



**Basketball Association of Newcastle Limited
ACN 003 432 871
Notice of Annual General Meeting**

Notice is given that the Annual General Meeting (**AGM**) of Basketball Association of Newcastle Limited ACN 003 432 871 (**BANL**) will be held:

Date: Thursday 13 August 2026
Start Time: 6:00pm (please arrive at 5:30pm)
Location: Mayfield Ex-Services Club
58 Hanbury Street, Mayfield 2304

Business to be conducted at the AGM:

1 CONSIDERATION OF STATUTORY REPORTS

To receive and consider the Financial Report, the Directors' Report and the Independent Auditor's Report of BANL for the financial year ended 31 December 2025.

2 ELECTION OF DIRECTORS

There are two (2) Member Elected Director vacancies each for a three (3) year term. The following nominations (in alphabetical order) were received for those positions:

- 2.1 Michael DUFF – nominated by Sandra Mottram seconded by Sarah Mottram
- 2.2 Erica JAMES – nominated by Jaclyn Mottram, seconded by Larry Davidson
- 2.3 Peter ROGERS – nominated by Lizette Bull, seconded by Kylie Frearson
- 2.4 Trent SWIFT – nominated by Christopher McCourt, seconded by Megan Hurley

Please see pages 3-6 of the Explanatory Notes for details of each nominee and the Nominations Committee Report. Each member will vote either "FOR", "AGAINST" or "ABSTAIN" for each candidate listed above by secret ballot. The candidates receiving the greatest number of votes having regard to the number of positions available shall be elected. Please see pages 7-9 of the Explanatory Notes for details on how to vote and how to appoint a proxy.

3 ELECTION OF LIFE MEMBERS

To consider, and if thought appropriate, to pass each of the following as **special resolutions**:

- 3.1 *It is **RESOLVED** as a **SPECIAL RESOLUTION** that Geoffrey Walker, is elected as a Life Member pursuant to clause 5.2 of the Constitution.*
- 3.2 *It is **RESOLVED** as a **SPECIAL RESOLUTION** that Sandra Mottram, is elected as a Life Member pursuant to clause 5.2 of the Constitution.*
- 3.3 *It is **RESOLVED** as a **SPECIAL RESOLUTION** that Kristy Crooks, is elected as a Life Playing Member pursuant to clause 5.2 of the Constitution.*

By Order of the Board,

Edward Hock

Company Secretary

20 July 2026

Basketball Association of Newcastle Ltd

27 Young Rd

Broadmeadow NSW 2292

companysecretary@newcastlebasketball.com.au

I acknowledge the lands on which I live and work as the lands of the Awabakal People and pay my respect to Elders past and present.

EXPLANATORY NOTES

1 Financial Report and Related Reports

The *Corporations Act* requires the Financial Report, the Directors' Report and the Audit Report (**Reports**) to be received and considered at the AGM.

Neither the *Corporations Act* nor BANL's Constitution requires members to vote on the Reports. However, members will be given ample opportunity to raise questions about the Reports and the business and operations of BANL at the AGM.

2 Election of Directors

BANL's current Constitution was adopted in December 2024. Clause 12 of the Constitution requires that two of the existing Directors must retire due to the expiry of their terms, and may be replaced by two elected Directors under clause 15 at the AGM. There is no restriction on a retiring Director from being nominated for a further term.

The three current Directors that are retiring are Erica James and Kristy Crooks.

The following persons have been nominated for the role of elected Directors and have agreed to accept the position if elected.

The Board supports the election of the nominees and recommends the Members vote in favour of their preferred candidate.

2.1 Michael DUFF

Qualifications: Bachelor of Engineering, Chartered Professional Engineer (Engineers Australia) Master of Business Administration, Member of the Australian Institute of Company Directors (MAICD)

Mike is a senior executive, engineer and governance professional with more than 30 years' experience leading major infrastructure, asset management and organisational transformation programs government and the resources sector in Australia and New Zealand. He currently serves on the Boards of Atwea College and Hunter Resource Recovery and is Director (Infrastructure & Planning Services) within NSW Local Government.

He has AICD governance credentials and extensive experience supporting board and advisory committees in strategic planning and risk management. Mike grew up with the Newcastle Basketball community, his core values and commitment to "fair play" were shaped as a young local club player and aspiring referee. His professional background combines executive leadership, strong expertise in governance, infrastructure strategy, financial oversight and stakeholder engagement with a strong commitment to accessible participation and

collaborative engagement to ensure basketball thrives within the region.

Mike is **recommended** by the Nominations Committee based on his strong executive leadership, governance training, extensive board and infrastructure experience, and demonstrated strategic capability. His skills in governance, financial oversight and stakeholder engagement would make a valuable contribution to the Board, while complementing its existing capability profile.

2.2 **Erica JAMES**

Qualifications: PhD, Master of Business, Bachelor of Applied Science, Postgraduate Diploma in Health Promotion.

Erica is Professor of Public Health at Cancer Council NSW. She is an experienced non-executive director, governance professional and evaluation specialist with extensive board leadership experience. She has served as President and Director of Newcastle Basketball and chaired governance, strategic planning and gender equity initiatives. Erica has completed the AICD Governance Foundations for Not-for-profit Directors program, the Australian Sports Commission Sport Governance Foundations course and the Women on Boards program, complementing her extensive governance experience. Her background in strategy, evidence-informed decision-making, stakeholder engagement and organisational performance is supported by more than 25 years in senior academic and leadership roles.

In addition to her Board experience, she has been involved with basketball in Newcastle for more than 30 years as a junior and senior representative player and coach as well as holding committee roles with Port Hunter and West Basketball clubs.

Erica is **highly recommended** due to her extensive governance and board leadership experience, significant governance training, strategic expertise and extensive stakeholder engagement skills including with various levels of government. She offers a well-rounded combination of governance capability, strategic leadership and sector knowledge aligned with the Board's current and future needs.

2.3 **Peter ROGERS**

Qualifications: Bachelor of Laws, Graduate Diploma of Legal Practice

Peter is a commercial lawyer and Partner at MRM Lawyers with extensive experience advising organisations on governance, legal risk, compliance and director responsibilities. Admitted as a Solicitor of the Supreme Court of New South Wales in 2009 and working in legal practice since 1998, Peter has spent more than two decades working in commercial litigation and providing advice on corporate governance, contractual matters and organisational risk. He currently serves as President of Blue Jays Basketball Club and has supported Newcastle Basketball on key contractual and governance matters. Peter brings

strong expertise in director duties, contract management, fiduciary obligations, governance frameworks and strategic decision-making, underpinned by his legal practice and ongoing involvement in junior basketball.

Peter is **recommended** based on his extensive legal expertise, strong understanding of director responsibilities, contract management and organisational risk, and his ability to address one of the Board's highest identified capability gaps. His commercial legal experience would provide valuable support to the Board's governance and strategic decision-making.

2.4 **Trent SWIFT**

Qualifications: Bachelor of Science

Trent is an experienced senior leader and project director with more than 20 years' experience across the private, public and not-for-profit sectors. He has held senior leadership roles with Macquarie Group, Hunter Water, CSIRO and UNSW managing complex project portfolios and multi-million dollar commercial budgets and currently owns and manages a successful Newcastle-based retail sports business. He holds certifications in PRINCE2 Project Management and Prosci Change Management. He has more than 25 years of involvement in basketball as a player, coach, referee, administrator and director, demonstrating sports governance experience as a Director and Executive Officer at City of Sydney Basketball and UNSW Sports Association between 2000 – 2005 and more recently at Newcastle Basketball as a member of the Constitution Working Group.

Trent is considered **suitable** based on his senior leadership experience, previous board service and long-standing involvement in basketball. His experience across the public, private and not-for-profit sectors provides a sound foundation to contribute to the Board, although his overall assessment identified comparatively fewer of the priority capabilities and recency of board experience than other candidates.

Nominations Committee Composition

The Nominations Committee is a Board sub-committee established under the Constitution to support effective governance by identifying and assessing candidates for election to the Board. The Committee evaluates nominees against the eligibility requirements in the Constitution and the skills, experience and attributes needed to strengthen the Board and support the Association's strategic objectives.

The Nominations Committee is guided by a Charter and consists of two independent members; a Chair and representative of the membership along with a BANL Board representative.

The Committee comprises:

Independent Member (Chair)

Peta RAFTY, MHRM, CPHR, MAICD

Peta is a Certified HR Practitioner with the Australian HR Institute and a Member of the Australian Institute of Company Directors. She has a Masters in Human Resources

Management and is an experienced people, culture and capability professional with close to 20 years' experience in leadership roles across federal and state government. She specialises in workforce strategy, talent management, employment relations, policy development and organisational performance, with a strong focus on building capable, inclusive and high-performing organisations. She has been an active member and volunteer of the Newcastle Basketball community for 11 years, contributing as an Executive Committee member and Treasurer of West Basketball Club and as a manager of Newcastle Falcons and Hunters representative teams for the majority of those years. She has chaired the Nominations Committee since its inception in early 2025.

BANL Board Member

Shane DE WIT, MBA, BBus, GAICD

Shane is an experienced Executive Manager with an extensive background in business administration, strategic leadership, and community engagement having worked in numerous leadership roles both professionally and as a volunteer. He has a Master of Business Administration, Bachelor of Business and is a Graduate of the Australian Institute of Company Directors. His roles have provided him with comprehensive experience overseeing major capital works, undertaking strategic infrastructure planning and building strong relationships with diverse stakeholders including government departments and agencies, community partners and commercial entities. He has served on various boards and committees, including Tourism Top End, Triathlon Northern Territory and Ansett Basketball Club. Most recently he has served on the Board of Newcastle Basketball and as the Board representative on the Nominations Committee since 2025.

Invited Member

Jaclyn MOTTRAM, BCom, BBus

Due to the vacancy of the role of member representative, under Section 6 of the Nominations Committee Charter, Jaclyn Mottram, Chair of the Board of Basketball Association of Newcastle Limited was invited to assist with the 2026 Board Director Assessment process.

Jaclyn is an accomplished senior leader with more than 20 years' experience spanning higher education, financial services, technology, commercial strategy and operations. She holds a Bachelor of Commerce and Bachelor of Business (Finance and Financial Management Services) and demonstrates extensive experience in governance, stakeholder engagement and commercial strategy and operations. She has been a Director of BANL since 2022 and Chair since 2025.

3 Election of Life Members

Clause 5.2 of the Constitution provides that Life Members of BANL may be elected at its AGM if approved by a majority of at least 75% of those Voting Members present and entitled to vote at the AGM.

The Constitution also provides that nominees for Life Membership must first be approved by a majority of the Board before being submitted to the following AGM for approval.

The following persons have been nominated for Life Membership. The Board considered both nominations and voted in favour of approving both candidates for Life Membership and

recommending that they be submitted to the AGM for Member approval of their nomination for Life Membership.

3.1 Geoffrey WALKER

Geoffrey Walker (born 1956, Ballarat) has made an exceptional and long-standing contribution to basketball in Newcastle across playing, coaching, administration, governance and historical preservation. After moving to Newcastle in 1982, Geoffrey played Division 1 and 2 basketball with Lake Macquarie before joining PCYC in 1987. He continued playing social basketball with PCYC for more than three decades, remaining an active participant until November 2022 and retiring at the age of 66.

In parallel with his playing career, Geoffrey made a strong commitment to coaching and grassroots development. He coached junior basketball at PCYC for over ten years and founded and coached a women's social team during its formative years. He has also been a constant mentor and supporter of players off the court, assisting many with personal and professional matters through his 35-year career as Manager of the Passport Office.

Geoffrey's service to basketball administration has been extensive and influential. He served as President of the Women's Committee from 1989 to 1992 and later as a Board Member of Newcastle Basketball from 2002 to 2007, contributing significantly to governance, human resources and policy development. He has also worked as a statistician at state, representative and NBL level; served on judiciary committees for more than 20 years; produced team yearbooks; and supported the Newcastle Hunters through committee roles, statistics, media and event operations. His event involvement includes major international fixtures such as the 2004 Opals matches against the USA and Brazil.

Since 2000, Geoffrey has also been the driving force behind preserving Newcastle basketball's history as Coordinator of the Basketball Archives Project, cataloguing and digitising decades of records. His breadth, longevity and impact of service make him a highly deserving nominee for Life Membership.

3.2 Sandra MOTTRAM

Sandra's contribution spans more than three decades of involvement with Newcastle basketball. While there was a period away from the Association following a move to the North Coast, upon returning to Newcastle she immediately re-engaged and resumed active service to the Association and its members. Sandra's service has consistently reflected the principles of leadership, community, development and commitment that underpin Life Membership.

Key contributions include:

- Extensive volunteer service across multiple roles supporting Newcastle basketball programs and operations.
- Significant and lasting contribution to referee development and mentoring, including voluntarily supporting and transporting referees to representative

and development opportunities such as Junior Country, AJCBC and Northern Tours.

- A substantial contribution to the senior women's program through team management and extensive behind-the-scenes support that contributed to player development, culture and program stability.
- Providing accommodation and support to senior women's representative players and imports relocating to Newcastle, helping create a welcoming and supportive environment for athletes.
- Establishing a crèche initiative for ladies' daytime basketball, creating opportunities for mothers to return to participation and strengthening inclusivity within the sport.
- Active contribution as a referee within senior men's and women's social competitions.
- Significant volunteer contribution since returning to Newcastle, particularly through establishing and developing sustainable systems and processes for the Newcastle Basketball canteen, putting in countless volunteer hours.

Sandra was recognised for services to officiating by Basketball Australia in 2007, acknowledging the impact she has had on the development of referees and the game more broadly.

Sandra's service has been characterised by a willingness to undertake the work that often occurs behind the scenes and without recognition. Her contribution has had a direct impact on players, officials, programs and the overall strength of basketball within Newcastle.

It is respectfully submitted that Sandra Mottram's exceptional and sustained contribution satisfies the intent and criteria for Life Membership of the Basketball Association of Newcastle and that she is a highly deserving recipient of this honour.

4. Election of Life Playing Members

Clause 5.2 of the Constitution provides that Life Members of BANL may be elected at its AGM if approved by a majority of at least 75% of those Voting Members present and entitled to vote at the AGM.

The Constitution also provides that nominees for Life Membership must first be approved by a majority of the Board before being submitted to the following AGM for approval.

The following person has been nominated for Life Membership. The Board considered the nomination at its meeting on 28 May 2026 and voted in favour of approving the candidate for Life Playing Membership and recommending that they be submitted to the AGM for Member approval of their nomination for Life Playing Membership.

4.1 Kristy CROOKS

Kristy Crooks has made a significant and enduring contribution to Newcastle Basketball across multiple decades as both a junior and senior representative player, as well as through her broader service and governance contributions to the organisation and community.

Kristy commenced her representative basketball pathway with Newcastle Basketball at junior level, competing in Under-12 representative teams for two years, Under-16s for one year, and Under-18s for two years. This early involvement established a strong foundation for a sustained playing career within the Newcastle basketball system.

At senior level, Kristy's contribution to Newcastle Basketball has been extensive and long-standing. She first competed in State League as a junior in 1999 and continued to represent Newcastle across multiple senior campaigns over more than two decades. Her senior playing record includes State League representation in 2009, 2011, 2014, 2015, 2016, 2018, 2024, and 2025, demonstrating exceptional longevity and continued performance at representative level. She also competed in the Australian Basketball Association (ABA) competition in 2012, further highlighting her experience at a high-performance level of competition.

Beyond her on-court contributions, Kristy has made a substantial impact on the broader governance and development of basketball within the Newcastle region. She has served on the Newcastle Basketball Board, contributing to the strategic direction and administration of the association. In addition, she has played a key role in establishing both the Newcastle Basketball Community Foundation and the First Nations Advisory Group, reflecting a strong commitment to inclusivity, community engagement, and the long-term sustainability of the sport.

Kristy Crooks' contribution to Newcastle Basketball is distinguished not only by her extended playing career across junior and senior levels, but also by her leadership and service off the court. Her combined impact as a player, administrator, and community advocate represents an outstanding and ongoing commitment to the growth and strength of Newcastle Basketball.

HOW DO YOU EXERCISE YOUR RIGHT TO VOTE?

Members of Basketball Association of Newcastle Limited

All persons appearing on the register of members of Basketball Association of Newcastle Limited are entitled to attend the AGM, but not all of them are entitled to vote.

Attendance

If you plan to attend the AGM, we ask that you arrive at the meeting venue at least 30 minutes prior to the time designated for the meeting so that we may check your name against the register of members and note your attendance.

Voting Entitlement

Persons appearing on the register of members of Basketball Association of Newcastle Limited as:

- (i) Life Members;
- (ii) Life Playing Members;
- (iii) Individual Members; and
- (iv) subject to the Constitution, a nominated parent or guardian of a Junior Member,

and who have fully paid memberships ending after the AGM, are entitled to vote at the AGM. If you are entitled to vote, you can do so in person, or by proxy (see below).

Members attending in person should bring proof of identity to be able to attend the meeting and, where applicable, to be identified as entitled to vote.

Proxy Voting

A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on their behalf.

A Proxy Form is enclosed for those members who wish to exercise their right to vote by proxy.

If you wish to appoint a proxy to vote at the AGM you must complete the attached Proxy Form, sign it, and provide it:

- (i) **by email to companysecretary@newcastlebasketball.com.au**

OR

- (ii) post or deliver it to **the registered office of the company**, addressed to:
The Company Secretary
Newcastle Basketball
27 Young Road,
Broadmeadow NSW 2292

In either case, the Proxy Form **must** be received by the Company Secretary, no later than **6:00pm on Tuesday 11 August 2026**, otherwise it will not be valid.

Who can you appoint as a Proxy?

You can appoint any adult as your proxy. They do not need to be a member.

Adjourned meetings

Unless the proxy is revoked by you, it will be valid for any adjourned meetings and the proxy can vote in the manner directed by you at the adjourned meetings.

Voting Directions

Your Proxy must vote for or against a resolution in accordance with your instructions (if any). If you do not instruct your Proxy how to vote, they may vote as they think fit.

PROXY FORM

Basketball Association of Newcastle Limited

For the Extraordinary General Meeting (**AGM**) to be held:

Time: 6:00pm
Date: Thursday 13 August 2026
Location: Mayfield Ex-Services Club
58 Hanbury Street, Mayfield 2304

If you cannot attend the AGM, you may appoint a proxy to vote on your behalf.

Before you fill in this form please read the accompanying notes in the Notice of AGM.

Appointing a Proxy

I,
(name of member)

of
(member's address)

being a member of Basketball Association of Newcastle Limited (**BANL**), **hereby appoint:**

.....
(name of proxy)

of
(proxy's address)

as my proxy to vote for me on my behalf at the AGM of BANL to be held at 6:00pm on Thursday 13 August 2026, and at any adjournment thereof.

Voting Directions

My proxy is instructed to vote on the resolution(s) as follows:

		FOR	AGAINST	ABSTAIN
2.1	Election of Director: Michael Duff	☐	☐	☐
2.2	Election of Director: Erica James	☐	☐	☐
2.3	Election of Director: Peter Rogers	☐	☐	☐
2.4	Election of Director: Trent Swift	☐	☐	☐
3.1	Special Resolution - Election of Life Member: Geoffrey Walker	☐	☐	☐
3.2	Special Resolution - Election of Life Member: Sandra Mottram	☐	☐	☐
4.1	Election of Life Playing Member: Kristy Crooks	☐	☐	☐

Tick the appropriate box if you want to direct your proxy how to vote. If you do not tick any box, your proxy may vote however they think fit.

Authorisation

Signature of member

.....
(sign)

.....
(date)