



Minutes of Council Meeting – 18th February 2014
held at Victorian Croquet Centre, 65 Nobel Banks Drive, Cairnlea 3023

1. Attendance

1.1. Present:

1.1.1. Committee of Management: Mike Cohn (President), Kenn Boal (Vice president), Jim Clement (Secretary); Lorraine Lacey (Treasurer); Jim Saunders, Gwen Hamilton and Patricia Watts (Members).

1.1.2. Regional Directors: Brian Reither (Ballarat); Brian Foley (Bayside); David Ross (EMCA); Sue Colvin (Geelong); Lorraine Gutcher (Gippsland); Ken Richardson (GVCA); Janet Richardson (MVCA); Penny Krstev (NDCA); Anne Quinn (NEDCA); John Blackler (SEMCA); Barb McKean (SWCA); Kate Patrick (WMCMA); Kevin Geyer (Wimmera).

1.1.3. Alternate Regional Directors: Jean Chapple (SWCA); Shirley Hallinan (WMCMA).

1.1.4. Observer: Sandra Kastanaras (VCA Administrator)

1.2. Apologies: Wilma Freeman (CoM Member); Helen Worlidge & Jean Deacon (EMCA).

2. Opening: The President opened the meeting at 11:00 am, welcoming Patricia Watts (CoM member) to her first Council meeting, and David Ross (previous Treasurer) representing EMCA.

3. Minutes of Previous Meeting: The minutes of the previous meeting, held on 10th December 2013, were distributed on 11th December 2013. Resolved that the minutes be accepted.

3.1. Business Arising from Minutes of the Previous Meeting:

3.1.1. The Secretary reported that:

3.1.1.1. CoM now meets on the third Tuesday of the month (Item 6.1.1 of the previous minutes refers) and;

3.1.1.2. the Notice of Motion (Item 6.2.1 of the previous minutes) has been submitted to the ACA Secretary.

3.1.2. Kate Patrick requested on behalf of WMCMA that the Secretary:

3.1.2.1. maintain and distribute a list of Action Items; and

3.1.2.2. compile and distribute a list of Council resolutions to enable easy reference.

The Secretary replied that the compilation, indexing and maintenance of such reference documents would be very time consuming but he would examine the concepts. **Action: Secretary**

4. Correspondence

4.1. In - 19 Dec 13 from ACA re ACA Strategic Plan

30 Dec 13 from Phyllis Hopkins

6 Feb 14 from WMCMA re Strategic Plan

4.2. Out – 11 Dec 13 to Phyllis Hopkins

26 Dec 13 to Maxine Maclachlan re resignation

26 Dec 13 to Philip Brown re appointment

6 Jan 14 to NAB re signatories

7 Jan 14 to NAB re account closure

24 Jan 14 to ACA (email) Notice of Motion & Nominations for Executive

28 Jan 14 to *Berwick Leader* re contact

6 Feb 14 to Dept Treasury & Finance (email) – query re Fire Service Levy
7 Feb 14 to Kevin Beard – thanks
7 Feb 14 to Stephen Forster - thanks

Resolved that the correspondence be accepted.

5. Reports

5.1. Financial: The Treasurer spoke to her report, attached at Annex A.

5.2. CoM report: The minutes of CoM 21st January 2014 meeting were distributed and posted to the Croquet Victoria website on 31st January 2014.

5.3. Courts Report: Jim Saunders spoke to his report, attached at Annex B

5.4. IAG Report: David Ross (IAG) presented an oral report, the gist of which is attached at Annex C.

5.5. Tournament Attendance Working Group: Kate Patrick spoke to the Tournament Attendance Working Group progress report, which is attached at Annex D.

Resolved that the reports be accepted.

5.1. Business Arising from Reports:

Financial Report

5.1.1. John Blackler queries aspects of the financial report, with the Treasurer stating that most of his questions would be addressed when the MYOB accounts are modified for the new Financial Year. **Action: Treasurer**

CoM Report

5.1.2. Kate Patrick queried the Secretary regarding the Good Governance Project, aspects of which the CoM Minutes stated would be tabled at this Council meeting. The Secretary replied that he had neglected to include this item in the agenda (*Secretarial Note: due to illness at the time of preparation and distribution of the agenda*) and would include it in the agenda for the April meeting. **Action: Secretary**

5.1.3. The President advised the CoM initially recommended that he be the sole VCA delegate (with a proxy vote for the second delegate) to the ACA. However, CoM subsequently decided to nominate Jim Saunders for a position on the ACA Executive and thus it would be appropriate to appoint him and Mike Cohn as delegates. Council indicated its agreement that Mike Cohn & Jim Saunders as VCA delegates to the ACA AGM.

5.1.4. Kate Patrick queried why the Strategic Plan had not been an item of the agenda of the CoM meeting. The President answered that many of the items in the Strategic Plan related to SRV grant items and were dealt with under that item of the agenda.

6. General Business

6.1. VCA

6.1.1. Notice of Motion: advised at previous Council meeting by Graeme Gallus (NEDCA), seconded John Blackler (SEMCA) - "That a sinking fund of \$30,000 per annum be established now" The motion was put and defeated. It was then resolved that an asset register showing planned maintenance and estimated costs over a rolling five year period be established and tabled at the April Council meeting. **Action: Treasurer**
It was further resolved that, prior to budget, Council determine which items will be programmed for planned maintenance during the forthcoming year, up to a suggested maximum of \$75,000 and that these funds be accessed from the JB Were managed investments.

6.1.2. VCA Strategic Plan: This item was deferred after the Secretary advised that he could not find any record of him forwarding the necessary link to regions and clubs to access the Strategic Plan. He did so on 3rd February 2014, requesting input by 31st March 2014, to enable collation and tabling at the April 2014 Council meeting. **Action: Secretary**

6.1.3. VCA Centenary: As foreshadowed at the previous Council meeting, Council resolved to appoint a VCA Centenary sub-committee, comprising Kenn Boal, Patricia Watts, Gwen Hamilton and Sandra Kastanaras.

Secretarial Note: Anne Quinn (NEDCA) left the meeting at this point.

6.1.4. Tournament & Fixtures Committee: Council considered the recommendations of the T&F Committee regarding its future composition and responsibilities and the establishment of a Tournament Manager Pool, attached at Annex E, and resolved that the recommendations be adopted.

6.1.5. Constitutional Review: Council considered the previously distributed progress report and recommendation of the Constitutional Review Working Group. It was resolved that a fourth Governance Mode option be added to the paper and that a vote on the preferred mode be taken at the April Council meeting after Regional Directors had consulted their regions. (*Secretarial Note: the report, revised to include this resolution, is attached at Annex F.*)

Action: Regional Directors

6.1.6. Donation to croquetscores.com: It was resolved that VCA make a donation of \$1000 to croquetscores.com for the further development of the site. The Secretary was directed to convey VCA's appreciation of the site when forwarding the donation.

Action: Secretary

6.1.7. Appointed Officers and Sub-Committees: It was resolved that Council, when seeking nominations for appointed positions and membership of sub-committees require a statement of experience and capability. (*Secretarial Note: Such statements should address the responsibilities included in the relevant job description published on the VCA website.*)

6.1.8. Date of Next Meeting: It was agreed to hold the next Council meeting on Tuesday, 29th April 2014, to avoid clashes with the Country Regionals on 14th – 16th April and Easter 18th – 22nd April.

7. Close: The meeting closed at 3:00 pm

8. Next Meetings: CoM - 18th March 2014 at 11:00 am
Council - 29th April 2014 at 11:00 am

Annexures: A Financial Report
B Courts Reports
C IAG Report
D Tournament Attendance Working Group Report
E Tournament & Fixtures Committee – The Future
F Constitutional Review Working Group Report

FINANCE REPORT

1. VCA Accounts

The Balance Sheet and Profit and Loss Statement Budget for the VCA Accounts to 31st January 2014 are attached. Bank Accounts show balances

Bank Account No 1 NAB	\$27,737.15
Bendigo Bank	<u>\$64,712.30</u>
Total Bank Accounts	<u>\$92,449.45</u>

New bank Commonwealth Bank account open but inactive at this time.

2. The JBWERE Investment

The portfolio valuation as at 31st January totalled \$3,832,453.05.

3. Final Invoices: Final invoices for club affiliations and insurance will be raised; due at the end of March 2014.

Lorraine Lacey
Treasurer
7th February, 2014

Appendices: 1 Profit & Loss Account
2 Balance Sheet

Victorian Croquet Association Inc.		
Profit & Loss [Budget Analysis]		
April 2013 through January 2014		
	Selected Period	Budgeted
INCOME		
JBWERE	\$101,029.75	\$160,000.00
VCA AFFILIATIONS	\$73,287.73	\$79,780.00
ACA	\$60,245.43	\$66,276.00
AFFILIATIONS/INSURANCE		
MERCHANDISE/PENNANT	\$2,977.65	\$3,650.00
TOURNAMENTS	\$7,463.27	\$11,320.00
MSV	\$4,720.93	\$5,000.00
CATERING (food & bar)	\$34,553.04	\$50,000.00
PREMISES/COURTS/RENT	\$34,832.18	\$49,450.00
SRV DEP GRANTS	\$9,150.00	\$29,150.00
INTEREST BANK ACC 3	\$4,140.14	\$800.00
Total INCOME	\$332,400.12	\$455,426.00
EXPENSES		
ACA	\$58,964.19	\$66,276.00
AFFILIATIONS/INSURANCE		
ADMINISTRATION VCA	\$13,746.61	\$28,840.00
COMMITTEES	\$3,238.21	\$6,960.00
MSV	\$3,773.17	\$4,400.00
COUNCIL/COM travel	\$3,280.46	\$5,125.00
SRV DEP GRANTS	\$20,419.06	\$31,200.00
TOURNAMENTS	\$7,312.84	\$9,370.00
MERCHANDISE/PENNANT	\$4,059.15	\$13,670.00
WAGES	\$90,144.23	\$101,500.00
VCC BUILDING	\$83,339.88	\$141,165.00
CATERING (food & bar)	\$16,144.99	\$25,000.00
VCC COURTS	\$36,146.07	\$54,486.00
STATE TEAMS G & A	\$4,411.27	\$8,000.00
CROQUET EQUIPMENT	\$0.00	\$3,000.00
Total EXPENSES	\$344,980.13	\$498,992.00
Net Profit/(Loss)	(\$12,580.01)	(\$43,566.00)

Victorian Croquet Association Inc.	
Balance Sheet	
As of January 2014	
Assets	
Current Assets	
Bank Accounts	
NAB Bank	\$27,737.15
Bendigo Bank	\$64,712.30
Total Bank Accounts	\$92,449.45
Total Current Assets	\$92,449.45
Withholding Credits	
Accounts Receivable	\$1,645.50
Total Withholding Credits	\$1,645.50
Other Current Assets	
JBWERE - Investment A/c	\$3,832,453.05
Petty Cash Float	\$200.00
Total Other Current Assets	\$3,832,653.05
Fixed Assets	
Cairnlea - Buildings	\$4,058,985.67
Cairnlea - Land	\$1,231,368.55
Water Tank	\$46,691.24
Plant & Equipment	
Plant and Equipment	\$133,228.64
Fixtures and Fittings	\$1,535.00
Accumulated Depreciation	(\$98,036.48)
Total Plant & Equipment	\$36,727.16
Total Fixed Assets	\$5,373,772.62
Total Assets	\$9,300,520.62
Liabilities	
Current Liabilities	
Accounts Payable	\$5,571.74
Total Current Liabilities	\$5,571.74
Other Current Liabilities	
Tax Payable	
GST Collected	\$5,193.57
GST Paid	(\$4,807.44)
Payroll Liabilities	\$4,979.00
Superannuation Liabilities	\$1,181.09
Total Tax Payable	\$6,546.22
Total Liabilities	\$12,117.96
Net Assets	\$9,288,402.66
Equity	
Reserves	
General Reserve	\$7,703,572.44
Asset Revaluation Reserve	\$315,882.15
Retained Earnings	\$1,281,528.08
Current Earnings	(\$12,580.01)
Total Equity	\$9,288,402.66

Courts Report

James Hood has reported as follows:

The courts were dusted in January with 10 cubic meters of Turf Sand. Results have been positive in that lateral growth has occurred which has aided in filling in some of the pitted areas. Also, colour has improved as the loose sand gives warmth to the surface. The treatment will be repeated prior to the end of the summer growing period.

The courts have been sprayed for couch mite. This preventative process will be continued several times throughout the warmer months.

A concern at the moment is the occurrence of dry patches across portions of some courts. Two different wetting agents are being trialled and, so far, there is no apparent improvement. The next option is to utilise contacts within the TAFE system for assistance with soil analysis, which will hopefully help in understanding why the soil is so dry in some patches and why the wetting agents seem to be having no discernable effect.

My comments are that we know that the base of the courts was NOT evenly laid initially and that we have inherited what is likely to be an ongoing problem.

Light scarifying will be continued with all courts.

The next mower VCA purchases must have grooming reels as part of the cutting heads in order to achieve a better cut.

Ongoing repair work will be undertaken with the mower as required.

Root depth is improved this season indicating that the grass is much healthier. This can be attributed to the aeration and scarifying at the start of the season. Although this activity caused the odd grumble from a few players at the time the outcome is most beneficial and will be continued in future.

My report now follows:

Security

Following the installation of the security cameras and the titanium lock down chains for both the mower and the Toro Workman, the storage shed adjacent to the greenkeepers shed has been joined to the alarm system. A separate isolating panel has been installed so that only authorised personnel can access the storage shed and turn off the alarm without having to enter the greenkeepers shed. In the event that the alarm on either shed is activated, the security control room will be electronically notified and, if needed, a patrol will attend the site. To this end, locks accessible to the security company have been installed as appropriate. One should never relax, however, it does appear that the investment in added security has had the desired effect.

Mower

Following Council's decision to replace and upgrade the mower, representatives of Metro Turf and Toro Australia have been briefed on our requirements. Instructions are to find a suitable mower that will meet our current needs; that we are not in a great hurry, but would like to achieve a changeover by the end of the autumn.

Toro

The spray unit has been modified to fit on the tray of the Toro which has ensured a much more efficient working unit for our green keeper. The spray unit is easily removable to set the Toro up for other tasks.

Annex B to
Croquet Victoria Council Minutes
18th February 2014

Water

It has come to my attention that the system for filling the tank from which we water the courts is not user friendly. Currently, the tank has to be filled to an adequate level prior to watering. This requires the filling mechanism to be manually started and then it has to be manually turned off when at the required level. I have asked James to contact our plumber with a view to installing a suitable cut off mechanism to operate when the tank has reached the desired fill point. At the moment James has to remember to manually turn taps off – a disaster waiting to happen.

Jim Saunders
Courts Director

7 February, 2014

**INVESTMENT ADVISORY GROUP
REPORT TO VCA COUNCIL, 18th FEBRUARY 2014**

1. JBWere Investment Portfolio:

Preserved total as at 30 June 2013: \$3,636,283
(original \$3,000,000 Investment indexed for CPI).

Portfolio valuation as at 31 January 2014: \$3,832,453

2. Response to the Paper presented to December Council re VCC and our VCA Investment:

When moving VCA Headquarters at North Brighton (Warleigh) to Cairnlea, there was an increase from 5 courts to a 12 court complex. This was estimated to cost \$70,000 per annum in maintaining the courts and also employing a greenkeeper. In addition it was decided to employ a VCA administration officer at an estimated (Full Time) cost per annum of \$50,000.

If \$3,000,000 were invested to return 4% above inflation, this would generate the \$120,000 needed. The estimate has proven to be very accurate.

\$4,885,000 was available to construct the complex. As with most architectural constructions, the appropriateness for the intended use is only realised when it is in operation. Inevitably, there are many suggestions for improvements – some of which have been funded and implemented, and various others under consideration.

Since the original \$3,000,000 investment, there have been six transfers to VCA bank accounts in the eight years amounting to \$910,000 (transfers only take place from a decision of VCA Council following a request from the VCA Treasurer). Our portfolio nevertheless has performed so well that we are still ahead of target as at 31 January, 2014.

Members of the IAG note that in VCA's current budget for 2013/2014 of the \$141,165 for expenses relating to the VCC building (which covers rates, utilities, insurance, cleaning and gardens) an amount of \$60,000 is included for repairs, maintenance and improvements.

It is also noted that while the budget lists \$160,000 from investments, it also shows a shortfall of \$43,566. Hence, to 'balance the budget' for 2013/2014 \$203,566 is required.

In order to 'tweak' the balance of our Investment Portfolio it is vital that the IAG has some input as to the funds required for transfer and also the items for consideration (short and longer term) for maintenance and improvements at the VCC.

David Ross
IAG
18 February 2014

Working party on low / declining attendance at VCA tournaments Progress report

BACKGROUND

At its December meeting, arising from discussion of a report by Brian Reither, Chair of Tournaments and Fixtures, VCA Council established a small working party to investigate low / declining attendance at VCA events.

Members of the working party are Kate Patrick and Shirley Hallinan (WMCMA), Jean Deacon (EMCA), and Sue Colvin (Geelong). We have met once and also conferred by email. We meet next on Tuesday 25 February in central Melbourne.

PLAN OF ACTION

We have agreed to:

1. collect information about participation numbers in VCC events over the past three years
2. analyse VCA membership data for indications of how many players actively compete in AC and GC competitions
3. analyse the current calendar of tournaments
4. develop a discussion document to be circulated to Regional Directors for discussion by club representatives at Regional meetings.

The aim is to present a report with recommendations to the April meeting of Council.

PROGRESS

1. We have obtained information on numbers in recent GC events and AC events for the past three years.
2. We have analysed the VCA membership database (minus names and addresses) in terms of active handicap levels and recent changes to GC and AC index points. This information can be tabulated for clubs and regions. Data on age and gender are not currently kept as part of the database.
We have been told that there have been difficulties with the online system for updating index points. AC index points have not been updated since the middle of 2013.
3. We are preparing a consolidated list of tournaments.
4. We have developed a discussion document for Regions and trialled it via distribution to Geelong clubs and discussion at meetings of WMCMA and ECMA. So far it has generated lively and useful discussion. An updated version will be sent to other regions shortly.

FINDINGS

No findings as yet. Lots of suggestions. Fewer events? More social games? More information about targeted tournaments? Shorter games? We are looking for ideas.

Tournament & Fixtures Committee The Future

Due to the pending departure of Brian Reither from the T&F Committee, discussions have taken place within the Tournament and Fixtures as to how that committee should move forward, with agreement that the following proposal be put to Council.

The Tournament & Fixtures Committee to consist of;

1. A five person administrative committee.
2. A six person tournament manager pool.

The Administration Committee to be made up as follows;

- Chairperson – ordinary member
- Secretary/Web imputer – ordinary member
- State Co-ordinator of Association Croquet
- State Co-ordinator of Golf Croquet
- State Co-ordinator of Gateball

Duties would include;

- Compilation and preparation of annual fixtures list
- Preparing and circulating tournament schedules
- Imputing and updating tournament details on VCA Web
- Accepting tournament entries and conducting draws
- Assist with preparation of tournament documentation.

Tournament Manager Pool to consist of six (approx.) people experienced in, or willing to be trained in managing tournaments.

- This group would only be involved in the setting up and running of the actual tournaments.
- The group would function on a rotational basis and share the work load.

Current Committee is of the opinion that Council needs to be involved in the following;

- Canvassing and appointment of, three new State Co-ordinators.
- Identification of suitable members for TM pool

Constitutional Review Working Group Report to Council

1. The VCA Council, at its meeting of 8th October 2013 “*resolved to appoint a working group to review the Constitution and table a revised Constitution for Council discussion by the April 2014 meeting, the group to comprise Mike Cohn, Jim Clement, Kate Patrick, Brian Foley and Jim Saunders*”. This group, the Constitutional Review Working Group (CRWG), held its first meeting on Wednesday, 22nd January 2014.
2. It had been agreed in previous, informal contacts between members that the most important matter to settle was the governance model. To this end, the meeting was addressed by Ms Kate Green of Vicsport, who made reference to the Australian Sports Commission’s publication “Sports Governance Principles” which, although it is written primarily with National Sports Organisations in mind, also has application to the governance of State Sporting Associations (SSA) such as Croquet Victoria. Ms Green also gave examples of governance models of other SSAs, which included:
 - a. Swimming Victoria (SV) – a two body model in which:
 - i. a Board of 7 elected and up to 2 additional appointed Directors which is responsible for the management & governance of SV, and
 - ii. a Council, consisting of the Board and delegates from SV Districts receives reports from the board and advised the Board on matters affecting their Districts and swimming in general. The Board is not bound by Council decisions.
 - b. Bowls Victoria – a one body model with many (15) committees assisting employed administration staff.
 - c. Baseball Victoria – a one body model consisting of a Board of 5 to 7 appointed Directors.
3. After discussion, the CRWG saw three options for the governance of Croquet Victoria. These, with the various advantages and disadvantages, are:
 - a. **Option 1** – no change to present governance model.
 - i. Advantages:
 1. Does not disrupt the status quo
 2. Regional perspectives and experience are available to test and contribute to strategic directions and policy for the state as a whole
 - ii. Disadvantages:
 1. The CRWG generally felt that taking this option was not advancing Croquet Victoria;
 2. Outmoded governance model with large, unwieldy Council of 21 or 22 Directors, which is decried by Sports & Recreation Victoria and the CEO of Vicsport as being archaic;
 3. No clear-cut division between duties/responsibilities of Council & CoM;
 4. Some Regional Directors act as delegates not directors; speaking for their region rather than governing for the good of the sport as a whole; and
 5. In practice, policy and strategy documents are drafted at the direction of CoM and presented to Council for ratification after

- they have been to CoM. Council members as a group do not have clear responsibility for developing policy or strategic directions. This has developed over the years due to the unwieldy size of the Council (see sub-sub-sub para 2 above) which tends to preclude efficient debate and decision making.
- b. **Option 2** – a two body model with a Council setting strategic direction and priorities and a Board governing the association in accordance with the Council's direction and priorities. Board members would not be members of Council.
- i. Advantages:
 - 1. Clear distinction between responsibilities of Council & Board;
 - 2. Council members empowered to develop and oversee strategy and policy directions
 - 3. Board able to govern in accordance with set direction & policy, without reference back to Council
 - ii. Disadvantages:
 - 1. This would require careful selection/appointment/election of Council members by Regional Associations to ensure that those members had the necessary skills and knowledge.
 - 2. Council would need to be careful not to stray into functions reserved for the Board. *"The ASC does not endorse a governance structure featuring both a board and another body, whereby this other body (usually called a council) assumes some board functions."* (Commentary to Principle 1.1, ASC Sports Governance Principles)
 - 3. The Board would need to respect the responsibilities of Council and not stray into functions reserved for the Council.
 - 4. The separation of functions would mean that Council would not benefit from the knowledge of Board members.
- c. **Option 3** – a single body model with a Board, responsible and reporting to members, running the association.
- i. Advantages:
 - 1. One body sets direction & priorities and governs to those priorities.
 - ii. Disadvantages:
 - 1. Members have little or no say in the setting of direction and priorities except in their appointment of Board members. However, if dissatisfied, the members could dismiss the board by special resolution.
4. In discussion, one member strongly favoured option 2, three of the members strongly favoured option 3, and the fifth member was open-minded with regards to both options 2 and 3. The CRWG did not take a vote on these options, but agreed that they should be circulated to Council members for discussion.
5. After consideration, Council resolved to add another option:
- a. **Option 4** – based on the current Council/CoM model but with Council reduced to thirteen regional delegates and three elected officers, being President, Secretary and Treasurer and CoM consisting of the three elected Officers plus others (numbers unspecified) elected from the thirteen Regional Directors

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- i. Advantages: The only advantages advanced were that such an arrangement means a slightly smaller Council and two way communications between Council and regions are maintained.