

ELECTION POLICY 2025



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Purpose and Scope

This Policy governs the nomination of candidates and the conduct of ballots for the election FV Directors.

TABLE OF CONTENTS

1 DEFINITIONS	3
2 CONSTITUTION	3
3 BOARD SKILLS AND QUALITIES REQUIREMENTS.....	4
3.1 DIRECTOR VALUES	4
3.2 DIRECTOR QUALITIES	4
3.3 DIRECTOR QUALIFICATIONS AND MEMBERSHIPS	4
3.4 BOARD SKILLS MATRIX.....	5
3.5 2024 AGM BOARD SKILLS REQUIREMENTS	6
4 NOMINATIONS COMMITTEE	7
5 RETURNING OFFICER	7
6 TIMELINE	8
7 NOMINATIONS	9
7.1 NOMINEE ELIGIBILITY	9
7.2 WITHDRAWAL OF NOMINATION.....	9
7.3 CANDIDATE INFORMATION.....	9
7.4 EXTENDED CANDIDATE SUMMARY (CV).....	10
7.5 ORDER OF CANDIDATES	10
8 ELECTION RULES FOR NOMINEES	10
8.1 SCRUTINEERS	11
9 OUTCOME OF ELECTION	11
9.1 TIED BALLOT VOTES	11
9.2 DECLARATION OF RESULTS	11
10 DIRECTOR ELIGIBILITY AND COMPLIANCE	12
10.1 WORKING WITH CHILDREN CHECK.....	12
10.2 NATIONAL POLICE CHECK.....	12
10.3 DIRECTOR DISQUALIFICATION	12

1 | DEFINITIONS

AGM Date in relation to a particular year means the date that the annual general meeting of FV will be held in that year;

Board Skills and Qualities Requirements means the Board Skills Requirements and Directors Qualities Guidelines, as approved by the FV Directors from time to time;

Candidate CV means a curriculum vitae or similar document submitted by a Nominee during the nominations process;

Candidate Photograph means a passport style photograph of a Nominee for the purposes of publication in conjunction with other Candidate Information;

Candidate Statement means a statement about a Nominee for the purposes of publication to Eligible Members;

Constitution means the constitution of FV as amended from time to time;

Eligible Nominator means an FV Director, Life Member or the Authorised Delegate of a Member Club of FV;

FA means Football Australia Limited (ABN 28 106 478 068) or its successor;

FV means Football Victoria Limited (ABN 97 592 993 965) the body recognised by FA as the body administering Football in Victoria or its successor;

Member means an FV Life Member or Member Club of FV (Associate Member Club or Voting Member Club);

NC means the Nominations Committee created by Rule 12.8 of FV's Constitution. The NC is a sub-committee of the Remuneration and Nomination Committee (**RNC**) and has an active role on an annual basis in line with director elections and appointments (Elected and Appointed);

Nomination Form means the form for nomination of a Nominee as a candidate for election as a Director, as prescribed by the Company Secretary from time to time;

Nominee means the nominated candidate for election as a Director;

Official Position means a person who holds a position, whether elected or appointed, as: president, vice-president, public officer, secretary, treasurer, director, committee member or member of the governing body (however described) of a Club, association (incorporate or unincorporated) or other entity (including any Member or another or State Body or its members) conducting, participating in or administering Football or any Football competition in Australia;

Voting Member Club means a Club under the FV Membership By-Law whose vote will be exercised by the Club's Authorised Delegate

2 | CONSTITUTION

This Policy is made by the Directors under section 10 of the Constitution and are made in conjunction with but subject to the Constitution. For details relating to the term, rotation of directors, remuneration or other information specifically related to the position of Director please refer to the [FV Constitution](#).

If there is any conflict between these Rules and the Constitution, the Constitution prevails.

3 | BOARD SKILLS AND QUALITIES REQUIREMENTS

3.1 | DIRECTOR VALUES

A candidate for election or appointment to the Board of FV agrees to be an active contributor and participant in the Board and its related activities and to uphold the values of the organisation, being:

1. Respect
2. Integrity
3. Unity
4. Leadership
5. Inclusive

Directors serve in a voluntary capacity, receiving compensation solely for approved disbursements for actual, reasonable and necessary expenses incurred by a director in their capacity as a director.

3.2 | DIRECTOR QUALITIES

A candidate for election or appointment to the Board of Football Victoria should possess each of the qualities described below:

1. **Integrity** – fulfilling a director’s duties and responsibilities, putting the organisation’s interests before personal interests and acting ethically;
2. **Curiosity and courage** – a director must have the curiosity to ask questions and the courage to persist in asking or to challenge management and fellow Board members where necessary;
3. **Interpersonal skills** – a director must work well in a group, listen well, be tactful but able to communicate their point of view frankly;
4. **Interest** – genuine interest in the organisation and its business;
5. **Instinct** – good business instincts and acumen, ability to get to the crux of the issue quickly;
6. **An active contributor** – there is no room on Boards today for those who are not able to actively contribute; and
7. **Accessibility** – directors need to ensure that they have adequate time to devote to developing and maintaining a good understanding of the organisation’s affairs as well as meeting the formal obligations of the Board.

3.3 | DIRECTOR QUALIFICATIONS AND MEMBERSHIPS

It is preferred that FV Board Directors have at least one of the following Industry or Tertiary Qualifications:

- Accounting/Finance (i.e. CA, CPA, CFA or equivalent)
- AICD, GIA or similar
- Business (i.e. MBA)
- Other Tertiary/Industry Qualification

3.4 | BOARD SKILLS MATRIX

FV Board Director's regularly complete a Board Skills Matrix Assessment, with skills assessed as None / Developing / Deep. The skills assessed include, but are not limited to:

PROFESSIONAL EXPERIENCE
Director - Medium Organisation (i.e.10-99 Employees)
Director - Large Organisation (i.e.100+ Employees)
Accounting / Financial Literacy
Finance / Investment
Government Relations
Corporate Governance
Strategic Mindset (i.e. Strategic Leader)
Risk Management
Marketing / Brand / Media / Communications / Public Relations
Sponsorship / Commercial Sales
Sports – Governance / Administration / Management
Technology, IT, Digital assets – IP
OTHER
Building and Planning
Profile / Reputation
Human Resources
Stakeholder Management
FV SPECIFIC
Understanding of requirements of State Sporting Organisation
Well-connected / Political / Reputational Capital

3.5 | 2024 AGM BOARD SKILLS REQUIREMENTS

For the 2024 AGM (being held on 28 May 2025), the Board’s current recruitment efforts are focused on identifying individuals with the following competencies:

SKILL CATEGORY	DESCRIPTION
Understanding of Football Eco-System	Deep understanding of football ecosystem including governance, administration and/or management. Understanding of the requirements of a State Sporting Organisation.
Government / Stakeholder Relations	Proven relations experience or relationships in business, government or local community with a proven ability to effectively engage with multiple stakeholders, influence and advocate on behalf of FV
Finance, Accounting & Investment Skills	Extensive experience and expertise in financial management including management accounting, budgeting, audit – both internal and external, compliance, tax and investments
Risk Management	Experience and demonstrated success in risk management at Board or corporate level management
Strong Governance Experience & Knowledge	Strong understanding of corporate compliance, regulatory standards, governance frameworks and conflict of interest rules, to protect FV and its stakeholders
Strategic Mindset	Possessing thinking that focuses on long-term goals, opportunities, and implications, requiring proactive and adaptable behaviour in navigating complex issues
Commercial Acumen & Commercially Driven	Excellent understanding of the commercial drivers, industry variables and underlying business models required to ensure an organisation is sustainable. Prioritises decision-making that drives business, and stakeholder, success and successful commercialisation of a business to improve its operational capabilities
Business Management	Highly successful and respected business leader with senior management or Board experience with a leading public or private sector organisation. Likely to have skills and experience across a broad range of competencies including corporate strategy, leadership, finance, operations and people, culture and infrastructure and/or facilities management.
Marketing & Brand Experience	Extensive experience and expertise in Marketing, Brand Management, including sponsorship and commercial sales

4 | NOMINATIONS COMMITTEE

The NC is a committee created by Rule 12.8 of FV's Constitution. The NC is a sub-committee of the Remuneration and Nomination Committee (RNC) and has an active role on an annual basis in line with director elections and appointments (Elected and Appointed).

The primary functions of the NC are to provide specific and general advice to the Board in relation to the following:

1. Provision of ongoing advice and assistance in the identification of relevant leadership and related skills for those holding leadership roles, together with the development, upskilling and maintenance of governance skills across FV (**Leadership & Skills Mandate**);
2. In relation to the consideration of candidates for election of Elected Directors or appointment of Appointed Directors of FV it will:
 - a. *assist* the FV Board to identify possible candidates for future appointment as Appointed Directors;
 - b. *gather from each candidate all relevant information* concerning their professional, educational, cultural training and experience and other pertinent information, including their experience within any relevant organisation (**Candidate Information**).
 - c. *review and consider the Candidate Information* in line with current vacancies and determine the suitability of candidates to fulfil current and future needs of the organisation. These recommendations will be provided to the FV Board (excluding current FV Directors seeking re-election) and shared with each Voting Member (when FV is seeking to fill an elected Director vacancy); and to the FV Board (when FV is seeking to fill a Director Appointment vacancy).

5 | RETURNING OFFICER

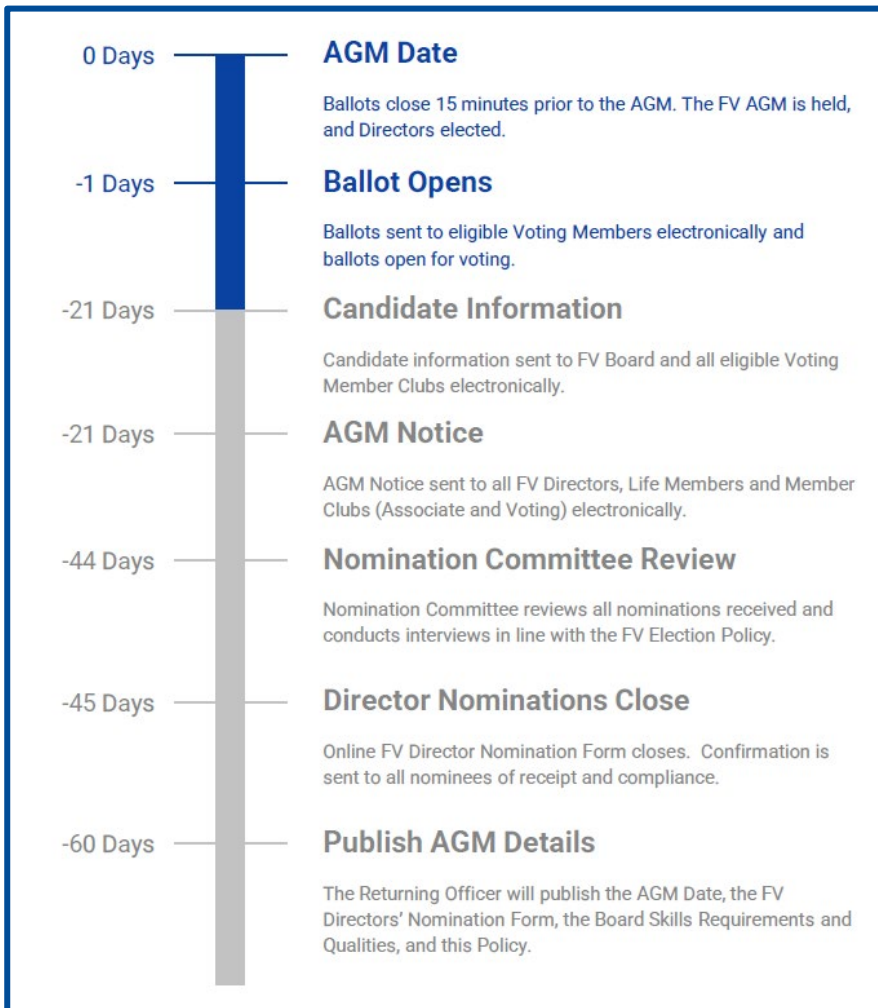
The management of the election process is delegated from NC to the Returning Officer. The role of the Returning Officer is to facilitate the election of Directors and assist the NC in the Elections Process.

The role includes:

1. preparing the notice inviting nominations;
2. ensuring the notice is published;
3. receiving nominations;
4. acceptance of nominations and declaring formal acceptance to the nominees when nominations close;
5. providing the details of eligible nominees to the NC;
6. formatting and distributing candidate information via a Candidate Booklet to FV Directors (excluding current FV Directors seeking re-election) and Voting Member Clubs;
7. distributing ballots to eligible members;
8. confirming the result of the ballots; and
9. providing the result to FV Chair.

A Returning Officer cannot be a candidate for any position being contested in an election. A returning officer cannot be seen to have any affiliation with or show support to any candidate or group of candidates. The integrity of an election relies on the ability and complete impartiality of the returning officer.

6 | TIMELINE



The timeline for nominations and elections at the FV AGM are as follows:

1. AGM details are published on the FV website 60 days prior to nominated AGM date. Director's Nomination Form and Requirements are provided at this time.
2. Director Nominations, receivable by Returning Officer by email only via prescribed form, close 45 days prior to the nominated AGM date. Confirmation is sent to all nominees of receipt of form and compliance with prescribed requirements.
3. NC reviews all nominations received and if required conducts interviews with nominees in accordance with Nominations Committee Charter
4. AGM Notice is sent electronically to all FV Directors, Life Members and Member Clubs (Associate and Voting)
5. Candidate Information is sent to the FV Board (excluding current FV Directors seeking re-election) and all eligible FV Voting Member Clubs electronically, 21 days prior to the nominated AGM date
6. The Ballot for voting opens one (1) day prior to the nominated AGM date and closes 15 minutes prior to the AGM. Ballots can only be submitted electronically
7. Ballots close 15 minutes prior to the AGM. The FV AGM is held, and Directors elected.

7 | NOMINATIONS

Under clause 10.3 of the Constitution an FV Member or an FV Director may nominate a person for election as a Director and the nomination must be in writing and signed by the eligible nominator and nominee.

An eligible nominator may only put forward a single nomination for each election.

The nomination must be provided by email to elections@footballvictoria.com.au using the prescribed Nomination Form and must be received by the Returning Officer on or before the Director Nominations Closing Date.

To be valid, a Nomination Form must include all the information outlined in **Section 7.3 Candidate Information** of this Policy and be signed by the nominee and an eligible nominator.

7.1 | NOMINEE ELIGIBILITY

A person who:

- a. is not an employee of a Club, FV or FA; or
- b. does not hold any Official Position as defined in clause 10.2 of the FV Constitution; and
- c. has a valid Working With Children's Check (minimum Volunteer WWCC);

is eligible to be a nominee.

7.2 | WITHDRAWAL OF NOMINATION

A Candidate may withdraw their nomination in writing at any time up to the election by emailing elections@footballvictoria.com.au

7.3 | CANDIDATE INFORMATION

1. Each Nominee must submit with the Nomination Form:
 - a. Executed Statutory Declaration;
 - b. Candidate Statement and Biography;
 - c. Completed Skills Assessment Table;
 - d. Extended Candidate Summary - CV (up to four (4) pages);
 - e. Candidate Working With Children Check Card (in .jpg or .png format); and
 - f. Candidate Photograph (in .jpg or .png format);to elections@footballvictoria.com.au by no later than the Director Nominations Closing Date.
2. FV may refuse to accept a nomination which is not properly completed or provided in accordance with this policy and/or does not meet the requirements of eligibility.
3. A Candidate Statement should include information regarding relevant background, qualifications, experience of the Nominee, but must not:
 - a. be more than 250 words in length;
 - b. contain any content that is or may be misleading, inaccurate or disparaging of any person;
 - c. contain the name of another person without that person's express written authority (as demonstrated to the satisfaction of the Returning Officer); and

- d. contain any confidential information of FV or any material that does or may infringe the intellectual property rights of any person.
4. Where a Candidate Statement does not comply with this policy or is otherwise inappropriate, FV may not accept the nomination.
5. Candidates must complete the Skills assessment by classifying their own skills in three categories ie. none, developing or deep.
6. Candidate Information including photo will be made publicly available and distributed to the NC, FV Directors (excluding current FV Directors seeking re-election) and Voting Member Clubs for the purposes of the Ballot.

7.4 | EXTENDED CANDIDATE SUMMARY (CV)

Each Nominee must submit to FV by no later than the Director Nominations Closing Date, a CV or similar document (up to four (4) pages) summarising the Nominee's relevant background and experience.

Candidate CVs will not be publicly released by FV.

7.5 | ORDER OF CANDIDATES

Candidates will be listed alphabetically by last name on the ballot. The order of candidates once confirmed by the Returning Officer is final.

8 | ELECTION RULES FOR NOMINEES

1. This Rule applies from the time the Call for Nominations is first made until the declaration of the election by the Returning Officer at the AGM.
2. Election material, Candidate Statements and any other written or oral statement by, or on behalf of, a Nominee or a Candidate must not:
 - a. disparage or otherwise reflect adversely on the standing of FA, FV, FV Directors, Members, officers, staff, Nominees or Candidates;
 - b. mislead or deceive, or be likely to mislead or deceive, Voting Members regarding the casting of their vote;
 - c. directly or indirectly seek, claim or imply endorsement of their candidature from any current FV Director or staff member;
 - d. contain the name of another person without that person's express written authority (as demonstrated to the satisfaction of the Returning Officer); or
 - e. contain any confidential information of FV or any material that does, or may, infringe the intellectual property rights of any person.
3. Except as permitted under these Rules, Candidates must not engage in, or authorise others to engage in, the following types of electioneering conduct:
 - a. campaigning for the office of Director or drawing attention to the fact the Candidate is seeking to be appointed as a Director by:
 - i. placing an advertisement in a newspaper, magazine or other similar publication;
 - ii. placing a placard or billboard in a location that can be seen by the general public;

- iii. giving an interview that is transmitted to the general public by way of the media, including radio, television, blog or vlog;
 - iv. posting to a website or to a social media platform material that can be viewed by the general public; or
 - v. sending hard copy or electronic communications to persons in circumstances that does not comply with these Rules; and
 - b. other conduct specified by the Board from time to time as notified by the Board to all Candidates and that applies equally to all Candidates.
4. For the avoidance of doubt, the electioneering conduct restricted by the preceding paragraph does not include conduct that otherwise complies with these Rules and involves:
 - a. material published on FV's website or election platform;
 - b. publishing on the Candidate's social media platform accounts the fact that they are a Candidate and the Candidate Statement of that person (in doing so the comments function must be turned off in connection with that); or
 - c. a private conversation between the Candidate and a Voting Member (including by way of text message and/or email) that discusses the candidature and does not contravene these Rules.
5. Candidates are NOT entitled to access the FV Members register for the purpose of electioneering. FV will publish a list of the Voting Member Clubs on its website.

8.1 | SCRUTINEERS

Any Candidate who wishes to nominate a scrutineer must do so to the Returning Officer before the close of the ballot. A Candidate may not act as a scrutineer.

Scrutineer access and conduct requirements will be at the absolute discretion of the Returning Officer.

9 | OUTCOME OF ELECTION

9.1 | TIED BALLOT VOTES

If there is a tie in the number of votes for any vacant position, the Chair of the meeting will offer attending Voting Members another ballot on the vacancy from amongst the tied candidates only.

If:

- The Members accept the ballot, vote, and it is still tied; or
- The Members reject a deciding ballot; or
- It is not possible to offer or conduct another ballot;

then no candidate is elected, and the position becomes a casual vacancy to be dealt with in accordance with the Constitution.

9.2 | DECLARATION OF RESULTS

The Returning Officer will declare the results of the election at the meeting (AGM) via the Chair. Results will also be published on FV's website.

10 | DIRECTOR ELIGIBILITY AND COMPLIANCE

10.1 | WORKING WITH CHILDREN CHECK

All elected Directors must hold a valid Working With Children Check (minimum Volunteer WWCC), or valid exemption as per the FV Working With Children Check Policy. The role of a Director may involve direct contact with children throughout the year.

10.2 | NATIONAL POLICE CHECK

A National Police Certificate contains a record of disclosable court outcomes from all Australian states and territories, relevant to the purpose of the National Police Check.

Police keep records about your involvement with the criminal justice system, but only certain information can be provided on a police check.

To accept a position of Director at FV the candidate must apply for a National Police Certificate using FV's preferred method at the time, the cost of which will be reimbursed by FV.

10.3 | DIRECTOR DISQUALIFICATION

An elected Director must not be disqualified from managing corporations as per the [ASIC Banned and Disqualified Register](#).