



Great Golf. Great Food. Great Fun.

Minutes of the Annual General Meeting Held 22 November 2023 Meeting held in the Seabreeze Room

1. The Chairman opened the Meeting at 6:30pm

**THE CHAIRMAN DECLARED A QUORUM PRESENT (20 per Constitution 36.33)
83 Members in attendance**

INTRODUCE DIRECTORS IN ATTENDANCE

- *Gavin Roberts – President*
- *Neil Smith – Captain*
- *Paul Atkin*
- *Les Murphy*
- *Lindsay Verdon*
- *Nick Ratcliffe*
- *Fran Scutts*
- *Belinda Richardson*

The Chairman INTRODUCED IN ATTENDANCE

- The Board as listed above
- Our CEO - Ian A Munro
- Our Assistant Manager – Justin Cave
- Our Company Auditor Matt Edwards from PDD.
- Welcome to our Life Members & Club Patron here this evening
Life Member Faye Gibbs
Life Member Neil Stevenson
Life Member & Club Patron Bill MacDonald

We would please observe a minute's silence to honour the passing of members and loved ones during the year.

The Chairman acknowledged the members and loved ones, who have passed in the last 12 months.

2. APOLOGIES:

- Lynn Somers
- Kevin Byrnes
- Graham Linn
- Phillip Youl
- Tony Smith
- Sheena Gunn
- Peter Gunn

3. PREVIOUS MINUTES

Motion: "That the minutes of the previous Annual General Meeting held Tuesday 16 November 2022 which were circulated are to be signed by the Chairman as a true and accurate record"

Moved: Bill MacDonald

Seconded: Ross Radford

Result: Carried

4. ACCEPTANCE OF ALL REPORTS AS DETAILED IN THE ANNUAL REPORTS

Audit report

The Club's auditor Matt Edwards from PDD spoke to Financial Report contained in the Annual Report 2022/23.

Matt thanked the club for being able to undertake the Audit for you ended June 30, 2023 for the sixth year.

The audit this year is unqualified, meaning the financial statements are a true and fair view of the position and performance of the club for this period.

Matt highlighted a summary of key points from the financials as follows:

The Club recorded a surplus of \$299,547 after depreciation and a small loss on disposal of assets. 2022 recorded a surplus of \$135,619, which included a \$108K Government COVID-19 assistance which further illustrates the improvement made this year. Revenue also increased across each department.

As is shown by the Cashflow statement on page 9, the Club generated a net \$1.04M from operating activities (Golf, Bar & Bistro etc). This cash was invested back into the facilities of the Club on new assets to the sum of \$161K while debt levels increased by a net \$36K. Overall cash on hand increased to \$2.266M at June from \$1.354M in the prior year.

The Balance sheet shows Assets of \$6.1M (with Land & Buildings recorded at Cost – not market value); Liabilities of \$1.8M and Net assets / equity of almost \$4.3M.

The Clubs' Liquidity (its ability to meet its short-term debt) has improved this year with current assets (cash or assets that can be expected to be converted to cash within twelve months) of approximately \$2.4M now exceeding current liabilities (amounts due to be paid within twelve months) of approximately \$1.8M. As the balance sheet showed last year there was a small deficit of approximately \$73K with CA being exceeded by CL which illustrated to Club should be able to meet its short term obligation with ease this year.

Thank you to Ian, Sue and the office staff for their assistance during the audit.

Congratulations to the Board for guiding the Club and to the members for supporting the Club over the past twelve months.

There were no questions regarding the auditor's report.

- **Presidents Report** – as per the annual report
- **Captains Report** – as per the annual report
- **Chief Executive Officers Report** –

The Chief Executive Officer elaborated on his written report and commented further to his written report

He introduced the new Finance Manager Mr Rod Smith

- **New Sub Committee Structure**

The Board of Directors as per Rule 29.7 of the Clubs Constitution the Board shall dissolve the following committees "Men's Golf Committee" "Women's Golf Committee" "Men's Vets Golf Committee" & "Women's Vets Golf Committee".

The Board of Directors as per Rule 29.2 of the Clubs Constitution the Board has the power to: establish Sub clubs with such rules (including objects, powers and membership qualifications) as the Board may determine; the Board of Directors endorse the following structure of the new Match Committee & Sub Committee Charters as below".

Composition & Reporting:

The Sub Committee shall consist of five (5) persons (Full Playing Members) a Chairperson (elected), Captain (elected), two Committee Members (elected) and One (1) Director of the Club as appointed by the Board of Directors

The sub-committee shall have power to power to invite / delegate any of its powers to any person who is not a member of the sub-committee but who has a particular skill or expertise which they will apply to a committee; for example, see below *Promotion of Golf / Special Days*

- **OLD CARTS – NEW CARTS**
- **James Single Contract Signed for a further 3 years**
- **Entertainment & Promotions & New Years Eve - "A Great Duo Jiakomo Thief featuring Rhys Cullinan"**

TO YOU THE MEMBERS

Members, I appreciate the continued loyalty and patronage that you show to your club.

I will strive to provide our members and their guests with friendly, personalised and great customer service.

Wish everyone happy festive season..

Last but Not Least – Sue Macpherson

As announced previously my Finance Manager, Sue Macpherson resigned on 10 November 2023.

Again, I would like to personally thank Sue and say it has been a pleasure working with such a professional person.

I am sure I can speak on behalf of all to express our sincere appreciation for all the hard work Sue has done for our Club over the years, and, as my Finance Manager, she will be truly missed.

I wish Sue and John all the very best in their future endeavours and, of course, good golfing.

Motion required for item 4.

Motion "To receive and accept all reports within the annual report including the financial statements and director's reports and the auditor's report for the year ended 30 June 2023."

- Financial report,
- Director's report and the Directors Declaration for the year ending 30 June 2023
- Auditor's report for the year ending 30 June 2023

Moved: John Macpherson Seconded: Dale Murray Result: Carried

5. MOTION FOR ACCEPTANCE OF ORDINARY RESOLUTIONS

First regarding DIRECTOR'S BENEFITS

First Ordinary Resolution – Directors Benefits

To approve, pursuant to Sections 10(6) and 10(6A) of the Registered Clubs Act, the following expenditure and benefits for Directors for the period from the date of this resolution to the date of the next Annual General Meeting.

1. The reasonable cost of a meal and beverage for each Director immediately after a Board meeting on the day of that meeting, provided meetings are held during normal meal times and meals are consumed at the club.
2. Reasonable expenditure by the Club for the holding of annual end of term of office and Christmas dinners for the Board of Directors, their guests and special dignitaries who have rendered or may render a service to the Club.
3. Suitable parking spaces for the Directors in the car park.
4. A suitable Club business shirt and or polo for each Director and blazer for each Member of the Executive that may be worn at the club and industry events.

5. The members hereby approve and agree to expenditure by the Club of a sum not exceeding \$10,000 for the professional development and education of the Directors until the next Annual General Meeting and being:
 - a. The reasonable cost of Directors attending the ClubsNSW Annual General Meeting.
 - b. The reasonable cost of Directors attending seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time.
 - c. The reasonable cost of Directors attending other registered clubs for the purpose of viewing and assessing their facilities and methods of operation provided such attendances are approved by the Board as being necessary for the betterment of the Club.
6. The reasonable cost of Directors being members of the Club Directors Institute (CDI).
7. Payment of the Premium for Directors and Officers Insurance Cover

Note: The members acknowledge that the benefits noted above are not available to members generally but only to those who are Directors of the Club.

Motion is:

“That the FIRST Ordinary Resolution as detailed below and in the notice of the meeting regarding Director’s benefits be carried.”

Moved: Stefan Walker Seconded: Bill MacDonald Result: Carried

Second Ordinary Resolution – Volunteer and Representative Player Benefits

To approve, pursuant to Sections 10(6) and 10(6A) of the Registered Clubs Act, the following expenditure and benefits for Volunteers or Representative Players for the period from the date of this resolution to the date of the next AGM.

1. Apparel, golf balls and/or assistance with transport costs to members of teams representing the Club in competitions or events, as determined by the Board.
2. The allocation of a Reserved tee times for President and Captain of the Club, Golf Committee persons rostered on cards or results duty, as determined by the Board
3. An allowance to pay the reasonable cost of meals and beverages for voluntary helpers, as determined by the Board.

Note: The members acknowledge that the benefits noted above are not available to members generally but only to those who are Directors, Volunteers or Representative Players of the Club.

Motion is:

“That the SECOND Ordinary Resolution as detailed below and in the notice of the meeting regarding Volunteer and Representative benefits be carried.”

Moved: Bill MacDonald Seconded: Dale Murray Result: Carried

6. RETURNING OFFICER’S REPORT - NOTICE OF ELECTION OUTCOME

Our next item of business is to declare the results of the election.

Chairman Gordon thanked Peter Page, Gary Smith, Maus Grant, Patsy Choo, Neil Beecroft and Bill MacDonald for scrutineering over the last week.

Motion is:

“That the Voting Papers be destroyed.”

Moved: Margaret Bateman Seconded: Ross Radford Result: Carried

Scrutineer Peter Page was asked to come forward for the announcement of results of vote count.

Scrutineer to announce election results

Vice President - 3-year term – Paul Atkin

Director - 3-year term – Stephen Manton

Director - 3-year term – Belinda Richardson

Chairman Gavin Roberts thanked the scrutineers for their hard work.

President Gavin Roberts ask Stephen Manton to join the head table.

- 7. **To deal with any Business of which due notice has been given.**
NIL

8. RECOMMENDATIONS FOR THE INCOMING BOARD

John O'Reilly – when the spouse of a Full Playing Member joins, it would be nice if the board would forgive the joining fee

John Geisker – There has been an increase in the comp fee pool of money, but no increase in the trophy amount. Please consider an increase in prize money for comp days.

Peter Stevens – The club is land locked and we have been investigating the development of 2 of our holes with no plan B. Why aren't we pursuing 9 holes to the south? Biripi are willing and have not been approached. (Ian then explained the where the club currently stands)

Jackie Rider – Consider moving the voting process to online, this will assist with members who were away for the voting week. 10% of voting members is not good enough. There are many different software products that also include the ability to handle special resolutions, trials exist for 2500 members at \$299.

Rob Tate – Birpai Land council does not forbid us, the land department will consider future development, and housing on the golf course is ridiculous.

John O'Reilly – consider a Don Williams Memorial Day for Junior golf with all money raised going to the academy, the juniors could even play on the day.

Ross Radford – We have enlisted a Grants Specialist, with no outcome. There are plenty of government grants around we should be applying for them.

Graham Pello – Consider a Vegetation management plan for the course to manage the ongoing issues with tree management. This will give use a plan to guide future decisions about planting.

Mark Hanley – We need another cart shed, I have been waiting for 7 years and am still not near the top of the list.

Gordon Bain – Will the new board be continuing the discussion with council regarding the Pasveer System as a potential development opportunity or future 9 hole par 3. (the progress of this matter was answered by Gavin Roberts)

- 9. There being no further business, the Meeting was Closed by the Chairman at 7:15PM.

Signed as true and correct record of the meeting.

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CHAIRMAN:

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DATE: