



AFL Barwon Football Commission Ltd

ACN 160 417 845

Agenda Item 5

AFL Barwon Constitution

Summary for delegates

The proposed constitutional changes are intended to clarify how AFL Barwon operates today, strengthen governance, and futureproof the organisation. They do not change club voting rights or the core purpose of AFL Barwon.-proof the organisation. They do not change club voting rights or the core purpose of AFL Barwon.

A special resolution requires approval by at least 75% of votes cast at the AGM.

In summary

- **Clearer governance arrangements**
The Constitution now clearly distinguishes between Member Leagues (which have governance and voting rights) and leagues operating under Service Agreements (which receive agreed services but are not Members and do not hold governance or voting rights).
- **Member League representation on the Board**
The Presidents of the Member Leagues hold positions on the AFL Barwon Board, rather than naming specific leagues in the Constitution. This allows flexibility if Member Leagues change in the future.
- **Term limits introduced**
Clear term limits now apply to Board members appointed by virtue of being a Member League President, supporting renewal and contemporary governance practice.
- **Automatic alignment with League leadership**
If a Member League President changes, the incoming President automatically assumes the Board position (subject to term limits), ensuring continuity and alignment between League and AFL Barwon governance.
- **Outdated references removed**
Historical references that no longer reflect how AFL Barwon operates have been removed, and wording has been updated for clarity and consistency.
- **Proposed name change**
A proposal to change the organisation's name (formal ASIC process) will be

considered at the Annual General Meeting. Full details are included in the AGM papers.

Further information

A marked-up version of the Constitution is included for members who wish to review the amendments in full. Table summary below.

Clause	Area	Summary of change	Rationale (high level)
Clause 1 – Name and Status	Organisation name	A proposal to change the name of the organisation will be tabled at the AGM.	Reflects the organisation's broader football and netball role and modernises the name.
Clause 4(b)	Powers of the Company	Updates wording to remove outdated regional affiliation concepts and instead reflects the Company's role in managing Members and entering into Service Agreements.	Aligns the Constitution with the current governance and operating model.
Clause 6.4	Life Membership	Simplifies Life Membership provisions and removes outdated limits, with appointments governed by Board-determined criteria and process.	Provides flexibility while maintaining appropriate governance oversight.
Clause 6.5	Service Agreement Leagues	Introduces a clear framework for Service Agreement Leagues, confirming they are not Members, do not have voting or governance rights, and are subject to agreed fees and obligations under their Service Agreement.	Clarifies the distinction between membership and service delivery arrangements and reflects current practice.
Clause 10	Discipline	Clarifies that disciplinary provisions apply to Service Agreement Leagues as well as Members, without limiting rights under any Service Agreement.	Ensures consistent standards and protections across competitions and service arrangements.
Clause 19.1(b)–(c)	Board composition	Board composition updated so the Presidents of Member Leagues hold positions on the Board, rather than naming specific leagues. Includes safeguards to ensure the Board does not exceed nine Directors.	Future-proofs Board composition if additional Member Leagues are admitted.
Clause 20.4	Term limits – Member League Presidents	Introduces clear term limits for Directors appointed by virtue of being a Member League President, while maintaining alignment with their League role.	Supports Board renewal and aligns with contemporary governance practice.
Clause 20.4(a)–(c)	Automatic succession	Where a Member League President changes mid-term, the incoming President automatically assumes the Board position, subject to term limits.	Ensures continuity and alignment between League and AFL Barwon governance.