

New Zealand Ballroom Dance Council (NZBDC)

Minutes of the 2017 Annual General Meeting of the New Zealand Ballroom Dance Council held on Sunday 11th February 2018

Venue: Offices of Aderant Legal Holdings – Albany Auckland

The meeting commenced at 10:09am with a welcome from the Chairperson and all Trustees in attendance:

Kingsley Gainsford – KG
Grant Macown – GM
Erica Gunn – EG
Murray Bootten – MB
Robert Connors – RC
Michael Jonson – MJ
Scott Cole – SC

Also in attendance: NZBDC Registrar, Darrell Crozier – DC

1.a. Confirmation / acceptance of minutes of the 2016 NZBDC AGM Meeting

Moved minutes taken as read: RC.

Votes: 7 for / 0 against, carried.

1.b. Matters Arising

Item 12.iii. Correction – GM moved, RC seconded.

Item 13.a. RC was only able to find the draft Standing Orders within the last month. These have been circulated for feedback, however RC did establish a calendar of dates and these were all adhered to in 2017.

With these corrections, moved approval: RC, Seconded EG.

Votes: 7 for / 0 against, carried.

1.c. Minutes for 2 SGM's (6/05/2017 and 12/11/2017)

RC advised that these also needed to be confirmed, as they had not been to date.

A discussion on the process to be used around general meeting minutes was held.

It was agreed that the only minutes that needed to be confirmed at an AGM should be those for the previous AGM.

General meetings should have their minutes circulated within a short time of the meeting (say 14 days) and confirmed by email response from the Trustees.

Item 6.e of the 6th May 2017 meeting, EG asked whether the change in wording from “must” to “may” had been actioned. This was confirmed. The change is on our website.

Proposed both sets of General Meeting Minutes be approved: RC, Seconded EG.

Votes: 7 for / 0 against, carried.

2. Apologies.

No apologies were necessary.

3. Chairperson’s Report

KG tabled and read his Chairperson’s 2017 report.

Proposed report be accepted: GM, Seconded: SC.

Votes: 7 for / 0 against, carried.

4. Presentation of Secretary/Treasurers Report

Report tabled and read by RC.

RC reported on changes undertaken during the year to reduce the time required at the AGM with reviewing activities and correspondence.

All Trustees receive copies of material sent to NZBDC with the understanding that they can determine its relevance or not.

Additionally all Trustees are sent a quarterly set of management accounts showing income, expenditure, bank account reconciliation and performance against budget.

With these changes the need to maintain a correspondence register is no longer required and Trustees are kept informed as to the financial performance and solvency of Council.

Proposed that the report be accepted: KG, Seconded: RC.

Votes: 7 for / 0 against, carried.

5. Presentation and approval of 2017 Financial Statements

Report Tabled by RC – not audited as per Trustee Approval.

Surplus for 2017 is \$11,290.74

Agreed not to have the Financial Statements Audited for 2017

Proposed: Income and Expenditure Statement be accepted as tabled (and not to be audited): RC, Seconded: KG.

Votes: 7 for / 0 against, carried.

6. Proposed Budget for 2018

RC presented a proposed budget for 2018 based upon actual expenditures in 2017, known expenditures in 2018 and anticipated other expenses and income from registrants and other sources.

Subject to Trustees not approving additional expenditures, a surplus of \$5,185 is expected.

Expenditures within the budget will be actioned based upon Trustee approval of the budget.

Any expenditure not already incorporated will be sent to Trustees for approval and subject to such approval would be added into the budget.

Two items were highlighted:

1) Travel Assistance Grants \$6000 based upon the possibility that Council might support 2 Professional Couples to WDC World Championships during 2018 (any TAG would be subject to approval of Trustees and not automatic); and

2) \$5000 for potential database development costs with respect to integration possibilities into Dancescore (again a feasibility proposal and costs would need to be presented to Trustees for approval before undertaking this expenditure.

7. Approval of Expense allowances for Officers of the Trust

These are incorporated into the 2018 budget approval.

All allowances for 2018 to be held at the 2017 level being:

Chairperson:	\$1,500.00
Chairperson TAG to WDC AGM:	\$1,500.00 (included in Trustee Travel)
Secretary/Treasurer:	\$4,200.00
Minute Secretary:	\$ 350.00 (not used in 2017)
Registrar:	\$2,500.00
Financial Advisor:	\$ 500.00
Database Administrator:	\$ 500.00 (not used in 2017)

All Expenses Allowances to be reviewed for 2019 at the 2018-year AGM in February 2019.

Proposed: Budget as presented be approved: RC, Seconded: EG.

Votes: 7 for / 0 against, carried.

8. Registrar's Report

The Registrar presented a verbal report. Registration numbers were little changed from 2016 and the numbers in each age division/category were as per the quarterly financial accounts presented.

RC mentioned that as at the end of January 2018 there were still about 27 professionals who had not supplied bank account details to receive a refund of the adjudicator licence fees paid in either or both of 2016 and 2017.

The Registrar and Secretary recommend that all fees be held at current levels for 2019.

The Secretary did ask if the fee to apply for a new Competition or continuation of an existing event should be increased. The consensus was to leave these unchanged.

Proposed the Registrar's verbal report was accepted: RC, Seconded: KG.

Votes: 7 for / 0 against, carried.

9. Election of Registrants' Trustee

The Returning Officer (the Registrar as the Secretary was a nominee) confirmed that the Nominee with most votes cast was Robert Connors.

Trustees therefore declared Robert Connors, as the highest polling candidate, elected as the 3rd Registrants Trustee to the NZBDC to hold office, from the end of the AGM, as per rule 8.2 of the Constitution.

It was noted that now the 3 Registrants' Trustees retire one per year by rotation and the next to retire will be Michael Jonson.

EG asked how many votes were cast. The Registrar advised 80. Trustees were happy with this level of participation from Registrants.

Proposed the Returning Officer was authorised to destroy all ballot papers: RC, Seconded EG.

Votes: 7 for / 0 against, carried.

10. Election of Officers

Letter received from SATD proposed the continued appointment of all current officers:

Chairman – Kingsley Gainsford
Secretary – Robert Connors
Registrar – Darrell Crozier

NZFDT Trustees proposed that Murray Bootten be elected Chairperson (NZFDT Executive feels this role should rotate, SATD Board of Directors believes all the positions should be elected on merit, best person for the job and non-Association driven).

A vote for Chairperson being necessary, it was agreed that this be by a show of hands.

Vote: Murray Bootten – 3, Kingsley Gainsford – 4.

Kingsley Gainsford was duly elected Chairperson.

With no other nominees for Secretary or Registrar and confirmation that both incumbents were prepared to accept continued appointment:

Robert Connors confirmed as Secretary.

Darrell Crozier confirmed as Registrar.

11. Reappointment of bank account signatories to operate bank accounts

- i) As there have been no changes to the Officers of Council, there is no requirement to appoint new, remove existing or otherwise alter signing authorities.
- ii) The signatories to all bank accounts continue as present and that each may continue to operate with a two signing authority and one Electronic signing authority
The Signatories will therefore remain as:
 - Kingsley John Gainsford – Chairperson
 - Robert Johann Connors – Secretary/Treasurer
 - Darrell James Crozier – Registrar/Financial Advisor
 - William Grant Macown – Ex Secretary/Treasurer
- ii) The Secretary/Treasurer and the Financial Advisor continue to determine whether there is capacity to place funds in Interest Bearing Deposits, with maximum terms not to exceed 6 months and taking cognisance of cash flow requirements.

12. Proposal from SATD concerning use of titles

GM spoke to the proposal, previously circulated, from SATD that the titles of Chairperson/President and Trustee/Vice President may be used interchangeably, especially within Asia and North America where our own terminology is not understood and these are.

EG/MB questioned whether there was a need for this and also wanted to know if this would require a rule change.

It was explained that the rationale was to be sensitive to other cultures and that this is not a rule change and would not apply where formal documentation was required to be executed – under these circumstances the terms Chairperson and Trustee would be necessary.

Proposed that these terms may be used interchangeably: GM, Seconded: KG.

Votes: 4 for/2 against, 1 abstention, carried.

13. Remits

One remit was received and circulated to all Trustees prior to the meeting.

GM tabled and spoke to the remit.

Significant discussion was held around the intent and necessity for this change.

Organisers in attendance, with responsibilities for selection of Adjudication Panels spoke of the efforts undertaken to avoid conflict of interest and perceptions of bias.

However, they also pointed out that sometimes the circumstances applicable at an event necessitated last minute inclusions in panels that could upset their balanced selections.

It was acknowledged that perception might be an issue. The issue remains that sometimes these cannot be avoided even though every care is taken.

After this discussion it was agreed that the Remit would be reworded to add "Where practical" at the beginning and substitute the word "must" with "should". Also that this clause be added to Rule 26.2 Class B:

SATD Trustees agreed to amend the remit that would now read:

Add clause 26.1.f and clause 26.2.f to Rule 26 – both with the following wording:

Where practical adjudication panels for each event should not include husband/wife, de facto partnerships, close familial or similar relationships, nor include more than 1 adjudicator active within the same dance studio.

For clarity it was agreed that adjudicators operating in their own name/trading entity out of another studio while paying a floor fee and those who were no longer in a relationship would not be prevented by this rule from participation on the same adjudication panel. It was also agreed that an invited overseas couple would not be restricted by this rule.

Adoption of the amended remit proposed: GM, Seconded: KG.

Votes: 7 for / 0 against, carried.

14. Database Development

DC invited to speak to the concept that the Registration Database be integrated into the Dancescore System.

This follows early discussions with Dallas Williams (DW) on what DSA have been working on in Australia and includes the possibility of integrating entries into competitions through on-line input by registrants, etc.

It may not be feasible and/or the cost or changes required may be prohibitive, however the principle of working with NZSS and DW was endorsed as worthwhile investigating further.

A budget item of \$5000 has been incorporated for 2018, however this is not a commitment to spend this money without first returning to Council Trustees with a feasibility proposal and confirmation of likely costs.

RC to send a letter to d'Artagnan Kennedy (DK) to ask, if required, would he be prepared to work on this with DC and DW.

15. Social Media Policy

RC advised why this had been placed on the agenda.

This followed contact from an Australian Professional about disparaging and inaccurate comments posted to Social Media by a New Zealand Professional concerning an Australian Amateur.

Council Officers dealt with this matter.

EG advised that NZFDT had developed a Social Media policy. DSA also have such a policy. EG will provide a copy of the NZFDT policy to RC. KG will ask for a copy of the DSA policy (and permission to adapt if necessary) and provide to RC.

When both received RC will circulate to Trustees for feedback and eventual preparation of a Council policy.

16. Standing Orders

A copy of the draft standing orders previously prepared by DK that was going to be reviewed by Ben Nicholson had been circulated with the meeting agenda.

The meeting agreed that this should be reviewed by EG/RC and updated as necessary before circulation to Trustees for approval (email vote unless further discussion and changes required after circulation feed back has been incorporated).

17. American Smooth and Rhythm

Letter from WDC has been circulated suggesting the formal inclusion of these styles in our jurisdiction.

Meeting agreed they were effectively already part of our jurisdiction with SATD having these styles as part of several events and the New Zealand Professional/Amateur Championships.

KG will supply contact details to RC for NDCA.

RC will write to NDCA to accept their offer of help and request copies of syllabi and other information that may be of use to better formalise the inclusion of these styles.

18. Social Dance Questionnaire

RC will complete the Social Dance questionnaire that has been received from Ferry Polai (Interim/Acting Chairperson WDC Social Dance Committee).

19. Dancesport Adjudicating Principles

The current principles are on the Council website.

Some Trustees felt that maybe parts were a little too prescriptive or unnecessarily verbose.

MB/SC have agreed to review these.

The quotes from senior adjudicators in the world were considered to be very helpful.

RC advised that Stephen Hillier had reviewed the manual in August 2017 (he is one of the authors quoted in the manual). His advice was it was an excellent manual.

20. General Business:

20.a. EG asked for a discussion on the recent email to Trustees and subsequent correspondence from a registrant's solicitor.

The originator of the email provided an explanation of the process followed.

The email was not addressed to Council, nor sent to Council. It was addressed individually to the Trustees and the writer expected it to remain within Council Trustees – hence the inclusion of the words “heads up”.

The email forwarded, by some Trustees to their executives, was not expected, but even so it should have been on a confidential basis. Somewhere this confidentiality was lost when the party named in the email was advised of its existence.

The writer of the email expressed that the decision to then release this email to the party named within the email, without prior notice to the writer, was a breach of trust and did not give time to clarify or provide further information to Trustees.

Trustees were advised of additional information about the origins of the information included in the email and that these were not single matters but a number and from multiple sources. Notwithstanding this the hope expressed in the email that things would die down/resolve during the Christmas break could not eventuate with the wider dissemination of the email.

EG provided an explanation of what had occurred within the NZFDT Executive over the receipt and decision to release the email. The NZFDT Executive thought that the email was inappropriate to send to Council Trustees and was not the business of Council.

EG feels that the NZFDT Executive position was justified in the circumstances and certainly did not feel a need to apologise for their decision.

KG & EG disagreed on this matter.

RC suggested that in future any correspondence (email or other) about sensitive matters sent to Trustees should be sent with the words “In Confidence” clearly written at the beginning. Trustees would then be able to consider the matters raised and authorise further dissemination once the initial correspondence was understood and agreed to be something that Council needed to consider.

In this case no formal complaint had been received – we do not accept hearsay or verbal complaints but where relevant and the possibility of a formal complaint being raised we should certainly all know about the matter.

20.b. KG provided an update on Dancing With The Stars 2018 (DWTS).

It will involve 12 couples with 2 shows per week commencing 29th April and running for 10 weeks.

Nerida Cortese will be a Producer (Dance) and has raised the possibility of DWTS and Council working together to promote greater participation in dance classes, etc.

KG was authorised to discuss ways of achieving this and provided approval to use a marketing budget of up to \$3000. Ideally presenters to push some form of contact

details during the show. Studios are encouraged to leverage DWTS and this promotion to build class attendances.

RC to include this as a budget item should DWTS agree to work on promotion of dance.

20.c. Shegrada Trust

The initial seeding funds for the Trust have been allocated.

Following last year's AGM and discussions/feedback from Geoff Melvin, the principles of how the Trust would operate under Council control have been amended – Council will not delegate decision powers to a sub-committee.

KG is meeting with Ann James, Viktoria Morgan and Douglas Pouwhare to further develop the concept. Council Trustees will be kept informed on progress.

20.d. WDC/ADC/APDC AGMs meetings

It was confirmed that delegate votes at these AGM's were subject to the delegate's discretion unless agenda items were considered to need Trustee consideration and vote prior to attendance.

Most matters at these meetings are procedural or affect other regions/national bodies.

Our attendance and participation is however noticed, acknowledged and appreciated.

20.e. Trustee & Officer Meeting Expense Allowance.

RC reminded Trustees that the meeting attendance expense allowance that was previously paid to all those in attendance was suspended at the time of the various court cases in order to retain solvency and minimise expenses due to the costs incurred.

Now these are all behind the Council, it is time to consider reinstating these.

RC asked Trustees to give consideration to this and provide feedback (Yes/No and amount per meeting – no time frame suggested).

AGM Closed at 2:11pm