

**MINUTES OF THE ONE HUNDRED AND TWENTY FIFTH**  
**ANNUAL GENERAL MEETING HELD AT THE**  
**CLUBHOUSE ON SUNDAY 26<sup>TH</sup> OCTOBER 2014**

Present: 39 members present as per Attendance Book.

The Chairperson Alan Burton declared the 125th Annual General Meeting opened at 10.01 am. The Chairperson welcomed all.

APOLOGIES: . As per attendance book, nine members advised apologies.

**Moved: Peter Henry, seconded Peter Blakley “that the apologies be accepted.”**  
**CARRIED.**

The minutes of the 124<sup>th</sup> Annual general meeting had been circulated.

**Moved Peter Blakley seconded Tony Rowe “that the minutes be adopted.”**  
**CARRIED**

Matters arising Faye Flint asked if a sub committee was formed for the 125<sup>th</sup> Anniversary. The Chairperson advised that the Board has undertaken this task

CHAIRPERSON’S REPORT:

**CHAIRPERSON’S REPORT 2014.**

It is indeed an honour to present to you the Chairperson’s Report at our 125th Annual General Meeting. There are few Clubs in New South Wales that can state such an achievement.

This year our overall results have been from excellent performances on the green to the disappoint of a major loss on the bottom line.

Firstly we must remember that this is a Bowling Club and that is what our greens are for and will always remain a Bowling Club. That is the reason we are able to occupy this area in Ashfield Park.

I would like to mention firstly the financial loss and the main reason behind it. Many years ago, under a previous financial advisor the Club had a total of \$660,000 invested in a Property Trust based on the Gold Coast. Dividends from the LM Mortgage Fund were excellent at the time and the various Boards at the time took the advice of the previous Financial Planner. Since 2008 when the Global Financial Crisis hit the fund has not paid any distributions and during this year the fund was written down by further by the liquidator. We had to encounter a total write down loss of nearly \$300,000. The Board as noted in the accounts lodged complaints to the Australian Securities and Investment Commission and the Financial Services Ombudsman regarding the previous Financial Advisor. Both organisations did not proceed with the complainants. We have lodged expressions of interest for class action. Under our current Financial Advisor the earnings on our Portfolio, excluding LM Mortgage Fund for 2014 was 19.4% with an increase in value of \$220,000. This increase is not recorded on the Profit & Loss but rather the Balance Sheet.

The great success of the Club this year was with our core business on the bowling green. In the New South Wales Club Challenge both the mixed team and the men's team reached the final four in the state a rewarding result for a small club like ours. We played grade one in the Men's Pennants for the first time for many years and far exceeded expectations by winning the zone flag. At the State Playoffs we were able to upset a few highly fancied Clubs only going down by one game. The achievements at District & Zone level were very good. The women's pair of Beverley Pendleton and Maelene Mihaere to win the Zone Pairs beating one of Australia's top bowlers was remarkable. Tom La Greca, John Fitzgerald and Ray Coombes won the Zone Triples and Ray also won the State Senior Singles.

In conclusion I would like to thank all the members for their support during the year. A special thanks to those members who have held positions of Committees for their input. Thanks to Greg Travers for the catering service, CEO Michael Wilson and the bar staff.

May we look forward to our 126th year.

Alan Burton  
Chairperson  
26th October 2014.

*The report was applauded by members present.*

**Moved Peter Henry, seconded Gary Chant "that the Chairperson's report be accepted. CARRIED.**

#### TREASURER'S REPORT AND FINANCIAL STATEMENTS

The CEO gave a brief of the Club's accounts for the year. The Club's Financial Advisor, Paul Brady of Brady & Associates addressed the meeting. He gave a brief of the Club's finances. He spoke firstly of the on going problems with LM Mortgage Fund and the write down this year. He advised it is a complicated liquidation. There will be some capital returned but well down on the Club's initial investment. With this in mind the loss of close to \$500,000 on the investment the Club needs to use caution. The large losses recorded by the Club of the last few years are not prudent. Using capital to offset losses is not generally a good thing to do. The expenditure levels of the Club need to be in line with the level of the Club. He advised that the Portfolio performed well in the 2013-14 year with returns above average but 2014-15 the returns will not be as great. He advised that a cautious approach needs to be in line with the investment strategy. Paul Brady asked for any questions. Peter Hannan asked why we cannot get our money back from LM Mortgage Fund. It was advised that all investments are frozen. Peter Blakley asked if the changes to the Board during the year played on the financial results. The Chairperson advised no. The CEO advised he had been asked by members why we cannot get a higher rate of return. Paul Brady advised it would not be prudent to take such approach as the higher the return the higher the risk and one lesson that should have been learnt from LM Mortgage is the fact that a higher return resulted in a loss of half million dollars. He advised the return over the last few years has been good without taking too much risk and this would be the sensible approach to take.

**Moved Peter Henry, seconded Tony Rowe, "that the financial statements be adopted." CARRIED**

AUDIT REPORT:

Brett Miller the Club's Auditor from Surry Partners addressed the meeting. He thanked the Board and the CEO for assistance during the audit. He asked for any questions. Norelle Lingard asked regarding the disclosure in the accounts of 'other expenditure total of \$370,000 and what it entailed. Brett Miller advised the accounts are prepared in accordance with the statutory requirements. There are additional detailed accounts supplementary to the audited accounts. The CEO advised the main other expenses were the write down of the LM Mortgage Fund. Norelle Lingard what was the amount of \$2,136 of bad debts. The CEO advised this was made up of a sponsorship that had been charged but payment was not forthcoming and a smaller amount of an unpaid cost of a former staff member's accommodation. Norelle Lingard asked what was the unnamed Repairs & Maintenance the CEO advised it was the cost relating to the kitchen. Norelle Lingard asked what was composed of the cost of Trophies. The CEO advised this was such things as prize money for tournaments, winners & losers draws and bowls jackpots. He advised that the majority of these costs would be offset by sponsorship that is covered in other income. Norelle Lingard asked regarding Raffle Costs and where is income recorded for this. The CEO it would be pooled under other income and following the meeting will supply a further breakdown of income and expenditure. The Chairperson asked for any more questions.

**Moved Peter Henry, seconded Paul Reynolds. "that the audit report be adopted."**

**CARRIED.** The Chairperson thanked Brett Miller & Paul Brady for attending the meeting and for their services during the year. Appreciation by the members was shown by applause.

#### ELECTION OF OFFICERS:

Nominations had been received in accordance with the Rules of the Club.

The Returning Officers George Cook and Gary Hincliffe declared Alan Burton elected as Chairperson unopposed. There was no nomination for Deputy Chairperson. Maelene Mihaere nominated Paul Reynolds and this was seconded by Peter Blakley Paul Reynolds accepted the nomination. The Chairperson asked for further nominations to which there was none. Paul Reynolds was declared elected. There was no nomination for Treasurer. Nominations were called for. **Moved Peter Blakley, seconded Peter Henry "that Steve Malone be appointed Treasurer."** **CARRIED.** There were no other nominations. As there were only four remaining nominations for Ordinary Directors the following were declared elected: Gary Chant, Ray Coombes, Kevin Kilday and Mark Watson.

#### SPECIAL RESOLUTION

The Chairperson advised that due notice had been given to consider the following Special Resolution. Members had been sent notes regarding the Special Resolution. The Board recommended the Special resolution to the members. After discussion it was **moved Peter Blakley, seconded Greg Travers that**

**"That the Constitution of Ashfield Bowling Club Limited be amended by:**

- (a) inserting the following new paragraph (iv) in Rule 22(c) and renumbering the remaining paragraphs of Rule 22(c) accordingly:

*"stand for and be elected to hold office on the Board if they have been a Full member of the Club for a period of three (3) continuous years immediately prior to the close of nominations or proposed date of appointment."*

- (b) inserting the following new Rule 22(d)(v):

*"nominate for and be elected to hold office on the Board if they have not been a Full member of the Club for a period of three (3) continuous years immediately prior to the date of close of nominations or proposed date of appointment."*

- (c) inserting the following new Rule 50(c):

*“No more than two (2) eligible Social members may be directors of the Club at any one time.”*

- (d) inserting in Rule 51 after the words “*Financial Playing Members*” the words “*and Financial and Social Members*”.
- (e) inserting at the start of Rule 51 the following words “*Subject to Rule 51A*”.
- (f) inserting the following new Rule 51A immediately after Rule 51:

*“The only Social members who are entitled to stand for and be elected or appointed to the Board are those Social members who have been Full members of the Club for at least three (3) continuous years immediately prior to the close of nominations or proposed date of appointment.”*

Some members requested a ballot. The Chairperson under Rule 94 directed a ballot to take place. Ballot papers were distributed and then collected and counted by the Returning Officers. The Returning Officers advised there were 16 votes for and 8 against. They declared the special resolution lost as the required 75% had not been reached.

#### ORDINARY RESOLUTIONS WHERE NOTICE WAS GIVEN.

The Chairperson advised that due Notice has been given of the following ordinary resolutions and a simple majority is required to pass the resolutions.

#### First Ordinary Resolution

Moved Peter Henry, seconded Tony Rowe

- (a) That the members hereby approve expenditure by the Club not exceeding \$5,000 until the next Annual General Meeting of the Club for the following:
  - (i) The reasonable costs of directors attending seminars, lectures and other educational activities as determined by the Board from time to time.
  - (ii) The reasonable costs (including travel and accommodation expenses) of directors attending meetings, conferences and trade shows conducted by Clubs NSW, the Club Managers Association and such other conferences and trade shows as determined by the Board from time to time.
  - (iii) The reasonable costs of directors attending any other registered club for the purpose of viewing and assessing its facilities as determined by the Board as being necessary for the benefit of the Club.
  - (iv) The reasonable costs of directors (and their spouses/partners if required) attending any club, community or charity function as the representatives of the Club and authorised by the Board to do so.
  - (v) The reimbursement of reasonable out of pocket expenses incurred by directors travelling to and from directors meetings or other duly constituted meetings of any committee of the Board.
- (b) The members acknowledge that the benefits in paragraph (a) are not available for members generally but only for those who are Directors of the Club.

CARRIED BY A MAJORITY.

#### Second Ordinary Resolution

Moved Paul Reynolds, seconded Gary Chant

- (a) That the members hereby approve expenditure by the Club not exceeding \$100 until the Annual General Meeting of the Club for the following:
  - (i) The reasonable cost of a meal and beverage for each director before and after a Board or Committee meeting on the day of that meeting when such meeting coincides with a normal meal time.

- (ii) The reasonable expenses incurred by directors either within the Club or elsewhere in relation to such other duties including entertainment of special guests of the Club and other promotional activities approved by the Board on production of documentary evidence of such expenditure.
- (b) The members hereby acknowledge that the benefits in paragraph (a) are not available for members generally but are only available for those who are Directors of the Club.

**CARRIED BY A MAJORITY**

GENERAL BUSINESS:

The Chairperson thanked the returning officers George Cook and Gary Hinchliffe in conducting the election.

Faye Flint had submitted the previous day four questions

- 1) Who are the marquee players, are they on yearly contracts and how much is each paid? What role do they have besides playing pennants? I was under the impression that any member receiving money had to be approved at an AGM or has this rule changed?  
*The Chairperson named the players who are under agreement. He advised that all agreements expire on 31<sup>st</sup> December 2014 and no agreements had been put in place for 2015. He advised that individual amounts paid to player would not be disclosed. Players partake in all Championship games and some coach. Payment is for service and not required to be approved by a General Meeting.*
- 2) When will the Championship Boards be reinstated as the ladies boards have been down for three and half years. These boards are important to our members and also visitors to our club. *The Chairperson advised the Board had approved funding and they will be reinstated before 6<sup>th</sup> December.*
- 3) How much did the renovations to the poker machine area cost, when were they approved by the members, and what is being done about the noise from the area spilling onto the B green. *The Chairperson advised the cost was \$40,000 this was well below other quotes that were submitted. The Board has the power to approve such renovation and expenditure. Shutters are to be installed to quell the noise.*
- 4) Can the sub clubs elect and send a delegate to board meetings? *The Chairperson advised that playing members are eligible to stand for the Board and sub clubs can not send delegates to the Board meeting.*

Faye Flint asked if there was any fire escape in the outdoor gaming area. Anthia Hart advised that along with the CEO had tested the automatic door in case of electricity cut and it would open manually.

The Chairperson asked for any further General Business and there was none.

The 125<sup>th</sup> Annual general Meeting was declared closed at 10.52 am.