

KEY ISSUES	WHERE ARE WE NOW?	WHERE WILL WE BE AFTER THE CHANGE?	WHAT ARE THE BENEFITS?
<p><b>#1 Inaccuracy of NTCA's current membership register</b></p>	<p>We are consistently in breach of the Incorporations Act as our membership register is never completely accurate. This is because we don't have direct contact with our members. ~95% of our membership consists of players who register to play cricket with a club in the Territory (organisations that are separate legal entities to NT Cricket).</p> <p>Therefore, unless clubs have an accurate membership register that is provided to NTCA every time there is a change, NT Cricket is in breach of the Act.</p> <p>Under the current legal structure, NT Cricket also has no ability to vet prospective members. Instead, the decisions of other legal entities (i.e. clubs) determine NT Cricket's membership.</p>	<p>The members will be the delegates of the affiliated cricket clubs, affiliated associations, cricket committees (e.g. Darwin Cricket Management Committee), life members, directors and Registered Members.</p> <p>All of these members will be required to register directly with the company annually, allowing the organisation to always maintain an accurate and up to date membership register.</p>	<p>The company will be in compliance with the relevant legislation, which it has found almost impossible to do in the past.</p>
<p><b>#2 Changing the membership model</b></p>	<p>Any player that becomes a member of an affiliated club also becomes a member of NT Cricket by default (Playing Member). Other NT Cricket members are Ordinary Members, Junior Members, Life Members, Honorary Members and Directors.</p> <p>Regardless of being an Incorporated Association or a Company, members vote on four occasions – constitution amendments, Director elections, accepting the organisation's financials, or on a special resolution at a Special General Meeting.</p>	<p>A company membership model is more reflective of an ownership model. Under the change, the owners/members of the company will be affiliated clubs, associations, life members, directors and committees. Each of these owners will get a single vote each.</p> <p>Other individuals may join the organisation as Registered Members, but they will not have voting rights. A vote is reserved for the owners of the company.</p> <p>As a not for profit company, no member receives any financial gain, members</p>	<p>As owners/members, affiliated clubs and associations will have a greater level of control and influence in ensuring the company remains true to its purpose and objects, as well as ensuring a stronger alignment between clubs and the company.</p>

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		<p>simply ensure the company remains true to its stated purpose and objects.</p>	
<p><b>#3 Membership model change implications for clubs</b></p>	<p>At present, individual playing members have a greater level of influence and control than their club.</p> <p>For example, if a club wishes to vote in a certain way and only the President turns up to the AGM (as is the norm), a small group of the club's registered players who disagree with the club's view (expressed through the President), can turn up to the vote and dilute the club President's representation of the club's position.</p> <p>This is due to the historical low membership turnout for voting at each AGM. Each year we struggle to get a quorum of 20 members.</p>	<p>Under the proposed model, each affiliated club will get one vote each, to be cast by a nominated club delegate.</p> <p>This allows the affiliated club to canvas its membership and then instruct their delegate to vote in accordance with the club's position.</p>	<p>As owners, affiliated clubs will have a greater level of control and influence in ensuring the company remains true to its purpose and objects.</p> <p>Voting members will total 33 under the new constitution, with delegates of affiliated clubs, associations and the Darwin Cricket Management Committee having 18 of the 33 votes.</p>
<p><b>#4 Obligations of under the two different legal structures</b></p>	<p>The provisions in the NT Incorporated Associations Act are now insufficient. The Act was written to provide a legal basis for small organisations operating in the NT, for a group of local members organising around a particular activity or sport where objectives were local, scale was small, and liability of Directors was limited.</p> <p>It was not envisaged the Act would provide a basis for a business operation that employed staff, traded outside of the NT and had a separation of roles between those directing the course of the organisation (Directors) and managing its day-to-day affairs (Management).</p>	<p>This reform would move NT Cricket from an incorporated association recognised only in the Northern Territory, to a nationally recognised not-for-profit organisation, becoming a 'company limited by guarantee'.</p> <p>Becoming a company limited by guarantee will modernise NT Cricket's governance rules and structure by making it subject to the Corporations Act 2001 (Cth), which regulates most organisations in Australia, and accountable to the Australian Securities and Investment Commission (ASIC).</p> <p>Directors would also have greater level of liability protection.</p>	<p>As a company, the organisation can pursue any opportunities necessary to deliver upon its purpose and objects.</p> <p>Directors are also held to a higher level of accountability under the corporations legislation and ASIC.</p>

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<p><b>#5 NT Cricket's legal status in comparison to other NT sports</b></p>	<p>AFLNT Ltd is a company (Note: AFLNT is wholly owned by the AFL who are the only member of the company, whereas NT Cricket will remain owned by affiliated Territory cricket clubs, associations etc under the proposed reforms).</p> <p>The following other Territory sports are Incorporated Associations: Netball NT Inc, Tennis NT Inc, NT Rugby League Inc, NT Rugby Union Inc, Football Federation NT Inc, NT Athletics Inc, Basketball NT Inc &amp; Hockey NT Inc.</p> <p>You can search for other organisations here: <a href="https://connectonline.asic.gov.au/">https://connectonline.asic.gov.au/</a></p>	<p>More advanced and in a better position in comparison to other sports in the Territory.</p>	<p>Moving to a company will provide greater flexibility to enter into commercial agreements in the pursuit of our purpose and objects, allowing us to generate greater revenues to reinvest into Territory cricket.</p>
<p><b>#6 Moving from NTCA to Cricket North Australia</b></p>	<p>Viewed with the stigma attached to us that comes with being a territory, not a state. In a cricket context, this also means we are not a member of Cricket Australia, only the states are.</p> <p>For as long as we are viewed only as the cricket body that organises cricket in the Northern Territory, and by extension the smallest and poorest member of the Australian Cricket family, we will continue to get no traction within Cricket Australia when it comes to attracting strategic funds.</p> <p>We have maxed out the funds available to us from Cricket Australia for simply organising cricket in the Northern Territory. To attract additional investment to grow the game locally, we need to present a compelling narrative to justify strategic investment in the north. Critical to this is demonstrating how we can benefit Australian Cricket, not just ourselves.</p>	<p>The name change is designed to ensure the opportunities and advantages of playing cricket in the north, compared to the south, always remain front of mind across the country.</p> <p>Cricket North Australia is about recognising and showcasing our competitive advantage to the rest of the country and sharing that advantage – a winter season in Darwin, the ability to play cricket year-round utilising our geography, demographics and proximity to Asia etc.</p>	<p>We can unlock further opportunities by promoting Cricket North Australia down south and overseas, but still trade under the banner of NT Cricket. In doing so we will unlock further opportunities, and importantly, financial investment to be invested into the Northern Territory's cricket community</p> <p>The registered name of the company will be Cricket North Australia; however, we will continue to trade as NT Cricket and the Darwin and Districts Cricket Competition (DDCC) as required.</p> <p>As an example, AFLNT Ltd trades under the following business names: AFLNT, Big Rivers Football League, NT Thunder &amp; NTFL. Cricket Australia trades under</p>

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			<p>the following names: Cricket Australia, Brisbane Heat, Melbourne Stars, Big Bash, Ashes Cricket etc.</p> <p>As a company we will deliver three different products into three different markets (Australia/overseas, Northern Territory &amp; Darwin). The name change allows the company to promote ourselves as Cricket North Australia, NT Cricket and the DDCC depending on the relevant market, all with a view to growing the game in the Territory.</p>

## **ADDITIONAL QUESTIONS POSED AT THE FORUM**

### ***Why are there 9 directors under the new constitution?***

This is consistent with the number of directors that can currently be appointed to the NTCA Board. It's also in line with recommended good governance principles.

### ***Will limiting the length of a director's tenure restrict the organisation?***

We have a provision in the new constitution that allows a director to continue beyond their maximum 3x 3-year term limit. If the Nominations Committee believes it is in the best interests of the company for a director to continue on the Board due to the lack of a suitably qualified candidates to replace that director, the Nominations Committee can recommend to members that the director be reappointed for a fourth term. Crucially however, the reappointment is subject to a vote of the members.

### ***Will the tenure of current directors be re-set under the new constitution?***

We do not propose to re-set the tenure of the current directors. However, we will be guided by the advice from the Nominations Committee and members as to whether such a re-set would be appropriate.

### ***What's the value of a nominations committee?***

Establishing a Nominations Committee will ensure members have a strong understanding of the skills and experiences which could best benefit the Board before they cast their vote in each election. The committee's role would be to undertake ongoing evaluation of director performance and identify any Board skills and experience; better inform company members about the skills and experience of Board candidates; and make recommendations to the Board and members about the election of directors to the Board.

The committee's role in any election is limited to providing advice to the Board and members. Any member who wishes to seek election will be able to have their name on a ballot, and the final decision in any election on who is on the Board will always be made by members through open elections.

### ***Why do life members get a vote?***

Given the relatively small amount of time the organisation has existed (40 years), and the transient nature of the Territory, our life members provide an incredibly important perspective and stability to the organisation. This is due to the length of time and significant involvement they have had in Territory cricket. Therefore, we propose to have them involved in a voting capacity. The level of knowledge, experience and perspective they have is something that very few others can match, which we believe is very valuable for the company.

### ***Can the Darwin Cricket Management Committee structure be slightly amended to include a 7th representative, with a dedicated club and player delegate to sit on the committee?***

Yes, we have no objection to this. If members wish for this change to be made in the new constitution we can make the necessary amendments.