



PART 2

RULES OF QUEENSLAND RUGBY FOOTBALL LEAGUE LIMITED

RELATING TO THE ESTABLISHMENT AND ADMINISTRATION OF REGIONAL COUNCILS

QUEENSLAND RUGBY FOOTBALL LEAGUE LIMITED

ACN 009 878 013

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2.0 ESTABLISHMENT OF REGIONAL COUNCILS

To facilitate efficient administration of the Game, the QRL Board shall determine the Regions of the QRL from time to time in accordance with Clause 8.1 of the QRL Constitution.

Each Region will be administered by a Regional Council consisting of those persons referred to in this Part 2 who shall strictly apply the Rules and Regulations of the QRL as prescribed from time to time.

Any Regional Council so formed shall, in the exercise of power so delegated to that Regional Council, conform to any Rules that may be imposed upon them by the QRL Board and in accordance with the QRL Delegations Matrix as approved and amended by the QRL Board from time to time.

The terms used in this document shall have the meaning as set out in Part 1 of the Rules, Regulations and By-Laws of the Queensland Rugby Football League Limited, and the document shall be interpreted in accordance with that document.

2.1 MEMBERSHIP OF THE REGIONAL

2.1.1 Structure

The membership of the Region shall be made up of Local Leagues within the geographic area who have complied with the following criteria:

- (a) held a properly constituted Annual General Meeting; and
- (b) lodged the following documents with the Region: -
 - (i) an Annual Report and Financial Statements with Auditor's Certificate and Clearance Declaration in the official form provided by the QRL (signed by the Chairperson, Secretary and Treasurer) attached thereto,
 - (ii) a copy of the Certificate of Incorporation; and
 - (iii) a completed QRL Affiliation Application.

2.1.2 Voting Rights

Upon being accepted as a member of the Region, the following voting rights shall apply:

- (a) all Major Local Leagues as determined at the Annual Meeting of the Region shall be entitled to one (1) vote on all issues;
- (b) all Local Leagues shall be entitled to one (1) vote on item (ii) of the Agenda for the Annual Meeting namely 'to determine the status of Major Local Leagues within the Region';



- (c) Local Leagues not determined to be Major Local Leagues shall have no other voting rights.

2.1.3 Regional Delegate

The Chairperson or Nominee from each Local League and/or Major Local League shall be the Regional Delegate for the Local League or Major Local League and shall be the person entitled to vote at the Annual Meeting of the Region.

2.2 REGIONAL COUNCILS

2.2.1 Structure

The Regional Council shall be made up as follows:

- (a) Chairperson of the Region,
- (b) Where the Region is made up of three (3) Major Local Leagues, the Chairperson of each of those Local Leagues and between three (3) and five (5) Independent Council Members,
- (c) Where the Region is made up of more than three (3) Major Local Leagues, a minimum of six (6) and a maximum of eight (8) Independent Council Members,
- (d) The Region Manager appointed by the QRL.

2.2.2 Eligibility of Council Members

Any person who is elected to a Regional Council as Chairperson or as an Independent Council Member that person must resign from any position held in a Local League or Club. If the person fails to resign within one month of their election, the position they are elected to shall be declared vacant.

2.3 POWERS OF THE REGIONAL COUNCIL

- (a) The Regional Council shall have, all of the powers delegated to it by the Board of the QRL which can be exercised within the jurisdiction of the Region.
- (b) Each of the Regional Councils shall have, without limiting the foregoing, the following powers: -
 - (i) Determining the status of Local Leagues and affiliated bodies operating within the Region.
 - (ii) Making all rules that it deems necessary for the conduct of competitions and the running of Local Leagues and affiliated bodies in consideration and not in conflict to any existing QRL Rule or Board decision.
 - (iii) Delegating such authorities as are necessary to any and all of the Local Leagues operating within its jurisdiction to administer the above.



- (c) Any powers of delegation shall be exercised by a simple majority of Regional Council .

2.4 ELECTION OF REGIONAL COUNCIL

2.4.1 Election of Chairperson of a Region

- (a) A Chairperson of the Region standing for re-election shall not require nomination, but any other candidate shall require the nomination by a Regional Council Member. Such nomination, in the prescribed form, shall be counter-signed by the nominee and lodged with the Region Manager no later than seven (7) days prior to the Annual Meeting of the Region.
- (b) The existing Chairperson shall stand down from the position immediately following the tabling of nominations for the position of Chairperson of the Region, and in the absence of the Chairperson of the QRL, the Region Manager shall assume the chair for procedural purposes only.
- (c) A Person who is nominated for the position of Chairperson shall not be entitled to vote on their election to the position and where more than one nomination is received the election of Chairperson shall be conducted by secret ballot. All such ballot papers shall be destroyed by the Region Manager immediately after the election of the Chairperson.
- (d) The Region Manager is ineligible to vote in the election of the Chairperson of the Region or the election of Council Members for the Regional Council

2.4.2 Election of Independent Council Members

Prior to the Annual Meeting of the Regional Council in each Financial Year, the Region Manager shall call for nominations in the prescribed form for the appointment of Independent Council Members of the Committee for a term of three (3) years.

- (a) The Regional Council shall appoint a Nominations Committee comprising the Chairperson, an Independent Council Member and one (1) of the Chairpersons of the affiliated Local Leagues to consider and make recommendations regarding the nominations for an Independent Council Member received by the Region Manager.
- (b) The Regional Council shall at the meeting prior to each Annual Meeting of the Region consider the recommendations of the Nominations Committee and appoint/elect the Independent Council Members.
- (c) At each Annual Meeting of the Region a minimum of one of the Independent Council Members shall retire from office. Where a Regional Council has eight (8) Independent Council Members at least two (2) Independent Council Members must retire from office each year.



- (d) The Regional Council Members to retire shall be determined according to the length of time each Council Member has spent in office, with the Council Member having spent the longest time in office retiring.
- (e) As between two or more who have been in office an equal length of time, the Regional Council Member to retire shall, in default of agreement between them, be determined by lot.
- (f) A retiring Regional Council Member shall retain office until his or her successor is appointed in accordance with the Agenda for the relevant Annual Meeting.
- (g) A retiring Regional Council Member shall be eligible for re-appointment.
- (h) The Term of the Independent Regional Council Members (unless removed or retired earlier) is three (3) years.

2.5 CHAIRPERSON/QRL DIRECTOR

2.5.1 QRL Director

- (a) The Region Manager shall notify the QRL Board in writing of the appointment of the Chairperson of the Region, and consequent appointment as a Director of the QRL Board.
- (b) The Chairperson of the Region shall enjoy and be entitled to all powers, authorities, rights, functions, and privileges of a member of the Regional Council together with any other rights and entitlements conferred upon the position by the QRL Board.
- (c) A person is ineligible to be nominated by a Region as a Director of the QRL pursuant to clause 7.2(b) of the Constitution if the person: -
 - (i) is not a member of a Regional Council,
 - (ii) holds any position with any Rugby League Club competing in the National Rugby League Competition or QRL State-wide Competitions,
 - (iii) has a material conflict of interest (including a potential material conflict of interest) with the QRL, the ARL Commission or the NRL, or
 - (iv) does not accept the conditions outlined in the QRL Directors Handbook.
- (d) The Term of the Chairperson (unless removed or retired earlier) is three (3) years.
- (e) The maximum term of a Director of Queensland Rugby League Limited shall be in accordance with clause 7.4 of the Queensland Rugby League Constitution.

2.5.2 Election of Alternate Director to the QRL Board

- (a) Any member of the Regional Council (other than the Chairperson and the Region Manager) shall be entitled to stand for election to the position of Alternate Director



representing the Chairperson in accordance with clause 7.2(b) of the Constitution of the QRL. Such election shall be conducted immediately after the election of all members of the Regional Council in accordance with the provisions above and when more than one application is received then the election shall be conducted by secret ballot. All ballot papers shall be destroyed by the Region Manager immediately after election of the Alternate Director.

- (b) A Regional Council member is ineligible to be nominated by a Region as an Alternate Director of the QRL pursuant to clause 7.2(b) of the Constitution if the person: -
 - (i) is not a member of a Regional Council,
 - (ii) holds any position with any Rugby League Club competing in the NRL competition or QRL State-wide Competition,
 - (iii) has a material conflict of interest (including a potential material conflict of interest) with the QRL, the ARL Commission or the NRL, or
 - (iv) does not accept the conditions outlined in the QRL Directors Handbook.
- (c) The Region Manager shall notify the QRL in writing of the election of the Alternate Director of the Region to the QRL.
- (d) The Term of the Alternate Director (unless removed or retired earlier) is three (3) years.

2.6 MEETINGS OF THE REGIONAL COUNCIL

It is the responsibility of the Regional Council to:

- (a) Meet as per the schedule proposed by the Region Manager and subsequently submitted to the QRL Board for approval and inclusion in the QRL Governance Calendar each year,
- (b) Take all and any necessary steps to ensure that resolutions of the Region are carried out and observed by them,
- (c) Operate in accordance with their delegated authority and maintain sufficient records in writing to clearly identify any material transactions recommended by the Region.
- (d) Meetings may be always conducted in person or by electronic device provided that the members shall be able to hear and may be heard by all other members at the meeting, for the determination of matters referred to that Meeting. They may also adjourn meetings as they see fit.
- (e) Conflicts of Interest



Regional Council members will be invited to disclose conflicts of interest at the commencement of each meeting. Ongoing conflicts of interest need not be disclosed at each meeting once acknowledged. Where members or invitees are deemed to have a real or perceived conflict of interest, they will be excused from Regional Council discussions on the issue where the conflict exists. Should there be any dispute as to whether a Council Member has a conflict of interest, the Chairperson shall rule on this matter and the decision of the Chairperson shall be final.

(f) Secretary of the Council

Regional Council shall appoint the Region Manager as the Secretary of the Council. The Region Manager may delegate such roles as they see fit including agendas, minutes, calendars etc to the Administrative Assistant.

(g) Timing

The Regional Council shall meet at least four (4) times each year, or more frequently as circumstances dictate. A member of the Regional Council may request, through the Chairperson that a meeting of Regional Council be convened at any other time. All meetings should be listed in the QRL Governance Calendar maintained by the QRL Company Secretary and as published from time to time.

The Chairperson of the Regional Council, in consultation with other Regional Council members, shall determine the frequency and length of the Regional Council meetings and shall set meeting agendas consistent with these Rules. The notice of meeting and agenda will include relevant supporting papers.

All Regional Council Members are expected to attend each meeting in person or through other approved means such as teleconferencing or video conferencing.

The Regional Council may invite other people to attend as it sees fit and consult with other people or seek any information it considers necessary to fulfil its responsibilities.

(h) Quorum

Fifty percent (50%) of the Regional Council members shall constitute a quorum. In the Chair's absence from a meeting, the Alternate will chair the meeting. If the Chair and Alternate are absent, then the members present will select a Chair from the members of the Regional Council in attendance.

(i) Voting

Any matters requiring decision generally will be decided by consensus, or if a consensus is not achievable, then by a majority of members present.



(j) Reporting to the QRL Board

The Chairperson of the Regional Council is to provide a copy of the minutes supplemented by other necessary information, including recommendations from the Regional Council requiring QRL Board action and/or approval. All matters requiring Board Approval also require consultation with the QRL CEO and GM Community Rugby League prior to submission.

(k) Regional Council Minutes

Minutes of Regional Council meetings must be prepared, approved by the Chairperson, and circulated to the members within two weeks of a meeting. The minutes must be ratified at the next meeting of the Regional Council, signed by the Chair, and submitted to the QRL Board in accordance with the requirement above. Such minutes must be in the format defined by the Company Secretary and approved by the QRL Board.

(l) Invitees

Other persons may attend meetings of the Regional Council by invitation. Persons who may commonly be invited to attend include:

- QRL CEO.
- Other Senior Leadership/Management members of the QRL or NRL.
- QRL Chief Medical Officer.
- External representatives of QRL Board Committees
- Representatives from QRL affiliate groups.

These people may take part in the business of, and discussions at the meeting, but have no voting rights.

The following people shall be entitled to attend the Regional Council Meetings as they see fit:

- QRL CEO;
- Senior Leadership of the QRL; and
- The Chairperson of a QRL Board Committee.

The Regional Council Chairperson shall be entitled to invite to Regional Council Meetings such appropriate people as the Chairperson thinks fit.

2.7 RESIGNATION AND REMOVAL OF MEMBERS (including the Chairperson)

- (a) Any member may resign from the Regional Council by giving the Region Manager notice in writing to that effect. Such resignation shall take effect at the expiration of



one month from the date of service of that notice or such shorter period of time as the Regional Council may determine.

The Regional Council may, by resolution of more than fifty percent (50%) of those Regional Council Members, and with the prior written approval of the QRL Board, resolve to censure, suspend, or expel any person upon being satisfied that the Regional Council Member:

- (i) engaged in any serious misconduct, or conducted themselves in a manner not in accordance with the QRL Directors Handbook,
 - (ii) has demonstrated continued poor performance in the conduct of their role,
 - (iii) personal conflicts,
 - (iv) has engaged in acts or omissions materially injurious to the QRL,
 - (v) has failed to comply with a material provision of the QRL Constitution, the Rules of the QRL or the NRL Code of Conduct,
 - (vi) has become insane,
 - (vii) has suffered an insolvency event,
 - (viii) is absent without the consent of the Regional Committee for three (3) consecutive meetings of the Committee; or
 - (ix) has been convicted of a criminal offence.
- (b) Through provision in the QRL Constitution, the QRL Board may remove a Director, including the Chairperson of a Region, in accordance with the Constitution. In such circumstances the QRL Board Chairperson will write to the Alternate Director of the Region advising of the decision and requesting the Chairperson be replaced via the process identified in section 3.1 of these Rules,

2.8 ANNUAL MEETING OF THE REGION

- (a) Each of the Council Members on the Regional Council shall be elected at the Annual Meeting of the Region conducted no later than the fifteenth (15th) day in December.
- (b) The business of each annual meeting of a Region shall comply strictly with the following agenda: -
 - (i) To receive reports,
 - (ii) To determine the status of Major Local Leagues within the Region,
 - (iii) To appointment Tribunals,
 - (iv) To accept the appointment of the Chairpersons of each of the Local Leagues (as applicable),



- (v) To elect the Independent Council Members,
 - (vi) To elect the Chairperson of the Region who shall become a Director of the QRL Board pursuant to Clause 7.2(b) of the Constitution of the QRL, and
 - (vii) To elect an Alternate Director to the QRL Board pursuant to Clause 7.2(b) of the Constitution of the QRL.
- (c) Immediately after the Annual Meeting of the Region and prior to the Annual General Meeting of the QRL, the Region Manager shall provide the Company Secretary of the QRL the names, addresses and respective positions of Regional Council members.
- (d) The voting rights of Local Leagues and Major Local Leagues at the Annual Meeting shall be as set out in clause 2.2 hereof.

2.9 ESTABLISHMENT OF COMMITTEES AND TRIBUNALS

At the first meeting following the Annual Meeting held by each Region or such later date as the QRL may determine or approve (but in any event prior to the commencement of any Local Rugby League Competition within the Region for that year), Committees, Sub-Committees or Tribunals shall be appointed.

- (a) Those Tribunals referred to in Part 5.1 of the QRL Rules,
- (b) Such other Sub-Committees as approved by the Regional Council, each of which will be chaired by an Independent Committee Member of the Region.

Each of the Sub-Committees established shall meet as required and shall act in an advisory capacity only for the benefit of the Regional Council.

Any person who is elected to a Regional Council as Chairperson, Alternate Director or Independent Committee Member of a Region must resign from any position held in a Local League or Club.

2.10 GENERAL

2.10.1 Financial Administration of Local Leagues

Where any Local League in the opinion of the Regional Council: -

- (a) is unable to pay its debts as they fall due,
- (b) has liabilities which exceed its asset, or
- (c) fails to submit to its Region any documents referred to in Rule 2.8, then



The Regional Council may by notice in writing, require the Local League to appoint a duly qualified auditor to prepare a report on the financial viability of the Local League. The Auditor's report must be completed within 14 days of appointment and a copy must be provided to the Region forthwith.

2.10.2 Appointment of a Boundaries Committee

- (a) The QRL Board shall from time to time appoint a Boundaries Committee to determine the boundaries of the area of each Region and its Local Leagues and where considered necessary, vary, alter, and redefine such boundaries.
- (b) The Boundaries Committee shall consist of not more than five (5) persons who shall be appointed by the QRL Board in consultation with Regional Council's.
- (c) Appointments to the QRL Boundaries Committee shall be at the discretion of the QRL Board and for the term specified when such appointments are made.
- (d) Any member of the Boundaries Committee who dies, resigns, or is incapacitated to prevent him or her from carrying out his or her functions as a member of the Boundaries Committee shall be replaced by a nominee of the Boundaries Committee.

2.10.3 Affiliation Documentation

- (a) Affiliation Applications shall be distributed by each Region to their respective Local Leagues, Clubs and Referees' Associations.
- (b) All successful affiliation applications must be completed in full and returned to the Secretary of their Local League or the nominated person within the Region by the date specified in the affiliation application.
- (c) Within seven (7) days of receipt of a completed Application, the Region Manager shall determine the suitability of the applicant body. Affiliation Agreements shall be distributed for completion in full and returned by successful applicant bodies by the date specified in the Affiliation Agreement.
- (d) All approved Affiliation Agreements received by the above bodies shall be on-forwarded to the QRL and a copy shall be maintained by each such body.
- (e) No Local League or affiliated body shall be entitled to participate in the Game unless they are party to an Affiliation Agreement filed with the QRL.
- (f) Where in the reasonable opinion of the Regional Council the Local League brings the Game into disrepute and / or a Local League fails to apply the Rules of the QRL and any written directions by the Regional Council in a consistent and timely manner, then any future financial support or otherwise from the Region shall



depend upon the steps taken by the Local League to remedy the situation to the satisfaction of the affected parties.

2.10.4 Reviews

- (a) The Regional Council shall review its performance periodically, and at least annually, to determine whether it is functioning effectively in accordance with best practice.
- (b) The review will be conducted in a format approved by the QRL Governance Committee and will be coordinated by the Chairperson. The assessment may seek input from any person. Training needs of Regional Council members will be monitored by the Chairperson. The Regional Council should review this charter and its composition annually to ensure that it remains consistent with the QRL Board's objectives and responsibilities.