

24 March 2017



Dear Member

In response to broad ranging Member endorsement arising from the Member survey in late 2015, your Board has diligently undertaken a comprehensive review of the WACA's governance arrangements and constitution. It has consulted widely and extensively with its Members and stakeholders in undertaking this review.

Feedback and comments from many members and stakeholders have been duly considered.

The Board has now reached a position which it believes is in the best interests of WA Cricket going forward and which it will be recommending to the WACA Members to support at the forthcoming general meeting.

Accompanying this letter is a Notice of General Meeting and an Explanatory Memorandum. They provide details of the proposed new constitution and legal structure for the WACA and how you can access a copy of the proposed new constitution. Access is also available to a copy of the proposed new constitution with "tracked changes" shown compared to the previous draft provided to Members at the end of November 2016.

From the extensive consultation undertaken, on virtually all issues there appears to be consensus on the WACA's governance arrangements and constitution meeting best practice standards for a leading sporting organisation.

However, a common issue raised in feedback from some Members concerned the removal in the proposed new constitution of direct appointment, without WACA Member approval or endorsement, of representative nominees of cricket affiliate organisations to the WACA Board.

The Board believes that the following new provisions of the proposed constitution properly address this issue by assuring the presence of appropriate skills and experience on the WACA Board, to best serve the needs of the WACA, its Members and the game of cricket going forward:

- Strengthening of the WACA's objects with respect to cricket at elite, developmental and community levels.
- Getting an appropriate balance between Member Elected Directors and Board Appointed Directors.
- Describing a suite of skills, experience and attributes (the majority of which strongly relate to the game of cricket) that Members and the Board should have regard to when nominating, electing or appointing directors to the WACA Board, and mandating that the Board undertake an analysis of its skill/experience base from time to time, and report the outcome of that analysis to the Members, to assist them when nominating/electing Members to the Board.

- Requiring the Board to consult with Premier and community cricket stakeholder organisations when considering Board Appointed Directors to gain their input as to the balance on the Board with relevant cricket related understanding and experience.

In addition, the Board has already resolved to mandate for procedures to be in place to ensure the voices of cricket affiliates, which represent the heartland of cricket in WA, are heard regularly by WACA management and reported through to the Board.

The Board is encouraging all Members to support this culmination of the WACA's initiative to materially enhance its governance framework and to align the WACA's constitution consistent with accepted best practice contemporary governance standards for leading sporting organisations.

Based on regulatory requirements, the resolution to be passed at the Members' meeting is a "special resolution" requiring a 75% affirmative vote of those present and voting at the meeting (including by proxy, as applicable). I invite you personally to join the WACA Board and your fellow WACA Members at the meeting and to give your support by voting in favour of the resolution.

If you would like further information or have any queries, please contact Richard Marshall, Association Secretary, on (08) 9265 7267, or Grant White, General Manager Membership on (08) 9265 7279.

Yours sincerely,



**Hon Dr Ken Michael AC**  
President and Board Chair