

**CCS524: ALBANY MOTORSPORT VENUE INCORPORATED (AMV INC.)
– COMMUNITY NOMINATION**

Land	:	Lot 5780 Down Road South, Drome, Western Australia
Attachments	:	<ul style="list-style-type: none">• Nominee Submission (Confidential)
Report Prepared By	:	Manager Governance & Risk (S Jamieson)
Authorising Officers:	:	Chief Executive Officer (A Sharpe) Executive Director Corporate & Commercial Services (M Gilfellon)

CONFIDENTIAL ATTACHMENT

The attachment to the report is confidential in accordance with 5.23 (2) (b) the personal affairs of any person; and (e) a matter that if disclosed, would reveal —(iii) information about a person (entity), other than the local government.

STRATEGIC IMPLICATIONS

1. This item relates to the following elements of the City of Albany’s Strategic Community Plan 2032 or Corporate Business Plan informing plans or strategies:
 - **Pillar:** Leadership.
 - **Outcome:** Proactive, visionary leaders who are aligned with community needs and values.

In Brief:

- Note the City’s received one nomination for referral to the AMV Inc. Board for consideration and the confidential report.

RECOMMENDATION

CCS524: AUTHORISING OFFICER RECOMMENDATION

THAT the application for the current Community Representative AMV Inc. board director vacancy be NOTED and the nominee be referred to the AMV Inc. Board for consideration.

BACKGROUND

2. The Albany Motorsport Venue Inc. (Albany Motorsport Park Governance Model) allows for two Community Representatives on the AMV Inc. board.
3. The City has received one application for the current Community Representative AMV Inc. board director vacancy.

AMV Inc. – Board Governance

4. AMV Inc. was incorporated (as a not-for-profit incorporated association) on 10 March 2022, certificate of incorporation attached.
5. AMV Inc. consists of a Board of Directors (the Board).

Make-up of the Board

6. The Albany Motorsport Park Board is made up of:
 - a. Two (2) community representatives recommended by the City of Albany for the Board’s consideration.
 - b. One (1) representing Motorsport Australia;
 - c. One (1) representing Motorcycling Western Australia (MWA);
 - d. One (1) representing 4-wheel racing clubs;
 - e. One (1) representing 2-wheel racing (motorcycle road racing) clubs; and
 - f. One (1) representing motocross clubs.
7. The Chairman of the Board is elected by the Directors.

8. Appointments are to be up to a two-year term, with skills determined by the Board.
9. The Directors are ultimately responsible for ensuring:
 - a. The Board meets regularly (i.e. monthly or on more occasions if the need dictates);
 - b. Employment of an Operations Manager and any other staff deemed necessary to ensure safe and compliant operations of the Venue.
 - c. Appropriate insurance of the tracks, roads and any other permanent buildings and fixtures on the Venue.
 - d. The development of an Albany Motorsport Park Strategic Development Plan and overseeing the implementation of the strategies and supporting policies.
 - e. The development and implementation of systems to enable it to comply with its legal and policy obligations, adhering to accounting standards and ensuring the Venue assets are protected through appropriate risk management.
 - f. The Venue is appropriately managed (i.e. day to day safe operations and programming and marketing of events).

DISCUSSION

10. Community Representative nominees were requested to submit a resume/CV, and short cover letter.
11. Only one nomination was received.
12. The nominee's submitted documentation demonstrates a financial, risk management, and general business acumen.
13. No formal interview or reference check was undertaken, as that is for the AMVI board to undertake to its own satisfaction.
14. The AMVI Chair was provided a copy of the submission and they have advised they support the nomination to be presented to the board for approval.

GOVERNMENT & PUBLIC CONSULTATION

15. Expressions of interest were called for membership by way of public advertisement in early December 2022 and closed on 1 February 2023.
16. The public were engaged through the placement of the attached advertisement in the Albany Advertiser and promoted on City social media and website.

STATUTORY IMPLICATIONS

17. The City has no formal governance role in the formation of the AMV Inc. board.
18. Being an independent organisation, the AMV Inc. board is not required to accept the City nominees if they feel they are not suitable for the positions.
19. The City continues to encourage the AMV Inc. board to undertake its own due diligence and review of nominee suitability regarding skills and experience for director positions.

FINANCIAL IMPLICATIONS

20. There are no direct financial implications related to this report.
21. \$1,250.00 was spent on advertising, at City cost.

LEGAL IMPLICATIONS

22. There are no direct legal implications relating to this item.
23. AMV Inc. is a separate legal entity and the City has no legal right or obligation to provide governance oversight.
24. AMV Inc. has the right to consider City's sourced nominations or seek their own.

RISK IDENTIFICATION & MITIGATION

25. It is in the City’s interest that the AMV Inc. has an effective board.
26. If the board fails to provide appropriate oversight, Venue management options will need to be considered by Council.
27. Council needs confidence in the AMV Inc. board to manage the motorsport lease area and operations when granting the lease.
28. Due diligence (i.e. Character reference checks etc.) has not been undertaken by the City as that is the remit of the AMV Inc. board. However, the City will encourage the board to:
 - a. Set up a skills matrix so that they can ensure prospective directors fill the gaps in the skills and qualities the board needs.
 - b. Reference check, call prospective directors.
 - c. Set the prospective directors up for success through the provision of board development training or a mentor to help bring them along.
29. The risk identification and categorisation relies on the City’s Enterprise Risk and Opportunity Management Framework.

Risk	Likelihood	Consequence	Risk Analysis	Mitigation
Reputational: City unable to source a nominee.	Likely	Major	High	The City assist the AMV Inc. approach suitable prospective directors.
Reputational: AMV Inc. is unable to fulfil lease obligations to City.	Possible	Major	High	Council consider options to the AMV Inc to assist compliance with lease obligations.
Reputational: Board fails to provide appropriate oversight and fulfil lease obligations.	Possible	Major	High	Council considers the provision of mentorship, assistance and/or support from organisations, such as the Australian Institute of Company Directors (AICD).
Opportunity: The opportunity to assist the AMV Inc. board may contribute to the successful development and future operation of the motorsport park.				

CONCLUSION

30. It is recommended that the Nominees be referred to the AMV Inc. Board for consideration.

Consulted References	:	<ul style="list-style-type: none"> • Local Government Act 1995 • Associations Incorporation Act 2015 • Application for Incorporation – AMV Inc. • Certificate of Incorporation – Albany Motorsport Venue Inc. dated 10 March 2022. • A Guide for Incorporated Associations in Western Australia • Incorporated Body Model Rules & Guidance Notes (WA) • Albany Motorsport Park Draft Governance Model
File Number (Name of Ward)	:	<ul style="list-style-type: none"> • RC.PJT.2 RC.MEE.20
Previous Reference	:	<ul style="list-style-type: none"> • OCM 26/04/2022 Resolution CCS432 • OCM 23/02/2021 Resolution DIS245