

APPENDIX - SPECIAL RESOLUTIONS

The following Special Resolutions will be presented at the SGM:

RESOLUTION 1: Term Standardisation

Purpose: Standardise all Director terms to 3 years (currently mixed 2-year and 4-year terms)

Rationale: Ensures consistent rotation, reduces complexity, prevents burnout, and promotes fresh perspectives while keeping a 9-year cap.

Motion:

"That the Rules of Incorporation be amended to standardise all Director terms to 3 years (with re-eligibility for up to three terms, maximum 9 years cumulative including prior State Council service), as follows:

- *Amend Rules 23.4, 23.5, and 23.6 to replace existing term lengths ('four years' or 'two years') with 'three years' and update re-eligibility and AGM references accordingly.*
- *Amend Rule 23.3(1) and (2) to reflect 3-year staggering (approximately one-third per category/year)*
- *Transitional provision: Board to adjust current terms under Rule 23.3(5) for rotation without creating vacancies, effective next AGM".*

Rules affected: 23.3, 23.4, 23.5, 23.6, 24

RESOLUTION 2: Zone Representation

Purpose: Change Zone Nominated Directors to Appointed Directors based on skills

Rationale: Prioritises skills (e.g., finance, governance) over geography to improve board effectiveness and focus on PCV's purposes.

Motion:

"That the Rules of Incorporation be amended to replace Appointed Zone Nominated Directors with Appointed Directors as follows:

- *Amend Rule 23.3 to replace 'Appointed Zone Nominated Directors' with 'Appointed Directors' and update nominations to focus on skills complementing Board composition.*
- *Rename Rule 23.6 to 'Appointed Directors' and delete Zone nomination requirements (delete Rule 23.6(1)(h) and update Rules 23.6(2) and (3))*
- *Transitional provision: Current Appointed Zone Nominated Directors continue as Appointed Directors until term expiry".*

Rules affected: 23.3, 23.6

RESOLUTION 3: Document Naming

Purpose: Change "Rules of Incorporation" to "Constitution" throughout all documentation

Rationale: Uses contemporary language for better member accessibility, without substantive changes. It allows our member to clearly differentiate between our statutory Constitution and the Rules we make about clubs, competitions, gear, etc as found in the Handbook of By-Laws.

Motion:

"That all references to 'Rules of Incorporation', 'these Rules', or 'the Rules' (including title, headers, and Rule 3.1 definition) be replaced with 'PCV Constitution', 'this Constitution', or 'the Constitution' as appropriate, effective immediately, and the document be retitled 'Pony Club Victoria Constitution'."

Rules affected: Title, headers, Rule 3.1, and all other references throughout the document (50+ instances)

RESOLUTION 4: Notice Period

Purpose: Reduce AGM notice period from 42 days to 28 days

Rationale: Streamlines operations and aligns with SGM notice, while exceeding the legal minimum (21 days).

Motion:

"That the Rules of Incorporation be amended to reduce AGM notice to 28 days as follows:

- Amend Rule 18.1 to replace 'at least 42 days before... Annual General Meeting' with 'at least 28 days before... Annual General Meeting'.*
- Amend Rule 3.1 Special Resolution definition to replace 'not less than 42 days' notice' with 'not less than 28 days' notice'."*

Rules affected: 3.1, 18.1

RESOLUTION 5: State Council Naming

Purpose: Update "State Council" to "State Advisory Panel"

Rationale: Better reflects the advisory role, providing clarity and alignment with current practices.

Motion:

"That all references to 'State Council' throughout the Rules of Incorporation, including definitions, eligibility criteria, terms of service, and committee descriptions, be replaced with 'State Advisory Panel'."

Rules affected: 3.1 (Definitions), 7.3, 8, 13, 23.4, 23.5, 23.6, 27.2, and other references throughout the document.

RESOLUTION 6: Interim Board Clause

Purpose: Remove Interim Board Clause (Rule 23.1)

Rationale: Obsolete since permanent board established post-2020 incorporation; cleans up the rules.

Motion:

"That the Rules of Incorporation be amended to remove the Interim Board clause as follows:

- *Delete Rule 23.1 in its entirety.*
- *Amend any subsequent references to Rule 23.1 in Rules 23.3(1) and 23.3(2) to remove dependency on the interim formation process, ensuring continuity of the annual elections and appointments process under Rule 23.3"*

Rules affected: 23.1