

Kotara Bowling & Recreation Club Co-Operative Limited
Minutes of Annual General Meeting Sunday 29th October 2023

- Meeting Held:** Kotara Bowling & Recreation Club, 2 Howell St, Kotara NSW 2289
- Meeting Opened:** 9.04 am
- Chairperson:** Mr. R Muir
- Attendance:** Mr. B Hamilton (Secretary Manager), Mr. N. Nancarrow (Cutcher & Neale), and 63 financial members as per Attendance Book
1. **Apologies:** L. Henry, Graham Gairns, M. Ticehirst, S. Hudson, K. White, E. Keeling, R. Hines & J. Etheridge.

2. Obituaries:

A minute's silence was observed as a mark of respect for members who passed away during the past year. The passing of the following members was observed Fay Baldwin, June Stevens, Robert Brown, B. Bell & V. Webber.

3. Minutes from previous meeting:

Minutes from the AGM held on Sunday September 11, 2022 were tabled.
Mr. D. Sharpe brought it to the attention of the meeting there was an omission in the minutes regarding his enquiry during General Business about Senior Membership and inclusion of the presentation of 25 year badges. Mr. Sharpe requested the minutes be amended accordingly.
Moved K. Farley / D. Sharpe the minutes be accepted as tabled and amended.

Motion Carried.

4. Consideration of Annual Financial Statements

Mr. Nick Nancarrow from Cutcher & Neale addressed the meeting and proceeded to provide a detailed commentary to the meeting on the Financial Performance, Financial Position and Cashflows for the year ending 30 June 2023 concluding the Annual Statements present 'true and fair' without any material misrepresentation. Nick reminded the meeting COVID-19 significantly affected the 2022 financial year and it is difficult to compare the last 2 years. Particular attention was drawn to a disclosure included in the annual financial reports regarding note 1.c 'Going Concern' of the Club with material uncertainty the Club will be able to pay its debts as and when they become payable. This was highlighted with the current year trading loss, capital deficit and net liability position. Nick drew attention to the expired land lease, the need for the Club to critically monitor finances carefully and many small clubs are showing significant losses.

Mr. G. Lott asked if poker machine licenses were shown in the balance sheet? Nick indicated they were not required to be shown in the balance sheet according to accounting standards.

Mr. S. Farley asked if the Club was trading insolvent? Nick indicated that it was not due to the poker machine entitlements, however, he did clarify the situation is tight!

Moved D. Cross / B. Holmes the Annual Financial Statements for the Year Ending 30 June 2023 be accepted as tabled and discussed. Motion Carried.

5. Presidents Report

Mr. R. Muir verbally delivered his report to the meeting.

Moved G. Milburn / J. McLeod the President's Report be accepted. Motion Carried.

6. Secretary Manager's Report

The Secretary Manager, Mr. B. Hamilton, tabled his report as published on the Club's website and included in the members' package distributed at the beginning of the meeting.

Moved G. Lott / D. Bradbury the Secretary Manager's Report be accepted as tabled. Motion Carried.

7. Consideration of Allowances

The resolutions were tabled and read for consideration of the meeting;

FIRST RESOLUTION

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve and agree to expenditure by the Club in a sum not exceeding \$5,000.00 until the next Annual General Meeting of the Club for the following activities of directors.
 - (i) The reasonable cost of a meal and beverage for each director immediately after a board or committee meeting on the day of that meeting when that meeting corresponds with a normal meal time.
 - (ii) Reasonable expenses incurred by directors in travelling to and from directors meetings or other duly constituted committee meetings as approved by the board from time to time on production of invoices, receipts or other proper documentary evidence of such expenditure.
 - (iii) Reasonable expenses incurred by directors in relation to such other duties including entertainment of special guests of the Club and other promotional activities performed by directors which activities and the expenses there from are approved by the board before payment is made on production of receipts, invoices or other proper documentary evidence of such expenditure.

- (b) The members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are directors of the Club.

Moved K. Farley / D. Pickett the First Resolution for Allowances be approved by the members of the Club. Motion Carried.

SECOND RESOLUTION

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve and agree to expenditure by the Club in a sum not exceeding \$5,000.00 for the professional development and education of directors until the next Annual General Meeting and being:
 - (i) The reasonable cost of directors attending ClubsNSW Annual General Meeting, seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time:
 - (ii) 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.

- (b) The members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are directors of the Club.

Moved D. Cross / B. Holmes the Second Resolution for Allowances be approved by the members of the Club. Motion Carried.

THIRD RESOLUTION

That pursuant to the Registered Clubs Act the members approved that payment of the following Honoraria for the forthcoming year:

- (i) President's Honorarium \$2,200.00
- (ii) Vice President's Honorarium \$ 660.00 each
- (iii) Director's Honorarium \$ 440.00 each

Moved B. Holmes / W. Roach the Third Resolution for Allowances be approved by the members of the Club. Motion Carried.

8. Election of Directors

The Chairperson handed the meeting to the Returning Officer Mr. K. Farley.

Mr. K. Farley informed the meeting The Notice of Nominations for positions of Vice President and Director were posted in the Club Notice Board with the nomination period closing 6pm on Sunday 15th October 2023 in accordance with the Rules of the Club.

For the Position of **VICE PRESIDENT** - 1 nomination received.

JARRAD BISCAN-ROBERTS nominated by Chris Neenan and seconded by Elizabeth Neenan.

The nomination form was reviewed and confirmed to be correct and compliant.

DECLARE JARRAD BISCAN_ROBERTS VICE PRESIDENT FOR 3 YEAR TERM UNOPPOSED.

For the Position of **DIRECTOR** - 1 nominations received.

GRAHAM MILBURN nominated by Robert Muir and seconded by Alan Blaker.

The nomination form was reviewed and confirmed to be correct and compliant.

DECLARE GRAHAM MILBURN DIRECTOR FOR 3 YEAR TERM.

Mr K. Farley confirmed with the meeting the current Club Directors to be;

President: Mr. R. Muir
Vice President: Mr. A. Blaker
Vice President: Mr. J. Biscan-Roberts
Director: Mr. C. Collison
Director: Ms. L. Henry
Director: Mr. Chris Neenan
Director: Mr. Graham Milburn

9. Club Membership Subscription Fees for 2024-25

B. Holmes / G. Wilks the members approve and agree to the Board of Directors determining the Club Membership Subscription Fees for the 2023-2024 financial year.

Motion Carried.

10. Election of Returning Officer and Deputy Returning Officer

Moved D. Cross / B. Holmes nominate Ken Farley as Returning Officer.

Nomination accepted by Mr. K Farley.

No other nominations received from the floor.

Mr. K Farley elected unopposed.

Moved H. Unsted / K. Farley nominate D. Cross as Deputy Returning Officer

Nomination accepted by Mr. D. Cross.

No other nominations received from the floor.

Mr. D. Cross elected unopposed.

11. Appointment of an Auditor

Moved M. Harman / J. McLeod the members approve the appointment for a review of the financial reports for the year ending 30 June 2024.

Motion Carried

12. Election of Publicity Officer

Moved B. McLeod / J. McLeod nominate G. Milburn as Publicity Officer.

Nomination accepted by Mr. G. Milburn.

No other nominations received from the floor.

Mr. G. Milburn elected unopposed.

13. Election of Greens Liaison Officer

Moved g. Milburn / B. Holmes nominated Mr. D. Bradbury for Greens Liaison Officer.

Nomination declined by D. Bradbury

Moved D. Sharpe / D. Pickett nominated Mr. J. Palmer for Greens Liaison Officer.

Nomination declined by J. Palmer.

No other nominations received for the position of Greens Liaison. Position Vacant

14. Election of NDBA Delegates

Moved S. Hudson / A. Blaker nominate D. Sharpe as NDBA Delegate.

Nomination accepted by D. Sharpe
No other nominations received for the positions of NDBA Delegate.
Mr. D. Sharpe elected NDBA Delegate.

15. Determine the Number of Selectors and the Method of Selection

Moved K. Palmer / D. Sharpe the Club appoint 3 selectors.

Motion Carried

No Nominations received. Position Vacant.

16. Recommendations to the Incoming Board:

Mr. D. Bradbury indicated more time should be focused on the bowling green not the social recreational area.

Mr. H. Unsted shared he believes it is great to see the netballers and other groups using the recreational space, however, the directors on the board need to undertake more supervisory duties.

Mr. G. Lott indicated the information on the Club website is too repetitive and difficult to find.

Mr. G. Dewhurst suggested he would like to see the President attend the Club more.

Mr. K. McLeod would like happy hour to be rescheduled to 4pm to 6pm.

Mr. J. Storrie would like the barefoot bowls green to be mowed and the green surrounds to be mown.

17. General Business of which Due Notice has been Given: Nil

18. General Business

Appointment of Games Organisers

Moved S. Hudson / A. Blaker nominate B. McLeod as Games Organiser.

Mr. B. McLeod accepted the nomination as Games Organiser.

No other nominations received for the positions of Games Organiser.

Mr. B. McLeod elected Games Organiser.

Mr. G. Lott by email in advance of the meeting asked the following: As a member of the club I am wanting to know when Number 1 green is going down for a full face lift .Example before xmas after xmas , No beating around the bush , a Straight Answer would be fine , Sick of hearing rumours . Hear the club has been giving the money for the lights,Is that True . If so get them up, all has the club spent the money else where?

Club Response: The number one Bowling Green is scheduled for renovation starting the Wednesday 6th of December. I am not 100% across the scope of works for the renovation. I will make inquiries to confirm what is planned. The club has been successful in obtaining grant funds to replace the floodlights on the bowling greens. The amount of the funding is \$16,500 and has been quarantined in a separate bank account. The funding is not enough to cover the full cost of the project so we are currently looking at solutions to deliver outcomes that are consistent with the funding agreement. We have started discussing solutions with contractors with the aim to obtain updated quotes. This project is required to be completed by the 31st of March 2024

Mr. D. Sharpe by email in advance of the meeting asked the following 10 questions;

1. Can you, Secretary Manager please outline what grants Club Kotara has applied for, won (if any) and how they will be used in the last 12 months?

Club Response: The club has received funding for the floodlight upgrade. The project is required to be completed by the 31st of March 2024. It is proposed floodlights will be installed on the number one Bowling Green to facilitate twilight bowls. It is also proposed to install floodlights to the number 2 Bowling Green but not with the aim of providing competition playing conditions during twilight hours.

In the last financial year the club received the sum over \$5000 for sun shade solutions. This grant project was completed and acquitted by the end of May 2023. This this amount was approximately 1/5 of what we asked for so we had to adjust the project scope which meant repairing the existing shade solutions. Full amount of the funding was not expended by the project completion date and this was reported in the project acquittal.

2. Has the club approached the NDBA to see what grants are available through the NDBA and how the NDBA can help with completing the applications?

Club Response: No.

3. With the grant for the outdoor lighting to cover greens 1 and 2 when will this completed? What is the process for selecting who will complete this work. Working in this industry i thought someone would have at least of approached me to see who are the "better" Electrical Sub Contractors to approach?

Club Response: The project is required to be completed by the 31st of March 2024. The funding received does not cover the full cost to fully light both greens. Due to financial constraints it is intended the number one Bowling Green go by the main focus of the upgrade. Since submitting the application for the grant the costs of labour and materials has increased and as a result we need to adjust the scope of the intended works. It is proposed Graham Milburn will be requested to assist the club in this matter.

4. Can we get the No 1 green repaired immediately so all the rinks on this this green can be used for both both Kotara and District events? The NDBA is crying out green space to run all of its tournaments. Hosting fees have been removed from most events.

Club Response: Sure, attention can be directed to restore the green to address the hydrophobic section the green. The Club will need resources in the form of volunteers to deliver services to enable NDBA fixtures to happen.

5. What has Club Kotara done to promote the game of bowls as per Clause 10 of the Rules and By Laws of Club Kotara?

Club Response: Until recently the club provides 2 grass green bowling surfaces, It now only provides one playing surface the championship bowls, galas and tournaments. The club engages a greenkeeper to maintain renovate and prepare the playing surface for lawn bowls here at the club. The club is affiliated with Bowls NSW and zone 2 Newcastle district bowling association. Club has a volunteer officer that organises and schedules club championship games as a part of the club calendar. The club makes available to the local schools the Bowling Green facilities for sport and any targeted learning activities involving the game of lawn bowls.

6. What has been done promote the game of bowls on our club intranet? Why can't pictures be displayed of our current club champions in a highly trafficable area (suggesting around the bar) where all members and guests can view them, showing non bowling memebers and guests that it is not an old mans game and Club Kotara is not an "Old Mans Club"?

Club Response: The media player on the in house TV channel has a couple of slides advertising lawn bowls including the weekly galas and to inquire at the bar for barefoot bowls bookings. They can, I suggest this would reside with the role of publicity officer.

7. What has been done to promote the game of bowls to the Kotara High Students who recently competed in a tournament hosted by Warren Boyd? Have the path ways been explained to these students and has any contact been made with the NDBA Junior Development Squad to help encourage these students to take the next step, become members and continue to play bowls at Club Kotara?

Club Response: Volunteer coaches have been the driver of this initiative, Tina Neil informed the meeting the school children were approached, however, they did not express interest to engage and pursue playing lawn bowls any further than their existing participation.

8. Can you please explain why last years presentation and awards for the clubs championship games has not taken place and this years games are almost finished?

Club Response: Yes, given the change to the bowls NSW calendar to a financial year it was anticipated it would be appropriate to schedule the presentation day in June or July. I was on leave for a period of six weeks from the middle of may until the end of June and the presentation did not proceed. It has been decided to conduct the presentation on ham day on the first Saturday in December 2023.

9. As Secretary Manager of Club Kotara can you please explain why Kayo was fraudulantly used by Club Kotara?

Club Response: Fundamentally, the Club was aiming to achieve the best cost effective outcomes for its members. When it was brought to our attention by foxtel that it was a breach of their contract terms we turned it off immediately and unsubscribed.

10. Can you please explain why a date written on letter requesting I front the board was greater than the notice period required, but when i received this letter it was short of the required notice time by 3 days (delivered by registered mail) but when a letter I wrote to the club was outside of the 28 days required when written and signed, but it was not presented to the Secretary Manager in the required time because the Secretary Manager was unavailable our letter was deemed invalid. Please note this letter was given to the Secretary Manager at the first available day upon his return.

Club Response: According to the rules of the club the letter of citation must be sent seven days clear of the date of the disciplinary hearing. In your specific circumstances the date the registered mail was sent is 12th of April 2023. The date of the disciplinary hearing was the 20th of April 2023. Seven days clear means the date the notice is sent and the day of the meeting must not be calculated, therefore given the 13th, 14th, 15th, 16th, 17th, 18th and 19th of April is 7 days it means the notice of your hearing was sent in accordance with the rules of the club. No allowance is provided for the time the postal system takes to deliver.

Any member who has a resolution to submit to a general meeting must give written notice of the terms of the resolution to the co-operative not less than 28 days prior to the date of the meeting (Rule 35c)

A proposal for Life membership shall be made to the Secretary in writing by any two Bowling, Pensioner, Senior, Social or Life members of the co-operative and submitted to the members

at the annual general meeting or at a special general meeting and the members shall consider the application and come to a decision regarding it. (Rule 18B)

The life member proposal was 'made to the Secretary' satisfying rule 18B. Rule 35 does not specify the Secretary must be given the written notice, it only need to be given to the cooperative.

The chairperson addressed the meeting regarding the Life Membership nomination for Mr. John Storrie. The meeting was informed the Board of Directors obtained advice from ClubsNSW and that the nomination is eligible to be tabled at the next AGM in 2024. Mr. D. Sharpe argued against the ruling of the Chairperson indicating Rule 18.c.ii applies with Rule 35.c not applicable because the life membership is a proposal, not a motion.

The President referred to Rule 66.b of The club explaining at any meeting , the interpretation of the rules of debate or procedure shall be determined by the chairperson. A motion of dissent from the chairperson's ruling must be carried by two thirds majority of members present and entitled to vote.

Moved Mr. D. Sharpe / Mr. G. Dewhurst the proposal for life membership is not a notice of motion by members of the Club requiring more than 28 days given to the Cooperative. Therefore, the Chairperson ruling is not correct in this matter and the life membership nomination is eligible to be voted on by the membership at this meeting.

Mr. D. Sharpe spoke in favour of the motion of dissent indicating Rule 18.c.ii is the relevant section of The Rules of The Club claiming his interpretation is correct.

Mr. G. Dewhurst agreed with Mr. D. Sharpe and encouraged those in attendance to vote in favour of the motion.

Mr. G. Milburn highlighted there is more to Rule 18 where it requires the life membership proposal to be communicated to the membership in the notice of meeting.

Mr. K. Doolan indicated it is the Board's mistake not including it in the notice of meeting and Order of Business.

Mr. H. Unsted expressed his disappointment that we are doing this.

Mr. G. Lott asked do we have to vote by secret ballot?

The meeting was instructed by the Chairperson a private ballot will be conducted and to record 'Yes' on the ballot slip to vote in favour of the motion of dissent or to record 'No' to vote against the motion of dissent. The Returning Officer, Mr K. Farley and Assistant Returning Officer, Mr. D. Cross proceeded to issue ballot slips and collect them.

Vote For 40 Vote Against 10 Declared Carried by 2/3 majority the dissent motion is approved.

Life Membership

Nomination of life membership for John Storrie was tabled as proposed by Mr. D. Sharpe and seconded by Mr. H. Unsted. The letter stated the nomination is a testament to the unwavering dedication and services he has provided to the club.

Mr. D. Sharpe and Mr. H. Unsted spoke in favour of the proposal encouraging members at the meeting to vote in support of the nomination.

Vote For 41 Vote Against 10 Declared Carried by 2/3 majority Mr. John Storrie be awarded life membership of Kotara Bowling & Recreation Club.

Senior Members

The Club recognised Mr. David Sharpe, Mr. Geoff Wilks and Mr. Keith Gilbert for 25 years consecutive membership as full bowling members and presented them with their 25 year lapel badges.

The meeting requested an update on developments on the lease negotiations over the club land with Newcastle Council. The meeting was informed council is expected to release a draft leasing policy for public consultation during October 2023, however, it has not been published yet. The meeting was informed the latest is council were wanting to charge rent at 6% of revenue which is \$90,000 per year on \$1.5m income or \$60,000 per \$1m revenue.

Mr. S. Farley requested the Club communicate developments on the lease negotiations with council.

Mr. G. Dewhurst commented Club trade has diminished with meals being too expensive.

Mr. D. Sharpe indicated his parents don't visit the Club on a Friday night anymore, they go to South's Merewether where Tony Tam currently trades.

Mr. R. Muir addressed the remark by Mr. G. Dewhurst during recommendations to the incoming board about the Club President visiting the Club more. Mr. R. Muir explained that due to continuous harassment, grief and toxicity it is an unpleasant environment for him. He continued to explain he reluctantly stepped up after being approached many years ago and the only motivation for him to occupy the President role is because he believes the Kotara community needs this club.

Meeting Closed: 12.13pm