



**MINUTES OF THE BASEBALL NORTHERN TERRITORY INCORPORATED  
ANNUAL GENERAL MEETING 2018  
HOSTED BY AUSTRALIAN BASEBALL FEDERATION  
Held at Novotel CBD, 100 The Esplanade, Darwin, Northern Territory  
Monday, 26 November 2018**

**Attendees:**

**Australian Baseball Federation Incorporated (Baseball Australia):**

Cameron Vale (CV) – Chief Executive Officer  
Michael Crooks (MC) – General Manager: Development & Governance  
Joshua Dascombe (JD) – Finance Controller

**Darwin Baseball Association (DBA):**

Rodney Hardy (RH) – President

**Alice Springs Baseball Association (ASBA):**

Lachlan Modrzyński (LM) – President

**Other Parties Attending:**

Shannon Podsiadly – Pints Baseball  
Michael Fitzgerald – Pints Baseball  
Mark Macdonald – Nightcliff Tigers  
Ashley Robinson – Nightcliff Tigers  
Barry Moriarty – Reds  
Narelle Gosstray – NT Government  
Brooke Garton – Tracy Village  
Mark Stead – Candidate for Board Appointment  
Gemma Scales – Candidate for Board Appointment  
Nicky Bacon – Darwin  
Jeff Mosel – Darwin  
Leanne Mosel – Darwin

**Observer:**

Ennette Cooper (EC) – Executive Assistant to CEO ABF, Minute Taker

**Apologies:**

Joshua Ang – Candidate for Board Appointment

CV acted as Chairman for this Annual General Meeting (AGM) with no objections received. CV declared the meeting open at 7:06pm (ACST). CV welcomed all attendees whom also introduced themselves to the group.



## **1. Preamble**

CV confirmed that his role as Chief Executive Officer at Baseball Australia (BA) does not normally include Chairing a Member State or Territory Annual General Meeting and it is also not his intention to Chair future meetings for Baseball Northern Territory Incorporated (BNTI).

CV clarified the current situation of Baseball Northern Territory Incorporated (BNTI) resulting from the past 18 months, revealing that he was requested by the Northern Territory Government (NT Govt) in September 2017 to work through issues that they were concerned about from how BNTI was being run – mostly financial issues and a lack of formal processes for Meetings, particularly AGMs. The purpose of BA working with the NT Govt is to return BNTI back to a well-functioning Association, managed independently to BA and NT Govt.

CV declared that Baseball Australia (BA) has no interest in taking over BNTI under a Unitary Model, confirming the expectation that BNTI remain independent in the future, but remain as a Member of Baseball Australia. CV noted an interest and need in re-setting the Constitution and Board of BNTI to allow for BNTI to commence as a renewed and effective Association.

CV confirmed that all previous BNTI Directors and the Executive Officer resigned with Katherine and Tennant Creek Associations no longer being financial. The only financial Members that are currently Associated with BNTI are Alice Springs Baseball Association (ASBA) and Darwin Baseball Association (DBA). Therefore, based on the current Constitution that is in effect, the only representable bodies that are present and eligible to vote in this AGM is Lachlan Modrzynski, President of ASBA, and Rodney Hardy, President of DBA.

CV opened the floor to questions regarding the process of this AGM prior to moving on to Agenda Item 2. CV confirmed the correct voting rights for the AGM and the practice whereby Club Members normally voice their opinion to their own Association who has the responsibility of representing those matters and opinions at the AGM along with their voting influence. CV and MC reiterated that should Northern Territory dissolve their State Association then they will not have access to State Body funding from being part of the National Sporting Organisation of Baseball Australia.

## **2. Approve the Minutes of the previous Special General Meeting Held 18 June 2018**

**IT WAS RESOLVED** to approve and accept the previous Minutes of the Special General Meeting held on 18 June 2018, **moved by LM, seconded by RH.**

## **3. Consideration of the Accounts and Reports of the Management Committee**

**IT WAS RESOLVED** to approve and accept the 2017/2018 Financial Statements of BNTI as audited by H&R Block, **moved by RH, seconded by LM.**

## **4. Special Resolution**



**IT WAS RESOLVED** to accept and ratify the new Constitution (version dated 4 September 2018) and adopt this new Constitution hereon forward, **moved by RH, seconded by LM.**

## **5. Appoint New Directors**

### **Elected Directors:**

RH nominated himself as interim elected Director for the Board representing DBA as one of two Regional Associations holding current Affiliate Membership.

LM nominated himself as interim elected Director for the Board representing ASBA as one of two Regional Associations holding current Affiliate Membership.

With no objections received, **IT WAS RESOLVED** and approved for RH and LM to be elected Directors of the BNTI Board, effective immediately.

### **Appointed Directors:**

Mark Stead (MS) and Gemma Scales (GS) provided further insight into their experience and skills revealing their compatibility to the vacant positions of the Board.

MS has a thorough background in business being qualified in law, economics and accounting, and consulting in governance and compliance around the world. MS has experience sitting on various Boards in different countries and is an avid baseball fan, including playing, coaching and umpiring himself.

Gemma Scales (GS) currently works at Softball Northern Territory and her role has developed experience in 'take over and management' of Softball Associations, thus providing a clear understanding of sport compliance responsibilities with great insight and exposure to government bodies and the obligations set forth to State and Territory Associations. GS is Currently completing a Bachelor of Business with a major in Sport and Recreation Management.

Josh Ang (JA), not present for this meeting, was described by MC as being a CPA with vast experience in finance management and business.

MC confirmed that there were nominations from Alice Springs but one of them was not contactable despite attempts, and the other showed interest initially but did not respond in time with a formal application.

**IT WAS RESOLVED** to appoint Mark Stead, Gemma Scales and Josh Ang as Appointed Directors for the remaining three vacancies of the Board, **moved by RH, seconded by LM.** No objections were received.

## **6. Assign Portfolios to New Directors**



CV confirmed that the Board will nominate the Public Officer, Chair Person and Finance Director at the time of assigning portfolios to the new Directors.

### **7. Next Board Meeting**

CV noted that the newly elected and appointed Board will call a Board Meeting whereby, amongst other matters, they will assign portfolios. In order to not influence the Board in their decisions, CV is leaving the Board Meeting process to the Board to meet their requirements.

CV declared all formal aspects of the AGM concluded as at 7:38pm (ACST). CV opened up the floor to questions and comments regarding any aspects discussed in this AGM. From this point on Minutes were not taken.

CV Closed the meeting at 7:50pm (ACST).

Signed as a true and correct record

A handwritten signature in black ink, appearing to read "Cameron Vale".

Cameron Vale  
CEO  
Australian Baseball Federation