



## HOCKEY VICTORIA INC

### **MINUTES OF THE 2008 ANNUAL GENERAL MEETING (AGM) HELD AT STATE NETBALL HOCKEY CENTRE, BRENS DRIVE, PARKVILLE ON SUNDAY 15<sup>TH</sup> MARCH 2009 COMMENCING AT 10.00am**

#### **Item 1 Welcome**

Chairman of the meeting, Hockey Victoria Chairman, Bob Esselmont, declared the meeting open at 10.00am and welcomed affiliates to the 2008 Annual General Meeting (AGM).

It was confirmed that a quorum (30% of affiliates entitled to vote in person or by proxy) was present to enable the conduct of the AGM.

The Chairman introduced HV Board Members and staff.

It was confirmed that the AGM would be conducted in accordance with the HV Constitution, in particular, that affiliates were represented by their Delegates, who had the right to debate and vote at the AGM for and on behalf of the affiliate. Each Delegate was given a card that represented the number of votes for each affiliate. The Delegate was to exercise such votes on behalf of his or her affiliate.

The meeting was advised that Life Members are entitled to attend and debate at the AGM, but have no right to vote and Individual Members (a registered financial individual member of an affiliate) may attend the AGM, but have no right to debate or vote.

The meeting was advised that all matters under consideration at the AGM, with the exception of item 6, would be determined by a show of hands.

The Chairman confirmed that the above information was previously forwarded to all affiliates on the 30<sup>th</sup> January 2009.

#### **Item 2 Present / Apologies**

A list of those present (in person or by proxy) at the AGM, was recorded as follows:

##### HV Board

- Bob Esselmont (Chair)
- Judy Barnesby
- Chris Chittick
- Shaun Dooley &
- Glenda Wilson

##### HV Staff

- Ben Hartung (Chief Executive Officer)
- Nicole Jones (Administration Assistant) &
- Chris Saliba (Competitions & Events Coordinator)

## Affiliates

- Brian Smith                      Altona HC
- Richard Brammall              Baw Baw HC & Latrobe HC
- Andrew Minter                  Camberwell HC
- Garry Sonnberger              Casey HC
- Julian Hood                      Central Victoria HA
- Pam Vincent                      Collegians-X HC / Life Member
- Ian Wright                        Echuca-Moama HC
- Bruce Salvin                      Essendon HC
- Natalie Joiner                    Essendon Ladies HC
- Jeff Starkey                       Euroa HC
- Nicole Virtuoso                  Footscray HC
- Colin Riordan                    Greensborough HC
- Peter Lugg                         Hawthorn HC
- Angus Beath                      Hockey Albury-Wodonga
- Andrew Leah                      Hockey Albury-Wodonga
- David Ronaldson                Hockey Ballarat
- Norman Same                    Maccabi HC
- Simon Hood                       MCC HC
- Genevieve Grant                Melbourne University HC
- Brenda Boucher                 Mentone HC
- Lachlan Champion              MHSOB HC
- Kim Westley                      Mornington Peninsula HC (Proxy for Frankston)
- Clark Anstis                      OHA HC
- George Karas                     Old Trinity HC
- Tracey Phillips                  PEGS HC
- Rhonda Bennett                Peninsula WHA
- Judy Silom                        Sandringham Women HC
- David Finlayson                 Southern United HC
- Donna Oram                       Swinburne HC
- Rosemary McLaughlin         Toorak East Malvern HC
- Ian Hocking                      Waverley HC
- Robyn Pascoe                    Life Member

The following persons were recorded as apologies:

- Don Ayres                         Board Member
- Noel Turner                       Brunswick HC
- Gina Smith                        CVHA
- Paul Zimmerman                Frankston HC

The Chairman moved that the apologies be accepted.

The meeting resolved that the apologies be accepted.

### **Item 3                      Minutes of the 2007 Annual General Meeting held 16<sup>th</sup> March 2008**

The Chairman moved that the Minutes of the 2007 Annual General Meeting held on the 16<sup>th</sup> March 2008 be adopted.

The meeting resolved that the above Minutes be adopted.

#### **Item 4 Presentation of Board Report**

It was confirmed that a copy of the published 2007 Annual Report had been made available to all those attending the AGM.

The Chairman referred to the Chairman's Report contained within the 2008 Annual Report and summarized the Board's achievements during this period.

The HV Chief Executive Officer referred to the CEO's Report and detailed the administrative initiatives and accomplishments throughout the year.

The Chairman moved that the Board Report be received and adopted.

The meeting resolved that the Board Report be received and adopted.

#### **Item 5 Presentation of Accounts**

It was confirmed that the Financial Report for the Year Ended 31 December 2008, as duly audited by Deloitte Touche Tohmatsu, were electronically circulated to all affiliates prior to the AGM. Further, the Financial Report is published in the 2008 Annual Report.

HV Director and Chair of the Financial Governance Committee, Shaun Dooley spoke to the audited Accounts. He also spoke to the 2009 HV Budget, information regarding same having been previously circulated to all affiliates in a Memo dated Wednesday 11<sup>th</sup> March 2009.

Shaun Dooley answered certain questions pertaining to the Accounts and the 2009 Budget. The Chair and Chief Executive Officer also respond to questions.

Affiliates asked questions related to: inventory, club fines, the budget for the Under 11 Development Program, sponsorship packages/proposals, privacy issues, production of an electronic version of the Annual Report and team entry fees. The Chair and Chief Executive Officer responded to all questions.

Shaun Dooley moved that the Accounts for the twelve months ended 31<sup>st</sup> December 2008, as circulated, be adopted.

The meeting resolved that the above Accounts be adopted.

#### **Item 6 Election of Interested Directors of the Board**

It was noted that on Friday 9<sup>th</sup> January 2009, HV Director, Joe Hough, resigned from his position on the Board. In accordance with Rule 28.3 of the HV Constitution, the Board is required to fill this Casual Vacancy for the remainder of the Director's term (in this case until the 2009 AGM). It was noted that the Board considered the precedents and the proximity to the election and agreed to consider the process for filling the Casual Vacancy at the first meeting of the new Board on Tuesday 17<sup>th</sup> March 2009 after the 2008 AGM.

It was noted that the current composition of the Board (Directors not retiring until the 2009 AGM) is one male (Shaun Dooley) and two females (Chris Chittick and Glenda Wilson).

It was noted that the Chief Executive Officer, in accordance with the HV Constitution, received four (4) nominations for three (3) Interested Director positions. Those nominations being: Bob Esselmont, Don Ayres, Judy Barnesby and Kim Westley.

It was noted that Rule 25.4 of the HV Constitution must be observed (gender equity rule)

*Where ever possible and subject to availability of candidates gender equality must be preserved on the Board. For example, where there is a full Board of seven (7) Interested Directors at least three (3) Directors must be male and three (3) Directors must be female.*

To comply with gender equity at least two (2) male Interested Directors must be elected and therefore it was declared that Bob Esselmont and Don Ayres will be elected unopposed.

It was declared that the candidates for election will be Judy Barnesby and Kim Westley. The one (1) female candidate with the highest number of votes will be declared elected.

It was further noted that all affiliates had received a Ballot Paper, which included reference to relevant rules contained in the HV Constitution. Further, that information pertaining to each nominee had been provided to all affiliates via email on 19<sup>th</sup> February 2009 and also made available at the AGM.

The Chair explained the election process in detail and read out certain rules from the HV Constitution, in particular, Rule 21, Rule 26.2(f) and Rule 25.4. He also referred to the role of the scrutineers.

The Chair proposed that HV staff members Nicole Jones (Administration Assistant) and Chris Saliba (Competitions & Events Coordinator) be appointed as scrutineers. This proposal was accepted.

In response to a question from the floor, discussion took place on the Board Casual Vacancy and the impact on the election of Interested Directors and Clause 25.4 of the HV Constitution (Gender Equality).

Noted, that the Board determined not to fill the Casual Vacancy until after the AGM. The process to fill this position has not yet been determined by the Board. As such the current composition of the Board (Directors not retiring until the 2009 AGM) is one male (Shaun Dooley) and two females (Chris Chittick and Glenda Wilson). Accordingly, the one (1) female candidate with the highest number of votes will be declared elected.

The meeting adjourned for the election and recommenced at 12.10pm.

Following receipt of the result of the election, the Chair announced and congratulated the newly elected Director – Kim Westley.

The Chairman thanked the retiring Director, Judy Barnesby, for her contribution to the Board of HV and achievements within Victorian hockey in general.

The meeting closed at 12.20pm with the Chairman thanking all affiliates for their attendance.