

New AFA Constitution– Statement from the AFA Committee General Meeting – 6th July 2024.

Introduction

After eighteen months of drafting, re-drafting and consultation with AFA members plus considering and responding to member feedback, the AFA Committee endorsed the final version of the new Constitution in June 2024.

The AFA Committee recommends to the members of the AFA that:

- 1. the current Constitution is repealed; and***
- 2. the new Constitution presented at the meeting of members on Saturday 6th July 2024 is approved.***

Background

Recap

In response to concerns raised at and following the 2022 AGM, the AFA committee in December 2022 established a subcommittee to consider the AFA constitution, looking particularly at issues concerning the holding of meetings by electronic means and the use of proxies.

The subcommittee initially reviewed:

- the current constitution;
- the current legislation applicable to associations incorporated in the ACT;
- proposed new model rules (equivalent of the AFA constitution) published by Access Canberra for consultation.

The subcommittee concluded that the AFA constitution is no longer wholly fit for purpose and should be rewritten having regard to changes which have occurred in the legislation and particularly recognising that provisions of the model rules apply to an association where the model rules provide for something not provided for in the association's constitution.

The AFA committee accepted the subcommittee's recommendation that the rewritten constitution should be based on the proposed new model rules adapted to reflect relevant provisions of the AFA constitution (to the extent that they are not inconsistent with the current legislation) and current good governance practice.

An initial draft of the new constitution and other relevant documents and material were made available for members for review and questions and comments were invited.

An information session was held online at which members were provided with a summary of the principal differences between the existing constitution and the draft constitution and the rationale for various changes.

Feedback and member survey

The constitution subcommittee received member feedback on the draft constitution with comments and suggestions for inclusion of additional matters. The subcommittee decided that, before acting on any of these comments and suggestions, it would be appropriate to seek wider input from members through a survey.

The results of the survey and the subcommittee's response are set out in the table below. In general the subcommittee took the view that, having regard to the voting threshold in the existing constitution for adopting the new constitution, the focus should be on achieving the key aims, therefore any subject on which the survey indicated significant resistance should not be included at this stage, but should be the subject of further discussion and brought to a future general meeting if considered appropriate.

Subject	Survey result	Subcommittee response
A limit should be placed on the time for which a member may serve on the AFA committee	While almost 80% of respondents were either in favour or ambivalent there was no clear consensus on an appropriate limit	No change to draft constitution. May be appropriate to bring detailed proposal to future meeting
Should executive committee members (President, Vice President, Secretary and Treasurer) be elected for staggered terms longer than one year to endeavour to ensure continuity	No clear response	No change to draft constitution. May be appropriate to bring detailed proposal to future meeting
Should all changes to the constitution require 75% majority vote rather than split thresholds in present constitution	Only 4% of respondents were opposed	No change required to draft constitution
What majority vote should be required for election to life membership	While 54% of respondents favoured a simple majority only 35% of respondents favoured requiring a 75% majority	No change to draft constitution which provides for the same two thirds majority as required in the existing constitution
What majority vote should be required for ordinary resolutions at a general meeting	Almost 40% of respondents favoured a 75% majority requirement	Change draft constitution to provide for 75% majority which is consistent with existing constitution
Should members be able to vote on matters before or outside meetings by secure electronic ballot	Almost 90% of respondents were in favour	No change required to draft constitution

Subject	Survey result	Subcommittee response
Should members be able to appoint a proxy to vote on their behalf at general meetings	While 65% of respondents were in favour, there was no clear preference for the number of proxies which could be held by a member	Remove provision for proxies from draft constitution, to be considered further

Other matters

As a result of further review and consideration by the subcommittee some matters in addition to those included in the survey have been addressed in an updated draft constitution, namely:

- **objects** – the subcommittee has included some additional clarifying wording around the role of the association as governing body for flyball in Australia;
- **junior members** – the subcommittee concluded that a separate class of junior membership was unnecessary but that it should be made clear that any undertaking or indemnity required in respect of a member under the age of 18 should be given by a parent or legal guardian and that if the parent or legal guardian was not a member they would need to nominate an adult member to supervise the junior as required under the rules;
- **affiliates** – the subcommittee noted that during negotiations for public risk insurance many insurers sought clarification as to what control the association has over affiliated clubs. With a view to future insurance negotiations the subcommittee has included provision for the committee to be able to cancel affiliation for breach of the constitution, rules or policies of the association;
- **regional representatives** – the subcommittee noted that provision needed to be included stipulating that the members nominating another member as a regional representative must be resident in the relevant jurisdiction;
- **tied votes for committee positions** – the subcommittee noted that if electronic voting for committee positions is introduced, the holding of a second ballot following a tied vote is impractical. The subcommittee has amended the election provision to provide for any tied vote to be resolved immediately by lot rather than first holding a second ballot;
- **not for profit provisions** – the subcommittee noted that the Australian Taxation Office expects that organisations seeking access to tax concessions as not for profit organisations will have provisions in their governing documents prohibiting distribution of income or property to their members and providing in the case of winding up or dissolution for distribution of surplus assets to a similar organisation. While also noting that these restrictions are already included in the ACT legislation for incorporated associations the subcommittee acknowledged that it would be easier to satisfy the ATO by including the relevant provisions in the constitution;
- **transitional provisions** – the subcommittee considered it important to include transitional provisions confirming that rights and entitlements under the existing constitution would not be affected by adoption of the new constitution;

- **miscellaneous** – the subcommittee has made some additional changes with the intent of improving the structure of the document and clarifying certain provisions without modifying the intent of the original draft.

Finalisation

The AFA committee approved the updated draft of the new constitution in May 2024 incorporating the subcommittee responses to the member's survey and other matters identified.

An online information session was held on Monday 27 May 2024 where members had the opportunity to hear from the subcommittee on the updated draft and ask questions.

There no issues raised in relation to the new constitution and as a result it was resolved by the AFA Committee in June 2024 that the final version of the constitution will be presented to the members at a meeting to be held on Saturday 6th July at 7.30pm in various States/Territories.