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Supported by



Board of Directors Report – April 2010

Report from the Board of Directors meeting held at Motorcycling Australia Offices, 147 Montague Street, South Melbourne on Wednesday, 21st April 2010.

PRESENT: Ron Kivovitch President
 Les Thomas Director
 Lyal Allen Director
 Ray Newland Director
 Beach Thomas Director
 Stephen Foody Vice President

In Attendance: Kipley Firth Administrator

Partial Attendance:
 Terrence Jasper Terrence Jasper and Associates
 Melissa Dalton Terrence Jasper and Associates
 Claire Lawrence Risk and Compliance Manager

APOLOGIES: David White Chief Executive Officer

tem No.	Issue	Raised By	Recommended / Proposed Action	Decision	Rationale / Consultation	Lead	Action Date
BR1182	Welcome/Apologies	RK	The President welcomed those present and opened the meeting.	Received.	-	-	-
BR1183	Confirmation of Minutes	RK	Minutes of the meeting held on 24 th March 2010.	The minutes from the Board meeting held on 24 th March 2010 were read and received.	-	-	-
BUSINESS ARISING							
BR1184	CEO Report	CEO	D. White provided a verbal report via teleconference.	Operations Manager D. White advised that there were a number of applicants for the Operations Managers' position S. Ryan has been appointed Acting	Information only.	-	-

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				Operations Manager pending the appointment of a replacement. <u>Barrabool</u> D. White has advised that the next round of the Australian Motocross Championship is to be held at Broadford instead of Barrabool.			
BR1185	Staff Report	CEO	D. White provided a verbal report via teleconference.	Received.	Information only.	-	-
BR1186	Report – Manager Finance and Administration	MFA	Written report provided for March.	Received.	Information only.	-	-
BR1187	Report – Manager Riders Division	MRD	Written report provided for March	Received. The Board requested that the report detail new memberships and renewed membership compared with previous years. The Board further requested that the income and expenses for each month be provided to the Board for review.	Information only.	MRD	10/5/10
BR1188	Report – Operations Manager	OM	Written report provided for March	Received.	Information only.	-	-
BR1189	Report – Commissions and Committees Manager	CCM	Written report provided for March	Received.	Information only.	-	-
BR1190	Report – Manager Risk & Compliance	RCM	Written report provided for March	Received. C. Lawrence attended the meeting and provided a verbal update on the McAdam Park project to the Board. The areas of discussion include: <ul style="list-style-type: none"> • Track Licence • Septic Tank installation 	Information only.	-	-

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				<ul style="list-style-type: none"> • Compliance of the venue (Club Rooms, Canteen etc) • Growing compliance issued by Council. • Event Management Plans • Emergency Contingency • Occupancy Permits • Traffic Management Plan • Discussions with the clubs and Williams Event Management. • Bore Application. • Dirt delivery and cease work action. • Permit difficulties and associated costs. 			
BR1191	Financial Reports	MFA	<p>The following reports were submitted to the Board for review:</p> <ul style="list-style-type: none"> • Profit & Loss with Budget Analysis to 31st March 2010. • Profit & Loss with Budget Analysis 2010 • Balance Sheet as at 31st March 2010. <p>Accounts Payable/ Receivables as at 31st March 2010.</p> <ul style="list-style-type: none"> • MA Budget 	<p>Received.</p> <p>K. Firth to seek clarification on the difference between accounts 6-3000 Insurance Travel and MAIL Travel. K. Firth is to also clarify whether 6-3000 is charged back to MAIL.</p>	Information only.	PA	30/4/2010
BR1192	MA Insurance Limited	CEO	<p>The following reports were submitted to the Board for review:</p> <ul style="list-style-type: none"> • Cash Statement Mail March 2010. 	Received.	Information only.	-	-
BR1193	Licence Statistics	OM	Licence Statistics for March 2010 were provided.	Received.	Information only.	-	-
BR1194	Website Statistics	OM	Website Statistics for March 2010 were provided.	Received.	Information only.	-	-
BR1195	Strategic Plan	OM	A Strategic Plan update for March 2010 was provided.	<p>Received.</p> <p>The Board have requested that updates for</p>	Information only.	MRD	30/4/10

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				Items 3.1 & 3.2 must be received for the AGM.			
BR1196	Item for Decision: MA 2009 Financial Statements	MFA	The Financial Reports for the year ended 31 December 2009 were presented to the Board for authorisation.	<p>The auditor represented by Terrence Jasper attended the meeting and presented the annual accounts.</p> <p>The Board resolved the following subject to the inclusion of a contingent liability notation for the property at McAdam Park, Barrabool:</p> <p>"The Board in approving the accounts for the year ended 31 December 2009 resolved:</p> <p>The directors of the company declare that:</p> <ol style="list-style-type: none"> 1. The financial statements and notes are in accordance with the Corporations Act 2001: <ol style="list-style-type: none"> a) comply with Accounting Standards described in Note 1 to the financial statements and the Corporation Regulations: and b) give a true and fair view of the company's financial position as at 31st December 2009 and of its performance for the year ended on that date in accordance with the accounting policies described in Note 1 to the financial position. 2. In the directors opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable. 	-	TJ	22/4/10
BR1197	Item for Decision: Motocross Ambulance Dispensation	CEO	It is recommended that K. Williams be granted special dispensation from rule 4.2.9.1 e) on the proviso that Race Safe will be in attendance at all rounds.	<p>D. White stated that a decision is pending the receipt of Carl Le's report on medical and ambulance requirements at events.</p> <p>S.Ryan as Acting Operations Manager is to notify K. Williams.</p>	-	Board SR	30/4/10 30/4/10

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BR1198	Item for Information: Taillem Bend	MSA	Meeting notes and the proposed strategic direction of the Taillem Bend property were provided for information.	<p>The Board confirmed that no consideration will be given to MA's involvement in Taillem Bend until the following information is provided:</p> <ol style="list-style-type: none"> 1. Is the land to be bought or leased from the Council? 2. If the land is to be bought, what are the terms or conditions of the purchase? 3. If the property is to be leased, what are the lease terms and will there be a purchase option associated? 4. The management structure and shareholders agreement are to be provided for review. 5. What entity is going to be the purchaser or leasee and how is the management of the lease to be structured. 6. How is the acquisition and operations of the facility to be financed? 7. Full disclosure documents of Coorong Property Group and Taillem Bend are to be provided. <p>K.Firth to send a letter advising of the above to Coorong Property Group C/- Ivan Golding.</p>	Received.	PA	23/4/10
BR1199	Business Arising: ELF Fuel (EX5025)	CEO	This fuel has currently been approved for use for racing purposes. CEO to finalise this matter with the distributors.	Due to D. White's absence, this item has been held over until the next Board Meeting.	-	CEO	10/5/10
BR1200	Business Arising: Mini Licence (EX5027)	SCB	The Board have approved this recommendation pending final calculations by D. White.	Due to D. White's absence, this item has been held over until the next Board Meeting		CEO	10/5/10
BR1201	Business Arising: Machine Capacity (EX5029)	CCM	The Board are unable to understand the submission and this is to be forwarded back to R. Martin for clarification. It is further requested	This item has not yet been actioned and the Board is awaiting information from the Commission.	-	CCM	10/5/10

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			that a rule number is to be included.				
BR1202	Business Arising: Board Minute Layout (EX5030)	CEO	The Board agreed that the information within the Board minutes is to be more concise. D. White to manage.	This item has been actioned.	-	-	-
BR1203	Business Arising: Recreational Ride Request	MWA	This item is to be sent to all Commissions and State Managers for their consideration	This item has not yet been actioned. R. Martin to arrange prior to the next Board Meeting.	-	CCM	10/5/10
BR1204	Business Arising: IEG/MA Agreement	CEO	<p>The Board agreed on the following modifications:</p> <ul style="list-style-type: none"> • In reference to the Clause entitled "IEG obligation to promote", the clause <i>"not agree to the third year within three months prior to the commencement of that third year or subsequent year, IEG will be entitled to terminate this agreement"</i> will be deleted as a fee contribution framework will be detailed in this contract. • Contract should be dated from 1st January 2010. • Attendance figures for KPIs are to be agreed upon and inserted. • MA to define the minimum participation numbers. • In the Schedule, permit fees are to be inserted into Item 2. • Under Definitions – MA Imagery is out of alphabetical order. • A definition of services is to be included. • A definition of permit fees is to be included. 	This item has not yet been actioned. This will be discussed at the next Board Meeting.	-	CEO	10/5/10

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			<ul style="list-style-type: none"> A payment schedule is to be included. <p>The Board agreed that this agreement is to be signed and executed as a matter of urgency.</p>				
BR1205	Business Arising: Pit Bike Racing	CCM	This item is to be referred to the Motocross Commission.	This item has been added to the 2010 Commissions Meeting.	-	-	-
BR1206	Business Arising: Licensed Measurers	DR	This is to be referred to the Officials Panel for their recommendations. It is requested that the grammatical errors be rectified prior to distribution.	R.Martin to provide an update of the progress of this item for the next Board Meeting.	-	CCM	10/5/10
BR1207	Business Arising: MA Strategic Plan Objective #17 (EX5037)	SCB	This item has been referred to the State Managers Meeting in April.	This item has been actioned.	-	-	-
BR1208	Business Arising: MX Commission Confidentiality (EX5043)	JT	<p>The Board have agreed that a representative is going to discuss this with A.Halley at the Council Meeting.</p> <p>In reference to the Oceania issue, A. Weiss is to resolve.</p>	<p>R. Kivovtich to discuss this item with R. Martin.</p> <p>This item has been actioned.</p>	-	RK	10/5/10
BR1209	Business Arising: Tailem Bend Information (EX5047)	IG	I. Golding to provide a copy of the management structure and shareholders agreements for consideration.	This item has been covered in the agenda.	-	-	-
BR1210	Business Arising: Oran Park Airfence (EX4968)	All	<u>Oran Park Airfence</u> D. White to follow up on the Oran Park airfence.	This item has been held over to the next meeting.	-	CEO	10/5/10
BR1211	Business Arising: SCBs responses due to Commission Minutes(EX4816)	All	R. Martin has been advised of this and a draft proforma will be provided at the next meeting.	This item has not yet been actioned. R. Martin to submit a proforma to the Board as a matter of urgency.	-	CCM	10/5/10

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BR1212	Business Arising: Safety Committee (EX4973)		A discussion has taken place with Graham Fountain and Claire Lawrence has met with a CAMS representative. There remains an intention to form a joint committee, however this may take some time to put in place due to Claire being new to the position and the urgency of other priorities.	This item has not yet progressed.	-	RCM	10/5/10
BR1213	Business Arising: Speedway Minutes (EX4977)	CEO	D. White advised that a draft set of minutes have been collated and they will be distributed by the end of the year.	This item has been held over to the next meeting.	-	CEO	10/5/10
BR1214	Business Arising: Memo: Claire Lawrence re: Complaint (EX4978)		C. Lawrence has consulted with Ross Martin regarding the Gardiner complaint which has been referred to the Tribunal. Ross has advised that there is not enough evidence to have the complaint submitted to the Tribunal due to emotive context of the complaint and believes the solution is to have a MA representative attend a meeting and advise all involved that this type of behaviour is not acceptable and that breaches of the GCRs will be investigated and treated in accordance with the rules. This item is to be held over until the next meeting.	The Board endorsed for this to be actioned by D. White.	-	CEO	23/4/10
BR1215	Business Arising: Attendance at National Championships		This item has been actioned. B. Thomas is to liaise with K. Firth regarding availability. L. Allen is unavailable for the Classic Motocross.	This item has not been actioned. If this requires further resolution Board members are to contact K.Firth.	-	-	-

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	(EX4997)						
BR1216	Business Arising: Ken Horner Log Books		<p>The Board endorsed that the Horner machines are to be permitted to race at Easter time.</p> <p>In the meantime, David White on behalf of the Board is to write to the Historic Road Race Commission and the Horner owners formally advising of the issues and the proposed course of action. The letter is to allow time for the bike owners to respond and hold a meeting with MA.</p>	This item was discussed at length by the Board.	-	-	-
BR1217	Business Arising: Junior Sport Development		The Board commends the actions taken by MWA on this matter and a copy of this letter is to be circulated to the Commissions and SCBs.	This item has been actioned.	-	-	-
BR1218	Business Arising: FCAI Director		It was noted that the position of FCAI Director will need to be discussed at the next meeting.	<p>As the FCAI has nominated another representative for the MA Board, R. Newland is to tender his resignation at the conclusion of the next Board Meeting.</p> <p>The Board extends an invitation for R. Newland to attend the MA AGM, Council and Strategic Plan Review following his resignation.</p> <p>The Board reviewed Item 36 in the MA Constitution and recommend the following alteration:</p> <p><i>Unless otherwise determined by the Company in the General Meeting the Board will comprise no less than 4, no more than 6 Directors as follows:</i></p> <p><i>a) the President (who need not be a Member) who will be elected under clause 37;</i></p>	-		

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				<p>b) <i>the Vice-President and two other Directors (who must be members) who will be elected under clause 37; and</i></p> <p>c) <i>up to two other Directors (who need not be Members) appointed by the four elected Directors above. One of these appointed Directors may be a person who represents the interests of the Motorcycle Industry</i></p>			
BR1219	General Business	All	Discussion on General Business Items.	<p><u>Big Kahuna Investigation</u> The Board would like to have this matter finalised as a matter of urgency. D. White is to provide an email update on this matter.</p> <p><u>Sidecar World Cup</u> D. White is to provide update via email on the circuit selection for this event.</p>	-	CEO	22/4/10
	Next Meeting	All	The next MA Board Meeting is to be held on 17 May 2010.	-	-	-	-

Meeting closed at 3.47pm.

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Board of Directors

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