

MINUTES - BOARD OF MANAGEMENT MEETING
Wednesday 8 April 2020.
(Videoconference)

Meeting opened at 6.08pm.

1. ATTENDANCE / APOLOGIES

Videoconference: Craig Scott (Chairman), Tim Jessup, Heather Mitchell, Simon Nicola, Glen Taylor, Melissa Chandler, Kerry O'Keefe (CEO)

Teleconference: Mavis Godber

Apologies: Nil

Decisions made by Directors at this meeting were by a show of hands. The only exception being Mavis Godber who provided a verbal response on each occasion.

2. REPORT OF THE PREVIOUS MEETING

Moved Tim Jessup, seconded Glen Taylor, "that the minutes of the Board Meeting held on Wednesday, 18 March 2020 were a true and accurate record".

CARRIED

3. BUSINESS ARISING

Items of business arising will be raised with the appropriate agenda items throughout the meeting.

4. CONFLICT OF INTEREST

No conflicts of interest were declared relative to business on the agenda.
There were no changes to Director's Interest Declarations.

5. STRATEGY AND PLANNING

Melissa Chandler gave a summary of the future directions paper she had prepared as requested by the Board. It was agreed to engage an independent party to conduct a more comprehensive review of the business and a recommended strategy moving forward. Submissions from a minimum of two (2) independent entities are to be acquired.

6. ITEMS FOR UPDATE OR DISCUSSION

i. **Financial Matters**

Financial Reports

The draft March financial reports were reviewed and discussed.

CEO Compliance Certification

CEO Compliance Certification for March was reviewed. Key items were discussed and appropriately assessed.

2020/2021 Budget Discussions

Preparation of the budget for the 2021 financial year continues and should be finalised before the end of April.

2019/2020 Financial Audit

KPMG will still conduct the audit within the agreed timeframe. The audit will commence on 11 May 2020. One (1) planned office visit, with minimal staff involvement, will be required.

Financial Impact Of COVID-19

The financial impact of COVID- 19 on LANSW is minimal at this stage. Further analysis and discussion will take place at the Finance and Audit Committee (FAC) meeting next week.

ii. **Governance**

Centre/LANSW AGM's

Various recommendations were presented by the Chairman of the Corporate Governance & Risk Committee (CGRC), Tim Jessup, for affiliated Centres and LANSW to conduct their respective AGM's this year. Clear communication and guidance must be provided to all Centres with respect to the administrative and legal requirements of holding their AGM's.

It was agreed that the LANSW AGM should go ahead on the scheduled date utilising suitable technology.

Moved Tim Jessup, seconded Melissa Chandler "that the CEO of Sport NSW, Steve Loader, or his representative, be invited to act as Returning Officer for the election of LANSW Directors".

CARRIED

LANSW Conference 2020

The Board agreed that, due to the uncertainty of the current situation with COVID-19 and the Public Health Act (COVID-19 Restrictions on Gathering and Movement) Order 2020, the LANSW Annual Conference 2020 be postponed. Options utilising current technology, allowing Conference to be held at a later date, should be explored.

Zone Coordinators Elections

The Board agreed that, due to the uncertainty of the current situation with COVID-19 and the Public Health Act (COVID-19 Restrictions on Gathering and Movement) Order 2020, the ability to conduct Zone Coordinator elections has been adversely affected. Amending Regulation 7 will remedy this situation.

Regulation Reviews

The CGRC recommended the following Regulation changes in response to the current situation with COVID-19:

a) Regulation 4 – Requirements for Affiliation of Little Athletics Centres

Regulation 4.6 b) ii) be amended to read:

"have a central Committee of at least five (5) members, elected by members of the Little Athletics Centre at the Annual General Meeting of the Little Athletics Centre, which is to be held by the end of May in the given year (for year 2020 only, this timeframe is extended to 31 July)."

Moved Tim Jessup, seconded Glen Taylor "that the recommended change be made to Regulation 4 and it be endorsed by the Board for immediate implementation."

CARRIED

- b) Regulation 7 – Elections And Voting
Regulation 7.8 a) xi) be amended to read;
“Zones may make application to the Chief Executive Officer to conduct an electronic ballot for the election of a Zone Coordinator.”
Regulation 7.8 a) xii) be amended to read;
“Where approval is granted for an electronic ballot, the ballot shall be conducted by the Company under the procedures set by the Board from time to time.”

Moved Tim Jessup, seconded Mavis Godber “that the recommended changes be made to Regulation 7 and they be endorsed by the Board for immediate implementation.”

CARRIED

- c) Regulation 13 – Meetings And Forums Of The Membership
Add Regulation 13.2.1 c) which reads:
“The Company may hold the Annual Conference for its members at 2 or more venues using any technology that gives the members as a whole a reasonable opportunity to participate.”
Regulation 13.3.1 be amended to read:
“The Annual Conference will occur on a date and a time determined by the Company allowing for confirmation of matters and decisions for the upcoming season.”

Moved Tim Jessup, seconded Heather Mitchell “that the recommended changes be made to Regulation 13 and they be endorsed by the Board for immediate implementation.”

CARRIED

iii. **Risk Management**

COVID-19 (Coronavirus)

LANSW will provide updates as the situation with COVID-19 continues to evolve. It is currently still appropriate for Centre administration to proceed with essential processes such as reporting and end of season governance obligations, however committees must undertake these in line with the government’s advice, particularly with regard to social distancing measures. Therefore, at this stage, AGM’s may be able to be conducted if they conform to social distancing guidelines. The Department of Fair Trading has advised Centres have six (6) months to hold an AGM after the balance date. This will give Centres until 31 July 2020 as per Regulation 4.

There are no restrictions on committee meetings, although alternative methods, namely via phone or internet hook-ups, are recommended.

Ensuring the health and wellbeing of the Little Athletics NSW community, and the community at large, remains the number one priority.

Centres are currently being contacted by LANSW staff and online Centre resources are being provided to assist with answering any questions.

Data Security

The Board are comfortable that all necessary systems and processes have been implemented to reduce risks associated with data security courtesy of the staff’s current flexible work arrangements.

iv. **Little Athletics Australia (LAA)**

Videoconferences (LAA CEO and Affiliate CEO’s)

Kerry O’Keefe (CEO) updated the Board on the weekly videoconferences currently being conducted between the LAA CEO and Affiliate CEO’s.

Videoconference (LAA President and Affiliate Presidents/Chairs)

Craig Scott (Chairman) provided a report on the videoconference that was held on Thursday 2 April 2020. Andrew Pryor (LAA President), Gavin McDonald (One Athletics Senior Program Manager) and Affiliate Presidents/Chairs were all in attendance.

7. OPERATIONAL MATTERS AND REPORTS

i. **Operational Plan**

Items arising were raised with the appropriate agenda items throughout the meeting.

ii. **Digital Platform**

Simon Nicola will liaise with SportsTG in relation to their current platform and a proposed update to the "Classic Plan" for next season.

iii. **Registration/Membership**

Registrations for the 2019/2020 season currently stand at 35,964.

iv. **Office Closure And Communications**

The LANSW office is currently closed and staff are working from home. Next week staff will begin to call Centres, offering support and assistance, on issues or problems that Centres maybe experiencing.

8. MATTERS FOR DECISION OR APPROVAL

Items for decision or approval were raised with the appropriate agenda items throughout the meeting.

There being no further business the Chairman declared the meeting closed at 9.36pm


Craig Scott
CHAIRMAN

Next Board Meeting

Videoconference
Wednesday, 13 May 2020
6:00pm start