

MINUTES of NZ BRIDGE BOARD MEETING (by Conference call) - 17 Nov 2016
5.30 pm

Present: Arie Geursen, Karen Martelletti, Allan Joseph, Alan Turner, Noel Woodhall.

In attendance: Murray Wiggins (Chief Director).

Apologies: Phil Rutherford, Alister Stuck (Secretary).

Noel Woodhall was appointed scribe for the meeting

Minutes of the meeting by conference call on 2nd December, 2016:

The Chairman pointed out that under Item 4 - Correspondence: "The following items to be deferred until the next of the Board" should read "...until the meeting of the Board on the 2nd of December":

Moved that subject to the minor amendment above the circulated minutes of the meeting on the 2nd of November, 2016, were confirmed.

CARRIED 97/2016

General Business

PREAMBLE

As a consequence of developments resulting from unethical disclosure of confidential information and board discussions, the Board feels it necessary that we take steps to protect the integrity of the Board and its processes and the right for board members to perform their duties and responsibilities in a confidential environment.

It is completely inappropriate for any Board member to divulge confidential information from a Board meeting in the public domain. The Board, like any other committee or organisation, relies on decisions made during its meetings (whether unanimous or otherwise) being respected by every Board member (whether s/he personally agreed with the decision or not).

It is the Boards responsibility to ensure an environment which enables effective and safe means of performing its duties. Currently such an environment does not exist.

For those reasons the Board resolved as follows:

1. That Allan Paul Joseph be appointed pursuant to Clause 22.2 of the Constitution to act as Treasurer of NZ Bridge Inc, replacing Alan Turner in that role with effect from 17 November 2016.

Karen Martelletti / Noel Woodhall.

CARRIED 99/2016

2. That with effect from 18 November 2016 the following

Arie Geursen (Board member)
Allan Paul Joseph (Board member)
Karen Elizabeth Martelletti (Board member)
Richard Harold Solomon (Bridge Development Officer)
Alister Charles Stuck (National Secretary)
Olwyn Lesley Chubb (Congress Organiser- Congress 00 account only)

be authorised persons to operate all NZ Bridge Inc bank accounts with the Bank of New Zealand (excepting the 00 and 25 accounts for each of the respective Regional Committees) and whether as cheque signatories, for internet banking and/or view access and in relation to dealing in any manner with any Term Deposit with any trading bank, with all transactions continuing to require any two authorised persons acting jointly provided however that at least one such authorised person shall henceforth always be a Board member, and;

- (b) That with effect from 18 November 2016 Alan George Turner be removed as an authorised person to operate any NZ Bridge Inc bank accounts with the Bank of New Zealand, whether as cheque signatory, for internet banking and/or view access, and in relation to dealing in any manner with any Term Deposit with any trading bank.
- (c) That a full copy of this resolution certified as such by Chairperson of the Board of New Zealand Bridge Inc (Arie Geursen) be made available forthwith to the authorised persons nominated in sub-clause (a) to lodge with the Bank of New Zealand and/or any other trading bank to facilitate the above change, and
- (d) That the Chairperson be further requested and empowered to immediately cause the BNZ and any other trading bank to delete the current authorisation for Alan George Turner to operate any NZ Bridge bank accounts and to deal with any Term Deposit, as set out in sub-clause (b).

Arie Geursen / Noel Woodhall

CARRIED 100/2016

3. That as from 17 November 2016 the membership of the Employment Committee be amended to be as follows:- Arie Geursen (Chair), Phil Rutherford, Allan Joseph.

Noel Woodhall / Karen Martelletti.

CARRIED 101/2016

4. In July 2016 the Board resolved to work towards a model for NZ Bridge which sees the Board in a governance rather than a management role, and that as a consequence the strategies of the Board be implemented by a person appointed to lead this operational task pursuant to Clause 14 of the Constitution.

That as a result the Board resolves to temporarily disestablish the existing Governance Committee with immediate effect and to now forthwith constitute a new Governance Committee with the membership, scope and delegation of authority as hereinafter set out, namely:-

Membership:

Phil Rutherford (Chair)
Allan Joseph
Karen Martelletti
Noel Woodhall

The Chairman (ex officio)

Scope:

The scope of the Committee shall be to determine, approve and/or undertake all appropriate actions needed or desirable to give effect to the July 2016 decision of the Board.

Delegation of Authority:

The Committee is authorised to engage any professional services to advise and support the process envisaged arising from the above decision, to adopt any formal rationale or statement to underpin any such determination, to commission and/or carry out consultation with any potentially affected parties, to review any feedback and to then determine a final structure which will, in the opinion of the Committee, best give effect to the decision, to determine any changes considered appropriate to implement any such determination including on any interim basis if required, to authorise and undertake all/any steps to put any such structure in place including any advertising in respect of the filling of any roles whether by employee or independent contractor with power and responsibility to settle any negotiations and determine the terms of any engagement and/or any related redundancy or reallocation of responsibilities as the case may be, to determine the location for the ongoing performance of any operational services and the resources required for that purpose, and to cause to be incurred any expenditures relating to any of the above which in the Committee's judgement are necessary or desirable for that purpose.

Arie Geursen / Allan Joseph

CARRIED 102/2016

All four resolutions were carried, with Alan Turner voting against all four.

There was a little discussion, mainly after resolution No.1, with Alan Turner expressing his unhappiness with the rest of the Board members.

Meeting closed at 5.46 pm.

Next Meeting: 2nd December, at Kairangi Bridge Club, Wellington

