|  |  |
| --- | --- |
| av small logo.jpg | **Archery Victoria** |
| Title: | AV Meetings |
| Subject: | Minutes AGM |
| Date: | 25 Nov 17 | Replaces: | New |
| Number: | 1016 | Pages: | 6? |

**Minutes Archery Victoria Annual General Meeting**

**Held at Moorabbin Archery Club**

**Turners Road Highett**

**Saturday 25 Nov 2017**

**1016.1 Meeting Opens**

The meeting was opened by the President at 1718h. A recording of the meeting was made on ZOOM.

**1016.2 Attendees:** (Note: Two member clubs attended this meeting via ZOOM. All those listed below were present at the meeting, either physically or via ZOOM.)

|  |  |  |
| --- | --- | --- |
| Guenter Licht (GL) | President Archery Victoria |  |
| Brendan Jones (BJ) | Board Member Archery Victoria | Greater Hamilton Archers |
| Alan Howell (AH) | Members Rep Archery Victoria |  |
| Irene Norman (IN) | Secretary Archery Victoria | Werribee Archery |
| Deb Popov-Conroy (DPC) | Board Member Archery Victoria |  |
| Alec Potts (AP) | Board Member Archery Victoria |  |
| Peter Morey  | Secretariat, Archery Victoria |  |
| Margot Foster | Lawyer, Sports Administrator | (attended part of meeting) |
| Hazel Hockley | Proxy | Waverley City Archers |
| Zoran Radick | President | Yarra Bowmen |
| Damien Sinclair | Proxy | Sherbrooke Archers |
| John Wommersley | Proxy | Geelong Archers |
| Greg Lindhe | President | Southern Cross Archery Club |
| Peter Mariani | President | Phillip Island Target Archers |
| Terry Lyons | President | Pheonix Archery Club |
| Peter Nelson-Furnell | President | Angel Archers |
| Steve Jacobs | Proxy | Moorabbin Archery Club |
| Leigh Robertson | President | A.I.M. Archers in Melbourne |
| Peter Bennett | President (Zoom) | Twin City Archers Gippsland |
| Ethan Start | President (Zoom) | North Eastern Archers |
| Brian Fitton | President | Frankston Archery Club |
| Amanda Barkway | Proxy | Yering District Archers |
| Sheryn Licht | Proxy | Diamond Valley Archers |
| Brendan Jones | Proxy | Archers of Warrnambool |
|  |  |  |
| David Gaze | Observer (Zoom) | Moorabbin Archery Club |
| Leanne Strahan | Observer | Sherbrooke Archers |
| Alex Moulder | Observer | Moorabbin Archery Club |
| Paul Bowen | Observer | Sherbrooke Archers |
| Marcel Verstegen | Observer | Sherbrooke Archers |
| Deb Tremelling | Observer | Angel Archers |
| Trudy Scott | Observer | Sherbrooke Archers |
| Anne Reynolds | Observer | Sherbrooke Archers |

**1016.3 Apologies**

|  |  |  |
| --- | --- | --- |
| Steve Lovatt | President | Waverley City Archers |
| Lorry Niewinski | President | Geelong Archers |
| Michael Pless | A/President | Sherbrooke Archers |
| Neil Barkway | President | Yering District Archers |
| Marcus Annear | President | Diamond Valley Archers |
| Bryce Halliday | President | Archers of Warrnambool |
| Dawn Nelson-Furnell |  | Angel Archers |

**1016.4 Declaration of Proxies**

The following proxies were received prior to the commencement of the meeting:

|  |  |  |
| --- | --- | --- |
| Hazel Hockley | Proxy | Waverley City Archers |
| Damien Sinclair | Proxy | Sherbrooke Archers |
| John Wommersley | Proxy | Geelong Archers |
| Steve Jacobs | Proxy | Moorabbin Archery Club |
| Amanda Barkway | Proxy | Yering District Archers |
| Sheryn Licht | Proxy | Diamond Valley Archers |
| Brendan Jones | Proxy | Archers of Warrnambool |

A total of 18 Member Clubs had voting rights at this meeting. All voted at the Board Member election.

**1016.5 Declarations of Pecuniary Interest**

* Irene Norman declared a Material Personal Interest as Trustee of Schulze Norman Family Trust trading as Arrows Plus.
* Brendan Jones declared a Material Personal Interest as Partner in Billawin Waters Ltd, Member of AA Youth Development Committee and Board Member South-West Sport.
* Alec Potts declared a Material Personal Interest as Owner of Eliza Archery.

**1016.6 Minutes from Previous Annual General Meeting**

The minutes of the 2016 AGM held on 17 December 2016 including the Financial Statements were distributed prior to the meeting, via email.

Issues in relation to the minutes were raised:

* Motions put at the 2016 AGM were not published with the minutes on the website nor distributed with the Minutes of the Previous Meeting. It was noted that when the Minutes of the Previous Meeting were distributed that the extensive Notices of Motion from the 2016 AGM were offered to clubs on request. This was due to the size of the documents and the difficulty distributing these via email. IN acknowledged that the Notices of Motion could have been put on the website.
* The number of votes for each candidate at the 2016 Board election was inappropriately released. It was agreed that this was inappropriate, and the requirements for a secret ballot were observed at the election held at the AGM on 25 November 2017.
* General Business. Various issues and omissions from the minutes were raised and are recorded below.
* Points of Order. Various points of Order were raised. These are discussed below.

Angel Archers noted that the details of amendments to the various Notices of Motion at the 2016 AGM were scant in the minutes. It was felt that more detail would have been appropriate

IN reported that the minutes of the last AGM were issued as a draft, and had been available on the AV website for some time. No feedback had been received since the minutes were published on the website.

It was noted by the meeting that the Minutes of the 2016 AGM included the Notices of Motion presented to that meeting.

MOVED Waverley City Archers, SECONDED by Geelong Archers that the 2016 Minutes be approved.

 **CARRIED**

**1016.7 Business Arising from the Minutes and General Issues**

* The issue was raised as to whether members who are not Club Presidents can speak at AGMs. BJ noted that Sub-Clause 5.2.5 of the Constitution provides that an ordinary member shall be represented by their Member Club in all matters pertaining to AV. The President agreed that individual Members could speak to the AGM, subject to seeking his approval to speak. This was consistently granted. Many members directly raised issues with the Board.
* In response to a request that all AV meetings be recorded, the President advised that legal advice had been received that this was not appropriate. (The 2017 AGM was recorded on ZOOM).
* MAC queried whether the scheduled AGM was constitutional, as less than five days’ notice had been given. Margot Foster, lawyer and sports administrator, advised that notifications of the meeting need to be provided to the club Secretaries, not to individuals. The fact that an individual is President of a Club does not entitle them to be personally advised of an upcoming AGM.
* Following discussion, the President agreed that additional hard copies of the papers associated with the meeting will be available at future AGMs.
* Questions were raised on grants moneys.
	+ $45,000 had been transferred by Archery Australia to Archery Victoria just prior to the end of last financial year. Archery Australia had advised that these funds were not to be spent without specific approval from Archery Australia. The funds were designated for a Talent Identification Program. As instructed Archery Victoria retained these funds. Funds were invested in a Term Deposit and gathered some interest. In early 2017, Archery Australia advised that the funds were to be returned to them by Archery Victoria. On advice that the funds were in a Term Deposit, Archery Australia agreed to return of the funds as they became available. Funds were returned in three instalments to Archery Australia prior to the end of the 2017 Financial Year.
	+ A sponsorship arrangement made to Alec Potts, as recognition of his achievements at the Olympics, was queried. This grant was made prior to his becoming a Board Member, so there was no conflict of interest. Some clubs questioned the value for money in this sponsorship. The meeting was advised that the sponsorship had not been renewed following the initial 12 months.
	+ AH provided an update on progress of the new Website. The website upgrades are being funded by grant funding from Sport and Recreation Victoria. There have been delays with the contractors engaged. Some frustration was expressed at the continued delays with this project. AH also advised that the new website would meet the requirements of the new digital guidelines which had been released. The Board confirmed its support for the project.
	+ Further to discussions at the last AGM, questions were raised on the oversight of accounts and reporting in the absence of a Chief Financial Officer. The President currently undertakes the Finance role in conjunction with the Secretary. He reported that the Board had made a number of attempts to secure professional pro bono assistance in the Finance role – without success.
	+ Sherbrooke Archers and Moorabbin Archery Club asked about the training being received by Board Members. The President reported that he is currently undertaking a Finance training course which encompasses budget issues. Brendan Jones is undertaking a diploma course based around good governance. Alan Howell is undertaking a course on media and communications. Additional training is being sourced as required. Board Members noted that clubs would benefit from the types of courses which Board Members are undertaking, as this would enhance the administrative competence of the sport.
	+ Use of an independent Minute Secretary by the Board: Peter Morey commenced minuting Board Meetings in July 2017. Peter was also minuting this meeting.
	+ Various Members raised the issue of the Presidents forum. The President noted that there were few attendees at these. Waverley suggested that Vice Presidents could also attend to build up the numbers.
	+ The question of the location of Board meetings and the AGM was raised. The President noted that regional and rural representation on the Board simply made it difficult to arrange face to face Board meetings. He also noted that the Moorabbin Archery Club was notionally a “central” location for the AGM. The meeting thanked the club for allowing the use of the facility.
	+ A number of questions were raised by Sherbrooke Archers. Sherbrooke noted that answers had been previously provided by Archery Victoria. The questions were raised for the interest of other Clubs.

**1016.7 Reports**

**1016.7.1 2017 Archery Victoria Annual Report including Financials**

The 2017 Annual Report and Financial Statements were circulated prior to the meeting via email. They are attached as Annex A to these minutes.

The President recorded that a Working Party is looking at the State Badges and Recorder roles, after noting recent changes made by Archery Australia and the need to reduce volunteer effort in these roles.

The question was raised as to whether grant moneys are all being expended. IN reported that a major grant, which commenced in 2016, will end in 2019. Expenditure of funds was not evenly spread over the 3.5 years of the grant. A major expenditure on a study relating to retention and conversion rates within the sport was about to commence and a consultant had been engaged. The consultant will be evaluating data to be provided by Archery Australia and then will be consulting with clubs.

IN further reported that the Club Seed Funding Grants program will continue with another round aimed at supporting athletes with a disability to be launched in 2018.

Travel and accommodation grants to assist State Teams have been fully expended.

It was noted that updates on grant funding is contained in the minutes of each AV Board meeting.

Clubs reported that they found the notes to the financial accounts to be useful.

The Board agreed that improvements could be made to the notification process for future AGMs. A check of all contacts for distribution of notices will be made prior to the notice period for the AGM to ensure that they were up to date. Clubs were encouraged to advise changes to contacts, committee members etc as they occurred.

IN agreed that the use of the Return Receipt on email should be used to help ensure notification delivery.

MOVED Greater Hamilton Archers SECONDED Waverley City Archers that the 2017 Annual Report, including the Financial Statements, as presented be accepted.

 **CARRIED**

**1016.8 Special Business**

**1016.8.1 Briefing on Constitutional and Governance Reform Working Party by Margot Foster**

Margot Foster is a former Olympic rower and a lawyer. She has spoken to the meeting on possible ways of changing the Constitution in order to meet changed Government requirements and make the organisation more effective.

At the AGM she canvassed issues such as the size of a future Board, the advantages of having a Board with members of diverse backgrounds and experience, not necessarily archery. A State Government imperative is for organisations such as AV to ensure 40% female representation on its Board by 1 Jul 19.

One model is to have a total of 9 Members on the Board – 7 elected and 2 nominated. Margot noted that 3-year terms for Board Members encouraged the retention of corporate knowledge, while allowing for the development of newer Board Members.

Other considerations canvassed were the period for which Board Members are appointed, and how many times they can be appointed. An independent Board Member Nominations Committee could be considered for both elected and nominated Board Members. A minimum number of Board Members from Country/regional areas might be appropriate, as might a limit on the number of board Members from a particular club. An Annual Forum might also be considered as part of a new Constitution.

Discussions with Members on this issue will continue, with a view to changing the Constitution in 2018.

This agenda item was included to inform Members.

**1016.9 Elections**

Details of the following Board Member nominations were distributed prior to the meeting:

Guenther Licht

Debra Popov-Conroy

Irene Norman

A secret ballot was conducted for the election of Board Members. Peter Morey was the Returning Officer. He is not a member of any archery club; he is a long-term member of the Sporting Shooters Association. There were two independent scrutineers Marcel Verstegen and Trudy Scott. Two members phoned their votes to the Returning Officer. Further to criticism earlier at the AGM received that the precise number of votes was inappropriately revealed at the 2016 election, the number of votes was not revealed. The Returning Officer declined to reveal the number of votes when asked.

The following Board Members were elected:

Guenter Licht – Board Member 1 (two-year period)

Debra Popov-Conroy – Board Member 3 (two-year period)

Irene Norman – Board Member 5 (two year period)

**1016.10 Meeting Closes**

The meeting was closed by the President at 2011h.

**Annexure**

A. 2017 Annual Report including Financial Statements (attached as separate document)