



## **EQUESTRIAN SOUTH AUSTRALIA INC.**

### **Minutes of the 2021 ANNUAL GENERAL MEETING**

**Held at  
Auchendarroch House  
Wednesday 27<sup>th</sup> October 2021**

#### **Present**

Wendy Schaeffer MacDonald (Chair), Craig Hannam (Vice Chair), Sarah Beasley, Steven Martiensen, Helen Coleiro, Gayle Manning, Ian Nitschke, Bridget Dunn, Louise Compton, Bronwyn Gillott, Veronica Hannam, Cheryl Hatswell, Chris Kelly, Kaye Platt, Stuart Platt, Samantha Reidy, Karen Rose, Susan Ryan, Ruth Schneeberger, Catherine Skinner, Anthony Thomas, Elizabeth Duncan, Peter Graham, Marlene Hunt, Jo Crosby, Anne Lindh, Sarah Ozanne, Julia Weir, Sharon Cimarosti, Wayne Matten, Ben Watson,

#### **Via zoom**

Wayne Copping, Andrew Paech, Lisa McDonald, Wendy Hunt, Pauline Cudmore, Nick Whyntie, Judy Whyntie, Sophie Thomson, Helen Whittle, Judith Newton, Michael Scott, Skye Barrowcliff, Stuart Davis, Lynda Smith, Lynda Clark, Mandy Maiden, Ty Manning,

#### **Staff**

Kayla Dollard, Andrea Gunson, Judy Clutterbuck

**Guest** Robyn Berwick, Wallace Long

#### **1. Chairs welcome**

##### **Acknowledgement**

I acknowledge the Peramangk people, traditional custodians of the land on which we meet today and pay my respects to their elders past and present. I extend that respect to Aboriginal and Torres Strait Islander peoples here today.

**Chair:** Welcomes all present and attending online.

##### **Apologies:**

Noella Angel, Helen Barnes, Louisa Berndt, Melissa Boekel, Olivia Buchanon, Juliet Cavanaugh, Tanya Crane, Catherine Evans, Heather Ford, Amanda Gerhardy, Karen Hill, Jodie Hobbs, Mark Jakeway, Ingris Jelfs, Leanne Keeley, Nicole Kelly, Heather Kyros, Penola Hunt Club, Karen Robertson, Samantha Smith, Robyn Stokes, Tracy Tillman, Michelle Tink, Emma Vercoe, Cheryl Weekley, Lorraine Wholing.

**Staff** Julie Anderson (EO ESA).

**Chair:** “Quorum met with 15 voting members in attendance.”

**Chair:** Introduced and thanked the ESA Board and recognised outgoing Board Members Gayle Manning and Wayne Copping.

**Chair:** Explained Online attendees will be muted, and it is requested that any questions be raised through the on-line chat-box which is being monitored.

For the purposes of preparing minutes the AGM is being recorded.

**Chair:** To include all attendees, present and online, the following motion is proposed:

People attending virtually can object to a proposed and seconded motion by sending a message through the chat box by typing "object". If there are no objections received the motion will be carried. If objections are received, the number will be counted and then a call for 'in favour' votes will be made, and the resolution will be determined by a simple majority.

**Moved:** Wendy Schaeffer MacDonald

**Seconded:** Sara Beasley

**Carried:** Yes

**Chair:** Noted that the approval of the auditor for 2021/2022 pursuant to the ESA Constitution and approval of the Chair's report, has historically been approved at the AGM. These items were inadvertently omitted from the agenda, and we propose that these items can be added to the agenda with the approval of voting members.

**Moved:** Wendy Schaeffer MacDonald

**Seconded:** Sara Beasley

**Carried:** Yes

## 2. Confirmation of the 2020 Annual General Meeting Minutes

**Chair:** Called for questions regarding the 2020 Minutes. Sharon Cimarosti raised that the list of attendees was not included in the minutes. The Vice Chair advised that the list of attendees was available to review at the meeting. There was a general discussion regarding the list of attendees. No further questions were raised.

Move the 2020 Annual General Meeting Minutes are accepted once the list of attendees and apologies are added. The minutes then to be placed on the ESA Website.

**Moved:** Sarah Ozanne

**Seconded:** Julia Weir

**Carried:** Yes (1 Objection)

## 3. 2021 Financial Statements

### **Vice Chair & Chair Finance and Risk Management Committee:**

- The Financial Report and the Independent Auditor's Report for 2020/2021 were posted on the ESA website with a link sent to members.
- Galpins Accountants & Auditors conducted the 2021 Audit.
- The audited finance report provided a list of Board Members for 20/21, it was noted that Veronica Hannam was inadvertently left off the Board Members list. As this omission was only noted after the audited report was approved and signed off the report could not be amended. Vice Chair noted that Veronica's term was from the 2020 AGM until December 2020 when he replaced her by way of a casual vacancy.

### **Vice Chair clarification of points in the Financial Report:**

- Some figures in the 2020 Annual Report did not match the figures for 2020 in the

2021 report. This arose from the way the Discipline Committee (DC) income is shown in the current finance report that has changed. Historically, only the net profit of the DC's was shown as income with no breakdown of income and expenses in the Profit & Loss. This has now been changed so that DC income is shown as income and DC expenses are shown as expenses. The net profit figure for DC's is then the difference between these two figures as shown in Note 2 of the report.

- Similarly, the net profit from trading activities (being mainly merchandise sales) was also historically shown as income. As with the DC income and expenses, these have been separated out into income and expenses as shown in Notes 5 & 9 of the report.
- Vice Chair noted that whilst these allocations have changed the net profit and the net asset position had not changed between the two reports.
- Correction - Note 17 in the report refers to Note 17 but the reference should be to Note 18.

#### **Vice Chair response to questions raised by the membership prior to the AGM:**

Cheryl Hatswell raised the following questions:

- *How much is available for use in 2021/2022 for each DC?*
  - DC bank balances as of 30 June 2021 were set out in Note 10 of the Finance Report and these funds will be available for use in 2021/2022.
- *A brief description on expected costs and income with events for each.*
  - Each DC has submitted a budget, prior to year-end, to the Board and the Board has accepted those budgets. The DC events for 2021/2022 are set by the respective DC and will be on the ESA website as those events are confirmed and dates become available.
- *What happens in a financial year if the bank balance is not spent for that discipline?*
  - Any funds in a DC bank account as at 30 June will remain in that account for use by the DC the next financial year.

#### **Wendy Hunt raised the following questions:**

- *Why are the attendees of the 2020 AGM not listed in the 2020 AGM Minutes?*
  - Dealt with in Item 2 of the agenda.
- *Financials - What were the legal costs for?*
  - ESA contribution to the Independent Legal Advice sought by the States following EA Voluntary Administration.
  - Sports SA Investigator costs associated with a complaint submitted to ESA.
- *Financials - considering many meetings etc. were done electronically in 2020/21 what are the travel costs for?*
  - Flights, taxis, mileage claims for DC run events for Officials, Coaches and Judges.
  - No costs for meetings that weren't DC related.

#### **Questions raised at the AGM:**

- *Wouldn't Discipline Committee Judges etc. come out of each DC funds?*
  - The Gillian Rolton Grant funded events appear as expenses in ESA funds not

DC funds.

- *Nominate currently accepts a Credit Card payment, can this be done by direct debit?*
  - This has previously been raised with EA - Vice Chair will follow up again.

Vice Chair requests that it is moved that the 2021 Financial report of the Association and Independent Auditors report for the year ended 30 June 2021 is received.

**Moved:** Stuart Platt  
**Second:** Sarah Ozanne  
**Carried** Yes

Vice Chair requests that it is moved that Galpins Accountants be re-appointed as the Auditor for the 2021/2022 financial year.

**Moved:** Stuart Platt  
**Second:** Bridget Dunn  
**Carried** Yes

#### 4. Reports

##### **Chair advises:**

The Annual Report was published online and all members were sent a link to the report.

The Chair's Report and the Show Jumping report were updated earlier this week and the new report has been included in the Annual Report which is on the ESA website. Chair also notes that Leigh Beissel was inadvertently omitted from the Interschool Committee members list and that there were also some other minor typographical corrections made to the report.

##### **Questions Raised at the AGM:**

- *Current position of the National Restructure – Discipline Committee Model, will it remain the same?*
  - **Chair:** This is not yet resolved; we need to engage with members therefore it remains in progress.
- *EA Board and Sport Australia Integrity (SIA) Framework?*
  - **Chair:** The SIA Framework will provide consistency between State and National Framework including complaints management.
  - **ESA Board** -currently meets the Office for Recreation, Sport and Racing's 40/40/20 gender requirement.

##### **Chair requests:**

That the Annual Report including all the individual reports are now to be taken as being read.

No objections.

#### 4.1 Chair's Report

Move the 2020/2021 Chairs Report is received.

**Moved:** Karen Rose  
**Seconded:** Susan Ryan  
**Carried** Yes

#### 4.2 All Discipline Committee Reports as per 2020/2021 Annual Report

Move that all 2020/2021 Discipline Committee Reports are received.

**Moved:** Sarah Ozanne

**Seconded:** Karen Rose

**Carried** Yes

#### 5. Election of Directors

Chair announced election of two Directors in accordance with rule 16 of the Equestrian SA Constitution.

- Wendy Schaeffer MacDonald
- Ian Nitschke

Two nominations were received for three positions therefore Wendy Schaeffer MacDonald and Ian Nitschke are duly elected.

#### 6. Appointment of Discipline Committee or Working Party members

Chair announced the appointment of the following Discipline Committee and Working Party members in accordance with s 4 (i) ESA Discipline Committee By-Laws.

Chair noted that all nominations received were within the vacancies available and all nominations have been accepted by the ESA Board.

##### **Carriage Driving**

Anne Lindh  
Lisa McDonald

##### **Eventing**

Wayne Copping  
Karen Rose  
Jo Crosby

##### **Show Horse**

Heather Kyros  
Gayle Manning  
Sally Bradshaw

##### **Vaulting**

Sophie Thomson  
Kristina Fritzell  
Alix Bell  
Lily Moore  
Kate Wann  
Denise Piggott  
Rebecca Vandeppear

##### **Dressage**

Noella Angel  
Melissa Boekel

##### **Interschool**

Ty Manning  
Samantha Reidy  
Leigh Beissel

##### **Show Jumping**

Sue Ryan  
Wayne Matten  
Sarah Ozanne  
Bridget Dunn  
Mark Jakeway

Request raised at the meeting by Sharon Cimarosti:

- *Whether DCs were subject to the 3 x 3 year term limit that applies to Board members and if so whether any DC members exceeded the term limit.*

**Vice Chair:** Advised we would take the question on notice.

**7. Other Business**

Chair noted that ESA received one motion within the required timeframe.

The motion related to an operational matter, and it was determined that it was not a motion to be dealt with at the AGM. The member who submitted the motion has been advised of this in writing.

**Cheryl Hatswell:**

- ESA is on notice that the matter will be escalated to EA - members have a right to vote on motions put to the membership. ESA is therefore not compliant in this process
- Provided clarification that the matter is in relation to HOTY fees.

**Vice Chair:** The notice of motion is in relation to fees and as fees and levies are set by the ESA Board and the DC's it is not a matter to be considered at the AGM but rather would require a change to the Constitution.

On request Vice Chair provided information regarding the process to change the Constitution.

Chair noted ESA did not receive any other motions for consideration at the AGM.

Chair thanked everyone for their attendance and the meeting closed at 7.38 pm.

**Signed as a true and accurate record:**

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Name:

Chair ESA Board Wendy Schaeffer MacDonald

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Date: