

GLIDING AUSTRALIA

FAQs ON PROPOSED CONSTITUTION CHANGE NOV 2022

These Frequently Asked Questions (FAQs) address the case for constitutional changes in Gliding Australia, to be considered by Members at an EGM on 16th November 2022.

Q. What are the reasons for the change? Why is change necessary?

A. Multiple reasons.

Existing Board and Executive structure is cumbersome, less effective and efficient than it should be, highly dependent upon individual leadership and personalities, does not have clear separation of powers. Too much overlap in meetings. Board Governance focus needs to be improved.

Existing Articles of Association, Board Regulations, are cumbersome, not well understood, don't reflect contemporary requirements.

Gliding Australia must update organisation anyway to transition to Approved Self-Administering Organisation (ASAO) under CASR Part 149, already approved in legislation. Required for future autonomy, less dependence on CASA, less cost overheads of future CASA administration. CASA no longer supporting legislation exemptions under which we currently operate.

We must modernise the structure of Gliding Australia to have a separate Board and Executive, each with specific functions (much like a large company). Rename from Articles of Association to Constitution. Roles and powers to be better defined.

Common sense. We must improve and adapt. Members and clubs need support with minimised future increases in costs.

Q. What are the main Board and Executive organisational changes?

A. Greater separate Board and Executive, including Part 149 mandated "key positions". Board focus on Strategic leadership, strategic planning, governance, accountability, performance monitoring and priorities. Regional Association Representatives, Women's and Juniors' Reps, Treasurer, Secretary, and Chief Executive Officer make up the Board.

Current GFA President position becomes Chair of Board.

Some current President functions for coordination and management of Departments, leading Executive, are proposed for new Chief Executive Officer (CEO) position.

Most current Executive Officer (EO) duties transfer to CEO.

Separation of Powers also supports Executive focus on service delivery to clubs and members, within Board-approved budgets, plans and priorities.

Q. What are the main Part 149 organisational changes?

A. Separate Board and Executive, including CASA mandated "key positions" and "responsible persons" under CASR Part 149 (list):

CEO (Accountable Manager), leading Executive – new position, offset by previous Executive Officer position

SM (Safety Manager) – redefined volunteer position, new roles, defined in new MOSP Part 5 SMS

EMO (Executive Manager Operations) – current paid PT position performing defined Flying Operations roles

EMA (Executive Manager Airworthiness) – current paid CTOA part-time position, renamed, performing defined Glider Maintenance and AW system roles

Operations and Airworthiness Department Heads remain part of Executive, with greater focus on managing and coordinating activities of Regional Officers, service delivery to clubs, assurance, and accountability to the Board. SM, EMO and EMA perform duties with specific accountabilities to CEO and CASA.

Organisational detail changes summarised in:

Proposed Constitution

New Gliding Australia Position Descriptions Manual.

New MOSP Part 5 SMS Manual and supporting documents

Updated MOSP Part 1 Administration

Revised Part 2 Operations, Part 3 Airworthiness & Part 4 Soaring Development



Q. Who might become CEO, heading the Executive?

A. The Board will need to recruit someone with broad aviation management experience against a Part 149 compliant job description document.

Q. What does the Executive look like under this proposal?

- A. The Executive would comprise:
- The Chief Executive Officer (Accountable Manager).
 - Chair of the Operations Panel.
 - Chair of the Airworthiness Panel.
 - Chair of the Soaring Development Panel.
 - Marketing and Development Manager.
 - Information Systems Manager.
 - Safety Manager, who may also provide direct advice to the Board.
 - Treasurer.

Chairs of the Operations, Airworthiness and Soaring Development Panels would be decided as is current practice, ie, by nomination of their respective peer group and confirmation at the AGM.

The Chief Executive Officer to be selected from candidates meeting the requirements of a Part 149 compliant job specification and appointed by the Board.

The Safety Manager would be appointed by the Chief Executive Officer following Board ratification.

The Marketing and Development Manager and the Information Systems Manager would be appointed by the Chief Executive Officer.

The Treasurer, who also sits on the Board, would be appointed by the Board.

Q. Who might become Chair of the Board?

A. The Chair of the Board would be elected in the same manner as the current President's role is determined. Possibly an existing Regional Association Board representative.

Q. What does the Board look like under this proposal?

- A. Under this proposal the Board would comprise:
- A Chair of The Board elected in the same manner as currently applies to the President
 - A representative from each of the 5 Regions – elected in the same way as is current practice.
 - A Woman's Representative appointed from their peer group by a democratic process.
 - A Junior representative appointed in a similar process to the Women's Representative.
 - A Treasurer appointed by the elected Board members.
 - A Secretary appointed by the elected Board members.
 - The Chief Executive Officer (Accountable Manager) appointed by the Board

Q. What about the costs? What is being done to minimise the cost impacts? What savings might we make compared to doing nothing?

A. This is linked to whether or not we become an Approved Self-Administering Aviation Organisation (ASAO) under CASR Part 149.

Currently Gliding Australia and gliders are regulated by CASA under CARs and CASRs, with some specific legislated exemptions to rules for other VH-registered aircraft operations. After 2023, CASA does not intend to manage via Exemptions. Part 149 is approved legislation.



If we do not adopt Part 149, then we will incur much higher costs and delays, at CASA hourly rates, for them to approve every change to our existing documents and processes, every new service, every new transaction for every member and glider. We will be subjected to whatever rule base CASA applies.

CASA is updating Part 103 rules and standards for general aviation. These will also apply to gliders. We will incur greater risks of inappropriate changes.

These changes support our transition and management in a manner that meets the intent and safety outcomes of Part 149. We will have greater autonomy, reduced CASA charges, reduced delays in change approval.

All this affects the workload of people holding key Gliding Australia positions. The CEO, SM, EMO and EMA will have to meet CASA requirements, and will work to reduce overheads and costs flowing to other officials, members and clubs.

The Board needs to focus on governance, strategy, accountability and performance. The Executive needs to focus on service delivery through the departments and members of the Executive.

Additional costs for the CEO position, about \$70K pa. EMO and EMA (CTOA) are existing paid positions. The SM is an unpaid volunteer position.

Q. How do we ensure we don't get saddled with the wrong people?

A. Member involvement with the nomination and election of candidates is always important. In some cases, this is done through Regional Associations and their representatives.

The Regional Reps on the Board elect several important positions including the Chair of the Board and CEO.

The proposed Constitution and the new Position Descriptions Manual define the processes for nominating and approving positions.

Q. What legal advice did we seek? How well does this align with State Model Constitutions? How does this align with AICD guidance on roles of Directors and Boards?

A. Several members of the Board and Executive have legal qualifications, Board experience in GFA and other organisations. Some have AICD Company Director qualifications.

A small team conducted a legal and governance review against contemporary State Model Constitutions and governance requirements, and AICD guidelines for Directors and effectively meeting Directorship obligations. The separation of powers achieved in these changes aligns with AICD recommended practices.

The Board has taken both independent and in-house advice in reviewing the proposed changes.

Q. How much difference will this make to our clubs and our Regional Associations?

A. Very little. Many members will not notice any differences. We hope better Constitution, Exposition, MOSPs and Manuals will be easier for members to understand. Regional Associations still have primacy in the new Board structure, retain key voting and approval powers. With a renewed governance focus, Regional Board representatives will have greater strategic powers.

Q. What new risks do we face from these changes? What risks will get worse if we don't adopt these changes?

A. The risks of change may include a short term executive administrative burden as we transition into Part 149, and adopt better processes.



If we are ineffective in meeting CASA requirements, we face prospects of more CASA interventions, less autonomy, and higher costs charged at hourly rates. Rules and standards might be imposed that do not sit well with the sport of gliding. CASA delays might affect members' ability to fly or support their gliders.

Q. Why are some titles changing?

A. This revision process provides an opportunity to align our position nomenclature.

Currently we have a Chair of the Airworthiness Department (CAD) and a Chair of the Operations Panel (COP). It is proposed to standardise this as Chair of the Airworthiness Panel (CAP) and Chair of the Operations Panel (COP).

Similarly, it is proposed to change the position name of the Chief Technical Officer Airworthiness (CTOA) to Executive Manager Airworthiness (EMA) which aligns with the current Executive Manager Operations (EMO).

The current Chief Experience Officer (CXO) who manages our information technology systems will change to Information Systems Manager (ISM) as it better describes the role of this position.

Q. When will these changes be implemented?

A. Our Part 149 Exposition needs to be submitted to CASA by 3rd December 2022 with CASA approval and implementation by 2nd December 2023. Much work has been done to "grease the rails".

The changes to the current Articles need to be approved at an EGM in November 2022 with implementation at the next AGM in 2023.

Q. Who will manage implementation of the changes? Who is accountable to our members?

A. By definition, the Chair of the Board must be accountable to members for the successful implementation of changes in our governance and strategy. Yet change of this magnitude is not something that one person can implement; the entire Board and Executive team will work in concert to implement transition and Part 149 changes.

The CEO will be accountable to the Board for coordinating Department level changes. Depending on the feedback we get from CASA, a Team Leader for a Working Group might be appointed to assist.

The current Board and Executive team are committed to working for the benefit of gliding in Australia, achieving the best possible support for all clubs and members. They wish to make this work!