

2021  
Swimming NSW Annual General Meeting

## Notice of Motion

Notice of Motion  
Deletion of Clause 39

Submitted By  
Swimming NSW

### Notice of Motion

Clause Number	Proposed Change/Addition	Rationale
39	Deletion of Clause.	Clause 39 outlines Board Transitional arrangements. Swimming NSW is proposing the deletion of this Clause because at the conclusion of the 2021 SNSW AGM it is no longer required as the transitional period will have concluded.

### ~~39. BOARD TRANSITIONAL ARRANGEMENTS~~

#### ~~39.1 Terms used~~

~~In this clause:~~

- ~~(a) **Transition Period** means the period commencing on the date of the 2019 Annual General Meeting up to and including the date of the 2021 Annual General Meeting; and~~
- ~~(b) **Transitioning Directors** means the eight (8) Elected Directors named in the register of office holders of the Company immediately prior to the 2019 Annual General Meeting.~~

#### ~~39.2 Retirement of Transitioning Directors~~

- ~~(a) Notwithstanding any other clause in this Constitution, the Transitioning Directors must retire as follows:~~
- ~~i. two (2) of the Transitioning Directors elected in 2016 shall retire at the conclusion of the 2019 Annual General Meeting and be replaced by two (2) Elected Directors;~~
- ~~ii. three (3) Transitioning Directors elected in 2017 shall retire at the conclusion of the 2020 Annual General Meeting and be~~

~~replaced by two (2) Elected Directors and, in addition, one (1) Appointed Director may be appointed in accordance with clause 25.1; and~~

~~iii. three (3) Transitioning Directors elected in 2018 shall retire at the conclusion of the 2021 Annual General Meeting and be replaced by two (2) Elected Directors in addition, one (1) Appointed Director may be appointed in accordance with clause 25.1,~~

~~and, subject to this Constitution, in each case the retiring Transitioning Directors are eligible for re-election.~~

~~(b) The order in which the Transitioning Directors will retire under clause 39.2(a) will be determined by agreement of the Transitioning Directors, or failing such agreement, by lot.~~

### ~~39.3 Composition of Directors during Transition Period~~

~~(a) Notwithstanding clause 23.1, during the Transition Period, the Board will comprise no more than nine (9) Directors with a combination of:~~

~~(i) at least six (6) and no more than eight (8) Elected Directors;  
and~~

~~(ii) at least one (1) and no more than three (3) Appointed Directors,~~

~~with no more than two (2) members from any one (1) Club permitted to be Directors.~~

~~(b) For the avoidance of doubt, following the conclusion of the elections at the 2021 Annual General Meeting, the Company shall have no more than six (6) Elected Directors and have up to three (3) Appointed Directors.~~