

## NOTICE OF ANNUAL GENERAL MEETING

In accordance with clause 11.3 of the Association's Constitution, the 2022 Annual General Meeting (or **AGM**) of members of the **Victorian Cricket Association** (trading as Cricket Victoria) will be held in person<sup>(1)</sup> at the CitiPower Centre, Junction Oval, Lakeside Drive, St Kilda, Victoria 3182 on **Monday 29 August 2022 at 5.30 pm** in Function Room 1.

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### ITEMS OF BUSINESS

1. Welcome
2. Attendance
3. Appointment of voting member representatives for season 2022-23
4. Audited accounts and associated notes of:
  - 4.1 Premier Club in accordance with clause 6.4(c)(iii) of the Constitution; and
  - 4.2 VMCU, VSDCA and VCCL in accordance with clause 6.6(b)(ii) of the Constitution
5. Minutes of the 2021 Annual General Meeting, for confirmation (*copy attached for information*)
6. Recognition of all trophy winners in 2021-22
7. Elections – Elected Directors <sup>(2)</sup>
8. To receive, consider and adopt the Annual Report, Financial Report of the Association, the Directors' Report and the Report of the Auditor for the financial year ended 30 June 2022 (*copy of 2022 Financial Statements attached*)
9. Appointment of Auditor
10. Special Business:
  - 10.1 Life Member

The following motion is moved, and if thought fit to pass with or without amendment, as a Special Resolution:

- 10.1.1 **THAT** Mr Ken Sharp is admitted to life membership of the Victorian Cricket Association under clause 6.3 of the Constitution.

**Voting by Proxy** (refer **Attachment 1** and clauses 11.12 - 11.16 of the Constitution for the full text of proxy voting)

- a. a Voting Member of the Association entitled to attend the AGM (through their Delegate or alternate Delegate) has the right to appoint a proxy;
- b. unless otherwise provided in the Constitution, a Voting Member's proxy is entitled to attend and vote in place of the member's Delegate or alternate Delegate;
- c. a proxy need not be a member of the Association;
- d. the form of appointment of a proxy (set out in **Attachment 1** to this notice) must be in writing and signed by a duly authorised representative of the member and lodged with CV (including by email to the Company Secretary at [mbullock@cricketvictoria.com.au](mailto:mbullock@cricketvictoria.com.au)) **not less than 48 hours before the time for the holding of the meeting**; and
- e. a member who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.

**Michael Bullock**  
**Company Secretary**  
**5 August 2022**

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#### **Explanatory Notes:**

1. **Meeting protocol:** This meeting will be held in person, with the attendance of a Voting Member being through the attendance of a Delegate or alternate Delegate as a representative (or via proxy as provided for). No provision will be made for attendance and voting by technology.
2. **Ballot required:** Nominations for Elected Directors closed on **Monday 1 August 2022**. Three valid nominations were received for two full-term vacancies, as follows:
  - (a) Mr Chris Bulford;
  - (b) Mr Paul Sealey; and
  - (c) Mr David Talalla,

and therefore, an Exhaustive Ballot (refer **Attachment 2**) for the two vacancies will be held at this year's AGM.



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## Attachment 1 – Proxy Form

### Victorian Cricket Association (ACN 004 128 812) trading as Cricket Victoria

I, .....

of..... (address)

being a representative of a member of the Victorian Cricket Association

..... (member)

hereby appoint .....

of..... (address)

or failing them, .....

of..... (address)

as my proxy to vote for me on my behalf at the (Annual General Meeting or General Meeting as the case may be) of the Association to be held on the            day of            and at any adjournment thereof.

My proxy is hereby authorised to vote \*in favour of/ \*against the following resolutions,

Signed this ..... day of .....

(Note: If the representative of a member desires to vote for or against any resolution they shall instruct their proxy accordingly. Unless otherwise instructed, the proxy may vote as they think fit)            \* *Strike out whichever is not desired.*

## Attachment 2 – Exhaustive Ballot procedure – Election of Directors

In accordance with clause 15.4 of the Cricket Victoria Constitution, voting for the election of Elected Directors at the 2022 AGM will take place by exhaustive ballot in the following manner, as determined by the Board.

A reference in this Voting Procedure to a Voting Member means that Voting Member's authorised Delegate, including Delegate/s for VSDCA and the Women's Premier Clubs, being the Women's Premier Panel Chair (or where applicable any duly authorised alternate Delegate or proxy as provided for under the Constitution).

Capitalised terms in this Voting Procedure have the meaning given to them in the CV Constitution.

### First director vacancy

1. The ballot papers will be distributed, and each Voting Member requested to insert the name of their sole preferred candidate from amongst all candidates. Voting Members may abstain by not inserting any candidate however an abstention does not constitute a vote cast for the purposes of this Voting Procedure. A vote naming two or more candidates is invalid and will be excluded.
2. If, upon the counting of the above votes:
  - (a) one candidate receives a simple majority of votes cast, that candidate is elected; or
  - (b) no candidate receives a simple majority of votes cast, the candidate(s) with the lowest number of votes (which may be zero) is/are eliminated, unless to do so would result in there being less than two remaining candidates, in which case paragraph 4 applies.
3. A further ballot or ballots will then be conducted between the remaining candidates in accordance with the process set out above, until one candidate receives a simple majority of votes cast, upon which that candidate is elected.
4. If after a ballot has been conducted any two or more candidates receive an equal number of votes and it is necessary for one of them to be eliminated, then a special ballot will be held between only those candidates, and otherwise in accordance with the process in this Voting Procedure, to decide which of those candidates will be eliminated.
5. If on any ballot between two candidates, such candidates receive an equal number of votes, then a re-ballot will be conducted. If such re-ballot remains tied, the candidate to be eliminated (or elected under paragraph 3) will be determined by the Company Secretary by lot.
6. Where at any time it is necessary for one or more candidates to be eliminated the chair shall only declare the name of the candidate(s) to be eliminated and shall not disclose the number of votes received by any candidate.

### Second director vacancy

7. The process in paragraphs 1 - 6 above will be repeated, except that the ballot(s) will exclude the name of the candidate elected to the first director vacancy.