



SOUTHERN BASKETBALL ASSOCIATION
NOTICE OF 2018 ANNUAL GENERAL MEETING

TUESDAY 29th January 2019

7.00pm to 8.00pm

150 Tulip Street, Cheltenham

NOTICE IS HERBY GIVEN - in accordance with Section 15 of the Southern Basketball Association Incorporated Constitution 2017 (the Constitution) that an Annual General Meeting (AGM) of the Southern Basketball Association (SBA) will be held at – 150 Tulip Street, Cheltenham on Tuesday 29th January 2019 at 7.00pm to conduct the following business:

1. Ordinary Business

1.1. Financial and related reports – To receive and consider the annual financial report of the Association and the reports of the Directors and of the Auditor for the year ended 31 August 2018 (refer to note no. 1).

1.2. Election of Directors – To elect three (3) Directors of the Association – In accordance with section 23(5) of the Association's Constitution:

- Jenny Mouat – Not seeking Re-election
- Corey Simpson – Not seeking Re-election
- Paul Dear – Seeking Re-election

Individuals are invited to contact the Secretary to express their interest in nominating as a Director of the Association. The Secretary will forward a nomination pack to those interested for their completion and for their return to the Secretary no less than close of business 7 days prior (22/01/19) to the AGM.

2. Other Business

Any other business shall have been given in writing to the Secretary of the Association no less than close of business seven (7) days prior to the date of the meeting.

For and on behalf of the SBA Board

A handwritten signature in blue ink, appearing to read "David Hopkins", is written over a horizontal line.

07/01/19

David Hopkins
Secretary
Southern Basketball Association

secretary@southernbasketball.com.au



Notes

1. Financial and related reports

At the 2017 AGM (14/12/17) the Members agreed to reappoint Bayside Business Accountants (BBA) as the Associations Auditor's for the 2017/18 year.

In approximately July 2018 the Treasurer was advised by BBA that after a change in ownership they were no longer in a position to carry out the required audits for 2017/18.

The Board sort legal advice as to the process of appointing of a new Auditor. Legal advice was as follows: (excerpt)

'Under our constitution clause 12(3)(d) requires the AGM to appoint an auditor. Given we need to appoint an auditor for the financial reporting period I recommend that the Board appoint an auditor that meets the requirements of the Act and then have that appointment ratified at the AGM (with an explanation why the Board had to proceed this way) and then that auditor (or another auditor(?)) be reappointed for the next year.'

After undertaking a review of three potential auditing firms the Board elected to follow this legal advice appointing Tudor & Company Pty Ltd Chartered Accountants to undertake the required audit of the Associations 2017/18 accounts.

In accordance with the legal advice the Board will seek to ratify the appointment of Tudor & Company Pty Ltd Chartered Accountants for the financial year 2017/18 and reappoint them as the Associations Auditor for the 2018/19 financial year.

2. Election of Directors - In accordance with Section 23(3) of the Constitution:

"Each Director of the Association shall hold office for a period of two (2) years. When a person's term of office has come to an end he or she will relinquish the position at the end of the next annual general meeting two years after the date of his or her election. This person is eligible for re-election."

At the 2017 AGM all Directors positions were spilled and seven (7) new Directors were elected. At the time of the 2018 AGM the elected Directors will have held their positions for a period of one (1) year. Therefore in accordance with the Constitution no Directors are required to relinquish their positions at this AGM.

However the Board has agreed to align with the requirements of section 23(5) of the constitution which states:

"Four Directors will be elected in each odd calendar year. Three Directors will be elected in each even calendar year"

As such an election of three Directors will occur at this AGM.

3. Membership Categories (Section 6) & voting at the AGM (Section 19).

All Membership Categories are outlined in Section 6 of the Constitution. All those who are entitled to vote at the AGM are outlined in Section 19. The Constitution should be read carefully in respect to Member Categories and Voting Rights.



All those who attend the AGM and who are entitled to vote under Section 19 of the Constitution will be checked off a Register of Members and handed a ballot paper for the Election of Directors upon entering the meeting.

Note Section 19(1) states:

“No category of Member may exercise two votes. For example, a Player Member who is also a Parent Member can only exercise one vote”.

Note Section 19(2) states:

“No proxy or postal votes are allowed at any meeting of the Association.”

Any questions about Member Categories and Voting Rights should be forwarded by email to the Secretary no less than close of business seven (7) days prior to the AGM.

4. Member Club and Championship Teams

Each Member Club shall be entitled to be represented by an authorised delegate.

It is necessary for all Member Clubs to officially designate a Delegate who will attend the AGM and vote on its behalf. Member Clubs must notify the SBA Secretary no less than seven (7) days prior to the AGM of their Delegate’s name and position. All Delegates must be fully briefed and have the authority to make decisions on behalf of the Member Club at the AGM.

Championship Teams will be represented by the SBA CEO who has been designated as the delegate by the Board to vote on these teams’ behalf.

5. Agenda & Annual Financial Report

An Agenda and the Annual Report (including auditor’s report and director’s report) will be sent to members and published on the SBA’s website seven (7) days prior to the AGM.