

PROPOSED CHANGES TO THE CONSTITUTION

A General Meeting will soon be called asking Members to consider and, if thought fit, pass five Special Resolutions to amend our Constitution.

Special Resolution One - Brings our Constitution in line with the latest legislative requirements which include the adoption of the Registered Clubs Accountability Code.

Special Resolution Two - Introduces the Triennial Rule. Under the triennial rule, one-third of the Board retires and stands for re-election every year. The triennial rule allows for up to 3 new directors to be elected each year while also ensuring that necessary experience to maintain business continuity is retained.

The triennial rule prevents the potential loss of the entire board on an annual basis and instead, allows for a mixture of new and experienced directors to act on Members' behalf on an ongoing basis. This is the preferred model of our industry lead body ClubsNSW and the triennial rule has already been adopted by many clubs.

It should be noted that once elected, a director is not forced to serve out the full 3-year term should it not be convenient for them to do so. Note also that rules relating to the removal of directors remain unchanged.

Special Resolution Three - Modernises the titles of Chairperson and Deputy Chairperson to President and Vice-President while remaining non-gender specific. The change will also assist in distinguishing in the text of the Constitution between the Chairperson and the person who is chairing a particular meeting of the Board or a Subcommittee of the Board or Special Interest Group (SIG).

Special Resolution Four - The office of Treasurer will be removed and replaced with an Ordinary Director. It is important to note that **all directors** are equally responsible for the financial affairs of the Club and no one individual director has more, or less, accountability in this regard.

The title of Treasurer does not imply that the person holding this position has any financial skills whatsoever and while the Club has been fortunate to have enjoyed the services of experienced directors in this position, there is no prerequisite for this to be the case.

The removal of this position in no way diminishes the Board's responsibilities and requires the **entire Board** to be aware of financial information prepared both internally and as part of the Club's external audit program.

Special Resolution Five - Gives the Board the option to use electronic voting for Board elections. Registered clubs are increasingly making use of approved technology to facilitate elections. The adoption of this special resolution will allow the Club to adopt this technology in the future. Note that even if such technology is adopted in the future, provision will always be made to allow Members to cast a vote who would otherwise be unable to access or use such technology.

The above special resolutions are the result of lengthy consultation with Members and contributions by key individuals including Christine Fowler, Peta Price and their respective working groups. The Board fully endorses the special resolutions and is seeking the approval of Members at an upcoming General Meeting.

Full details of the General Meeting including the proposed special resolutions in full will be provided as a Formal Notice to Members in line with the Constitution closer to the meeting date.

Contact details are provided below should you have questions regarding the above proposed special resolutions. You are also most welcome to personally contact Chairman James or any Director for further information should you wish. Contact will be arranged on request.