

## **SUMMARY OF THE CHANGES TO THE CLUB RULES OF THE YORKSHIRE COUNTY CRICKET CLUB LIMITED TO BE PROPOSED AT AGM TO BE HELD ON 24 MARCH 2023**

1. By renaming the Members' Committee as the Members' Representative Group in Club Rules 8.9.2, 12.1.2.4, 13.2.3.1, 21.2, 21.3.3 and 33 to distinguish it more clearly from the formal governance committees of the board.
2. To allow the Board at its discretion to issue proxy appointments in electronic form and to allow them to be sent or submitted by electronic means or by Website Communication and to give the Board a wider discretion to make whatever arrangements it considers appropriate to enable those attending a general meeting to exercise their rights to speak and vote at it including by electronic means :

Amending Rule 13.5 by deleting, in lines 1-2, the words "through a notice on the Club's website" and replacing them with the words "by a Website Communication"; by deleting, in line 6, the words "Club's website" and replacing them with the word "Website"; and by adding the following at the end of the Rule: "but this posting shall not affect the deemed service of the notice as stated in this Rule".

Amending Rule 14.4 by deleting the words "Club's website" and replacing them with the word "Website".

By inserting a new Rule 14.5:

"A member is able to exercise the right to speak at a general meeting and is deemed to be in attendance when that member is in a position to communicate with all those attending the meeting. The Board may make whatever arrangements the Board considers appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it including by electronic means. In determining attendance at a general meeting, it is immaterial whether any two or more members attending are in the same place as each other. "

By amending Rule 15.6.2 by adding the following at the end of the Rule:

"At the discretion of the Board an instrument appointing a proxy may be in electronic form and may be sent and submitted by electronic means or by Website Communication."

By amending Rule 15.6.4 by adding the following at the beginning of line 1: "in the case of an instrument in hard copy"; by adding, at line 5, the following: "In the case of a proxy appointment by electronic means or by Website Communication, the appointment must be received at the electronic address previously specified by the Club not less than forty-eight hours before the time appointed for holding the meeting. In default the instrument or appointment shall not be treated as a valid proxy"; and by inserting the words "or appointment" after the word "instrument" in the last line.

By amending Rule 33 by the addition of the following to the definition of "Website": "; and "Website Communication" means any notice, document or information given by means of the Website";

By amending Rule 33 by the insertion of the following definition: ""writing" means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise."

By amending Rule 33 by the insertion of the following:

"Any reference in these Rules to a document or information being sent or supplied in electronic form is to a document or information which is sent or supplied by electronic means, or by any other means while in an electronic form.

Any reference in these Rules to a document or information being sent or supplied by electronic means is to a document or information which is sent initially and received at its destination by means of electronic equipment for the processing (which expression includes digital compression) or storage of data, and entirely transmitted, conveyed and received by wire, by radio, by optical means and other electromagnetic means. References to electronic means have a corresponding meaning."

notice, document or information given by means of the Website";

By amending Club Rule 33 by the insertion of the following definition: ""**writing**" means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise."

By amending Club Rule 33 by the insertion of the following:

"Any reference in these Rules to a document or information being sent or supplied in electronic form is to a document or information which is sent or supplied by electronic means, or by any other means while in an electronic form.

Any reference in these Rules to a document or information being sent or supplied by electronic means is to a document or information which is sent initially and received at its destination by means of electronic equipment for the processing (which expression includes digital compression) or storage of data, and entirely transmitted, conveyed and received by wire, by radio, by optical means and other electromagnetic means. References to electronic means have a corresponding meaning."

3. to remove out of date provisions :

By deleting, in lines 3-5 of Rule 18.1.2, the words "save for the first candidates to be approved following the adoption of these rules in 2022 who may be appointed pursuant to the process set out in Rule 18.1.3".

By the deletion of Rule 19.16 in its entirety and renumbering accordingly.

By removing the reference to the Industrial and Provident Societies Act 1965 and its replacement with the "Acts" in the definition of "Annual Return" in Rule 33.

4. following receipt of a members' requested resolution the board has accepted but varied the requested resolution to achieve a clearer and fuller transparency and openness and in compliance with the mandatory requirements of Sports England Code of Governance Tier 3 by disclosure in its report and accounts for the years ending 31 December 2023 onwards the total amount of remuneration payable to each member of the Board (excluding ex officio members such as the Chief Executive Officer and the Managing Director of Cricket):

By adding the following words to Rule 21.6 after the existing wording :

"The total amount of remuneration payable to each member of the Board (excluding ex officio members such as the Chief Executive Officer and the Managing Director of Cricket) for each of the accounting periods ending on 31 December 2023 and thereafter shall be included in the annual report and accounts of the Club;"

By adding the following definition in Rule 33 in alphabetical order :

""Remuneration" means the total amount of payments made either direct to the board member or indirectly on their behalf by way of salary, fees, pension contributions, repayment of expenses or otherwise for the benefit of that board member;"