

**MINUTES OF THE 188TH ANNUAL GENERAL MEETING OF THE
MELBOURNE CRICKET CLUB
HELD IN THE MEMBERS' DINING ROOM, LEVEL 2, MCC MEMBERS' RESERVE,
MCG & VIA ONLINE PLATFORM
ON TUESDAY AUGUST 12, 2025, AT 7:00PM AEST**

1. WELCOME

Mr Nick McCallum welcomed members to the 188th Annual General Meeting (AGM) of the Melbourne Cricket Club (MCC), and thanked attendees for joining both in person and online. He commenced the meeting by acknowledging the Traditional Custodians of the land where the meeting was being held, the Wurundjeri Woi-wurrung people of the Kulin Nation, and also acknowledged the traditional owners of where the members online were joining from. He noted that the MCG and Yarra Park precinct is extremely special and is held in the hearts and minds of members, Victorians, Australians, and international visitors.

Mr McCallum noted that the MCG is unique and that the intended purpose now is exactly as the Wurundjeri Woi-wurrung people have used it, for sport, celebration, ceremony, and business. The MCC values the land and has a great sense of pride and responsibility in overseeing the MCG and Yarra Park and will continue to work with the Wurundjeri people in caring for the land. The MCC recognises and respects the cultural heritage of Aboriginal and Torres Strait Islander peoples and pays its respect to the Elders past, present and future.

Mr McCallum extended a warm welcome and respect to all Aboriginal and Torres Strait Islander peoples who joined the meeting.

Mr McCallum then went through some housekeeping matters and noted that this was the third Annual Meeting of the Club where it has been held both in person in the Members' Dining Room and online via the Corp Vote platform. He informed the members that the meeting was a private meeting of the MCC for its Committee and members. He advised that while members from all three categories of membership were welcomed at the meeting, the Club Rules state that only Full members, including 50-year members, have the ability to vote on matters at this meeting.

He informed attendees that if they needed assistance at any stage of the AGM, they could contact the Club on the phone, through LiveChat on the website, or speak to a member of staff in the room. The contact details were shown on the screen.

Mr McCallum pointed out the three occasions where all members could ask questions, and these were at the conclusion of the Treasurer's Report, following each of the proposed motions to update the Club Rules, and during the General Business section at the end of the meeting. He confirmed that the President will advise members when questions can be asked and requested members to only submit questions relating to the topic just presented, particularly

after the Treasurer's Report where questions will only be taken on the financial statements of the Club and no other matters.

Mr McCallum gave instructions on how questions will be taken both by those in the room and those online. All questions not answered on the night will be answered offline in the coming days Mr. McCallum then provided instructions on how to cast votes both in person and online.

Mr McCallum moved to the formalities of the meeting and welcomed to the stage President, Fred Oldfield, to chair the meeting.

The Chair thanked Mr McCallum, and all members joining both online and in person. He then noted that it was the 188th meeting of the Club in its rich and long history, and his third year as President. He added that it is a great privilege to serve on the Committee as the Club means so much to him. He personally thanked members for their support, shared passion, and commitment to the Club.

The Chair referred members to the notice of the Annual General Meeting and outlined the agenda as follows-

- President, Fred Oldfield's Report
- CEO, Stuart Fox's Report
- Treasurer, Geoff Roberts' Report
- Elections of Office Bearers and Committee
- Three motions to amend the Rules of the Club
- General Business

Introductions were then given for the Committee, with members asked to welcome Mr Adrian Anderson (Vice-President), Mr Christian Johnston (Vice-President), Mr Geoff Roberts (Treasurer), Ms Carolyn Bendall, Ms Annabel Brebner, Mr James Cain, Ms Paula Dwyer, Mr Tony Johnson, Mr James Sutherland and Ms Kalpana Ramani, who joined the meeting online.

Next, the Chair introduced the Club's leadership team, led by Mr Stuart Fox (CEO) and comprising of Mr Josh Eltringham (General Manager, Venue & Event Services), Ms Tanya Gallina (General Manager, Commercial Operations & Partnerships), Mr Mark Jones (General Manager, Finance & Business Performance), Mr Dean Matthews (General Manager, Club Services, Sport & Heritage), Ms Michelle Nolan (General Manager, People & Culture), Mr Rey Sumaru (General Manager, IT & Innovation) and Mr Peter Wearne (General Manager, Facilities).

He then welcomed former Committee members Ted Baillieu and Clare Cannon, former Office Bearers David Crow, Sally Macindoe, and Stephen Spargo, and Life Members, Stephen Gough, Michael Happell, Bob Lloyd, and Paul Sheahan. He advised that a number of apologies from members had been received and would be noted in the minutes of the meeting.

He welcomed Mr Adam Dodd from KPMG, the Club's auditors and the Club's legal advisor Mr Grant Rowlands, representing Ashurst, along with the Club's in-house legal counsel Ms Kathryn Randle.

Welcomes were also noted for representatives of the Club's 14 Sporting Sections and Special Interest Groups and Club staff attending in a working capacity.

The Chair advised that the minutes of the 2024 AGM have been signed as a true and correct record and that most matters raised were either addressed in the meeting or followed up directly with members afterwards. There was one action remaining from the meeting, which was to investigate visitor age categories and concession pricing. The Chair advised that the categories have been reviewed with changes being implemented from the start of the 2025 AFL Premiership Season.

2. PRESIDENT'S REPORT

The President commenced his report for the 2024/25 year by stating that the Club has had a highly successful year across the management of the iconic Melbourne Cricket Ground, as well as in membership and heritage operations.

The President highlighted that the Club's Strategic Plan 2021-2026 is based on four pillars:

- World class stadium and precinct
- Treasured membership
- Unforgettable experiences
- Leadership in our DNA

The President went on to highlight a number of activities supporting objectives within the Treasured Membership stream including the upgrades to dining facilities, new events and functions, and overseas member trips.

The President noted the recent refurbishment of the Trumble Bar and Cafe, the opening of Missymu by Shirley, and 1956 restaurants. He also advised that Tower 6 will be refurbished before the Boxing Day Test and consideration is being given to refurbishments for the Blazer Bar and the Stumps Bar.

The President advised that in response to member feedback the following new events and functions were added to the MCC calendar in the past year:

- Cup Day at the 'G in the Committee Room and the Long Room;
- New Year's Eve at the 'G on the Robert Flower Terrace;
- Summer at the 'G in the Trumble Bar and Cafe; and
- Family photos with Santa on level 4.

He reminded members that the MCC has strong reciprocal arrangements with a number of overseas member clubs and overseas member group visits in 2025 including

- The ICC World Test Final at Lords, London in 2025;
- The Open Championship Golf in Ireland and the UK in July 2025; and
- F1 Grand Prix in Singapore in October 2025.

The President reported that the MCC Foundation has acquired the MCC Glen Iris Valley Tennis Site to provide the MCC Tennis Section with a permanent base.

He advised that the Membership Fee increase in 2025 has been kept in line with inflation at 2.5% and that the Club is tracking well on the objectives in the other four pillars of the strategic plan.

The President advised that to provide funds for on-going refurbishment of the MCG the Committee has invested surplus cash and appointed global funds manager UBS to manage the MCC's invested funds.

The President reminded all members that high standards of integrity benefit all members. However, disciplinary cases have increased, including breaches like membership card and ticketing misuse. Actions such as lending membership cards and using child tickets for adults violate Club Rules and undermine integrity.

The President thanked members who have taken the time to review and investigate disciplinary matters in the past year. He reminded members that those hosting guests are responsible for the correct ticketing and behaviour.

The three motions for Rule changes to be put later in the meeting are based on a thorough membership review and help to modernise the Rules by removing or updating out of date aspects.

In the past financial year, the Committee farewelled:

- Sally Macindoe, who had completed her maximum term;
- Alice Robinson, who retired to focus on her business commitments; and
- Ted Baillieu, after eight years of service.

Also, during the year, the Committee welcomed a new Committee member in James Sutherland, former Cricket Australia CEO and current Golf Australia CEO.

In closing, the President thanked:

- His fellow Committee members for their talents and time committed to the Club as volunteers;
- The Victorian Government and the MCG Trust for their continued guidance and support; and
- The management team led by CEO, Stuart Fox.

3. CEO's REPORT

The CEO thanked the Chair and greeted members both in the room and online. He commenced by advising that he was reporting on the 2024/25 financial year.

The CEO then showed some of the highlights of the year at the MCG and the MCC on video and commented that over the last year, there were more than 4.1 million patrons who passed through the gates of the MCG across sport, concerts, functions, MCG tours and the Australian Sports Museum. Once again, the MCG was one of the most attended stadiums in the world.

The CEO added that each year brings its own memorable experiences, and this year was no exception with the MCC hosting an NRL State of Origin game and an EPL match between Tottenham Hotspur and Newcastle United. Upcoming events include:

- Two ACDC concerts, with 6820 tickets sold to MCC members;
- An NFL match in 2026, the first ever NFL match to be played in Australia for points;
- The 150 Anniversary Australia vs. England Test Match in March 2027, which will be the first men's day/night Test; and
- Possibly some matches from the 2027 Rugby World Cup.

The CEO highlighted that the 2024 AFL Premiership Season and Finals Series set new attendance records at the MCG, with over 3,320,000 patrons coming through the gates. There was an average attendance of over 60,700 per game over the season, compared to pre-COVID years when the average was around 50,000.

MCC members significantly contributed to these figures, with the Members Reserve averaging 14,500 attendees per game across the season. In addition, 12 matches saw over 20,000 attend in the Reserve.

The CEO listed other significant events and achievements:

- An all inter-state AFL Grand Final between the Brisbane Lions and Sydney Swans, further cementing the MCG's reputation as a premier venue for unforgettable sporting moments;
- The 2024 Boxing Day Test between Australia and India attracted 373,691 attendees breaking the previous test record. Congratulations to the team on managing to cater to the unexpected 73,000 people who attended on Day 5; and
- The MCC was proud to host the Women's Ashes Test Match in January 2025, the first day/night Test at the MCG. Centuries by Annabel Sutherland and Beth Mooney and Alana King's 5/53 in the second innings will be celebrated on the MCG honour boards in perpetuity.

The CEO acknowledged the Arena's team, particularly Peter Wearne and Matthew Page for their preparation of the ground for both football and cricket. He noted the following:

- The MCC achieved the ICC's top marks for its Test pitch and outfield for the third consecutive year; and

- The turnaround between the British and Irish Lions match into the AFL match the next day was impressive.

The CEO highlighted a number of upgrades that have taken place in the stadium over the past last year:

- Renovations of two change rooms in the Shane Warne Stand;
- Replacement of seats in the Shane Warne Stand has continued including:
 - All 16,500 seats on level 1;
 - 5,300 seats on level 2; and
 - The scheduled replacement of all seats on level 4 between the end of the AFL season and the end of the Cricket season;
- The players races have been renovated to improve the sense of arrival for the players, and the spectacle when showcasing the stadium via broadcasts;
- The digital ribbon board has all been replaced with new ribbon added to level 4; and
- Both video replay boards have also been replaced.

The CEO congratulated the thriving tourism team on the Australian Sports Museum setting another new visitation record with more than 186,000 people exploring the museum and taking part in an MCG Tour over the past year with tours departing every 15 minutes at the 'G. The CEO thanked the over 300 volunteers who make the MCG experience so special.

The CEO thanked MCC members for the overwhelmingly positive feedback provided through the members' survey with members rating the AFL season 8.1/10 and the cricket season 8.2/10. Member feedback is valued and most of it is acted on.

In concluding, the CEO thanked the following people:

- The passionate Committee who sacrifice an enormous amount of their personal time for the betterment of both the MCC and the MCG;
- The Executive Leadership Team;
- The dedicated 180 MCC employees who go above and beyond every day to make sure everyone has the best experience with the Club; and
- The partners, sponsors, contractors, event workforce, and the dedicated 300+ volunteers.

The CEO handed the time back to the Chair.

The Chair thanked Mr Stuart Fox for his Report and moved to the next item on the agenda, the Treasurer's Report. He gave an overview of the Treasurer, Mr Geoff Roberts' background and the skills and expertise he affords the Club.

He invited the Treasurer to deliver his report and advised that at the end of his presentation, members could ask questions about the 2024/25 financial statements only and provided instructions for how to do so.

The Chair then welcomed the Treasurer, Mr Geoff Roberts to the podium.

4. TREASURER'S REPORT

The Treasurer commenced his report noting that it had been an exciting year for the Club with more than 4.1 million people through the gates to see the full suite of AFL games, finals, cricket test matches, the Women's Ashes, Tottenham Hotspur, and an NRL State of Origin game.

The Treasurer noted that the financial performance of the Club had been very strong with revenue increased by \$15 million and an increase in expenses of \$8 million resulting in a profit of just over \$39 million compared to a profit last year of \$32 million. The Club remains in a strong financial position with cash at year end of just over \$80 million, no debt, and undertaking CapEx of \$35 million.

The Treasurer showed on the screen more detail of key movements from 2024 to 2025, all rounded to the nearest million dollar for clarify of explanation.

The first chart relating to revenue displayed on the screen noted:

- Revenue increased by \$15 million from \$200 million to \$215 million primarily due to increases in membership revenue;
- Member and customer revenue increased by \$18 million due to an additional 4300 members, 10,000 more members moving from Provisional to Restricted, more members paying fees in full rather than instalments and the CPI increase in subscriptions; and
- Commercial and rent income decreased by \$3 million due to a once-off payment received from a contracted agreement in the previous financial year.

The second chart relating to expenses displayed on the screen noted:

- Expenses increased by \$8 million from \$168 million to \$ 176 million again primarily due to increased administration and facilities expenses;
- Combined administration and facilities expenses increased by \$5 million due to CPI triggers in contractual supplier arrangements and costs for systems enhancement for cybersecurity and child safety programs; and
- Arena expenses increased by \$2 million due to the replacement of half of the turf.

The third chart tracked the cash flow from the start to the end of the financial year:

- Cash at the start of the financial year was \$23 million and increased to \$80 million at the end of the financial year;
- Receipts from members and customers for the year were \$210 million;
- Payments to suppliers and employees were \$126 million; and
- The Club invested \$35 million into capital improvements to continue to enhance the stadium, including upgrades to hospitality spaces such as the new 1956 Restaurant and the rooftop Deck Bar. Investing in state-of-the-art technology remains a priority, with LED Ribbon Board now on all levels around the ground and in the players races and upgrades to both scoreboards. A full upgrade of the Club's Wi-Fi infrastructure saw a total of 150km of new fibre installed in the ground.

The Treasurer concluded that the Club was in a strong financial position with cash of \$80 million and with no debt, it can continue to invest in the great stadium. He then called for questions relating to the Report.

Questions:

Mr David Mulholland (Member No 108565) congratulated the Treasurer on an outstanding result and asked about the 18% increase in administration expenses and requested a further breakdown to explain the increase beyond inflation.

The Treasurer advised that particular initiatives such as a new EPR system for HR and financial and investments in cybersecurity and child safety. Administration expenses have grown by about 3% per annum since 2020, so expense control is good, and expenses have grown by a lot less than revenue.

Mr Peter Bell (Member No 34420) asked about seat replacement in the stands and whether it included the whole seats or just the covers and whether old seats could have been sold to the public as memorabilia.

The CEO advised that the seats were falling to pieces. The shells of the seat frame were no longer manufactured and the spare shells had all been used up. The seats were installed in 1992 and were extremely brittle so attempting to sell them would have been unwise due to safety concerns. Full replacement was therefore required due to the seats condition.

The time was handed back to the Chair.

5. ELECTION OF OFFICE BEARERS & COMMITTEE MEMBERS

The Chair handed over to Mr Geoff Roberts, Treasurer for the first appointment.

5.1 Election of President

The Treasurer reported that he was pleased to announce that Mr Fred Oldfield was the only nominee for the position of President. He noted that he had always been very impressed with Mr Oldfield's passion for the Club and business experience so therefore it was his very happy duty to inform members that Mr Oldfield had been duly re-elected as ongoing President.

The Treasurer then handed back to the President who indicated that it was his great privilege to serve the Club.

5.2 Election of Vice President and Treasurer

The Chair advised that Vice President Mr Adrian Anderson and Treasurer Mr Geoff Roberts had both been re-elected unopposed. He added that they had both been great contributors to the Committee.

5.3 Committee

The Chair announced that there were three vacancies due to retiring Committee members who are eligible for re-election. Management received three additional nominations, and full eligible members were asked to vote, via CorpVote in the lead up to this meeting. The six nominees were:

- Annabel J. Brebner
- Anthony (Tony) G. Burns
- James T. Duncan
- Paula J. Dwyer
- John M. Kavanagh OAM,
- Kalpana Ramani

A total of 9,204 eligible members voted with each able to cast three votes.

The Chair showed on the screen the breakdown of the candidates votes –

- Annabel J. Brebner, 5662
- Anthony (Tony) G. Burns, 4240
- James T. Duncan, 3223
- Paula J. Dwyer, 5584
- John M. Kavanagh OAM, 4152
- Kalpana Ramani, 4751

Accordingly, the following three members were elected to Committee positions -

- Annabel J. Brebner
- Paula J. Dwyer
- Kalpana Ramani

The Chair congratulated the candidates on their re-election and advised that he looked forward to working with them over the next three years. He thanked the unsuccessful candidates for putting themselves forward to serve the Club.

6 PROPOSAL TO AMEND THE RULES OF THE CLUB

The Chair advised that the three motions would be voted on separately and that each motion would require support from two-thirds of eligible voters to be carried and enshrined in the Club Rules. The Chair provided instructions on how to vote both from within the room and remotely and advised that voting will be open for two minutes for each motion.

The Chair advised that the motions propose a series of amendments to bring the Rules into line with contemporary practices. The proposed changes are an outcome of the membership review, and the three motions cover the themes of administration, governance, and integrity. Explanatory notes have been provided to all members.

Motion 1 - Administrative updates

The Chair advised that these changes are designed to make the language of the Rules more contemporary and easier to understand. Specific elements include:

- Removing references to fax as a means of communicating with the Club and recognising the evolution of digital solutions; and
- The AGM and Committee nomination process is proposed to be held earlier in the year to coincide with the MCC's financial year April-March. Nominations for Committee would open in April with the AGM to be held in June.

Questions:

Mr Lachlan Boughton (Member No 55204) asked about Rule 18(c)(ii) and how the date of April 15 (for members proposing an amendment to the Rules to provide their membership cards) would apply in the event of a Special General Meeting being called at another time of year.

The Chair acknowledged that this date could pose an issue in the rare event of a Special General Meeting and upon reflection suggested that the language of 'one month before the date of the general meeting' would resolve the issue.

Mr Michael Doyle (Member No 118686) asked whether the requirement to store the register of membership on the MCG premises precludes it being stored in the cloud.

The Chair advised that the register is stored on the MCC's server at the MCG and is not available on the cloud.

Ms Amanda McNeill (Member No 222935) asked if the amendment will mean that the AGM will always be held by 30 June each year and thus not be part of the transition between the football and cricket seasons and coincide with the due date for member subscriptions.

The Chair advised that:

- *The AGM date has not been deliberately connected with the transition between seasons;*
- *The AGM used to be held in July but has drifted into August;*
- *It would be more appropriate to discuss events related to the previous financial year closer to when they have concluded;*
- *The AGM will be held closer to the end of the MCC's financial year, most likely in June; and*
- *The usual periods of notice for an AGM will apply.*

Mr Mark Burt (Member No 216818, attending online) asked if consideration was given to the abolition of Rules 4.2(d)(iv) and 4.3(d)(iv) restricting Provisional and Restricted members from voting rights and why these Rules are in place.

The Chair advised that the decision to retain Full Members as the only members with voting rights and eligibility for Committee Membership has been considered over time and the Committee is not proposing to change it at this time.

For the purpose of reporting the motions consistently in the minutes, motions have been presented in numerical order. However, it is noted that at the meeting, voting on Motion 1 was deferred until after Motion 2 whilst the Committee and Management sought clarification regarding a question from the floor.

Before opening the voting, the Chair advised that the Motion is amended so that in Rule 18(c)(ii), reference to the date of April 15 is removed and the original text 'at least one month before the general meeting' to be reinstated. The Chair reminded members that the rest of the motion remains the same.

The Chair then invited Full members to vote on the Motion to adopt the administrative updates.

The outcome of the vote was shown on the screen with the results being 85% in favour and 15% against. Therefore, the motion was passed.

Motion 2 – Governance updates

The Chair advised that the Committee is committed to keeping Club governance updated with modern standards and best practice. Committee members are informed by their participation in other association.

The Chair advised that the requirement for 150 members to call a Special General Meeting was established in 1915 when there were only 3950 members. There are now over 62,000 voting members so the Committee is proposing that the number of members required to call a Special General Meeting be set at 2% of members.

Similarly, the Chair advised that the Rules allowing members to call for a ballot at the AGM were set in 1936 when AGMs were attended by ~70 members and 30 members were required to call a ballot. Given that AGMs are now attended by hundreds of members in person and online, the Committee is proposing that 20% of those attending (and who are otherwise entitled to vote) be required to call a ballot.

The Chair reflected that in recent years the typical size of Corporate Boards and Club Committees have shrunk in size. To stay in line with best practice the Committee recommends that:

- The Committee should consist of 8-12 members, rather than 10-14;
- Committee members be voted on in a three-year rotation;
- The rotation would include the President, Vice-President and Treasurer, rather than being voted on in a separate category; and
- The maximum age for Committee members of 72 is no longer required given there is a 10-year limit on Committee membership.

The Chair advised that there are no current Committee members close to the age limit with the oldest being in their mid-60s.

Questions

Mr Alistair Boughton (Membership No 55205) thanked the Committee members and management for their service to the Club. Mr Boughton asked why the proposed change to Rule 15.2(a) removes members rights to vote for Office Bearer positions.

The Chair advised that:

- *The Committee's intent was to broaden members voting rights by including the Office Bearers in the three-year rotation of Committee members;*
- *At no stage in the history of the MCC has the position of a sitting Office Bearer been challenged for their role; and*
- *The Office Bearers are currently determined by the Committee, and this is proposed to continue as the Committee members are best placed to determine who can best fulfill the roles.*

Mr Boughton asked why the proposed changes remove the eligibility of full members to nominate for non-presidential office bearer positions.

The Chair advised that the Committee does not see that this right is being removed and that by including Office Bearers within the three-year rotation, full members have the right to stand against them if they wish.

Mr William Fowles (Membership No 70855) thanked the President and the Committee for their service and asked about why Rule 15.2(d)(iii) requires members cast votes for all positions where there are vacancies, adding that he believed that it may make it harder for challengers to get elected to the Committee.

The Chair advised that the Committee believes that if three positions are available, members should vote for each of those positions.

Ms. Amanda McNeill (Member No 222935) asked:

- How the precise number of Committee Members will be determined from within the range specified in the rules?
- Does this allow the Committee to co-opt members?
- Does the reduced size of the Committee reduce the opportunity for the growing number of members to participate?
- Can the AGM vote separately on this proposed change?

The Chair advised that:

- *The Committee of the day will determine the precise number of Committee members required to perform the duties of the Committee.*
- *The Committee believes that 8-12 members is an appropriate number, particularly given the strength of the management team.*
- *It is expected the motion will be voted on with a single vote.*

Mr Alistair Boughton (Membership No 55205) advised that the Melbourne Cricket Club Act 1974 mandates a minimum number of Committee members as 10-12 and that changes to the Committee can only be made at AGMs. He further asked if it would them mean that there

would need to be a Rule change every meeting to allow a Committee to be sized outside of those mandates.

The Chair advised that the Melbourne Cricket Club Act 1974 provides provisions for the size of the Committee 'unless otherwise determined by an AGM of the MCC', so the MCC AGM has the right to change the size of the Committee.

Mr William Fowles (Membership No 70855) asked about term limits for Committee members and asked if there was anything preventing members for serving for up to 80 years.

The Chair advised that as per the Club website:

- *Committee members are limited to three terms of three years each.*
- *Vice-President and Treasurer are limited to a maximum of 12 years.*
- *The President is limited to a maximum of 16 years.*

Mr. Fowles asked if these limits were codified in the constitution or simply an undertaking by current Committee members.

The Chair advised that the limits are not codified in the constitution and are an undertaking by current Committee members.

Mr John Peroty (Membership No 99391, attending online) suggested that as members may agree with some proposals in the motion but not others, and therefore asked if it would be more appropriate to vote on each proposal as a separate motion.

The Chair advised that this would require 50-60 motions and would result in a very arduous voting process, with the process already time-consuming with just three motions.

Mr Alistair Boughton (Membership No 55205) asked about the changes to language about the role of the Committee, from "control and manage" to "supervise and guide". Section 7 of the Melbourne Cricket Club Act 1974 states that "the business of the club shall be managed and controlled by a Committee". He then asked whether the Committee's intention would then be to expand its role.

The Chair advised that there is no intention to expand the role, merely to provide a more accurate description of the Committee.

Mr Boughton advised that when he raised this issue with management, he was advised that the Committee acknowledges that their role cannot be inconsistent with the legislation. If so, what is the point of this Rule change, when it confuses the matter?

The Chair advised that the proposed language provides a more accurate description of the role of the Committee.

Mr David Mulholland (Membership No 108565) asked why the modernising principle of replacing static numbers with percentages of members not being applied across the board. For example, why is it being made harder for members to call for a ballot at a general meeting, but the number of members required for a quorum at the AGM is not being updated?

The Chair advised that by having a percentage of members present at a general meeting required to call a ballot ensures that the requirement is proportional to the number of members present.

Mr Lachlan Boughton (Member No 55204) acknowledged the Committee and its service. He then asked that given the replacement of static numbers with percentages make it more difficult to request Special General Meetings and to raise motions to amend the Rules, what consideration has been given to member's ability to 'right the ship' in the event that the MCC finds itself with a Committee less competent than the current one.

The Chair advised that:

- *Members have an annual opportunity to right the ship through voting for Committee members at the AGM; and*
- *The Committee believes that requiring only 150 members out of 60,000 to call a Special General Meeting is too small a number and 2% is a reasonable number.*

The Chair then invited Full members to vote on the Motion to adopt the Governance Updates.

The outcome of the vote was shown on the screen with the results being 68% in favour and 32% against. Therefore, the motion was passed.

Mr David Mulholland (Membership No 108565) called for a ballot on the motion.

The Chair called for a vote on whether a ballot should be held and advised that members have the right to vote for a ballot, against or to abstain. Under the existing Rules, 30 members are required for a ballot to be held.

An unidentified questioner from the floor asked about the cost of ballot.

The Chair advised that a ballot could cost up to \$50,000.

The outcome of the vote was shown on the screen with the results being that 111 members voted for a ballot. Therefore, the request for a ballot was successful. The Chair advised that Members would be advised about the process for the ballot in the coming days.

Motion 3 – Integrity Updates

The Chair advised that the Committee and Management are continually reviewing and updating processes and operations that support the ongoing integrity of the Club. The latest review has aimed to strengthen the overall member misconduct process and the disciplinary and integrity expectations of membership cards.

The Chair advised members that the motion the Committee is recommending amending the definition of a membership card and its uses to take into account that some members use their cards electronically.

Questions:

Mr David Mulholland (Membership No 108565) noted that the MCC Annual report states that 229 disciplinary cases were heard in the last financial year. Given this represents less than 0.15% of the MCCs 155,000 members, why is the Committee proposing measures that could have an unfair impact on the 99% of members who behave appropriately.

The Chair advised that:

- *Those who follow the Rules will not be affected by the changes.;*
- *There are far too many cases that come through the discipline and appeals Committees;*
- *Recently types of fraud that have proliferated include*
 - *Buying children's visitor tickets for adults; and*
 - *Buying member upgrade tickets and giving their member's pass to others; and*
- *The intent of the changes is that the Rules impact those who are misbehaving.*

Mr Mulholland asked why the word 'wilfully' is being removed from the misconduct Rule, believing that members who make honest mistakes could be suspended or expelled.

The Chair advised that a very high proportion of the appeals the MCC receives are made on the grounds of it being an honest mistake. However, there are a number of instances where it is clear that honest mistakes are not the cause of the problem. The Disciplinary Committee allows every member to put forward their case and retains the discretion to not apply any sanctions for members who have made genuine honest mistakes.

Mr Gary Marchant (Membership No 8171) noted that many members attend events very rarely so the rates of misconduct amongst regular attendees are much higher. The Disciplinary Committee process also provides opportunities for members to explain themselves and put their case.

The Chair advised that the process allows members to be heard twice, once at the Disciplinary Committee and once at the Appeals Committee.

Mr Lachlan Boughton (Member No 55204) asked about whether the proposed amendment to Rule 13.2(a)(i) could unnecessarily increase the administrative burden on the Club by requiring it to investigate any allegations made to it.

The Chair advised that he did not believe any significant administrative burden would be incurred by the proposed amendment.

Mr David Mulholland (Membership No 108565) stated that the requirement for members to take 'all reasonable precautions' to safeguard their membership cards is vague and undefined and asked with this in mind, how members be confident that they are complying with the Rule?

The Chair disagreed with the characterisations offered, stating that presumption of innocence remains. The Chair advised that many members facing disciplinary action claim that their cards were taken and mis-used without their knowledge. The Rule is intended to create the expectation that members would safeguard their card as if it is a blank cheque.

The Chair then invited full members to vote on the Motion to adopt the Integrity Updates.

The outcome of the vote was shown on the screen with the results being 84% in favour and 16% against. Therefore, the motion was passed.

The Chair summarised that all three motions were passed by the meeting, however Motion 2 will go to Full Ballot of full members. He reiterated that further details about this process will be forthcoming.

7 GENERAL BUSINESS

7.1 Reappointment of auditors

The Chair confirmed that KPMG has been reappointed as Club auditors for the next 12 months.

7.2 Questions

The Chair advised that members could ask questions, either in person or online. He further advised that the Committee and Management would endeavour to take as many questions as possible during this time. He instructed members in the room to line up behind the microphones set up in the aisles to ask questions. He noted that members were invited to ask questions, rather than make statements and that they could ask one question at a time. He invited members online to begin to submit their questions, with members both in the room and online instructed that they must give their full name and member number when asking/submitted questions. He further advised that if multiple questions on the same topic are submitted online, they will be grouped together for ease of answering. If a question is asked that has already been answered it will not be answered again. In some instances, Management will respond in writing after the meeting. He then turned the meeting over to members for questions.

Mr Robert Utber (Member No 125803) acknowledged the wonderful work of David Studham as Librarian for over 38 years at the MCG and asked if there was any truth to the suggestion that the library may be moved to another location within the MCG.

The Chair handed over to Mr. Dean Matthews to provide a response.

Mr Matthews thanked the member for the question and advised that the library is a valued part of the Club's heritage and will not be moving.

Ms Amanda McNeil (Member No 222935) asked if it is really necessary for security staff to look in member's purses and wallets and argued that being able to see credit cards is an intrusion on people's privacy.

The Chair handed over to Mr. Josh Eltringham to provide a response.

Mr Eltringham thanked the member for the question and advised that bags should only be checked if they trigger a security alert on screening. He affirmed that security personnel should not be viewing credit cards and that this will be addressed.

Mr Kurt Bryant (Member No 200705) asked why the level 2 seating in the Shane Warne Stand replaced after only 10 years in use and was consideration given to including cup holders in the new seating.

The Chair handed over to Mr. Peter Wearne to provide a response.

Mr Wearne thanked the member for the question and advised that all seats in the stadium had to be replaced as there were no spare shells left to replace damaged individual seats and the company that produced the shells is no longer in operation. Cup holders were the subject of many complaints, as the rows in the stand are not as deep, so the cup holders created an accessibility issue and thus were not included in the replacement.

Mr Peter Bell (Member No 34420) asked why some people have not received an annual report in the mail and asked whether a hard copy notice of the AGM be available at the door? He also asked the Committee and Management to consider holding the AGM on a Saturday or Sunday afternoon to encourage more members to attend.

The Chair advised that receiving the annual report by mail is no longer automatic and that members need to opt in to receive it via this method. He added that sending it to all members would be very expensive. The Club would take the other suggestions on notice.

Mr Fred Ford (Membership No 92290) stated that having been unsuccessful in obtaining Grand Final tickets through the Member's ballot on five occasions, he wished to propose that members who receive a ticket through the ballot in one year be ineligible for the ballot for the following year, or even two years.

The Chair handed over to Mr Matthews to provide a response.

Mr Matthews thanked the member for the question and advised that if members nominate for a seat in any of the available categories, they can improve their chances of being successful to about 50%. Making some members ineligible in a certain year can create a sense of perceived injustice if their team is in the Grand Final that year.

Mr Ford then asked how many people apply in the ballot each year.

Mr Matthews stated that about 23,000 people applied for the 14,500 seats in 2024.

Mr Craig Hudson (Member No 55102) asked about the financials of the MCC sporting clubs that were not presented in the earlier reports. He understands, thanks to help from Mr Matthews, that the MCC's investment in the sporting clubs last year grew by 7.2% (which is greater than CPI) from \$3.4 million to \$3.9 million, more than 10% of the MCC's net profit. Bearing this in mind is there a strategy for sporting clubs to become self-sufficient with the MCC contributing smaller amounts primarily for branding purposes and thus reduce the pressure on MCC membership fees.

The Chair commented that the sporting sections are effectively funded out of the MCC Foundation, which exists to promote and develop sport.

The Chair handed over to Mr Roberts for further comments.

Mr Roberts advised that:

- *The MCC has two roles as a club, managing the MCG and promoting sport. The MCC needs to recognise that it operates on public land and so needs to maintain its social licence by encouraging participation in sport;*
- *Much of the costs referred to relate to providing permanent locations for the sporting clubs to operate;*
- *The \$3.75 million mentioned is made up of \$265,000 per sporting section; and*
- *The clubs would not be able to be self-sufficient and maintain their facilities.*

Mr Alistair McCooke (Member No 152602), attending online, observed that the cost of a pie at the MCG is higher than it used to be and much higher than that at Marvel Stadium. He asked why this was the case, bearing in mind that the Club does seem to be in a strong financial position, and whether the Club could bring this cost down.

The Chair handed over to Ms Tanya Gallina to provide a response.

Ms Gallina thanked the member for the question and advised that:

- *The MCC and the Club's hospitality partner, Delaware North, spend significant time reviewing pricing and have been able to hold five of the fans' favourite items at a steady price;*
- *The MCG is not immune to the increased costs that have come post-COVID in regard to staffing and infrastructure; and*
- *The MCC maintains consistent pricing for all events, while other stadiums dynamically price for different events.*

Mr Lochlan Finch (Member No 183824, attending online) asked for more details and a timeframe regarding the significant financial outlays required for the Shane Warne Stand redevelopment.

The Chair handed over to Mr Stuart Fox to provide a response.

Mr Fox thanked the member for the questions and advised that:

- *A feasibility study was completed a couple of years ago in partnership with the Victorian Government to determine whether the stand should be refurbished or rebuilt and at what cost and when it could be done;*
- *Talks with the Victorian Government have been continuing to determine designs and costings, funding arrangements, when and how it would be built;*
- *There is as yet no clear timing for when the work will take place but the Club is committed to seeing the project completed;*
- *The earliest the work could take place is 2030 or 2031 as there are a number of significant events pencilled into the calendar up until 2030; and*
- *The MCC will be seeking other private or public funds to complete the project as it will not be able to exclusively fund it.*

Mr Kurt Bryant (Member No 200705) stated that the new large screen in the Percy Beames bar is a fantastic addition to the bar; however, the associated removal of the dark green benches is disappointing as these were an iconic part of the bar referencing the history of the Members' Reserve. He asked whether the Club could consider installing the benches in the space above the screen.

The Chair handed over to Mr Matthews to provide a response.

Mr Matthews thanked the member for the question and agreed that the screen is a great addition. He added that the bench seats are now located on ground level so that everyone sees them on entry to the Members' Reserve including visitors on MCG Tours. He added that . it was not possible to put the benches above the TV screen.

Mr Trevor Hudson (Membership No 55101) asked what happens to cans, bottles, and other recyclable materials discarded at the MCG, adding that they could be worth \$500,000 per year.

The Chair handed over to Mr. Wearne to provide a response.

Mr Wearne thanked the member for the question and advised that:

- *A thorough analysis showed that the value of the material is much less than the suggested amount because the MCG does not issue a lot of glass;*
- *An arrangement has been made with the collector of the recyclable materials who provide the service at a reduced rate, thus reducing the MCC's operating costs; and*
- *The MCC's analysis found that it was not viable for the MCC to handle its own recyclables.*

Mr Samuel Horwood (Membership number 119163) asked about additional measures to encourage better member behaviour in the stands.

The Chair handed over to Mr Matthews to provide a response.

Mr Matthews thanked the member for the question and advised that member integrity is:

- *Something all members commit to on becoming a member of the Club;*
- *A subject of one of the motions voted on earlier tonight;*
- *A key focus for a significant part of the time of him and his team; and*
- *A shared responsibility between staff and members to ensure that members and guests behave responsibly.*

He added that members are asked to report inappropriate behaviour to staff promptly.

Mr Reginald Cattlin (Membership No 1021) asked whether in the wake of David Studham's departure another librarian will be appointed and whether the existing services to members and the number of volunteers will remain.

The Chair handed over to Mr Matthews to provide a response.

Mr Matthews advised that a new librarian has been appointed on a 12-month contract. The full research and volunteer service will remain the same. A review of the library has been conducted to understand the needs and wants of members and researchers and on how to maximise what the library can provide. Only a small proportion of members are aware of the library, so the MCC wants to better celebrate and promote the library.

Mr Bill Freeman (Membership No 36681) asked whether the couches in the Long Room could be ticketed, stating that on occasion he has temporarily left the couch and returned to find his spot has been taken.

The Chair handed over to Mr Matthews to provide a response.

Mr Matthews thanked the member for the question and advised that it has been a great tradition of the Club to keep the seats vacant for people who need them. The reports of seats being taken inappropriately is disappointing- if this happens again, please refer it to staff at the time, who should be able to resolve the issue promptly.

Mr Craig Hudson (Member No 55102) asked about the additional charges levied when purchasing by tickets via Ticketek, which can be up to \$10. He asked whether the Club could operate its own ticketing system to remove these costs for members.

The Chair handed over to Mr. Eltringham to provide a response.

Mr Eltringham thanked the member for the question and advised that the infrastructure to sell tickets at the MCG would be very costly and onerous to operate, bearing in mind that sometimes

hundreds of thousands of people log on simultaneously to purchase tickets for high profile events and in the case of Taylor Swift, it was millions. The MCC does try to negotiate with Ticketek to reduce the ticketing fees, however these fees are Ticketek's only source of income from the events.

Mr Gerard Mahoney (Membership No 4987) asked if the Committee is considering expanding the 50-year member seating reserve to help offset the considerable escalation of membership fees and the expected increase in the number of 50-year members in the future.

The Chair handed over to Mr. Matthews to provide a response.

Mr Matthews thanked the member for the question and advised that the 50-year seating bay is monitored every week and the MCC is comfortable that there are sufficient seats to provide for people reserving for guests and walk ups on the day. He added that the 50-year membership is one of the great traditions of the Club and the MCC will continue to monitor the seating to ensure there is a sufficient reserve.

The Chair thanked everyone for their attendance and their questions and interest in the Club.

He declared the meeting closed at 10:00 PM.

SIGNED..... CHAIRMAN

DATE

AGM APOLOGIES - 2025

Surname	First Name	Membership No.
Wood	Jeremy	32718
Watson	Sean	56265
Nathan	Jane	13562
Smith	Steven	32931
King	Peter	106436
King	Joanna	103978
Wood	Karen	12595
Sloan	Alex	14591
Yencken	Edward	20886
Yencken	Janet	86132
Robinson	Alice	70389
Howcroft	Russel	13592
Lill	John	19910
Sitch	Charles	18638