AUSTRALIAN BRIDGE FEDERATION LTD

2021 ANNUAL GENERAL MEETING MINUTES

VIBE Hotel, Canberra Airport: 17-18 April, 2021

The President declared the meeting open at 9.30am.

1. Identification of Attendees

1.1. Roll Call

ACT: Ian Thomson (Treasurer)
NSW: Rob Ward (MC Member)

NT: Neil Williams
QLD: Richard Ward

SA: Adel Abdelhamid (MC Member), Barbara Travis

TAS: Dallas Cooper, Susan Falkingham

VIC: Kim Frazer (Secretary), Christopher Leach
WA: Allison Stralow (President), Robina McConnell

Supplemental Councillors: Peter Reynolds
Legal Counsel Geoff Chettle
Executive Secretary: Jane Rasmussen

In Attendance: Peter Cox;

1.2. President welcomes new Councillors and thanks retiring Councillors

The President welcomed Sue Falkingham to the Council meeting. She noted that Stephen Fischer who was an apology was the new representative from ACT.

1.3. Bona Fides of each person present voting or observing

The President noted NSW had advised the secretary that Rob Ward would hold the third vote for NSW.

1.4. Apologies

Apologies have been received from Julian Foster (NSW), Stephen Fischer (ACT), Laurie Kelso (Supplemental Councillor) Mairead Kelly (NT); and Charles Page (Qld)

1.5. Appointment/election of Supplemental Councillors if any

RESOLUTION 1:

The Board proposes Michael Bryan, the Deputy Legal Counsel, be added as a supplemental councillor.

Moved A. Stralow; Seconded K. Frazer CARRIED

The President noted that Michael provides expertise in contracts and corporations law and complements the expertise of the General Counsel.

1.6. Chairman's power to vary Agenda as circumstances dictate

The meeting agreed that the Chairman would be able to vary the Agenda as necessary.

2. Minutes of 2020 General Meetings

2.1. Confirmation of Minutes of 2020 Annual General Meeting

The minutes were accepted as a true and accurate record of the 2020 Annual General Meeting

2.2. Confirmation of Minutes of 2020 Mid-Term Meeting

The minutes were accepted as a true and accurate record of the 2020 Mid-Term General Meeting

2.3. Matters arising from the Minutes

The secretary provided a summary of matters arising from the minutes which were either on the agenda for this meeting or had already been addressed.

3. Statutory Appointments

3.1 General Counsel

The President's recommendation that Geoff Chettle be re-appointed for a further term was accepted by the Council.

3.2 Election of Auditors as per Rule 25(1)

The Treasurer's recommendation that Synergy be re-appointed as auditors was accepted by the Council.

4. Executive Reports on 2020

4.1 The President

4.1.1 Strategic Summary and Annual Report

The President presented her report to the meeting and she highlighted in particular:

- The resignation of John Brockwell who had served the ABF in various roles over nearly 40 years, and most recently as Chairman of the National Directors Accreditation Committee
- The resignation of Mark Guthrie who stepped down in March 2021 after setting the ABF path for its technology project MYABF
- The resignation of Julia Hoffman who was stepping down from the Ethics Committee. She noted that Julia Hoffman had also served the ABF for many years as its Public Officer; a role which was no longer required with the ABF's structural change to a company limited by guarantee.

She discussed the proposed way forward on the strategic plan which required revision following the results of COVID-19 and other changes in the bridge landscape. She noted that owners of the various objectives in the current strategic plan have provided updates on status.

The meeting agreed with the President's recommendation that the mid-term meeting would conduct a comprehensive review of the Strategic Plan, and agree the priorities & objectives for the plan from 2022-

2024. It was further agreed that Rob Ward from NSW would lead the strategic planning session at the midterm meeting.

The President concluded by thanking the Board and Council for their support and co-operation over the past 12 months.

4.2 The Secretary

The secretary spoke to the pre-circulated report. She noted:

- Newsletter production had moved online during 2020 and consideration of a resumption of printed copies required consideration given the cost savings associated with an electronic version.
- The outstanding work performed by Pauline Gumby as webmaster.

The meeting discussed possible avenues for resumption of production of a newsletter. Consideration should be given to subsidising local production by clubs, however concern was expressed about the quality if this route was chosen.

Action: Board to develop a proposal for printed newsletter production.

The President thanked the secretary for her work over the past year.

4.3 The Treasurer

4.3.1 ABF Financial Report

The Treasurer noted that:

- the pandemic had provided an opportunity for the ABF to identify where it spends money and where cost reduction can occur. As an example, the newsletter moving online had provided a significant cost saving.
- Revenue is expected to rebuild as capitation fees return to pre-covid levels in April 2022.
- The reduction in international travel, face-to-face meetings had contributed significantly to the overall reduction in expenses.

2021 ought to be used as an opportunity to reassess and improve the ABF's business model. For example, consideration could be given to reassessment of the subsidy model for GNOT; ANC restricted players and internationals.

The meeting noted the GNOT team reduction had been paused at 60 teams.

4.3.2 James O'Sullivan Financial Report

The report was received and the meeting noted no new activity in the past year.

4.3.3 Review of Operations 2020 - income

The Treasurer noted:

- BBO had created an increased artificial 'cashflow' which required additional audit testing
- myABF had also generated \$50K cashflow in Q1, 2021 as it has come online

4.3.4 Review of Operations 2020 – expenditure

The Treasurer noted:

- The on-going administrative costs associated with myABF will need to be resolved.
- The 2% fee on all payments charged back to the event will assist with covering some of the costs.
- Modelling is currently occurring for myABF support.

4.3.5 Actual Vs Budget 2020

No comments.

4.3.6 Draft ABF Profit and Loss Jan-March 2021

The Treasurer noted:

- Likely to continue to operate at a surplus until events and activity returns to normally.

4.3.7 Capitation & Masterpoint Fees 2022

RESOLUTION 2:

That the Capitation fee for 2022 would return to pre-Covid levels – ie \$16.10 and that the Masterpoint levies would remain unchanged with no CPI increase applied for 2022.

Moved I. Thomson;

Seconded K. Frazer

CARRIED

4.4 The General Counsel

The General Counsel noted that updated Bylaws are on the agenda for approval at this meeting. He also noted that:

- An online bridge recorder had been appointed who has actively investigated reported claims of unethical behaviour.
- That cases referred to the ethics committee for further action have been considered appropriately to ensure the case is proven before any action might be taken.
- The case against a former member who has been sending harassing emails to various ABF personnel was currently listed for hearing in court in June, and the member has desisted from his previous behaviour.
- A child protection policy for the ABF is currently being drafted
- The Ethics Committee wished to thank Jane Rasmussen for support with secretarial work.

4.4.1 Recorder Issues & Management Thereof

The meeting paper circulated proposes a way forward for the review and management of recorder issues. The GC noted that maintaining a record of reported instances and bans was required and that the Ethics committee currently was supposed to write to all state and territory associations advising of bans, however management of this was unwieldy. Consequently, GC was proposing to meet with and discuss with each state and territory recorder and/or ethics committee chair regarding the mechanism for managing this area.

Action: Each state/territory to provide GC with the names of their recorder & ethics committee chairman (if they have one).

The meeting agreed that the development of a national approach to the management of recorder issues was required. **Action:** Geoff Chettle

5. Notice of Motion to amend By-laws

The Board of Directors proposed to amend the ByLaws pursuant to Clause 34(2) of the Constitution:

RESOLUTION 3:

After discussion it was proposed that clause 5.5.3 (b) of the proposed ByLaws be amended with the following wording:

reprimand, warn, suspend, cancel masterpoints or expel the party, or impose other penalties that the committee deems appropriate.

Moved G. Chettle;

Seconded B. Travis

CARRIED

RESOLUTION 4:

That the By-Laws of the Australian Bridge Federation Ltd be amended in their entirety.

Moved A. Stralow;

Seconded K. Frazer

CARRIED

6. Other Reports

6.1. Tournament Committee & 6.15 International Performance Committee

P. Reynolds spoke to the pre-circulated report. He noted the TC had met frequently via zoom over the past year and a draft Terms of Reference had been produced which is open for comment and requires updating to reflect the additional responsibilities the Tournament Committee has been allocated which now include Systems & Regulations.

He advised that responses to the online survey on how to shape the playoffs going forward from 2023 had been disappointing. However, the introduction of mixed events appears to be popular.

He reported the International Performance Committee which the TC had assumed responsibility for had been in hiatus during COVID with no tournaments on the horizon, however he expects to review this in the next 6 months and that a proposal on how to move forward could be expected at the mid-term meeting.

6.2. ABF Masterpoint Centre

The comprehensive report provided by the MPC manager was received. A brief discussion on late payments from various clubs ensued, however the quantum of these fees was low and the MPC and Treasurer have a process for managing these.

6.3. Governance Committee

Roy Nixon as chair had provided a very comprehensive report on current status despite the committee not having met over the past year.

The Council reviewed the composition of the committee to ensure compliance with the Bylaws and resolved that the committee would be modified to:

R. McConnell (Chair), R. Nixon, G. Chettle, C. Leach.

Furthermore, R. Nixon would be asked to lead the governance review in preparation for the mid-term meeting.

6.4. National Teaching Coordinator

Joan Butts had reported the continued progress of the program via Zoom during the past year.

Victoria queried the opportunity to accept a new round of honorary teaching fellows to the accredited teacher list. The meeting suggested that Victoria put a proposal to the secretary outlining the rationale for any review of the accredited list.

6.5. Head of Marketing

The Marketing report was received and would be reviewed as part of the segment on Growing the Business.

6.6. National Event Co-ordinators

There had been no events in the past 12 months so a separate report was not required. The contracts for the NEC's were currently being renewed.

6.7. National Technology Unit /MYABF

6.8. Finance Committee

No report.

6.9. Systems Committee

The pre-circulated report from L. Kelso was accepted with thanks. The meeting noted that the Board had agreed the systems committee would be disbanded and its work assumed by the Tournament Committee.

6.10. Ethics Committee

Report included as part of Legal Counsel's report.

6.11. National Authority

No report.

6.12. Regulations Committee

The pre-circulated report from L. Kelso was accepted with thanks. The meeting noted that the Board had agreed the regulations committee would be disbanded and its work assumed by the Tournament Committee.

6.13. Masterpoint Unit

The pre-circulated report was received with thanks. The key change in the masterpoint unit in the past 12 months had been the introduction of a new category – the 1000 club – which recognises players who had acquired 1000 masterpoint who did not qualify for any other award.

6.14. National Directors Accreditation Committee

No report. The meeting noted that the Board had agreed the NDAC would be disbanded and its work assumed by the National Event Co-ordinators.

6.15. International Player Committee (IPTF) report

Report received as part of the TC report

6.16. Youth Co-ordinators

The report was received with thanks. Youth will be discussed in further detail as part of the discussion on the youth development plan later in the meeting.

7. ANC Calendar

7.1. 2021 ANC WA

The report on progress for the ANC was received with thanks. The President noted the excellent work undertaken by BAWA to establish and set up the event in the timeframe available.

7.2. 2022 ANC SA

The meeting noted a potential capacity limit on the Victory Dinner of 120 people may be in place. SABF advised that priority for attendance at the victory dinner would be given to team members.

8. Tournaments and Licensed Events - Online Events

No report was provided given the lack of events in the past year.

9. Independent Organisations

9.1. ABDA Report

No Report was received.

10. General Business

10.1 Growing our business

Peter Cox advised the meeting that a comprehensive survey had been undertaken which had received strong participation from the bridge playing community, although respondent representation was slightly skewed towards active competition players. Key points were highlighted in the executive summary. Marketing will run zoom sessions to answer questions on the survey for states/territories and clubs as necessary.

Marketing has also run free workshops for clubs to assist them with membership growth and retention.

Peter led a workshop session which focussed on actions which might be undertaken to grow the business and documents relating to the outcomes of this session will be circulated separately by Head of Marketing.

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10.2 Youth Bridge Development Strategy

A Youth Development Plan for 2021 - 2025 was presented by Kim Frazer.

The meeting agreed that a goal of achieving 1000 youth players by 2025 was achievable. Specific actions were identified which may be undertaken by states and nationally. It was noted that appointment of key personnel to drive specific initiatives in each state/territory is integral to the success of the plan.

10.3 MyABF Update

A pre-recorded update on the MyABF project was provided to the meeting which outlined the current status of the project and the proposed next steps. Key issues highlighted were:

- On-going support for Julian as activity grows
- The modular approach to development has worked well, however some tweaking has been necessary to address existing functionality while new development is being undertaken.
- A policy on the treatment of refunds is required
- The risk of a cost blow-out given the nature of the project is real, and careful management by the steering committee on deliverables will be required to mitigate this risk.

10.4 Risk Management

Adel Abdelhamid outlined the risks which have been identified for the organisation by the management committee. These risks were further refined and evaluated by the meeting. The next steps are to identify risk mitigation strategies where necessary and assign owners for each risk.

11. Confirmation of proposed meeting dates

11.1. 2021 Mid Term Meeting

The President advised that the mid-term meeting would focus on review and development of the strategic plan 2022 – 2024.

The dates will be October 23 – 24 immediately following the SPNOT.

11.2. 2022 AGM Date

The 2022 AGM was set for May 2-3 immediately following the 2022 ANOT.

Meeting Closed 2.30pm

Kim Frazer

Secretary, ABF