shall be given to each party in the proceedings. A copy of the notice of Costs is to be signed by each of the parties to the proceedings as acknowledgment and agreement to be bound to comply with any order as to Costs of the proceedings.

- 8.33. Where an order for payment of Costs is made against a party and payment is not made within sixty (60) days of determination of the proceedings, then the non payment shall be deemed a Financial Default under these By-Laws.

- 8.34. Where the convening of a commission/tribunal will subject Football NSW or other party to Costs and expenses, then the Costs and expenses shall be paid by the unsuccessful party or the party against whom the Complaint has been proven.

- 8.35. Representation

- (a) During proceedings:
 - (i) A party shall attend in Person or if approved by the commission/tribunal by teleconference or video link.
 - (ii) A party may be represented by legal counsel or any Person nominated by the party.
 - (iii) Football NSW or the FFA may be represented and shall be entitled to take part in the proceedings whether a party or otherwise.
- (b) Football NSW may appoint counsel to assist the commission/tribunal in the conduct of its proceedings.

- (c) Counsel assisting the commission/tribunal shall be independent of Football NSW and any other party to the proceedings;
- (d) The function of counsel assisting the commission/tribunal is to assist the commission/tribunal in the discharge of its functions including but not limited to advising on any procedural or evidential matter in dispute.

Determinations Binding on Parties

- 8.36. Subject only to right of appeal as set out in these By-Laws, all determinations at First Instance of a commission/tribunal are binding on the parties to the determination including Football NSW.
- 8.37. The Directors may by-pass referral of any Complaint/dispute to a commission/tribunal and refer it directly to the FFA for determination in accordance with FFA's grievance procedure.

Register of Determinations

- 8.38. The Executive must maintain a register of all determinations.
- 8.39. The determinations shall be recorded in the register in alphabetical name order commencing with the initiating party and by particular subject matter of the determination.

SECTION 9

9. APPEALS

Appeal Tribunals

- 9.1. The Directors shall establish an Appeal Tribunal to determine appeals from a Determination at First Instance.
- 9.2. The Directors shall appoint a Panel of Persons to sit on the Appeal Tribunal.
- 9.3. There shall be no less than three (3) Persons sitting on any Appeal Tribunal.
- 9.4. No Person on the Appeal Tribunal may hear any appeal if that Person was involved in the Determination at First Instance.
- 9.5. The Executive shall appoint the Chairman and persons to the Appeal Tribunal from the panel appointed by the Directors.
- 9.6. Persons on the Appeal Tribunal shall be independent of the parties to the appeal and must not hold any position with a party to the appeal whether honorary or otherwise.

Right of Appeal

- 9.7. Any party including Football NSW although not party to the proceedings aggrieved by a Determination at First Instance has a right of appeal.
- 9.8. All appeals from Determination at First Instance shall be made to the Appeal Tribunal.
- 9.9. Notwithstanding By-Law 9.8, no appeal shall lie to an Appeal Tribunal from a determination of the disciplinary tribunal relating to a penalty imposed for breach of the laws of the Game.

Power of Appeal Tribunal

- 9.10. The Appeal Tribunal may:
 - (a) dismiss, allow in whole or part, or vary (whether by way of reduction or increase) any Determination at First Instance;
 - (b) impose any sanction or make any order or determination that the Determination at First Instance could have imposed or made.

Payment of Appeal Fees

- 9.11. If an appeal is successful, the Executive or unsuccessful party to the appeal must pay to the other any appeal fee.

Appeal to FFA

- 9.12. An appeal from the determination of an Appeal Tribunal lies only to the FFA Appeal Tribunal.

Procedural By-Laws

- 9.13. Save where there is any thing to the contrary in this Section 9, the procedural By-Laws in By-Law 8 where relevant apply to the Appeal Tribunal.

Grounds of Appeal

- 9.14. An appeal from any Determination at First Instance shall only be made on the following grounds:
 - (a) failure to afford procedural fairness;
 - (b) lack of jurisdiction;
 - (c) insufficient evidence;
 - (d) incorrect interpretation of the By-Laws or Regulations;

- (e) involves a question or principle of importance to Football NSW;
- (f) severity.

Determination

9.15. The determination of any tribunal / commission shall be in accordance in with majority opinion and if equally divided the Chairman's determination shall prevail.

Notices

9.16. A notice of appeal shall be lodged with the Executive in writing setting out the grounds and particulars within the prescribed time.

9.17. The appeal shall be accompanied by the prescribed fee.

Prescribed Time to Lodge Notice of Appeal

9.18. A notice of appeal from a commission/tribunal or any other like tribunal or committee established under these By-Laws or authority of Football NSW or Association Members must be lodged with the Executive, within seven (7) days of date of notification of the Determination at First Instance.

9.19. For the purpose of this By-Law, notification of the Determination at First Instance is deemed to have occurred when the Determination at First Instance is served on the Appellant or where the party or its legal representative was present at the time the Determination at First Instance was made.

9.20. Determination at First Instance was served:

- (a) by registered post, the 3rd business day after the date of the Determination at First Instance.
- (b) by facsimile or email, the day after the date of the facsimile transmission or email sent to the Appellant.

9.21. The Appellant's postage or email address or facsimile number is deemed to be that last contained in the records of Football NSW.

Appeal Fee

9.22. At the time of lodging notice of appeal there shall be paid an appeal fee of \$750.00.

9.23. The Appeal Tribunal may make such order as to payment of the appeal fees as in the circumstances of the appeal it determines.

9.24. Where the appeal hearing takes more than one (1) hearing session, an additional non-refundable fee of \$500.00 per session is payable by the Appellant prior to commencement of the second hearing session.

9.25. "hearing session" means any period within a 24 hour day.

Notification of Legal Representation

9.26. An Appellant may not be represented by a legal representative before the Appeal Tribunal unless written notification of intention to be so represented is given to the Executive no later than ten (10) clear business days from the date of the hearing of the appeal.

9.27. If notice of appeal is not lodged within the prescribed time, the Appeal Tribunal may dismiss the appeal.

Determination under Appeal

9.28. Pending final determination of an appeal, the Determination at First Instance shall be given effect unless the Appeal Tribunal makes an interim determination to the contrary.

SECTION 10

10. FEES

10.1. Fees payable pursuant to anything arising or incidental to these By-Laws:

(a) **Notice of Complaint, Notice of Dispute**

(i) Lodged by Football NSW – Nil.

(ii) Any other party – \$100.00.

(b) **Notice of Response (including to Notice of Appeal)**

(i) Lodged by Football NSW – Nil.

(ii) Any other party – \$50.00.

(c) **Notice to Attend**

(i) Staff member of Football NSW – \$75.00 per hour for each or part hour in attendance.

(ii) Director of Football NSW – \$75.00 for each or part hour in attendance.

- (iii) Any other Person – \$75.00 for each or part hour in attendance.
 - (iv) The fees shall be paid by the party calling the Person to attend prior to the Person's attendance.
 - (v) Where the attendance is required by commission/tribunal, the fees shall be paid by Football NSW.
- (d) **Commission/Tribunal (including Appeal Tribunal)**
- (i) Such fees for service and any reasonable expenses incurred by the commission/tribunal in discharge of their functions.

SECTION 11

11. CONDUCT

11.1. Insolvent Conduct

Where any Member or Football Club suffers an Insolvency Event, it shall be referred to the Directors who may:

- (a) If a Football Club and the Insolvency Event occurs at any time during the playing season:
 - (i) deduct points it has accumulated in the Competition in which it participated; or
 - (ii) where the Insolvency Event occurs during the pre season, deduct points from the Competition following the pre season such that it starts that Competition on minus the number of points deducted.
 - (b) Suspend or expel the Member or Football Club from membership of Football NSW or Competitions.
- 11.2. A Member or Football Club may appeal against the Directors' decision. The appeal shall be referred to the Appeal Tribunal.
- 11.3. Prior to the Appeal Tribunal hearing the appeal, it shall appoint an independent chartered accountant to review the Member or Football Club's activities and prepare an independent report into the circumstances surrounding and leading up to the insolvency event and to its general future financial viability.
- (a) The independent report shall be made available to the Member or Football Club, the Appeal Tribunal hearing the appeal and the Directors.

- (b) The Cost of the independent report shall be paid by the Member or Football Club.
- (c) The Tribunal shall not hear the appeal until it is in receipt of the independent report and evidence of payment by the Member or Football Club of the independent report.

11.4. The Appeal Tribunal may make such determination as available to it pursuant to these By-Laws.

Misconduct

11.5. A Member, Football Club and/or Participant shall at all times in a Football Activity act in the best interest of the Game and shall not act in any manner which:

- (a) is unsportsmanlike or unprofessional;
- (b) brings or may bring the Game into disrepute or damage the reputation and goodwill of the Game;
- (c) is violent;
- (d) is improper, threatening, abusive, indecent, insulting or discriminatory whether by words or behaviour by reason of persons of ethnical origin, colour, race, nationality, religion, sex, sexual orientation or disability or any other reason;
- (e) directly or indirectly offers, agrees to give, gives, solicits, agrees to accept or accepts any gift or award or consideration of any nature which is or to be related in any way to influencing the outcome or conduct of a Match;
- (f) directly or indirectly bets or instructs, permits or enables any Person for the other Person's benefit to bet on the result, progress or conduct of a Match or Competition;
- (g) directly or indirectly induces or attempts to induce a Player to leave the Football Club for which that Player is registered;
- (h) knowingly or willfully engages in the "ring in" of a Player or Players in any Match;
- (i) is disrespectful or abusive of Match officials or of their decisions;
- (j) breach of any obligations imposed by the By-Laws.

11.6. A Member, Football Club and/or Participant shall:

- (a) not bring into or display national and political flags, banners or emblems in a ground except the Australian and state flags;
 - (b) not throw missiles or light flares within the confines of the ground;
 - (c) comply with the terms of entry to a ground including bag inspections for prohibited and restricted items including flares or objects which in the opinion of the responsible person of the ground have the potential to cause injury or public nuisance.
- 11.7. A Member or Football Club shall have notices printed and posted at all entrances to and within the ground threatening with expulsion from the ground any Participant responsible for behaving in any manner which is not in the best interest of the Game and contrary to these By-Laws.
- 11.8. Any Participant who breaches any of these By-Laws during a Football Activity at a ground shall be removed from the ground by designated ground officials where the breach has occurred with such force as may reasonably be necessary for the purpose of effecting such removal.
- 11.9. The Directors or commission/tribunal shall have the power to order that a Person be suspended from all or any specific Football Activity for such period and on such terms and conditions as it considers fit where the Person has been convicted of an offence under the Laws of the State of New South Wales or the Commonwealth or any other State of the Commonwealth relating to offences by Persons at a ground during a Football Activity.

Football NSW shall have the power to order a Participant, Club Member or Association Member to be suspended from all or any specific Football Activity for such period and on such terms and conditions as Football NSW considers fit ("Interim Suspension Order") where:

- (a) The Participant, Club Member or Association Member has been charged by Football NSW in relation to an alleged act of Misconduct (section 11), or with a criminal offence, or in connection with disciplinary action pursuant to this By-Laws; and
- (b) Where Football NSW and the relevant Participant, Club Member or Association Member have each agreed to a Interim Suspension Order.

The period of an Interim Suspension Order shall not be capable of lasting beyond the date upon which any charge of Misconduct, criminal offence or disciplinary proceedings referred to in (a) above is decided or brought to an end.

During the period of an Interim Suspension Order a Participant is entitled to receive full pay until any charge of Misconduct, criminal offence or disciplinary proceedings referred to in (a) above is decided or brought to an end.

Notification of an Interim Suspension Order shall be given as soon as is reasonably practicable to the Participant, Club Member or Association Member involved.

- 11.10. Any Participant who fails or refuses to submit or respond or cooperate when required to do so by the Directors, the Executive, commission/tribunal, shall be deemed to have breached these By-Laws.

SECTION 12

12. REGISTRATION OF PARTICIPANTS

- 12.1. A Participant shall be registered with Football NSW ("the Registered Participant").
- 12.2. A Participant shall complete a registration form prescribed from time to time by the Executive.
- 12.3. The registration form shall contain no less than the following details:
- (a) Name;
 - (b) Residential address;
 - (c) Age and date of birth;
 - (d) Last Football Club;
 - (e) Gender;
 - (f) Email address (if available);
 - (g) Phone (including mobile)
- ("the required details").
- 12.4. The Executive shall maintain a register of Participants containing the required details.
- 12.5. A Participant who refuses to provide the required details shall be refused registration by the Executive.
- 12.6. Information contained in the required details shall not be used for a purpose other than administrative purposes relating to conduct, control, fostering, developing, promoting and regulating the objectives, Competitions and Members of Football NSW.
- 12.7. Where usage of the required details for a purpose other than By-Law 12.6, the Participant's consent to such usage is to be obtained beforehand.

SECTION 13

13. COMPETITIONS

Admission and Suspension

- 13.1. The Executive shall conduct such Competitions as the Directors may from time to time determine.
- 13.2. The administrative control and conduct of Competitions vests in the Executive subject to any resolution by the Directors to the contrary.
- 13.3. The Directors may upon reasonable grounds and on terms and conditions as in its absolute discretion determine, admit, suspend, promote, relegate, expel or accept the withdrawal of any Football Club from a Competition.
- 13.4. The Directors may admit a Football Club from other state or territory federations to participate in Football NSW's Competitions.
- 13.5. The playing season of a Competition shall be determined from time to time by the Directors.

Eligibility an Application for Admission

- 13.6. Eligibility for Admission to a Competition shall be determined by the Directors which shall set admission criteria.
- 13.7. Application for admission shall be made to the Executive by written application.
- 13.8. A Football Club shall in any application for admission to a Competition warrant that at all times it will comply with criteria for admission to the Competition and these By-Laws.

Exemption from Compliance

- 13.9. Any application for exemption or time for compliance with the criteria or part must be made at the time of application.
- 13.10. The Directors may approve any application for exemption or time to comply with criteria subject to such terms and conditions as the Directors may determine ("conditional admission").
- 13.11. A Football Club who does not comply with conditional admission or part may be expelled from Competition by resolution of the Directors if no later than fourteen (14) days prior to the commencement of the Competition it has failed to comply in all respects with the conditional admission.

Expulsion

- 13.12. If the Directors pass a resolution to expel the Football Club from a Competition, then such expulsion shall apply to all other Competitions in which the Football Club was admitted irrespective of age, grade or gender of the Competition.
- 13.13. A resolution by the Directors to expel a Football Club from Competitions may also include a resolution for expulsion from Membership of Football NSW or a Member.

SECTION 14

14. MATCHES

Full Strength Teams

- 14.1. Unless regulated to the contrary each Football Club shall play its full strength teams in all Competitions other than trial or friendly Matches for which prior approval has been given by the Executive for those Matches to be played.

Suspension and Red Card

- 14.2. A Player who receives a red card in a trial or friendly Match shall serve any suspension from such red card in the next Match that the Football Club plays. For the avoidance of doubt where the next Match is not a trial or friendly Match, the suspension shall be served in the first round of Matches in any Competition the Player's Football Club plays.

Abandoned Match

- 14.3. When a Match is not played or abandoned for any reason over which neither Football Club was responsible, the Match shall be replayed on a date to be arranged at the earliest reasonable opportunity by the Executive.
- 14.4. When a Match is abandoned for any reason other than By-Law 14.3, the Match may only be replayed by authority of the Directors.

Failure to Play Match

- 14.5. Any Football Club who fails to fulfill its Match obligations on the date(s) other than for just cause shall be in breach of By-Laws 11.5(a) and 11.5(b).
- 14.6. Where a Football Club fails to fulfill its Match obligations as to cause the suspension of such Match, it shall be liable to pay compensation for any expense incurred by the opposing Football Club and/or Football NSW as a direct result of the failure and suspension of the Match.

- 14.7. The amount of compensation payable shall be determined by the Executive or referred to a Tribunal for determination.

Not to Play Behind Closed Doors

- 14.8. Save with the consent of the Directors, no Match shall be played behind closed doors so as to exclude Spectators from the ground.

Updating Scores

- 14.9. Football Clubs playing in professional or semi-professional competition must communicate to the Executive at regular intervals during each Match the scores, the goal scorer and as soon as practicable during the Match of the crowd attendance at the ground.

SECTION 15

15. DETERMINING COMPETITION POSITIONS

Points in Match

- 15.1. Points for each Match played in a Competition shall be:
- (a) 3 points for a win;
 - (b) 1 point for a draw.

Determining Premier of Competition

- 15.2. At the end of each playing season, the Football Club scoring the highest number of points in its respective Competition shall be declared the premier of that Competition.
- 15.3. If two or more Football Clubs score the same number of points in a Competition, the respective position of each of those Football Clubs shall be determined on goal difference, that is the difference between the total number of goals scored for and against by the Football Club in that Competition and the highest placed shall be the one with the largest goal difference.
- 15.4. If two or more Football Clubs have scored the same number of points and have the same goal difference, the highest placed shall be the one having scored the most goals in that Competition.
- 15.5. If two or more Football Clubs have the same number of points, goal difference and goal scored, the highest placed shall be determined by the respective Competition record against each other taking into account results, goal difference and goal scored during that playing season.

- 15.6. If the above does not separate the Football Clubs, then they shall play off a deciding Match under arrangements approved by the Directors on a neutral ground.
- 15.7. The net gate money from a playoff match after deducting the usual Match expenses shall be equally divided between the Football Clubs.
- 15.8. Any Football Club hosts at its Ground any playoff Match shall be entitled to charge either a pre-agreed cost with Football NSW or accept 10% of the gross date receipts of the playoff match in payment of its expenses.

SECTION 16

16. PROMOTION, RELEGATION AND CESSATION FROM COMPETITION

Promotion and Relegation

- 16.1. There shall be promotion and relegation between the various Competitions save and except where the Directors may from time to time resolve otherwise.
- 16.2. In determining promotion and relegation between Competitions, the position of a Football Club in the last Competition played shall be one consideration in determining promotion or relegation together with the ability of Football Club to comply with the criteria applicable to the Competition where it seeks promotion.
- 16.3. A Football Club finishing in last position in the Competition it last played may be relegated to the Competition below where it last played or such Competition as the Directors may determine save and except where a Football Club in a lower Competition grade to that of the Football Club finishing in last position does not apply or is not eligible for promotion to that Competition.
- 16.4. Promotion and relegation in any playing season may be suspended by the Directors where a Football Club does not apply or is not eligible for promotion or where the Directors consider that it is not in the best interest of the competition or the game.

Cessation from Competition

- 16.5. If a Football Club ceases or is unable for any reason to participate in a Competition:
 - (a) prior to or at any time during the playing season, its playing record shall be expunged from the Competition;
 - (b) at any time during the play off series, the remaining Football Clubs shall compete in the play off series. For the avoidance of doubt, no other Football Club will be added to the play off series.

SECTION 17

17. GROUNDS

- 17.1. The Directors shall determine ground admission criteria for each Competition.
- 17.2. Each Football Club shall nominate the ground it proposes to use for home Games and shall not change to another ground without first obtaining the consent of the Directors, which consent shall not be unreasonably withheld save and except where that ground does not comply with the ground admission criteria prescribed for the Competition in which the Football Club participates.
- 17.3. The Executive shall pass regulations to define ground requirements to comply with ground admission criteria for each Competition.

No Playing on Artificial Surface

- 17.4. No Competition shall be played on an artificial surface other than for Futsal Matches or where there is prior approval granted by the Executive.

SECTION 18

18. YOUTH DEVELOPMENT

Youth Football Development

- 18.1. The Directors shall make and implement such By-Laws, measures, practices, directions and policies as reasonably necessary to foster, promote, identify and develop techniques skills and performance of young Persons from grass roots to Elite youth level ("Youth Football Development").

Accreditation

- 18.2. The Directors shall establish Football Academies to conduct Youth Football Development Programs.
- 18.3. An Applicant ("Applicant") may apply to the Executive for accreditation certifying the Applicant has complied with the prescribed criteria of a Football Academy.
- 18.4. Prior to granting accreditation, an applicant will be required to pass criteria prescribed from time to time by the Directors relating to child protection policies, practices and procedures, football coaching, communication skills, and awareness of other policies passed from time to time by Football NSW as relate to safety, fair play, etc.

- 18.5. A register of accreditation shall be kept by the Executive.
- 18.6. An Applicant accredited as a Football Academy shall apply to the Executive for renewal of its accreditation every year.
- 18.7. Where an application for renewal is unsuccessful, an applicant may apply to the Directors in writing for review of the decision not to renew its accreditation.
- 18.8. The Directors in reviewing the decision shall consider all relevant written material submitted by the applicant and any oral submissions that the Directors request the applicant to make.
- 18.9. The Directors in making their determination of the review are not required to give reasons.

SECTION 19

19. REGISTRATION AND TRANSFER AND SUSPENDED PLAYERS

- 19.1. This section 19 is to be read in conjunction with FFA National Registration Regulations as amended from time to time ("the NRR").

Registered Players

- 19.2. Where there is any inconsistency between SNSW By-Laws or Regulations and any provision in the NRR than to the extent of such inconsistency the NRR shall prevail.
- 19.3. A Player registered with a Football Club cannot transfer to another Football Club other than in accordance with these By-Laws and any Regulations in force from time to time.
- 19.4. A Player registered with a Football Club can only play for that Football Club for the period of the registration.
- 19.5. The temporary transfer of registration of a Contract Player to another Football Club shall only be approved by the Executive for a defined period during a playing season subject to any transfer conditions and with the approval of the Player.
- 19.6. The Executive shall make Regulations as to:
 - (a) The number of loan transfers to and between Football Clubs in any one season;
 - (b) The number of VISA Players per Football Club in any one season;

- (c) The number of Loan Players from Football Clubs other than from competitions conducted by SNSW;
 - (d) The compensation payable by a Football Club when a player first signs a professional club with that Football Club;
 - (e) The Football Clubs entitled to the compensation from the Football Clubs who first signs the player on a professional contract;
 - (f) Such other regulations relating to Players as the Executive claims necessary including transfer, compensation, movement, suspension and contracts;
 - (g) The number of apprentice players each Football Club may have registered within its senior squads. A senior squad includes the first and reserve grade squads. An apprentice player may be an amateur player.
- 19.7. Where a Football Club fails to make payment to a Contract Player or coach in accordance with the terms payment of such contract, the Football Club may not, other than with the approval of the Directors, register any Player or contract with any coach until such time as payment has been made or there is written agreement between the Player or coach and the Football Club that payment is to be made other than in accordance with the Contract.

Transfer of Player Registration

- 19.8. The transfer of a Player's registration from one Football Club to another must be in writing on the prescribed transfer form duly signed by the Player and the two Football Clubs concerned.
- 19.9. The transfer form shall be registered with Football NSW and where relevant a Football Club.
- 19.10. A Player may play for another Football Club with the written permission of the Football Club holding the Player's registration conditional that:
- (a) it is for benefit, testimonial and charitable purposes;
 - (b) on a trial basis for defined period and is not a Competition Match;
 - (c) it is in a Futsal Competition.
- 19.11. The transfer of a Contract Player does not become effective until the Player is registered by the Executive and confirmation from the Transferor that the Transferee has paid any applicable transfer or compensation fee or satisfied any other condition previously agreed to between the Transferor and the Transferee.

Suspended Players

19.12. A Player serving any suspension or being subject to penalty of a disciplinary nature cannot play in any Competition until the suspension or penalty has been discharged.

- (a) The Johnny Warren Cup is not regarded as a competition for the purposes of this by-law.
- (b) Authority is given to the CEO or other designated person, following appropriate advice relating to the seriousness or otherwise of the offence committed, to be able to set aside a player's suspension for the purpose of participation in the Johnny Warren Cup.

Contract Players

19.13. A Player or Coaches contract:

- (a) the corporate name of the Football Club;
- (b) the Player's details;
- (c) any sign on fee;
- (d) any percentage of a transfer or compensation fee the Player is to receive upon transfer;
- (e) weekly or monthly salary;
- (f) match bonus (if any); and
- (g) superannuation benefits.

19.14. Any payments made must indicate the GST component of such payment.

SECTION 20

20. FINANCIAL RECORDS

20.1. Each Member and Football Club shall keep accounting records to record the fact and nature of all payments and receipts in a manner as to disclose with reasonable accuracy at any time its financial position including assets and liabilities.

20.2. Each Member and Football Club is to make available at the request of the Executive all annual financial statements prepared in accordance with State and Commonwealth Legislation as relate to corporations.

- 20.3. Any material errors or omissions in the accounting records or financial statements of a Member must be reported to Football NSW where accounting records and annual returns have already been lodged.

SECTION 21

21. FINANCIAL DEFAULT

- 21.1. Where a Member is in financial default and without prejudice to any other right, power or remedies of Football NSW or an Association Member interest shall be paid by the Member on monies due under the Financial Default at the rate charged by the Commonwealth Bank of Australia ("CBA") secured overdrafts of \$100,000.
- 21.2. In addition to interest, rights, powers and remedies referred to in By-Law 21.1 a Member in financial default shall:
- (a) If more than Ninety (90) days and the Member is a Football Club:
 - (i) shall not be entitled to points from matches in which the Football Clubs' teams participate until the Financial Default is rectified;
 - (ii) points lost are not reinstatable;
 - (iii) prohibited from participating in semi-final or final play off series;
 - (iv) for the purpose of this clause a Football Club includes each of the teams playing for that Football Club.
 - (b) If a Member other than a Football Club:
 - (i) the Member's voting rights pursuant to the Constitution are suspended until the Financial Default is rectified;
 - (ii) such other sanctions as the Directors may determine including suspension as a Member.

SECTION 22

22. TRANSITION PROVISIONS

- 22.1 So much of the existing Rules of Football NSW as relevant and not inconsistent with any of these By-Laws shall remain in force and effect as Regulations until expressly repealed or amended by the Executive.

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