



MINUTES OF THE 73RD ANNUAL GENERAL MEETING OF THE SPRINGWOOD BOWLING & RECREATION CLUB TRADING AS SPRINGWOOD SPORTS CLUB (ABN 42 000 995 497) HELD AT THE CLUBS OPERATING PREMISES 83 MACQUARIE ROAD SPRINGWOOD... ON SUNDAY 16TH JANUARY 2011

Opening: The Chairman Eddy Harris welcomed all to 73rd Annual AGM at 10.03 am, and welcomed all in attendance.

Chairman Eddy Harris confirmed with everyone in the room that all had signed attendance register.

Present: 38 Members as per attendance register.

Apologies: B. Rafferty, A. Boyes, B. Rafferty, J. Auton, Alan Pritchard, K. Noble, R. Evers, R. Hahn, J.Voytas, H. Gould, P Benes, G.Organ, J.Campbell, J. Fitzgerald, L. Hayes, G. Reid, G. Crowther, L. Fox, B. Hawthorne, K. Evans, E. Matheson, J. Crump, L. Lovric.

Electronic recording of meeting: Chairman Eddy Harris advised the meeting will be electronically recorded to ensure accuracy and if anyone had any objections to raise them now. There were no objections heard.

Confirmation of Previous Minutes:

Review of the minutes with Sue Ball. Sue reads through the minutes from previous AGM.

It was moved **D Stone #1051** Seconded **Maryanne Sullivan #1108** that the minutes of the 72nd Annual General Meeting held 18th January 2010 are received. Carried

Business Arising:

E Harris asked if there was any business arising from the minutes, There was no response from the floor.

Chairman's Report – E. Harris asked if there were any business arising from this report.

Jan Taylor #2108 Asked about the Western Terrace, and the building of a gazebo. How many weddings have been held in the club, Eddy answered that off the top of his head approx 20-30, however a full list of the amount of weddings would be available upon request from the office.

J Taylor #2108 also regarding the play area for the children. Is this a bowling club or a sports club? There seems to be so many children & families and the bowlers feel they are receiving a raw deal, being squeezed out and not receiving support or their share of the club and have been receiving a lot of comments that support this.

E. Harris responded that he believed that bowlers are very well looked after in this club compared to other clubs that he has visited and that he did not believe there is an issue with the club's facilities in relation to bowlers.

C. Taylor #121 commented: There seems to be a limit to access to children & families, in other clubs such as Panthers for example have very strict reserved areas. **E. Harris** responded that some areas of the club are licensed, and some are de-licensed so that children can go into some areas of the club, and some areas they can't i.e. the TAB section.

E. Harris agreed that children and families with uncontrolled children can be a problem but the responsibility is with parents and if there is a problem or if you see a problem report it to the bar supervisor immediately.

E. Harris commented that the feedback he hears from the local community is how family friendly this club is, and how wonderfully it caters for families.

Chairman's Report received Moved **C Taylor #121** and seconded **Katy Koutsoukos #720** Carried

Treasurers Report

B. Parker advised that all of the figures were in the annual report and wouldn't go over them all again at today's meeting however would like to highlight the increase in revenue and the board's continuing monitor of expenses. The club is continuing to trade extremely well and the board is happy with current results.

B. Parker asked Are there any questions regarding the financial report? There was no reply from the floor.

E. Harris reminded all that a due notice of questions regarding financials must be received in writing, a not less than 7 days prior to the AGM. A notice of questions has been received in this time frame and answers have been provided in writing.

Financial report received **B. Woolley # 701** moved & **Don Douglas # 128** seconded that the financial minutes are accepted. Carried

Declaration of Office Bearers 2010-2012

E. Harris advised that office bearers have been elected and are as follows:

E. Harris Chairman
B. Parker Treasurer
J. Bowman – Director
B. Morland – Director
A. Boyes – Director
R. Baker – Director
I. Sullivan – Director
A. Beck – Director
Vacant – Director

E. Harris noted: regarding the Election that Alan Boyes had read the new constitution and did not re-nominate his position as director as he had not yet been a member for 3 years. Upon enquires with our solicitor P. Gengos, it was advised that as Alan had been appointed under the previous articles before the new constitution, that he would be eligible to re-nominate and the board of have re-appointed Alan Boyes as a director as he has been an outstanding contributor to the club and a valued member of the team.

E Harris moved that Alan Boyes be elected director, **seconded D Douglas#128** Carried

E. Harris advised a director's role is time consuming and requires commitment and training. Over last 5/6 years whoever board has appointed have done an admiral job, and the board would like to go away and think about who they appoint for the vacant position. The board would like to elect these directors independently of the AGM.

Chris Taylor #2108 understands where Eddy is coming from, but doesn't want the membership to be excluded from the decision. Right of vote has always been there for members.

E. Harris replied training night is provided for the training of directors. Two have been held recently

There have been 2 ballots for these position, they are costly and time consuming; they cannot force the membership to put names forwards. The board makes clear the liabilities of the director Very large obligation. It should not be put onto someone at an AGM; there must be time and consideration for the role

K. Harrington #636: under the new law, a member cannot be elected off the floor unless that someone has received prior training.

E. Harris states that our constitution states that they can be elected from the floor and this needs to be changed in the club constitution.

K Taylor #1111 what happens if you can find another director? **E. Harris** responded there are 3 months to appoint. One director has stood down to give another a chance, but is willing to come back. The positions must be considered by the board and the potential nominees to ensure the right person is appointed.

All those in favour of board independently voting for the 1 director position **E. Harris** moved **B. M. Mostyn #402** seconded . Carried

Voting of Two new Resolutions:

Ordinary Resolution 1.

That, in accordance with section 10(6A)(b) of the registered Club's Act, 1976, the members hereby approve a sum not exceeding \$10,000 (excluding GST) (in total) and agree to, the board of Directors and other persons referred to below, during the period from the 2010 Annual General Meeting to the 2011 Annual General Meeting, receiving the following benefits and the members further acknowledge that the benefits outlined in sub- paragraphs (a) to (d) are not available to members generally but only to those members who are elected Directors of the Club and the others referred to below:

- (a) The reasonable costs of travel, meals and refreshments to be associated with each Board or committee meeting of the Club provided immediately after such meeting;
- (b) The right for Directors to incur reasonable expenses in travelling to and from Director's meetings or to other constituted meetings as approved by the Board from time to time on the production of invoices, receipts, or other proper documentary evidence of such expenditure;
- (c) The right for Director's to incur reasonable expenses involved in attendance at Inter – Club activities and/or where the Club has sponsored sporting events deemed by the Directors to be of benefit to the club and/or the Community and other promotional activities performed by Directors on behalf of the Club on the production of invoices, receipts or other proper documentary evidence of such expenditure;
- (d) The right for Directors to incur reasonable expenses of Directors entertaining dignitaries or special guests as determined in advance by the Board from time to time on the production of invoices, receipts or other proper documentary evidence of such expenditure.

Ordinary Resolution 2 – Professional Development and Education of Directors

That in accordance with section 10(6A) (b) of the Registered Clubs Act, 1976, the members hereby approve a sum not exceeding \$15,000 (excluding GST) (in Total) and agree that this sum be spent by the Club for the professional development and education of the Directors during the period from 2010 Annual General Meeting to the 2011 Annual General Meeting in relation to the following and the members further acknowledge that the benefits outlined in sub paragraphs (a) to (e) are not available to members generally but only to those members who are elected Directors of the Club:

- a) The reasonable costs of Directors attending seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time.
- b) The reasonable costs of Directors attending Industry Association conferences and meetings;
- c) The reasonable costs of Directors attending other registered clubs for the purposes of viewing and assessing their facilities and the method of operation provided such attendances are approved by the Board as being necessary for the benefit of the Club;
- d) The provision of blazers and associated apparel for the use of Club Directors when representing the Club;
- e) The reasonable cost of Directors and their spouses attending an annual dinner and other Industry functions where appropriate and required to represent the Club.

Expenses from any of the above activities are to be approved by the Board before payment and upon production of receipts, invoices or other proper documentary evidence of such expenditure; where possible .

Explanatory Note – The following is to be read in conjunction with the proposed Ordinary Resolutions 1 and 2:-

1. Ordinary resolution (1) is proposed to approve and amount up to \$10,000 for expenditure by the Club in relation to duties performed by the Club's Directors for Board or Committee Meetings and Club promotions .
2. Ordinary resolution (2) is proposed to approve an amount up to \$15,000 for expenditure by the Club for the benefit of Directors for corporate governance requirements and for professional development. This will allow Directors to attend seminars, lectures, trade displays and to visit other Clubs and allow the Club's governing body to keep abreast of current trends and developments which may have a significant bearing on the nature and way in which the Club conducts its business.
3. Each of the ordinary resolutions (1) and (2) must be passed as a whole and cannot be amended from the floor of the Meeting or divided into two or more separate resolutions.

Moved P. Brown #109, seconded Mark # 402

Carried

General Business

M. Cahill #450 When we started the club, we thought we were going to get a lot of schools arriving, holding sporting functions, presentations

E Harris responded that we sponsor approx 6 clubs and part of their sponsorship is they hold presentations at the club.

M Cahill #450 responded her grandchildren from St Columba's go down to Penrith, for their presentations as club isn't big enough

Are we getting as many as wanted? **M. Cahill #450** is disappointed that there are clubs still going to Penrith

E. Harris responded that a printout of all clubs attending here can be obtained from the office.

E Harris responded that many social members or local sports clubs are happy with the clubs facilities and do use them for their presentations. Eddy asked jokingly of M. Cahill if she was asking that the club be made bigger. And if so there are no plans to extend up at this stage.

J. Taylor # 2108: How many members do we have ? If a member number has been allocated and the membership lapse does the number become vacant or are the membership's numbers including the lapsed members

S. Ball replied Once the roll over happens the number should become vacant again.

Keith Harrington 636 # what was the outcome with the previous manager and the legal proceedings? **E. Harris** replied he pleaded guilty, and was sentenced to 250 hours community service, The Club was given the right to pursue more of the money but it would be costly to do so and therefore was considered not viable to do so.

E. Harris further commented that this was a Chapter in the club that he would now like to see closed and hoped that we could all move on .

A Barrett #173 how many clubs are we sponsoring? Why aren't they being represented here today?

E. Harris Many social members do not bother to attend AGM's as they are happy with the clubs expanded facilities and what's on offer. This was the same for sponsorship.

N Hobson #764: do we have on the wall a plan that tells us where to evacuate in the event of an emergency? **S. Ball** replied there is one at the front door and 3- 4 throughout the club.

Lyn Hetherington #1599 – Regarding Uniforms in this club, the Idea is to sell the club; Staff is not wearing uniform, who is policing the uniforms, and making staff wear them?

S. Ball responded that new uniforms have been ordered, and that all staff should be wearing uniform. Sue agreed that supervisors should be checking all staff when they arrive on shift.

All staff has recently been fitted out with new uniforms and they are currently on order. Sue advised there have been some financial restraints which slowed this process down, and Sue agreed that uniform wearing is essential in this club, and we should see them being introduced in next 6 weeks

Lyn Hetherington #1599 raised concerns that why has there been financial constraints in regards to uniforms which only cost hundreds and if that's the case she is concerned about the financial position of the club.

Sue Ball & E. Harris advised there have been times of difficulty financially in the past 12 months and that it was more important to reduce our debt, and that this was a prioritising issue, and the uniforms had to take a lower priority.

E. Harris advised that Uniforms costs thousands not hundreds to outfit, 10,000 approx to fit out staff.

Bob Mackenzie #64 – Question 1: minutes say talking to broker for a loan for \$900,000 what happened with that, **Question 2** what is the update of the loan consolidation as advised in the annual report?

E. Harris Replied The pursuit of \$900,000 via a loan was dropped during The GFC; it was decided to pay debt down ourselves as a club through our tough measures, good management and ongoing monitoring by the board. **E Harris** advised, we should not longer need it.

Our broker is talking to lenders to secure and consolidate our loan, this is an ongoing process and should be finalised,

P. Browne # 109 Will members be advised the outcome of the loan

Mark Mostyn # 402 – Are your referring to the sum of money received by directors, is that in place of the 900,000, this money was loaned by directors \$305,000

E. Harris responded 100,000 is Eddie's (my) money, directors chipped in to get through cashflow problems during that time. To this day we are still operating without an overdraft facility; we are trying to secure an overdraft to go with the loan.

There being no further business to discuss the meeting formally closed at 10.50am

Edward Harris

Date

Chairman of the Board.