



**SOUTHERN BASKETBALL ASSOCIATION
EXTRAORDINARY GENERAL MEETING**

MINUTES

Wednesday, 28 October 2020 - 7:00PM

Zoom Meeting

Board Attendance: Phil McFarlane (President), Anne-Maree Nunan (Secretary), Dean Cartwright (Treasurer), Gerrik Gratz (Vice President), Kath Fordham-King, Jason Shugg, Scott Harvey, Natalie Hughes (8)

Voting Members Attendance (Life Member, Playing, Parent, Member Clubs & Championship Teams, Other): Paul Breen (Eagles Delegate), Lisa Mouncer (Bullits Delegate), Paul McMahon (Sandy Saints Delegate), Alistair Perry (Tigers Delegate), Bec Hardeman (Pacers Delegate), Pete McKenna (Mordy Flyers Delegate), Amber Dowling (Mustangs Delegate), Angie Gilchrist (Sharks Delegate), Bill Evans (Life Member), Ian Leckie (Life Member), Mark Mitchell (Life Member), Andrew Maloney (Life Member), Steven Lunardon (Life Member), Louise Graham (Life Member), Judy Barlow (Life Member), Craig Weir (Championship Teams) (16)

General Attendance: Vicki Barlow, Sophie Smirniotis, Nathan Crosswell, Simon Giovanonni, Margaret Bell (5)

Total Attendance: 29

Apologies: Nil

Chairperson (Chair) – Phil McFarlane (President)

Meeting Opened – 7.04pm

1. Open & Welcome – Chair called the meeting to order and welcomed attendees.

Chair advised all present that the meeting would be recorded to ensure a true and unambiguous record of the meeting was maintained. Chair asked if there were any objections.

There were no objections noted.

2. Quorum

Chair advised that in accordance with the Constitution there must be a quorum of five members present before the meeting could commence.



It was confirmed a quorum of Members was present. The Chair declared that a quorum was present and the meeting could proceed, declaring the meeting open.

3. Introduction

The Chair provided background of the proposed Constitution changes. The current Board committed to finalising a new Constitution at the last AGM that had been started by the previous Board. Some further changes were also proposed. To socialise these changes the Board engaged Member Clubs and Life Members to discuss the proposed changes and seek input and feedback. The draft Constitution was then circulated to Member Clubs and Life Members and further feedback incorporated.

4. Notice of Meeting

Chair advised that the notice of the meeting was previously circulated to all Members on 7 October 2020. The purpose of the meeting was to consider and vote on a special resolution to adopt the new proposed Constitution. The Chair noted the major changes to the Constitution being changes to membership and voting categories, changes to Section 10 (Discipline, Suspension and Expulsion of Members), introduce a gender diversity target and increase board member terms.

5. Procedure for the Meeting

The Secretary advised that the Associations Incorporation Reform Act requires 75% of members voting at the meeting to vote in favour of the special resolution.

No proxy votes are allowed, as per the Association's Constitution.

Members and attendees would be provided with the opportunity to comment and ask questions about the resolution prior to voting.

Voting on the resolution was proposed to be by show of hands in the first instance. Secretary asked if there were any objections.

There were no objections noted.

6. Special Resolution – Amendment of Constitution

The Secretary formally proposed the resolution to amend the Association's Constitution. The resolution to be voted upon at this meeting:

“That the existing Constitution of Southern Basketball Association Incorporated be replaced by the proposed new Constitution, and that the new Constitution apply to the operations of Southern Basketball Association Incorporated as from its adoption by the general meeting



pending final approval by Consumer Affairs Victoria in accordance with the provisions of the Associations Incorporation Reform Act 2012 (VIC)."

Members and attendees were invited to ask questions about the proposed changes to the Constitution. There were no questions raised or comments made at this time.

7. Vote Conducted:

Members were asked to vote by a show of hands. All Members voted 'Yes' in support of the special resolution. No Members abstained from voting. **The vote was carried unanimously.**

Question: Paul McMahon asked about the proposed changes to Section 10 (Discipline, Suspension and Expulsion of Members).

Response: The Secretary explained the intent of the section hadn't changed but had been updated to reflect the Model Rules and Associations Incorporation Reform Act 2012. The Secretary discussed the major changes to the Section including removal of a \$500 fine and replacing with a reprimand, more clearly setting out Appeal Rights for individuals, adding no proxy voting at Discipline General Meetings and changing the requirement of a resolution to be passed from 66% to 75% of Members. The Secretary directed further detailed information could be found in the Notice of EGM.

8. Next Steps:

The Secretary will lodge the altered Constitution with Consumer Affairs Victoria (as the Registrar of Incorporated Associations) in accordance with section 50 of the Act. The altered Rules (Constitution) will take effect upon acceptance of it by the Registrar.

9. Closure:

Chair advised the AGM will be scheduled for Monday 30th November 2020 and assuming acceptance by the Registrar, the new Constitution will apply at the AGM.

Chair thanked all for their attendance and declared the meeting closed.

Meeting Closed 7:27pm