

MINUTES (in Review)

BOARD MEETING



Name:	Volleyball New Zealand
Date:	Wednesday, 25 March 2020
Time:	7:30 PM to 9:30 PM
Location:	SKYPE, SKYPE
Board Members:	Donna Milne, Jock Murley, Jud Hadfield, Lauren Fleury, Lucy Pomeroy, Shaun Goldsbury
Attendees:	Dave Keelty, Toni-Maree Carnie
Apologies:	Vonnie Christian

1. Agenda

1.1 Welcome

LP welcomed everybody, and invited those present to share what their situation is with the lock down. LP stated this meeting would be a bit more fluid than the usual more formal meeting to allow for emergent issues due to the COVID-19 situation in NZ.

The Board commended the VNZ staff for their swift and transparent action and communication in the face of the COVID-19 pandemic.

Apologies noted from VC.

1.2 Register of interest

No new interests

1.3 Confirm Minutes

VNZ board meeting -In person 29 Feb 2020, the minutes were confirmed as presented.



Feb 29 minutes approved

DM moved to approve the minutes, JH seconded

Decision Date: 25 Mar 2020
Mover: Donna Milne
Secunder: Jud Hadfield
Outcome: Approved

No matters arising from the 29 Feb 2020 minutes.

1.4 Action Item List

No comment on the action list.

LP asked the board in their own time to update their actions and whether they have been actioned or not



Board members to update the status of all ongoing or pending actions

DM to remind members to update the status of all ongoing or pending actions in Boardpro

Due Date: 22 Apr 2020

Owner: Donna Milne

2. Board work

2.1 Board workplan

Board talk and Membership model work has been paused due to the current situation with NZ in lockdown. As VC put in her apologies and she leads this piece, no further discussion took place.



Initial review delegation of authority document

LP to review the delegation of authority with consideration to appropriate delegations to support CE freedom to operate with governance oversight as required in current climate requiring rapid decision making. Annual review of policy on FRAC workplan for May.

Due Date: 2 May 2020

Owner: Lucy Pomeroy

2.2 Health & Safety

The Board noted that the clarity of roles is vital given the uncertainties of the COVID-19 situation and the key point is to maintain open lines of communication between Board and management.

The Board discussed it's health and safety obligations with respect to staff and requested an update from TM who confirmed the transition to work from home went well and regular staff video calls are being used to check in with staff. One vulnerability was noted with respect to income source for a staff member and the Board supported the steps in place to address this. There was a discussion about the wage subsidy and the Board's strong support for actions that support staff wellbeing, including the financial security of wages remaining at normal levels and support for management decisions around flexible work hours and leave arrangements. TM confirmed she had no concerns about her work at home situation. It was noted that staff do not have access to an independent employee advice service, however do have access to sports chaplaincy services who have been in contact to offer support.

The discussion was expanded to the health, safety and wellbeing of associations and other members, noting the steps already taken to suspend VNZ and association activity. TM outlined that staff have been in touch via email with every association. This week they will start to have phone conversations with each association to check in and have regular conversations with them. This week is purely around wellbeing and making sure they access financial support if needed. The Board endorsed this and wanted to ensure VNZ had a clear understanding of regional wellbeing and capability requirements as the situation evolves.

Current financial modelling out to 3 months of business interruption enables staff salary payments to remain at current levels. Noting longer term modelling is on the FRAC agenda for early May.

The Board discussed the principles that should guide the governance response during a crisis and approach to reestablishing business and the importance of recording these principles just as governance decisions are recorded in BoardPro.



Confirmation of VNZ staff salary payments

Current financial modelling allows staff salaries to be paid in full for up to 12 weeks, with review after 4 weeks and ongoing after that.

Decision Date: 25 Mar 2020
Mover: Donna Milne
Seconded: Jud Hadfield
Outcome: Approved



Reschedule next board meeting to be after FRAC meeting

Frac meeting May 2nd with the next Board meeting to be rescheduled to the following week.

Due Date: 6 Apr 2020
Owner: Lucy Pomeroy



Governance principles and decisions during COVID-19

All Board members to contribute to finalising the principles by which the Board is responding to the COVID-19 situation and will approach business reestablishment. Needs to be completed before FRAC meeting May 2nd.

Due Date: 30 Apr 2020
Owner: Lucy Pomeroy

2.3 Financials

JH led discussion. The Board noted the focus on building up cash reserves over the past year was prudent given the current risk to operational revenue.

TM reconfirmed previous discussion that the forecast March surplus was no longer valid and that the NZ beach tour expenses had not yet been accounted for. An updated P&L through to the end of financial year had been circulated online with only SNZ, grant and business development income resulting in monthly losses and a small end of year surplus.

JH asked about recovery of prepaid event expenses and the use of grants received for future activity. TM confirmed VNZ has limited non recoverable expenses and grant liability.

The Board supported JH's approach to email TM prior to the board meeting with questions re financial statements and encouraged all board members to do the same. Timely financial information is a priority.



Calendar year financial modelling

TM to prepare potential budget through to the end of 2020 calendar year reflecting worst case scenario.

Due Date: 31 Mar 2020
Owner: Toni-Maree Carnie



FRAC - cash flow

FRAC to liaise with TM regarding cash flow forecast through to end of financial year and end of calendar year, reflecting worst case scenario. FRAC to revisit recommendation for cash reserve levels.

Due Date: 2 May 2020

Owner: Jud Hadfield



March financial statements a priority

Will be sent once completed

Due Date: 15 Apr 2020

Owner: Toni-Maree Carnie



February 2020 finances approved

Approved

Decision Date: 25 Mar 2020

Mover: Jud Hadfield

Seconder: Donna Milne

Outcome: Approved

2.4 Risk Management

The Board noted the uncertainties that COVID-19 presented to VNZ business operations and the associated risks and mitigation had been largely discussed under H&S and financial items.



Add pandemic item to the risk register

The Board agreed this item be added. LP to liaise with TM as register owner.

Due Date: 31 Mar 2020

Owner: Lucy Pomeroy

2.5 Board communications

The Board received the two recent letters from Playaz club with respect to MAV operations and LP's responses on behalf of the Board. The Board reconfirmed their position with respect to the VNZ constitution and MAV operations with TM to escalate items as required. TM confirmed the MAV agm was still scheduled for May but the format for this given the COVID-19 situation may have to be altered.



MAV agm update

TM to provide an update on the MAV agm about resolution of issues raised by Playaz for Board reconsideration with respect to potential constitutional issues.

Due Date: 20 May 2020

Owner: Toni-Maree Carnie

3. Management update

3.1 CE report

The Board received the CE report with the following matters arising.

The Sport NZ investment was questioned with respect to whether anything has changed given the COVID-19 situation. TM indicated VNZ will get communication on point on Friday. TM noted she passed on the Board's feedback that despite a funding increase volleyball is still far behind other sports and the rationale for this is not clear. There Board had previously agreed to champion volleyball more strongly with SNZ and there was agreement this conversation would be put on hold until after the COVID-19 situation and any immediate engagement would depend on SNZ's position on current/new investment.

TM confirmed the VNZ lawyer had been consulted about the MAV agm and supported the VNZ approach. The Board noted the importance of the ongoing action to explore Pasifica

representation on the Board. Other association items were noted as per the report. The Board endorsed managements efforts in this area and reinforced the strategic priority of regional capability with the Board able to support efforts where appropriate.

3.2 Items for ratification



Review of constitutional position under section 6.6

The Board ratified the decision that there is not currently grounds to intervene with MAV operations under the Volleyball New Zealand constitution section 6.6. Specifically, the concerns raised are valid with respect to transparency of information but do not meet the threshold of significant difficulties as evidenced by MAV's current status as a registered incorporated society (which includes completion of financial requirements) nor has MAV breached the current partnership agreement with VNZ.

Decision Date: 25 Mar 2020
Mover: Lucy Pomeroy
Seconder: Donna Milne
Outcome: Approved

3.3 Funding

No new grant funding requests. TM and staff reviewing current grant income and working with funders with respect to appropriate expenditure.

4. Closing statement

4.1 General Business

The success of the continental cup, both in terms of the NZ teams' performances on the court and the running of the event, was commended.

Board confirmed Jud Hadfield as the finance manager, and Lucy Pomeroy as chairperson as in charge of VNZ finance



Letter to Continental Cup athletes from the Board

To be sent from the Board to congratulate athletes on their performance.

Due Date: 31 Mar 2020
Owner: Lucy Pomeroy



Ezi-Debit application

Need LP and JH to sign off

Due Date: 2 Apr 2020
Owner: Jud Hadfield

4.2 Close the meeting

Next meeting: No date for the next meeting has been set.

Signature: _____

Date: _____