



# CIRCULAR TO MEMBERS

## Notice of Annual General Meeting of Members of the Western Australian Cricket Association Limited **Wednesday 18 September 2024**

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## Notice of Annual General Meeting and Agenda

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Western Australian Cricket Association Limited will be held in the Boundary Room of the Lillee Marsh Stand, WACA Ground, East Perth, on **Wednesday 18 September 2024 commencing at 6.00pm.**

### AGENDA

#### 1. WELCOME

1.1 Apologies and Tribute

#### 2. MINUTES FROM THE 2023 AGM - TABLED FOR INFORMATION

#### 3. FINANCIAL REPORT

3.1 Annual Financial Report (including the Auditor's report) for the year ended 30 June 2024

3.2 Member Questions

#### 4. CHAIR'S REPORT

#### 5. HONORARY LIFE MEMBERSHIP

5.1 Mr Peter Murphy

#### 6. GENERAL BUSINESS

6.1 Member Questions

#### 7. CLOSE AND INVITATION TO REFRESHMENTS

#### ANNUAL REPORT

Please visit [wacricket.com.au/media/publications](http://wacricket.com.au/media/publications) to access the Annual Report for the year ended 30 June 2024.

If you would like a hard copy of the Annual Report please contact the WA Cricket Membership Office via phone: (+61) 8 9265 7279 or email: [membership@wacricket.com.au](mailto:membership@wacricket.com.au)

#### PROXY

A Member may appoint a Proxy who must also be a Member of the Company. A Proxy Form may be found at the end of this Circular.

## Minutes of Annual General Meeting held 20 September 2023

The Annual General Meeting of the Western Australian Cricket Association Limited was held in the Boundary Room of the Lillee Marsh Stand, WACA Ground, East Perth, on **Wednesday 20 September 2023 commencing at 6.00pm.**

### WELCOME

WACA Chair Avril Fahey welcomed all Members and attendees.

The Chair advised notice of the meeting was provided to all Members in accordance with the Constitution.

The Chair gave an Acknowledgment of Country.

The Chair advised the meeting is being recorded and is also being webcast to eligible WACA Members. Those Members viewing the webcast are not counted towards the quorum and are not able to raise questions or vote. Based on Member feedback, the webcast provides a way for those Members unable to attend the AGM in-person to be able to watch and listen to the proceedings.

#### Apologies and Tribute

116 eligible Members as per the attendance register were present, which was a quorum.

There were no proxies registered. 11 Members were recorded as an apology.

Ms Fahey read the names of deceased Members and WA Past Players:

- Martin Bender
- Trevor Bidstrup
- Athol Chester
- Jocelyn Edmonds (nee Smith)
- Nancy Ford
- James 'Jim' Hubble
- Arthur Lodge
- Frank O'Driscoll
- Mervyn Smith
- Rowland Sprigg
- Greg Thomasson
- Alexander Williams
- Rob Langer

Bill Reynolds advised that Kevin Taylforth also passed away.

A minute's silence was observed as a mark of respect for all deceased Members and WA Past Players.

### NORMAL BUSINESS

#### Minutes of the Annual General Meeting held 21 September 2022

Copies of the Annual General Meeting minutes from 21 September 2022 had been circulated to all Members for consideration ahead of this meeting.

In response to a question from a Member the Chair advised any outstanding issues from the 2022 AGM which are not covered in tonight's presentations could be raised as questions at the end of the meeting.

A Member queried the accuracy of the minutes relating to baby change room facilities. After consulting the Company Secretary, the Chair advised the minutes are an accurate reflection of the meeting.

#### **Minutes of the Special General Meeting held 21 November 2022**

Copies of the Special General Meeting minutes from 21 November 2022 had been circulated to all Members for consideration ahead of this meeting.

The Chair advised two requested changes to these minutes have been received from a Member. The requested changes relate to responses to questions about the WACA Ground Improvement Project. The Company Secretary has worked with the Member to try and agree requested changes to the minutes.

The Chair advised no recording is available from the Special General Meeting. The requested changes are:

Page 3: Update the wording of "there would be significant challenges proceeding with the Project without the Aquatic Facilities." to "that all funding for the Project was contingent on the inclusion of ancillary facilities such as the Aquatic Facility and Children's playground." and adding "The Chair further advised that the WA Cricket contribution to Project funding would not exceed what has already been committed (i.e. \$11m)".

The Chair advised after consulting the Company Secretary she is comfortable that the minutes tabled are a true and correct record of the meeting. Under the Corporations Act and Constitution, the minutes are to be tabled, not approved by Members.

#### **Election of one Director, as notified by the Returning Officer following completion of Member voting**

The Chair invited the Returning Officer, Lisa Ahwan of Computershare, to provide an overview of the voting process and to finalise the Director election.

The Returning Officer explained the voting process to be followed by those Voting Members who had not voted on-line prior to the AGM.

Voting cards were distributed to those Voting Members who had not voted prior to the AGM upon arrival. The Returning Officer requested the voting cards be completed and arranged for the voting cards to be collected by Computershare staff.

The voting cards were counted by Computershare staff, witnessed by the Independent Scrutineer and a Scrutineer appointed by candidate Peter Capes.

After finalising the count, the Returning Officer read out the number of votes received by each candidate as follows:

• Darryl Hockey	78
• Daniel Smith	82
• Nathan Grozotis	47
• Himal Doolabh	46
• Peter Capes	996

The Returning Officer declared the successful candidate, Peter Capes.

The Chair congratulated Peter Capes and thanked the unsuccessful candidates for their nominations.

#### **Presentation of Financial Statements for the year ended 30 June 2023**

The Chair advised the accounts of WA Cricket in respect of the year ended 30 June 2023 have been audited by Deloitte. The Financial Statements had been circulated to all Members in advance of the meeting. Ms Fahey invited Mr Justin Michael, Chief Operating Officer to present WA Cricket's audited Financial Statements.

The Chief Operating Officer presented WA Cricket's Audited Financial Statements, advising:

- WA Cricket returned to normal operations in 2022-23 following the impact of COVID-19 which had limited cricket content in WA in the previous 2 years.
- WA Cricket continues to invest in all forms of cricket in WA, including men's and women's elite teams, junior pathways and community cricket.
- Thanked Members for their support, loyalty and passion, supporting WA Cricket through the past few years.
- The 2022-23 financial year resulted in record revenue, with WA Cricket breaking \$40m for the first time.
- The Perth Scorchers led the league with the biggest crowds in the country. The BBL Final was a sell out and was the largest cricket crowd in WA.
- Revenue growth on the previous year was as follows:
  - Cricket revenue - up 31%. This was due to increased funding from Cricket Australia and cricket content returning to WA.
  - Members subscriptions - up 324%. This was a result of cricket content returning to WA.
  - Function related revenue - up 131%
- Overall Membership numbers were up 1.24% on prior year.
- The recognition of revenue and expenses resulted in revenue and other income of \$44.7m (up 35% on last year), and expenditure of \$41.2m (up 34% on last year). This has resulted in an operating surplus of \$3.5m. This includes \$2.3m of capital grants for the WACA Ground Improvement Project ("WGIP") from State and Federal Governments and Cricket Australia. These are recognised in the Financial Statements in accordance with AASB 1058 Income for Non-Profit Entities. This standard will impact the revenue recognition of \$154.7m in capital grants for the WACA Ground Improvement Project in time as the Project is completed.
- Depreciation for the WACA Ground Improvement Project will commence from the completion of construction and will be recorded in the Financial Statements then.
- The adjusted operating result of normal business operations is a surplus of \$1.3m, which is up from a deficit the prior year of \$2m. This is a strong result in the context of rebounding from the effects of COVID.
- WA Cricket net assets at 30 June 2023 was \$17.1m (up \$3.5m on last year).
- Current liabilities exceed current assets by \$1.5m, however excluding the capital grants for the WACA Ground Improvement Project shown as deferred income, the relevant working capital position is a surplus of \$4.2m.
- Thanks to the ongoing support from loyal Members, WA Cricket is in a very strong position.

The Chief Operating Officer invited questions and provided answers in relation to the following issues:

- The reasons for increased staff numbers following lower numbers during the COVID affected years of 2020-2022.
- The reasons behind maintaining the membership fee despite a reduction in the number of BBL home matches.

- BBL Merchandise revenue.
- Cash flow forecasts, both short term and long term, in response to solvency concerns arising from current liabilities exceeding current assets.
- An overview of WGIP costs and the rationale for a potential liquidity backstop facility.
- The WGIP Construction contract has been signed, with written commitments from government in relation to funding.
- In response to a Member's question for the Auditor (in attendance) as to any Going Concern qualification raised and whether there were any findings about the ability in the medium or long-term to maintain going concern, the Chief Operating Officer, on request from the Chair, advised there is no Going Concern qualification in the audit report.
- No security of WACA assets is required to be provided for funding of the WGIP.
- The outstanding funding commitments for WGIP are in the final stages of signing.

The Chair thanked the Chief Operating Officer for his report.

### **Honorary Life Membership**

The WACA Board has resolved to propose one nomination for Honorary Life Membership for Ken Casellas.

### **Ken Casellas**

Mr Percy proposed that Ken Casellas be awarded Honorary Life Membership and read a citation which outlined Ken Casellas' special contribution to cricket in WA.

A copy of the citation is provided at **Attachment 1**.

On a show of hands of Members present, Members approved Ken Casellas be awarded WACA Life Membership.

Ken Casellas accepted the award and gave an acceptance speech.

### **CHAIR'S REPORT**

The Chair presented her report and highlighted the following items:

- Thanks to Members for their ongoing support.
- An overview of the cricket fixtures in WA in the upcoming season including the Test Match against Pakistan.
- The new Members Code of Conduct that will be introduced to address some of the concerns around Member behaviour.
- The on-field success of the past two years and congratulations to players for achieving higher honours with the Australian teams.
- The overall growth in Community Cricket of 7% on last year.
- The Main Works Contract with ADCO has been signed, to commence construction of the new facilities as part of the WGIP.
- The history and background of the process that was undertaken by previous Boards in bringing the WGIP to the current stage.
- A high-level update and funding secured for the WGIP.
- An update on a Board Governance review conducted during the year by an independent expert, the recommendations from which are now being worked through and implemented as appropriate.

- An update on the progress of the Board Inquiry, as raised by Tom Percy KC at the last AGM. The full Board agreed to undertake a confidential inquiry. The confidential nature of the inquiry was contained in its Terms of Reference. Legal advice is still being received on what part, if any, of the Inquiry report may be released to Members given the confidential nature of the Inquiry.
- The outlook for the future of cricket, including the 50-over format, Test Matches and franchise cricket.
- Thanked fellow Directors on the WACA Board for their efforts throughout the past year, including the members of Board sub-committees, and those who are no longer on the Board.
- The excitement for the future of WA Cricket and an upcoming packed summer of cricket.

The Chair invited questions from Members and provided responses in relation to questions raised:

- Several members requested the full Board Inquiry report be released. The Chair advised details relating to the Board Inquiry, including detailed consideration by the Board as to what, if anything, may be released, the timing of review of the draft report by the Chair, the Board and the CEO, the right of Members to receive an update on the outcomes and the confidentiality of the Inquiry report.
- The efforts by WA Cricket to increase female participation and inclusion, including in the regional areas of WA.
- The possibility and prospects of hosting matches away from Perth.
- The reasons behind the proposed implementation of a Members Code of Conduct, which will apply at the WACA Ground and Optus Stadium.
- Details of the bathroom facilities in the WGIP and the changes to the WGIP design following the Members briefing.
- A proposed Liquidity Backstop Facility and the related rationale.
- Confirmation that no security over WACA assets is required for the WGIP or Liquidity Backstop Facility, and legal advice received that the provision of a negative pledge to lenders does not require Member approval.
- Confirmation that the Childcare Centre has been removed from the WGIP.
- Confirmation that car parking facilities for Members in the WGIP have been considered.
- In response to a request for full details of the WGIP contract value and a list of the excluded items, the Chair referred to her earlier comments and advised that further information in relation to WGIP will be provided in the CEOs presentation.
- Consideration will be given as to whether reports provided verbally at the AGM can be provided in writing to Members.
- Members requested more details from the results of the recent Member surveys.
- In response to a comment from a Member the Chair advised that all WACA Directors are volunteers, with no remuneration permitted in the Constitution.
- Member concerns about the veracity of the minutes of the two Member meetings held in 2022.

### **CEO REPORT**

The WA Cricket CEO, Ms Christina Matthews, presented a report on the WACA Ground Improvement Project, advising:

- A recap of the WGIP, including the governance framework, details of the members of the Project team, the vision, an overview of the funding available, work completed to date, exclusions as part of the design and capital works undertaken by WA Cricket.
- A video and slide show of images of the WGIP.

The CEO invited questions and provided responses on the following issues:

- Forecast revenues from the Childcare Centre had not been included in financial modelling for WGIP as it was known it may not go ahead.
- Forecast net revenues from the non-cricket facilities are being viewed in the context of funds committed by WA Cricket, as opposed to total Project funding, the vast majority of which is being provided by government.
- There are no plans for partnering with WAFL in relation to office facilities.
- The Gym has been designed so that the space can be utilised for a big event if required.
- Background checks have been undertaken on the builders.
- Details of the bathroom facilities in the WGIP for males and females.
- Consideration of sustainability issues in the WGIP.
- The funding provided by Cricket Australia for WGIP is limited to cricket facilities and based on amounts provided to other state facilities.
- The CEO chose not to comment on her own future plans.
- Noting the financial results over the past 5 years have been heavily impacted by COVID, there is confidence in sustainable revenues and financial results going forward.
- It was noted by a Member that WA Cricket has been very successful in recent years
- A Member noted there should be more balance in the conversation, that Members appoint the Board, and that WA Cricket is in good shape. It's been a huge achievement to secure so much government funding for the WGIP. The Board needs to look at itself and become a team, to support the decisions made and if Directors are unable to support decisions made by the Board they must resign.

#### **COACHES' AND CAPTAIN'S REPORT**

Mr Matthew Taylor, General Manager - Communications, Marketing & Stakeholder Engagement, interviewed Becky Grundy, Adam Voges, Chloe Piparo and Ashton Turner about the previous cricket season, pre-season training and the season ahead. The respective coaches and captains spoke with passion about their roles within WA Cricket, the upcoming season and the strong culture at WA Cricket. The WA Men's Cricket team for the first match of the season was announced to Members.

#### **GENERAL BUSINESS**

The Chair invited retiring Director Mr Tom Percy KC to say a few words. Mr Percy gave a brief summary of his 9 years on the Board and the current state of the Association. He advised his own personal belief that the full Board Inquiry report should be released to Members. Mr Percy thanked Members, Coaches and staff for their assistance during his time on the Board. The Chair thanked Mr Percy for his time on the Board.

The Chair opened the meeting for any other questions, which were responded to by the Chair and Management:

- Further commentary on proposed baby changing facilities in the WGIP.
- A request for hard copies of the AGM speeches by the Chair and CEO, which will be considered.
- A request for details of excluded items and deferred items including costs for the WGIP. The Chair referred to the earlier presentation by the CEO where excluded items were advised.
- Concerns that Members who have not provided email addresses are unable to vote in the Director election and the Board should consider postal or telephone voting. This will be considered for future Member meetings.

#### **CLOSE AND INVITATION TO REFRESHMENTS**

Ms Fahey thanked Members for their attendance and their feedback and declared the meeting closed at 9.30pm.

#### **CONFIRMED**



A Fahey  
Chair

Date 11 December 2023

## WA Cricket Honorary Life Membership 2023 Ken Casellas Citation

Born on November 8, 1936, Ken Casellas has enjoyed a lifetime involvement in sport, particularly cricket, football and harness racing.

A member of the St Louis School first XI and first XVIII in Years 11 and 12, and under-16 interschool athletics champion, he began an early involvement in the reporting of cricket when as a 13, 14, 15 and 16-year-old he attended WACA first-grade matches at Melvista Oval, Claremont Oval and Rosalie Park and phoned through progressive scores to the Sunday Times (from public phone boxes) as well as phoning through close-of-play match summaries.

Then after joining the West Australian newspaper as a cadet journalist in 1954 he covered a variety of sports (including the 1960 Olympic Games in Rome and the 1962 Commonwealth Games in Perth). He reported on cricket for more than 45 years, and was the newspaper's chief cricket writer for a record 27 years.

In a brief move away from the West Australian, he covered Perth's inaugural Test match at the WACA Ground in 1970 for the Independent newspaper before returning to the West and covering all Test, Sheffield Shield and one-day matches in Perth as well as accompanying the WA Shield side on its Eastern States tours. He was the West's representative at the historic Centenary Test at the MCG in 1977.

Ken also enjoyed providing a comprehensive coverage of WACA first-grade matches, writing previews, feature articles and match reports. For many years he also typed full scoreboards of all first-grade matches for publication in the newspaper.

Apart from all his newspaper reporting he was the WA correspondent for the monthly Australian Cricket publication and for many years he penned articles for WACA annual reports and a variety of the association's publications, notably the WACA Chatta.

He was the WA correspondent for the eight annual editions of Australian Wisden (from 1998 to 2005-06). He also enjoyed writing articles every year for the WACA's souvenir Test Match Dinner program, as well as writing feature stories for the program for the Lilac Hill festival matches. He wrote and produced testimonial commemorative books for Graham McKenzie and Geoff Marsh as well as writing stories for the testimonial books for Alec Stewart and Ken McEwan.

In recent years Ken wrote two books - The Doctor's In and The Doctor Declares.

In the 1980s and 90s Ken was a member of the WACA's Test match organising committee, and in 2002 and 2003 he was a member of the WACA's historical sub-committee which was chaired by Rob O'Connor. He also performed in his usual voluntary capacity many MC duties for the WACA at various functions, including the annual Gold Cup dinner.

Apart from his writings, Ken, at times, worked for various radio stations and television channels on the coverage of cricket. He also was the driving force behind the formation of the WA Cricket Media Guild in 1985 and served as the guild's inaugural president.

He was in England for the 1975 Ashes series, and he broke fresh ground when, in 1993 he became the first journalist from Western Australia to be sent to England to cover an Ashes series. He also spent another four months in England in 1997, covering another Ashes series.

In 1999 Ken was inducted into the MCG Media Hall of Fame for his outstanding contribution to the coverage of cricket at the MCG. He is a life member of the Claremont Football Club and the West Australian Football Commission, and he has received the Brennan Award for his contribution to the WA harness racing industry. In 2014 he was inducted into the WA Racing Industry's Hall of Fame.

## Proxy Form 2024 Annual General Meeting

I \_\_\_\_\_ being a Member of the Western Australian Cricket Association Limited and being entitled to vote, hereby appoint:

**Member's Name:** \_\_\_\_\_

**Member's Number:** \_\_\_\_\_

**Name of Office held by Member:** \_\_\_\_\_

(If left blank, the Chair of the meeting will be the appointed proxy) as my proxy to vote for me and on my behalf at the Annual General Meeting of the Western Australian Cricket Association Limited to be held in the Boundary Room, Level 2, Lillee Marsh Stand, WACA Ground, Nelson Crescent, East Perth, Western Australia on **Wednesday 18 September 2024** at 6.00pm (and at any adjournment thereof) in the manner indicated below.

### INSTRUCTIONS AS TO VOTING

**FOR      AGAINST      ABSTAIN**

Approval of Honorary Life Membership:

Mr Peter Murphy

Signed: \_\_\_\_\_

Name: \_\_\_\_\_ Member No.: \_\_\_\_\_

Dated: \_\_\_\_\_

**NOTE: The Constitution provides full details about proxies at paragraph 4.14**

**For your completed proxy form to be valid it must be received by the Company Secretary, as below, by no later than 6.00pm on Monday 16 September 2024.**

Western Australian Cricket Association Limited  
ABN 44 026 744 769 | ACN 627 195 402  
Postal Address: PO Box 6045, East Perth WA 6892  
Facsimile: (08) 9265 7275  
Email: paceo@wacricicket.com.au



**WA  
CRICKET**

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