

PENSHURST RSL CLUB CO-OP LIMITED

2011 AGM MINUTES

Meeting held in Penshurst RSL Club's Auditorium

Sunday 20th March 2011 at 10.00am

Meeting Opened at 10am with 52 Members in attendance.

Syd White, as Chair, introduced the visitors to the meeting: Mr Andrew Cordwell from Priestley & Morris, the Club's Auditors for the Year 2010 financials; the Club's Accountant Mr Alan Hill; the Club's Independent Returning Officer Andrew Bzadough; Board of Directors Vice President, John Lloyd and Secretary Manager, Margaret Smith.

1) Apologies:

Phil Roffe, Member 1590

Peter Argeetes, Member 1561

2) To Receive and Consider the Minutes of the Annual Meeting held on 22nd March 2010

Moved and Seconded the Minutes be Received Carried

There was No Business Arising.

Moved and Seconded the Minutes be Adopted Carried

3) To Receive and Consider the Annual Financial Report of the 31st of December 2010.

*Any questions should be in the hands of the Secretary 7 working days prior to the meeting to allow for investigation.

Questions from the floor for the Auditors or Accountant

Moved and Seconded the Minutes be Received Carried

Business Arising:

The Chair stated that a letter has been received by the Secretary Manager from Mr Keith Newman, Member 3965, within the required time period. The Chair read the question from the letter which posed questions regarding the General Manager's Report which states that the bar sales were down by \$50,000 rather than stating that the bar profits were down by \$50,000 and a similar question regarding the poker machine tax increases. The Chair passed these questions to the Club's accountant to answer and Mr Alan Hill took the floor, stating that the discrepancies that Mr Newman was referring to were due to the General Manager using figures obtained from the management report on the accounting figures which are different to the published accounts. Mr Hill stated that steps have been taken to ensure that this does not happen in the future. The figures that the General Manager is referring to are all bars, not including the function bars, were down by \$50,000, which has been rounded down from the actual figure of \$50,373. The function bars are down by \$38,608, giving a total decrease in bar sales of \$88,981 which is the figure that Mr Newman is referring to.

In regards to the question from Mr Newman regarding the poker machine taxes, the General Manager is referring to all taxes associated with poker machine revenue of \$59,300 but in the published accounts it is \$33,401. If we were to do a reconciliation of this figure, we would see that it is made up of: state government taxes \$33,401, GST \$18,549 and the 1.5% donations levy for Club's that earn over \$1million in poker machine revenue \$7,386. Mr Hill stated that basically, the figures referred to by the General Manager in her report, are in a different format to those that are published.

The Chair stated that Mr Newman also questioned the Club's bi-law 32 (f) and (j) of the constitution which refer to new members. In regards to rule 32 (f) Club does post a list of the proposed new members on the notice board, we do have a membership committee who scrutinize these proposed members and the list is also tabled at the Club's Board of Directors meeting for approval. Rule 32 (j) refers to new members being given a copy of the Club's constitution, the Chair stated that this is given to the member upon request and Mr Newman stated that this is not what the rule states. The Chair informed Mr Newman that due to the practicalities of the situation, a copy upon request saves the Club money as not all

members want a copy of the constitution. Mr Newman stated that he did not receive one when he joined, the Chair stated that this would be rectified.

The Chair called for other comments from the floor regarding the Annual Financial Report.

Mr Keith Newman, Member 3965, took the floor and stated that the financial figures supplied by the auditors over the last two years seem to have small discrepancies in them and wanted to know why the auditors had signed off on incorrect figures. Mr Alan Hill questioned if the figures that Mr Newman was referring were the Key Financial Data figures as these are not audited figures, Mr Newman indicated that they were the Key Financial Data figures. Mr Alan Hill stated that the figures in the Annual Financial Report are correct and are taken directly from the Club's general ledger figures and these are the figures that the auditors have signed off on, not the Key Financial Data figures. The Chair stated that this is the reason why the Club has auditors.

There being no further business on Finance, it was Moved and Seconded the Annual Financial Report of the 31st of December 2010 be Adopted Carried

4) Ordinary Resolutions are required under the Registered Clubs Act.

(To be voted on individually)

- **Ordinary Resolution 1.**

The members hereby agree to and approve that the Directors be supplied with dinner and refreshments after monthly Board Meetings

- **Ordinary Resolution 2.**

The Members hereby agree to and approve that the President and Vice President receive honorariums in arrears for 2010 and that they only increase by the CPI.

- **Ordinary Resolution 3.**

The Members hereby agree to approve a Board Christmas Dinner for them and their partners plus Senior Management and their partners.

- **Ordinary Resolution 4.**

The Members hereby agree to and approve of the Chairman or his nominated representative may announce, at his or her discretion, the provision of free refreshments for a short period after General Meetings to all Members in attendance. This period not to exceed 2 hours.

- **Ordinary Resolution 5.**

The Members hereby agree to and approve that each Director be given ham at Christmas in appreciation for work carried out during the year.

- **Ordinary Resolution 6.**

The Members hereby agree to (four) 4 car spaces to be reserved for Directors and one (1) reserved for the Sub-Branch Welfare and Pensions Officer's (to be shared).

- **Ordinary Resolution 7.**

The Members agree to and approve that where Directors are required to represent the Club at external functions or special Club functions that tickets and reasonable expenses be paid for by the Club, for the Directors and partners.

- **Ordinary Resolution 8.**

The Members hereby agree to and approve that Directors receive Drink vouchers to be redeemed at their discretion. The vouchers are not to exceed forty (40) drink vouchers per Board member per annum (times at the President's discretion)

- **Ordinary Resolution 9.**

The members hereby agree to approve that the Management are empowered (at their discretion) to issue drink vouchers to those members who carry out volunteer work within the Club.

- **Ordinary Resolution 10.**

The Members hereby approve expenditure by the Club in a sum not exceeding \$15,000 for the professional development and education of Directors over the following 12 months, including

- The reasonable cost of a delegation of Directors attending the ClubsNSW Annual General Meeting

- The reasonable cost of Directors attending Meetings of Associations of which the Club is a Member

The Members acknowledge that the benefits in Ordinary Resolution's through numbered one (1) through to ten (10) are not available to Members generally, but only those persons and the persons holding the respective positions referred to in each Ordinary Resolution.

NB: Under the Co-operatives Act a simple majority is required for ORDINARY RESOLUTIONS to succeed. Debate may be held but no alteration may be made to the resolution that may vary the intent or meaning of the resolution.

The Chair noted that the Ordinary Resolutions are the same that are voted on every year, they are supposed to be voted on individually and as such, they would be passed as one motion.

Moved and Seconded that Ordinary Resolutions 1 to 10 be adopted as listed
Carried

5) Declaration of the result of the Ballot for the Election of the Board of Directors for the following period 2011/2012 by the Returning Officer Andrew Bzadough

Andrew Bzadough introduced himself to the meeting and proceeded with the results of the elections:

2011 ELECTION RESULTS

Syd White PRESIDENT	(Elected unopposed)
John Lloyd VICE PRESIDENT	(Elected unopposed)

In Order Of Draw

5 Directors Required

Phil Roffe	(48 votes)	
Kevin Kelly	(110 votes)	Elected
John Hoban	(129 votes)	Elected
Graeme Hemopo	(113 votes)	Elected
Reon Pendlebury	(40 votes)	
Gregg Jones	(73 votes)	Elected
Ian Davidson	(38 votes)	
Therese Gardner	(125 votes)	Elected

Informal Votes 0

Total Members Voting 158

I wish to declare those members elected as the Board of Directors.

Andrew Bzadough

Independent Returning Officer

The Chair wished to thank Mr Phil Roffe for his seven years service on the Board and contribution to the Club and Mr Reon Pendlebury for his considerable contribution over the past twelve months. The Chair congratulated Mr Kevin Kelly, Miss Therese Gardner and Mr Gregg Jones on their election as Directors and welcomed their contributions over the next twelve months.

6) General Business:

Mrs Vera Ward, Member 182, took the floor and stated that she wished to pass on complaints by members regarding the voting times for the Board of Directors, who has asked her to speak on their behalf. These members are older female members who found it difficult to return to the Club at the stipulated times for the voting and therefore were unable to cast their vote. These members have supported the Club for many years and are upset at not being given the opportunity to vote. Mrs Ward stated that she and her husband, who generally attend the Club in the mornings, also found it difficult and an inconvenience to

return to the Club at the specified voting times. Mrs Ward requested that this issue be considered in the future to accommodate all members of the Club who wish to vote in the election of the Board of Directors. The Chair stated that this would be looked at by the Board and Management.

Miss Therese Gardner, Member 4716, enquired as to the reason for the poker machines that are outside on the terrace are not connected to the link. The Chair stated that this was a matter for the Board.

Mr Brian Baker, Member 438, stated that all of the doors in the men's toilets including the non-smoking signs on them are filthy and need to be cleaned, also that this issue has been brought to the attention of Management before. The Chair stated that the comments would be taken on board.

Mr Frank Creighton, Member 1077, questioned the reasoning for changing the fencing around the proposed car park area. The Chair stated that as the parking area was not being completed for some time, the fence was necessary and to reduce costs of a temporary fence, a permanent fence was erected. The cost of replacing the fence was questioned by Mr Creighton and the Chair stated that the one-off cost of the permanent fence, \$1600, is the same as the cost of the monthly rental of the temporary fence per year.

There being no further General Business, the Chair closed the meeting at 10.20am and invited all Members in attendance to share drinks and morning tea.

Sydney White
President

Margaret Smith
Secretary Manager