



MINUTES OF COMMITTEE MEETING

ACT Sports House, Hackett

Wednesday 21 May 2014 at 6.30pm

Present: D. Bagnall (Chair), N. Hunter, V. McMahon, B. Burbidge, P. Davoren, A. Butorac, V. Newman, J. Hammond.

Apologies: D. Wright.

Minutes: Minutes of the meeting of 19 March 2014 were read and confirmed.

Matters Arising: Executive Officer Position - President advised that in view of J. Hammond's resignation and departure in July 2014 the position of Executive Officer would shortly be advertised using the job description cleared through the committee. Several potential applicants have been identified. Treasurer noted the importance of account keeping in the duties and indicated that he would provide appropriate wording for the duty statement.

Constitutional Changes – The Committee further considered rule changes arising from adoption of the Australian Sports Commission's mandatory governance principles and reached some preliminary positions on main principles:

- 6.1 Legal Structure – agreed to move to a company limited by guarantee
- 6.2 Shared Services - agreed to the proposition but noted that any agreement was dependent on appropriate wording including avoiding compromise to position on regatta entry management software
- 6.4 Number of Directors - Already have an odd number of directors. Include power of board to co-opt directors with preferred structure of 9 elected and 2 appointed with a two year minimum term of office
- 6.4.2 Board selects President - not agreed - properly a matter for members rather than Board;
- 6.4 Election of specific positions by Board rather than membership – agreed – regarded as practicable given power to co-opt
- 6.4 CEO - Already comply
- 6.5 Casual Vacancies – covered by 16.3
- 6.6 Terms and Rotation – agreed. Rotation policy would start at the adoption of a new constitution.
- 6.7 Sports Alignment – agreed. This means that next RACT strategic plan will commence in 2015 rather than 2014, when due, to align with RA planning cycle. SRACT has been consulted and agree with this
- 6.7.2 Policy Adoption – agreed
- 6.7.3 Provision of Information – agreed

6.7.8 Roles and Responsibilities – agreed.

Treasurer’s Report: Treasurer tabled the draft financial accounts which were endorsed by the Committee. The Committee noted that all assets with a residual value of less than \$300 had been written off. An analysis of financial performance in 2013-14 ensued, guided by a table comparing 2013-14 with 2012-13 (adjusted for the impact of the AMRC). This showed that while nominal profit had fallen from \$66.7k to \$33.5K, once adjustment was made for the AMRC 2013 to show underlying trends, there was actually an increase in profit from \$18k in 2012-13 to \$33.5k in 2013-14. The Treasurer outlined the major components of this increase. These included an increase in seat fees and grant base funding and reductions in accounting costs - as legacy accounting issues were resolved - and depreciation.

While welcoming the increase in regatta income the meeting noted impact on BRO workload of the higher level of entries. Possible means of limiting the size of regattas including higher entry fees for single scull events were discussed. Promotion of events such as the Winter Time Trials, which are easier to staff, was considered. Meeting agreed that WTTs be advertised on RA face book site.

ACTAS Rowing Program: Noted that ACTAS had enquired about progress with the RACT contribution to the program budget. This payment only ensures RACT’s participation on the JMC. There is no capacity to specify that these funds be applied to ACT coach development activities although some support will be provided for these activities. Noted that RA will be developing key performance indicators for ACTAS. There was discussion of status of ACTAS members who were not members of local clubs. Executive Officer was asked to check whether these athletes were funded by their home association.

Joint Rowing-Triathlon Facility: Noted that phase 2 of the site contamination report which involves site investigations is likely to cost up to \$18,500. The meeting agreed in principle to rowing contributing equally with triathlon to the \$2,300 shortfall in the funding available for this study.

Risk Management: No incidents have been reported. Executive Officer reported on the risk management workshop he had recently attended and the useful resources it provided to assist RACT in risk assessments.

Weston Park Venue: Meeting agreed that the RACT should write to clubs advising its decision that for a number of reasons, including overwhelming safety concerns, the regatta venue will remain at Weston Park. It is expected that permanent pontoon attachments will be installed at Weston Park with support from grant funding.

Meeting Closed: 9.12pm

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Chairman
18 June 2014

**ASC Mandatory Standards Implementation
Implications for the Rowing ACT Constitution**

6.1 The Legal Structure of the Member Associations

Recommendation Only

The Member Associations should make their own judgement as to whether they change their structure to a Company Limited by Guarantee.

Reasons for not complying with this requirement will need to be stated.

6.2 The Overall Structure of Rowing and Voting Membership

Composition

6.2.1 Shared Services and National Behaviours

The Member Association constitutions are amended to include reference to shared services and collaboration with Rowing Australia via national behaviours.

RACT to adopt National Charter (may not be required in Constitution)

6.4 Number and Composition of Directors

6.4.1 The Number of Directors

Boards must comprise an odd number of Directors

6.4.2.1 Designated Board Roles

Boards select or elect the President of the organisations

Constitutions are amended so the members do not elect persons to specific positions on the Boards (including: the Chair / President (see above), Vice-President, the Finance Director and the Secretary.

6.4.3 Appointed Directors

The Member Association constitutions are amended to allow the Boards to appoint a minority number of Directors to the Boards to ensure the Boards have access to the requisite skills

6.4.5 The CEO

The Member Association constitutions are amended so their CEOs cannot be voting members of the Member Association Boards

The Member Association constitutions are amended so that their CEOs are not to be appointed to the Member Association Boards after leaving their roles for a minimum of three years

6.5 Casual Vacancies

The Member Association constitutions are amended to allow the Boards to fill any casual vacancy by appointment (up until the next AGM)

6.6 Terms and Rotations

Minimum 2 year terms for all Directors (Elected and Appointed)

Approximately half the Boards to retire on an annual basis

Maximum tenure of 10 years for Directors

Allow Directors to seek re-election or re-appointment to their respective Board after not being on the Board for a least one full term

Maximum tenure for current Directors begins at the next AGM of next scheduled retirement

6.7 Sport Alignment

6.7.1 Strategic Planning

The Member Association constitutions are aligned to Clause 5.3 of the Rowing Australia Constitution specifying Member Association roles and responsibilities.

The Member Associations develop three year rolling Strategic and Operation Plans aligned to the whole-of sport Rowing Australia Strategic Plan

Process should also be put in place for the Boards of the Member Associations to evaluate performance against the strategic plans on a periodic basis.

6.7.2 Policy Adoption

The responsibility of the Member Associations to sign up to the Policies Register and adopt whole-of-sport policies is enshrined in their constitutions.

6.7.3 Provision of Information

The responsibility of the Member Associations regarding information provision to Rowing Australia is enshrined in their constitutions.

6.8 Roles and Responsibilities

The roles and responsibilities of the Member Associations are detailed in their constitutions, and mirror those outlined for them in the Rowing Australia Strategic Plan.

6.9 Adoption of the ASC's Mandatory Standards

Nominations Committee

That the Member Associations establish a Nominations Committee in line with the guidelines provided by the ASC. External representation should be sought but is not mandatory. The role of the Nominations Committee should be enshrined in the Member Association constitutions and their Terms of Reference formalised by the relevant Boards

Audit & Risk Committee

That the Member Associations each establish an Audit & Risk Committee in line with the guidelines provided by the ASC. External representation should be sought (with noncompliance allowed only in specific circumstances, such as the Boards already including finance or accounting experience). The role of the Audit & Risk Committees should be enshrined in the Member Association constitutions (replacing any reference to the role of the Finance Directors) and their Terms of Reference formalised by the relevant Boards

Board Performance Evaluation

That the Member Associations introduce annual performance evaluation of their Boards. External input should be sought from the relevant State Department of Sport and Recreation. This should be enshrined in the Board Charters of the Member Associations

Gender Balance in Governance

That the Member Associations introduce an objective in their Strategic Plans regarding the involvement of women in the governance of Rowing (in line with the Strategic Plan of Rowing Australia). This should be enshrined in the Board Charters of the Member Associations

Conflict of Interest

The Member Associations should include provisions within their Constitutions relating to conflict of interest, including a register which is enforced