

Dear Member

I am writing to inform you that on Monday, 4 August 2025, the Club received a request for a Special General Meeting ("SGM") from a group of its Members.

In accordance with the Club Rules, the Board is therefore calling a meeting of Members which will take place in The Point at Emirates Old Trafford at 6pm on Monday 1 September 2025. The Club is also making the meeting accessible to all Members on Zoom, live as it's happening. However, there will be no opportunity to ask questions or to vote on resolutions remotely. Votes can still be cast as normal via the use of the Proxy Form. An opportunity to join by Zoom, using a Member only link, will be communicated 24 hours in advance of the meeting. SGM papers are being distributed in electronic form, which also facilitates the use of electronic voting in advance of the meeting. We have again partnered with Mi-Voice, to provide the platform and support for the process. Submitted with the SGM request were two resolutions.

These are:

**Resolution 1:** Pursuant to Rule 18.12, the Chair is removed from the Board with immediate effect.

**Resolution 2:** The Members have no confidence in the way in which the Nominations Committee currently operates, failing to interview valid Member applicants.

#### **SGM Resolutions – Club Recommendations**

- **Resolution 1** – Andy Anson announced his intention to resign from the role at a Board Meeting on the 7 July. This was communicated to Members on Monday 4 August following the India Test Match at Emirates Old Trafford. Andy Anson has now left his role as Chair. As such, this resolution is superseded and cannot be put forward.
- **Resolution 2** – Using the 2024 Non-Executive Director vacancy as the most recent example, the Club would like to clarify that the selection process was in line with Club rules, notably rules 17.5, 17.6 and 17.7.

17.5 It shall be the function of the Nominations Committee to:

17.5.1 identify, interview, and recommend persons for nomination as Elected Board Members;

17.5.2 interview and, if thought fit, recommend as Elected Board Members any Member who applies to the Nominations Committee for membership of the Board; and

17.5.3 interview and, if thought fit, recommend as Elected Members of the Nominations Committee any Member who applies to the Nominations Committee to be the member on the Nominations Committee as referred to in Rule 17.1.1.3.

17.6 Subject to approval by the Board, the Nominations Committee shall set selection criteria in relation to candidates wishing to stand for election as Elected Board Members. Such criteria shall be available from the Club and shall be designed to ensure that the Elected Board Members possess the quality, skills, and experience that the Board requires to manage the business of the Club. A skills matrix for the Board shall be updated after each AGM and published on the Club's website.

17.7 In addition to Rule 17.6, and effective from the 2025 AGM, the Nominations Committee shall at all times have regard to the need for the Board to have two Board members that have been elected pursuant to this Rule at an AGM from a choice of candidates from the membership, providing a sufficient number of candidates have put themselves forward, with at least one of these Board members being male, and the other being female, to ensure a balanced gender representation. Also, one of these Board members must have the suitable skills and experience to take responsibility for Member services and Member communications. The second Board member candidate from the membership must possess the quality, skills and experience that the Board requires to manage the business of the Club at that time. Any such Member of the Club who submits an Election Notice shall be considered for the Board positions to which this Rule relates. Such notice must be signed by that individual and two other Members who shall have been Members of the Club for three consecutive years

immediately prior thereto. Such notice must be received by the Secretary not later than 31 January immediately prior to the next AGM.

Prior to the 2025 AGM, the Board identified a skills gap in its matrix relating to Fan Experience and Major Event Safety. A consultation was held by the Club on the creation of a new Board Member who would be elected at the next AGM by Members. This consultation included, but was not exclusive to, a Members' Forum that took place in November 2024.

In accordance with Rule 17.7, the Nominations Committee reviewed applications and excluded male candidates, as the male Board position had already been filled by Chris Peacock (Board Member for Member Services and Communication), elected at the 2023 AGM.

With only the female Board position remaining, three male applicants were ruled out, and four of the seven female applicants were shortlisted for interview. Following the interview process and Board ratification, three candidates were put forward to Members for election. Gillian Singh was subsequently elected by Members at the 2025 AGM on Thursday 29 May.

An additional example pertains to an Election Notice received in January 2025 from a Member and former Club official possessing significant financial expertise and experience. The Nominations Committee duly considered the submission; however, upon reviewing the skills matrix, the Committee determined that the Member's financial skillset was already represented on the Board by Vic Stewart and therefore concluded that an interview was not required.

At the time, the primary skill gaps identified by the Committee were in the areas of Fan Experience and Safety, Broadcast Media, and Development. Accordingly, the Nominations Committee recommended the continuation of two existing Board members whose expertise and diversity aligned with the Club's identified needs. Both Navin Singh and Rachel Downey were re-elected at the 2025 Annual General Meeting, each receiving a majority of votes.

The skills matrix remains central to all Board recruitment processes and is embedded within the Club rules. It is essential that the Board possesses the appropriate breadth of skills and experience to effectively support Lancashire Cricket Club and to guide its long-term strategic direction.

Nominations Committees (NomCo) are established to ensure best practice in recruitment. When combined with a skills matrix, they help create a diverse Board with a broad range of experiences and backgrounds.

The role of the NomCo is to identify candidates who can address skills gaps on the Board, interview those who meet the role's requirements, and make recommendations to the Board. These recommendations are then presented for a final vote by Members at the Annual General Meeting (AGM).

**We recommend therefore that Members VOTE AGAINST the resolution (resolution 2).**

Please be aware that admittance to the SGM can only be given on the production of your membership card. We will need to check your name against an eligibility list and provided you haven't returned your proxy in advance of the meeting you will be given a voting card to use during the SGM.

Finally on behalf of the Club I wanted to thank all Members for their continued support of Lancashire Cricket.

Kind regards,  
Gaz Morris  
Membership Secretary

Formal Agenda of the Special General Meeting

1. Discussion on Member resolution 2
2. Voting on the resolution included in this letter