



## MINUTES OF MEETING OF VBA COUNCIL

Held 17 October 2012. (Meeting 10 2012) & via SKYPE  
At the VBA Clubrooms, 131 Poath Road, Murrumbena

### **Chairperson: S. Hinge**

The meeting opened at 5.30pm

### **Present:**

J. Collins	President
S. Hinge	Vice President
S. Klofa	Vice President
N. Ewart	Treasurer
K. Frazer	Secretary
S. Weisz	
R. Stewart	
J. Hackett (by skype)	
H. De Jong	
P. Fent	
B. Thompson	

Simon Hinge took the chair as the President Mrs J. Collins had advised she was delayed.

### **1. Apologies:**

J. Thompson

### **2. Minutes of Previous Meeting**

#### **Motion 1:**

That the minutes of the meeting of 12 September 2012 be accepted:

Moved: P. Fent

Seconded: N. Ewart

**CARRIED**

### **Matters Arising from the minutes**

**VBA Foundation Trustee Appointments:** K. Frazer advised the meeting that Mr Hayden Blakeman had advised her he would be unable to accept a nomination to be a trustee of the VBA Foundation. She further advised that she had spoken with an alternative candidate, Mr Grant Kilvington, who had indicated his willingness to accept the position. The meeting was advised that Mr Kilvington, and Mr Geoff Chettle who is the other recommended nominee, were well acquainted, however both had advised they would be able to fulfil the duties independently. The appointment of two additional trustees will bring the number of trustees for the foundation to four.

#### **Motion 2:**

That Mr Grant Kilvington & Mr Geoff Chettle be appointed as Foundation Trustees

Moved: P. Fent

Seconded: S. Weisz

**CARRIED**

**Disciplinary Bylaws:** K. Frazer advised the meeting that legal review of the Disciplinary Bylaws had occurred, and a small amendment had been suggested. The amended Bylaws have been circulated to council for review during the preceding week.

**Motion 3:**

That the Disciplinary By-Laws as amended be accepted.

Moved: P. Fent

Seconded: N. Ewart

**CARRIED**

*Jeannette Collins joined the meeting.*

**Review of Action Item List**

The update of club information was discussed. S Hinge pointed out that the Masterpoint Centre had club information and questioned whether it was prudent to maintain the information in multiple locations. The meeting resolved that N. Ewart will determine a direction as where the information should be maintained and a methodology for ensuring its update on a routine basis.

The investigation into the operating license for the club was reported to the meeting. The meeting resolved that K. Frazer will develop a proposition for expansion of operations within the club including risk/reward ratios to determine whether it is financially viable to obtain a variation on the licence.

**3. Correspondence**

**Correspondence In:**

1. Waverley, Northern, Northern Region, Paynesville, Melbourne Contract Bridge Centre- feedback on future of GNRP - summarised in draft response which will be sent to the ABF.
2. Q. Van Abbe on behalf of Interim Committee - "Future of Bridge in Victoria" circulated to all clubs

Concern was again expressed that the letter as circulated to clubs did not set out a clear financial model as to how the future governance model will operate & finance itself. B. Thompson will draft a response on behalf of the VBA.

3. ABF: GNOT information & web links
4. David Thompson - Youth Bridge Matters

Promotion of WBF simultaneous pairs will be done via the VBA website.

5. G. Schaller - Masterpointing Criticism of Bridgmaster

Secretary has responded clarifying issue.

6. Eastern RSL - Response to proposal for shared facility
7. Dendy Park - 2012 Xmas Congress

The meeting discussed the perceived inequity with one club being awarded a significantly higher number of congress days than other clubs. The meeting felt the historical reasons no longer justified the continued inequity. The meeting noted that the congress allocation policy as previously presented requires finalising & should be updated to include a tie-breaking procedure, and to address the aforementioned issues of inequity arising from historical allocations. Ben Thompson will provide some updated text. The meeting further noted that council needed to ratify policy at next council meeting.

With respect to the 2012 Xmas Congress, the meeting confirmed that Kings & Queens had been awarded the rights to hold the 2012 congress. Dendy may hold red point

events if they hold sufficient allocation to do so, however would not be awarded any congress dates during the 2012 Xmas Congress period.

The Secretary will write to Dendy confirming the above.

**Correspondence Out:**

1. T. Blizzard - Letter of acknowledgement
2. G. Schaller - Response to Criticism of Bridgmaster allegations

**4. Reports:**

**a) Club Manager**

The club manager provided a comprehensive written report on activity for the month. Some discussion on aspects of the club manager's report.

Promotional activity needs to occur for sessions. Director behaviour needs to be reinforced to ensure key messages are communicated to members/players.

The ABDA conference held in October received volunteer support from Helen Snashall & Jenny Atkinson. The President thanked them for their support on behalf of the meeting.

**b) Treasurer**

N. Ewart advised that he has now finalised accounts and that the auditors will be on site next week. A draft budget has been circulated to the finance sub-committee & executive. The council discussed undertaking a substantive review of operating costs.

**2013 VBA Subscription:** The treasurer recommended that the club fee be increased to \$50 as the ABF fee is increasing by \$2 (and a further \$1 in 2014). An \$8 increase in the annual subscription to the VBA would not be unreasonable. This proposal will be put to the members at the 2012 AGM.

**Motion 4:**

That the total VBA subscription for full members for 2013 (currently \$42) be increased to \$50, with other membership rates adjusted proportionally.

Moved: N. Ewart      Seconded: S. Weisz      **CARRIED**

The Secretary to include a notice on motion for the AGM to this effect.

**State Capitation**

The treasurer proposed an increase in the State capitation to \$10 per member (incl of GST so net \$9.09) in 2013.

The treasurer advised that in 2012 the collection was a net amount of \$4.54 which was insufficient to cover state bridge costs. The treasurer further advised the rates collected by other states which show that Victoria has by far the lowest capitation fee in the country. An increase to \$10 per members would move the fee to be more in line with other states.

Some vigorous discussion on the proposal ensued. J. Hackett raised the issue of lack of consultation with the clubs prior to the increase being implemented. S. Weisz highlighted that in the statement of accounts the cost of state bridge administration was in excess of the amount collected. K. Frazer advised in addition to these costs funding for a Marketing, Promotions & Development officer would be required in 2013 and that an increase to state capitation would be necessary to fund this and other state costs shortfall.

**Motion 5:**

That the state capitation fee for 2013 be set at \$10.

Moved: N. Ewart

Seconded: P. Fent

**CARRIED 10/1**

J. Hackett voted against the motion.

The council resolved that an informative document be prepared by B. Thompson & N. Ewart outlining the reasons for the capitation fee increase which could be circulated to clubs with the notices of fees.

**a) Sub-committees**

i. **IT sub-committee** (Rob Stewart)

R. Stewart provided a detailed report of progress.

The meeting discussed what was required to ensure the data displays & advertising were properly used during sessions. Mr Stewart felt that the directors were responsible for ensuring that information was displayed.

L. Kelso joined the meeting, and some discussion ensued on the steps that could be undertaken to resolve these concerns.

L. Kelso left the meeting

R. Stewart advised the meeting he felt some of the data displays required improvement with respect to font size, updating & readability. He has been endeavouring to effect these changes with Mr P. Busch, the designer, however there is a difference of opinion on what is required. He will continue to work on progressing this area

Website updates need to be more timely. Council resolved that C. Lachman is officially appointed to direct updates to the web material. Further the webmaster be requested to enhance the site to enable others to undertake easier updating of articles on the web pages.

ii. **Policy Review sub-committee - Proposal to update Articles of Association**

K. Frazer had circulated a summary of the changes proposed which are:

a) that the document be made gender neutral. There was unanimous agreement to this proposed change

b) that some changes be made to the manner & collection of proxy voting which would address the concerns raised by members at last year's AGM

S. Klofa suggested that proxy voting procedures be left unchanged as he felt that there were no issues with the current procedures. B. Thompson agreed with intention to change proxy voting methods, however has some concerns with the proposed wording which needs to be cleaned up to ensure the objectives of the change are met.

After some vigorous discussion, the general agreement of the meeting was that the direction of a change to proxy voting is sound, but the language needs some re-wording. S. Klofa dissented from this view.

c) that some changes to the structure of council be effected. These include the overall number of councillors being changed to 12 in total which would be comprised of 8 VBA elected councillors & 4 elected regional representatives and the manner in which regional

representatives are elected. This proposed model is similar in design to the model which operates in NSW.

A query was raised regarding whether members of affiliated clubs being elected as directors by non-members of the company would comply with corporations law.

J. Hackett suggested that the clubs should be consulted about the proposed changes. K. Frazer advised that feedback from the clubs at the interim committee meeting had been taken into account when designing the changes, and in fact it was the club feedback that was driving the change. She also stated that she believed the regulations which would define how regional representatives would be elected would be created with the input of the clubs. J. Collins noted that the changes being made were to the VBA club's constitution.

K. Frazer, N. Ewart & B. Thompson will work with the legal advisor, Prof M. Bryan to finalise changes for the November meeting. Further it was agreed that the proposed changes would be put to the AGM in 3 parts as outlined in the meeting notes above.

## **5. General Business**

### **a) AGM**

The meeting noted the timing for delivery of AGM notices to members. Notifications must be sent out by Friday November 9th.

### **b) VBA Congress**

K. Frazer queried who would be convenor. J. Collins suggested Robert Ellery be asked to convene the congress.

Other agenda items were held over until the November meeting.

**Next Meeting: November 7th at 5.30pm**

The meeting closed at 7.25 p.m.