



FNSW – Ian Holmes General Manager - Report & Recommendations – Revised 19th May 2009

Background

The Illawarra Zone Football Unification Committee had been initiated and convened after discussions with FNSW CEO Mike Quarmby, IFA President Eddy De Gabriele, Wollongong Wolves CEO Jock Morlando and the then IJFA President John Whiddett and their respective Board Members back in July 2006.

FNSW GM, Ian Holmes was then invited by the Illawarra Zone Football Unification Committee onto the Unification Committee and has directly participated with the process of Football Unification of all the relevant parties/associations in the Illawarra Zone over the past 6 months. Since then FNSW GM, Ian Holmes has been most impressed with the leadership, enterprise, professionalism, intent, good faith, harmony and focus of all the parties involved to make Football Unification a reality in Illawarra Zone and the positive response from the Community with this exercise.

Report

As a result, after listening to and understanding all the major issues, needs of each party/association/group and to also cater for those special circumstances and corporate legal obstacles, FNSW GM, Ian Holmes has created a working Model out of all those suggestions, ideas, comments, submissions and presentations put forward, into a single combined Football Unification Hybrid Model, now known as Football South Coast (FSC). The attached Chart provides a quick snap shot view of the new Model & Structure and make-up. The Model is a very innovative approach to achieving bipartisan support, professional progress of the new Association and strong focus on the development of the game by excluding the traditional “tribal mentalities” of the past through FNSW guidance, direction and governance.

It is therefore the recommendation of FNSW GM, Ian Holmes to Illawarra Zone Football Unification Committee, now recently named Football South Coast, that they adopt this model and that Ian Holmes makes a presentation to the CEO of FNSW and subsequently if approved by the CEO, that such a presentation then be made to the full Board of FNSW with a view and recommendation that the Illawarra Zone be allowed special permission to operate all Football in Illawarra Zone under this new and innovative Structure & Model for its new Football South Coast {Association} and its Board of Directors.



FNSW GM, Ian Holmes believes that this model and structure – after recent agreed amendments & changes - now appears to satisfy all the relevant parties' needs, issues, ensure safeguards to each party/association with ongoing & future bipartisan initiatives/policies, allow for those special legal circumstances and, of course, achieve the full objectives of Football Unification in the Illawarra Zone.

FNSW GM, Ian Holmes now strongly believes that this excellent new model created by Illawarra Zone Football Unification Committee could easily be implemented, in real practical terms, throughout the entire Football NSW governing regions/zones.

Recommendations (Revised & Amended 19th May 2009 after Illawarra Zone Unification Committee Meeting of 4th May 2009):

1. **Football South Coast Board will operate under the close supervision & guidance of FNSW in the initial 4-Year Transition Period** with FNSW CEO (or his/her nominated FNSW Senior Executive) having overall responsibility for the Governance, Performance, Community Relevance, Effectiveness, Strategic Planning & Direction for the development of all the various Football levels in this Illawarra Zone through the FNSW appointed Chairperson of the newly formed Football South Coast (FSC).
2. It is intended that this **transition structure will be reviewed just prior to the completion** of the 4-Year Transition Period to determine the best possible model for post-transition period without FNSW direct involvement. However it is also noted that if it is deemed to be **the most practical, effective, appropriate & feasible model for FNSW to have an ongoing involvement and maintain this structure post-transition expiry date**, then FNSW and the FSC Chairperson will assess the performance & effectiveness of the model up to that expiry date and FNSW CEO will make the most appropriate final decision in the best interests of Illawarra Zone Football at that or at some earlier point in time.
3. **The new Illawarra Zone Football Unification Association now known as, Football South Coast (FSC), will be made of up to 9 Illawarra Zone Representatives, being; Nine (9) Directors including a Chairperson each with full Voting Rights and two (2) Associate Football Council Representative with No Voting Rights (see explanation notes below at 5,6,7 & 9).**

4. **All Nine (9) FSC Board of Directors will serve 2-Year Set Terms** before either being; (a) re-appointed by FNSW or (b) having to be re-elected by their respective Football Councilors/Board for an additional 2-Year term. A “half board elections/appointments” system will be implemented to ensure at least half the FSC Board have some continuity and to maintain experience with a min of 2 years board experience on the newly formed FSC Board. **Note:** *Hence it is recognized that some initial arrangements will need to be factored into this implementation to achieve this goal.*

5. Four (4) **Elected Directors** must come from their respective **Illawarra Zone Football Councils**, that is; 1 Director from the Men’s Football Council, 1 Director from the Women’s Football Council, 1 Director from the Junior Football Council and 1 Director from the Futsal Football Council. Furthermore each Football Council will be represented on the FSC Board by their “members-elected” Councilor – who will be selected by their respective Football Councilors to be their nominated Director on the FSC Board. Each Football Council will conduct timely cyclical Elections some time prior to, but in line with, the FSC Board Elections and/or appointments, to maintain the appropriate level of representation for Football Operations within their area of Football Council.

It is important to note that, FNSW through its CEO or his nominated Senior Executive representative, **can also remove any elected FSC Director at any time without notice** and appoint a replacement during the 4-Year transition period and beyond if it is deemed appropriate, where FNSW have deemed the removal of that individual Director, to be in the best interests of Football in the Illawarra Zone.

6. Additionally, four (4) FNSW **Appointed Directors** will be sourced and appointed from **any area of Football** or from a Business/Govt/Community/Sporting Group and, as practically possible, from within the Illawarra Zone as per eligibility criteria and as best determined and assessed by FNSW CEO or his/her Senior Executive Representative in the best interests of Football as a whole for the successful development of Football within the Illawarra Football Zone.

It is important to note that, FNSW through its CEO or his nominated Senior Executive representative, **can also remove any appointed FSC Director at any time without notice** and appoint a replacement during the 4-Year transition period and beyond if it is deemed appropriate, where FNSW have deemed the removal of that individual Director, to be in the best interests of Football in the Illawarra Zone.



7. **The Chairperson** will be appointed by FNSW through its CEO and will be sourced from any area of the Business/Sports/Govt/Local or Industry Communities, and again as practical as possible to comply with the eligibility criteria, with a person from within the Illawarra Zone. The Chairperson will be a significant senior person within the community who will be recognized and respected as a Leader and for his or her work within the Business/Local/Govt or the Sporting Communities and one who has achieved or is still experiencing great success in his or her professional working career, business or area of operation. The Chairperson will also need to satisfy the Directors eligibility criteria as set out in the Criteria Clauses for Appointed Directors and be recognised as a strong Bipartisan Supporter of Football across all levels and streams and accepted as a strong public and vocal advocate for local football development.
8. The Chairperson will be appointed to set 2-year terms and can be re-appointed by FNSW. FNSW through its CEO or his nominated Senior Executive representative, can also remove the Chairperson at any time without notice and appoint a replacement during the 4-Year transition period and beyond if it is deemed appropriate, where FNSW have deemed it to be in the best interests of Football in the Southern Zone.
9. **The two FNSW Approved Associated Football Councils** will each also be afforded a single representation “On-Invitation” on the Football South Coast Board of Directors, as part of the Associated Football Council. South Coast Football Club Ltd (A-League) has been invited with one (1) Member Representation with **No Voting Rights**, this will be reviewed by FNSW on an annual basis. The remaining approved associated football group, the Illawarra Soccer Referees Association, have also been invited and been afforded participation status on the Football South Coast Board of Directors however as they are strictly a service organisation, they have been afforded one (1) Member Representation with **NO Voting Rights**.



10. All South Coast Associated Football Groups **must be invited, approved and accepted by FNSW CEO or his Senior Executive Representative**, beforehand as participants on the Football South Coast Board and also will serve for set 2-year terms, which may be renewed if invited & approved by FNSW at the time of re-appointment. It must be noted that these Associated Groups have been invited & included so to ensure all stakeholders have input to the development of all Football in the Illawarra Zone, but it is also noted and recognized that these associated Groups may be represented, controlled or governed by other areas of Football Administration, Private Ownerships/Shareholders or Management (eg A-League under the direct control of FFA) or may have special circumstances or corporate structures that would prevent the enforcement, governance or compliance under the direct control of the new Football South Coast {Association's} new Constitution, Policies, Decisions and By-Laws.
11. As a result, to ensure the progression of the Unification of Football in the Illawarra Zone and to allow the complete unencumbered creation and implementation of the new Football South Coast, Unification Association, **it has been decided to invite & include these special groups as valued members of the Illawarra Zone Football Community at the Football South Coast Board table** to ensure all matters of Football significance are considered and tabled directly by these interested and important parties. At any time in the future where any of the parties make significant changes to their corporate structure, governance or association, a group can be reviewed by FNSW and can either be removed from FSC Board only by FNSW or have their status and invitation amended on the Football South Coast Board without notice.
12. At this point in time, **FNSW recognises, invites and accepts only these two (2) specific Associated Football Groups as special groups** to the Football South Coast. These are: South Coast FC Ltd (A-League) and the Illawarra Soccer Referees. Each group will need to nominate a single representative that is to be formally endorsed by their respective Boards or Management Committee and those representatives will need to be invited & approved by FNSW prior to their participation and engagement. FNSW has the right to refuse any nominee from any of these two (2) Associated Football Groups if it considers that it is not in the best interests of Football in the Illawarra Zone.

13. **To ensure focus & maintain the objectives of all parties to achieve a unilateral Unification of all Streams of Football in the Illawarra Zone, the FSC Board Voting Allocation will be as follows,**

- a. All **four (4)** Football Council **Elected Directors** will be assigned 1 Single Vote each.
- b. All **four (4)** FNSW **Appointed Directors** will also be assigned 1 Single Vote each.
- c. The **two (2)** FNSW **Invited** and approved Associated Football Group **representatives** will not be eligible for voting rights.
- d. The FNSW **appointed Chairperson** will be assigned 1 Single Vote with special conditions (see Clause 14)

Additionally all voted & approved Board Decisions will during the initial 4-year Transition period require a conditional & structured Majority of Votes which will be detailed upon finalization of the new Football South Coast Constitution

14. The **FSC Chairperson will be solely appointed by FNSW & will also be assigned 1 Single Vote**, however the Chairperson will be also assigned the responsibility of a one (1) extra Casting Vote where & if required.

15. All matters of major policy, strategic, revenue/expenditure or investment significance - as solely determined by the Chairperson - **can be referred to FNSW CEO or his/her senior executive representative for final approval & endorsement during the 4-Year Transition Period or beyond if deemed appropriate.**

16. Total **Maximum Board Votes = 9 Votes** but this can be 10 Votes if it includes the 1 additional Casting Vote by the Chairperson if required.



CRITERIA ELIGIBILITY FOR APPOINTED DIRECTORS BY FNSW TO THE FSC BOARD.

Appointed Directors:

1. Must be approved by FNSW CEO or his/her nominated Senior Executive Officer and be available to attend all Football related meetings including at FNSW Headquarters and represent the FSC Board as required and instructed by the Chairperson of the FSC.
2. Must have proven and successful record in a Professional Business/Govt Environment with strong Business, Organisational &/or Commercial Acumen and Skills.
3. Must demonstrate a strong level of Leadership Skills, Qualities and Capacity in at least one discipline of Football Operations Board (eg Financial, Strategic Planning, Business Development & Revenue, Marketing, Risk Management, Competition Operations, Corporate Sponsorships, Events, Technical, etc...) at an Association or Major Sports Organisation level, as determined initially by FNSW CEO or the appointed FNSW Senior Executive assigned to oversee and govern the Football South Coast Association Board & its Operations during the initial 4-Year Transition period and then as determined by the Chairperson of the FSC Board
4. Must demonstrate a sound practical Knowledge & Experience in Football Management, Administration & Football Organisation.
5. Must demonstrate a strong and successful Commercial or Business Planning & Operations Background and record.
6. Must possess & demonstrate a very strong & proven record in at least one or more of the Key Critical Business Drivers or Football/Corporate Business Experience namely; (a) Financial Management Planning/Control, (b) Business Management Operations (c) Corporate or equivalent Organisational/HR/Strategic Management Planning & Implementation, (d) previous/current position in a Senior Management Position within a Corporate Environment or Structured Organisation, (e) Change Management Practices & Implementation, (f) Marketing and/or Business Development
7. Must demonstrate a proven Business oriented Written and Verbal Communication Skills.
8. Must be able to demonstrate a capacity to prepare written submissions and subsequently make Public Presentations and Addresses
9. Must be willing & available to attend all Board Meetings (set annual attendance quotas required), Football Council Meetings (set annual attendance quotas required) and other Board, Zonal Football Business and/or FNSW Offices/Meetings at times, hours &/or days that best represents this new era in Football Business practices and operations.
10. Must have accepted, successful and strong links across the whole of the local Social & Business Communities that best represents the new Football South Coast as a major contributor and valued member of the local community.



CRITERIA ELIGIBILITY FOR ELECTED DIRECTORS TO THE FSC BOARD.

Elected Directors:

1. Must have at least 2 years Illawarra Zone Football Knowledge & Experience at either: Football Administration, Football Council/Committee/Portfolio, Coaching, Football Management or Football Club Committee tier/level
2. Must be a current Football Councilor, elected by its members, on one of the FNSW Approved Football Councils and be a signatory to the Illawarra Zone Football Unification MOU.
3. Must represent that specific Football Council for those participating members, ensuring that all issues and matters of importance are researched and presented before their respective Football Council and that elected Director receives advice and instructions from their respective Football Council regarding FSC Board changes to policy, implementation of initiatives and all other matters in regards to the operation & development of their Stream of Football.
4. Must attend at least 9 Council Monthly Meetings during the Year and cannot miss more than 2 consecutive Council Meetings without written approval from the FSC Chairperson
5. Must demonstrate strong & clear written & Verbal Communication Skills through previous exercises of submissions and/or presentations
6. Must demonstrate an understanding and appreciation of at least 1 of the key structured organisational drivers; ie either, Organisational Planning Processes, Business Planning, Strategic Planning, Financial Reporting, Annual Reporting, Corporate &/or Compliance Principles and/or other significant Business/Govt type focused Reporting Management Systems
7. Must be available to attend meetings at FNSW Headquarters and represent their Football Council and Football South Coast as required and instructed by the Chairperson of the FSC Board.



CONCLUSION:

The details contained within this “Blueprint” have been provided so as to graphically demonstrate the complexities of creating this Hybrid Unification Model that best suits all stakeholders in the spirit that has been created by those Illawarra Zone parties that signed the MOU.

It is clear that there will need to be close guidance and direction by FNSW during the 4-year Transition period to ensure that all parties remain focused “on the bigger picture” of Unification and Football Development within the Illawarra Football Zone and FNSW congratulates all those parties that have successfully achieved this level of co-operation and progress.

Although FNSW & all parties involved understand the journey will at times be very difficult, the primary goal of developing and advancing all levels of Football in this Zone will be the paramount driver to achieve the group’s stated final outcome of One Unified Football Administration & Governing Body for this Region and FNSW is extremely impressed by all the Stakeholders level of bipartisan intent to achieve success for Unification, which has been exemplified through granting of concessions to individual stakeholders (Wollongong FC & the South Coast FC) in the spirit of Unification and similarly FNSW providing IAFA interests to be represented on the FSC Board through FNSW’s direct appointment system and as such, FNSW is fully committed to directly leading this process and assisting the Illawarra Zone in delivering Unification to the Football Community.

It is now appropriate and I strongly encourage that the Illawarra Zone Unification Committee endorse this Final Unification Structure & Blueprint for presentation to the CEO of FNSW & also to the full Board of FNSW.

Upon endorsement & FNSW approval, progress to the next level of Unification will include, (a) Final Details of the Make-Up of all the Football Councils, (b) creation of a Draft Constitution, (c) Further Details and Key Performance Measures for the Roles & Responsibilities of the FSC Board of Directors & its Chairperson, (d) Draft Details of the Transition & timeline Arrangements for the new Football South Coast; including, Financial Set-up, creating protection Trust Funds, the timing for Dissolving of all current Associations etc.. (e) Instructions & Announcements for all current Associations impending AGMs and elections, (f) Further Presentations/Information Sessions/Written Submissions to the various Association Member Clubs and (g) Web Site Roll Out (this in fact can be rolled out immediately).

There are a number of activities & tasks required over the following 2-3 months and I believe we are now in a very good position to accelerate our plans and deliver Unification as per our timeframes of 1st Quarter of 2009.

Yours sincerely,
Ian Holmes



General Manager Football NSW

Football South Coast
Board of Directors

Total of 9 Voting Board of Directors including the Chairperson who is appointed by FNSW.
Note: 2 Members with Non-Voting Rights to also be included. Being Illawarra Soccer Referees association and SCFC (A-League)

Men's Football Council. (MFC)
Made up from Min of 5 Councilors up to Max of 9 Councilors. Elected by those IFA Member Clubs and also IAFA member clubs, plus one WCFC representative.

Women's Football Council. (WFC)
Made up from Min of 3 Councilors to Max of 5 Councilors. Elected by those Member Clubs & Note: Illawarra Stingrays to be represented here.

Junior Football Council. (JFC)
Made up from Min of 5 Councilors to Max of 7 Councilors. Elected by those Member Clubs.

Futsal Football Council. (FFC)
Made up from Min of 2 Councilors to Max of 3 Councilors. Elected by those Member Clubs.

Associated Football Council. (AFC)
FNSW approved 2 distinct members, being South Coast FC (A-League) & Illawarra Soccer Referees Association.

1 Councilor from the IFA to Represent this Council on the FSC Board.
This 1 Councilor to be Elected by the respective IFA Football Councilors.
All Councilors to be elected by their respective Men's Football Member Clubs at cyclical elections.

1 Councilor from the IWFA to Represent this Council on the FSC Board.
This 1 Councilor to be Elected by the respective IWFA Football Councilors
All Councilors to be elected by their respective Women's Football Member Clubs at cyclical elections.

1 Councilor from IJFA to Represent this Council on the FSC Board.
This 1 Councilor to be Elected by the respective IJFA Football Councilors
All Councilors to be elected by their respective Junior Football Member Clubs at cyclical elections.

1 Councilor from South Coast Futsal Club to Represent this Council on the FSC Board.
This 1 Councilor to be Elected by their Football Councilors
All Councilors to be elected by their respective Futsal Football Member Clubs at cyclical elections.

1 Nominee Invited from the two each FNSW Approved member Group as a Representative on the FSC Board.
The two Nominees must be approved by FNSW. South Coast FC rep and ISRA Rep will be appointed with **No Voting Rights** on FSC Board but must adhere to all eligibility requirements.