

Notice of Special General Meeting

Notice is hereby given that a Special General Meeting of the

Glenmore Park Football Club Inc.

will be held at the

Surveyors Creek Community Centre (Meeting Room 1)

Ballybunnion Terrace, Glenmore Park

on Monday 25th June, 2018 at 7.30pm

AGENDA

1. Apologies
2. Presentation and adoption of the 2017 Audited Financial Statements
3. Constitution Changes - 14 notices of motion for changes to Glenmore Park Football Club's Constitution

Proposed Constitution Changes

Motion 1. Amendment to GPFC Constitution Section 2.1 – “Definitions”

Include new definitions:

“**Associate Director**” means an associate member of the Board and includes any person acting in that capacity from time to time appointed in accordance with this Constitution.

“**Committee Member**” means a Director or Associate Director.

Replace references to Nepean District Soccer Football Association (NDSFA) with Nepean Football Association (NFA)

‘**Local area**’ means the geographical area for which the Club is responsible as recognised by the regional and/or state organisations for Nepean ~~District Soccer~~ Football Association of which the Club is a Member.

‘**RSO**’ means the Regional Sporting Organisation being ~~NDSFA NFA~~

Move the Ordinary Member definition so it is in alphabetical order in the Definitions.

Delete the following definition:

‘**Ordinary Member**’ means a Member of the Club for the time being under **clause 5**.

Motion 2. Amendment to GPFC Constitution Section 5.1 – “Members”

Change clause (b) to (c) and add clauses (b) and (d), to read:

The Members of the Club shall consist of:

- (a) Life Members, who subject to this Constitution, shall have the right to receive notice of General Meetings and to be present, to debate and to vote at General Meetings;

There is a trend towards making Life Members ‘non voting’ while still bestowing on them the other rights and privileges of membership.

- (b) **Committee Members, who subject to this Constitution, shall have the right to receive notice of General Meetings and to be present, to debate and to vote at General Meetings;**
- (c) Ordinary Members, who subject to this Constitution, shall have the right to receive notice of General Meetings and to be present, to debate and to vote at General Meetings; and
- (d) **Associate Members, who subject to this Constitution, shall have no right to receive notice of General Meetings and no right to be present or debate or vote at General Meetings.**

Motion 3. Amendment to GPFC Constitution Section 5.2 – “Life Members”

- (a) The Board may recommend to the annual general meeting that any natural person who has rendered distinguished service to the Club be appointed as a Life Member.
- (b) The nomination for Life Membership must be received by the board in writing on the appropriate nomination form by a Member of the Club, which must also be seconded by a Member of the Club
- (c) At least a 75% majority vote of approval from members voting at the Annual General Meeting of the Club is required.
- (d) A resolution of the annual general meeting to confer life membership (subject to **clause** Error! Reference source not found.(e)) on the recommendation of the Board must be a Special Resolution.
- (e) A person must accept or reject the Club’s resolution to confer life membership in writing. Upon written acceptance, the person’s details shall be entered upon the Register, and from the time of entry on the Register the person shall be a Life Member.
- (f) When considering whether to recommend a member for eligibility to become a Life Member, the Board should consider that the nominee has;
 - (i) a minimum of twenty (20) years membership as a Playing Member and made a substantial contribution to the Club as agreed by the relevant Sub-Committee and the Management Committee; or
 - (ii) made a substantial contribution to the Club as an Honorary Member of the Club in the capacity as a member of the Management Committee (or a previous Management Committee), or one of the Club’s Sub-Committees, for at least seven (7) years; or
 - (iii) been a Coach or Manager of any of the Club’s teams, for at least fifteen (15) years and made a substantial contribution to the Club as agreed by the relevant Sub-Committee and the Management Committee; or
 - (iv) made an outstanding contribution to the Club for the last fifteen (15) years as agreed by the relevant Sub-Committee and the Management Committee; or
- (g) When a Life Member dies, they shall be listed as a Life Member with the word ‘deceased’ after their name

Motion 4. Amendment to GPFC Constitution Section 6.1 – “Membership Types”

Amend as below:

Members can be –

- a) Life member, as appointed as per clause 5.2 and have all rights and privileges as defined within these rules and subject to the qualifications and provisions within these rules, or
- b) Committee member, elected as a director or general office bearer and have all rights and privileges as defined within these rules and subject to the qualifications and provisions within these rules, or

- c) Ordinary member, who has applied for membership with the club and has been approved by the board of directors, and have all rights and privileges as defined within these rules and subject to the qualifications and provisions within these rules, or
- d) an Associate member having registered to play in, coach or manage a soccer team under the control of Glenmore Park Football Club Incorporated and is not required to nominate for ordinary membership

An application for ordinary membership must be:

- (a) in writing on the form prescribed from time to time by the Board (if any), from the applicant or its nominated representative and lodged with the Club; and
- (b) accompanied by the appropriate fee (if any).

Motion 5. Amendment to GPFC Constitution – “Insertion of new clauses, 13.1 and 13.2

13.1 Making and amending By-laws, Regulations and Rules:

- a) The board will have the authority to make, alter, modify or delete by laws and regulations as it deems fit, but must at all times be subject to this constitution.
- b) All current by-laws in effect before the AGM held 11th November 2014 will continue to be in affect after that meeting.
- c) The new by-law or modified or deleted by-law will remain in effect until an AGM is held in the calendar year in which the by-law was made, altered, modified or deleted. If this is failed to be done the by-law will revert back to its original meaning and words, and does not affect the validity of anything previously carried out by the board or anyone pursuant to that by-law , regulation or rule.
- d) Subject to this constitution the club during an SGM or AGM can amend, repeal and replace any by-law and replace any by-law, regulation or rule made by the board.

13.2 Effect of By-law, Regulation or Rule

A By-law, Regulation or Rule:

- a) is subject to this Constitution;
- b) shall not be inconsistent with the Constitution or any By-law, Regulation or
- c) Rule of Football NSW and, to the extent that there exists any inconsistency,
- d) the By-law, Regulation or Rule of the Association shall be of no effect;
- e) must be consistent with this Constitution and, if not, the Constitution prevails
- f) to the extent of any inconsistency; and
- g) when in force, is binding on all Members and has the same effect as a
- h) provision in this Constitution

Motion 6. Amendment to GPFC Constitution Section 14.1 – “Composition of the Board”

Amend the number of directors from seven (7) to five (5)

Addition of Associate Directors

“The Board shall comprise:

- (a) *Five elected directors who must all be Members and who shall be elected under **clause 15**; who will fill the positions of President, Vice President, Secretary, Treasurer and Competition Secretary; and*

i. Associated Directors, the number determined by the Directors from time to time,

- 1. Associate Directors will fill such roles as Registrar, Member Protection Information Officer, Canteen Coordinators, Coaching Co-ordinators*
- 2. General Committee members*
- 3. Other positions as determined by the Directors from time to time”*

Motion 7. Amendment to GPFC Constitution Section 14.2 – “Election and Appointment of Directors”, part c

(c) There is no maximum number of consecutive terms for which a committee member may hold office.

Motion 8. Amendment to GPFC Constitution Section 15.2 – “Form of Nomination”, part (e)

Nominations must be:

(e) delivered to the Club **Secretary** not less than ten (10) days before the date fixed for the annual general meeting.

Motion 9. Amendment to GPFC Constitution Section 15.4 “Term of Appointment for Elected Directors” part (b)

Correct the errors in clause shaded yellow below:

- (b) **Four (3)** elected Directors shall retire in each odd year and **four (4)** elected Directors shall retire in each even year until, after two (2) years the **seven (7)** original elected Directors have retired after which those elected Directors (or their replacements) who first retired, shall retire and so on.

Clause 15.4 (b) should read:

- b) Three (3) elected Directors shall retire in each odd year and two (2) elected Directors shall retire in each even year until, after two (2) years the five (5) original elected Directors have retired after which those elected Directors (or their replacements) who first retired, shall retire and so on.

Motion 10. Amendment to GPFC Constitution Section 23 – “Notice of General Meeting”, part (c)

(c) At least ~~twenty-one (21) days~~ **ten (10) days**’ notice of a General Meeting shall be given to those Members entitled to receive notice, together with

Motion 11. Amendment to GPFC Constitution Section 25 – “Notices of Motion”

Members entitled to vote may submit notices of motion for inclusion as special business at a general meeting. All notices of motion must be submitted in writing to the Club no less than ~~thirty-five days~~ **ten (10) days** (excluding receiving date and meeting date) prior to the general meeting

Timelines: This Constitution contains several timelines around General Meetings, these are linked so changing one can affect others:

The call for nominations for Board Members is 48 days (see clause 15.1). This allows people ~~42-37~~ days to nominate.

*The close of nominations for Board Members is ~~35~~ **10** days as is the call for notices of motion (see clause 15.2(e)). ~~This allows 14 days to prepare the agenda and notices of the meeting.~~*

*The notice of the meeting is to be sent out ~~24~~ **10** days in advance (see clause 23(c)). ~~allowing Members 3 weeks to consider the motions and nominees.~~*

In a Club run by volunteers sufficient time needs to be allowed for each step to be completed. For example, some Clubs may require Board Members to undertake criminal history checks. If your Club requires more time to complete each step, the timeframes set out in this Constitution should be increased.

Motion 12. Amendment to GPFC Constitution Section 29 – “Accounts Conclusive”

Insert the following;

(a) The financial year of the association is:

- (i) the period of time commencing on the date of incorporation of the association and ending on the following 31st October, and
- (ii) each period of 12 months after the expiration of the previous financial year of the association, commencing on 1st November and ending on the following 31st October

Motion 13. Amendment to GPFC Constitution Section 36.1 “Recognition of Club”

Replace references to Nepean District Soccer Football Association (NDSFA) with Nepean Football Association (NFA)

The Club is a Member of the regional and/or state bodies for ~~NDSFA~~ **NFA** and is recognised by those bodies as the entity responsible for the delivery of football in the local area and is subject to compliance with this Constitution. The regional and/or state bodies’ Constitutions shall continue to be so recognised and shall administer football in the local area in accordance with the Objects.

Motion 14. Amendment to GPFC Constitution Section 37 “Notice”

Add the following to clause a) “Notices can also be served via electronic media such posting notices on the Clubs official website or Facebook site.”

Add new clause e) “Where a notice is sent by electronic media by posting notices on the Clubs website or Facebook site, service of the notice deemed to have been effected three days after posting.”

- (a) Notices may be given by the Club to any person entitled under this Constitution to receive any notice. The notice can be sent by pre-paid post or facsimile transmission or, where available, by electronic mail to the Member's registered address or facsimile number or electronic mail address. In the case of a delegate, the notice can be sent to the last recorded address, facsimile number or electronic mail address. **Notices can also be served via electronic media such posting notices on the Clubs official website or Facebook site.**
- (b) Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting the notice. Service of the notice is deemed to have been effected three days after posting.
- (c) Where a notice is sent by facsimile transmission, service of the notice shall be deemed to be effected upon receipt of a confirmation report confirming the facsimile was sent to/or received at the facsimile number to which it was sent.
- (d) Where a notice is sent by electronic mail, service of the notice shall be deemed to be effected the next business day after it was sent.
- (e) **Where a notice is sent by electronic media by posting notices on the Clubs website or Facebook site, service of the notice deemed to have been effected three days after posting.**