

PROFESSIONAL FOOTBALLERS AUSTRALIA INC.

(Registration No. A00 27415N)

2010 PFA ANNUAL GENERAL MEETING

MEETING MATERIALS

FRIDAY 8 OCTOBER 2010 AT 12.00PM FOR 1.00PM (AEST) AT
PRICEWATERHOUSECOOPERS, 201 SUSSEX STREET, SYDNEY

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1. AGENDA

AGENDA FOR 2010 ANNUAL GENERAL MEETING OF PROFESSIONAL FOOTBALLERS AUSTRALIA INC TO BE HELD AT 1.00PM (AEST) ON FRIDAY 8 OCTOBER 2010 AT PRICEWATERHOUSECOOPERS, 201 SUSSEX STREET, SYDNEY

- 1. OPENING**
- 2. ATTENDANCE, APOLOGIES AND PROXIES**
- 3. ORDINARY BUSINESS**

The ordinary business of the meeting will be:

- (a) to confirm:
 - (i) the minutes of the 2009 Annual General Meeting held 13 November 2009; and
 - (ii) the minutes of the Special General Meeting held 22 May 2010;
- (b) to receive:
 - (i) from the Executive a report on the transactions of the PFA for the year ending 30 June 2010; and
 - (ii) from the Chief Executive his report on the business of the PFA for that period;
- (c) to accept declarations of interest from members of the Executive;
- (d) to conduct an election for five members of the Executive; and
- (e) to receive and consider the statements of the PFA required under section 30(3) of the *Associations Incorporation Act 1981 (Vic)* ("the Act"), including:
 - (i) the income and expenditure of the PFA for the year ending 30 June 2010; and
 - (ii) the assets and liabilities of the PFA at the end of that period.

4. SPECIAL BUSINESS

The special business to be transacted at the meeting will be:

- (a) to consider a report on the PFA's collective bargaining negotiations;
- (b) to consider the registration of an association of professional footballers under the *Fair Work (Registered Organisations) Act 2009 (Cth)*; and
- (c) any other matter of which notice is given in accordance with the Rules of the PFA and the Act.

2. AGENDA ITEM 3(a)(i) – MINUTES OF THE 2009 ANNUAL GENERAL MEETING

MINUTES OF THE 2009 ANNUAL GENERAL MEETING OF THE AUSTRALIAN PROFESSIONAL FOOTBALLERS' ASSOCIATION INC HELD ON 13 NOVEMBER 2009 AT 1.00PM (AEST) AT PRICEWATERHOUSECOOPERS, 201 SUSSEX STREET, SYDNEY.

1. OPENING

The Chairman formally welcomed everyone to the 2009 PFA Annual General Meeting (AGM) and opened the meeting.

2. ATTENDANCE, APOLOGIES AND PROXIES

Attendance:

Simon Colosimo	President, Sydney FC
John Poulakakis	Chairman
Brendan Schwab	Chief Executive & General Counsel
John Aloisi	Executive, Sydney FC
Alex Wilkinson	Executive, Central Coast Mariners
Liam Reddy	Executive, Brisbane Roar
Jon McKain	Executive, Wellington Phoenix
Ante Milicic	Executive
Tando Velaphi	Club Delegate, Perth Glory
Joel Porter	Club Delegate, Gold Coast United
Adam D'Apuzzo	Club Delegate, Newcastle Jets
Shannon Cole	Club Delegate, Sydney FC
John Hutchinson	Club Delegate, Central Coast Mariners
Michael Ferrante	Club Delegate, Wellington Phoenix
Robbie Middleby	Club Delegate, North Queensland Fury
Karl Dodd	North Queensland Fury
Matt Simon	Central Coast Mariners
Daniel Mullen	Adelaide United

Chris Coyne	Perth Glory
Will Hastie	Manager, Player Services & Community
Laura Sigal	Manager, Player Relations & Advocacy
James Johnson	Player Relations Executive
Jeromy Harris	Player Relations Officer
David Zdrilic	Player Relations Officer
Brad Maloney	PFA Licensed Player Agent

Apologies:

Tim Cahill	Executive, Socceroos
Vince Grella	Executive, Socceroos
Ante Covic	Executive, Socceroos
Kevin Muscat	Executive, Melbourne Victory

Proxies:

The Chief Executive reported that he had received the following written appointments of proxies in accordance with Rule 22.15 of the Rules of the PFA:

NAME	CLUB	DATE	PROXY
Angelo Costanzo	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Tarek Elrich	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Jobe Wheelhouse	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Matt Thompson	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Sasho Petrovski	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Ljubo Milicevic	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Ben Kennedy	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Jason Naidovski	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Nikolai Topor-Stanley	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Shaun Ontong	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Jason Hoffman	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo

Marko Jesic	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Brodie Mooy	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Sean Rooney	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Donny de Groot	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Fabio Vignaroli	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Neil Young	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Michael Bridges	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Kaz Patafta	Newcastle Jets FC	6/11/2009	Adam D'Apuzzo
Josh McCloughan	Brisbane Roar	22/10/2009	Liam Reddy
Matthew McKay	Brisbane Roar	22/10/2009	Liam Reddy
Massimo Murdocca	Brisbane Roar	22/10/2009	Liam Reddy
Andrew Packer	Brisbane Roar	22/10/2009	Liam Reddy
Craig Moore	Brisbane Roar	22/10/2009	Liam Reddy
Danny Tiatto	Brisbane Roar	22/10/2009	Liam Reddy
Mitchell Nichols	Brisbane Roar	22/10/2009	Liam Reddy
Griffin McMaster	Brisbane Roar	22/10/2009	Liam Reddy
Michael Zullo	Brisbane Roar	22/10/2009	Liam Reddy
Thomas Oar	Brisbane Roar	22/10/2009	Liam Reddy
Isaka Cernak-Okanya	Brisbane Roar	22/10/2009	Liam Reddy
Tim Smits	Brisbane Roar	22/10/2009	Liam Reddy
David Lee Dodd	Brisbane Roar	22/10/2009	Liam Reddy
Serginho Van Dijk	Brisbane Roar	22/10/2009	Liam Reddy
Luke DeVere	Brisbane Roar	22/10/2009	Liam Reddy
Reinaldo	Brisbane Roar	22/10/2009	Liam Reddy
Adam Sarota	Brisbane Roar	22/10/2009	Liam Reddy
Bob Malcolm	Brisbane Roar	22/10/2009	Liam Reddy
Matt Mundy	Brisbane Roar	22/10/2009	Liam Reddy
Nik Mrdja	Central Coast	29/10/2009	Alex Wilkinson

Dan Vukovic	Central Coast	29/10/2009	Alex Wilkinson
Nigel Boogaard	Central Coast	29/10/2009	Alex Wilkinson
Adam Kwasnik	Central Coast	29/10/2009	Alex Wilkinson
Dean Heffernan	Central Coast	29/10/2009	Alex Wilkinson
Andrew Clark	Central Coast	29/10/2009	Alex Wilkinson
Ahmad Elrich	Central Coast	29/10/2009	Alex Wilkinson
Dylan Macallister	Central Coast	29/10/2009	Alex Wilkinson
Pedj Bojic	Central Coast	29/10/2009	Alex Wilkinson
Andrew Redmayne	Central Coast	29/10/2009	Alex Wilkinson
Bradley Porter	Central Coast	29/10/2009	Alex Wilkinson
Matthew Simon	Central Coast	29/10/2009	Alex Wilkinson
David D'Apuzzo	Central Coast	29/10/2009	Alex Wilkinson
Nicky Travis	Central Coast	29/10/2009	Alex Wilkinson
Matthew Lewis	Central Coast	29/10/2009	Alex Wilkinson
Chris Doig	Central Coast	29/10/2009	Alex Wilkinson
Shane Huke	Central Coast	29/10/2009	Alex Wilkinson
Michael McGlinchy	Central Coast	29/10/2009	Alex Wilkinson
Mathew Crowell	Central Coast	29/10/2009	Alex Wilkinson
Matthew Osman	Gold Coast United	4/11/2009	Joel Porter
Kristian Rees	Gold Coast United	4/11/2009	Joel Porter
Steve Pantelidis	Gold Coast United	4/11/2009	Joel Porter
Daniel Piorkowski	Gold Coast United	4/11/2009	Joel Porter
Zenon Caravella	Gold Coast United	4/11/2009	Joel Porter
Steve Fitzsimmons	Gold Coast United	4/11/2009	Joel Porter
Scott Higgins	Gold Coast United	4/11/2009	Joel Porter
Jason Culina	Gold Coast United	4/11/2009	Joel Porter
Shane Smeltz	Gold Coast United	4/11/2009	Joel Porter
Michael Thwaite	Gold Coast United	4/11/2009	Joel Porter

Tahj Minniecon	Gold Coast United	4/11/2009	Joel Porter
James Brown	Gold Coast United	4/11/2009	Joel Porter
Richard Greer	Gold Coast United	4/11/2009	Joel Porter
Matthew Kemp	Melbourne Victory	5/11/2009	Simon Colosimo
Tom Pondeljak	Melbourne Victory	5/11/2009	Simon Colosimo
Kevin Muscat	Melbourne Victory	5/11/2009	Simon Colosimo
Adrian Leijer	Melbourne Victory	5/11/2009	Simon Colosimo
Archie Thompson	Melbourne Victory	5/11/2009	Simon Colosimo
Glen Moss	Melbourne Victory	5/11/2009	Simon Colosimo
Nick Ward	Melbourne Victory	5/11/2009	Simon Colosimo
Billy Celeski	Melbourne Victory	5/11/2009	Simon Colosimo
Rodrigo Vargas	Melbourne Victory	5/11/2009	Simon Colosimo
Steven Pace	Melbourne Victory	5/11/2009	Simon Colosimo
Grant Brebner	Melbourne Victory	5/11/2009	Simon Colosimo
Leigh Broxham	Melbourne Victory	5/11/2009	Simon Colosimo
Mitch Langerak	Melbourne Victory	5/11/2009	Simon Colosimo
Robbie Kruse	Melbourne Victory	5/11/2009	Simon Colosimo
Carlos Hernandez	Melbourne Victory	5/11/2009	Simon Colosimo
Evan Berger	Melbourne Victory	5/11/2009	Simon Colosimo
Nathan Elasi	Melbourne Victory	5/11/2009	Simon Colosimo
Ney Fabiano	Melbourne Victory	5/11/2009	Simon Colosimo
Matthew Theodore	Melbourne Victory	5/11/2009	Simon Colosimo
Matthew Foschini	Melbourne Victory	5/11/2009	Simon Colosimo
Surat Sukha	Melbourne Victory	5/11/2009	Simon Colosimo
Mate Dugandzic	Melbourne Victory	5/11/2009	Simon Colosimo
Chris Tadrosse	North Queensland Fury	2/11/2009	Robbie Middleby
John Tambouras	North Queensland Fury	2/11/2009	Robbie Middleby
Jeremy Brockie	North Queensland Fury	2/11/2009	Robbie Middleby

Paul Kohler	North Queensland Fury	2/11/2009	Robbie Middleby
Ufuk Talay	North Queensland Fury	2/11/2009	Robbie Middleby
Justin Pasfield	North Queensland Fury	2/11/2009	Robbie Middleby
Jacob Timpano	North Queensland Fury	2/11/2009	Robbie Middleby
Shane Stefanutto	North Queensland Fury	2/11/2009	Robbie Middleby
Paul Henderson	North Queensland Fury	2/11/2009	Robbie Middleby
Daniel McBreen	North Queensland Fury	2/11/2009	Robbie Middleby
Jason Spagnuolo	North Queensland Fury	2/11/2009	Robbie Middleby
James Robinson	North Queensland Fury	2/11/2009	Robbie Middleby
Chris Grossman	North Queensland Fury	2/11/2009	Robbie Middleby
David Williams	North Queensland Fury	2/11/2009	Robbie Middleby
Beau Busch	North Queensland Fury	2/11/2009	Robbie Middleby
Fred Agius	North Queensland Fury	2/11/2009	Robbie Middleby
Rostyn Griffiths	North Queensland Fury	2/11/2009	Robbie Middleby
Robbie Fowler	North Queensland Fury	2/11/2009	Robbie Middleby
Osama Malik	North Queensland Fury	2/11/2009	Robbie Middleby
Jamie Coyne	Perth Glory FC	5/11/2009	Tando Velaphi
Jamie Harnwell	Perth Glory FC	5/11/2009	Tando Velaphi
Naum Sekulovski	Perth Glory FC	5/11/2009	Tando Velaphi
Mile Sterjovski	Perth Glory FC	5/11/2009	Tando Velaphi
Jacob Burns	Perth Glory FC	5/11/2009	Tando Velaphi
Jacob Burns	Perth Glory FC	5/11/2009	Tando Velaphi
Wayne Srhoj	Perth Glory FC	5/11/2009	Tando Velaphi
Adriano Pellegrino	Perth Glory FC	5/11/2009	Tando Velaphi
Jimmy Downey	Perth Glory FC	5/11/2009	Tando Velaphi
Aleks Vrteski	Perth Glory FC	5/11/2009	Tando Velaphi
Hayden James Doyle	Perth Glory FC	5/11/2009	Tando Velaphi
Eugene Dadi	Perth Glory FC	5/11/2009	Tando Velaphi

Brent Reece Griffiths	Perth Glory FC	5/11/2009	Tando Velaphi
Scott Bulloch	Perth Glory FC	5/11/2009	Tando Velaphi
Scott Neville	Perth Glory FC	5/11/2009	Tando Velaphi
Branko Jelic	Perth Glory FC	5/11/2009	Tando Velaphi
Andrija Jukic	Perth Glory FC	5/11/2009	Tando Velaphi
Anthony Skorich	Perth Glory FC	5/11/2009	Tando Velaphi
Howard Fondyke	Perth Glory FC	5/11/2009	Tando Velaphi
Vince Lia	Wellington Phoenix	29/10/2009	Jon McKain
Andrew Durante	Wellington Phoenix	29/10/2009	Jon McKain
Adrian Caceres	Wellington Phoenix	29/10/2009	Jon McKain
Leo Bertos	Wellington Phoenix	29/10/2009	Jon McKain
Mark Paston	Wellington Phoenix	29/10/2009	Jon McKain
Troy Hearfield	Wellington Phoenix	29/10/2009	Jon McKain
Diego Walsh	Wellington Phoenix	29/10/2009	Jon McKain
Daniel Cortes	Wellington Phoenix	29/10/2009	Jon McKain
Tony Lochhead	Wellington Phoenix	29/10/2009	Jon McKain
Tim Brown	Wellington Phoenix	29/10/2009	Jon McKain
Kosta Barbarouses	Wellington Phoenix	29/10/2009	Jon McKain
Ben Sigmund	Wellington Phoenix	29/10/2009	Jon McKain
David Mulligan	Wellington Phoenix	29/10/2009	Jon McKain
Emmanuel Muscat	Wellington Phoenix	29/10/2009	Jon McKain
Marco Rojas	Wellington Phoenix	29/10/2009	Jon McKain
Reece Crowther	Wellington Phoenix	29/10/2009	Jon McKain
Paul Ifill	Wellington Phoenix	29/10/2009	Jon McKain
Chris Greenacre	Wellington Phoenix	29/10/2009	Jon McKain
Robert Cornthwaite	Adelaide United FC	12/11/2009	Daniel Mullen
Lucas Pantelis	Adelaide United FC	12/11/2009	Daniel Mullen
Travis Dodd	Adelaide United FC	12/11/2009	Daniel Mullen

Eugene Galekovic	Adelaide United FC	12/11/2009	Daniel Mullen
Kristian Sarkies	Adelaide United FC	12/11/2009	Daniel Mullen
Mark Rudan	Adelaide United FC	12/11/2009	Daniel Mullen
Iain Fyfe	Adelaide United FC	12/11/2009	Daniel Mullen
Paul Reid	Adelaide United FC	12/11/2009	Daniel Mullen
Adam Hughes	Adelaide United FC	12/11/2009	Daniel Mullen
Joseph Costa	Adelaide United FC	12/11/2009	Daniel Mullen
Cassio	Adelaide United FC	12/11/2009	Daniel Mullen
Alemao	Adelaide United FC	12/11/2009	Daniel Mullen
Fabian Barbiero	Adelaide United FC	12/11/2009	Daniel Mullen
Scott Jamieson	Adelaide United FC	12/11/2009	Daniel Mullen
Daniel Mullen	Adelaide United FC	12/11/2009	Daniel Mullen
Michael Marrone	Adelaide United FC	12/11/2009	Daniel Mullen
Lloyd Owusu	Adelaide United FC	12/11/2009	Daniel Mullen
Cristiano	Adelaide United FC	12/11/2009	Daniel Mullen
Inseob Shin	Adelaide United FC	12/11/2009	Daniel Mullen
Mathew Leckie	Adelaide United FC	12/11/2009	Daniel Mullen
Mark Bridge	Sydney FC	5/11/2009	Simon Colosimo
Stuart Musialik	Sydney FC	5/11/2009	Simon Colosimo
Alex Brosque	Sydney FC	5/11/2009	Simon Colosimo
Stephen Corica	Sydney FC	5/11/2009	Simon Colosimo
Terry McFlynn	Sydney FC	5/11/2009	Simon Colosimo
Clint Bolton	Sydney FC	5/11/2009	Simon Colosimo
Mitchell Prentice	Sydney FC	5/11/2009	Simon Colosimo
Adam Casey	Sydney FC	5/11/2009	Simon Colosimo
Ivan Necevski	Sydney FC	5/11/2009	Simon Colosimo
Rhyan Grant	Sydney FC	26/10/2009	Shannon Cole
Sebastian Ryall	Sydney FC	26/10/2009	Shannon Cole

Chris Payne	Sydney FC	26/10/2009	Shannon Cole
Brendan Gan	Sydney FC	26/10/2009	Shannon Cole
Matt Jurman	Sydney FC	5/11/2009	Simon Colosimo
Karol Kisel	Sydney FC	26/10/2009	Shannon Cole
Kofi Danning	Sydney FC	26/10/2009	Shannon Cole
Anthony Golec	Sydney FC	5/11/2009	Simon Colosimo
Sung Hwan Byun	Sydney FC	5/11/2009	Simon Colosimo
Stephen Keller	Sydney FC	5/11/2009	Simon Colosimo

The Chief Executive reported that Notice of the AGM had been given to all members of the PFA on 20 October 2009, more than 21 days before the AGM. Such notice was necessary due to a number of Special Resolutions being on the Agenda. The AGM Meeting Materials were also published on 23 October 2009, 21 days before the AGM, on www.pfa.net.au and referred to in the AGM Notice.

3. ORDINARY BUSINESS

(a) Minutes of the 2008 Annual General Meeting

IT WAS RESOLVED THAT the minutes of the 2008 Annual General Meeting of the PFA which was held on 5 September 2008 be accepted as a true and accurate record of that meeting.

(b) Report from the Executive

The President referred to the *The Marston - 2009/2010 PFA Members' Guide* which had been distributed to all members detailing the activities of the PFA and Executive for the year ending 30 June 2009.

IT WAS RESOLVED that the Executive's report be accepted.

(c) Report from the Chief Executive

The Chief Executive referred to *The Marston – 2009/2010 PFA Members' Guide* which had been distributed to all members detailing the developments and the comprehensive work of the PFA in its various activity areas for the year ending 30 June 2009.

IT WAS RESOLVED that the Chief Executive's report be accepted.

(d) Declarations of Interest

The Chief Executive read out the declarations of interest set out at page 12 of the AGM Meeting Materials which had been published on www.pfa.net.au and referred to in the AGM Notice.

IT WAS RESOLVED that the declaration of interests be accepted.

(e) Election

The Chief Executive reported that, at a meeting of the PFA Executive held on 14 April 2009, Executive members Michael Valkanis and David Tarka tendered their resignations and that the Executive had, in accordance with Rule 10.5, respectively appointed Vincenzo Grella and Tim Cahill.

IT WAS RESOLVED to ratify the appointments of Vincenzo Grella and Tim Cahill to respectively replace the casual vacancies created by the resignation of Michael Valkanis and David Tarka.

The Chief Executive noted that, in accordance with Rule 10.5 of the Rules of the PFA, the term of appointment of Mr Cahill expired at the conclusion of the 2009 AGM and Mr Grella expired at the conclusion of the 2010 AGM.

The Chief Executive reported that Ante Milicic had resigned at an Executive meeting held immediately before the 2009 AGM and that the Executive had, in accordance with Rule 10.5 of the Rules of the PFA, appointed Chris Coyne to replace Mr Milicic.

IT WAS RESOLVED to ratify the appointment of Chris Coyne made 13 November 2009 to replace the casual vacancy created by the resignation of Ante Milicic.

The meeting warmly thanked Ante Milicic for his contribution and commitment to the Executive over several years.

Prior to the 2009 AGM and in accordance with Rule 24.4(c) of the Rules of the PFA, the Executive appointed Laura Sigal who is not an officer or employee of the PFA as the Returning Officer for the conduct of the election. The Returning Officer determined that the nominations were open from 26 October 2009 to 12.59pm on 13

November 2009 and gave notice in accordance with Rule 24.6 of the Rules of the PFA, to all Full Members, the Chairman, the President and the Chief Executive.

The Chief Executive further reported that the Returning Officer had received 5 written nominations for election as ordinary members of the Executive of the PFA in accordance with Rule 24.8 of the Rules of the PFA:

- Tim Cahill, nominated by Simon Colosimo (30 October 2009);
- Jon McKain, nominated by Michael Ferrante (29 October 2009);
- Liam Reddy, nominated by Matt McKay (22 October 2009);
- Kevin Muscat, nominated by Matt Kemp (5 November 2009);
and
- Simon Colosimo, nominated by Alex Wilkinson (13 November 2009).

It was noted that the number of nominations equalled the number of vacancies.

IT WAS DECLARED, in accordance with Rule 24.10 of the Rules of the PFA, that Mr Cahill, Mr McKain, Mr Reddy, Mr Muscat and Mr Colosimo be deemed to be elected as ordinary members of the Executive of the PFA.

The meeting congratulated all elected, including new Executive member Chris Coyne.

(f) Statements Required Under Section 30(3) of the *Associations Incorporation Act 1981* (Vic)

The Chief Executive made a detailed presentation on the financial position of the PFA, noting the membership and work of the PFA Governance Committee, the PFA's 5 year financial objective, the PFA's financial performance against budget in 2008/2009 and the PFA's 4 year financial strategy including specific projections until 2010/2011.

In accordance with Section 30(3) of the *Associations Incorporation Act 1981* (Vic), the following statements were also received. The statements were audited by the PFA's auditors, PKF, and were published on www.pfa.net.au on 23 October 2009, more than 14 days before the AGM:

- (i) statement of income and expenditure for the PFA for the 2008/2009 financial year; and
- (ii) particulars of assets and liabilities at the end of the 2008/2009 financial year.

The Chief Executive reported that in the view of the Executive:

- the statements give a true and fair view of the financial position of the PFA for the 2008/2009 financial year;
- there have been no subsequent events to alter that view; and
- there are reasonable grounds to believe the PFA will be able to pay its debts as and when they fall due.

IT WAS RESOLVED that the statements be accepted.

4. SPECIAL BUSINESS

The special business transacted at the meeting was:

(a) **Change of Name and Rules of the PFA**

IT WAS RESOLVED, as a special resolution, that the name of association be changed from the Australian Professional Footballers' Association Inc to Professional Footballers Australia Inc and that the Rules of the PFA be changed accordingly.

(b) **Alteration of the Rules of the PFA**

IT WAS RESOLVED, as a special resolution, that the Rules of the PFA be altered as follows:

(i) amending Rule 17.12 to read:

Each member present at a meeting of a Delegates' Committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote. All votes must be given personally or by proxy given to a Member of the Delegate's Club or National Team approved by the Chief Executive.

(ii) all references in the Rules of the PFA to the Workplace Relations Act 1996 (Cth) be replaced with references to the Fair Work Act 2009 (Cth).

(c) **Admission of Life Members**

IT WAS RESOLVED, as a special resolution, that in accordance with Rules 5.1 and 5.2 of the Rules of the PFA, Ross Aloisi, Simon Colosimo, Ante Milicic and David Zdrilic be admitted as Life Members of the PFA.

(d) **PFA Champion**

IT WAS RESOLVED, as a special resolution, that in accordance with Rules 5.4 and 5.5 of the Rules of the PFA, PFA Life Member Craig Foster become a PFA Champion.

(e) **General Business**

(i) **Collective Bargaining Strategy**

The Chief Executive led a lengthy discussion regarding the current status of the Collective Bargaining Agreement (CBA) negotiations. In particular, round 2 (2009) - 4 key negotiations and round 3 (2013/2014) - establishing a revenue sharing model - of the PFA's Collective Bargaining Strategy were discussed.

(ii) **PFA Player Management Agency**

PFA Licensed Player Agent, Brad Maloney led a discussion regarding the PFA Player Management Agency, which would be officially launched in the coming weeks. In particular, the research conducted by PFA in respect of the quality of player agency services available to Australian players and what players wanted in a player agency was discussed.

(iii) **Player Health and Safety**

The Chief Executive led a discussion on Player Health and Safety. In particular, the prescribed minimum medical standards, PFA heat monitoring, injury reports and pitch rating system were discussed.

THERE BEING NO FURTHER BUSINESS the Chairman declared the meeting closed at 2.45pm.

Confirmed: _____

Chairman

Date: _____

3. AGENDA ITEM 3(a)(ii) - MINUTES OF THE 2010 SPECIAL GENERAL MEETING

MINUTES OF THE SPECIAL GENERAL MEETING OF THE PFA CONGRESS HELD 22 MAY 2010 AT THE PARK HYATT, 1 PARLIAMENT SQUARE, MELBOURNE AND BY TELEPHONE CONFERENCE

1. OPENING

Chief Executive Brendan Schwab called the meeting to attention at 1.10pm.

It was noted that PFA Chairman John Poulakakis was an apology for the meeting. It was also noted that PFA President Simon Colosimo was in attendance at the meeting by telephone conference.

It was resolved under Rule 22.5 of the Rules of the PFA that the Chief Executive chair the meeting.

It was noted that notice of the meeting had been given by the PFA on 30 April 2010 in accordance with Rule 35 of the Rules of the PFA.

2. ATTENDANCE, APOLOGIES AND PROXIES

(a) Attendance

The following members of the PFA Congress were in attendance:

- The President (telephone)
- The Chief Executive
- John Aloisi (telephone)
- Tim Cahill
- Chris Coyne (telephone)
- Vincenzo Grella
- Jon McKain
- Liam Reddy
- Alex Wilkinson
- Mark Rudan, Adelaide United
- Shane Stefanutto, Brisbane Roar
- John Hutchison, Central Coast Mariners
- Joel Porter, Gold Coast United
- Adam D'Apuzzo, Newcastle United Jets
- James Robinson, North Queensland Fury
- Ufuk Talay, North Queensland Fury
- Tando Velaphi, Perth Glory
- Shannon Cole, Sydney FC
- Andrew Durante, Wellington Phoenix

Also in attendance were the following members of the staff of the PFA:

- Laura Sigal, Manager, Player Relations & Advocacy
- Will Hastie, Manager, Player Services & Community
- James Johnson, Player Relations Executive
- Shannon Beck, Player Services & Operations Executive
- Brianna Mann, Assistant to the Chief Executive

(b) Apologies

Apologies were received from:

- John Poulakakis, PFA Chairman
- Ante Covic, PFA Executive
- Kevin Muscat, PFA Executive

(c) Proxies

The following proxies were lodged with the Chief Executive in accordance with Rule 22.15 of the Rules of the PFA:

Appointing Shane Stefanutto (13):

- Reinaldo
- Michael Zullo
- Michael Theoklitos
- Matt McKay
- Isaka Cernak
- Matt Mundy
- Luke Bratten
- Andrew Redmayne
- Mitch Nicholls
- Massimo Murdocca
- Luke Devere
- Matt Smith
- Adam Sarota

Appointing Jon McKain (20):

- Travis Dodd
- Adam Griffiths
- Daniel Mullen
- Matthew Leckie
- Serg van Dijk
- Joe Costa
- Eugene Galekovic
- Adam Hughes
- Michael Marrone
- Francesco Monterosso
- Lucas Pantelis
- Nigel Boogaard

- Shin In-Seob
- Paul Reid
- Scott Jamieson
- Mark Birighitti
- Robert Cornthwaite
- Iain Fyfe
- Cassio
- Fabian Barbiero

Appointing Alex Wilkinson (27):

- Brad Porter
- Matt Simon
- Sam Gallagher
- Matthew Lewis
- Pedj Bojic
- Marc Warren
- Josh Rose
- Danny Vukovic
- Daniel McBreen
- Adam Kwasnik
- Rostyn Griffiths
- Chris Doig
- Evan Berger
- Robbie Kruse
- Grant Brebner
- Leigh Broxham
- Rodrigo Vargas
- Matthew Foschini
- Mate Dugandzic
- Matthew Kemp
- Tom Pondeljak
- Kevin Muscat
- Billy Celeski
- Carlos Hernandez
- Adrian Leijer
- Mitch Langerak
- Nicholas Ward

Appointing Simon Colosimo (4):

- Wayne Srhoj
- Clint Bolton
- Matt Thompson
- Jason Hoffman

Appointing Shannon Cole:

- Alex Brosque
- Terry McFlynn
- Ivan Nacevski
- Stuart Musialik
- Kofi Danning

- Matt Jurman
- Sebastian Ryall
- Anthony Golec
- Ryan Grant

Appointing Ufuk Talay (7)

- David Williams
- Justin Pasfield
- Chris Grossman
- Jack Hingert
- Osama Malik
- Dyron Daal
- Jason Spagnuolo

Appointing Joel Porter (15):

- Steve Fitzsimmons
- Bas Van den Brink
- Scott Higgins
- Michael Thwaite
- Daniel Piorkowski
- Jess Van Stratten
- Matt Osman
- Dino Djulbic
- Steve Pantaledis
- Adama Traore
- Tahj Minniecon
- James Brown
- Kristian Rees
- Zenon Caravella

Appointing Tando Velaphi:

- Naum Sekulovski
- Mile Sterjovski
- Michael Baird
- Josh Mitchell
- Anthony Skorich
- Howard Fondyke
- Andrija Jukic
- Aleks Vrtevski
- Scott Neville
- Jamie Harnwell
- Jamie Coyne
- Branko Jelic
- Brent Griffiths

Appointing Andrew Durante (6):

- Manny Muscat
- Paul Ifill
- Chris Greenacre
- Daniel
- Troy Hearfield

- Vince Lia

Appointing Adam D'Apuzzo (14):

- Brodie Mooy
- Neil Young
- Michael Bridges
- Tarek Elrich
- Nikolai Topor-Stanley
- Sasho Petrovski
- Sean Rooney
- Ben Kennedy
- Dion Shaw
- Ruben Zadkovich
- Jobe Weelhouse
- Marko Jesic
- Ben Kantarovski
- Ljubo Milicevic

(d) Quorum

It was noted that, as the PFA has 408 Full Members, the quorum for the meeting is 41 Full Members (10%) provided 10 Full Members are personally in attendance (Rule 22.3 of the Rules of the PFA).

There being 145 Full Members in attendance (18 personally, 127 by proxy), a quorum was achieved.

3. REGISTRATION OF THE PFA UNDER THE *FAIR WORK (REGISTERED ORGANISATIONS) ACT 2009* (CTH)

The Chief Executive spoke to the Explanatory Memorandum which accompanied the notice of meeting and made a PowerPoint presentation on the possible registration of the PFA under the *Fair Work (Registered Organisations) Act 2009* (Cth) (**RO Act**).

The Chief Executive explained that, in the view of the PFA Executive, there are a number of major benefits should the PFA become a registered organisation of employees under the RO Act, especially regarding the PFA's capacity to bargain for and effectively represent its members who play in the A-League and with Australian national teams. However, the PFA has received advice that, to achieve registration under the RO Act, it may not be possible for the PFA to fully represent or have as members some or all of the following membership categories:

- Academy players;
- overseas based players not employed or seeking to be employed with a national team; and
- former players.

It was agreed that the PFA must continue to represent these membership categories.

It was agreed that the possible registration of the PFA would particularly further the objectives of the PFA by enabling the PFA to collectively bargain as a registered organisation under the *Fair Work Act 2009* (Cth) on behalf of A-League and national team players. These players are also entitled to belong to the PFA if it is registered under the RO Act.

The Chief Executive referred to the power of the PFA under Rule 2(o) of the Rules of the PFA to establish legal entities for the furtherance of the Statement of Purposes of the PFA which include the advancement of the employment, industrial and career interests of professional footballers including A-League and national team players. Accordingly, the PFA could establish an association of employees for A-League and national team players which would, upon being registered under the RO Act, become a legal entity. The Chief Executive presented a summary of the structure of such an association and tabled Rules for that association.

It was agreed that it would further the objectives of the PFA to establish an association to become registered under the RO Act for these purposes.

It was resolved that the PFA Congress approves of the PFA Executive exercising its powers under Rule 11.1(a) of the Rules of the PFA to:

- (a) establish an association of employees for A-League and national team players (including players seeking to be employed as national team players) (“the Association”);
- (b) authorise and licence the Association to adopt and use the name “Professional Footballers Australia” and the logo and trade mark of the PFA;
- (c) adopt the tabled Rules as the Rules of the Association;
- (d) appoint the current Officers of the PFA as the inaugural Officers of the Association;
- (e) provide for current members of the PFA who are eligible to be members of the Association to become members of the Association;
- (f) provide that, on an ongoing basis, members of the PFA who are also eligible to be members of the Association are members of both bodies;
- (g) approve the Association applying to become a registered organisation of employees under the RO Act; and
- (h) authorise the President and Chief Executive of the Association to make the requisite application.

Each Full Member in attendance, being an employee of an A-League club or Football Federation Australia in respect to the Socceroos, then indicated his agreement to become a member of the Association in accordance with the resolution.

4. SPECIAL RESOLUTION: ALTERATION OF THE STATEMENT OF PURPOSES AND THE RULES OF PROFESSIONAL FOOTBALLERS ASSOCIATION INC

It was noted that, in light of the resolution carried under Agenda Item 3, it was not appropriate to carry in its entirety the special resolution proposed in the material accompanying the notice of the meeting. However, it was noted that it was necessary or desirable to alter the Statement of Purposes and the Rules of the PFA in some respects:

- to alter the Statement of Purposes;
- to alter the Rules of the PFA in relation to the terms of office holders; and
- to alter the Rules of the PFA in a number of general respects.

The Chief Executive tabled the Rules of the PFA with the recommended alterations highlighted and explained the proposed alterations.

(a) Statement of Purposes

It was resolved, as a special resolution, that the Statement of Purposes set out at Rule 2 of the Rules of the PFA be altered:

- by adding new Rule 2(j) to read:

“...to assist Members in preparing for and successfully transitioning to a new career and livelihood after they have retired from playing Football professionally;”
- by adding new Rule 2(k) to read:

“...to promote the personal development of Members including through community and charitable initiatives and programs;”
- by renumbering Rules 2(j), (k), (l), and (m) as Rules 2(l), (m), (n) and (o) respectively;
- by deleting “and” at the end of Rule 2(n); and
- by adding new Rule 2(p) to read:

“to cause to have established funds for the furtherance of these objectives and to assist with the administration of such funds; and...”

(b) Alteration of Rules – Term of Office

It was resolved, as a special resolution, that the Rules of the PFA be altered:

- by deleting “4 Years” in Rule 24.2(b) and inserting “2 Years” (maximum term of office of the Chairman);
- by deleting “one Year” in Rule 24.2(c) and inserting “2 Years” (term of office of the President);
- by deleting “each Year” in Rule 24.3 and inserting “every second Year” (frequency of elections);
- by adding new Rule 24.3A to read:

“For transitional purposes and subject to these Rules, the term or terms of office of:

- (a) John Poulakakis as Chairman expires on 30 November 2010;
 - (b) Simon Colosimo as President expires on 30 November 2010;
 - (c) Brendan Schwab as Chief Executive expires on 31 March 2013;
 - (d) John Aloisi, Ante Covic, Chris Coyne, Vincenzo Grella and Alex Wilkinson as ordinary members of the PFA Executive expire on 30 November 2010; and
 - (e) Tim Cahill, Simon Colosimo, Jon McKain, Kevin Muscat and Liam Reddy as ordinary members of the PFA Executive expire on 30 November 2012.”; and
- by adding new Rule 24.3B to read:
“Where a term of office is to expire under Rule 24.3A on 30 November in a Year and the PFA Executive has determined under Rule 24.4(a) to hold the election for the office at the Annual General Meeting in that Year, the term of office instead expires on the conclusion of that Annual General Meeting.”

(c) Alteration of Rules – General

It was resolved, as a special resolution, that the Rules of the PFA be altered:

- by moving the definition of “FFA” in Rule 3.1 from after “Football” to after “Eligible Voter”;
- by changing “summons” in Rule 9.3 to “summon”;
- by deleting “of” after “comprising” in Rule 10.1;

- by changing “full” in Rule 10.8(e) to “fill”;
- by changing “Rule 10.15” in Rule 11.8(e) to “Rule 10.5”;
- by deleting “the” before “office” in the first line of Rule 10.11;
- by changing “Expect” in Rule 15.6 to “Except”;
- by inserting “case” before “may be” in Rule 16.5;
- by changing “11(g)” in Rule 17.4 to “11.1(g)”;
- by changing “cause” in Rules 17.4 (a) and (b) to “causing”;
- by adding “where an election is due under Rule 24” after “PFA Executive” in Rule 19.3(e);
- by changing “provides” in Rule 22.3 to “provided”;
- by deleting “set out in Appendix 3” in Rule 22.15 and inserting “prescribed by the PFA Executive”;
- by changing “Appendix 4” in Rule 24.8 to “Appendix 3”;
- by changing “Rule 18.3(e)” in Rule 24.14(b)(i) to “Rule 19.3(e)”;
- by changing “Australian Industrial Relations Commission” in Rule 27.2 to “Fair Work Australia”;
- by changing “electronic mail” in Rules 35.2, 35.3 and 35.4(e) to “email”;
- by amending paragraph 2.1(c) of Appendix 1 by deleting “and” after “South Korea”, inserting a comma before “Turkey” and after “Turkey” inserting “and any other nation which is a member of the ASEAN Football Federation”;
- by deleting Appendix 3 (Proxy Form) ; and
- by changing “Appendix 4” to “Appendix 3”.

5. 2010 PFA COLLECTIVE BARGAINING AGREEMENT NEGOTIATIONS

(a) Pressing Issues

The Manager, Player Relations, led a detailed discussion over pressing issues facing PFA Members at present, including key PFA negotiations in 2009/10, important cases handled by the PFA, security for A-League player payments, the proposed tightening of player transfer regulations, funding for player programs and the relationship between these issues and the A-League salary cap.

(b) 2010 A-League Player Survey

The Manager, Player Services & Community, reported that the players' concerns over pressing issues had been reflected in the results of the 2010 survey of A-League players conducted by the PFA.

(c) Collective Bargaining Priorities

It was agreed that the PFA's priorities for the 2010 collective bargaining negotiations are to address the pressing issues and prepare the framework for players to receive a fair share of game revenue as the game grows in the next round of broadcast rights negotiations.

(d) Negotiations Approach and Strategy

It was agreed that the PFA work to reach agreement for both national team and A-League players by 30 September 2010, as this coincides with the expiry of the current Socceroos Collective Bargaining Agreement and the scheduled review of the A-League CBA. It has been a long-standing policy of the PFA to achieve a "whole of game" CBA for all member groups.

6. GENERAL BUSINESS

There was no general business.

There being no further business, the Chief Executive, as chair of the meeting, declared the meeting closed at 2.20pm.

Confirmed: _____
Chairperson

Date: _____

4. AGENDA ITEM 3(b) – REPORTS

4.1 Report of the PFA Executive

PFA President Simon Colosimo will verbally present to the meeting his report on the activities of the PFA Executive for the year ending 30 June 2010.

4.2 Report of the PFA Chief Executive

PFA Chief Executive and General Counsel Brendan Schwab will verbally present to the meeting his report on the business of the PFA for the year ending 30 June 2010, and the developments of the PFA since the 2010 PFA Special General Meeting.

5. AGENDA ITEM 3(c) – DECLARATIONS OF INTEREST

To ensure the transparency and accountability of the PFA, the PFA's Rules require any transactions in which a member of the Executive has an interest to be declared at the following Annual General Meeting. This accords with the responsibilities of Executive members of the PFA under relevant legislation.

The only current resolutions carried by the Executive in which a member of the Executive has a relevant interest are set out below.

5.1 PFA Executive Honoraria

The following honoraria amounts are paid to members of the PFA Executive:

- President, \$5,000 per financial year; and
- ordinary member of the Executive, \$1,000 per financial year.

Executive members pay full membership fees.

5.2 PFA Education Fund

Members of the Executive have the same entitlements and are subject to the same grant conditions as all Full Members of the PFA.

5.3 Game Plan Australia Pty Ltd

Game Plan Australia Pty Ltd is engaged by the PFA to provide the services of John Poulakakis as Chairman of the PFA. The terms of the agreement between Game Plan Australia Pty Ltd and the PFA were approved by the PFA Executive in February 2008 on the recommendation of the PFA Governance Committee. The agreement is for an open ended duration terminable on the giving of one month's notice by either party.

5.4 Chief Executive Brendan Schwab

Chief Executive Brendan Schwab is employed by the PFA in a full-time capacity under a contract of employment approved by the PFA Executive on terms recommended by the PFA Governance Committee in July 2008. The agreement, for a term of 3 years to expire on 31 March 2011, was extended to 31 March 2013 on the approval of the PFA Executive in November 2009.

5.5 Statement of Compliance

Apart from the matters declared above, no member of the Executive receives any remuneration or other benefit in consideration of or in connection with his membership of the Executive, other than the payment or reimbursement of expenses directly incurred in attending Executive meetings. In accordance with the Rules of the PFA and relevant legislation, no member of the Executive participated in any vote in relation to any of the matters declared above in which he had a specific interest.

6. AGENDA ITEM 3(d) – ELECTION

At the AGM an election must be conducted for 5 of the 10 ordinary positions on the PFA Executive.

6.1 Current Composition of the PFA Executive

- **Expiring Terms:**

In accordance with the Rules of the PFA, the terms of the following players expire at the AGM. All are eligible for re-election:

- John Aloisi;
- Ante Covic;
- Chris Coyne;
- Vince Grella; and
- Alex Wilkinson.

- **Continuing Executive Members:**

The following Executive members were elected at the 2009 AGM and have terms that run until the 2012 AGM (refer Rule 24.3A):

- Tim Cahill;
- Simon Colosimo;
- Jon McKain;
- Kevin Muscat; and
- Liam Reddy.

6.2 Conduct of the Election

Laura Sigal, the PFA's Legal Counsel, has been appointed as the Returning Officer for the conduct of the election. She has determined that the period for nominations to be lodged will open on Monday 20 September 2010 and close at 12.59pm on Friday 8 October 2010.

Nominations of candidates for election as ordinary members of the Executive must be made in writing and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination). All nominations must be in the form set out at Appendix 4 to the rules of the PFA (Rule 24.8(c)).

The result of the election is determined at the AGM as follows:

- if insufficient nominations are received to fill all vacancies on the Executive, the candidates nominated will be deemed to be elected and further nominations will be received at the meeting;
- if the number of nominations received is equal to the number of vacancies to be filled on the Executive, the persons nominated will be deemed to be elected; and

- if the number of nominations exceeds the number of vacancies to be filled on the Executive, a ballot must be held at the AGM in the manner provided for in the Rules of the PFA.

7. AGENDA ITEM 3(e) – STATEMENTS REQUIRED UNDER THE *ASSOCIATIONS INCORPORATION ACT 1981* (VIC)

In accordance with section 30 (3) of the *Associations Incorporation Act 1981* (Vic), the audited financial statements of the PFA for the 2009/2010 financial year will be made available on www.pfa.net.au.

8. AGENDA ITEM 4 (a) – PFA’S COLLECTIVE BARGAINING NEGOTIATIONS REPORT

PFA Chief Executive and General Counsel Brendan Schwab will verbally present to the meeting a report on the PFA’s Collective Bargaining negotiations.

**9. AGENDA ITEM 4 (B) – PFA’S REGISTRATION UNDER FAIR WORK
(REGISTERED ORGANISATIONS) ACT 2009**

PFA Chief Executive and General Counsel Brendan Schwab will verbally present to the meeting a report on the registration of an association of professional footballers under the *Fair Work (Registered Organisations) Act 2009* (Cth).

10. AGENDA ITEM 4 (c) – OTHER BUSINESS

The PFA Annual General Meeting provides an important opportunity for members to raise items of general business in accordance with the Rules of the PFA.