



Gymnastics New Zealand Annual General Meeting 2020 - Minutes

DATE	Saturday 18 July 2020
VENUE	Electronically Via Zoom
ATTENDEES	<p>GNZ Board Members Dr Denis Mowbray, Lisa De Coek, Angie Dougal, Pete Elderkin, Louise Chapman, Quinton Hall, Mark Figgitt</p> <p>Life Members Michele Hawke, Marie Stechman, Avril Enslow</p> <p>TC Members</p> <p>GNZ Staff Tony Compier, Danielle Halliday, Penny Metcalfe, Tania Nigh, Gareth Brettell, Belinda Randall, Haidee Farmilo, Megan Russell,</p> <p>Club Delegates/Representatives/Observers Brendon Munford, Tim Gunther, Erica Third, Claire Packman-Brown, Ashleigh McCaw, Nigel Humphreys, Adrian McMillan, Shirley Baker, Debbie Simpson, Luke Dobney, David Phillips, Jaime Pavlicevic, Joanne Salvacion, Rachel Schmidt, Teresa Brownbridge, Esther Fifita, Amy Nield, Jenny Newstead, Kevin Phillips, Scott Verevis, Helen Houghton, Barbara Price, Monique Gapes, Kirstin Wurms, Janine McCaughan, Melanie Bloom, Sheryl Plew, Kylie Robson, Louise McCarthy, Janine Noble, Kay Brown, Erin Wilson, Stephen van Huysen, Jo Flowerday, Hannah Prout, Craig Buckley, Rachel Henare, Ian Sims, Elizabeth Davie-Martin, Tania Donnianni, Kay Glass, Andrew Wilmer, Gabriella Neilson, Emma Brookes, Vicki MacDonald, Pam Walters, Mike Thompson, Tas Evans, Haylee Ross, Diana Brett, Rosa Esteban, Tracy Chisholm, Donna Woolaston, Emily Roff, Clyde Roleston, Niki Johnston, Craig Carter, Maia Bennett, Erin Mckenna, Greg Island, Alison Payne, Kirsty Howie, Jody Le Bas, Ken Olley, Alison Payne, Aileen Berryman, Mandy, BJ, Occum</p>
MINUTE TAKER	Penny Metcalfe
APOLOGIES	Veronique Manti, Joy Kitto, Tracey Sharp, Carol Henry, Janine Glover, Rainbow Overson, Pablo Donnianni, Sara Brown, Nina Lamminan, Nicola Ludwig
<p>AGM Apologies Apologies were called from the floor.</p> <p>Moved: Dr Denis Mowbray Seconded: Avril Enslow</p>	
DISCUSSION	<p>In Memoriam</p> <p>A moments silence was held in remembrance of Margaret Woolf and Maurice Davis (see their tributes in the Annual Report)</p>

DISCUSSION	Adoption of Minutes of 2019 Annual General Meeting
<p><i>Motion</i></p> <p>THAT the Minutes of the 2019 Annual General Meeting be received, approved and adopted.</p> <p>Moved– Dr Denis Mowbray Seconded–Amy Nield Carried</p> <p><i>Motion carried</i></p>	
DISCUSSION	Presentation of the Chairperson’s Report (refer 2019 Annual Report)
<p>Dr Denis Mowbray – Chair Gymnastics New Zealand</p> <p>Taken that the report has been read. But specific mention on some topics highlighted within. There were two important elements that were discussed at the last AGM; we could not complete a review of the constitution and membership structure. Unfortunately, COVID-19 has overtaken us. Both these projects are planned for completion prior to the 2021 AGM. This is of course dependent on the ongoing environment, e.g. COVID-19. This will include a review of terms on which directors serve, e.g. length of tenure.</p> <p><i>Oceania Gymnastics Union</i></p> <p>Continental Championships and Pac Rim had to be postponed. Tas Evans, Rachel Harvey and Rowena Deadman have joined the Oceania working groups with Tas, selected as Chair of Education and Development and Rachel and Rowena on the GfA committee. Thank you to these three for giving your time and expertise to assist with these very important development committees.</p> <p>Nations that make up Oceania now are Australia, NZ, Papua New Guinea, Cook Islands, Fiji, American Samoa, Guam and Tonga. There is an expectation that Samoa will join this coming year. But as with everything, this depends on the fallout from COVID-19.</p> <p>On behalf of Oceania and Fiji, I would like to recognise Avril and CSG for the amazing gift of excess equipment that ended up going to Fiji. Since receiving it, it has been put to great use. I must also thank the Royal NZ Airforce who airlifted to equipment to Fiji for free. This was an exceptional act of charity for which we are grateful.</p> <p><i>COVID-19</i></p> <p>This has had a tremendous impact on the organisation and clubs with significant impact on finances, but also because of Pac Rim and the equipment that was purchased.</p> <p>Thank you to the community for your resilience. You are all amazing with how you have managed your clubs under this stressful time. Congratulations and the Board stands in awe of you as you have navigated your way through hard times.</p> <p>Thanks to NZCT and their continual support of the regional relationship network. It is much appreciated as is Sport NZ’s support, particularly around their financial support packages for sport post COVID-19.</p> <p>On behalf of the board, I would like to thank Tony and the staff for all they have done. It has been a challenging year, and they have performed amazingly. Finally, thank you to my fellow directors, in particular: Louise for her expertise and time with the sponsorship and TV rights for Pac Rim, and Mark for his support and work with Danielle on Project 2020 and lastly to Lisa and Pete for their incredible diligence and work in helping the organisation</p>	

navigate the complexities of our financial position over the past months.

It is a privilege to work with you all.

Motion

THAT the Chairperson's Report for the year ending 31 December 2019 be accepted.

Moved – Denis Mowbray

Seconded – David Phillips

Motion Carried

DISCUSSION	Presentation of the CEO Report (refer 2019 Annual Report)
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Tony Compier – CEO Gymnastics New Zealand

The report is taken as read.

Kia Ora and welcome to everyone in this virtual environment.

Three key things:

Pac Rim

It was a significant achievement for NZ to be awarded the event. The community commitment to support us in the delivery of the event was outstanding with volunteers and equipment purchases, so thanks to you all in club land. There was also strong member commitment through ticket sales, so thanks for all that support. Unfortunately, COVID-19 came along and ruined it all. The event is now postponed and rescheduled to April 2021. We have a watching brief on border restrictions, international travel, and quarantine requirements. The other key element is a financial review, which is around events delivery; funding, partnerships, and a sense for spectator support. We will make a call by October 2020 on whether it goes ahead.

Project 2020

There has been a strong strategic commitment from our Board and alignment with our key partners such as Sport NZ. There has been good engagement and a key element to this project is retention; however, in 2019, we see for the first time in a long time a drop of 7% in overall membership numbers. We need to think strategically about retention, new members, and momentum if we want to increase our membership base. Athlete wellbeing (Project 5) is still to be completed and is topical at this time (July 2020) with British Gymnastics in the media and Athlete A documentary on Netflix. Therefore, it is imperative that our work is stepped up. We are close to completing the system part of this in relation to framework and documentation. Following this, it then needs socialised into the community, which involves specific community resources. We are looking forward to progressing this soon and to work with you to facilitate change.

COVID-19

2019 was going to be standout year. Converting project 2020, Pac Rim preparation, membership framework and constitution review – disappointing that all of this has been impacted in some way. Thanks, must go to all staff for dealing with COVID-19 and what that threw at us; we were busier than ever, working hard in getting out information, resources, and templates especially with return to activity guidelines. I am very proud of the GNZ team. Thank you to our community, the input and influence from our community has been great, particularly feeding into SNZ strategy regarding needs of the community. It was wonderful to see so much virtual work going on and engagement with club members.

It is a fluid landscape internationally and in NZ I do not think we realise the impact that COVID-19 is having world-wide and in the overseas gymnastics' community. We should

remain vigilant to some of those guidelines that we have had to adapt to, over COVID-19. Term 3 and 4 is unknown but will give us a strong indication of where we will sit in the short and long term.

Thank you to the Board; I am so pleased with the expertise, skill level, time and effort they give in their personal time. They have a strong working relationship with the organisation. Sincere thanks to Denis and the Board and I look forward to working closely with you to navigate what still lies ahead of us for the rest of 2020.

Lastly, my sincere thanks to the GNZ staff who are an amazing bunch of committed people to all things gymnastics. I am proud to work alongside you and constantly humbled by the time, energy, passion, and commitment you show in serving our community – you are truly awesome.

Motion

THAT the CEO Report for the year ending 31 December 2019 be accepted.

Moved – Denis Mowbray

Seconded – Theresa Brownbridge

Motion Carried

DISCUSSION

Presentation of Audited Annual Financial Report for year ending December 31, 2019

Lisa De Coek – Chair of the Audit & Risk Committee; Tania Nigh, Gymnastics NZ Finance Manager & Tony Compier, Chief Executive Officer

2019 Financial Result

For the purpose of reading the financials in the Annual Report, the following should also be noted with regards to complying with the PBE reporting standards:

Statement of Comprehensive Revenue and Expense:

The net surplus for 2019 is \$34k versus a 2018 surplus of \$151k

Revenue has increased due to:

- Tours and events – not unexpected in the final qualifying year before the Olympics. Notable was the biennial Univesiade Games and the largest DMT and TRA teams going to World Championships, World Age group and Australian Nationals.
- Affiliation fees increase of \$176k - purely because of an increase in fees, as actual membership numbers dropped.
- Sponsorship increased by \$36k which was pleasing as we embarked on a strong campaign to increase sponsorship income. Agreement with W+A (NZ Sport Collective and SkyNext) in place and this relationship will continue.
- Against those increases we have an expected reduction of \$463k in grants and funding, the majority being the full acquittal of the SNZ transition and capability funding in 2018.

Expenditure - notable increases over the previous year:

- Tours and Events - Increase of \$163k; expected as there was an increase in Tours
- Administration costs rose and were mostly expected

- Sponsorship/partnerships of \$50k, seen as an investment over next two years
- IT space: maintenance and functionality gains, but comes with costs
- Increased costs in education - purely due to more courses.
- Employee costs; have made savings of \$113,000 due to tight controls and reduction in roles.

Balance Sheet

- o Net assets similar to 2018, but have reduced our cash and deposits, which is expected. Increase in prepayments due to Pac Rim with suppliers and equipment.

Equity

- o GNZ's position remains strong, with surplus for the year.

2020

We expected a modest surplus for end of 2020, but the challenges presented has changed this outlook. GNZ commenced a series of forecast activities to help us understand cash flows. We looked at different ratios and scenarios. There are a lot of moving parts and updates of cash flow occur every day. Modelling and controls are on-going. Those scenarios will be managed for the balance of the year. The ARC oversees this and the risk matrix is updated on a monthly basis with meetings being held monthly as well.

Various funds have been set up and we are in the process of applying or waiting on a response. We have had both tranches of the government wage subsidy. We waived 2020 fee increases for terms 2-4 and reduced these by 20% for term 2. We have reduced our resources in two ways - a reduced working week/pay and 3 roles disestablished.

It was not the year we expected but the GNZ team has worked really hard to keep us in an optimistic position, so a grateful thanks to them.

Questions –

AE: what does administration costs cover?

LDC: covers telecommunications, resource, office hire, - all of our expenses essentially. Some must be disclosed like office lease cost.

SV: As a community, we require some understanding of the modelled scenarios and the general outcomes being sought in these models. Can we get a summary of these?

LDC: Yes, some bullet points and explanations can be provided after the AGM

<ACTION>

Denis thanked the ARC, on the behalf of the community for the work they have done over last few months.

Motion

THAT the Audited Annual Financial Report for the year ending 31 December 2019 be accepted.

Moved – Denis Mowbray

Seconded – Brendon Mumford

Motion Carried

DISCUSSION	Appointment of Auditor
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Lisa discussed the reason why it is time to review the appointment of auditors for the 2020 accounts. COVID-19 has got in the way of this process before this AGM. As part of our ARC work plan, we identified that we should go back to market as a matter of course. The key elements of support, competency and value for money will be closely scrutinised. We will have them appointed in the next couple of months.

Motion

THAT the meeting gives the Board authority to select the auditor for the 2020 and following audits following the receipt and review of proposals from appropriately qualified accountants.

Moved – Denis Mowbray

Seconded – Claire Packman

Motion Carried

DISCUSSION	Election of Gymnastics NZ Board Members
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Elected Positions

The Gymnastics NZ Board comprises a total of seven members (four elected and three appointed members).

This year there are **two** vacancies for Elected Board Member positions on the Gymnastics NZ Board.

Two valid nominations were received for the two vacant positions.

15.5.g of the constitution says:

Having considered the Board Appointments Panel's recommendations, the Elected Board Members shall be determined from amongst all the valid nominations received by the Chief Executive (including those recommended by the Board Appointments Panel) by Ordinary Resolution at the General Meeting at which the recommendation was made, **provided that** if:

- i. There are the same number of nominations as positions available; or
 - ii. There are insufficient nominations and after **calling for further nominations from the floor at the AGM** or SGM there are still insufficient or the same number of nominations for positions available.
- then those persons who have been nominated shall be declared elected by the Chairperson.

Affirmation

THAT both Louise Chapman and Pete Elderkin are appointed as Elected Board members.

Appointed Positions

The Gymnastics NZ Board comprises a total of 7 members (4 elected and 3 appointed members).

This year there is **one** vacancy for Appointed Board Member position on the Gymnastics NZ Board.

The Board Appointments Panel has completed their decision-making process to ensure that the skills, abilities and experience on the Gymnastics NZ Board reflect current need. The Panel unanimously agreed to appoint Lisa De Coek to the position of Appointed Board Member.

Motion:

THAT Lisa De Coek is accepted as an Appointed Board member.

Moved – Denis Mowbray

Seconded – Haylee Ross

Motion Carried

DISCUSSION**DISCUSSION****General Business**

- 1) *Limiting Director Terms:* Brendon Mumford (Manawatu) - In support of Te Puke in raising the question last year, I thought it should be raised again around the renewal of Board members. It is a challenging position to be in and needs a balanced approach of experience but renewal is important.
Denis agreed with Brendan that rejuvenation is important and encourages the community to think more widely to parents and associates of clubs, rather than just staff, volunteers or club's own management or governance group.

- 2) *Membership Fees:* Avril Enslow (CSG)- We want it recorded that we are dissatisfied with the affiliation fee matrix coming from the preschool and the recreation space, but it sounds like it will be addressed with the constitution review and membership structure review.

Tony replied to Avril and said the last year of the funding cycle drove a need for an increase in membership fees, but yes fee structure matrix will be included in our review. Ultimately whatever we come back with; it will be up to the community to accept that this is the case. It will be on the AGM agenda again in 2021.

Emma Brookes commented "We believe that fees are appropriate and GNZ provides good products to all of our members, not just competitive"

- 3) *Membership Rewards:* Avril Enslow (CSG) Are you still paying 3rd Level Consulting? Danielle replied to Avril and commented that 3rd Level Consulting is still available. In 2018 in the budgeting process we reviewed these club rewards which had a liability to the organisation. We looked for another option and 3rd Level Consulting came

about; some clubs saw the benefit but perhaps didn't have the time to fully utilise what was on offer. People are not engaging with it, so will form part of a wider review with membership fee structure, but there is no cost involved currently.

Denis introduced Marie Stechman, Chair of the Honours Committee for the recommendation of two nominations - Meritorious Award (1) and Life Membership (1).

On behalf of the Honours Committee (Marie Stechman, Martin Gotz, Tracey Redhead, Tony Quirk, and Mike Ranger), Marie read a citation for **Ken Bow** to receive a Meritorious Award

Motion

THAT Ken Bow receive a Meritorious Award.

Moved – Denis Mowbray

Seconded – Michele Hawke

Motion Carried

Thank you all very much.

Marie read a citation for **Howard Hill** to receive a Life Membership.

Motion

THAT Howard Hill to receive a Life Membership.

Moved – Michele Hawke

Seconded – Shirley Baker

Motion Carried

Marie took a moment to remember Margaret Woolf, who was a long-term member of the Honours Committee and on their behalf said that Margaret should be remembered for her passion, positive influence and impact on many lives. May she rest in peace.

The Chair of the Board thanked Marie and the Committee on behalf of the organisation for the preparation into researching the nominations and writing the citations.

Dr Denis Mowbray thanked everyone for attending and giving up their time to be here.

Meeting Closed: 5.43pm.