

Climbing Victoria

Governance Guidance Document

November 2023 - Prepared by Climbing Victoria Advisory Council

Executive Summary

This document outlines key principles of how a peak body for outdoor climbing in Victoria would be organised. It focuses on the key aspects of membership, and the selection of a governing Board and the role of the Board. The name of this peak body is intended to be Climbing Victoria (CV). The points from this document will inform the Rules of Association, which will then be submitted to Consumer Affairs Victoria (CAV), as required to become an Incorporated Association registered with CAV.

There will be three types of membership:

1. **Full** Membership for eligible organisations
2. **Associate** Membership for other organisations that do not meet full membership criteria
3. **Individual** Membership for individuals

Eligibility for full membership is for organisations whose major reason for being is **substantially focused** on outdoor recreational climbing in Victoria. They must be a legal entity with a minimum of **fifty** members and have been in existence for at least 2 years.

Full member organisations have full voting rights including election of five Board Members.

Nominations for each of these five positions can come from any of the members (Full, Associate, or Individual).

A sixth Board position (Individual Member Liaison Officer) will be created if there are more than fifty individual members.

The elected board has the right to appoint up to three other Board members as well as appoint representatives from Organisations in (non-voting) Board Advisory roles.

The role of the Board Members is, primarily, to fulfil the Principal Purpose and Key Objectives of the organisation and secondly to represent the interests of the organisations from which they come.

Why Have a Formalised Peak Body?

Outdoor recreational climbing and climbers in Victoria currently lack a peak body that can represent their interests and work with land managers, policy makers, First Nations people and others.

For **over three years**, several climbing related organisations have worked informally together as a quasi-peak body under the working title of Climbing Victoria Advisory Council (CVAC) (more information on CVAC can be found [here](#)). **During this time it has become clear that there is great value and an ongoing need for this type of representative organisation. Current CVAC members feel the time is right to move to a fully formalised body that would add the following to the existing arrangement:**

- **An** improved governance structure for long term durability and **integrity**
- **A stronger mandate to represent the interests of outdoor climbing in Victoria**
- **A formal** membership structure
- **A formalised** selection process for governance roles, to democratically represent the outdoor climbing community with accountability back to the climbing community
- Recognition by other organisations
- Ability to raise and manage funds as required

The most appropriate type of formalised organisation is to become an Incorporated Association registered with Consumer Affairs Victoria (CAV).

- Most of the participating organisations of the forerunner body (CVAC) are Incorporated Associations.
- Becoming an Incorporated Association will satisfy the bullet points listed above.
- Incorporated Associations are suitable for not-for-profit organisations. They may trade but not distribute profits to their members, unlike a Company.
- From the Consumer Affairs Victoria website: *“When a club or community group incorporates, it becomes a ‘legal person’ – that is, a legal entity that stays the same even if its members change. It can enter into contracts in its own name; for example, to borrow money or buy equipment. This protects the individual members of the association from legal liabilities.”*

To conclude, CVAC recommends that it forms an Incorporated Association, to be registered under the name of Climbing Victoria, with the prime purpose of representing the interests of outdoor recreational climbing in Victoria.

Peak Body Purpose and Objectives for Climbing Victoria

It is normal for Incorporated Associations to have a stated Principal Purpose. This and the Key Objectives are stated here to help better inform the subsequent discussion on

membership and selection of a governing Board and the role of a Board. Of course, whilst any elected Climbing Victoria Board might choose in future to modify the scope or detail or specific organisational objectives, it is envisaged that the broad thrust of any objectives listed here would be maintained.

Principal Purpose:

A Peak Body representing outdoor climbers and climbing related organisations with the purpose of the betterment of outdoor climbing in Victoria.

Key Objectives of Climbing Victoria: (as previously drafted by CVAC with input from its various contributing Victorian climbing organisations)

1. Facilitate conversations and foster relationships between external parties, including Traditional Owners, land managers, the government, and other key stakeholders, on matters relating to outdoor rock climbing in Victoria.
2. Develop and support climbing organisations and nurture our leaders.
3. Promote and support sustainable outdoor climbing practices and behaviours.
4. Support for self-determination of Traditional Owners.
5. Promote respect for Country, even if this means restricting climbing, and to lead by example to promote this level of respect.
6. Advocate for diverse and inclusive participation.
7. Advocate for respectful and sustainable access to outdoor climbing in Victoria.
8. Be a forum to encourage communication and share ideas between member organisations.

Values of Climbing Victoria:

1. *Respectful partnerships* - We agree to work in ways that foster trust and respect for one another. We make decisions through clear communication, collaboration, and we always aim to avoid surprises.
2. *Courage* - We speak up about the things that matter to us in ways that are kind and constructive. We support one another in challenging conversations.
3. *Listening & Learning* - We recognise when we do not know and seek to learn. We value learning together and from one another. We make time to listen and learn before taking action.
4. *Diversity and Inclusivity* - All voices matter and must be heard, respected, and considered fairly. We commit to actively represent the diversity of the climbing community.
5. *Integrity* - We are aware that our actions are visible to the community, and we do our best to uphold trust and integrity in all that we do.

All members need to abide by the Rules of the Association including complying with the Key Objectives and Values.

Membership Types

1. **Full** Membership for eligible organisations
2. **Associate** Membership for other organisations that do not meet full membership criteria

3. **Individual** Membership for individuals

Full Membership

Eligibility for full membership is for organisations whose major reason for being is substantially focused* on **outdoor recreational climbing** in Victoria.

* The meaning of the term “substantive focus” will be left to the Board to interpret at its discretion.

Such organisations need to be:

- Victoria based, meaning they are registered and operating in Victoria.
- That are formally registered Victorian legal entity (e.g., Incorporated Association or Limited Liability company)
 - with **at least fifty members**
 - for **at least two years**

Examples of potential qualifying organisations:

- Victorian Climbing Club
- Western Victorian Climbing Club
- Crag Stewards Victoria
- ClimbingQTs
- Australian Climbing Association (Victoria)
- Tertiary education outdoor clubs with a **substantive focus** on outdoor recreational climbing (e.g., Uni climbing clubs) but precluding generalised outdoor recreational clubs with climbing being just one of a number of activities. These clubs can become Associate Members.

Rights of Full Members:

- Each member organisation would have one vote per board position (more detail is given on this later in the document).
- Each member organisation can nominate individuals for the different board positions. They can nominate individuals from either within or outside of their organisation.
- Can vote on changes to the Rules of Association etc.
- Attendance and voting rights at AGMS and SGMS
- Essentially this would follow the standard requirements of the Rules of Association

Associate Membership

Clubs or associations **whose substantive focus is not** outdoor recreational climbing but have **some** interest or involvement in outdoor climbing in Victoria. They can also be organisations that are not based in Victoria.

Examples

- Sport Climbing Victoria -main focus on indoor competition climbing.

- Outdoors Victoria - *a focus on advocacy and representation for the outdoor industry in Victoria*
- Outdoor university clubs that actively encourage and facilitate a broad range of outdoor activities including, but not limited to, climbing. Examples:
 - RMIT Outdoor Club
 - Melbourne University Mountaineering Club
 - Melbourne University Outdoors Club
 - La Trobe University Mountaineering Club
- Any other educational enterprises or outdoor education groups not primarily focused on climbing and therefore not meeting the criteria for full membership.
- Commercial entities that supply goods and services to outdoor recreators including climbers – e.g., outdoor gear retailers.
- Reconciliation groups (such as Gariwerd Wimmera Reconciliation Network)
- Scouts Victoria
- Other peak bodies and organisations whose prime interests are in other outdoor recreations that might see enough common interests with Climbing Victoria to want to be Associate members and be kept ‘in the loop’ re pertinent issues – e.g.,
 - Outdoors Victoria
 - Bushwalking Victoria
 - Paddling Victoria
 - Slacklining Association
- Climbing organisations outside of Victoria. Examples:
 - Australia Climbing Association of Queensland
 - Australia Climbing Association of NSW
 - American Access Fund
 - New Zealand Alpine Club

The benefits of having Associate Membership include:

- Providing a stronger mandate to the peak body by having more organisations supporting it.
- Allowing the peak body to communicate with a bigger number of organisations about what it is doing, what the issues of the day are and what are currently acceptable expectations for the greater climbing community.

Rights of Associate Member Organisations

Associate members may make nominations for board positions but have no vote towards board appointments.

Individual Membership

Allow for individuals to join as Individual Members on condition that they

- Agree to the charter of the organisation (as any other member would need to)

- Pay an annual membership fee that is determined by the Board - the purpose of a membership fee is to ensure that individuals wanting to join the peak body are prepared to show their support for it and demonstrate their bona fides by making some monetary commitment.

Individual members do not have to be living in Victoria. If they have an interest in Victorian climbing and support the objectives and values of the organisation, then they can be Individual members.

The benefit of having individual members:

- Increase the reach of the Peak Body and make it more representative since many climbers do not belong to clubs or organisations.
- Give independent climbers a voice in such an organisation and hopefully an increased sense of ownership.
- Allow the Peak Body to communicate more directly to individuals about what it is doing, what the issues of the day are and what are currently acceptable expectations for the greater climbing community.

Rights for Individual Members

If a threshold of fifty individual members join, then nominations would be called for from the Individual Members and they can then vote for a person to join the Board in the role of Individual Member Liaison Officer. Such a person would have the role of acting as a Board Member but also as a liaison role between the Peak Body and Individual members.

Individual members would have no other voting rights, but they can nominate people for Board positions.

Application and Approval of Memberships (Full, Associate, or Individual):

Applicants for membership of Climbing Victoria must state they will support the Purpose, Objectives and Values of the Peak Body organisation and agree to comply with its Rules of Association. The Board approves or rejects the application, no reason need be given for rejection.

General Responsibilities of the Board

The general responsibilities of the Board are to ensure proper governance of the organisation in line with achieving the objectives, values of the organisation and the Rules of Association.

This will include the following:

1. Working with external organisations on behalf of members to achieve objectives, but delegating wherever possible and appropriate to member organisations
2. Communicating (listening and informing) with the membership of the peak body on a regular basis
3. Ensuring the statutory obligations of an Incorporated Association are met

The Board members' primary focus is on achieving the goals of Climbing Victoria the organisation, not on representing the organisations they stem from.

Board Members do not need to be members of any of the Member organisations. The Board should be composed of a range of people that can best deliver on the purpose, objectives, and values of the organisation.

Selection and Composition of the Board

The Board would have a minimum of five members and a maximum of nine.

Nominations for Board Members can come from any members.

The Full Member organisations would elect five Board Members from the list of nominations received. The full member organisations, when voting for the five Board Members, need to consider the balance of performance, continuity, and representation required for an effective board.

The elected Board Members will then decide who among them will fill the various positions on the Board. A Secretary is the only mandatory position. An example of board positions are as listed below.

1. Chair
2. Deputy Chair
3. Secretary (is a legal requirement)
4. Treasurer
5. Board Officer

If there are more than 50 Individual Members, these members have the right to choose someone to represent them and to nominate that person as their representative onto the Board in the role of

6. Individual Member Liaison Officer

Up to three further positions can subsequently be appointed to the Board by the elected Board Members as and when they chose to do so for periods of up to 2 years, with right of renewal if agreeable to both parties.

7. Board Appointed Officer position 1.
8. Board Appointed Officer position 2.
9. Board Appointed Officer position 3.

Examples of such additional three further positions might be as follows but not limited to:

- People from other organisations that could add value and expertise to the Peak Body E.g.
 - Outdoors Victoria
 - A reconciliation group

Once appointed to the board, each board member has the right to cast a single vote on any board resolution.

Term for Board Members

The term for Board membership will be 2 years. Continuity can be achieved by some of the Board Members agreeing to stay on for a second term, assuming they are voted back on again.