



ANNUAL GENERAL MEETING 2017

Annual General Meeting of Members of the Geelong Football Umpires' League Incorporated to be held at the GFUL Club Rooms, Kardinia Park, on **Wednesday December 6th at 7pm.**

AGENDA

- Apologies;
- Verify the minutes of the Annual General Meeting held on Wednesday 16th November 2016;
- Receive from the Board, reports upon the transactions of the Association during the last preceding year;
- Receive and consider the statement submitted by the Board in accordance with section 30(3) of the Act;
- Elect the Ordinary Directors;

In accordance with Section 18.3 (a) of the Constitution, Two (2) Current Board Members, Mark Davison, Steve Allinson are retiring and all are eligible for re-election as well as two (2) vacancies.

The following members have been nominated as candidates for election in accordance with Section 18 of the Constitution:

- Mark Davison
- Joshua James
- Jayson Killick
- Peter Schilder
- Peter Thompson

Therefore as the number of candidates, five (5), exceeds the number of vacancies, four (4), an election will be held on the night for members to vote on their four (4) preferred candidates.

- Consider the Following 6 Notices of Motion
MOTION 1
Rule 4
4.1 Definitions
Act
Amend from
means the Associations Incorporation Act 1981 (Vic)
To
means the Associations Incorporation Reform Act 2012 (Vic)



Reason: The relevant Act was updated in 2012. We need to amend our constitution to reflect the current Act.

Chief Executive Officer

Amend definition from

means the chief executive officer of the Association who is appointed under this Constitution to carry out the duties set out in Rule 23

To

means the Chairman of the Association or any other person as determined by the Board from time to time

Reason: Our association no longer has a Chief Executive Officer (CEO). As I am proposing removing all references to a CEO in another motion I propose amending the definition of CEO to what I have written (and keeping it in the constitution) just in case there are any other references either in our policies and/or procedures that make reference to our CEO.

Proposed: Brad Smith

Seconded:

MOTION 2

Rule 5

5.4 (a) (iii)

Amend from

lodged with the Chief Executive Officer

To

lodged with a person, or in a manner, as determined by the Board from time to time

Reason: Removing reference to CEO.

5.4 (b)

Remove this clause

The Chief Executive Officer shall refer any application to the Board requesting a Board decision whether to approve or decline the application.

Reason: This clause is just stating that the CEO will forward membership applications to the Board. It also removes reference to the CEO.

5.4 (d)

Amend from



If the Board declines an application for membership, the Chief Executive Officer shall, as soon as practicable, notify the applicant in writing that its membership application has been declined. The Board is not required to give reasons for its decisions.

To

If the Board declines an application for membership the applicant shall be notified in writing that his application has been declined. The Board is not required to give reasons for its decisions.

Reason: Removing reference to the CEO.

Rule 7

7.1

Amend heading from

Chief Executive Officer to Keep Register of Members

To

Register of Members

Reason: Remove reference to CEO.

The sentence be amended from

The Chief Executive Officer shall keep and maintain a register of Members in which shall be entered:

To

The Association shall keep and maintain a register of Members in which shall be entered:

Reason: Remove reference to CEO.

Rule 17

17.3 (c)

Remove this clause

a Chief Executive Officer

Reason: Remove reference to CEO.

17.3 (d)

Remove the portion of the opening paragraph which reads
with the exception of the Chief Executive Officer

Reason: Remove reference to CEO.

Rule 21

21.7

Amend from



It is the duty of the Chief Executive Officer to record in the minutes any declaration made or any general notice given by a Director in accordance with Rule 21.5 and 21.6

To

It is the duty of the appropriate person nominated by the Board to record in the minutes any declaration made or any general notice given by a Director in accordance with Rule 21.5 and 21.6

Reason: Remove reference to CEO.

Rule 22

22.1 (e)

Amend from

Within 7 days of any meeting of any committee, the committee shall send a copy of the minutes and any supporting documents to the Chief Executive Officer

To

Within 7 days of any meeting of any committee, the committee shall send a copy of the minutes and any supporting documents to the Association

Reason: Remove reference to CEO.

Rule 23

Change the title from **CHIEF EXECUTIVE OFFICER** to **SECRETARY**

23.1 Appointment of **Chief Executive Officer** to **SECRETARY**

The ~~Chief Executive Officer~~ **Secretary** shall be appointed by the Board for such term and on such conditions as it thinks fit. The ~~Chief Executive Officer~~ **Secretary**, shall be entitled to notice of, to attend and participate in debate at, all meetings of the Board, but shall have no entitlement to vote. The role of the Secretary may be, but is not limited to, a paid employee of the Association or a Director or Officer of the Association.

Remove 23.2

~~**23.2 Chief Executive Officer to Act as Secretary**~~

~~The Chief Executive Officer shall act as and carry out the duties of secretary and, unless prohibited by law, the public officer and shall administer and manage the Association in accordance with this Constitution.~~

23.3 Specific Duties

The ~~Chief Executive Officer~~ **Secretary** shall:



- (a) execute tasks relating to the day to day management of the Association;
- (b) as far as practicable attend all Board meetings and General Meetings;
- (c) prepare in consultation with the Chairman, the agenda for all Board meetings and all General Meetings;
- (d) cause to be kept minutes of the proceedings of all meetings of the Board and each General Meeting; and
- (e) regularly report on the activities of, and issues relating to, the Association. GFUL Constitution - Amended 20 November 2014 Page 22 of 26

23.4 Broad Power to Manage

Subject to the Act, this Constitution, the By-Laws and any directive of the Board, the ~~Chief Executive Officer~~ ~~Secretary~~ has power to perform all such things as appear necessary or desirable for the proper management and administration of the Association.

Reason: Remove reference to CEO and change requirements to Secretary.

Rule 24

Amend from

All cheques and other negotiable instruments shall be signed by 2 Directors or a Director and the Chief Executive Officer or in such other manner determined by the Board from time to time

To

All cheques and other negotiable instruments shall be signed by 2 Directors or in such other manner determined by the Board from time to time

Reason: Remove reference to CEO

Rule 25

(a)

Amend from

Except as otherwise provided in this Constitution, the Chief Executive Officer shall keep in his or her custody or control all books, documents and securities of the Association.

To

Except as otherwise provided in this Constitution, the Treasurer, or another person deemed suitable by the Board from time to time, shall keep in his or her custody or control all books, documents and securities of the Association.

Reason: Remove reference to CEO.

(b)

Amend from



A member may upon reasonable notice to the Chief Executive Officer, inspect the books, documents and securities of the Association.

To

A member may upon reasonable notice to the Chairman, inspect the books, documents and securities of the Association.

Reason: Remove reference to CEO.

Rule 28

(a)

Amend from

The common seal of the Association shall be kept in the custody of the Chief Executive Officer.

To

The common seal of the Association shall be kept in a secure and locked environment.

Reason: Remove reference to CEO.

(b)

Amend from

The common seal shall not be affixed to any instrument except by authority of the Board and the affixing of the common seal shall be attested to by the signatures of 2 Directors or of one Director and the Chief Executive Officer.

To

The common seal shall not be affixed to any instrument except by authority of the Board and the affixing of the common seal shall be attested to by the signatures of 2 Directors.

Reason: Remove reference to CEO.

Proposed: Brad Smith

Seconded:

MOTION 3

Rule 5

5.4 (c)

Remove this clause

*If the Board approves the application for membership, the Chief Executive Officer shall, as soon as practicable, notify the applicant in writing that it is approved for membership, which shall commence on entry into the register of members in accordance with **Rule 5.4(e)**.*

Reason: We currently do not advise applicants in writing that their application has been approved, therefore we either need to start advising all applicants of their application being approved, or remove this requirement from the constitution. My recommendation is to remove it from the constitution rather than increase our administrative burden.



5.4 (e)

Amend from

If the application for membership is approved, the Chief Executive Officer shall enter the applicant's name in the register of members, and upon the name of the applicant being so entered, the applicant becomes a Member. The Chief Executive Officer shall also enter the class of membership afforded to a Member.

To

If the application for membership is approved the applicant's name shall be entered in the register of members, and upon the name of the applicant being so entered, the applicant becomes a Member.

Reason: Remove reference to CEO, and the requirement to record the class of membership. This will allow us to utilise other systems already being used with members' information, and therefore reduces our administrative burden.

Proposed: Brad Smith

Seconded:

MOTION 4

Rule 9

9.1 (c)

Amend from

a Director shall not be a member of the Disciplinary Tribunal

To

a Director may be a member of the Disciplinary Tribunal

Reason: In the event that a Disciplinary Tribunal is required, by having the option of a Director being a member of the tribunal will ensure a level of consistency, in the event that a penalty needs to be imposed.

9.3

Amend from

The hearing must be held not earlier than 14 days and not later than 28 days...

To

The hearing must be held not earlier than 7 days and not later than 21 days.....

Reason: Information and documents are now able to be sent (electronically) in a much quicker timeframe than when this part of the constitution was drafted and therefore the need to wait 2 weeks is no longer necessary.

Rule 12



12.1 (b)

Amend from

Notice of General Meeting shall be given at least 60 days prior to the General Meeting and shall specify the place and day and hour of the General Meeting

To

Notice of General Meeting shall be given at least 30 days prior to the General Meeting and shall specify the place and day and hour of the General Meeting

Reason: In the event that a General Meeting needs to be called it would be due to an urgent matter that requires attention. By reducing the requirement from 2 months to 1 month still allows for ample time for people to prepare for the meeting, but also allows for the issue to be dealt with in an efficient timeframe. Also again, when this part of the constitution was drafted electronic communication was not available.

Proposed: Brad Smith

Seconded:

MOTION 5

Rule 18

18.1 (f)

Create this new clause to limit candidates to existing members of the Association

Members of the Association who are eligible to vote at General Meetings, and have paid any and all membership fees due at least 60 days prior to the date fixed for the Annual General Meeting.

Reason: This tightens up the eligibility requirements for anyone wishing to nominate for a position on the Board of Management. It places a requirement on the nominee to be a member during our season, rather than becoming a member once the season has finished just to meet the eligibility requirements for nominating.

Proposed: Brad Smith

Seconded:

MOTION 6

Rule 10

10.2 (d)

Amend from

receive and consider the statement submitted by the Board in accordance with section 30(3) of the Act

To

receive and consider the statement submitted by the Board in accordance with part 7 of the Act



Reason: The relevant Act was updated in 2012. We need to amend our constitution to reflect the current Act.

Rule 31

Amend from

The Association is authorised to trade in accordance with section 51 of the Act.

To

The Association is authorised to trade in accordance with section 33 of the Act.

Reason: The relevant Act was updated in 2012. We need to amend our constitution to reflect the current Act.

Proposed: Brad Smith

Seconded:

- Close of Annual General Meeting

At the conclusion of the Annual General Meeting, an open forum Question and Answer session will be conducted for approximately 30 minutes.

A light supper will provided afterwards and the bar will open for a limited period. During this time the new Board will convene briefly to determine the new Office Bearers (i.e. Chairman and Treasurer).

A handwritten signature in black ink, appearing to read 'David Harris', with a long, sweeping underline.

David Harris

Sports Administrator & PUBLIC OFFICER