

## PCV Governance change: Questions and Answers

### Why does Pony Club Victoria need to change its Rules (its Constitution)?

We need to change so we are **compliant, flexible, transparent and accountable**

- **Compliant** with current legislated and Government policy requirements:
  - Consumer Affairs Victoria rules around grievance and discipline.
  - Alignment with Not for Profit rules through our new Statement of Purposes and new definitions of membership
  - Diversity and inclusion targets
- **Flexible** and are **equipped** to meet the needs of our members.
  - You told us through the survey to all members a few years ago, and from face to face feedback in General Meetings that we need to change how we do some things.
  - Making these changes, plus delivering our strategic plan, are challenging to fit into an already full agenda.
  - Having a Board to decide on strategic issues (like reversing the membership decline, making prudent financial management issues and Brand risk management) and State Council to look after operational matters (like rules, state championship events, training for clubs, operational risk ) will meet the needs of our members.
- Taking actions and making decisions that are **transparent** and **accountable**.
  - The Board structure aligns more with what Government -our major funding partner – expects.
  - These rules bring our immensely important volunteers, our valued paid service providers, our zones which are both our delivery arm and the voice from clubs, and our reason for existing – our clubs and our riding members – under the one Pony Club Victoria umbrella.
- These inclusive rules will enable our organisation to better respond to and be accountable for, what our Individual and Club Members want.

### Why can't the State Council be both operational and strategic?

- There are many skills brought to the table by our current State Council, but as the majority are elected or chosen by zones it is very hard to target upfront specific skills, and to meet diversity and inclusion targets.
- The new Board structure will enable members to vote in directors who demonstrate specific skills (**elected directors**) and to appoint four people approved or voted in by zones (**zone representative and zone nominated directors**) to fill any skills or diversity gaps.

- The new Board will also be smaller, making it easier to be more responsive to emerging challenges and opportunities.
  - State Council has 14 members.
  - The new Board will have eight.

## **Tell me again why we have chosen this Board model?**

- The Unified Board model evolved after Clubs and Individual Members told us they wanted a blended Independent and Representative model.
- The idea came from a Member from Barwon Zone at a Special General Meeting on Governance in 2019, when it became clear that neither an Independent nor a Representative model would achieve the necessary majority support
- The Unified Model was voted on overwhelmingly at the October 2019 Annual General Meeting as the preferred model to take forward and develop Rules for.

### Some background

- In 2018 at a Special General Meeting held following the Pony Club Victoria Annual General Meeting, Member Clubs voted on a proposed model – which included a governing Board made up of independent directors.
- This followed years of State Council talking about changing its Rules – the discussions started back in 2010.
- The vote was defeated – the required 75 per cent of the vote did not support it.
- We have worked hard to talk with and listen to Members to understand and respond to concerns and ideas.
- This has been through meetings – virtual and face to face for the past 18 months to bring us to the point now where a model is being presented for the vote.

## **One of the big issues was how our finances were being managed. How is that addressed.**

- The Rules don't stipulate what is in a delegations and/or procurement policy, but it is stipulated that Pony Club Victoria must have one.
- As we discussed in zoom meetings, we were unable to source any Rules from any not-for-profit organisation that outlined within it a procurement policy – as it is not best practice to incorporate actual policies into Rules.
- What we have done therefore is state within the Rules that Pony Club Victoria must have a procurement policy, and since have developed a very thorough document that can be found here:  
[www.ponyclubvic.org.au/Portals/231/AboutUs/Meetings/AGM/2020/Sample%20Delegation%20of%20Authority%20Policy%20and%20Schedule%20-%20PCV%20-%20MF%2030062020.pdf?ver=2020-09-13-194327-250](http://www.ponyclubvic.org.au/Portals/231/AboutUs/Meetings/AGM/2020/Sample%20Delegation%20of%20Authority%20Policy%20and%20Schedule%20-%20PCV%20-%20MF%2030062020.pdf?ver=2020-09-13-194327-250)

## **How do I get to vote yes or no to the new Rules?**

- Member clubs will be asked to vote on new Rules at the Special General Meeting immediately following the Annual General Meeting.
  - To have a say on voting, talk to your Club Committee
  - To ask a question at the Special General Meeting, register your attendance.
  - A link to both the Annual General Meeting, and the Special General Meeting as well as an explanation of what Clubs need to do will be sent out shortly.

## **What will it take to get the new Rules in?**

- Of the votes lodged, 75 per cent have to vote in favour of the new Rules.

## **Is there still a State Council? Zones?**

- Yes. Under the new rules, Zone representatives to State Council will be elected by their Zones.
- We want Zone representatives to be voted in at Zone Annual General Meetings.
- This will increase transparency, rather than currently where people are nominated direct from Clubs to Pony Club Victoria.
- Zones will also have the ability to remove a Zone Representative they feel isn't best representing Member Clubs – this is not possible under the current Rules.
- Under the proposed new Rules, State Council is a standing committee of the Board, that means its place is secured.

## **How will clubs be listened to?**

Clubs will have several mechanisms to have their voice heard:

- From Clubs to Zones
- From Clubs to Zones to State Council
- From Clubs to Zone Representatives
- From Clubs to the Board directors.
- The Constitution will also have inbuilt guidelines for when a matter is required to be escalated
- Through twice-yearly open forums, mandated through the Constitution.

## **Who can I speak to if I have more questions?**

- To ask a question before the Special General Meeting, ask your zone representative (state councillor), a member of the Pony Club Victoria Governance Subcommittee, or the Pony Club Victoria office.
  - Governance Subcommittee: Peter Favalaro, Rick Gill, Lisa Hocking, Linda Smith, Sue Foley, Jan Calaby, Maree Fellows, Sue Muirhead.
  - Zone representatives: Barwon – Jan Calaby, Central – Des Russell, East Gippsland – Jan Bromwitch, Midland – Sue Foley, Northern – Shari Mawson-Cannon, North East – Ian Don, Northern Metro – Beth McCann, Southern Metro – Carol Rotherham, Wannon – Rod Keast, West Gippsland – Lisa Hocking.
- Pony Club Victoria office: executive officer Rick Gill.