



79th

Annual General Meeting Minutes

Date: Tuesday 24th October, 2022

Time: 7:00pm

AFL/Cricket Function Room (Level 1)
131 Eastern Road, Rooty Hill NSW 2766

Zoom Teleconference

Agenda

1. Official Opening by Jason Chabi (BoM)
2. Record of Attendance – confirm a quorum
3. Confirm Membership of the League (appendix C-previously completed)
4. Confirm Minutes from 2021 AGM (appendix I)
5. Matters Arising from AGM 2021
6. Adopt Audited Financial Report (July 2021 to June 2022)
7. Appointment of Auditors
8. Notices of Motion (appendix J)
9. Receive Business Reports as published in the Annual Report
10. Election of Life Members
11. Election of Board Members
12. Announcement of Standing Committee Delegates
13. Announcement of Audit Committee Appointees
14. Announcement of Technical Committee Appointees
15. BNSW Update
16. Closure

1. Official Opening

Meeting Opened: 7:05 pm – Jason Chabi, welcomed everyone to the 79th AGM. He also acknowledged the respective life members that had attended in person.

Attendance & Apologies

- **Attendees**

- Baseball NSW Board of Directors
 - Mark Burns
 - Belinda Woolford
 - Peter Worboys
 - Beth McVicker-Murphy
 - Jason Chabi
 - Scott Tunkin
- Baseball NSW Staff
 - Mark Marino – Chief Executive Officer
 - Grahame Cassel – Baseball Development Manager
 - Vassil Vasseleou – Projects and Operations Manager
 - Melinda Goodrich - Registrations and Member Services Manager
 - Adrian Medina Scull - Head of Baseball5
- Audit Committee/ Vote Counting
 - Mark Marino
 - John Wingrove
 - Gail Henderson
- Life Members
 - John Wingrove
 - Peter Worboys
- Voting Delegates
 - See the attendance sheet at TAB A, for all attendees at the AGM
- **Apologies**
 - Warren Williams
 - Barry Holland
 - Cheryl Barnier
 - Ken Douglas
 - Ross Morrison
 - James Morley

2. Membership of the League

Jason Chabi confirmed that a quorum was met in accordance with the provisions of the constitution as it relates to membership of the League.

Membership Categories of the League (Constitution Clause 7) are defined as being:

- **Voting Affiliates**, which can attend, debate and vote at meetings of the League
- **Affiliated Clubs**, can attend and debate
- **Individual Members**, can attend and debate
- **Life Members**, can attend and debate

3. Confirm Minutes AGM 2021 (Appendix I)

The 2021 AGM Minutes were distributed some 30 days ago together with the Notice of the AGM.

Motion: To Confirm Minutes of AGM 28/09/21 as a true and correct record.

Moved By: *Jeff Catt*

Seconded By: *Stephen Dredge*

Outcome: *Carried*

4. Matters Arising

- The Board had gone to market for a new auditor. The relevant motion was proposed in Agenda Item 7.

5. Adopt Audited Financial Reports for the year ended 30th June 2022

Presentation: Financial Report delivered by Jason Chabi

- The Financial report was provided to Voting Affiliates as part of the Notice of AGM.
- Commentary on Financial Report was delivered by Jason Chabi and Mark Marino.

Motion: Adopt the Audited Financial Report for the year ended 30/6/2022

Discussion: *Nothing of major note.*

Moved By: *Darren Kelly*

Seconded By: *Duane Harrison*

Outcome: *Carried*

6. Appointment of Auditors

Following the 2021 AGM, Baseball NSW went to market and received a number of proposals. Given their service history with other SSOs, and their equitable service fee to Potts David Duncombe, The Board selected Meagher, Howard & Wright as the auditors for the 2022/2023 Financial Year.

Motion: Meagher, Howard & Wright would be instated as the new auditors for the 2022/2023 Financial Year.

Moved By: Vera Bonham

Seconded By: Jeff Catt

Outcome: Carried

7. Notices of Motion – “Special Business”

Amendments to the Baseball NSW Constitution were proposed via the following motions 1 to 3:

Motion 1:

Addition to Section 4.1 Definitions

“Nominations Committee” means the committee established under Rule 34.5.

Moved By: Adam Forbes

Seconded By: Duane Harrison

Outcome: Carried

Motion 2:

Addition to Section 34 – Delegations

34.5 - Nominations Committee

The Board shall ensure that there is, at all times, a duly constituted Nominations Committee comprised of such persons and empowered with such responsibilities and duties as set out in this Rule 34.5.

The composition of the Nominations Committee shall be as follows:

- i. An independent chair who shall be appointed by the Board;
- ii. A Director chosen by the Board; and
- iii. A representative nominated by the Voting Members.

The charter of the Nominations Committee shall be established by the Board. That charter of the Nominations Committee shall without limitation define:

- (i) The terms of reference of the Nominations Committee;

- (ii) The functions of the Nominations Committee; and
- (iii) The procedure for appointment of members of the Nominations Committee, including the terms of appointment.

Motion: *To amend the wording of '(iii) The procedure for appointment of members of the Nominations Committee, including **the** terms of appointment' to read as '(iii) The procedure for appointment of members of the Nominations Committee, including **their** terms of appointment'*

Moved By: *Duane Harrison*

Seconded By: *Adam Forbes*

Outcome: *Amended and Carried*

Final Amended Motion

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- (ii) The functions of the Nominations Committee; and
- (iii) The procedure for appointment of members of the Nominations Committee, including their terms of appointment.

Moved By: *Belinda Woolford*

Seconded By: *Mark Burns*

Outcome: *Amended and Carried*

Motion 3:

Addition to Section 27 – Election of Elected Directors

27.2 (g) The Secretary shall, not less than seven (7) days prior to the Annual General Meeting at which the election shall take place, give notice to all Voting Members of the names of:

- (i) the nominated candidates approved by the Nominations Committee and by the Board; and
- (ii) any other candidates nominated by the Nominations Committee;

who are standing for election as an Elected Director at the Annual General Meeting. For the avoidance of doubt, the Nominations Committee may recommend to the Annual General Meeting which candidates for Elected Director positions it considers to be preferred candidates, regardless as to whether the candidate is nominated by a State Member or by the Nominations Committee.

Motion: *To remove the sentence 'regardless as to whether the candidate is nominated by a State Member or by the Nominations Committee'.*

Moved By: *Vera Bonham*

Seconded By: *Adam Forbes*

Outcome: *Amended and Carried*

Final Amended Motion

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Moved By: *Mark Burns*

Seconded By: *Janine Hunt*

Outcome: *Carried*

8. Receive Business Reports

All reports have been received and included in the 2022 Annual Report as published and distributed.

Discussion:	<i>None</i>
Motion:	Adopt the Business Reports as published
Moved by:	<i>Vera Bonham</i>
Seconded by:	<i>Jeff Catt</i>
Outcome:	<i>Carried</i>

9. Election of Board Members

Nominations, as received by the CEO 14 days prior to the AGM (Monday 10th October 2022) in accordance with the rotational policy relating to the Board Directorship, the Elected Directors with tenure to AGM 2022, are:

- Beth McVicker-Murphy
- Mark Burns

Decision: With two positions up for re-election, the incumbent Directors ran unopposed and were re-elected to the Board of Baseball NSW as Elected Directors with tenure for 2 years (i.e., until AGM 2024).

10. Election of Life Members

No nominations were received.

The Chair encouraged voting affiliates to nominate appropriate members.

11. Announcement of Standing Committee Delegates

- Forms have been received from Delegates to Baseball NSW. Those who were yet to complete the form were advised to please do so immediately.

12. Announcement of Audit Committee Nomination Requests

- Gail Henderson and John Wingrove's respective nomination for the Audit Committee were received.

13. Announcement of Technical Committee Appointments

- Nominations for this committee were received from:
 - Gary White
 - Matt O'Neill

14. BNSW Update

- Jason Chabi recognized the significant contributions of the volunteers whom without, the sport would not be able to take place.
- Jason Chabi acknowledge Mel Goodrich and her efforts in the set up and implementation of the new registration system.
- Mark Marino delivered a review of the CEO's Report.

15. Closure

Meeting Closed: 8.35 pm

TAB A - Voting Delegates Present at the 2022 BNSW AGM

Organisation	Delegate
Standing Committees	
Minor League Standing Committee	Stuart Hitchcock
Country League Standing Committee	Bill Langler
Junior League Standing Committee	-
State League Standing Committee	-
Sydney Winter League Standing Committee	Janine Hunt
Women's League Standing Committee	Paul O'Neil
Officials	
Scorers Association	Vera Bonham
NSW Baseball Umpires Assoc	John Bailey
State League Clubs	
Baulkham Hills	Stephen Dredge
Blacktown Workers	-
Canterbury Vikings	Wes Novak
Cronulla Sharks	Darren Cummings
Macarthur Orioles	Adam Forbes
Manly Eagles	Brook Russell
Greater Western	-
Ryde Hawks	Kerri Tsui
Juniors	
Cronulla Sutherland Junior Baseball Assoc	Darren Cummings
Greater Western Baseball Assoc	-
Hills Junior Baseball Assoc	Jeff Catt
Macarthur Baseball League	Adam Forbes
Manly Junior Baseball Assoc	Brook Russell
Ryde Hawks Baseball League	Michael Hagarty
Country	
Central Coast Baseball Assoc	-
Hastings Baseball Assoc	-
Coffs Harbour Baseball Assoc	Bill Langler
Shoalhaven Baseball Assc	-
Baseball Illawarra	-
Newcastle Baseball Assoc	Duane Harrison
Northern Rivers Baseball Assoc	-
Tamworth Baseball Assoc	-
Far North Coast Baseball Assc	-
Wagga Wagga Baseball Assoc	-
Others	
Cronulla Sutherland Minor League	Stuart Hitchcock
Pacific Coast Baseball League	-
Manly Minor League	-
St George Baseball Assoc	Stuart Hitchcock
Sydney Metro	-