

Minutes

Date: Monday, 11 September 2023

Time: 6:30pm

Location: Microsoft Teams

Board of Directors and Staff Attendees

Co-Chair	Directors	MNSW
Director Bowditch Director Cheney	Hugh Howarth Alison Wong Nathan Hussey Tanya Raffoul Ian Lieblich	Daniel Rushworth CEO Wendy Haddad EA

No Item

1. Meeting Opening

1.1. Meeting Open by Director Bowditch at 6:37pm.

1.2. Apologies
There were no apologies noted.

1.3. Director Introductions
Director Bowditch invited the Board to introduce themselves and provide an outline of their working background.

1.4. Conflict of Interest Declarations.

Madeleine Bowditch (Director) - Member of Bankstown Wiley Park MCC	Chelsea Cheney (Director) - Member of Cooma MCC - Member of Goulburn MCC - Far South Coast MCC - AMCROSS	Hugh Howarth (Director) - Member of Oyster Bay MCC
Alison Wong Nil	Ian Lieblich Nil	Tanya Raffoul - Member of St George MCC
Nathan Hussey - Member of Manly Warringah MCC	Daniel Rushworth (CEO) Nil	

1.5. Previous minutes confirmation

The minutes for the July 31, 2023, meeting were confirmed by the Board.

Moved – Director Cheney. Seconded – Director Howarth.

1.6. Matters arising/action list

No.	Matter	Owner	Status
3.1.2	CEO to provide the Board with an update on the Horsley Park lease and Club Zone matter, and on the outcome of the meetings at the September Board meeting.	CEO	In Progress
3.5	CEO to contact MA and obtain quotes on D&O Insurance. An update to be provided to the MNSW Board detailing outcome.	CEO	In Progress
5.1	CEO to develop and include high concerning top 10 risks within future Board packs.	CEO	In Progress

The CEO advised that regarding item 3.1.2, MNSW is currently on a month-to-month lease with Western Sydney Parklands. The Horsley Park facility is a junior ride facility. MNSW has received advice from Western Sydney Parklands that we will be moved to the Club Zone site which is currently a farming district. There is currently no infrastructure in the Club Zone and there is an opportunity to seek funding opportunities.

The CEO spoke to item 3.5 and advised that the Directors and Officers Insurance will be due for renewal in October 2023. There are currently two options, the market option, which was used previously, or MAIL, who are also offering this. MNSW CEO will be obtaining quotes for both options for presentation to the Board, and then a determination will be made. More work is being done in this space and updates will be communicated to the Board as they arise.

The CEO advised that item 5.1 is currently in progress and will be completed under the Finance, Risk, Audit and Properties Committee.

2. Matters Arising for Decision

2.1. MNSW Board Structure 2023

Director Bowditch advised that email correspondence was recently circulated detailing the sub-committees and proposed that the Board elect a Chair and Deputy Chair before turning to Subcommittee structure.

2.1.1. Appointment of Chair and Deputy Chair

Director Cheney nominated Director Bowditch for Chair of the Board. Director Cheney explained that Director Bowditch was well established within the MNSW community, who often reached out to her to provide feedback.

The nomination was unopposed, Director Bowditch was elected as Chair of the Board.

Director Bowditch nominated Director Cheney for Deputy Chair of the Board. Director Bowditch advised that Director Cheney holds extensive experience in motorcycling, especially

as an official and across all levels of participation. Director Cheney also holds relationships with many in the community.

The nomination was unopposed, Director Cheney was elected as Deputy Chair of the Board.

2.1.2. Sub Committee Structure

Director Bowditch explained that the sub-committees were currently dormant pending appointment of a full Board. The Governance Committee has previously led a policy overhaul, with a new company constitution and almost all MNSW policies being uplifted. The Investigations Committee has also made great progress in closing out a number of grievances and historical complaints, with only two matters outstanding. The focus moving forward will be on the Participation Committee and the FRAP Committee, and now that a full Board is in place the Committees can meet regularly.

Director Howarth advised that he would be interested in sitting on the Finance Committee and suggested that the FRAP Committee be split. Director Howarth queried what the guidelines were for a Chair and Deputy Chair to be on sub-committees. Director Bowditch advised that this is detailed in the Committee Charters and that the Chair can sit on sub-committees as a member only, while the deputy chair can sit on sub-committees as a member or Chair.

Following discussion, it was agreed that the following Directors be allocated to the sub-committees:

Finance Committee – Directors Howarth, Hussey, Lieblich

Governance, Risk & Audit Committee – Directors Bowditch, Cheney, and Wong

Investigations Committee – Directors Raffoul, Bowditch, Lieblich and Wong. One of these Directors will sit on the Investigations Panel, rather than the Committee.

Participation Committee – Directors Raffoul, Howarth, Hussey, and Cheney.

The CEO advised that the Charters will be updated and circulated to the Board for review and approval.

Action Item 2.1.2 – CEO to update and circulate Committee Charters to the Board for review and approval.

2.1.3. Frequency of Board Meetings

Director Bowditch suggested holding monthly Board meetings until the end of 2023. The Directors unanimously agreed, with Director Wong advising she may be an apology for the October Board meeting.

The Directors confirmed that the current Board meeting schedule was suitable and the EA will propose possible meeting dates for October and December in due course.

Action Item 2.1.3 – EA to set a Board meeting for October and December.

2.2. MNSW Senior MX State Championships

Director Bowditch and the CEO provided context to the Board surrounding the cancellation of the Senior MX State Championships.

The newly formed Motocross Sports Committee was established on 1 August 2023 and were tasked with making a recommendation to the Board on how MNSW can improve the Senior State Championships.

The CEO will provide the Board with further details surrounding this for review and circular motion.

Action Item 2.2 – CEO to provide the Board with further details surrounding the circular motion for the Senior MX State Championships.

2.3. MA Trials Australia Position

Director Bowditch provided background details surrounding Trials and the proposal from MA. MNSW is continuing to work with MA on this, and is in the process of seeking further detail regarding the proposal.

Action Item 2.5 – Director Bowditch to circulate all Trials information to the Board for review and input into any gaps or questions on the MA Trials Position. Director Bowditch to then provide communication to MA.

2.4. MNSW Policy

The CEO advised that he will be sending the Board the Discipline Bylaws and the Repeal of MNSW bylaws for circular motion.

Action Item 2.6 – CEO to circulate to the Board the Bylaws for circular motion.

3. Matters for Discussion

3.1. CEO Report

The reports were taken as read.

3.2. Coaching Private Promoter Agreements

Director Howarth queried whether there were updates in this matter. The CEO provided an explanation on the circumstances surrounding the Agreements. The CEO advised that this matter will be placed on hold and will reengage with the community at a later date surrounding the Agreements.

3.3. Motorcycling Australia Update

The CEO advised that MNSW has provided MA with a Product Review, and noted that only a limited response had been received thus far. The product review falls under the MNSW Strategic

Plan, and it is the goal of the CEO to pursue this for the benefit of the community. Updates will be provided to the Board as they arise.

4. **Matters for Noting**

4.1. **Key Dates**

Director Bowditch noted the upcoming Delegates Meeting will be held at Blacktown on Thursday, 19 October.

5. **Forthcoming Strategic Decisions**

5.1. **MA Organisational Initiative**

Director Bowditch advised that she is currently working on the MA Organisational Initiative and reviewing the MOU provided by MA/Sport Australia. A report will be circulated to the Board in the coming days for feedback and recommendations.

6. **Meeting Close**

6.1. Meeting closed at 9:25pm.

6.2. Matters Arising

No.	Matter	Owner	Status
3.1.2	CEO to provide the Board with an update on the Horsley Park lease and Club Zone matter	CEO	In Progress
3.5	CEO to contact MA and obtain quotes on D&O Insurance. An update to be provided to the MNSW Board detailing the outcome.	CEO	In Progress
5.1	CEO to develop and include high concerning top 10 risks within future Board packs.	CEO	In Progress
2.1.2	CEO to draft and circulate the Committee Charters to the Board for review and approval	CEO	In Progress
2.1.3	EA to set a Board meeting for October and December.	EA	Completed
2.2	CEO to provide the Board with further details surrounding the circular motion for the Senior MX State Championships.	CEO	In Progress
2.5	Director Bowditch to identify gaps in the MA Trials Position and provide communication to MA.	Chair	In Progress
2.6	CEO to circulate to the Board the Bylaws for circular motion.	CEO	In Progress