

**Nominations for Election as
Director of Hills Football
Incorporated**

7 APRIL 2021

INTRODUCTION

Hills Football Incorporated (**Hills Football**) is seeking nominations for three (3) Directors to stand for election as a Director of Hills Football at its Annual General Meeting to be held on **Monday, 21 June 2021**.

This document explains the process, criteria and timeline for the election of Directors. In addition to this document, all Candidates should read the Hills Football Constitution which can be found by [clicking here](#).

PROCESS

Completion of Documents

In accordance with the Hills Football Constitution, Candidates must complete the following documentation:

1. **Director Nomination Form**

The Director Nomination Form contains two (2) parts which must be completed by all Candidates. Those parts are as follows:

- **First Part - Proposers:** All Candidates require authorised representatives of **two** Hills Football member-clubs (**Proposers**) to nominate them to stand for election as a Director of Hills Football at its Annual General Meeting to be held on Monday, 21 June 2021.
- **Second Part – Consent to Act:** All Candidates are required to complete, sign and date the Nominee Director Consent to Act form.

The Director Nomination Form is attached in Annexure 1 below.

2. **Nominations Criteria**

All Candidates must demonstrate whether they meet the criteria as set out in clause 18.5 of the Hills Football Constitution and provided under the heading "Criteria" on page 4 below.

Please insert your response to the criteria in Annexure 2 below.

NOMINATIONS WILL NOT BE ACCEPTED IF THEY ARE NOT ACCOMPANIED BY THE ABOVEMENTIONED DOCUMENTS AS SET OUT IN ANNEXURES 1 AND 2.

PLEASE BE ADVISED THAT HILLS FOOTBALL MAY NOT REVIEW NOMINATIONS FOR COMPLETENESS AHEAD OF THE DUE DATE AND THE ONUS IS ON CANDIDATES TO ENSURE THAT ALL DOCUMENTATION AND REQUIRED INFORMATION IS PROVIDED TO HILLS FOOTBALL BY THE DUE DATE.

Please return the abovementioned documentation via an electronic attachment to the following email address **by no later than 5:00pm on Wednesday, 12th May 2021**:

Hills Football Incorporated
Attention: Mr Matthew Rippon (General Manager)
Email: matthew.rippon@hillsfootball.com.au

ROLE OF THE NOMINATIONS COMMITTEE

Consideration by Nominations Committee

Upon receipt of the abovementioned documentation, Hills Football will distribute all nominations to the Nominations Committee pursuant to clause 18.5 of the Hills Football Constitution.

Nomination Committee

The Nominations Committee will comprise at least three (3) of the following individuals:

1. the Chairman of the Sydney Hills Business Chamber or their nominee; and/or
2. the Chief Executive Officer of the Office of Sport or their nominee; and/or
3. the Chief Executive Officer of a State Sporting Organisation or their nominee; and/or
4. a State member of parliament or their nominee; and/or
5. a Federal member of parliament or their nominee.

The Nominations Committee must consider each Candidate for election as a Director and will assess:

1. the commitment of the Candidate to a strong governance regime for Hills Football;
2. the commitment of the Candidate to Hills Football's development of policies and strategies for football generally throughout the region;
3. whether the Candidate has been involved in activities which could, or could reasonably be perceived to, materially interfere with the Candidate's ability to act in the best interests of Hills Football;
4. whether the Candidate is free from any interest and any relationship which could, or could reasonably be perceived to, materially interfere with the Candidate's ability to act in the best interests of Hills Football; and
5. whether the Candidate satisfies the Core Competencies (as set out below under the heading "Criteria"),

and must, in its absolute discretion and acting in good faith, approve or reject the Candidate to stand for election as a Director.

The Hills Football Constitution provides, in clause 18.5(d), that unless the Nominations Committee approves a Candidate, the Candidate is not eligible to stand for election as a Director at the next Annual General Meeting. The next Annual General Meeting will be on Monday 21 June 2021.

A decision made by the Nominations Committee under clause 18.5 of the Hills Football Constitution is final and not subject to challenge.

CRITERIA

In accordance with clause 18.5 of the Hills Football Constitution, the Candidate must possess each of the following core competencies:

1. Demonstrated leadership at a senior level in an environment compatible with the requirements of Hills Football;
2. Demonstrated commitment to strong governance principles and an understanding and appreciation of the duties and responsibilities of the role of Director;
3. A commitment to and record of ethical behaviour including not having been the subject of an adverse finding or the current subject of an inquiry or investigation by any statutory, regulatory or law enforcement authority or agency including a disciplinary body of FNSW, FFA or Hills Football relating to any serious ethical matter; and
4. Must possess at least one of the following:
 - (a) legal qualifications (LLB or equivalent);
 - (b) accounting/finance qualifications (CA, CPA, CFA or equivalent);
 - (c) football administration experience through serving as a club or association president;
 - (d) business experience and/or qualifications;
 - (e) technology experience and/or qualifications (IT, Technology degree, CIO or equivalent position); or
 - (f) marketing, communications, government relations or public relations experience at a senior level.

CONTACT US

Any queries in relation to the nomination process should be directed to:

Hills Football Incorporated
Mr Matthew Rippon
General Manager
Email: matthew.rippon@hillsfootball.com.au
Phone: 0408 059 941

ANNEXURE 1 – DIRECTOR NOMINATION FORM

**NOMINATION FOR ELECTION AS
DIRECTOR OF HILLS FOOTBALL INCORPORATED**

CANDIDATE'S FULL NAME:	
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PROPOSER 1- DETAILS

I hereby nominate _____ for the position of Director of Hills Football Incorporated
(Name of Candidate)

FULL NAME:			
CLUB (the proposer must be an authorised representative of a member-club of Hills Football Incorporated):			
POSITION WITHIN THE CLUB:			
RESIDENTIAL ADDRESS:			
SUBURB:		POSTCODE:	
DATE OF BIRTH:			
TELEPHONE:		MOBILE:	
EMAIL:			
PROPOSER'S SIGNATURE:			
DATE:			

PROPOSER 2- DETAILS

I hereby nominate _____ for the position of Director of Hills Football Incorporated
(Name of Candidate)

FULL NAME:			
CLUB (the proposer must be an authorised representative of a member-club of Hills Football Incorporated):			
POSITION WITHIN THE CLUB:			
RESIDENTIAL ADDRESS:			
SUBURB:		POSTCODE:	
DATE OF BIRTH:			
TELEPHONE:		MOBILE:	
EMAIL:			
PROPOSER'S SIGNATURE:			
DATE:			

TO BE COMPLETED BY THE CANDIDATE

CONSENT TO ACT AS DIRECTOR

In accordance with clause 18.2(d) of the Constitution, I hereby certify that I am willing to accept the position of Director of Hills Football Incorporated.

CANDIDATE'S FULL NAME:			
RESIDENTIAL ADDRESS:			
SUBURB:		POSTCODE:	
DATE OF BIRTH:			
TELEPHONE:		MOBILE:	
EMAIL:			

Directors are required to comply with section 31 of the *Associations Incorporation Act 1999 (NSW)* – Disclosure of interests.

1. Other Directorships:

(Public Companies or subsidiaries of Public Companies incorporated in any State or Territory of Australia)

2. I am an officer or member of the undermentioned corporation and should be regarded as interested in any contract which may be made with such corporation:

Name of Corporation	Nature and Extent of Interest

3. I possess the undermentioned property or hold the following offices whereby duties or interests might be created directly or indirectly in conflict with my duties as a Director of Hills Football Incorporated:

4. Particulars of contracts to which I am a party or under which I am entitled to a benefit being contracts under which a person has a right to call for or to make delivery of shares in, debentures of, or participatory interests made available by, the Company or a related Corporation are as follows:

I have read and understood the Hills Football Incorporated Constitution and the information I have provided is true and correct.

In submitting this nomination, I agree to be bound by the below listed Governance Documents:

- Hills Football Incorporated Constitution
- Hills Football Incorporated Director Code of Conduct
- Hills Football Incorporated Board Charter
- Football NSW Constitution, By-Laws, Rules, Regulations and all applicable policies;
- Football Federation Australia Constitution, By-Laws, Rules & Regulations; and
- The statutes and regulations of the Federation Internationale de Football Association (**FIFA**) and the Asian Football Confederation (**AFC**).

NOMINEE SIGNATURE:	
DATE:	

ANNEXURE 2 – CANDIDATE’S RESPONSE TO CRITERIA

Clause #	Constitutional Requirement	Candidate to complete
The Candidate must possess all three of the following core competencies		
Clause 18.5(j)(i)(A)	Demonstrated leadership at a senior level in an environment compatible with the requirements of Hills Football	
Clause 18.5(j)(i)(B)	Demonstrated commitment to strong governance principles and an understanding and appreciation of the duties and responsibilities of the role of Director	
Clause 18.5(j)(i)(C)	A commitment to and a record of ethical behaviour including not having been the subject of an adverse finding or the current subject of an inquiry or investigation by any statutory, regulatory or law enforcement authority or agency including a disciplinary body of FNSW, FFA or Hills Football relating to any serious ethical matter	
The Candidate must possess at least one of the following Core Competencies:		
Clause #	Constitutional Requirement	Candidate to complete
Clause 18.5(j)(ii)(A)	legal qualifications (LLB or equivalent);	
Clause 18.5(j)(ii)(B)	accounting/finance qualifications (CA, CPA, CFA or equivalent);	
Clause 18.5(j)(ii)(C)	football administration experience through serving as a club or association president;	
Clause 18.5(j)(ii)(D)	business experience and/or qualifications	

Clause 18.5(j)(ii)(E)	technology experience and/or qualifications (IT, Technology degree, CIO or equivalent position); or	
Clause 18.5(j)(ii)(F)	marketing, communications, government relations or public relations experience at a senior level	
In addition to the Core Competencies, the Nominations Committee must also assess the following factors in accordance with clauses 18.1(b) and 18.5(b):		
Clause #	Constitutional Requirement	Candidate to complete
Clause 18.1(b)	the candidate must declare any position they hold in a Club including as an officer (howsoever described including as a Delegate) or as a full time employee;	
Clause 18.5(b)(i)	the commitment of the Candidate to a strong governance regime for Hills Football;	
Clause 18.5(b)(ii)	the commitment of the Candidate to Hills Football's development of policies and strategies for football generally throughout the region;	
Clause 18.5(b)(iii)	whether the Candidate has been involved in activities which could, or could reasonably be perceived to, materially interfere with the Candidate's ability to act in the best interests of Hills Football;	
Clause 18.5(b)(iv)	whether the Candidate is free from any interest and any relationship which could, or could reasonably be perceived to, materially interfere with the Candidate's ability to act in the best interests of Hills Football;	

Candidates may submit up to a maximum of 500 words below as to why they should be elected as a Director of Hills Football Incorporated

Statutory Declaration

OATHS ACT 1900, NSW, EIGHTH SCHEDULE

I, , do solemnly and sincerely declare
[name of declarant]

That the required candidate information I have provided in writing within Annexure 1 and Annexure 2 of this Director Nomination Document are free of any errors and are complete, true and accurate in every way.

That I have the education, experience and integrity that are required as detailed and mandated within the Nominations CRITERIA.

and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the *Oaths Act 1900*.

Declared at: on
[place] *[date]*

.....
[signature of declarant]

in the presence of an authorised witness, who states:

I, , a ,
[name of authorised witness] *[qualification of authorised witness]*

certify the following matters concerning the making of this statutory declaration by the person who made it: *[* please cross out any text that does not apply]*

1. *I saw the face of the person OR *I did not see the face of the person because the person was wearing a face covering, but I am satisfied that the person had a special justification¹ for not removing the covering, and
2. *I have known the person for at least 12 months OR *I have confirmed the person's identity using an identification document and the document I relied on was

[describe identification document relied on]

.....
[signature of authorised witness]

.....
[date]

¹ The only "special justification" for not removing a face covering is a legitimate medical reason (at September 2018)
6 April 2021