



MOUNTAIN BIKE AUSTRALIA

AGENDA FOR THE ANNUAL GENERAL MEETING
OF
MOUNTAIN BIKE AUSTRALIA

7.30pm Sunday, 27th January 2008
Embassy Motel, Hopetoun Circuit, DEAKIN ACT

1. Attendance

Executive:

Gillian Duncan [President]
Kristjan Snorasson [Vice-President]
Tony Scott [Executive Officer]
Anthony Burton [Public Officer]
Nigel Walker [Cycling Australia Representative]
Hayden Lester [QLD State Representative]
Damon Willmore [WA State Representative]
Russ Baker [ACT State Representative]
Vanessa Medder [Treasurer]
Joff Medder [SA State Representative]
Steve Humphries [NSW State Representative]

Members:

Rosie Barnes
Andrew Blair
Reece Guihot
Sarsha Huntington
Randall Huntington
Mic Longhurst
Gus MacAnally
Stuart Plant
John Carney
Kelvin O'Connor
Simon Wright
Erin Francis
David McKinlay
Carolyn McKinlay

Club Volunteers
Kaye Murrell
Jo Willemse

2. Minutes of previous AGM (2007)

Tony Scott presented the minutes

➔ **Acceptance moved by Nigel walker, Hayden Lester Seconded.**

3. Business arising from the previous minutes

Q: [DM] In regards to coaching course accreditation , have we finished the coaching course accreditation process?

A:[TS] No The new National Coach may or may not have time to complete this.

Q: [NW] Does it need to be the national coach to write the coaching course?

A: [TS] Does not need to be the national coach.

Q: [Anthony Burton] Could the former coach write this?

A: [TS] Indeed, and this option is to be examined at the Executive meeting on Tuesday

Q: [Gus McAnally] In regards to DH for the Level 1 MTB coaching course?

A: [TS] The course will only cover XC from Damian Grundy.

Q: [Damon Willmore] Could we adopt another country's process?

A; [TS] That is an option – if it were obtainable or purchasable.

Q: [Mic Longhurst] In regards to insurance while coaching?

A: [TS] Start with level 1 road, and then upgrade with the MTB module

Q: [Damon Willmore] IMBA Australia?

A: [TS] No actions have been taken on this front.

4. President's report

Gillian Duncan presented the "P" presentation:

- People - about the clubs who helped shape MTBA in 2007
- Places – More places to ride and race, like Eagle MTB Park in SA
- Promotion – Event promotion, CORC is particularly good at promotion
- Partnerships – Mentioned specifically Stromlo, Glen Jacobs & CORC, and CORC / CA / UCI / MTBA for the World cup & champs
- Progress – Changes in Stromlo since 2006, also that 2006 was a growth year in the sport with outstanding performances at the worlds.
- Pathways – Juniors making their way through the sport

5. Executive Officer's report

Tony Scott presented his report.

- Membership continues to grow, 12% 2006-2007, total approaching 5000
- Membership does vary across the year, February area the highest membership for MTBA
- Growth in most states
- Junior membership is 25%, 70% senior, 5% recreational, juniors continue to grow slowly as a percentage
- Females only 12%, this needs to be a target area for growth
- Addressed the future:
 - Investing in cutting edge online systems
 - Investing in coaching and officiating
 - Investing in IMBA Australia
 - Investment in member services

Q: [John Carney] Income stream from IMBA?

A: [TS] In concert with IMBA America, MTBA has performed some work in Tasmania, will earn 10% of the contractual cost working with local government (in and around Launceston).

Q: [Reece Guihot] Future of IMBA officer for MTBA / Nation-wide advocacy officer

A: [TS] Early days yet as to how this would look. Several options for IMBA in it's Australian incarnation – could be an IMBA officer, could be distributed trail-care crews. IMBA's preference may indeed be for a trail-care crew over a single officer. Discussions will continue throughout 2008, at the Executive meeting on Tuesday, and further discussions will happen during the upcoming IMBA visit.

A: [GD] Need to create a business model that will not drain the MTBA funds. IMBA Australia must stand alone financially. Ideally funded through govt and private contracts. No definite model at this stage.

A: [TS] Currently MTBA, esp. TS & GD, perform this role where possible and where can be coordinated.

Q: [Reece Guihot & Damon Willmore] Addressed timeliness of this information (the development of IMBA Australia) and requested that it be published in the newsletter – that MTBA's support of trail advocacy should all be made public, especially for the smaller & newer clubs

A: [TS] Acknowledged that the newsletter could indeed be broadened to be longer term, and to talk about these successes.

Q: [Randall Huntington] Mountain-biking in schools

A: [TS] CORC do this well. MTBA & CORC have purchased and developed the Canadian SprockKids program to make this a saleable product and a complete package.

Q: [Damon Willmore] Victoria are developing a school module independent of clubs. We need to market MTBA to such organization.

A: [TS] The 'Dirtmasters' program has been given to teachers in Tasmania (to test). Feedback is required and evaluation in regards to moving forward with this.

A: [GD] MTB Coach accreditation will help this.

Q: [General Discussion] Schools / Insurance / Activating children

A: [TS] Keen on promoting schools, advocating MTB in schools, and moving forward. TS requested that clubs and representative please inform MTBA in regards to activities involving school kids.

6. Treasurer's report

Presented by Tony Scott on behalf of Vanessa in summary format

- Income: MTBA is a membership-driven organisation - 66% Membership, 27% Day permits
- Expenditure: 31% Salaries, 21% Admin, 19% National Season, 10% Promotion, 9% Support Services (travel & accomm EO), 7% Committee, 1% Insurance (odd line item, should be around \$75k, due to not yet receiving the year's invoice).
- Financial Comparisons: Graph presented, Key facts: we continue to run profitably, income exceed expenses, profit for 2007 will be approx \$85k
- Vanessa: Auditor will indeed produce the final reports after they are reviewed, no time to get reports audited prior to the meetings,

Q [Steve Humphries] Why is NSW SDF empty?

A [Vanessa Medder] All has been expended.

Q [Russell Baker] When was the last audited statement?

A [VM] Last year's was the last one, Anthony Burton mentioned June 26 2007 was the date 2006 was formally lodged, after all is closed.

Q [DW] Bike show is listed as a negative expense?

A: [Vanessa] This was a reimbursement.

Q: [DW] Salaries are listed as \$57k should it be \$72k?

A: [VM/TS]: The \$72k includes the honorarium for the treasurer and the payment to the admin assistant.

Q: [Reece Guihot] Why is the SA SDF a minus?

A: [VM] The figures haven't been adjusted yet.

Q: [Gus MacAnally] Where did the QLD SDF go?

A: [GD]– QLD do not get around to spending the SDF.

Q: [RB] Doesn't think SDF should be for junior development or coaching. Should be for the sport of MTB and for infrastructure components for clubs?

A: [TS] Asset procurement is a different case for states other than the ACT. State-wide assets are more difficult to manage. Capacity building is easier to share across a state. Philosophical issue as to whether MTBA should fund junior development.

Q: [RB] If the ACT is a special case, can you divide the spending?

A: [TS / DW] Up to the states how to spend the money. Sometimes best on infrastructure, one solution is to divide it, another is to centralise it.

Financial reports were not nominated or seconded to be accepted as they are unaudited.

**Damian Willmore moved that the reports will be accepted post-auditing.
Hayden Lester seconded the motion.**

7. Election of office bearers

MTBA's public officer, Anthony Burton has declared all positions vacant

Below the various positions are noted and the election detailed recorded.

- President - **Gillian Duncan**
One nomination for Position of President, Gillian Duncan.
→ Anthony presents Gillian as the President.
- Vice President
VP – Two nominations for VP. Kristjan Snorasson & Steven Humphries.
→ **Both were asked to speak to their nominations and a vote ensued.**
→ Kristjan Snorasson was elected Vice President of MTBA by a show of hands supported by proxies.
→ Anthony presents Kristjan Snorasson as the Vice-President.
- Treasurer - **Vanessa Medder**
One nomination for Position of Treasurer, Vanessa Medder.
→ Anthony presents Vanessa Medder as Treasurer.
- Secretary - **Stuart Plant**
One nomination for Position of Secretary, Stuart Plant.
→ Anthony presents Stuart Plant as Secretary.
- MTBA representative on CA Board
Steve Humphries nominates Nigel Walker, Kristjan Snorasson Seconded.
→ Anthony presents Nigel Walker as the MTBA Representative on the CA Board.

8. Election of Ordinary Members

- **State Representatives**
 - NSW - **Leonard Allen**
 - Vic – **Rohin Adams**
 - ACT - **Russell Baker**
 - SA - **Joff Medder**
 - Qld - **Hayden Lester**
 - Tas
 - WA - **Damon Willmore**
 - NT

→ At the conclusion of the meeting, state representative positions remain open for Tasmania and the Northern Territory.

- **Discipline rider representatives**
 - XCO - **Andrew Blair**
 - Trials - **Stuart Colla**
 - DH – No nominations recorded, however, Shane Wode nominated late, in which case Anthony will accept this.
 - 4X – At the meeting Sarsha Huntington was nominated by Gus MacAnally, Gillian Duncan seconded, Sarsha Huntington elected.
- **Appointment of:**
 - Public Officer - Anthony Burton
 - **Agreement with MTBA, president of CORC will remain the public officer.**
 - Member protection Officer - no nominations, no election took place
 - Auditor - existing auditor will be used

9. **Vote on the Special Resolutions to adopt the amendments to the MTBA Constitution.**

1. **Addition of name** (currently not in constitution)

The name of the incorporated association is "Mountain Bike Australia Inc."

passed

2. **Addition of purpose** (currently not in constitution)

- (a) administer and govern the sporting aspects of mountain biking in Australia in a manner that allows the sport to be safe, competitive and fair;
- (b) encourage, promote, advance and generally raise the profile of recreational mountain biking in Australia;
- (c) actively work for the environmental sustainability of mountain biking.

passed

3. **Change financial year back to the year ending on 30 June.**

passed

4. **Addition of membership categories** (currently not in constitution)

The association has the following categories of membership:

- (a) Individual membership,
- (b) Club membership,
- (c) Private promoter entities, and
- (d) Any other categories of membership determined by the management committee.

In addition to this clause some minor changes to the subsequent membership wording will occur for consistency.

passed

5. **Voting** (at general meetings)

Current wording

Upon any question arising at a general meeting of the association a member has 1 vote only.

Proposed change and addition

Upon any question arising at a general meeting of the association, all individual members are entitled to one vote.

Clubs and private promoters, which are members of the association, are not entitled to vote.

passed

6. **How to vote**

Current wording

All votes shall be given personally or by proxy but no member may hold more than 5 proxies.

Proposed change

All votes shall be given personally, electronically or by proxy.

passed

7. Notice for calling of AGM**Current wording**

Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of MTBA, the secretary shall, at least 21 days...

Proposed wording

Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of MTBA, the secretary shall, at least 42 days...

passed

8. Election of Committee Members**Current wording**

(b) shall be delivered to the secretary of the association not less than 7 days before the date fixed for the annual general meeting at which the election is to take place.

Proposed wording

(b) shall be delivered to the secretary of the association not less than 21 days before the date fixed for the annual general meeting at which the election is to take place.

passed

9. Surplus property**Current wording**

At the first general meeting of the association, the association shall pass a special resolution nominating another association for the purpose of paragraph 92 (1) (a) of the Act; or a fund, authority or institution for the purpose of paragraph 92 (1) (b) of the Act, in which it is to vest its surplus property in the event of the dissolution or winding up of the association.

An association nominated under paragraph (1) (a) must fulfill the requirements specified in subsection 92 (2) of the Act.

Proposed change

If the association is wound up or its incorporation is cancelled, the remaining assets of the association must not be distributed to any member.

The remaining assets must be given to an entity that:

- (a) has a similar purpose to the association;
- (b) is not-for-profit; and
- (c) also prohibits the distribution of profit, income and assets to its members.

passed

[Q]: Russ Baker: Is a majority vote enough to change the constitution?

[A]: Anthony Burton & TS: This will need to be investigated.

10. General Business.

There was discussion about the MTBA management committee seeking input from people with special knowledge and expertise in the following areas.

- Trail advocacy
- Coach education
- Female membership growth
- Recreational membership

11. Meeting declared closed at approx 11pm