

MINUTES OF THE THIRD ANNUAL GENERAL MEETING OF THE MEMBERS OF THE ASSOCIATION OF AUSTRALIAN FOOTBALL CLUBS LTD (ACN 617 929 469) HELD ON SATURDAY 27TH JULY 2019 AT FOOTBALL VICTORIA, LEVEL 3, 436 ST KILDA ROAD, MELBOURNE, VICTORIA, AUSTRALIA, AND BY TELECONFERENCE, AT 11.00AM (AEST)

- Attendees:** In total, forty-two (42) Members attended the meeting:
1. Twenty (20) Member Clubs were in attendance through an authorised officer of their Club who attended in person or by teleconference.
 2. Twenty-two (22) Member Clubs were in attendance through proxies given in favour of persons attending the meeting in person.
- A Register of the Member Clubs in attendance is attached at Appendix A
- Meeting Chairman:** In accordance with the Constitution of the AAFC, AAFC Chairman, Mr. Rabieh Krayem was appointed Chairman of the Meeting.
- The Chairman declared a quorum was present for the AGM to proceed.
- Minutes of previous Annual General Meeting:** It was resolved to accept the minutes as a true and correct record of the 2nd Annual General Meeting of the AAFC held on 27th October 2018.
Passed Unanimously
- Financial Statements:** It was resolved to adopt the Audited Financial Statements for the year ended 31st December 2019.
Passed Unanimously
- Re-Appointment of Auditors:** It was resolved that in accordance with clause 13.2 (v) of the Constitution, PricewaterhouseCoopers are re-appointed Auditors of AAFC for the 2019 year.
Passed Unanimously
- Special Resolutions** It was resolved by **SPECIAL RESOLUTION** that the existing Constitution of AAFC Ltd be amended as follows:
1. That the existing article 26.6 of the Company Constitution be amended by the deletion of the words “a Secretary”. Amended article 26.6 to read as follows:
The duly appointed directors shall appoint from among themselves, a Chairman, a Vice Chairman, and a Treasurer as office holders under those titles and each such office holder shall be responsible for the usual responsibilities attending to such office.
Passed Unanimously
 2. That the existing article 39.1 of the Company Constitution be amended by the replacement of the word “must” with the word “may”; Amended article 39.1 to read as follows:
AAFC must have a Secretary, who may also be a director.
Passed Unanimously
 3. That the existing article 39.2 of the Company Constitution be amended by the deletion of the words “and may not be removed by the Directors”. Amended article 39.2 to read as follows:
A Secretary must be appointed by the directors provided the Secretary first agrees to act in that capacity.
Passed Unanimously

**AAFC Chairman's
Address:**

The Chairman reflected on the continued progress this relatively young organisation has made in such a relatively short time – 19 months - since almost 100 Clubs from all over Australia met to hold the inaugural meeting of the AAFC in Melbourne in March 2017.

The Chairman stated he as proud to state to the Members that the Board had upheld the core purpose of the AAFC i.e. to act primarily to provide a measured, consultative and professional voice on behalf of our Members Clubs so as to engage with all the football stakeholders to find solutions that will help benefit football.

Specifically, the Chairman discussed the extensive work done and progress made with respect to:

1. FFA Congress reform

The Chairman reiterated his comments at the 2018 AGM regarding the active involvement by AAFC in the deliberations of the Congress Review Working Group (CRWG). He also reiterated the fact that AAFC has now been accepted aspect of the football community.

As a result of the CRWG report issued on 31 July 2018, the Members of the FFA met on 2 October 2018 and resolved, amongst other things, to offer Provisional Membership of the FFA to AAFC, with a pathway to full voting membership in due course. In addition, AAFC has been invited to join the FFA's Competitions Standing Committee.

2. National Club Identity Policy

The Chairman was pleased to announce that as a result of the actions in the Human Rights Commission by Charlestown City Blues FC, the public comments by many of our Members and their supporters, and the continued lobbying from the AAFC, FFA finally repealed the NCIP through their release of the "FFA Inclusivity Principles for Club Identity".

While these principles are disappointing in their objective to dissuade clubs from overtly display their ethnic heritage, the FFA acknowledges that the principles are "...not intended to be enforceable, strict regulations."

Consequently, Charlestown Azzurri FC have been the first club to have their former name approved as a direct result of the repeal of the NCIP.

3. NPL Review

The Chairman reminded Members of the comprehensive report developed by AAFC in 2018 "*5 Years of the NPL: A Clubs' Perspective: A Report by the AAFC on behalf of NPL Clubs*".

The Chairman was please to advise that after consultations with FFA, the FFA has adopted the principal recommendation of the AAFC to conduct a National Review of the NPL.

4. The Championship

The Chairman advised that extensive consultation has continued over the past year in the development of a model for the Championship. This included:

- The formation of a National Second Division Working Group chaired by FFA Director Remo Nogarotto. The group includes representatives from AAFC, FFA, PFA and Member Federations.
- This Working Group released a White Paper in June 2019 which most significantly publicised for the first time a commitment by FFA to establish a NSD through the adoption of 3 recommendations:

Recommendation 1: NSDWG recommends the establishment of a National Second Division competition by 2021/22 that will be financially sustainable, provide professional pathways for more Australian players and grow the game's footprint.

Recommendation 2: Identify a roadmap for the delivery of the National Second Division, including putting in place a stage gate process of 'go/no go' decisions starting with the financial sustainability of the competition. This should include securing sufficient commercial and broadcast arrangements as well as start-up capital.

Recommendation 3: A steering committee to be established immediately to review the recommendations and considerations in this white paper and to commence the task of drafting the competition architecture, including a budget, for a national second division as well as preparing the EOI process and timeline associated with same. The steering committee to be comprised of the following representatives: FFA (Chair); Member Federations (2); AAFC (2) ; PFA (1); HAL (1). The steering committee to report back to the FFA board by end November 2019 with a view to opening EOI first half of 2020.

The Chairman advised that the AAFC will continue our drive to establish the NSD though our involvement in this newly formed Steering Committee.

Changes in the Board of Directors

The Chairman advised the following changes to the Board of Directors:

- a. Election of John Boulous as a Director representing NSW clubs on 13 November 2018;
- b. Appointment of Pye Augustine as Director on 17 December 2018;
- c. Appointment of Nick Galatas as Director on 20 June 2019;
- d. In accordance with clause 26.1 of the AAFC Constitution, the 2 year term of the appointment of the Elected Directors was

concluding in 2019. The Chairman noted that in accordance with Clause 24.2 of the AAFC Constitution, the Members on each State/Region had re-elected the following Directors for a 2-year term:

TAS – Victoria Morton
WA – Gary Marocchi
SA – Amin Ayoubi
VIC – Dean Hennessey
ACT – Jon Thiele
NSW – Jon Boulous
NNSW – Christo Patsan
QLD – Pye Augustine

- e. The Chairman will be standing down and resigning as Chairman and Director of AAFC at the conclusion of this meeting. He advised that the AAFC Board had resolved to appoint Nick Galatas to replace him as AAFC Chairman.

Nick Galatas requested a Vote of Thanks be passed by the Members for the significant contribution Rabieh Krayem has made to AAFC and its Members since the AAFC was first established on March 2017.

Passed Unanimously

Close of Meeting:

The meeting Chairman thanked all Members for their attendance and closed the meeting at 12.30 PM AEDT.

SIGNED AS A TRUE AND CORRECT RECORD

CHAIRMAN

APPENDIX A – REGISTER OF CLUBS WITH REPRESENTATIVES IN ATTENDANCE

ATTENDANCE IN PERSON/TELEPHONE		ATTENDANCE BY PROXY – IN FAVOUR OF	
1	Bendigo City	Adamstown Rosebud	Christo Patsan
2	Bentleigh Greens	APIA Leichhardt	John Boulous
3	Box Hill United	Balcatta	Gary Marocchi
4	Gold Coast Knights	Bayswater City	Gary Marocchi
5	Gold Coast United	Blacktown City	John Boulous
6	Heidelberg United	Broadmeadow Magic	Christo Patsan
7	Melbourne Knights	Charlestown Azzurri	Christo Patsan
8	Newcastle Olympic	Edgeworth Eagles	Christo Patsan
9	Northcote City	Hawkesbury City	John Boulous
10	Pascoe Vale	Inglewood	Gary Marocchi
11	Peninsula Power	Lambton Jaffas	Christo Patsan
12	Perth SC	Maitland Magpies	Christo Patsan
13	South Hobart	Manly United	John Boulous
14	South Melbourne	Marconi Stallions	John Boulous
15	St Albans Saints	Olympic FC	Rabieh Krayem
16	Sydney Olympic	Redlands United	Rabieh Krayem
17	Tuggeranong United	Rockingham	Gary Marocchi
18	West Adelaide	Sorrento	Gary Marocchi
19	West Torrens Birkalla	St George City FA	John Boulous
20	Wynnum Wolves	St George FC	John Boulous
21		Stirling Lions	Gary Marocchi
22		Sutherland Sharks	John Boulous