

Pinjarra Football and Netball Club

Constitution

Significant Changes and Rationale

@ 19 November 2021

The following information is provided with respect to the significant changes proposed to the PNFC Constitution and the rationale for these changes:

1. *Rationale*

The PFNC has seen significant growth over recent years. The proposed changes to the Constitution are to primarily provide for a more contemporary Committee structure, underpinned by a number of sub-committees or “working groups”. This division of responsibilities, will allow the Committee to concentrate on “governing” the Club and to work “on the business” at a strategic level. The sub-committees will be able to concentrate on the operational aspects of the Club and to ensure the day to day functions are undertaken.

It is important however that the Committee and the sub-committees are aligned and have constant and clear communication with respect to each other’s roles , responsibilities and achievements. PFNC has been provided with a Terms of Reference template for the appointment and reporting of sub-committees to ensure alignment and clarity of communication.

At the time of preparing this document (19 November 2021) the existing Committee have already undertaken significant work in preparing the terms of reference for the proposed sub-committees.

2. *Changes*

Changes have been kept to a minimum to give effect to the new structure (and make consequential amendments). A “marked up” copy of the proposed amended constitution is provided.

Changes have been identified and the rationale for the **significant changes** provided in *Table 1* below.

Formatting and all grammatical changes have not been included in *Table 1* as they do not change the effect of the rules.

3. **Important Note to Members**

Members should undertake their own due diligence with respect to the proposed changes. *Table 1* is provided as a guide only.

Table 1 - Significant Changes and Rationale

Rule No.	Change	Rationale
Rule 1.3.1	New Quorum for Committee meetings	Reduced number on Committee. Now require not less than 50% or 4 whichever is the greater. Ensure good governance/representation for decision making
Rule 6.1.1	Change "Club" to "Association"	Consistency of terminology
Rule 6.2.1	Change "Membership" to "Member"	Grammar correction
Rule 10.2.1	Change composition of Committee to two general Committee elected and up to three appointed for specific skill sets and diversity	Good governance structure – Up to 9 members in total with various skill sets, experience and diversity. Enhances discussion and decision making.
Rule 10.2.2	Appointed Committee members need not be Club members	Provides greater flexibility to obtain diversity and skill sets. Majority 6 of 9 must be Club members.
Rule 12.1	Add appointed Committee Members to Committee clause	Consequential wording to give effect to new Committee structure with up to three appointed members
Rule 12.3.5	Change wording regarding appointment of President and Vice President at first Committee meeting	Clarity of language regarding appointment based on two year staggered rotation.
Rule 12.5.1	Change wording regarding terms for elected and appointed Committee members	Two year staggered terms for Elected Committee members and One year for appointed Committee members
Rule 12.5.2	Include wording regarding terms for appointed Committee members	Necessary to include when a term of an appointed committee member commences.
Rule 13.1.1	Exclude requirement of appointed Committee members to be a member	Flexibility with whom can appoint
Rule 14.4.2 and 14.4.3	Delete these subrules regarding Committee constituting a quorum if in effect one committee member is present at an adjourned Committee meeting for lack of a quorum.	Contradictory with requirement for a quorum and other clauses regarding appointment to casual vacancies. Protection of member interests in ensuring

		minimum 4 Committee members make decisions.
Rule 27.3.2	Add wording to take into account appointed Committee members and that President and Vice President are not elected at the AGM	Include appointed Committee members and add clarity regarding President and Vice President appointments.
Rule 31.1	Change “Club” to “Association”	Consistency of terminology.
Rule 34.2.5	Broaden wording regarding qualifications for an appropriate mediator	Provides a greater pool of potential mediators to draw from.
Rule 35	Change “Club” to “Association”	Consistency of terminology.
Rule 36	Transitional arrangements rule – to elect new Committee under new structure at a special general meeting, to be called within 14 days of rules being approved by DMIRS	New Committee in place before the season.