

Doncaster Hockey Club Incorporated

Explanatory Statement:

Special Resolution to Repeal and Replace the Rules of Association

This Explanatory Statement has been prepared for the information of Members of the Doncaster Hockey Club (**DHC**) in relation to the special resolution which will be proposed and considered at the 2020 Annual General Meeting

Background

In 2012, the Associations Incorporation Reform Act 2012 (Vic) (**Act**) commenced and replaced the previous Associations Incorporation Act.

All incorporated associations are required to update their rules to ensure they comply with the new requirements of the Act.

In the course of updating its Rules of Association (Rules) to comply with the new requirements of the Act, the DHC has undertaken a broad review of its Rules and has made a number of amendments to better reflect DHC's current practices and operations.

As such, the DHC Board has elected to obtain member approval to repeal its existing Rules, and adopt the Constitution set out at **Annexure A**.

Legal Requirements

Under rule 43 of the current Rules, the DHC may amend its rules by special resolution. A special resolution must be passed by at least a 75% majority of those members who are entitled to vote.

Voting members are Senior Members, Life Members and Honorary Members. Votes may be given in person or by proxy.

A quorum for an Annual General Meeting is 10 members. This is the minimum number of members that must be present before the meeting can proceed.

Summary of Amendments

The proposed Constitution has been drafted to:

- (1) ensure compliance with the new requirements of the Act;
- (2) maintain key aspects of the current Rules; and
- (3) incorporate changes to reflect current practices and operations of the DHC.

A summary of the key amendments to the DHC's current Rules is set out below.

Purposes

A statement of the purposes of the DHC have been inserted to ensure compliance with the Act.

Board composition

A number of changes are proposed to the composition of the Board to ensure that the Board better reflects the structure and operations of the DHC. The purpose is to provide greater flexibility for the structure of the Board as well as for how Board members are appointed. These changes include removing the requirement for section chairs to fulfil defined roles on the Board.

Conflicts of interest

New provisions have been inserted into the Rules which require Committee Members to disclose material personal interests in matters that are considered at Committee meetings. These new provisions reflect the new requirements of the Act.

Disciplinary action and grievance procedure

New provisions have been inserted into the Constitution which set out a process for disciplinary action as well as a dispute resolution procedure. The inclusion of these provisions is a new requirement of the Act.

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