



# **Notice of Annual General Meeting Tuesday, 20 April 2021**

**Part One  
Notice of Annual General Meeting  
Tuesday 20 April 2021**

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**Friday, 5 March 2021  
Baseball Victoria Incorporated  
(ABN 78 603 120 057)**



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## Part One - Notice of Annual General Meeting

Notice is hereby given in accordance with Rule 17 of the Baseball Victoria Constitution that the Annual General Meeting of Baseball Victoria Inc. (Association) (ABN 78 603 120 057) will be held:

Date: Tuesday, 20 April 2021  
Time: 7.00pm  
Venue: Subject to COVID Requirements – the Meeting will be conducted Electronically via ZOOM. Details for login in to be provided to all confirmed Delegates.

## Business of Annual General Meeting

In accordance with Rule 18 of the Association:

1. To confirm the **minutes** of the Annual General Meeting held on 25 February 2020;
2. Consideration of **financial statements** of the Association for the Financial Year ending on 30 September 2020, submitted by the Board in accordance with the Act;
3. The **annual report** of the Board (including in relation to the activities of the Association during the last preceding Financial Year)
4. Election of **Directors** and **Life Members**.
5. **Special Business**.



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## Who Can Attend General Meeting

The Baseball Victoria Rules stipulate:

### 7.5 Compliance of Member Bodies

The Member Bodies acknowledge and agree that each of them shall:

- (a) be and remain incorporated;
- (b) elect or appoint one (1) Delegate to represent it at General Meetings of the Association;
- (c) provide the Association with such information as the Association may reasonably require including copies of any financial reports and statements, its annual report and other associated documents within thirty (30) days of such request by the Association;

### 7.6 Constitution of the Member Bodies

- (c) Upon request, a Member Body shall provide to the Association a copy of its constituent documents and all amendments to these documents within thirty (30) days of such request by the Association.

## 17.2 Entitlement to Attend General Meeting

Notwithstanding any other Rule, no Member shall be represented at, or take part in a General Meeting, unless all monies (set in accordance with Rule 10) then due and payable to the Association are paid or, at the Boards discretion, where monies remain due a payment plan has been agreed in writing between the Member and the Association and payment has commenced.

### Rule 20.1 (a) Notice of every General Meeting shall be given to every Delegate.

A Delegate means the persons elected or appointment from time to time by a Member Body to act for and on behalf of that Member Body to represent the Member Body at General Meetings.

A Member Body means:

- (i) each of those clubs associated with the Victorian Baseball Association and a member thereof; and
- (ii) each of those Associations associated with the Victorian Provincial Baseball League and recognised as such by the Victorian Baseball Association and Victorian Provincial Baseball Association;
- (iii) the Baseball Umpires Association of Victoria

And

An entity which is recognised as a representative of the sport of baseball in Victoria (in the Board's sole discretion) is or shall be recognised as a Member Body and shall participate in the sport of baseball in Victoria in accordance with the objects of the Association.



## **Rule 22.2 Entitlements to Attend General Meeting**

Unless otherwise determined by the Board in its sole discretion, notwithstanding any other rule, no Member shall be represented at, or take part in a General Meeting, unless all monies then due and payable by that Member to the Association are paid.

## **Quorum at General Meeting**

### **Rule 24.1 Quorum**

No business shall be transacted at any General Meeting unless a quorum is present at the time when the meeting proceeds its business. A quorum for General Meetings of the Association shall be sixty percent of Member Bodies.

## **Chairman at General Meeting**

### **Rule 24.2 Chairman to Preside**

The Chairman shall preside at General Meetings or if the Chairman is not present the Deputy Chairman Shall preside.

## **Voting at Annual General Meeting**

### **25.1 Entitlement to Vote**

Each Member Body shall, subject to the rules have 1 vote at General Meetings. Delegates shall represent their respective Member Bodies. No other Member shall be entitled to vote.

## **Proxy and Postal Voting**

### **26.1 Proxy Voting Not Permitted**

Proxy voting shall NOT be permitted at General Meetings.



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## **Part Two - Notice of Motion for Special Business**

In accordance with Rule 19 of the Association:

1. Members entitled to vote at the Annual General Meeting may submit notices of motion as special business at a General Meeting where the subject of such notices of motion relate to a matter which is expressed in this Constitution to be a right or power of the Members in General Meeting.
2. Where the subject of a notice of motion relates to a matter which is not expressly stated in the Constitution to be a right or power of the Members in General Meeting, it will not be considered a valid notice of motion and will not be included as special business at a General Meeting.

### **Notice of Motion for Special Business**

In accordance with Rule 19 of the Association:

1. The Secretary must call for notices of motion at least forty-five days before the date of the Annual General Meeting.
2. Members entitled to vote wishing to submit notices of motion for inclusion as special business at the 20 April 2021 Annual General Meeting of the Association must by Friday, 19 March 2021 (excluding receiving date and meeting date) prior to the Annual General Meeting using the **Notice of Motion For Special Business Form**.



## **NOTICE OF MOTION FOR SPECIAL BUSINESS FORM**

In accordance with Rule 19 of the Association Members entitled to vote wishing to submit notices of motion for inclusion as special business must by Friday, 19 March 2021 prior to the Annual General Meeting.

We are now calling for notices of special business for inclusion at the Annual General Meeting to be held 20 April 2021.

Should you wish to have an item included in the upcoming Annual General Meeting please complete the form below and return in **no later than 5.00pm on Friday, 19 March 2021.**

### **Via Email**

Kristie Middleton  
Secretary  
Baseball Victoria  
Email: [secretary@baseballvictoria.com.au](mailto:secretary@baseballvictoria.com.au)

**OR**

### **Via Mail**

Kristie Middleton  
Secretary  
Baseball Victoria  
P.O. Box 551 Laverton VIC 3028  
OR  
Melbourne Ballpark  
Merton Street, Altona Meadows VIC 3028



**NOTICE OF MOTION FOR SPECIAL BUSINESS FORM**

Member Body Information					
Member Body Name *					
Postal Address *					
Suburb *		State *		Post Code *	

Member Body Delegate Information			
Nominated Member Body Delegate Name *			
Role at Member Body *			
Phone *		Email Address *	

\* Denotes compulsory fields

Special Business

SUPPORTING INFORMATION TO SUBSTANTIATE THIS SPECIAL BUSINESS SHOULD BE PROVIDED WITH THIS NOTIFICATION

I the undersigned on behalf of my Member Body (Member Body) as the authorised Delegate (Delegate) would like to call for this item of special business to be included at the Annual General Meeting to make decisions and vote at the Annual General Meeting to be held 20 April 2021.

Name: \_\_\_\_\_ Witness Name: \_\_\_\_\_

Signature: \_\_\_\_\_ Signature: \_\_\_\_\_

Date: \_\_\_\_\_ Date: \_\_\_\_\_

**NOTICE OF MOTION FOR SPECIAL BUSINESS**  
 CLOSE 5.00pm Friday, 19 March 2021  
 Via the email or mail details on the previous page.



## **PART THREE - MEMBER BODY DELEGATE NOMINATION & AUTHORISATION FORM**

### **Member Body Delegates Attend and Vote at the Annual General Meeting**

Member Body means an entity recognised under Rule 7 to administer the sport of baseball in Victoria and which can include:

- (a) Baseball Associations;
- (b) Summer League Clubs; or a
- (c) Representative Body.

### **Member Body Delegates attending the Annual General Meeting**

Rule 15 of the Association details the appointment of Member Body Delegates to the Annual General Meeting who shall be entitled to vote at the Annual General Meeting.

1. Each Member Body shall nominate one Delegate who must be appropriately empowered by his or her Member Body to make decisions at Annual General Meetings.
2. Each Delegate shall represent his Member Body at Annual General Meetings of the Association and shall have full power to consider and vote on resolutions at Annual General Meetings.
3. Each Member Body via the one Delegate shall be entitled to 1 vote at the Annual General Meeting.
4. Each Member Body shall, at least forty-eight hours prior to the Annual General Meeting, advise in writing to the Secretary the name of the appropriately empowered Member Body Delegate who shall be attending the Annual General Meeting using the **Member Body Delegate Nomination & Authorisation Form**





## **MEMBER BODY DELEGATE NOMINATION & AUTHORISATION FORM**

In accordance with Rule 15 of the Association Member Bodies shall, at least forty-eight hours prior to the Annual General Meeting advise in writing to the Secretary the name of the appropriately empowered Member Delegate who shall be attending the Annual General Meeting.

We are now calling for Member Bodies entitled to nominate a Delegate to nominate the Delegate who will be attending the Annual General Meeting to be held 20 April 2021.

To attend the Annual General as a Delegate of a Member Body please complete the form below and return in **no later than 5.00pm on Thursday, 15 April 2021.**

### **Via Email**

Kristie Middleton  
Secretary  
Baseball Victoria  
Email: [secretary@baseballvictoria.com.au](mailto:secretary@baseballvictoria.com.au)

**OR**

### **Via Mail**

Kristie Middleton  
Secretary  
Baseball Victoria  
P.O. Box 551 Laverton VIC 3028  
OR  
Melbourne Ballpark  
Merton Street, Altona Meadows VIC 3028



## MEMBER BODY DELEGATE NOMINATION & AUTHORISATION FORM

### Member Body Information

Member Body Name *					
Postal Address *					
Suburb *		State *		Post Code *	

### Member Body Delegate Information

Nominated Member Body Delegate Name *					
Role at Member Body *					
Phone *		Email Address *			

\* Denotes compulsory fields

I the undersigned as an authorised representative of the Member Body (Member Body) detailed above hereby appoint on behalf of the Member Body, the Member Body Delegate (Delegate) detailed above and authorise the Delegate to make decisions and vote at the Annual General Meeting to be held 20 April 2021 on behalf of the Member Body.

Authorised Representative of a Member Body may be the President, Vice President, Secretary or Treasurer or as otherwise appropriately delegated by the Member Body.

Name: \_\_\_\_\_ Witness Name: \_\_\_\_\_

Signature: \_\_\_\_\_ Signature: \_\_\_\_\_

Date: \_\_\_\_\_ Date: \_\_\_\_\_

## MEMBER BODY DELEGATE NOMINATION & AUTHORISATION FORM

CLOSE 5.00pm Thursday 15 April 2021

Via the email or mail details on the previous page.



## **PART FOUR - MEMBER BODY COMPLIANCE**

Rule 15 of the Association states that Member Bodies acknowledge and agree that each of them shall:

be and remain incorporated;

- a) elect or appoint one (1) Delegate to represent it at Annual General Meetings of the Association;
- b) provide the Association with such information as the Association may reasonably require including copies of any financial reports and statements, its annual report and other associated documents within thirty (30) days of such request by the Association; and
- c) Upon request, a Member Body shall provide to the Association a copy of its constituent documents and all amendments to these documents within thirty (30) days of such request by the Association.

In order to meet compliance obligations in accordance with the Rules of the Association and to ensure each member Body is eligible to nominate a Delegate and vote at the Annual General Meeting each Member Body is required to submit to the Association the **Member Body Compliance Form and** no later than Thursday, 15 April 2021 which shall include a copy of the **required attachments** following:

- 1. Copy of Certificate of Association of the Member Body;
- 2. Copy of current Constitution of the Member Body; and
- 3. Copy the most recent annual accounts and annual report of the Member Body.



## **MEMBER BODY COMPLIANCE FORM**

In accordance with Rule 15 of the Association to meet compliance obligations in accordance with the Rules of the Association and to ensure each Member Body is eligible to nominate a Delegate and vote at the Annual General Meeting each Member Body is required to submit to the Association the Member Body Compliance Form and required attachments no later than Thursday, 15 April 2021.

To attend the Annual General as a Delegate of a Member Body please complete the form below and return in **no later than 5.00pm on Thursday, 15 April 2021.**

### **Via Email**

Kristie Middleton  
Secretary  
Baseball Victoria  
Email: [secretary@baseballvictoria.com.au](mailto:secretary@baseballvictoria.com.au)

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P.O. Box 551 Laverton VIC 3028  
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Melbourne Ballpark  
Merton Street, Altona Meadows VIC 3028



**MEMBER BODY COMPLIANCE FORM**

**Member Body Information**

Member Body Name *				
Postal Address *				
Suburb *		State *		Post Code *

**Member Body Delegate Information**

Nominated Member Body Delegate Name *			
Role at Member Body *			
Phone *		Email Address *	

\* Denotes compulsory fields

I the undersigned as an authorised representative of the Member Body (Member Body) detailed above submit the attached documents and warrant that they are the most recent versions of the required documents.

Attached

- 1. Copy of Certificate of Association of the Member Body
- 2. Copy of current Constitution of the Member Body; and
- 3. Copy of most recent annual accounts and annual report of the Member Body.

Authorised Representative of a Member Body may be the President, Vice President, Secretary or Treasurer or as otherwise appropriately delegated by the Member Body.

Name: \_\_\_\_\_ Witness Name: \_\_\_\_\_

Signature: \_\_\_\_\_ Signature: \_\_\_\_\_

Date: \_\_\_\_\_ Date: \_\_\_\_\_

**MEMBER BODY COMPLIANCE FORM  
CLOSE 5.00pm Thursday, 15 April 2021  
Via the email or mail details on the previous page.**



## PART FOUR - MEMBER BODY CHECKLIST

Submitted to  
Baseball Victoria

1. **Notice of Motion For Special Business Form (*If Required*)**  
Returned by 5.00pm Friday, 19 March 2021
  
2. **Member Body Compliance Form (*Mandatory*)**  
Returned by 5.00pm Thursday, 15 April 2021
  - a) Copy of Certificate of Association of the Member Body;
  - b) Copy of current Constitution of the Member Body, and
  - c) Copy of most recent annual accounts and annual report of the Member Body.
  
3. **Member Body Delegate Nomination & Authorisation Form (*Mandatory*)**  
Returned by 5.00pm Thursday, 15 April 2021

### NOTE

**Submission of a completed Member Body Compliance Form and Member Body Delegate Nomination & Authorisation Form are required to attend the Annual General Meeting as a Member and vote in accordance with the Constitution of Baseball Victoria.**

**Even if these documents were submitted for previous Annual General Meetings they must be submitted again in accordance with this Notice of Annual General Meeting.**