



## **Football South Coast Board Meeting**

### **Minutes**

**Date:** 28 March 2012

**Time** 5.00pm – 8.00pm

**Venue:** Boardroom – Fraternity Club Corporate Centre

**Attendees: FSC Board Attendees:**

Mr. Eddy De Gabriele (Independent Director/Chairman) (left at 7.10pm)

Mrs. Ann-Marie Balliana (Independent Director)

Mr. Bob Hennessy (Independent Director) (left at 7.05pm)

Mr. Milco Stojanoski (Independent Director)

Ms. Danielle Foster (Junior Football Council)

Ms. Sandra Depers (Women's Football Council)

Mrs. Rosemary Digger (Futsal Council)

Mr. Claude Cuda (Men's Football Council)

In attendance by invitation

Nil

**Apologies:** Mrs. Nicki Bowman (Independent Director)

Mr. Paul Herbert (IFRA)

Mr. Bill Drossos (Withdrawn due to new employment)

### **1. Meeting Opening**

#### **1.1. Welcome and Apologies**

Eddy De Gabriele informed the Board that Bill Drossos will no longer be attending meetings because of his new employment situation.

Chairman also informed the Board that he will be discussing the representation of the referees' body at future FSC Board meetings.

## 1.2. Disclosures of Conflicts of Interests

Ann-Marie Balliana informed the Board that she has been asked to look at processes at Edmen (Eddy De Gabriele's company) in a paid capacity.

Eddy De Gabriele did also mention that current FSC Directors Danielle Foster and Bob Hennessy are involved with Clubs. Milco Stojanoski acknowledged that he was a life member of Cringila Lions. People are always going to query potential conflicts of interest, but the line has to be drawn in that it would rule out highly qualified people being involved in sport and community activities.

The Chairman also highlighted that part of 11.4 of the FSC constitution (which is a proforma document) clearly clarifies the conflict of interest issue. It states the following:

### *11.4 Interested Directors*

*(a) A director may hold any other office or place of profit, other than auditor, in the company or a related body corporate in conjunction with his or her directorship. A director may be appointed to that office or place of profit on the terms as to remuneration, tenure of office and otherwise as the directors think fit.*

*(b) A director of the company may be a director or other officer of;*  
*(i) a related corporate;*

*(ii) a body corporate promoted by the company; or*

*(iii) a body corporate in which the company is interested, as a shareholder or otherwise;*

*or be otherwise interested in any of those bodies corporate. A director is not accountable to the company for any remuneration or other benefits received by the director as a director or officer of that body corporate or from having an interest in that body corporate.*

The criteria is also clear in the documentation explaining the criteria required to even be considered as either an elected or appointed director e.g. have two years Illawarra football experience. Bob Hennessy also raised this conflict of interest issue prior and during his interview for Board appointment.

Action: Bill Kostandas to draft a letter and Chairman to sign off and send to all football council members and to club members.

## 1.3. Minutes of previous meeting(s)

Claude Cuda: referred to item 2.5 if John Walker's (Men's Football Council) name was put forward as an alternative to be on the FNSW Referees Review Panel. John was not appointed by FNSW.

Rosemary Digger: referred to item 3.3.2 Berkeley. Eddy De Gabriele informed the Board that FSC was not going forward with an agreement with the Centre.

Nicki Bowman wrote to Ian Richardson stating that due to FSC's financial position it could not be a major tenant.

Danielle Foster: referred to item 3.7 Leisure Coast Competition. This non-affiliated body plays its games when the juniors are playing. FSC suggested that Leisure Coast should be moved to another field i.e. one field and play games one after the other.

Action: Bill KOstandas would speak to the relevant person at Wollongong City Council regarding this issue.

Moved by Rosemary Digger that the minutes of the February meeting be accepted as a true and correct record of proceedings. Seconded by Bob Hennessy. MOTION CARRIED.

#### 1.4. Business arising from previous minutes

Eddy De Gabriele advised that he had met with Martin Littler to seek clarification of the South Coast Wolves budget and FSC provision of \$66K. Ann-Marie Balliana advised that Martin Littler had reworked the budget now that Saso Petrovski had left his administration position with the Wolves. Bookkeeper will be doing the bookkeeping for the Wolves.

Rosemary Digger advised the FSC Board that it needs to form a Futsal Council.

Action: Rosemary Digger to talk to Bill Kostandas and Nicki Bowman about the process.

## 2. Matters for Decision

### 2.1. AGM Agenda and format

It was confirmed that the AGM will be held on Monday April 30. 21 days notice period applies. At the AGM an information session/presentation will be made. Clubs will be asked to provide feedback.

Rosemary Digger asked if questions regarding financial reporting without notice be accepted.

Ann-Marie Balliana preferred that only questions with notice be answered.

Danielle Foster asked if life members could attend and Eddy De Gabriele confirmed in the affirmative.

Claude Cuda confirmed that Council delegates do not vote.

Action: Nicki Bowman to confirm the April 30 date and organize a notice to be sent out to stakeholders. Bill Kostandas to assist in the process.

### 2.2. Technical Director and Academy Contract\*

The paper (employment contract) prepared by Eddy De Gabriele and Nicki Bowman was tabled.

Milco Stojanoski advised that if the Technical Director was to use the FSC Brand then that role would have to be a full-time role.

Eddy De Gabriele stated that the contract tabled was a standard Fair Work Australia document.

Action: Eddy De Gabriele suggested that he and representatives from the Junior Football Council (John Whiddett and Danielle Foster) would meet with Glenn Fontana for further discussion. A three year contract would be offered with KPIs and reviews be conducted over a certain periods.

Decision:

- Continue the path that the FSC Academy Technical Director has to be a full-time position with FSC;
- Provide Glenn Fontana a practical business proposal with his business transferred across to FSC;
- The Technical Director Employment contract to be fixed for a minimum of three years;
- Glenn Fontana's current sub contractor coaches to be sub contractors coaches to FSC and all to be contracted on hobby forms;
- A succession plan be put in place for Glenn Fontana as FSC Academy Head & Technical Director;
- FSC to make sure all coaches have the relevant and compliant paperwork and agreements completed.

Motion: *"Explore the only feasible and operable option of a three year contract as a permanent employee"*

Moved by Milco Stojanoski that the recommendations be adopted by the Board. Seconded by Sandra Depers. MOTION CARRIED.

### 2.3. Social Media Policy\*

Milco Stojanoski advised that a draft computer usage policy has been put together. Employees of FSC will need to sign.

Milco Stojanoski advised the FSC Board that Twitter and Facebook are ready to go. The strategy behind Facebook is that it will be used as an FSC brand recognition tool, providing information and be a general communications tool. However, people will not be able to make comments, in other words it will be a read only tool.

Bob Hennessy asked who was going to administer and that this would need to be checked.

Milco Stojanoski advised that he would have administrative rights and Panaconnect also do likewise.

Claude Cuda asked if the current office staff had the skill set for Facebook and Twitter?

Bill Kostandas advised that David Naylor does.

Bob Hennessy advised that the content had to be constructive.

Motion: “*Twitter and Facebook (read only) be used as Social Media for FSC*”  
Moved by Milco Stojanoski and seconded by Sandra Depers. MOTION  
CARRIED.

Bill Kostandas will check with FNSW to see if they have a Social Media policy.

### **3. Matters for discussion and/or proposals and submissions**

#### **3.1. CEO Report\***

Bill Kostandas updated FSC Board on the FNSW Competitions review. Bill Kostandas presented a copy of the “Town Hall” presentation as well.

Bill Kostandas updated the Board on the Futsal at the Frat report. Two interns from the University of Wollongong are assisting the Bill Kostandas. A draft copy of the report will be sent to the Board later next week for review. Bill will also send a copy to the Fraternity Club General Manager by April 13 to present to his Board of Directors.

#### **3.2. Chairman’s Report**

Eddy De Gabriele gave an update on the “Home of Football” project. He advised that he and Bill Kostandas were working on the Business Case and included in the document was key information from the Smith Report. He also advised that he would be meeting Wollongong City Council on Friday with Nicki Bowman and Bill Kostandas also in attendance.

The Chairman reported that the leadership paper was a work in progress.

#### **3.3. Finance Report**

Ann-Marie Balliana reported that new Bookkeeper has nearly completed setting up new chart of accounts, but continues to find items placed in the wrong accounts (from 2011).

Milco Stojanoski queried the 61-90 day receivables. For the information of the Board, Ann-Marie Balliana, the Bookkeeper and Bill Kostandas are reviewing the receivables list as it appears some amounts have been paid, but the entries have been booked incorrectly in MYOB. Milco Stojanoski thanked Ann-Marie for putting the accounts together and also acknowledged the good work of our new bookkeeper. A final and reviewed list of payables and receivables will be available for the next Board meeting.

Ann-Marie Balliana has asked for an analysis on the receivables and report back to the Board on a monthly basis. Ann-Marie Balliana advised that the cashflow status will also be presented in the future – currently the bookkeeper working on this.

Action: Bill Kostandas to monitor the receivables and payables on a fortnightly basis.

### 3.4. Fraternity Club Licence Agreement

Eddy De Gabriele advised that the Frat Club General Manager has had the FSC office space independently valued and reported that a significant rental rise should occur.

Milco Stojanoski suggested that we look at other options. FSC Board agreed a rise is not feasible.

Ann-Marie Balliana stated that FSC should get an independent assessment of rental for the current office space and that the Deputy Chairperson would look into this.

### 3.5. Strategy Workshop

The Strategic Planning workshop is to be conducted on Saturday 31 March with a start time of 9am finishing at 1pm. The focus will be on the current strategic pillars and key priorities for the next three years.

### 3.6. Football Councils Update

#### 3.6.1. Futsal Football Council – Rosemary Digger

Rosemary Digger advised the Board that the South Coast Taipans will apply for Premier League next season even though the Club is eligible for relegation. Bill Kostandas has offered to assist with the application.

Rosemary Digger advised the FSC Board that she was representing FSC on the Wollongong and Shellharbour Council Sporting Group meetings.

Rosemary found that in her discussions with a couple of Clubs based in the Shellharbour LGA that the ground rental is very expensive. Danielle Foster advised that Wollongong Council charge different rates for seniors and juniors.

#### 3.6.2. Juniors Football Council – Danielle Foster \*

Danielle Foster asked to have a Calendar of activities distributed and also placed on facebook.

Danielle Foster advised the Board that Junior Council has been in the process of player registration, team nominations and the grading of those teams. The competition draw was nearly finalised with season kicking off on April 14.

Danielle Foster also reported that with the cooperation of Glenn Fontana, the Girls' Academies and Skill Development programs are getting underway with good responses.

Danielle Foster also asked some questions on behalf of the Junior Council the following and responses where appropriate was given:

- Is FSC going to submit a paper to the FNSW Competitions Review? Yes Bill Kostandas is coordinating a response in conjunction with the Board of FSC.
- Should there be a submission for participation? Yes as part of our response.
- Will there be a SAP for girls in 2013? FSC will request this in our submission.
- Is it correct that the Stingrays U/12 side wins are counted in the Club Championship, but the U/13's Wolves wins are not? Bill Kostandas advised that this is correct. For Women's football the Club Championship takes into account all grades (U/12, U/14, U/16, open reserve grade, and 1<sup>st</sup> grade) on an equal weighting basis. This is done to encourage clubs to develop players and stop poaching. Also scale of numbers i.e. significantly more males participating in the sport hence a larger pool of players to select from. Bill Kostandas advises at the recent "Town Hall" meeting it was advised by the interim Chairman of the Women's Standing Committee that it was considering taking out the U/12's from the Club Championship.
- Could we develop a Communication Process for all FSC stakeholders? It is now part of the top five priorities.

### 3.6.3. Men's Football Council – Claude Cuda

Claude Cuda raised the issue of a lack of coverage in the Mercury and that Clubs were not happy. The Mercury has the naming rights to the Premier League.

Bill Kostandas did inform the Board that he was due to meet with Peter Fitzgerald the Sports Editor on Thursday 5 April.

Claude Cuda advised that the two page spread coming up also had some paid ads by us.

From the MFC's Clubs meeting it was advised by some stakeholders that they found the website difficult to navigate. Also more content and fresher content was required on a consistent basis.

Milco Stojanoski suggested checking with the university to see how they can help both for content and website design.

Rosemary Digger suggested that there was a need to find a dedicated resource to supply content.

Milco Stojanoski suggested looking at what the competencies current staff had.

Sandy Depers suggested that the various Councils could supply content as well. Sandy also suggested that we check with Volunteering Illawarra and see how they can help.

Action: Bill Kostandas to contact the University to discuss how they can provide help in the web design space and also to call Sporting Pulse re: looking at alternatives to what we currently have. Also to ask how much the competition management system costs on its own.

#### 3.6.4. Women's Football Council – Sandra Depers

Sandy Depers informed the Board that there were 32 teams entered in the 2012 Women's League. These teams come from 21 Clubs. SD advised that there will be three divisions (1<sup>st</sup>, 2<sup>nd</sup> and 3<sup>rd</sup>) plus an Over 30's competition. The competition starts on 15 April.

Sandy Depers advised that the Illawarra Stingrays beat Macarthur Rams 3-0 in 1<sup>st</sup> Grade and that all other teams did well.

Sandy Depers advised that the visit of the Matildas went well and great feedback has been provided by many people.

#### 3.7. Other Items

Nil.

### **4. Matters for Noting (Discussed only if requested)**

4.1 Portfolio Reports

4.2 Major Correspondence

### **5 Meeting Close 8.00pm**

**Next Meeting: 16 April 2012**

\*Matters marked with an asterisk are supported by a Board paper.