



Explanatory Memorandum

Proposed Adoption of New Constitution

Beaumaris Football Club Incorporated, August 2026

Introduction

The Club Committee recommends that members adopt a new Constitution to replace the Club's existing Rules.

The current Rules have served the Club well for many years. However, they were drafted under an older governance model and no longer adequately reflect the size, complexity and operation of the modern Beaumaris Football Club.

The proposed Constitution modernises the governance framework, aligns the Club more closely with the requirements of the *Associations Incorporation Reform Act 2012 (Vic)*, and establishes a clearer structure for managing a large community football club operating junior, senior and social facilities under a "One Club" philosophy.

The proposed Constitution is not intended to fundamentally change the character of the Club. Rather, it seeks to:

- modernise governance;
- provide clearer decision-making structures;
- improve accountability and transparency;
- better define the roles of the Board and Committees;
- create greater flexibility for future growth; and
- preserve the traditions and heritage of the Club whilst providing a framework suitable for a contemporary sporting organisation.

The Committee believes the new Constitution will provide a stronger and more sustainable framework for the future operation of Beaumaris Football Club.

Following a period of consultation with members, the Committee will convene an extraordinary meeting of members to vote on the adoption of the new Constitution.

Key Changes at a Glance

Topic	Existing Rules	New Constitution
Governance	Committee of Management	Board governance model
Structure	Limited distinction between senior and junior operations	Formal "One Club" governance framework
Membership	Basic membership provisions	Expanded membership rights and obligations
Discipline	Committee deals with disciplinary matters	Independent disciplinary subcommittee
Meetings	Traditional in-person meetings	Technology-enabled meetings permitted
Proxies	Permitted	Prohibited
Committees	Largely informal	Senior, Junior and House Committees formally recognised
Strategic Governance	Not addressed	Express Board responsibilities and governance duties
Regulations	Limited	Board may make regulations and policies
Life Membership	Committee discretion after 7 years' service	Structured nomination and assessment process
Director of Coaching	Not addressed	Formal role established
Financial Governance	Basic requirements	Enhanced financial oversight and accountability

Explanation of Major Changes

1. Adoption of a Modern Governance Structure

The most significant change is the replacement of the existing "Committee of Management" model with a modern Board structure. Under the current Rules, management powers are vested in a Committee comprised of office bearers and ordinary members.

The proposed Constitution establishes a Board consisting of:

- President;
- Secretary;
- Treasurer;
- Vice President (Seniors);
- Vice President (Juniors); and
- two ordinary Directors.

The Board is expressly responsible for governance, strategic planning, financial oversight, stakeholder engagement, risk management and long-term sustainability.

This reflects contemporary sporting club governance practices.

2. Formal Recognition of the "One Club" Philosophy

The current Rules treat the senior and junior sections largely as separate organisational units.

The new Constitution expressly adopts the principle of:

"One Club" being a coalescence of all members and supporters unified in the objective of achieving its purposes.

This is intended to reinforce collaboration between senior and junior football, volunteers, supporters and the Club's social operations.

3. Clearer Membership Framework

The new Constitution establishes comprehensive membership provisions covering:

- eligibility;
- application procedures;
- membership categories;
- voting rights;
- member obligations;
- resignations; and
- maintenance of the register of members.

The current Rules deal with these matters more briefly and provide less procedural certainty.

The new Constitution also clearly states the contractual nature of membership and each member's obligation to comply with Club policies and the Code of Conduct.

4. Introduction of a Club Code of Conduct

The existing Rules do not contain any specific reference to a Code of Conduct.

The proposed Constitution expressly recognises a Code of Conduct which will set behavioural and ethical standards for members.

This reflects contemporary expectations placed upon sporting organisations.

5. Independent Disciplinary Process

Under the current Rules disciplinary matters are determined directly by the Committee.

The proposed Constitution establishes a dedicated disciplinary subcommittee that:

- hears disciplinary allegations;
- provides procedural fairness;
- determines outcomes; and
- provides appeal rights to members.

This change enhances transparency and natural justice.

6. Technology Enabled Meetings

The existing Rules assume physical attendance at meetings.

The proposed Constitution expressly permits participation in meetings through technology.

This will improve accessibility for members and Directors.

7. Removal of Proxies

Under the current Rules members may appoint proxies.

The proposed Constitution prohibits proxy voting.

This aligns with many contemporary incorporated association constitutions and encourages direct member participation.

8. Formal Committee Structure

The existing Rules give the Committee broad power to create subcommittees but provide little detail regarding their roles.

The proposed Constitution formally establishes:

- Senior Committee;
- Junior Committee; and
- House Committee.

Their responsibilities, reporting obligations and governance arrangements are comprehensively defined.

This provides much greater operational clarity.

9. Introduction of Director of Coaching

The current Rules contain no comparable role.

The proposed Constitution establishes a Director of Coaching responsible for:

- coaching standards;
- coach development;
- coaching appointments; and
- football pathway integration across the Club.

This supports stronger football development programs across junior and senior sections.

10. Enhanced Financial Governance

The existing Rules contain basic financial management provisions.

The proposed Constitution introduces:

- annual budgeting;
- monthly financial reporting;
- electronic banking controls;
- dual authorisation of expenditure;
- financial statement requirements;
- audit provisions; and
- record retention obligations.

These measures strengthen accountability and financial transparency.

11. Life Membership Reform

Under the existing Rules:

- the Committee may elect Life Members;
- at least seven years active service is required.

The new Constitution introduces a more structured process involving:

- a dedicated Life Membership Subcommittee;
- formal selection criteria;
- nomination procedures; and
- assessment guidelines.

The Life Membership Subcommittee is vested with the authority to assess and recommend to the Board a nominee to Life membership of the Club.

The intention of the new rules is to ensure consistency, transparency and independence in recognising exceptional service.

12. Greater Strategic Protection for the Club

The proposed Constitution introduces restrictions preventing the Club from:

- resigning from its affiliated football competitions; or
- merging with another organisation,

without approval by special resolution of members.

No equivalent protection exists in the current Rules.

What Has Not Changed

Many of the Club's traditional features remain unchanged, including:

- annual member elections;
- member control through general meetings; and
- the continued importance of volunteers and community participation.

Member Consultation

The Committee is committed to ensuring that members have a meaningful opportunity to review and comment on the proposed Constitution before it is put to a vote.

Members are encouraged to carefully consider the draft Constitution, the accompanying Explanatory Memorandum and Frequently Asked Questions. The proposed Constitution is intended to provide a modern governance framework to support the Club's future growth while preserving its traditions, culture and member-driven character.

The Committee welcomes constructive feedback from members on the proposed changes. Members are invited to submit comments, questions or suggestions during the consultation period so that they can be considered before the Constitution is presented for adoption at a General Meeting. This process is intended to ensure transparency, encourage member participation and give all members an opportunity to contribute to the future governance of the Club.

The Committee will consider all feedback received and may make further amendments where appropriate before asking members to vote on the proposed Constitution. Ultimately, the adoption of the Constitution will be determined by the members in accordance with the requirements of the Club's Rules and the *Associations Incorporation Reform Act*.

Provide your feedback by [date] here



Frequently Asked Questions – Proposed New Constitution

Why is the Club proposing a new Constitution?

The current Rules have served the Club well for many years but no longer reflect the size, structure and operation of a modern football club. The proposed Constitution modernises governance, better aligns with current legal requirements and provides a clearer framework for managing the Club into the future.

Will the Club's values, culture and traditions change?

No. The proposed Constitution retains the Club's identity, colours, logo, community focus and member-based structure. The changes are primarily about improving governance and administration rather than changing the character of the Club.

What is the "One Club" philosophy?

The Constitution formally recognises the Club as one organisation comprising junior football, senior football, volunteers, members and supporters working together towards common goals. This reflects how the Club operates today and promotes greater alignment across all sections of the Club.

What is changing in the governance structure?

The existing Committee of Management will be replaced by a Board consisting of a President, Secretary, Treasurer, Vice President (Seniors), Vice President (Juniors) and two Directors. The Board will focus on governance, strategy, financial oversight and long-term planning.

Will members still elect the Club's leaders?

Yes. Members will continue to elect the Board at the Annual General Meeting. The Club will remain a member-controlled incorporated association.

Will members lose any voting rights?

No. Members who are entitled to vote under the Constitution will continue to vote at general meetings, including on constitutional amendments and other important matters affecting the Club.

Why are proxy votes being removed?

The proposed Constitution requires members to vote personally, either in person or (where permitted) through approved technology. This is intended to encourage direct participation in Club decision-making.

Will meetings still be held in person?

Yes. However, the new Constitution allows meetings to be conducted using technology where appropriate, making it easier for members to participate.

What are the Senior, Junior and House Committees?

The proposed Constitution formally recognises and defines these Committees. Their roles, responsibilities and reporting obligations are clearly documented, providing greater accountability and clarity.

Why has a Code of Conduct been included?

Like many modern sporting organisations, the Club wishes to establish clear behavioural expectations for all members. The Constitution enables the Board to maintain a Code of Conduct that supports respectful, inclusive and safe participation in the Club

Will Life Membership change?

Life Membership will continue to recognise exceptional service to the Club. The main change is the introduction of a formal nomination and assessment process overseen by a Life Membership Subcommittee to ensure consistency and transparency.

Does the new Constitution affect existing Life Members?

No. Existing Life Members will remain Life Members of the Club. The changes relate only to the process for future nominations and appointments.

How does the new Constitution improve financial oversight?

The Constitution introduces clearer budgeting, reporting and financial management requirements, including enhanced Board responsibility for financial oversight and governance.

Can the Board change the Constitution whenever it wants?

No. The Constitution can only be amended by a special resolution passed by members at a general meeting. Members retain ultimate control over the Constitution.

Why should members support the new Constitution?

The proposed Constitution preserves the Club's traditions while providing a more modern, transparent and sustainable governance framework. It is designed to support the continued growth and success of Beaumaris Football Club for future generations.

Further Information

Members are encouraged to review the proposed Constitution and the accompanying Explanatory Memorandum before the meeting at which the special resolution will be considered. Questions may be directed to the Committee prior to the meeting.