



Agenda: Annual General Meeting 2021

A meeting of members of Bendigo City FC Inc. will be held by teleconference using Zoom® platform technology on Sunday 14 November at 3:00pm.

The main item of business is to receive and consider the annual report of the Committee on the activities of the Football Club during the 2021 football season; and the financial statements of the Club for the financial year ended 31 October 2021.

The meeting will also consider two Special Resolutions to amend the Club constitution.

Items of business:

1. **Welcome** Paul Henderson

2. **Recording of apologies** Paul Henderson

3. **Confirmation of minutes of 2020 Annual General meeting held 23 November 2020** Paul Henderson
Motion:
That the minutes of the 2020 Annual General Meeting held on 23 November 2020 be confirmed as a true and accurate record of the business of that meeting.

4. **Report on activities** Paul Henderson
Outline of the activities and achievements of Bendigo City FC over the past 12 months.
Motion:
That the meeting receives the report from the president, and confirms that it is an accurate summary of the activities of Bendigo City FC Inc. during 2021.

5. **Presentation of financial statements** Kevin de Vries
Acting treasurer to provide an overview of the financial statements of the Bendigo City FC Inc. for the financial year November 2020 to October 2021.
Motion:
That Bendigo City FC Inc. confirms that the financial report distributed at the meeting is a true and fair record of the financial affairs of the football club.
Motion:
That Kevin de Vries be authorised to lodge the required Annual Statement with Consumer Affairs Victoria on behalf of the football club.

6. **Special resolution 1: Expansion of committee** Paul Henderson
See notes provided with this agenda.
Motion:
That the clause 9.1 of the Constitution of Bendigo City FC Inc. be amended to expand the committee to allow for the election of up to twelve (12) directors.

7. Special resolution 2: Update of constitution to reflect new business names of Football Victoria and Football Australia. Paul Henderson

Motion:

That all references to Football Federation Victoria, or FFV, be replaced by Football Victoria, or FV as the case may be; and further

That all references to Football Federation Australia, or FFA, be replaced by Football Australia, or FA as the case may be.

6. Election of office bearers Paul Henderson

There are to be no more than twelve (12)¹ Directors comprised as follows:

- a. the President;
- b. the Vice President;
- c. the Secretary (which is a mandatory position under the Act);
- d. the Treasurer; and
- e. eight (8) other committee members.

7. Vote of thanks for outgoing committee members Andrew Burke

8. Any other business Paul Henderson

9. Meeting close

Notes.

Junior Members under the age of 18 years are not entitled to hold any office, but have the right to be present, debate and vote at General Meetings through the Junior Member's parent or legal guardian. (Clause 3.2 (d)).

Proxy voting is not permitted at general meetings of the Club. (Clause 6.3).

A special resolution will be passed if at least 75 per cent of members voting at the meeting vote in its favour.²

Votes to change the Club Constitution are subject to further approval from Football Victoria in accordance with clause 7.1 of the constitution.

A copy of the Bendigo City FC Annual Report, including financial statements, will be made available from the BCFC website and the BCFC Facebook page.

¹ Subject to Special Resolution 1 (item 6) being approved by the meeting. Otherwise the number of directors to be elected is up to nine (9).

² Consumer Affairs Victoria. <https://www.consumer.vic.gov.au/clubs-and-fundraising/incorporated-associations/running-an-incorporated-association/meetings#special-resolutions>

Notes relating to special resolutions

The Directors of Bendigo City FC are recommending two changes to the constitution of the Football Club which require special resolutions of members of the Club.

Special resolution 1. Expansion of committee

Motion: *That the clause 9.1 of the Constitution of the Football Club be amended to expand the committee to allow for the election of up to twelve (12) directors.*

If successful, this motion would make the following changes to

9.1 Number of Directors

There are to be no more than ~~nine (9)~~ **twelve (12)** Directors, comprised as follows:

- (a) the President;
- (b) the Vice President;
- (c) the Secretary (which is a mandatory position under the Act);
- (d) the Treasurer; and
- (e) ~~five (5)~~ **eight (8)** other committee members;

who must all be Ordinary Members (or the parent or other legal guardian of a Junior Member) and who shall be elected under rule 9.2.

Special resolution 2. Update of constitution to reflect new business names of Football Victoria and Football Australia

Motion:

That all references to Football Federation Victoria, or FFV, be replaced by Football Victoria, or FV as the case may be; and further

That all references to Football Federation Australia, or FFA, be replaced by Football Australia, or FA as the case may be.

Explanation:

In October 2018 Football Federation Victoria (FFV) changed its name to Football Victoria. The Bendigo City FC constitution makes 38 references to Football Federation Victoria or FFV. This special resolution allows the language BCFC constitution to be updated to reflect the new business name of Football Victoria.

In December 2020 Football Federation Australia (FFA) changed its name to Football Australia. The Bendigo City FC constitution makes 30 references to Football Federation Australia or FFA. This special resolution allows the language of the BCFC constitution to be updated to reflect the new business name of Football Australia.