



## Meeting Paper to ESNZ Eventing Board Meeting – 29 September 2021

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| <b>Board Member/Staff Name:</b>          | Marg Evans (Chair), Raewyn Eastwood (Deputy Chair), Eliza Johns (Sport Manager)  |
| <b>Date:</b>                             | 22 September 2021  |
| <b>Strategic Focus:</b>                  | Leadership   |
| <b>Documents attached to this paper:</b> | Refer:<br><ol style="list-style-type: none"><li>1. <a href="#">Board Success Paper for the Board 26 May 2021</a></li><li>2. <a href="#">Eventing Board Structure Discussion Document 26 May 2021</a></li><li>3. <a href="#">Board Structure paper for the Board 30 July 2021</a></li></ol> |
| <b>Board Action Required:</b>            | <ul style="list-style-type: none"><li>• No action required, for Board information only</li><li>• Report requires a Board decision</li><li>• Report requires a Board resolution</li></ul>   |

### INTRODUCTION

The intention of this paper is to conclude the Board's discussions on its self-review re makeup, structure, appointment process and terms, with the Board deciding on a revised structure.

Board members are encouraged to read this paper thoughtfully and come prepared to the meeting with any questions requiring clarification to enable final decision to be made and to ensure the Board as a whole understands what is being proposed.

The revised Board structure will then be consulted on with the Eventing Area Groups, OCs and Riders, and subsequently proposed to the ESNZ Board to approve changes to the relevant Eventing By-laws. The intention is to enact these changes in time for the 2022 AGM.

Please note, any discussion about the Board is not intended to be comment/ reflect on any one individual Board member, rather it is how we are set up and is entered into in the spirit of continual improvement.

### BACKGROUND

A **discussion paper** was presented at the May 2021 meeting that initiated a self-review of the board with the purpose to establish the appropriate:

1. Number of Board members and voting rights
2. Composition of the board members and representation of the key stakeholder groups
3. Substructure of the board subcommittees / working groups / assigned portfolios
4. Appointment/election processes for each board member role
5. Appointment/elected terms for each type of board member

It was agreed that there would be:

- One Riders Rep and One OC Rep, who are full Board members
- Two elected Board members
- Two appointed Board members.
- The Board had the ability to co-opt members.
- Further discussion required as to whether a TAG member would be a Board member or whether a Board member would sit on TAG.

It was hoped that the outcome of this discussion could be translated straight into By-Law revisions, however that exercise raised more questions to provide sufficient clarity.

**A subsequent Board paper** and discussion was held at the July 30 board Meeting, regarding the election process of the representative Board members (Riders Rep and OC Rep). The discussion covered many options and the Board agreed further time was needed to reach a decision.

**Discussion with TAG members** (noting the TAG Chair was an apology) was also held during the 30 July meeting to further clarify the Board/TAG interface. There was a clear agreement that a TAG member on the Board was the preferred option.

**Further Board discussion on 15 August** clarified the election process of the Representative positions. It was also suggested that in the interim until the new Board structure was implemented that a Board member would sit in on TAG meetings. Subcommittees were agreed for NZ 3DE championships and Sponsorship and Commercialisation, and Portfolios for Performance and Development, Technical, Funding and Finance, Media and Comms, ESNZ Board representative, Organising Committees.

The Chair, Deputy Chair and Sport Manager **meet with TAG** on 1 September via zoom to finalise the Board/TAG interface discussion. With the intention of having closer liaison between the Board and TAG, it was confirmed that having a TAG member participate as a full member in Board meetings would be more effective than having a Board member sit in on TAG. TAG meet less frequently than the Board (i.e. only meet quarterly) so to input from TAG to Board discussions would not be timely and by being delayed would not contribute in a meaningful way.

Thus, as an interim measure until the new Board structure is implemented the TAG Chair (as per the TAG Terms of Reference) will attend Board meetings and expand this to the entire day, be provided access to Board documents and participate in discussions, but not be a voting member.

In summary, Board discussions have been held on:

- 26 May 2021 – In person Board meeting Wellington
- 30 July 2021 – In person Board meeting including joint discussion with TAG
- 14/15 August 2021 – In person Board planning weekend
- 1 September 2021 – Zoom meeting with TAG and Eventing Chair, Deputy Chair and Sport Manager

## **PROPOSED SOLUTION / RECOMMENDATIONS**

Four recommendations are proposed for Board approval:

1. Board Structure: composition, voting rights, terms, nomination/application/appointment processes
2. Board sub structures
3. Rotation of Board members
4. Implementation plan

## 1. Board Structure

| Position                                | Number      | Voting Rights | Terms                           | Nomination / application process  | Election / Appointment process  | Ratified at AGM |
|---|-------------|---------------|---------------------------------|---|---|-----------------|
| Rider Representative                    | One         | Yes           | Three years                     | Advertised within Sport<br>Nomination from ESNZ member or self-nomination, and application with cover letter and CV   | Electronic election by Riders (ESNZ Members who have competed in Eventing in the last 12 months)                  | No              |
| Organising Committee Representative     | One         | Yes           | Three years                     | Advertised within Sport<br>Nomination from an active OC (have held an ESNZ Eventing competition in previous 12 months) and application with cover letter and CV | Electronic election by Organising Committees<br>Commencing three months and concluding one month prior to the AGM | No              |
| Technical Advisory Group Representative | One         | Yes           | Three years                     | TAG Chair, or if Chair declines, by self-nomination by current TAG members  | Elected by TAG members<br>To coincide with the AGM  | No              |
| Elected member                          | Two         | Yes           | Three years                     | Advertised within Sport<br>Nomination from Area Group   | In person election by voting delegates at AGM   | Elected at AGM  |
| Appointed member                        | Two         | Yes           | Three years                     | Advertised within and outside of sport<br>Application with cover letter and CV  | By Board appointments panel of Board Chair, Board member + one other  | Yes             |
| Co-opted member                         | As required | No            | As required, usually short term | By invitation or advertised within and outside of sport<br>Application with cover letter and CV   | By Board appointments panel of Board Chair, Board member + one other  | No              |

## **2. Board Substructures**

Substructures, portfolios and working groups are three substructures that the Board can employ at any time it determines necessary. Going forward the expectation is that at a minimum there will be portfolios for the areas listed below, with the ability for the Board to form a subcommittee to share the workload.

1. Organising Committees
2. Performance and Development (Riders)
3. Technical
4. ESNZ Board representative
5. Funding and Finance
6. Sponsorship and Commercialisation
7. Media and Communications

A Subcommittee for NZ 3DE championships will remain in place until the Event is independently financially sustainable.

## **3. Rotations of Board Members**

Rotations will occur on a three yearly cycle:

Year One – One Elected Member; One Appointed Member; TAG Representative

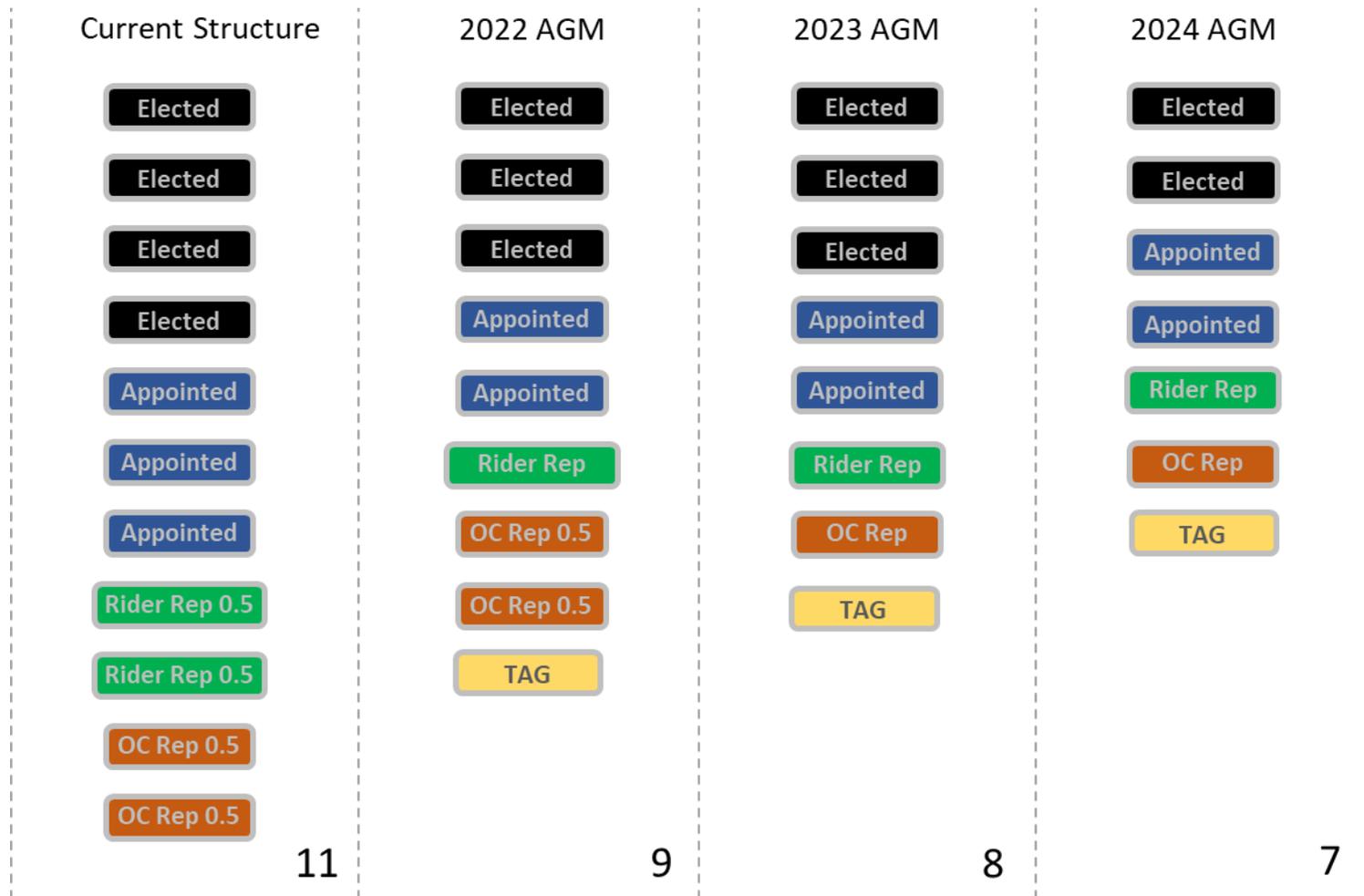
Year Two – One Appointed Member; Elected Organising Committee Representative

Year Three – Elected Riders Representative; One Elected Member

## 4. Implementation Plan

### 4.1 Overview

Based on an implementation strategy that the structure changes will come into effect in a graduated way as the current Board members terms conclude, the Board structure would transition as below:



## 4.2 Implementation Plan - Detail

The timeline to enact these changes assumes that:

1. Consultation on structure changes concludes by end of January 2022,
2. Board finalises proposed changes after review of consultation feedback February 2022, and
3. ESNZ sign off of changes is obtained by March 2022.

| Timeline                 | Position  | Action  |
|--------------------------|---|---|
| <b>YEAR ONE</b>          |   |   |
| June 2021                | Appointed Board member<br>(Maree Burnett)               | Not replaced<br><br>Position disestablished when By-law changes approved in favour of two Appointed Member positions only   |
| Oct 2021                 | South Island Riders Representative<br>(Lydia Truesdale) | Advertised as liaison role only i.e., not attending Board Meetings, and if new proposed structure is implemented in 2022, term to only be until next AGM.<br><br>Elected as per current By-laws at South Island Three Day Eventing Championships in October 2021<br><br>North Island Riders Rep attends Board meetings (Oct – AGM) with full Riders Rep vote<br><br>Position disestablished in favour of one Riders Rep at 2022 AGM |
| April 2022               | Riders Representative<br>(New position)                 | Full Board member position and election process, as per revised Eventing By-laws, advertised.<br><br>Electronic election process conducted.<br><br>Successful candidate commences in role after AGM<br><br>Note: Initial term to be two years rather than three to establish new rotation cycle of Board positions  |
| April 2022               | Appointed Board member<br>(Raewyn Eastwood)             | Position advertised and appointed as per current process of Board Appointments Panel<br><br>Appointment ratified at AGM   |
| May 2022                 | North Island Riders Representative<br>(Heelan Tompkins) | Election process as per current By-Laws does not go ahead at National Three Day Eventing Championships.<br><br>Position disestablished in favour of one Riders Rep at 2022 AGM<br><br>Heelan invited by the Board to continue in role until AGM   |
| AGM 2022<br>(July - tbc) | Elected Position<br>(Clive Long,<br>Jane Callaghan)     | Two elected positions due for rotation are combined to one elected position.<br><br>Positions elected at AGM as per current process.  |
| AGM 2022                 | TAG Representative                                      | Chair to confirm or position elected by TAG members, to coincide with the AGM   |

| Timeline          | Position  | Action  |
|-------------------|---|---|
| <b>YEAR TWO</b>   |   |   |
| April 2023        | Organising Committee Representative<br>(Chris Perkins, Rosie Edwards) | Two current positions (with half vote) disestablished in favour of one full Board position.<br>Full Board member position and election process, as per revised Eventing By-laws, advertised.<br>Electronic election process conducted.<br>Successful candidate commences in role after AGM. |
| April 2023        | Appointed Board member<br>(Shannon Galloway)                          | Position advertised and appointed as per current process of Board Appointments Panel.<br>Appointment ratified at AGM.   |
| <b>YEAR THREE</b> |   |   |
| April 2024        | Elected Position<br>(Marg Evans, Grant Porter)                        | Two elected positions due for rotation are combined to one elected position.<br>Positions elected at AGM as per current process.  |
| April 2024        | Riders Representative<br>(New position)                               | Board position with three year term advertised.<br>Electronic election process conducted.<br>Successful candidate commences in role after AGM.  |

## DECISION REQUIRED

The Board approves the proposed solution outlined above.

The Board request Raewyn, Marg, and Eliza:

1. Revise the Eventing By-laws to reflect the agreed changes.
2. Draft a plan to consult with Area Groups, OCs and riders.
3. Draft a consultation communication pack with:
  - Communication explaining the purpose and process of review, overview of changes and rationale, feedback process and next steps
  - A marked up copy and a clean copy of the revised By-Laws.
4. Consult with ESNZ CEO and Chair on consultation plan and pack.
5. Bring consultation plan and pack to Board for approval prior to release.
6. Conduct consultation
7. Collate feedback and report it back to the Board in February 2022 at the person meeting.