

PROPOSED ALTERATIONS TO THE CONSTITUTION
OF
THE GLENELG FOOTBALL CLUB INC

1. Delete all references in the Constitution to "Chairman" and replace with "Chairperson".
2. Insert in Rule 2, Definitions and Interpretation the following:-

"Returning Officer" means the person appointed in accordance with Rule 11.1."
3. Delete the contents of Rule 2.10 and in lieu thereof insert the words "Intentionally deleted".
4. Amend Rule 5.3 by inserting the following Rule as 5.3.3:-

*"5.3.3 The Patron, Vice Patrons, President, Chief Executive Officer, Members of the Board and any person who is for the time being a Playing Member, Trainer, Timekeeper, appointed member of the Playing Room Staff, the Senior Coach of the Club or any other person or persons who provide services to the Club whom the Board shall nominate shall be deemed to be an Ordinary Member of the Club **PROVIDED THAT** the number of persons who shall be members of the Club pursuant to this Rule shall not exceed 200."*
5. Amend Rule 5.6 by deleting the words "Registered Volunteer Staff" and in lieu thereof insert the words "those persons nominated as Ordinary Members pursuant to Rule 5.3.3".
6. Delete the contents of Rule 5.8 and in lieu thereof insert the words "Intentionally deleted".
7. Amend Rule 8.3 of the Constitution by deleting Rule 8.3 and inserting in lieu thereof:-

"8.3 Until otherwise decided by the Club in General Meeting, the maximum number of Directors shall be eight (8) comprising:-

8.3.1 four (4) persons elected by members of the Club having the right to vote at any meeting of members of the Club.

8.3.2 four (4) persons appointed by the Board of Directors."
8. Delete Rule 8.8 and in lieu thereof insert the words "Intentionally deleted".
9. In respect of Rule 9.11 delete the words "Finance Director" and in lieu thereof insert the words "Chief Executive Officer".
10. In respect of Rule 9.14 delete the words, commencing on the first line "other than a member of the Board holding office under Rule 8.3.1 and 8.3.2".
11. Delete Rule 10 and in lieu thereof insert the words "Intentionally deleted".

12. Delete Rule 11.1 - 11.10 and in lieu thereof insert the following:-

"11. Board of Directors - Elections

The annual election of the Board of Directors shall be conducted in the following manner:-

*11.1 The Board of Directors shall appoint a Returning Officer, who may be the Chief Executive Officer, and shall set a date and hour up to which nominations may be received for the positions of Director (the "**Closing Time**"), such date being at least 28 days prior to the date of the Annual General Meeting.*

11.2 The Returning Officer shall call for nominations by:-

11.2.1 sending an advertisement via email to the email address for each Member (if any) set out in the register of Members;

11.2.2 placing an advertisement in one of the newspapers of state-wide circulation in South Australia at least 10 days prior to the Closing Time; and

11.2.3 publishing an advertisement on the website.

11.3 All nominations:-

11.3.1 shall be made in writing signed by (or in the case of email, having scanned-in signatures of) 2 Members of the Club, being Members entitled to vote and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and

11.3.2 shall be delivered to the Returning Officer prior to the Closing Time by hand, post, email or other means determined by the Board from time to time.

11.4 If the number of candidates nominated is equal to or less than the number of vacancies to be filled, the chairperson at the Annual General Meeting shall declare such candidates to be duly elected.

11.5 A candidate may withdraw his/her nomination at any time prior to the commencement of the Annual General Meeting.

11.6 Any vacancy caused by a lack of nominations, by the withdrawal of a nomination or by the death of a candidate shall be deemed to be a casual vacancy for the purposes of Rule 8.4 and shall be filled pursuant to Rule 8.4

11.7 If the number of candidates nominated exceeds the number of vacancies to be filled, a ballot shall be held in accordance with these Rules. The following provisions shall apply to the ballot:-

- 11.7.1 *the Chief Executive Officer shall, within 14 days after the Closing Time, forward to each Member of the Club entitled to vote relevant voting information dealing with completion of the Ballot Paper and the voting procedure and process which may include voting by electronic means and as determined from time to time by the Board, the appropriate Ballot Paper listing the candidates, and any statement by a candidate in support of his/her election not exceeding 250 words (as approved by the Chief Executive);*
- 11.7.2 *members may, in respect of each Financial Year nominate on renewal of Membership to receive the information referred to in Rule 11.7.1 by post to the address in the register of Members or to be sent by email, in the manner specified in Rule 11.7.3;*
- 11.7.3 *the information referred to in Rule 11.7.1 will be sent to the email address for each Member (if any) set out in the register of Members, unless the Member has made the nomination referred to in Rule 11.7.2;*
- 11.7.4 *for the purpose of conducting a ballot the Chief Executive Officer shall supply to the Returning Officer a certified list of Members who are entitled to vote;*
- 11.7.5 *voting shall be effected by either:-*
- 11.7.5.1 *the return by the Member of the Ballot Paper by post; or*
- 11.7.5.2 *by electronic means either by e-mail or through a web based voting mechanism approved by the Board and the Returning Officer;*
- 11.7.6 *a Member who is unable to cast a vote by e-mail or via the web based process must return the Ballot Paper to the Returning Officer in an envelope to be provided together with an identification slip signed by the Member by no later than 72 hours prior to the time and date of the Annual General Meeting;*
- 11.7.7 *after the close of the ballot, 72 hours prior to the time and date set for the Annual General Meeting, the Returning Officer shall certify the number of votes received by each candidate. Successful candidates will be declared elected by the Chairperson of the Annual General Meeting;*
- 11.7.8 *in case of an equality of votes, the Chairperson, if not a candidate, shall have a casting vote. If he/she is a candidate he/she shall vacate the Chair at a convenient time during the meeting and the meeting*

shall elect in his/her place another Chairperson who shall exercise the casting vote;

11.7.9 *the decision of the Returning Officer as to:-*

11.7.9.1 *the validity of any vote;*

11.7.9.2 *the right of any member to vote;*

11.7.9.3 *which votes shall be counted; and*

11.7.9.4 *generally as to the conduct of the ballot and the scrutiny;*

shall be final;

11.7.10 *the Returning Officer shall appoint such assistants as he/she deems necessary for the conduct of the ballot;*

11.7.11 *each candidate for election may appoint a scrutineer or scrutineers to attend the counting of votes provided that not more than one scrutineer for each candidate is present in the counting room at any one time."*

13. Delete Rule 12 and in lieu thereof insert the words "*Intentionally deleted*".

14. Delete Rule 13 and in lieu thereof insert the words "*Intentionally deleted*".

15. Delete Rule 14.1 and in lieu thereof insert the following:-

"There shall be an Executive Committee comprising the President, Deputy President and one Director appointed by the Board."

16. Delete Rule 16 and in lieu thereof insert the words "*Intentionally deleted*".

17. Delete Rule 19.5 and in lieu thereof insert the following:-

"All meetings of Members of the Club shall be convened upon notice specifying the place, day and hour of the meeting and also in the case of a Special General Meeting the nature of the business proposed to be considered or transacted at such meeting and such notice shall be given not less than 14 days prior to such meeting by e-mail or by post in the manner set out in Rules 11.7.2 and 11.7.3."

18. Delete Rule 19.9 and insert the words "*Intentionally deleted*".

19. Delete Rule 23 and insert in lieu thereof "*Intentionally deleted*".