**EXPLANATORY STATEMENT**

This Explanatory Statement has been prepared to provide information which the Committee believe to be material to Members in deciding whether or not to pass the Resolution.

**1. RESOLUTION – CHANGE OF** **CONSTITUTION**

**1.1 Background**

The Committee unanimously recommends that Members vote in favour of the Resolution.

The Association commenced the process of amending its Constitution several years ago.

The proposed Constitution conforms with both Softball Australia and Softball NSW’s Constitutions.

The proposed Constitution is largely modelled on the Constitution recommended by the NSW Office of Sport and fits within a framework of State and National sporting bodies governing the activities of the Association. More details on those Constitutions and the framework can be found at <https://sport.nsw.gov.au/clubs/ryc/governance/constitutions>

The form of the Constitution has been settled upon after a vast amount of Consultation with your club president’s, members, and officials from Softball NSW.

The Committee unanimously recommends the Constitution as incorporating best practice for a sporting body such as North Shore District Softball Association Inc. The Committee is committed to incorporating further policies and procedures to sit alongside the Constitution (if adopted) to be entirely consistent with the recommended policies and procedures of our sport’s peak bodies.

**1.2 Brief snapshot of major changes**

* Four categories of membership have been included:
  + Club Members;
  + Individual Members;
  + Life Members; and
  + Affiliate Members.
* Individual members will be eligible to be a member of NSDSA if they are:
  + A current financial member of a Club Member; or
  + They join the Association directly and maintain the membership each year; and
  + Must be first registered with NSDSA.
* Only Club Members will be able to vote on a question posed at a General Meeting, Club Members with teams in both morning and afternoon competitions will have 2 votes, all other clubs with teams in either the morning or afternoon competitions will have one vote.
* Individual Members will have **NO** right to vote at a General Meeting. However, Individual Members will retain the right to attend and debate at a General Meeting. Individual Members will be eligible to stand for election to the Committee.
* Affiliate Members (persons who are not first registered NSDSA) will have no right to vote or attend General Meetings. The purpose of Affiliate Members is to ensure that the Association will have rights to take disciplinary action or otherwise govern the activities of that class of member while they participate in the Association’s competition.
* No proscribed method of voting for Committee as was the case in the old Constitution. This will allow flexibility to amend the method of voting in the future. However, at least initially, it is proposed that the current method of voting will be maintained.
* Committee can now comprise a minimum of 7 and up to 10 members. Any less than 7 members will create a casual vacancy.
* Appeal hearings of members that have been expelled or suspended from membership to be heard in front of Club Members to assist with preserving confidentiality.
* No proxies allowed for general meetings. General meetings may now include electronic voting.
* Amendment with respect to eligibility to be the nominated for Life Membership increased from 5 to 10 years service to NSDSA.
  1. **Recommendation**

The Committee unanimously recommend that Members vote in favour of the Special Resolution.

Section 14 of the *Associations Incorporation Act (NSW) 2009* proscribes that a Special Resolution amending an association’s constitution does not take effect until registered with the Secretary of the Office of Fair Trading. Accordingly, if the Special Resolution is passed, the conduct of the Annual General Meeting will be under the terms of the current Constitution and the new Constitution will only take effect once registered.