

## **Minutes of Orienteering Australia Special General Meeting**

**8.00 p.m., 22 February, 2021**

### **1. Attendance and apologies**

Board and OA officers: Blair Trewin, Bruce Bowen, Bill Jones, Paul Prudhoe, Stephen Craig, Mike Dowling.

State and other delegates: Stephen Goggs (ACT), Phil Walker (ACT), Robert Spry (NSW), Robyn Pallas (NSW), Felicity Crosato (Qld), Erica Diment (SA), Sally Wayte (Tas), Julian Roscoe (Tas), Carl Dalheim (Vic), Anna Napier (WA), Craig Steffens (MTBO).

No apologies were recorded. The chair reminded the meeting that each state had two votes (regardless of the number of representatives), and the MTBO and athlete representatives (if present) had one vote each.

### **2. Transition of Orienteering Australia to a company limited by guarantee**

The following Special Resolution was put (Blair Trewin/Carl Dalheim):

"That for the purposes of the *Associations Incorporation Act 1991* (ACT) (**ACT Act**), the *Corporations Act 2001* (Cth) (**Corporations Act**) and for all other purposes:

(a) subject to approval of resolution (b), Orienteering Australia's application for transfer of registration as an incorporated association under the ACT Act to a company limited by guarantee (**Company**) under the Corporations Act be authorised; and

(b) with effect from the date of registration as a company limited by guarantee under the Corporations Act:

(i) the proposed name of the Federation as a Company be 'Orienteering Australia Limited';

(ii) the existing Rules and Objects of the Federation be repealed; and

(iii) the new constitution (including the new Objects) be adopted as the constitution of the Company in the form set out in Attachment 1."

The new constitution was tabled with the motion.

It was noted that there was some duplicate text on page 10 (below point (xii)), and that a cross-reference needed to be inserted on page 5 (in the definition of 'First Appointed Directors'). The CAN will also need to be inserted when available. These editorial changes form part of the Constitution voted on.

The Special Resolution was carried by 15 votes to 0, and hence with the required 75% majority.

### **3. Committees in a new Orienteering Australia structure**

Blair Trewin introduced the role of committees and commissions in the new structure. Under the new Constitution, all existing committees continue with their current membership and chairs until the Board determines otherwise. There will be an MTBO Commission (which will in essence replace the existing MTBO Committee) and an Athletes Commission.

The success of the late 2020 workshops indicates potential for committees to meet virtually more frequently than the once-a-year meetings at Easter. It was also noted that the potential exists for the moribund Development and Participation Committee to be replaced with the development officers' forum (or similar).

#### **4. Other action items resulting from constitutional changes**

It was noted that some items which were in the former Constitution but are not covered by the new Constitution will need to be transferred to policies. The Board will consider these at its next meeting. This includes disciplinary procedures and the process for setting fees payable by State Associations.

#### **5. Information updates on items considered at 2020 workshops**

##### Membership

A paper on a national membership structure was tabled. This paper discussed a number of the issues around a membership structure, and put forward a possible framework for a consistent set of membership categories.

There was some discussion around the role of family membership. A number of states expressed support for the continuation of family memberships, with concerns including those of the cost faced by large families if membership became individual, and the potential loss of parents who currently join with their children. It was also noted that any structure adopted needs to be compatible with junior sport vouchers which are offered by state governments in several states. It was noted that a family is not a legal entity and any membership rules need to be drawn up with this in mind. Life memberships had been inadvertently omitted from the paper will be added.

OA's primary goal is to have a consistent set of categories for reporting purposes. OA would also seek consistency in the definition of a family (if retained) and in concession eligibility.

It was agreed that a revised paper would be tabled at the AGM. The timetable for any decisions would depend on the view of that meeting, noting that a decision at the 2021 Conference would be too late to be implemented for the 2022 membership year.

##### Australian Orienteer

A paper was tabled on potential future options for the Australian Orienteer with the impending retirement of Mike Hubbert as Editor. States are asked for feedback, in particular on the desirability of retaining a hard-copy version.

##### Defining an event

A paper was tabled proposing formalisation of how an event is defined. It was noted here that there are two key aspects to this (which may not necessarily need to be the same): counting participation for levy purposes, and counting participation for internal and external reporting. The scope of the latter is likely to be greater than the former. While the status of most activities is clear-cut, events such as 'training events' (more common recently, often to comply with Covid regulations) are a grey area; there is also a desire to track permanent course/Maprun participation (although there is no suggestion of charging levies on these). The Board will consider these matters.

The question was raised of whether OA's insurance coverage covers permanent courses. This will need to be discussed with the broker.

##### Other matters

It was noted that numerous changes to standard event practice are being made as part of State Covid event procedures. States were reminded that for Group A events, for changes which are not consistent with the Competition Rules, a rule deviation needs to be sought from OA. The Board has

waived the standard 6-month notice requirement for these. The main areas likely to be affected are provision of water and control descriptions, and display of results.

The meeting closed at 9.00 p.m.