

# Statement to Members of Equestrian SA

Issued by the Corporate Affairs Commission

This statement is issued by the Corporate Affairs Commission (**the Commission**) to members of Equestrian SA (**ESA**), with the support of the Office of Recreation, Sport and Racing (**ORSR**).

The Commission is responsible for the administration of the *Associations Incorporation Act 1985* (**the Act**) and regulates incorporated associations in South Australia.

The Commission is aware of governance issues and concerns raised by ESA members with respect to the future of Equestrian South Australia.

Following the resignation of the ESA Board, the Commission issued an exemption from the ESA Constitution (by order dated 16 May 2023) to enable the Executive Officer (Mr Chevalier) to appoint a Director to chair the General Meeting (called for 8 June 2023) to appoint the new Board. The Commission did not specify who that Director should be.

Following a number of concerns raised by ESA members, delegates of the Commission and ORSR met with concerned ESA member representatives and the Executive Officer on 29 May 2023.

As a result of that meeting, the Commission has directed the following:

1. The General Meeting (GM) which had been scheduled for 8 June 2023 has been rescheduled to **15 June 2023 at 7pm**.
2. Members will be able to attend the GM remotely via Web-ex link, or in person.
3. The GM will be chaired by a delegate of the Corporate Affairs Commission (Assistant Director Zoe Thomas). It was agreed by all present at the meeting on 29 May 2023 that it would be beneficial if the GM was chaired by a delegate of the Commission.
4. The due date for nominations has been extended to **5pm Wednesday 7 June 2023** and any nominations must be sent to the Commission by email to [associations@sa.gov.au](mailto:associations@sa.gov.au)
5. That Directors elected at the GM will hold office **until the Annual General Meeting in 2024** (normally scheduled for October each year); at which time the usual provisions of clause 15.3 (ie Director terms of 3 years) of the ESA Constitution can take effect.
6. In the interests of transparency for all members and those considering nominating for the Board, names of those who have nominated for the Board will be posted on the ESA website as they are received. This will be updated daily up until nominations close. All names will be removed from the website at the conclusion of the GM.



7. The Commission confirmed that ESA's various sub-committees have valid delegated authority and approved budgets; as such, they can continue to operate as they have been up to 30 June 2023.
8. If more than 9 nominations are received, members will be required to vote by secret ballot and the election process will be scrutinised by the Commission, in conjunction with Galpins.
9. Should the GM fail to secure a Board (or sufficient Board members):
  - a. If there are less than 5 nominations, the Commission may need to consider granting an exemption to the quorum requirements in ESA's Constitution. If such an exemption were to be required, it is likely that the exemption would have conditions attached, such as:
    - i. That ESA appoints sufficient Board members to reach a quorum; and
    - ii. Such appointed Board members to be approved by the Commission and ORSR as being suitable, having regard to their skills and experience.
  - b. In the event that no Board can be elected, there is a risk that ESA could become defunct which would likely trigger a process that could lead to the involuntary winding up of the association.

To give effect to the above, the Commission has granted a number of further exemptions to ESA by way of an order dated 30 May 2023 which supersedes the Commission's order of 16 May 2023.

**In summary:**

- The General Meeting scheduled for 8 June 2023 has been rescheduled to **Thursday 15 June 2023 at 7pm**, Auchendarroch House, Mount Barker.
- A delegate of the Corporate Affairs Commission will chair the meeting.
- Nominations for the Board have been extended to 5pm **Wednesday 7 June** and must be emailed to [associations@sa.gov.au](mailto:associations@sa.gov.au)
- Names of those who have nominated for the Board will be posted on the Equestrian SA website, as they are received.
- Members can attend the General Meeting virtually or in person.
- Sub-committees of the Board can continue to operate within their delegated authority and approved budgets until 30 June 2023.

**Issued by the Corporate Affairs Commission**

30 May 2023

