



**Minutes of AAA Board Videoconference
7 May 2020**

PRESENT: Prue Walduck; Sarah Wheeler; Trevor Parry, Carolyn Austin; Andrew Munn
IN ATTENDANCE: Amanda Olthof

1. CONVENING OF MEETING

Chair Andrew Munn declared the meeting open at 15.04, 7 May 2020

1.1. **PRESENT:** Andrew Munn, Prue Walduck; Sarah Wheeler; Trevor Parry; Carolyn Austin
IN ATTENDANCE: Amanda Olthof

1.2. **APOLOGIES:** nil

1.3. **REGISTER OF DECLARATION OF INTEREST** - It was noted by the President that this Register was to be used by directors for any listed agenda items or anomalies that arise during the meeting where an interest needs to be declared. No additional declarations noted.

1.4. **WORK HEALTH AND SAFETY WHS** Noting Covid-19 precautions and work from home arrangements for staff continuing

2. CONFIRMATION OF PREVIOUS MINUTES

Minutes of the AAA Board teleconference held 9 April 2020 as circulated were considered

B20M31 The Board **RESOLVED** to confirm the Minutes of the AAA Board video conference held 9 April 2020 as a true and correct record

Minutes of a meeting held in camera to discuss an integrity issue held 19 March 2020 as circulated were considered

B20M32 The Board **RESOLVED** to confirm the Minutes of the In-Camera AAA Board video conference held 19 March 2020 as a true and correct record

3. EXECUTIVE REPORTS

3.1. PRESIDENTS REPORT

Andrew gave a verbal report on the current issues of importance to the AAA.
Resignation of Rochelle Veitch from the Board was discussed.

B20M33 The Board **RESOLVED** to immediately send out an Expression of Interest to all AAA membership for a Board member to fill a casual vacancy, with a closing date of 13 May.

3.2. TREASURER'S REPORT

Carolyn Austin presented treasurer's report and provided a budget indicative of trends. Carolyn indicated that the company would be cash flow positive until the end of the financial year. The company has received a refund of PAYG as part of the Government's "cash boost" economic stimulus package and has applied for the JobKeeper payment. The company's finances have been significantly impacted by the closure of shows as this has had a flow on impact of limited animal registrations. In addition, there has been a lag from the drought when people did not mate animals and therefore are not registering.

The Board discussed the historical P&L figures over the last ten years which has demonstrated the variation in company accounts over time.

The importance of membership renewal discussed and the value proposition of AAA membership.



The Board discussed the paper presented on the Audit and Risk Committee.

B20M34 The Board resolved to approve the revised Charter for the Finance, Audit and Risk Committee

B20M35 The Board resolved to seek additional members for the Finance Audit and Risk Committee through EOI to all members, with an additional approach to the former Treasurer for business continuity.

3.3. CEO's report

The CEO presented a verbal report summarising recent meetings attended. Staff are continuing to work primarily from home.

The DNA testing contract with NEOGEN which is up for renewal was discussed. There will be a small increase in fees for testing, which will not be absorbed by the AAA. The Board noted that costs to members for DNA services has not increased in at least 5 years.

B20M36 The Board resolved to sign the renewal of the contract with NeoGen for DNA testing services

B20M37 The Board resolved to increase the fees for DNA testing in line with the increased charges from the lab

The Board noted that there will be associated increases in costs for the tests and a new fee schedule will be discussed to come into effect from 1 July 2020 to take into account these increases.

B20M38 The Board resolved to offer the coat colour test as an additional service to members

B20M39 The Board resolved that the kits for DNA testing for will be digitized (print and fill) forms to be sent back as hard copies signed by the vets and the barcoded cards sent out with a return envelope. There will be no change in price for the "kits".

4. GOVERNANCE

4.1. Regional issues

The VER pen panel issue deferred to a future meeting

4.2. Integrity Issue – [REDACTED] (in camera)

4.3. Role of Board Executive

The Board discussed a concern about the perception regarding the role of the Board Executive. A recent member issue was discussed. Following a request by a member to link their private webinars to the AAA website the Executive decided a Director should contact the member to explain the reason for not approving the linkage. It was also agreed the Director reach out to the AAA member to provide support following a report of negative on-line comments. The existing position that private, stud-based training could not be aired on the AAA website as it would then potentially

be seen to be endorsed by the AAA was explained to the member. A board member raised concern that an instruction to cease webinars was given to the member under the guise of “the board”, without the knowledge of the remainder of the Board. At no time was there an instruction to the member to stop the webinars.

Under the Constitution, (clause 12.7) the Board elects Directors from amongst their own to the positions of VP and treasurer to act as executive along with the President and the Company Secretary.

The understood purpose of executive committee was to review major issues that the company faces and make *preliminary* decisions for discussion and voting at the next full board meeting. The CEO also relies on the executive committee to vet matters that are highly confidential or are not ready for formal, full-board deliberations.

It was discussed that the executive does not make decisions on behalf of the Board, and anything member focussed will go to the whole Board.

The powers of the executive to be examined to be included in the proposed changes to the Constitution.

4.4. AAA Member Survey

The annual member survey was examined and agreed by the Board.

B20M41 The Board resolved that a survey of all members to be distributed in May with a two-week window for closure.

4.5. Planning cycle

The Board discussed the 20/21 planning, budget and review cycle. A draft of the AOP will be distributed by CEO for all Board members to fill in activities. Planned actions for the year as well as budgets to be completed for discussion at next meeting.

Three objectives will be set for the regions:

- Maintain and increase memberships
- Run shows (where possible)
- Run training

The Board report card discussed again and all directors to come back with ideas for inclusion.

4.6. AAA Constitution

Deferred to next meeting

4.7. Codes of Conduct

Codes of Conduct discussion will be done out of session with Board responses due within one week

4.8. Complaints procedure

Prue presented a complaints procedure for approval by the Board. The review of the current Complaints Procedure aimed to address the increasing trend in the number of “commercial” complaints between members which arguably are of a private matter and not the responsibility of the AAA. In some instances, whilst the AAA has rejected the complaint on the grounds of it being “commercial”, the complainant has come back with a “bullying” complaint thereby avoiding legal fees to address the commercial dispute. The key principles of the procedure are:

- Procedural fairness
- Mediation
- Confidentiality
- Commercial disagreements not covered
- User pays -a \$100 fee which will be refunded if the AAA is at fault and the complaint upheld.



The complaint panel will be made up of a Board member, CEO and a regional President or Vice President.

Complaints against a judge will be dealt with under the same procedure and not by the SJC. Technical advice or feedback can be sought from the Chair of the SJC if required.

5. MEMBER ISSUES

5.1. Ealpaca Update

Trevor recommended that the discussion on purchase of eAlpaca IP is deferred following discussions with Paul Cramley on the value of eAlpaca.

Projects and changes to eAlpaca that have stalled due to finances, including the A5 form and the camelid waybill to be included in the annual operating plan and budgeted for in the 20-21 FY. Negotiation of the eAlpaca contract to begin shortly.

5.2. 202 National Show Update

Financial commitments to date include:

- Venue deposit \$2,990.00 (non-refundable)
- Admin Accommodation \$3,302.00 (50% refundable)
- Judge Accommodation \$1,173.00 (Fully refundable)

The Convenors have spent time considering the possibility of an on-line show, however an on-line format does not readily translate to judging alpacas, where 60% of the score is for fleece. Without being able to examine the entire fleece it would be extremely difficult for judges to appropriately compare exhibits, leading to possible highly inaccurate results.

The convenors reported difficulty in dealing with venue and reported that neither convener is prepared to take on the role in 2021 if the venue is to be Melbourne Showground.

B20M42 The Board resolved to cancel the 2020 National show

5.3. Future of shows post 1 July

B20M43 The Board resolved to cancel all independent alpaca shows for the remainder of 2020 calendar year. Agricultural shows, if they choose to run will be exempt. The board reserves the right to look at shows later in the year on an exception basis should government policy significantly change.

6. PORTFOLIO REPORTS

6.1. Market Access and Trade

Prue reported that the first grant application for funding “Building Export Trade Pathways for the Australian Alpaca Industry” which aimed to assist the Australian alpaca industry in breaking down technical and non-tariff barriers to trade was unsuccessful. The results of a second grant application are anticipated.

6.2. Training and Education

An Education and Training committee has been established with Andrew Munn taking the portfolio responsibility as Board representative. The Board agreed to appoint Stephen Glenday and Annmarie Ashton-Wyatt to the committee, with additional expressions of interest sought from members. The committee will establish a national training plan to be rolled out to regions.



6.3. Biosecurity Health and Welfare

Sarah presented a comprehensive paper on QAlpaca review.

Whilst there have been some updates to the Q Alpaca program over time, it is disappointing to see that many of the recommendations on death from conditions that have remained prominent throughout the duration of the Q Alpaca program have not been addressed. Q alpaca needs to develop to suit the needs of today and into the future. The risk to our industry will now come from different areas, we face increased threats from peri-urban farming with small land size, many owners that may not understand transmission of infection. There is an increasing number of feral animals such as goats, deer and sheep able to pass infection from property to property. Following BWG discussions, a tiered program that can provide a wider scope for more members to participate in a biosecurity program was recommended. Gold Standard would comply with the entry requirements for WA.

The revised Q Alpaca program requires a new name and needs to scale to include large and small herds as well as ensuring those currently using Q Alpaca for animal entry to WA can continue to do so with ease.

It was agreed by the Board that Sarah prepare a request for proposal to “test the market” so that a budget from the R&D funding can be developed. It is anticipated that this would not be a long process and that, while the revised version would not be available for the beginning of July when members renew, it would be possible to transition with an education program over the following months. Sarah to come back to the Board with a \$ figure and recommendations.

6.4. NLIS

The Board noted an update on NLIS and requested an implementation plan for NLIS and animal traceability at a future meeting.

7. COMMITTEE REPORTS

7.1. Showing and Judging

The Board noted that the SJC have begun a review of the current Showing Rules to identify potential amendments to take effect from 1 January 2021. The Board noted that a project determining the transitional arrangements for AAA Judges is being undertaken by the SJC Chair, AAA Judge Allocator (and retired Judge), SJC Judge representatives and Senior Judges. Fleece prices have been obtained from 5 buyers across 3 states, and this information will be collated and averaged to update the values in the spreadsheet used by Judges when judging the Most Valuable Commercial Fleece Class.

7.2. AYE

B20M44 The Board resolved that Katelyn Holznagel and Janelle Jago be appointed as Parader Judges as they fulfill the requirements of a judge.

The Board examined the process of ratification for Parader Judges and apprentices tabled. It was discovered that appropriate probity checks have not been completed and some of the judges put forward are not current AAA members, and not AAA full members as required to be ratified as a judge. The Board requested that the paper be resubmitted when it has been updated. Andrew noted that neither himself nor Bronwyn will be putting themselves forward as a parader judge.



The Board requests that they are provided with a paragraph on each of the proposed apprentice parader judges for their information.

8. GENERAL BUSINESS

Recurring Payment Options

Sarah presented a proposal for recurring payments allowing members to make their membership payments to the AAA on a monthly or quarterly basis. The cost is 1.8% per transaction. It was proposed to run the first year as a proof concept, avoiding alpaca integration costs and the need for members to have to call or email the office monthly or quarterly.

The Board agreed to outsource recurring payments to an external company for a quarterly payment option and requested that some rules and parameters be set up for the recurring payments to begin with the new renewal year.

B20M45 The Board resolved that the date of the AGM be moved from the previously resolved date of 2 October back one week to Saturday 26 September.

Member-Run Training

It was discussed that the existing parameters that training run by a region can be advertised on the AAA website, however training sessions run by individual studs cannot be advertised to avoid these being interpreted as “endorsed” by the AAA.

Next meeting Wednesday 3 June 10am
Meeting closed 7.58pm

A handwritten signature in black ink, appearing to read 'Andrew Munn', with a long horizontal flourish extending to the right.

Minutes accepted as a true and correct record

Andrew Munn, AAA President
3 June 2020