



MINUTES of the Special Board Meeting of BOWLS WA

Meeting held on Monday 5th July at Bowls WA commencing at 8.00am.

1. PRESENT

Doug Kelly, Lee Bunney, Glenda Cooper, Debbie Capper, Brian Lucas, Marc Abonnel, Ross Warburton, Vince Del Prete

1.1 In attendance:

Ken Pride (CEO)

1.2 Apologies

Larry Bandy

1.3 Conflict of Interest

Nil

1.4 Welcome

Deputy President Doug Kelly welcomed all to the meeting, noting the significant work undertaken by a number of parties, most notably Board Member Brian Lucas in getting the Governance Review Project to this stage. This meeting has been called to consider the recommendations made by Consultant Peter Minchin, in order to progress the review.

In addition, the Auditors would join the meeting to table their report for the year ending 30th April, at which time the meeting if required would be suspended and if required resumed following their presentation.

Doug invited Brian Lucas to commence his presentation.

2. STRATEGIC ITEMS FOR DECISION

2.1 Presentation – Bowls WA Governance Review

Brian commenced the presentation by noting several background documents produced by bodies such as the Australian Institute of Company Directors (AICD), Sport Australia, the Department of Sport and Recreation (DSR) and various reports emanating from those bodies, in addition to the Governance Review Project document produced by Consultants (PDP).

In particular, the (AICD) *Not for Profit Governance Principles* will be used to underpin the project, with the specific recommendations from (PDP) to be considered on that basis. The recommendations were then considered individually by the Board, with the following outcomes:

AICD Principle	Governance Review Project recommendation(s)	Board Decision/Outcome
AICD Principle #1 <i>Purpose & Strategy</i>	1,2,3 &14	Agreed
AICD Principle #2 <i>Roles & Responsibilities</i>	7,8,10 &13(a), (b) & (c)	Agreed
AICD Principle #3 <i>Board Composition</i>	11, 13(d), (e), (h), (i), (l), (m) & (n)	11 (amend wording “elect” to “nominate”) 13(l) (amend wording “elect” to “nominate”) 13(m) – hold over for future 13(n) – amend from (5) and (4) to (6) and (3)

		All other recommendations agreed
AICD #4 <i>Board Effectiveness</i>		
AICD #5 <i>Risk Management</i>		
AICD #6 <i>Performance</i>	5,6,9 &12	Agreed
AICD #7 <i>Accountability & Transparency</i>		
AICD #8 <i>Stakeholder Engagement</i>	4,13(f), (g), (j), (k)	13(f) – hold over for future 13(g) – must be holding an endorsed proxy prior to the meeting All other recommendations agreed
AICD #9 <i>Conduct & Compliance</i>		
AICD #10 <i>Culture</i>		

Although there may not be specific report recommendations on some of the AICD Principles, there were specific “measures” against on-going compliance that would be considered over the period. These “measures” were considered to be at the “higher end” of compliance and may not always be considered possible for Bowls WA.

Following a question from Lisa Featherby, Brian Lucas noted that the next iteration of the Strategic Plan would encapsulate some of the work within the Governance Project, particularly the community consultation phase. It will be for the Board to decide how such consultation will be carried out. Vince Del Prete gave personal examples of how Athletics WA surveyed all affiliated members in order to ensure that all had the opportunity to make comment, rather than the smaller focus group(s) which tended to be dominated by the loudest voice.

A summation of the presentation will be given to attendees at the AGM on the 31st July.

Deputy President Doug again thanked Brian and others for the work conducted thus far, acknowledging there is some way yet to travel.

Note: The Auditors were welcomed to the meeting after consideration of AICD #7 above, where they presented their Auditors Report for 2020/2021. The meeting then re-convened for the balance of the Governance presentation.

2.2 Auditor’s Report 2020/2021

The Association’s auditors Reliance Auditing Services had previously distributed their report to the Board, which was now formally presented along with the Financial Statements for the period ending 30th April 2021.

The only issue of concern raised in the Report was the ongoing levels of accrued staff annual and long service leave, which although reduced from a similar comment last year remained higher than acceptable. The CEO noted the issues that contributed to this, namely the amount of TOIL the staff earned through significant out of office hours worked, particularly on weekends during the bowling season. In seeking to reduce TOIL, then annual leave was not taken and hence the problem continued.

The CEO acknowledged the issue and will continue to work with staff to reduce where able over the year.
The Board acknowledged that in their opinion the Association was able to meet its debts as and when they became payable; this was supported by the Audit comment.

There being no further questions to the auditors, it was RESOLVED to adopt the Financial Statements and Audit Report for 2020/2021.

Moved: Lisa Featherby **Seconded:** **Glenda Cooper** **Carried unanimously**

The Auditors were thanked by the Deputy President and left the meeting.

General Business

AGM and Forum

The CEO noted the holding of the AGM and Forum on the morning of Saturday 31st July at a venue to be determined. He noted the items for the Forum received thus far, with the closing date for items of this Friday 9th July.

No Notices of Motion, Life Membership nominations or other business had been received by the closing date.

Details on agenda items will be forwarded to clubs early next week.

There being no further business the meeting closed at 10.45am.

NEXT MEETING:

Monday 26th July – 7.30am for 8.00am.

(Apologies : Ross Warburton, Brian Lucas)