



**CORPORATIONS LAW**  
**COMPANY LIMITED BY GUARANTEE**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**AUSTRALIAN FOOTBALL LEAGUE**  
**ACN 004 155 211**

1. The name of the League is "Australian Football League".
2. The objects for which the Australian Football League (hereinafter referred to as "the League") is established are:-
  - (a) To conduct the Australian Football League.
  - (b) To promote and encourage the Australian National Game of Football (hereinafter referred to as "football").
  - (c) To promote and encourage football matches in the ~~State of Victoria and in other~~ States and Territories of the Commonwealth and overseas.
  - (d) And solely for the purpose of carrying out the foregoing objects the League may do all or any of the following things, namely:-
    - (i) To define the territories allocated to a football club and from time to time to alter such territories.
    - (ii) To determine the terms and conditions upon which persons may play for football clubs.
    - (iii) To determine the terms and conditions upon which football matches may be played by football clubs.
    - (iv) To frame and administer laws relating to football and to take such action as may be necessary to achieve uniformity in such laws.
    - (v) To raise money by subscription percentage or otherwise from football clubs or the players thereof.
    - (vi) To render assistance pecuniarily or otherwise to football clubs.
    - (vii) To recognise the services of or assist pecuniarily or otherwise present or past members or players of football clubs.
    - (viii) To hear and determine upon and settle all questions or disputes on any matter relating to football.
    - (ix) To hear and determine upon any allegation, complaint or charges which may be made or laid against any football club or member, official or player of a football club or of another league, association or body involving a breach of the Articles

of Association or the Rules and Regulations of the League matches of the Laws relating to football or any other Rules or Regulations relating to the control and management of football matches and competitions whether or not promulgated by the League.

- (x) To inflict fines or penalties by way of suspension, expulsion or otherwise for any breach of the Articles of Association or the Rules and Regulations of the League the laws relating to football or any other Rules or Regulations relating to the control and management of football matches and competitions whether or not promulgated by the League on any football club or member, official, umpire or player of the League or member, official or player of a football club or of another League in respect thereof shall be final, conclusive and binding and there shall be no appeal from such decision to any Court of Law or otherwise.
- (xi) To grant, suspend or terminate, ~~exclude or forfeit~~ the right of a football club to representation on the League or to relocate or merge any football clubs, ~~but so that the right of a football club to representation on the League shall not be granted, suspended, excluded or forfeited without a resolution therefore passed by a two-thirds majority of members at a meeting of the League specially called for the purpose.~~
- (xii) To control the activities of players, coaches and umpires of the League in any activity associated with football and in particular activities connected with television broadcasting advertising the writing of articles for newspapers and contributions to publications.
- (xiii) To purchase or otherwise acquire rights in relation to the reproduction of football matches by film video-tape or by any other mode of reproduction visual or otherwise and to control the sale or hire of rights so acquired including the imposition of conditions under which such rights are used by a purchaser or hirer.
- (xiv) To carry on the business of a radio and/or television broadcasting station for the purpose of broadcasting football

matches and for that purpose to purchase, acquire, take-over, establish, erect, work, equip, manage, control, maintain, supervise and regulate transmitting and receiving stations.

- (xv) To invest and deal with the money of the League not immediately required for any of its objects in such manner as may from time to time be thought fit.
- (xvi) To subscribe to become a member of and amalgamate with any companies, institutions, societies, leagues or associations whether incorporated or not whose objects are altogether or in part similar to those of the League provided that the League shall not subscribe to or support with its funds any League association or organisation which does not prohibit the distribution of its income or property among its members to an extent at least as great as that imposed on the League under or by virtue of Clause 4 of this Memorandum.
- (xvii) In furtherance of the objects of the League to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or any more of the companies, institutions, societies, leagues or associations with which the League is authorised to amalgamate.
- (xviii) In furtherance of the objects of the League to transfer all or any part of the property, assets, liabilities and engagements of the League to any one or more of the companies, institutions, societies, leagues or associations with which the League is authorised to amalgamate.
- (xix) In furtherance of the objects of the League to buy, sell and deal in all kinds of apparatus and all kinds of provisions liquid and solid required by the members of the League or persons frequenting the premises of the League.
- (xx) To enter into any arrangement with any government or authority supreme, municipal, local or otherwise that may seem conducive to the League's objects or any of them and to apply for and obtain from any such government or authority any rights, privileges and concessions which the League may

think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

- (xxi) To appoint, employ, remove or suspend such directors, secretaries, managers, clerks, servants, workmen and other persons as may be necessary or convenient for the purposes of the League.
- (xxii) To establish and support or aid in the establishment or support of associations and institutions, funds, trusts and conveniences calculated to benefit employees or past employees of the League or dependants or connections of any such persons or players of football clubs or umpires of the League; and to grant pensions and allowances; and make payments towards insurances.
- (xxiii) To draw, make, accept, endorse, discount, execute and issue Bills of Exchange, Promissory Notes, Bills of Lading, Warrants, Debentures and other negotiable or transferable instruments.
- (xxiv) To lay out, construct, maintain and alter any grounds for football or other sports or other pastimes necessary or convenient for the purposes of the League.
- (xxv) To construct, erect, maintain and alter any buildings, houses or works which may be required for the purposes of the League and to furnish and equip the same in such manner as may be necessary or convenient for such purposes.
- (xxvi) To acquire by purchase, lease, exchange or otherwise land buildings and hereditaments of any tenure or description situate in the any State or Territory of the Commonwealth of Victoria and any estate or interest therein and any rights over or connected with land so situate and to turn the same to account as may seem expedient.
- (xxvii) To establish, maintain and conduct a club for the purpose of providing social facilities for members of the League and other persons interested in football.

- (xxviii) To borrow or raise money or secure the payment of money in such manner as the League shall think fit and in particular by the issue of debentures or debenture stock (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon the whole or any part of the League's property or assets (whether present or future) and also by a similar mortgage, charge or lien to secure and guarantee the performance by the League of any obligation or liability it may undertake and to purchase, redeem or pay off any such securities.
- (xxix) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any debentures or other securities of the League or in or about the organisation formation or the promotion of the League or the conduct of its business.
- (xxx) To sell, improve, manage, let, mortgage, dispose of or turn to account all or any part of the real or personal property of the League.
- (xxxi) To take or hold mortgages, liens and charges to secure payment of the purchase price or any unpaid balance of the purchase price of any part of the League's property of whatsoever kind sold by the League or any money due to the League from purchasers and others.
- (xxxii) To take any gift of property whether subject to any special trust or not for any one or more of the objects of the League.
- (xxxiii) To take such steps by personal or written appeals, public meetings or otherwise as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the League in the shape of donations annual subscriptions or otherwise.
- (xxxiv) To make donations for patriotic or charitable purposes.
- (xxxv) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged.

- (xxxvi) To render assistance pecuniarily or otherwise to any other League or body promoting the interests of any form of manly sport.
- (xxxvii) To acquire, establish, print and publish newspapers, periodicals, books and leaflets or other literary work that the League may think desirable for the promotion of its objects.
- (xxxviii) To control the use of the Programme of Matches published by the League and to take such action as may be necessary from time to time to protect the rights of the League in respect of the Programme of Matches.
- (xxxix) To delegate all or any of its powers to any Committee or Committees consisting of one or more persons or to any Board or Tribunal appointed by the League.
- (x1) To apply to the Licensing Courts of the States and Territories of the Commonwealth to be registered as a Club under the provisions of the Licensing Acts from time to time in force in those States and Territories ~~of Victoria~~ and to hold, maintain and renew or remove any registration granted pursuant to any such application and to provide meals, refreshment and liquors in accordance with the provisions of such Acts.
- (x1i) To grant leases or licenses in respect of liquor and other rights at properties under the control of the League.
- (x1ii) To promote, manage, encourage, foster and develop any sport or sporting activity.
- (x1iii) To purchase, take on, lease or otherwise acquire, sell, dispose of, grant leases or licenses in respect of and deal in real and personal property of all kinds and in particular lands, buildings, hereditaments, business concerns and undertakings, mortgages, charges, annuities, patents, trade marks, designs, licenses, shares, stocks, debentures, debenture stock, securities, concessions, options, produce policies, book debts and claims and any interest in real or personal property and any claims against such property or against any person or company and to carry on any business concern or undertaking so acquired and

also to buy, sell, manipulate and deal both wholesale and retail in commodities, articles and things of all kinds.

- (xliv) To enter into partnership or any arrangement for sharing profits, union of interest, co-operation, joint venture, reciprocal concessions or otherwise with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction capable of being conducted so as directly or indirectly to benefit the League.

And to lend money to guarantee the contracts of or otherwise assist any such person or company and to otherwise acquire shares and securities of any such company and to sell, hold, re-issue with or without guarantee or otherwise deal with the same.

- (xlv) To acquire and hold share stocks, debentures, debenture stock, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in Australia or in any dependency or possession thereof or in any foreign country and debentures, debenture stock, bonds, obligations and securities issued or guaranteed by any government, sovereign ruler, commissioners, public of authority, supreme municipal, local or otherwise whether in Australia or elsewhere.

- (xlvi) To acquire any such shares, stocks, debentures, debenture stock, bonds, obligations or securities by original subscription, tender, purchase, exchange or otherwise and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.

- (xlvii) To guarantee (either alone or jointly with any other company or person) or (either alone or jointly as aforesaid) to become liable for the payment of money or for the performance of any obligations by any company body or person whatsoever or whomsoever; and for the purpose of securing the payment of any moneys or the performance of any obligations for which the League has become or may become liable under or by



virtue of any guarantee or other contract pursuant to this paragraph to mortgage or charge the whole or any part of the assets of the League present and future.

- (xlviii) To act as agents, brokers, concessionaires, negotiators or intermediaries for or in relation to any business or trade or any contracts, orders, tenders, concessions or privileges in connection therewith.
- (xlix) To do all such acts and things as are incidental or subsidiary to all or any of the above objects.

Provided that the League shall not support with its funds or endeavour to impose on or procure to be observed by its members or others any regulation or restriction which an object of the League would make it a trade union within the meaning of the Trade Unions Act 1958. The powers set forth in the Third Schedule to the Companies Act 1961 shall not apply to the League except in so far as they are included in this Clause 2.

3. The liability of the members is limited.
4. The income and property of the League whencesoever derived shall be applied solely towards the promotion of the objects of the League as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profits to members of the League.

Provided that nothing herein shall prevent the payment in good faith of remuneration to any officers or servants of the League or to any member of the League in return for any services actually rendered to the League or of allowances and travelling expenses to a member of the League and/or a player with or a manager of any football team representing the League.

5. The fourth paragraph of this Memorandum is a condition on which a Licence is granted by the Attorney-General to the League in pursuance of Section 27 of the Companies Act 1915. For the purpose of preventing any evasion of the said fourth paragraph the Attorney-General may from time to time, on the application of any member of the League impose further conditions, which shall be duly observed by the League.

6. Every member of the League undertakes to contribute to the assets of the League in the event of its being wound up - whilst he is a member or within one year afterwards for payment of the debts and liabilities of the League contracted before the time at which he ceases to be a member, and of the costs, charges and expenses of winding up and for the adjustment of the rights of the contributories among themselves - such amount as shall be required not exceeding 10 cents, or in the case of his liability becoming unlimited such further amount as may be required in pursuance of the seventh paragraph of this Memorandum.
7. If any member of the League pays or receives any dividend, bonus or other profit in contravention of the terms of the fourth paragraph of this Memorandum, the liability of every member of the governing body of the League who has concurred in or authorised such payment shall be unlimited, and the liability of every member of the League who has received such dividend, bonus or profit as aforesaid shall likewise be unlimited.
8. If on the winding up or dissolution of the League there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the League but shall be given or transferred to some other institution or institutions having objects similar to the objects of the League and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the League under or by virtue of the fourth paragraph hereof, such institution or institutions to be determined by members of the League at or before the time of dissolution and in default thereof by such Judge of the Supreme Court of Victoria as may have or acquire jurisdiction in the matter.
9. True account shall be kept of the sums of money received and expended by the League and the matters in respect of which such receipt and expenditure takes place and of the property, credit and liabilities of the League and subject to all reasonable restrictions as to time and manner of inspecting the same that may be imposed in accordance with the Regulations of the League for the time being shall be open to the inspection of members. Once at least in every year the accounts of the League shall be examined and a balance sheet prepared and the corrections of the accounts and balance sheets ascertained by one or more properly qualified Auditor or Auditors.

We, the several persons whose names and addresses are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association.

**Names, Addresses and Descriptions:**

**William Caldwell McClelland**

147 Church Street  
Middle Brighton  
Medical Practitioner

**Francis George Reid**

39 Grice Crescent  
Essendon  
Clerk

**Likely Herman McBrien**

37 Swanston Street  
Melbourne  
Secretary

**Alexander Fraser McGowan**

69 Park Street  
Moonee Ponds  
Clerk

**Edwin Lionel Wilson**

60 Market Street  
Melbourne  
Chartered Accountant

Dated this 13th day of June, 1929.

Witness to all the signatures:

**David H. Crone**

41 Wentworth Avenue  
Canterbury  
Motor Salesman