

ORIENTEERING AUSTRALIA

2014 ANNUAL GENERAL MEETING

3.30pm, Rylstone Amenities Hall, corner Louee and Cudgegong St, Rylstone, NSW, Sunday 20 April.

MINUTES

Attendance:

Orienteering Australia – Blair Trewin (President), Bruce Bowen (Director, Finance), Mike Dowling (Director, International Relations), Jenny Casanova (Director, Technical), Lance Read (Director, High Performance), Robert Spry (Director, Special Projects), John Harding (Executive Officer);
Orienteering NSW – Greg Barbour (President), Andrew Lumsden (Director, Technical);
Orienteering ACT – Mary McDonald (President), John Scown (Secretary), Ann Scown (Treasurer), Geoff Wood (Executive Director);
Orienteering QLD – Felicity Crosato (Vice President);
Orienteering Victoria – Bruce Arthur (President), Ruth Goddard (Treasurer);
Orienteering Tasmania – Ian Rathbone (Vice President);
Orienteering South Australia – Robin Uppill (Technical Officer), John Lyon (Member);
Orienteering Western Australia – Jennifer Binns (President), Ken Post (secretary), Ken and Carol Brownlie and Ian and Jan Fletcher (2014 Australian Championships carnival organisers), Helen Post, ;
OA MTBO Committee – Kathy Liley.

Apologies:

Craig Feuerherdt (OA Director, Media and Communications), Bernard Walker (OTAS), Tim McIntyre (OQ).

1 MINUTES

1.1 Appointment of verifiers: Jenny Casanova and Mary McDonald were appointed.

1.2 Confirmation of minutes of 2013 Annual Conference

(See <http://orienteering.asn.au/Administration/minutes/>)

Andrew L suggested that the title be changed to Annual Conference and General Meeting. This was agreed.

Motion: Lumsden/Wood that the minutes of the 2013 Annual Conference and General Meeting be confirmed. The motion was passed.

1.3 President's opening remarks

Blair T advised that there was a lengthy agenda but he wished to note that ASC 4-year Participation funding and 1-year Whole of Sport funding conclude this year. However, we are well regarded by the ASC and it is hoped that funding will continue into the future. On the competition front

a major focus is the World Cup and Oceania Carnival in Tasmania in January 2015.

1.4 Matters arising not elsewhere on the agenda. There were none.

2 ANNUAL REPORT

Mike Dowling, who prepared the report, noted that there was some additional work to be done to finalise the Membership and Participation section and include additional photos.

Motion: Ann Scown/Jenny Casanova: That the preliminary Annual Report be adopted. The motion was passed.

3 ANNUAL FINANCIAL REPORT

3.1 Presentation of the financial report by the Director, Finance

Motion: Uppill/McDonald: That the financial report be adopted. The motion was passed.

3.2 Budget projections.

Bruce B advised that the projections were the same as presented at the OA Conference other than the addition of expenditure of \$6000 in Australian Orienteer surplus funds. It assumed that current ASC funding will continue. Noted.

3.3 OA Risk and Audit Committee.

Blair T proposed an OA Risk and Audit Committee comprising Bruce Bowen (Director, Finance), Robert Spry (Director, Special Projects responsible for risk management) and Ian Dodd (person with accountancy qualifications independent of the Board).

Motion: Binns/Wood: That Bruce Bowen, Robert Spry and Ian Dodd be appointed to the Committee. The motion was passed.

3.4 Paper on alternate models of cost allocation of levies and charges to Orienteering Australia by the State and Territory orienteering associations

Blair T noted as background that:

- the current regime of levies was based on decisions of Conference over the last 10 to 15 years, resulting in a seemingly complex structure;
- the membership, registered orienteer and event participation mix had changed over the years so a review was due;
- the governance/administration structure of the sport varies among states and territories: from centralised in the ACT and WA, with the state association owning equipment and maps and managing finances, to decentralised in NSW and Victoria, where clubs have their own equipment, maps, finances and, in many cases, incorporated committees organising events. These differences may affect views on the best cost allocation model and so it was important to have representation from states with different structures in reviewing the cost allocation model.

Kathy Liley asked that cost of the Australian Orienteer be included in the review as this was hindering a greater take up of full membership of clubs in Victoria.

Motion: Liley/Barbour: That:

- i. a subcommittee chaired by Bruce Bowen be created to develop alternate models of cost allocation of levies and charges for the 2014 OA Annual Conference and General Meeting;
- ii. the subcommittee include representatives of states with different governance structures;
- iii. the subcommittee develop terms of reference and state associations be invited to comment on the terms of reference by 31 May;
- iv. the OA Board approve the final terms of reference by 30 June.

The motion was passed.

3.5 Motion from Orienteering South Australia: The board of OA develop a plan to resource the upgrade of the Eventor System to suitable standards including but not limited to a more user friendly family module and the ability to produce statistical data to meet our reporting obligations.

There was lengthy discussion on both the motion and the AGM paper by Craig Feuerherdt 'Eventor funding structure'.

There was extensive discussion including:

- the OA Conference decided that there should be an Eventor Working Group (WG) with representatives from all states to identify and finalise priorities for submission to SOF and this should be minuted in the AGM minutes. However, thus far only WA and Victoria had representatives and this was quite disappointing.
- Andrew Lumsden put an alternate view that representation on the WG did not need all states represented, that the WG would be more efficient and effective if it comprised a smaller group of people with expertise to contribute to defining priorities and specifications for SOF, and sorting out Eventor problems, but this WG should consult with all states.
- Improvements in member management were a very high priority and the motion would be improved if the words 'user friendly family module' were replaced by the more over-arching 'user friendly membership module', which included not just families but other membership categories for entering events and joining clubs.
- Point 12 in Craig's paper was strongly supported (i.e. drive down the hourly rate by providing multiple, well specified jobs to SOF for quoting as a single substantial piece of work'). OA was urged to action this as soon as possible.

Motion: that the motion from OSA be amended to:

The board of OA develop a plan to resource the upgrade of the Eventor System to suitable standards including but not limited to a more user friendly membership module and the ability to produce statistical data to meet our reporting obligations.

There were 9 in favour and 2 against.

Motion: Lumsden/Post: That:

- i. By 31 May the Eventor Working Group prepare a draft well specified submission to SOF on the Eventor priorities identified by state associations and Orienteering Australia, and that this be circulated to states for comment;
- ii. By 30 June Orienteering Australia submit the specification to SOF for a quote on price and implementation timing.

The motion was passed.

4 HALL OF FAME

The first step in creating a Hall of Fame is to appoint a 5 person selection committee of which at least 2 persons must be females and 1 member must be either a current or immediate past member of the OA Board. Once the selection committee is appointed, it can call for nominations for the inaugural members of the Hall of Fame.

The following nominations for the Selection Committee were received: Tony Simpkins (OAWA), Ann Scown (OACT), Mike Dowling (OTAS), Reid Moran (QLD), Kathy Liley (VICTORIA).

Motion: Post/Goddard: That a Hall of Fame selection committee of the nominated persons be established. The motion was passed.

5 REPORT ON DEVELOPMENT OF AN OA MEDIA PLAN

John H advised that

- Craig Feuerherdt was working on an OA Media Plan
- Ian Jessup was the new OA Media Liaison Officer and a work program and contract were currently being finalised
- Maggie Jones was continuing to produce a national monthly enews and now had a subscriber list of 2000
- The Media Plan would also include the Australian Orienteer, new website, Facebook, Twitter and linkage with Eventor (calendar, event information and results)

Robin Uppill noted the importance of frequent stories on the website, especially each day of national and international orienteering events.

6 REVISION OF OA STRATEGIC PLAN

John H presented a planning paper on updating the Strategic Plan. This was noted.

7 MOIRA WHITESIDE BEQUEST

A paper was presented which outlined the bequest, issues in expenditure of the funds and consultation feedback from the OA Board, the Garingal Club (of which Moira was a long time member) and Orienteering WA (organisers of the 2014 Australian Championships Carnival).

Motion: Binns/Barbour: That

- Andrew Lumsden discuss with the Garingal Club broadening of the guidelines suggested by the Club
- Orienteering WA make a submission within a week on funding priorities from the bequest for the 2014 Australian Championships Carnival

- The OA Board finalise and publicise guidelines after receiving feedback from OWA and Garingal.

The motion was passed.

8 UPDATE BY OA BOARD OF OA APPEALS POLICY (Agenda Attachment 8A)

Changes to the policy adopted by the OA Board at its January meeting were noted.

9 AMENDMENTS TO CONSTITUTION (Agenda Attachment 9A)

Blair T explained that there was a constitutional requirement to submit proposals to amend the constitution to state associations at least 8 weeks before a general meeting. As the proposals had not been submitted by this deadline, positive decisions on changes would have to be agreements in principle only at the AGM. Such agreements in principle would then be submitted to states after 8 weeks for ratification by postal or email vote. This process was agreed by the meeting.

Motion 1: Liley/Crosato: That the proposed restructure of the OA Board be agreed. The motion was agreed in principle.

Motion 2: Wood/McDonald: That the role of the Executive Officer be defined in the constitution as per the proposal. The motion was agreed in principle.

Motion 3: Scown/Liley: That a nominations committee for positions on the Board or as Committee Chairpersons be created. The motion was passed. This is not required in the constitution.

Motion 4: Liley/Crosato: That the procedures for nominations recommended by the Board be agreed. The motion was passed. This is not required in the constitution.

Motion 5: Lumsden/Rathbone: That the procedures for endorsing the Budget and fees recommended by the Board be agreed. The motion was passed 8 votes in favour, 1 against.

10 GUIDELINES ON CONFLICTS OF INTEREST (Agenda Attachment 10A)

The paper on changes to the Guidelines on Conflicts of Interest was tabled at the 2013 Annual Conference and General Meeting and endorsed by the OA Board at its January meeting. No changes to the constitution are required. Noted.

11 ELECTIONS and APPOINTMENTS

Board positions due for election for 2-year terms:

President: Blair Trewin nominated from the floor by Liley/Crosato. Elected.

Director, Finance: Bruce Bowen nominated by OACT. Elected.

Director, Technical: Jenny Casanova nominated by OSA. Elected.

Director, Development: no nominations received.

Committee Appointments:

Chairperson (Mapping Committee): Adrian Uppill nominated by OSA. Appointed.

Chairperson (Technical Committee): Eric Andrews nominated by OQ. Appointed.

Chairperson (Events Committee): Greg Hawthorne nominated by the meeting. Appointed subject to his agreement.

Chairperson (MTBO Committee): Craig Steffens nominated by OQ and MTBO Committee. Appointed.

Chairperson (IT Committee): Tim McIntyre nominated by OQ. Appointed.

Chairperson (Development & Participation Committee): Bert Elson nominated by OTAS. Appointed.

Tribunals and Appeals Committee (up to two to be appointed)

Misconduct Tribunal. Currently Rob Preston, additional person to be appointed by the OA Board when required. Note: the Constitution requires that 2 persons be appointed by the AGM each year.

There were no nominations. The Board will pursue appointments.

Selection Appeals Committee. Paul Liggins, additional person to be appointed by the OA Board when required.

OTHER APPOINTMENTS (confirmed)

Patron	Vacant
Public Officer	Robert Allison
Badge Scheme Secretary	John Oliver
Schools Liaison Officer	Ian Dalton
Rankings - Elite	Bruce Arthur
Rankings – Non-elite	Darryl Erbacher
Auditor	Christine Reid and Associates Pty Ltd

12 GENERAL BUSINESS

12.1 Silva Award for Services to Orienteering: 3 nominations received, each state was requested to vote, with the successful recipient to be announced at the Annual Presentation of Awards at the Annual Dinner. Noted.

12.2 David Hogg Award for Event Management: 2 nominations received and voted on by members of the Technical Committee. Noted.

12.3 Other business. None.

The meeting closed at 5.45pm.

ATTACHMENT 8A

Extension of OA Appeals Policy

Orienteering Australia is required, under clause 22 of its Constitution, to have a procedure for appeals. The current appeals procedure only covers appeals in three specific types of cases: those arising from the decisions of a Misconduct Tribunal, a selection committee or a Member Protection Tribunal.

The simplest way to extend this policy is simply to extend the appeals procedure for Member Protection matters to any other matters. The following amendments to the policy are therefore proposed (a few of these are also wording fixes):

2. Amend 'or Member Protection Tribunal' to 'Member Protection Tribunal, or any other individual or committee operating under the jurisdiction of Orienteering Australia'. Also, add 'an' before 'appropriate Appeals Committee'.

3. Same rewording as for clause 2. Also, add 'against' after 'written appeal'.

7. A new clause, which states:

'Any appeal which does not relate to the decision of a Misconduct Tribunal, a Selection Committee or a Member Protection Tribunal shall be dealt with by an Appeals Committee appointed in the same way as a Member Protection Appeals Committee would be under clause 6. The decision of the Appeals Committee in respect of such matters shall be final, unless further dealt with under the Conflict Resolution Policy'.

The Board adopted this policy at its January meeting.

Blair Trewin
President

Attachment 10A

Guidelines on conflicts of interest

The ASC's preferred position is that members of a national sporting organisation (NSO) board do not hold any official positions at a lower level (state or club). In part this is because holding multiple positions may give rise to a conflict of interest, as directors of an organisation are legally required to act in the best interests of that organisation, which creates a problem when multiple organisations have conflicting interests.

In common with many other smaller organisations, we often struggle to fill board positions, and believe that moving immediately to the preferred ASC structure in this area will further limit our capacity to attract strong candidates to the Board. We also believe that, within reason, conflicts of interests can be managed within the structure of the existing Constitution (with more rigour applied to existing procedures).

As an act of good faith with ASC, the following guidelines are proposed. It is not proposed that these be enshrined in the Constitution; rather, if a Board were elected which was not in accordance with these guidelines, the most-recently elected Board members would be expected to stand down from their State positions as soon as practicable.

- The OA President should not be a director of a State or club Board (or equivalent)
- No member of the OA Board should be a State President (or, if they are a State President at the time of their election to the OA Board, should step down at or before the next State AGM).
- The OA Board should not contain two or more people who are State Board members in the same State.
- At least half the members of the OA Board shall be people who are not Board members in any State. (This would ensure that the Board remains quorate in the event of an issue which created a conflict of interest for all those who hold State positions).
- Clause 18.2 of the Constitution be interpreted as encompassing the position of a Board member who is a Board member in a State when the OA Board is discussing a matter specific to that State. (In effect, this gives the Board meeting the power to determine the eligibility of that member to take part in discussion, or vote; a formal declaration of the interest would seem redundant since the interest is already known, but may still need to be recorded in a register). A model here is the practice of the IOF Foot Orienteering Commission (and, I believe, other IOF bodies), where members do not take part in discussion on matters specific to their country (e.g. where their country has a major event bid which FOC is evaluating).

The existing Board is in compliance with the first four guidelines.

As no amendments to the Constitution are proposed, the Board has the power to adopt these guidelines immediately and endorsed the guidelines at its January meeting. However, it was agreed that this formal policy be taken to the AGM in conjunction with other governance changes. The Board could, if it saw fit, implement the fifth guideline with immediate effect.

Blair Trewin
President

Appendix – clause 18 of the current Constitution

18. Financial Interests and other conflicts of interest.

18.1. Salaried Positions. Members of the Board may be appointed to a Salaried Position or office of profit within the Federation provided such appointment is not as a direct consequence of their holding a Board position.

18.2. Other Interests. Any Member having a direct or indirect financial interest, or any other material conflict of interest, in any matter determined by a Board or General Meeting shall declare such interest to the chair of that meeting before discussing or voting on such matter. The meeting shall then determine the eligibility of that Member to vote on the matter under consideration.