



## NORTHERN TERRITORY CRICKET

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### A Message from the Board of NT Cricket

Over our 40 year history the members of NT Cricket have been at the forefront of our game. Our membership brings together people from across the Northern Territory who share a love and passion for cricket.

As the custodians of the game of cricket in the Northern Territory, NT Cricket members have for many years made decisions that have improved the health of our game and the conditions of members.

Since our last constitutional reform in 2005, the game of cricket has changed considerably. While this evolution has taken place, and the number of people playing cricket in the Territory has grown, NT Cricket's constitution and legal structure have remained the same.

The rate of change in the last 14 years has been such that if NT Cricket does not modernise now, we will be held back by our inability to keep pace with the changing world around us.

While our governance structure has remained unchanged, other State and Territory cricket associations have modernised, and those associations are now starting to leave NT Cricket behind. This has made it increasingly difficult for NT Cricket to attract large scale cricket events and additional financial investment from Cricket Australia to drive the game forward locally.

In the face of this challenge, NT Cricket needs to modernise its constitution and legal structure to ensure we have a strong and healthy cricket community in the Northern Territory in the future.

In making the required changes, we'll be well placed to keep pace with the rate of change around us, and ensure the Northern Territory has a strong voice nationally to advocate for the advancement of cricket in our local Territory community.

If we are to achieve this, NT Cricket's governance structure must reflect the standards of 2019, not 2005, when our constitution was last amended.

A more adaptable and contemporary structure is critical for NT Cricket to ensure a positive future for cricket in the North by strengthening our clubs, associations and competitions.

It's vital that you, as a member, are a part of this decision. That's why we're asking you to vote on the proposed new constitution – one designed to ensure cricket in the North is strong, healthy and vibrant.

**Dr Bruce Walker AM**  
**Chairman**  
**Northern Territory Cricket**

NT Cricket is proudly supported by:



## **Why change from an Association to a Company?**

The provisions in the NT Incorporated Associations Act are insufficient for the nature of the organisation that NT Cricket has become.

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.

It was not envisaged the Act would provide a basis for a business operation that employed staff, traded and had a separation of roles between directing the course of the organisation and managing its day-to-day affairs.

As an employer, NT Cricket and its Directors are obliged to comply with national workplace and occupational health and safety regulations that are now much more stringent than in the past. The legal responsibilities on Directors have also significantly increased.

NT Cricket now has an annual turnover of over \$4m per annum, 11 staff members and numerous commercial arrangements with organisation that operate outside of the NT's jurisdiction. As such, the organisation needs to implement a legal and governance structure that provides greater protection for members and Directors.

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'.

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.

## **Why Cricket North Australia?**

In moving from an Incorporated Association to a Company, we're proposing a name change from Northern Territory Cricket Association Inc. to Cricket North Australia Ltd.

Crucially however, Cricket North Australia is the name of the company only. We can continue to trade as NT Cricket, or under any name that members desire (e.g. Darwin & Districts Cricket Competition, Alice Springs Cricket Association etc).

The rationale behind the name change is a simple one – it is designed to ensure the opportunities and advantages of playing cricket in the North, compared to the south, always remain front and centre.

Our unique point of difference (i.e. advantages and opportunities) in the Northern Territory – a winter season in Darwin, the ability to play cricket year-round utilising our geography, demographics and proximity to Asia – don't exist because our jurisdiction is called the Northern Territory, or because we are a Territory, not a State. Rather, they exist because we are located in the North of Australia.

The North has a lot to offer, and importantly for us, it has a lot to offer cricket. This is key, because we are not a member of Cricket Australia, but we want to be.

But wanting to be a member of Cricket Australia is not enough. We need to demonstrate to the owners, the six state cricket associations, making us a member will benefit them, not just us. This is where the opportunities and advantages of playing cricket in the North come in.

Playing in the North allows cricket to be played year-round in Australia, we can assist players and teams adapt to the rigours of the sub-continent by preparing on home soil in comparable conditions, and our community in the North offers a richness of diversity that others can learn a lot from.

Cricket North Australia is about recognising and showcasing our competitive advantage to the rest of the country and sharing that advantage. In doing so we will unlock further opportunities, and importantly, financial investment that can be invested in the Northern Territory's cricket community.

### **What are the key things I need to know?**

#### **1) *The objects of the company will change***

The purpose of organisation is to grow, promote and develop the game of cricket to enhance community life in North Australia (i.e. the Northern Territory).

In addition to promoting, developing and managing cricket matches in the Northern Territory, the new objects (outlined in full in the constitution available for download on the NT Cricket website) provide the organisation with more flexibility to enter into commercial arrangements or activities to advance the interests of the organisation and its members.

NT Cricket's focus will always be on clubs, associations and competitions in the Northern Territory, but our game is bigger than just what happens within the jurisdiction of the Northern Territory.

#### **2) *The membership of the company will change***

The new constitution changes the structure of the membership.

At present, any player that becomes a member of an affiliated club also becomes a member of NT Cricket (Playing Member), in addition to Ordinary Members, Junior Members, Life Members, Honorary Members and Directors. However, we can no longer assume that any person who wishes to become a member of a cricket club in the Northern Territory also wishes to be a member of NT Cricket.

The true owners of cricket are community clubs and associations, so our constitution should reflect that. These entities would then be entrusted in ensuring the company remains true to its purpose of growing, promoting and developing the game of cricket to enhance community life in our jurisdiction.

The following tables summarises the change in membership structure:

<b>Current Constitution</b>	<b>New Membership Classification</b>
Affiliated Club, Association, Committee	Ordinary Member
Playing Member	Registered Member
Ordinary Member	Registered Member
Junior Member	Registered Member
Life Member	Ordinary Member
Honorary Member	Registered Member
Directors	Ordinary Member

Under this model Ordinary Members will have voting rights through a delegate (e.g. each affiliated club will receive one vote each), but Registered Members will not have voting rights. Registered Members will need to renew their membership every 12 months and pay a nominal registration fee of \$1.

In effect, this model moves us from a referendum model whereby every single individual votes on every single matter, to a parliamentary model, whereby individuals within a club, association or committee elect a representative (a delegate) to vote on their behalf.

Importantly, no matter how the membership is constructed, members only ever vote on one of three occasions – a proposed change to the constitution, the election of a Director and to accept the financials.

And as a not for profit company, no member receives any financial gain or benefit from the performance of the company. Members simply benefit by ensuring the company remains true to its stated purpose and objects.

### **3) A Nominations Committee will be introduced**

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, while also giving members clarity over the range of backgrounds, skills and experiences represented on the Board.

Nominations Committees have become increasingly common in modern organisations. Further, both the NT Government's Department of Sport and Recreation and the Australian Sports Commission encourage sporting organisations to have a Nominations Committee as a matter of good governance.

It is proposed that the Nominations Committee's key responsibilities under the constitution and a committee charter would be to:

- Undertake ongoing evaluation of Director performance and identify any Board skills and experience;
- Better inform NT Cricket members about the skills and experience of Board candidates; and
- Make recommendations to the NT Cricket Board and members about the election of Directors to the NT Cricket Board.

The Nominations Committee's role in any election is limited to providing advice to the NT Cricket 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.

Importantly, the Chair of the Nominations Committee will be independent of both NT Cricket staff and the NT Cricket Board (although holding NT Cricket membership would not prevent a member from serving as Chair). Any Director serving a position on the Nominations Committee would be required to stand down from the Nominations Committee if they were standing for election.