



2021 Rowing SA (RSA) Annual General Meeting – Minutes

Held at Lakes Resort Hotel on Monday 30th August 2021 – Lakes Resort Hotel, Lakeside Room, 141 Brebner Drive, West Lakes (6.30pm)

Present:

- **RSA Board Directors & Staff**
 - Philip Paterson (Chair), Shannen Graham, Jamie Grant, Greg Melbourne, Anna Crowley, Chris Firth, Greg Keene, Henrietta Shepherd
 - Andrew Swift (CEO), Bec Lannan (Regatta Operations Manager), Brett Ralph (Regatta Course Manager), Jo Malcolm (Communications Officer)

- **RSA Honorary/Foundation/Financial Life Members & President/Vice-President**
 - Fearnley Szuster
 - Barny Cundell
 - Phil Mangelsdorf
 - Lou Crotti
 - Paul Logan
 - Tim Ward
 - Greg Keene
 - Greg Melbourne
 - Phil Gebhardt
 - Stuart Harrison
 - Dean Clayton

- **RSA Affiliated Club/School Delegates**
 - Jo Malcolm (Adelaide High School)
 - Tim Santin (Adelaide Rowing Club)
 - Alacoque Tunny (Adelaide University Boat Club)
 - Daniel Ralph (Christian Brothers College)
 - Stef Wilden (Goolwa Rowing Club)
 - Philip Gebhardt (Mannum Rowing Club)
 - Ben O'Connell (Norwood Morialta High School)
 - Tina Lowe (Phoenix Rowing Club)
 - Ben Kidd (Port Adelaide Rowing Club)
 - Grace Lindsay (Prince Alfred College)
 - Richard Sexton (Pulteney Grammar School)
 - Brian Glawson (Riverside Rowing Club)
 - Daniel Ralph (Scotch College)
 - Catherine McDougall (Seymour College)
 - Brynley Millward (St Peters Girls School)
 - Will Raven (St Peters Boys College)
 - Juliette Wilkinson (Tailm Bend Rowing Club)
 - Chris Roper (Torrens Rowing Club)
 - Patrick Ey (Walford Anglican School)
 - Sophie Nery (Wilderness School)
 - Bill Othams (Port Pirie Rowing Club)

- **2020/21 RSA Competitive Members** (over the age of 18yo)
 - John Bentley
 - Warwick Bowen
 - Wayne Chadwick
 - Drew Clements
 - Anna Crowley
 - Chris Firth
 - Phil Gebhardt
 - Brian Glawson
 - Dick Hall
 - Tina Lowe
 - Derek Lowe
 - Jo Malcolm
 - Jess McRae
 - Kerin Montgomerie
 - Jane Moore
 - Sophia Nery
 - Henry Newland
 - Mike Page
 - William Raven
 - Jemima Richter
 - Chris Roper
 - David Rowe
 - Bob Russell
 - Tim Santin
 - Henrietta Shepherd
 - William Smart
 - Alison Smith
 - Amanda Sparks
 - Michael Sweeney
 - Alacoque Tunny
 - Jeremy Watkinson
 - Erica Webb
 - Cleo Wilson
 - Catherine McDougall

- **Other Attendees**
 - Christine Cundell (RSA Volunteer)
 - Bev James (Port Adelaide Rowing Club)
 - Cynthia Judd (RSA Volunteer)
 - Pete Young (RSA Volunteer)
 - Shannen Graham (RSA Board)
 - Marguerite Richards (Adelaide Rowing Club/Seymour College)

Apologies:

- Penny Halliday
- Jarrad Schar
- Michael Eastaughffe
- Daren Potts
- Mark Mussared
- Steve Pennington
- Ron Mobbs

Welcome:

The Chair of Rowing SA, Philip Paterson (PP) welcomed those present to the 2021 AGM and stated as the Chair of Rowing SA the association's constitution calls on him to chair this meeting.

PP explained the meeting will be held in compliance with Covid 19 restrictions and requested attendees please stay in seats. Asked all present to follow any instruction given by Lakes Hotel Staff and any member of Rowing SA Staff.

PP flagged voting for elected directors will be conducted during the meeting with members to remain seated and ballot papers/boxes will be brought around – more details on voting procedure will be given later.

Voting and scrutineering will be supervised by auditor from Grant Thornton – Justin Humphries.

During the counting of votes PP will give presentation on Constitution.

PP invited the CEO, Andrew Swift to give a brief summary of the year's activities of the Association.

Andrew Swift spoke to the following:

- Acknowledged significant challenges and additions this season including – cancellation of two November regattas due to Covid lockdowns, delivering Riverland Regatta under a Covid Management Plan, adjustments to the regatta schedules to ensure no more than 1000 people on site at any one time, roll-out of hi-vis coaching vests at West Lakes, adhering to ever-changing restrictions during Covid pandemic
- Surprise to receive numerous National events at West Lakes – 2021 Australian Paddle Championships, 2021 Australian Masters Rowing Championships, World Cup 3 Simulation Regatta and 2021 Pathway Regatta (unfortunately cancelled due to Covid)
- National events saw whole community work together to ensure success and to demonstrate value of rowing in SA.
- 28 events delivered throughout the season at West Lakes, Port Adelaide, Mannum, Murray Bridge, and Berri – thanks to the host schools and clubs and their volunteers.
- SA Athletes and Clubs had many notable achievements in the Australian Rowing Championships and Australian Masters Rowing Championships and 10 athletes named in the 2021 Australian Rowing Teams – the most in recent history.
- Commenced partnership with Surf Life Saving SA which will be continuing in 2021-22 season.
- Acknowledges ongoing partners West Beach & Districts Community Bank Branch, AON Insurance, Olga's Fine Food, Fulham Funerals, Tapp Electrical, Largs Bay & Seaton Swim Centres, Gentle Touch Orthodontics, and welcomes new sponsors Lowe Farms, and Hayley Staltari from Harcourts real estate.
- Also acknowledges Ann Koch, Phil Mangelsdorf, Paul Dunstan, and Greg Ashman, for their support in media coverage and engagement throughout the season.

PP thanks Andrew Swift for summary.

Welcomes all to the formal part of the meeting. Thanks members for their attendance. Believes this will be a lengthy meeting as there are several items to get through.

Conducts welcome to country.

Confirms we have a quorum.

Acknowledges apologies sent in from members and notes additional apologies from the floor:
Ron Mobbs
Steve Pennington

Declarations of conflict of interest: PP invites declarations of conflicts of interest in keeping with past and proper practice. Advises members to declare any relevant conflicts if they arise throughout the meeting.

PP acknowledges he has a conflict of interest in Other Business Item on the Agenda as he is an appointed director and the matter deals with the terms appointed directors. PP will hand meeting over to Greg Keene to chair for the duration of this topic when the time comes. PP asks the meeting if it is comfortable with this arrangement. No objections arise. PP asks that a member formally move the arrangement.

- Motion to adopt Greg Keene as Chair of Meeting during the listed item 'Other Business' – **Moved** Lou Crotti, **Seconded** Tina Lowe. **Carried.**

John Bentley rises and reads prepared statement pre-empting sharing of a perceived conflict on interest he has in having active appeal against the board and being a candidate for elected director position this evening. Believes his position does not constitute a conflict of interest.

PP thanks membership for their interest and attendance.

Welcomes vice presidents and all various life members in attendance, and thanks all members present for their interest. PP notes all RSA Board Members except Jarrad Schar are present at the meeting.

Valediction:

The following members of SA rowing community passed away during the year,
Roger Moore
Anne Marie Begg
Jack Ward

PP invites those present to stand and observe a minute's silence for these members.

Voting:

PP outlines the voting processes – Affiliated Clubs, Competitive Rowers over the age of 18, and Foundation Life Members present at the meeting are eligible to vote. Voting members will vote by raising a colored slip of paper when motions are called. All motions will be general resolutions and require just a simple majority.

Elections of Directors and Secretary will be conducted by secret ballot. This year we do not need to elect a Secretary as there were no nominations for the position.

PP runs through voting process on ballot for Elected Directors – valid ballot papers will need to be filled out from 1-5 where 1 is attributed to the most preferred candidate.

John Bentley interjects and raises change in voting protocol from 2020 AGM.

PP acknowledges the change in voting procedure and intention explain this in a moment.

John Bentley raises lack of response to his previous communication to RSA board requesting information on how voting would be conducted for this meeting.

PP advises no other member had been advised on the voting process for the AGM and it is appropriate that all members be given this information simultaneously.

PP continues with voting explanation.

The 3 candidates with lowest score will be the 3 elected to the board. This is a different process from last year but both are valid under our constitution and the board feels that this is the most accurate and fair process available at this time.

PP explains voting processes for Honorary Life Members which will be done by secret ballot, and for Special Resolution which will be up to the chair of that portion of the meeting.

Adoption of the 2020 AGM minutes:

No questions were raised regarding the minutes of the 2020 AGM.

- Motion to adopt – **Moved** Tina Lowe, **Seconded** Stuart Harrison. **Carried.**

Adoption of the 2020-2021 Annual Report:

It was proposed that the Annual Report be taken as read.

PP spoke briefly to the report, highlighting the following:

- Participation remains strong
- Covid 19 has been a disruption to our community once again but is proud of how rowing community and administration team has faced up to these challenges
- Benefitted from the unexpected hosting of National events (financial and also as a reminder to national community that we have a world class facility.)
- Instigated an interest group for the River Torrens to discuss SA Governments plans for the Torrens precinct.
- Success and growth in rowing events across all levels
- Can't run sport without volunteers and has absolute admiration for volunteers
- Calls for round of applause for volunteers

PP invited questions from the floor.

Lou Crotti – acknowledges question he raised at 2020 AGM around details of Course Account, and notes that PP and Board made good on their intent to provide a full breakdown of this account in this years documents.

No further questions raised.

- Motion to accept 2020-21 Annual Report – **Moved** Lou Crotti, **Seconded** Tina Lowe. **Carried.**

Adoption of 2020-2021 Financial Statements:

PP explains substantial increase in net profit mostly relating to ATO Covid relief and unexpected National events hosted at West Lakes.

Without these events the underlying profit was similar to last year.

Board has quarantined \$50, 000 to an account to fund future maintenance of West Lakes Facility.

- Motion to adopt 2020-2021 Financial Statements – **Moved** Fearnley Szuster, **Seconded** Tina Lowe. **Carried.**

Election of Office Bearers:

Patron – Governor Hieu Van Le has previously held this position, however his term as governor finishes tomorrow. Proposed that the board approaches incoming Governor of SA Frances Adamson, a previous member and Captain of Adelaide University Boat Club.

- **Moved** Alison Smith, **Seconded** Alacoque Tunny. **Carried.**

Vice Patrons – Proposed that the City of Charles Sturt Mayor, Angela Evans be re-elected.

- **Moved** Bob Russell, **Seconded** Barny Cundell. **Carried.**

President – Michael Harbison was former president but resigned prior to last meeting. Dean Clayton has nominated Phil Mangelsdorf. This position lacks a formal description within the constitution but the position has evolved to be largely ceremonial.

- **Moved** Dean Clayton, **Seconded** Jess McRae. **Carried.**

Vice Presidents – No new nominations were received, it was proposed to re-elect the incumbents.

- **Moved** Tina Lowe, **Seconded** Stuart Harrison. **Carried.**

Service Plaque

Lou Crotti nominated Cynthia Judd.

Lou Crotti speaks to his nomination citing Cynthia's lengthy distinguished service to the association. Award is permanent acknowledgment that she deserves. Cynthia and Guy captured rowing across the world and many rowers at their first regatta and world champions remember going through her photos and selecting one to frame.

PP and Lou Crotti present Plaque to Cynthia Judd

Election of Honorary Life Members

Two nominations received from community – Barny Cundell and Jill Talbot.

Voting for Honorary Life Members will be conducted by secret ballot. Voting slips will be distributed in conjunction with the distribution of ballot papers for elected directors.

Chris Roper speaks on behalf of Torrens to the nomination of Barny Cundell

Phil Mangelsdorf speaks to nomination of Jill Talbot

Elected Directors –

Elected directors are elected for a two year term, half of the total elected director positions must be vacated each year. This year CF, JS, JG have stepped down as directors, SG stepping down as elected secretary. SG and JS will not be re-nominating – PP acknowledged the work of SG and JS throughout their time on the board and thanked them for their contributions.

PP states there are 3 vacant elected director positions and 5 nominees for these positions. Nominations have been received from – John Bentley, Chris Firth, Catherine McDougall, Jamie Grant, Fearnley Szuster.

Backgrounds and profiles of candidates have been distributed prior to this meeting.

Scrutineering will be undertaken by Shannen Graham (RSA Board), Pete Young (RSA Boat Race Official), Brett Ralph (RSA Course Manager), and Justin Humphries (Grant Thornton).

PP indicates that ballot papers will now be distributed to members holding colored voting cards, members should stay in their seats and a ballot box will be brought around to them when they have finished voting.

PP will conduct preliminary information presentation on RSA Constitution and current issues whilst voting is being counted.

Voting is conducted.

Scrutineers deliver results to PP.

PP thanks members for their patience while scrutineering took place and congratulates the newly elected directors – Chris Firth, Jamie Grant, and Catherine McDougall.

PP explains there are also two Appointed Directors on the RSA Board as per the Constitution. PP is one of these – his term was extended at the last board meeting, AC is the other appointed director and is currently approximately halfway through her term.

Currently no limitation on the term of appointed directors this should be addressed in constitution reform as mentioned during presentation on Constitution.

Appointment of Auditor:

Grant Thornton were the Auditors for 2020-2021.

Board comfortable with the work of Grant Thornton and would recommend their reappointment.

- **Moved** Barny Cundell, **Seconded** Catherine McDougall. **Carried.**

Other Business:

One item of business received regarding limitations on terms of Appointed Directors. As noted earlier PP has conflict of interest on this item, GK will take over to chair meeting for this item.

Proposal submitted by John Bentley and seconded by Stuart Harrison.

The relevant section of the constitution and the proposed wording change is displayed on screen. GK runs through the submission and invites any questions on the proposal.

John Bentley speaks to his proposal.

Lou Crotti speaks in support of the reform broadly but not this specific proposal at this time, as there is an intention to reform the constitution prior to Christmas and believes that it should

be done as a package not an isolated item. Also believes as appointments are made by elected directors to fill skill deficits on the board the appointed person may be required past the period of time allowed for in this proposal and this should be at the discretion of the board who is familiar with the individuals skills and contributions.

Tina Lowe thanks Lou for explaining counter issue. Believes item should be addressed as a package with other constitution reform measures. Believes we are lucky to have services of appointed directors and particularly of PP.

John Bentley believes amendments in a package can often be missed or overlooked, if a person is particularly valuable they should be able to prove this to board and the community in the proposed time frame.

Greg Keene explains the vote can be done by show of hands or by secret ballot, and his preference is that this will be a secret ballot this evening.

Ballot papers are distributed. Scrutineers return to count the ballots.

Club Winter Promo videos and Australian Olympic Men's Four gold medal race video shown to attendees whilst scrutineering takes place.

Scrutineers return results of the ballot on Constitution Amendment to GK.

GK advises meeting that the motion to amend constitution has failed.

PP resumes role as Chair of meeting.

This brings us to end of meeting. PP wishes all attendees a safe trip home. PP asks newly elected directors to briefly meet with him at the front of the room.

PP thanks all for attendance and declares meeting closed.

Meeting Closed – 8:50pm.