

Proposed changes to MRFC Constitution – explanatory note

A. Background

The Club was registered as an Incorporated Association in 1991. In the 30 years since, changes in corporations laws (including updated *Incorporated Associations Act* in NSW in 2009), the structure of the Club (which no longer runs the Sydney Road property and business) and changes in Club practices and culture mean that the Constitution is outdated. This combined with a number of inconsistencies and ad hoc changes over time make it difficult for the Committee and club officials to work with.

Recently the current President met with three past Presidents and the Club's honorary solicitor to review and update the Constitution for approval at the AGM.

The changes are proposed in good faith, they are considered agnostic and do not favour any particular agenda. The intention is to modernise and governance to respect tradition whilst reflecting practice.

B. Summary of proposed changes

Proposed changes include:

- Including a reference to Marlins and Mermaids – in the current constitution there are no such references at all;
- Simplifying the Membership categories:
 - Playing members – pay their playing subs (mens, colts, Mermaids), get a membership and get one vote;
 - Associate member – pay their membership category (from 1883 Club to lowest member subscription), get a membership and get one vote;
 - Life Member – no membership payment, automatically a member and one vote.
- Removing the requirement to implement both a Management Committee and an Executive Committee – in practice for the Club there is only a single Committee and the Constitution has been updated to reflect this;
- Updating the Constitution for gender so that references are not male only;
- Life Membership update:
 - A category for 150 first grade games rather than 200 first grade games (not automatic, still subject to nomination and vote process);
 - Including a new consideration for Life Member to allow for Life Membership for excellence in the Club on-field or off-field (rather than what we see with the trend of pure volunteerism off field for 15+ years being given a life membership only);
 - The new category has three limbs or hurdles to achieve the life membership: “*highest excellence*”, “*added to the prestige of the Club*” and “*in an outstanding and rare manner*”. “

Notes: “*highest excellence*” is not second place, nor is it a second grade premiership, that is not the highest. Further, “*rare*” is intended to be more than extraordinary, it is intended to be once-in-a-generation or unique in nature. For example, a Shute Shield winning coach or talisman player could be considered because it would likely hit all three limbs (we win every 20 years or more – that is rare). If a Michael Hooper captains a RWC winning team or scores the RWC Final game winning try, it should be open to the Club to consider him as a life member.
- Updating for the new rules under the *Incorporated Associations Act 2009* (NSW) including adding the requirement of appointing a Public Officer, setting out Committee Member responsibilities, the requirement for Committee Members to disclose conflicts of interest and winding up rules under that legislation (similar to old rule but updated) (in particular see new rules 10.2 to 10.5 – these are from legislation and are included so the Committee has ready access);

- Overhauling the document as formatting, cross referencing, definitions and governance processes just didn't work. This was the result of changes in practices over decades, changes in law and additions to the document over time in an ad hoc manner. There are also many areas of repetition and inconsistencies and outdated considerations which added to working difficulties for management in the current document (was the Committee the Executive Committee or the Management Committee? Why no reference to Marlin or Mermaid? Under the constitution, who did the management work? the Secretary or the General Manager?). This has now been clarified.

C. Further detailed drafting notes

Rule	Drafting note
1	Inserted Marlins and Mermaids as team names. Without this inclusion, there are no mention of Marlins or Mermaids
1	There has been much controversy over the Club's historical start date, whether 1883 or 1906. The constitution has been updated to recognise both dates.
2	Previously the constitution stated that the colours were primarily royal blue, light blue and red. It is suggested to update to just royal blue and red.
5	<p>Removal of "Office Bearing Member". There is no need for this separate class of member as in practice the Club does not make a distinction. The constitution doesn't make any other reference to "Office Bearing Member".</p> <p>The updated Constitution will have the three already existing categories of members:</p> <ol style="list-style-type: none"> 1. Playing member 2. Associate member 3. Life member <p>We have given clarity that the Board may allocate different types of subscriptions for Playing Members and Associate Members. This will allow for different registration fees for Colts, Mens, Womens (15s and 7s) and different membership fees for different member levels (1883 club, country members, full season pass etc). A member has one vote.</p> <p>A new member cannot vote for 5 weeks, this is set so that once a notice of meeting goes out, votes cannot be organised and stacked for that meeting.</p> <p>We have removed the archaic rule that if a person was non-financial at a club elsewhere, they could not vote at a meeting.</p>
7.2	Patrons. We have updated for the Northern Beaches Council and have added a fourth category of Patron, being a person or persons appointed by the Board who actively support the Club and are of good standing and repute in the community.
8 to 11	<p>Removed the reference to Management Committee and Executive Committee as two separate organs of the Club. To reflect longstanding practice, all references are now to a single organ that is the Committee.</p> <p>Cleaned up the multiple inconsistencies and repetitions on official positions</p>
9	<p>Removed the roles of Assistant Secretary and Assistant Treasurer as these are outdated.</p> <p>Added ground marshall and ground officials to be appointed by the Committee (as required for game days)</p> <p>Added that the Club GM is required to be the licensee for game day.</p>
	Removed the office of "Past President" on the Committee as the position does not have a role or duties to the Club. Usually a person is not on the Committee solely because that person is a past president (and should not be required to remain if they do not nominate or get elected).
11.6	Updated to comply with current legislation.

Rule	Drafting note
13.7	Updated as the Club Captains are not responsible for the match day management of the playing ground.
14	Updated to contemplate a Life Membership consideration of having " <i>achieved the highest excellence for the Club and has added to the prestige of the Club in an outstanding and rare manner</i> " without being a 15 year member or 200 game first grade player
Old Rule 19	Removed Rule regarding use of the "Common Seal". This is an outdated reference to executing and "sealing" documents.
Old By-Law 1	Removed the prohibitions on discussions regarding council, political or religious matters in the Club. Society is no longer sectarian, these are not sensitive issues, this rule was not adhered to and is not practical as the Club has ongoing conversations and good relationships with government re: use of ovals and funding.
Old By-Law 4	Removed the prohibition on subscription fees by instalment. All Clubs offer subscription fees by instalments.