

Kotara Bowling & Recreation Club Co-Operative Limited
Minutes of Annual General Meeting Sunday 20th September 2020

- Meeting Held:** Kotara Bowling & Recreation Club, 2 Howell St, Kotara NSW 2289
- Meeting Opened:** 9.00 am
- Attendance:** Mr. B Hamilton (Secretary Manager), Mr. C. Nean (Lambourne Partners), Mr. D. Wells (Newcastle District Bowling Association) and 54 financial members as per Attendance Sheet (attached)
- Chairperson:** Mr. R Muir
- Apologies:** G. Wright, G. Horan, G. Evans, D. Bradbury, D. Sharp, H. Unsted, K. Doolan, M. Unsted, T. Heinz.

1. 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 D. Roach, M. Lumley, B. Makin, W. Jackson (Life Member & Past President) and A. Lawrence.

2. Minutes from previous meeting:

Minutes from the AGM held on Sunday September 8, 2019 were tabled.
Mr. K. Wilson informed the meeting he did not second the motions nominating the Returning Officer and Deputy Returning Officer and requested the minutes be adjusted accordingly.
Moved C. Thorp / W. Roach the minutes be accepted as tabled and amended.

Motion Carried.

3. Consideration of Annual Financial Statements

Mr. Chad Nean from Lambourne Partners addressed the meeting regarding the Club Financial Statements for the 30 June 2012 Financial Year. Mr. Nean commenced by indicating Mr. Scott Lucas is in the process of transitioning to retirement and becoming less active in his professional commitments.

Mr. Nean announced the Club was very lucky to have a qualified accountant as part of the skilled Board of Directors to prepared regular accurate financial management reports. Mr. Nean further explained that no audit or review was conducted on the annual financial reports and that 'no opinion' is offered by Lambourne Partners or himself regarding the annual reports.

In analysing the financial reports Mr. Nean commented that total revenue this year was \$1.295m compared to \$1.6m last year. Bar sales, poker machine revenue, TAB Wagering commissions and Keno commissions all showed decline. This is explained due to the Public Health Order in relation to COVID-19 mandatory closure on March 23, 2020.

The profit result of \$161,000 compared to last years loss of \$105,000 is a significant improvement, having said this the result included \$14,000 insurance recovery, \$41,000 in donations and \$115,000 in government subsidies and support. Mr. Nean continued indicating the Board of Directors have done a good job throughout the year continuing to reduce costs and improve efficiencies.

The Cash Flow Statement indicates strong cash flow from operating activities in both the current and previous year. The Club has successfully controlled costs throughout the year.

Mr. Nean indicated the Club's current trade 'maintains ourselves', however, in addressing the question about the Club being a 'going concern' it is difficult to answer in the unpredictable challenging times of COVID-19. The Club's positive Net Members Equity position provides a good starting point to 'push off' and move forward.

Mr. J Biscan-Roberts proceeded to address the meeting expressing his thanks to the Club members and the Board of Directors for their contribution and support during challenging times. Mr. Biscan-Roberts highlighted there is a significant difference between the paper profit being reported and the cash flow surplus and the fact the Club has been focusing on clearing debt which was almost done before COVID-19 hit in March 2020. The Club profit at the end of February was \$75,000 and that an annual result was likely to be \$100k before COVID-19. Adding back depreciation of \$100k would have delivered a \$200k result before non cash expenses. The Board of Directors aim to continue to clean up the Balance Sheet and clear debt including member loans that have been outstanding since 2012.

The members were reminded the Board of Directors post a financial report on the notice board every quarter to provide updates on the financial performance and position of the Club.

Mr. G. Lott questioned whether the result is as strong as being reported given the addbacks of \$115k in government support and \$40k in donated loans meaning only about a \$4,000 profit.

Mr. J. Biscan Roberts indicated the JobKeeper Wage Subsidy component should not be discounted from the profit result as the Club would not have needed to pay the wages if it did not participate in the JobKeeper Wage Subsidy and the Club has been paying wages above the subsidy levels.

Moved D. Cross / G. Milburn the Annual Financial Statements for 30th June 2020 be accepted as tabled and discussed. Motion Carried.

4. Presidents Report

Mr. R. Muir delivered his verbal Presidents Report to the meeting. In his report he highlighted the challenges and issues faced by the Club with COVID-19 including the operational compliance to COVID19 Safety Plans creating additional responsibilities on staff, limited trading hours and the impact on members' behaviour with increased member citations. The President thanked Club Volunteers for their efforts and commitment during the year identifying individual contributors. The President also thanked the members for their ongoing support, staff for their efforts during a challenging time, CK's Restaurant and fellow directors on the board.

The President made special mention acknowledging the contribution of the Flying Bowlers and Kotara Women's Bowling Club with the donation of their respective loans to the Club. These actions allowed the Club to present a positive Balance Sheet which enabled the Club to sure up it's immediate future securing a \$200,000 loan through the Federal Government Loan Scheme. The President highlighted that a bank will not lend to an entity with a negative asset balance.

The President also announced the proposal for the Club to repay members loans by the 30 June 2021 that were taken out in May 2012. The President thanked members for their patience waiting for the monies to be repaid and also expressed his appreciation to the majority of members that submitted to temperature checks and registering their visitation.

5. Consideration of Allowances

The resolutions were tabled for consideration of the meeting with numerous comments contributed, questions asked and explanations delivered to provide clarity on their content, meaning and impact on the Club.

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.

It was resolved the First Resolution be approved **34 FOR** the motion **10 AGAINST** the Motion.

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.

It was resolved the Second Resolution be approved **34 FOR** the motion **14 AGAINST** the Motion.

MOTION CARRIED

THIRD RESOLUTION

That the 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 |

It was resolved the Third Resolution be approved **23 FOR** the motion **14 AGAINST** the Motion.

MOTION CARRIED

6. 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 with the nomination period closing 6pm on Sunday 6th September in accordance with the Rules of the Club.

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

JARRAD BISCAN-ROBERTS nominated by Ray Smith and seconded by Chris Collison.

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

DECLARE JARRAD BISCAN-ROBERTS VICE PRESIDENT FOR 3 YEAR TERM.

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

RAY SMITH nominated by Jarrad Biscan-Roberts and seconded by Chris Collison.

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

DECLARE RAY SMITH 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. R. Smith
Director:	Mr. C. Collison
Director:	Ms. L. Hnery

7. Election of Returning Officer and Deputy Returning Officer

Moved G. Wilks / J. Biscan-Roberts 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 K. Gilbert / A. Blaker nominate K. White as Deputy Returning Officer

Nomination accepted by Mr. K. White.

No other nominations received from the floor.

Mr. K. White elected unopposed.

8. Election of Publicity Officer

No nominations received from the floor. Position vacant.

9. Appointment of Patron

Moved R. Muir / K. Farley Mr. Gary Wright be nominated Club Patron

Mr. R Muir indicated to the meeting Mr. Wright was prepared to accept nomination for the role of Patron.

No other nominations received for the position of Patron.

Mr. G Wright appointed as Patron.

10. Election of Greens Liaison Officer

Moved G. Lott / J. Storrie Mr. K. Gilbert be nominated Greens Liaison Officer.

Nomination declined by Mr. K. Gilbert

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

11. Election of NDBA Delegates

Mr. Don Wells, Treasurer of Newcastle District Bowling Association, briefly addressed the meeting qualifying that he is not operationally involved in conduct of the game of bowls but he did highlight the District has taken a hit in revenues due to COVID-19 and that NDBA employees are on JobKeeper and been working reduced hours. Mr. Wells commented that Kotara Bowling & Recreation Club's Financial Reports are 'satisfactory' given the challenging times.

Moved B. McLeod / A. Blaker nominate Gerry Gairns as NDBA Delegate

Moved K. Gilbert / R. Smith nominate B. McLeod as NDBA Delegate.

No other nominations received for the positions of NDBA Delegate.

Mr. G. Gairns & Mr. B. McLeod accepted their nominations.

Mr. G. Gairns & Mr. B. McLeod elected unopposed.

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

Moved C. Hanley / A. Blaker the Club appoint 2 selectors.

Motion Carried

No nominations received for Selector positions. Positions Vacant.

13. Games Organiser

No nominations received for Games Organiser position. Positions Vacant.

14. Recommendations to the Incoming Board:

Mr. G. Lott suggested the eastern bowling green fence adjacent to the carpark requires attention as it has rusted and the structural integrity is compromised highlighting it is a safety concern.

Mrs. M. Storrie recommended the Club assess the urgency to replace or repair the Bowling Green Shade Solutions as they have deteriorated over time and do not operate as designed and built.

Mrs. M. Storrie enquired about the progress with Newcastle Council regarding the ground subsidence adjacent to the number 2 bowling green.

The meetings attention was drawn to the need to resurface the artificial grass to the bowling greens kerbing around the edges due to age.

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

16. General Business

Ms. J. Law requested the Club consider opening at 9.30am on Thursday mornings to facilitate the Ladies Bowls Gala to commence at 10am in an attempt to beat the heat during summer. The meeting was informed an operational decision will be made soon.

Mrs. D. Bradbury asked if the Club was considering opening the Club on Tuesdays for Ladies Bowls Galas. The meeting was informed there were no plans at this time to open Tuesdays.

Mrs. M. Storrie asked about the Clubs trading hour strategy in conjunction with the gradual withdrawal of the JobKeeper Wage Subsidy. Was the Club going to reduce trading hours? The meeting was informed trading hours were not going to reduce, the approach was to gradually absorb the cost of wages as the subsidy support was withdrawn.

The question was asked about the resumption of Men's Bowls Galas on Wednesdays. The meeting was informed there were no plans at the current time to increase hours on a Wednesday to facilitate the return of the Wednesday Gala. The Club is controlling costs and regularly assessing its operations and trading hours.

The meeting was informed contract Greenkeeper, Jarrod Duncan, is returning tomorrow to resume his roles as the Club's Greenkeeper with the renovation of the No1 Green to commence in early October.

Mr. G. Wilks thanked the President and the Board of Directors for their time and efforts during the last year acknowledging the tough and unpopular decisions have been positive in moving the Club forward.

Mr. C. Handley expressed his gratitude to members Mr. K. Gilbert and Mr. J. Storrie for there voluntary contribution maintaining the Club's Bowling Greens during the stand down of the contract Greenkeeper.

As there was no further General Business or questions, the Chairperson thanked everyone for their attendance.

Meeting Closed: 11.36am