

MINUTES OF ANNUAL GENERAL MEETING
HELD ON SUNDAY, 27 September 2020

The meeting opened at 10.04 a.m. with Mr Gary Elliott in the chair.

PRESENT: TOTAL MEMBERS PRESENT 36

IN ATTENDANCE: Sara Goodwin of Morton & Cord-Club Auditors,
Mr John West - Chief Executive Officer, Mrs Elizabeth Abood – Acting Treasurer,
and Mrs Cassy Jenkins - Minutes Secretary.

APOLOGIES: Mr John Harrison membership no 92

ITEM 1

The Chairman welcomed Members and thanked them for attending the Annual General Meeting. Sincere condolences were given to the families and friends of the 23 members who had passed away during the year.

KEITH PARNELL
NORMAN DENOVAN
JENNIFER LEAHY
PAMELA HALLIDAY
WILLIAM LOCKE
THOMAS KERR
CLARENC EPECK
JEAN MOODY
WARREN DAVIS
JUHA KAUPPINEN
MICHAEL JEFFERY
EDNA SHUTE
SUSAN DICKINSON
LEONIE MOORE
MARGARET LITTLE
JOHN HARRIS
RODERICK SPICER
GARRY MCCAULEY
IVO FRANOVIC
PEGGY CARTER
JEN DALDRY
SU GARSIDE-BROWN
PETER MCKENNA

The members were then asked to please stand and face the Western Wall for the recitation of the Ode of Remembrance and one minute's silence was held for our departed members and comrades.

The Chairman introduced the official table and welcomed the 36 members to the Annual General Meeting today.

The Chairman acknowledged the apology from Mr John Harrison membership no 92.

The Chairman noted his report and said 2020 had been an unprecedented year with the bushfires in December 2019 and January 2020 - the worst the Shoalhaven had ever seen, followed by floods and then COVID-19. The Chairman noted these events had really knocked around the local businesses in the area including the Club. The Chairman advised there was a mandatory shutdown of the Club in March for a period of 70 days in which the Club took the opportunity to undertake some renovations, with an upgrade of the kitchen, which had outgrown the space it had due to the popularity of the food, with the numbers exceeding all expectations. The Chairman noted the new kitchen this would set the Club up for the next ten years. The Chairman advised the Club had also been given a facelift with painting and brightening up and noted the Club looked pretty good.

The Chairman advised he was proud to say that with all that had been thrown the Club's way throughout the year it had still posted a profit of \$30,000 (approx.). The Chairman advised the Club had had high hopes for 2019/20 to return an excellent financial performance; the shutdown had impacted greatly on the Clubs financial position; however, the Club had still been able to post a profit, which was a testament to the hard work of the Management and Board of Directors.

The Chairman gave his sincere thanks to the management team, especially regarding the reopening, which was all new ground for the Club, with the need to implement and regularly update policies and procedures relating to COVID-19 restrictions. The Chairman noted Mr John West had done an amazing job, stating his commitment, leadership and loyalty had been outstanding and offered his personal thanks for the efforts he had put in this year. The Chairman gave special thanks to Mrs Rita Muscat – Operations Manager, Mrs Cassy Jenkins – Executive Assistant, Gordon Allen – Duty Manager, Ben Crouch – Duty Manager, Tanneal Jones – Supervisor, and Kim Williams – Head Chef. The Chairman thanked Mr Geoffrey Ellison, who had provided specialist advise throughout the year. The Chairman thanked Mrs Sara Goodwin – Morton & Cord who had assisted with streamlining the Clubs accounts. The Chairman thanked the Board for their hard work and dedication.

The Chairman stated he was very proud of the way the Club had operated through the year, with all staff willing to jump in and assist when needed, noted there had been extra cleaning, extra reception staff and COVID-19 Marshals required to operate the Club. The Chairman noted the Club was operating differently and much more safely, adding he and Mr West had been meeting regularly with the Licensing Sargent in charge of the COVID procedures in the Club and that the Licensing Sargent had utilised some of the Club's plans as a blueprint for other facilities in the district. The Chairman noted the Club was complying with all necessary restrictions, however from time to time these regulations were breached such as a patron who stood for too long the COVID-19 Marshals were on hand to remind people they needed to be seated. The Chairman noted the staff were doing an excellent job and thanked them for their hard work. The Chairman thanked all the members who had adapted to the changes and restrictions with very little complaints, noted it could be frustrating with the new sign in procedures, however this was designed to keep all members and guests safe.

The Chairman advised it was likely it would be some time before it all returned to normal operations, he was confident that the Club would continue to grow and provide the best food and service possible. The Chairman noted it had always been the ambition of the Club to be best little Club on the South Coast.

The Chairman asked that anyone with a question to please use the microphone and clearly state their membership number.

ITEM 2

The Chairman referred the meeting to the Minutes of the Annual General Meeting held 3 November 2019.

Proposed Mr Alex Paton membership no: 769 and Seconded Mrs Eileen Bow membership no: 508

That the Minutes of the Annual General Meeting held 3 November 2019 be received.

THE MOTION WAS CARRIED

The Chairman asked if there were any matters arising from these Minutes.

There were no matters arising from the Minutes.

Proposed Mr John Stapleton membership no: 1398 and seconded Mr Terry Smith membership no: 856

That the Minutes of the Annual General Meeting of 3 November 2019 be confirmed and adopted.

THE MOTION WAS CARRIED

ITEM 3- DIRECTOR'S REPORT, FINANCIAL STATEMENT AND AUDITOR'S REPORT

Proposed by Mr Geoffrey Ellison membership no: 1672 and seconded Mr Robert Roach membership no: 100.

That the Director's Report, Financial Statement and Auditor's Report as at 30th June 2020 be received.

The Chairman asked if there were any questions relating to the financial statements. There were none. The Chairman handed over to Mrs Sara Goodwin to present the Financial Report.

Mrs Goodwin thanked the members and Board of Directors for having her. Mrs Goodwin advised she was attending in the capacity of Mr Michael Lees, who had to be present at another Club who had some business arising. Mrs Goodwin advised she had a statement prepared by Mr Lees. Mrs Goodwin read Mr Lees statement aloud.

Let me apologise for not being here at today's AGM, there has been a date clash with another Club with a most pressing issues which need my attendance, if you have any questions for me which Sara cannot answer today, please put them in writing and I will get back to you with the Boards Approval. Let me just say that I am very pleased with the Club's financial statements, we are functioning very well this year and we were able to finalise the accounts in mid-August and have the Directors adopt the statements 25 August 2020. The streamlining of reporting after the Clubs recent events in regard to TGS and last year's fraud meant the Board had access to timely and reliable information. I congratulate the Board and Management for the effort they have put in.

The Profit achieved this year was \$38,098 a good result considering the impacts on trading experience this year. I wont dwell to much on sales and trading figures since this year has been marred firstly by the bushfire crisis and then by Covid-19 which saw the Club close its doors from the 23rd of March until the 1st of June. This has significantly impacted trading for the Club's two main trading windows, Christmas, and Easter. The Directors have outlined the efforts of Covid-19 and the Bushfires in notes 1p and 1q in the financial statements. I refer to these notes in my Audit report as they had a material impact on trade.

Getting down to the numbers the bar sales were down \$325k however the margins remain constant at 59.66% with 63.13% achieved last year. The average sales per day over the bar were \$4569 compared to 2019 \$4598. I have adjusted these figures for the shutdown for Covid-19 but not for the bushfire period. Poker machine revenue was down \$588,108 however the average dollars per machine per day adjusted for the Covid-19 shutdown was \$94.74 and in 2019 \$95.57. Bistro sales were down \$428,073, the margins remain constant at

59.79% the average sales per day adjusted was \$5640 and in 2019 was \$5746. The Cheesy Grin had been a huge success for the Board and Management with sales increasing on last year. The average sales per day adjusted for Covid in 2020 and the part year trading in 2019 were \$1514 compared to last years \$1016.

Note 2 to the financial statements shows the revenue received from the government in stimulus packages as a result of Covid-19. Jobkeeper received \$345000 and was paid entirely to staff and cash flow boost to 30 June 2020 was \$62500. The Club received proceeds from the insurance coverings for the fraud and building from the floods. The fraud recovery was accounted for the in 2019 financial statements and it is pleasing to see that management, our firm, and the specialist forensic accounting firm from Sydney who came in, all came within \$1000 of each other in different calculation methods on the final value of the fraud.

The Club still has a net asset deficit \$685,236 down from \$934583 in 2019 as noted in note 1.

The reason we can sign an unqualified audit opinion is the rigorous budget and projections the Club had in place to for the current year to date and the results achieved. I have never seen trading conditions like the ones the Club is currently experiencing in July and August.

The NAB loan as at 30 June was \$2.53m and \$2.78 in 2019. The Board are aware they still have a lot of work ahead to ensure the Club remains profitable and to continue to improve member assets. The current results show they are far surpassing their expectations.

I would like to thank the girls in the office for their efforts during the audit process and I would also like to thank Mr Geoffrey Ellison for his time volunteering as an expert on the Board Executive Committee. As an Auditor it is very reassuring that the Board can identify gaps in their knowledge and consult experts when needed. It shows a commitment to governance.

If you have any questions for Sara she can answer them, or I can get back to individually.

Thank you.

Mr Michael Lees
Auditor
Morton & Cord.

Mrs Goodwin asked if there were any questions relating to the financial statements. There were none.

The Chairman asked if there were any questions from the floor, there were none.

It was proposed Mr John Stapleton membership no: 1398 and seconded Mr Geoffrey Ellison membership no: 1672.

That the Director's Report, Financial Statements, and Auditor's Report as at 30th June, 2020 be confirmed and adopted.

THE MOTION WAS CARRIED

The Chairman thanked Mrs Goodwin and handed over to the Chief Executive Officer, Mr John West, who gave a presentation in relation to how the Club was performing.

Mr West thanked the members for attending.

Mr West advised the real focus for the Club had been live its vision which was to be “Always Essential within the Community”, Our Purpose, our pillars, and our values.

Mr West advised that 2019/20 had been very testing with the bushfires, flood and then COVID-19. Mr West stated he was very lucky to have such an amazing group of people around him to assist the Club to get through it all. Mr West noted the Club still had a lot of work to do, but was definitely heading in the right direction, and a lot of very good work had been done, which was very rewarding.

Mr West presented his report.

Mr West noted the Club’s relationship with the various Sub-Clubs as listed and mentioned the The Fisho’s who had been a sub-club for over 50 years and which the Club had assisted in writing a new Constitution for.

Mr West advised he now sat on the Executive of the Huskisson Business Chamber.

Mr West advised the Women’s AFL had been impacted by COVID-19, however the Club would continue to back the team once they had reformed.

Mr West welcomed the Wobbeongs who were now officially a sub-club of Club Jervis Bay and he was very proud to be associated with such an amazing group of people.

Mr West referred to the fraud committed by Mr Aiden Jack. Mr West advised this was now behind us and the Club processes were now very stringent.

Mr West noted the 2019/2020 results and advised the EBITDA in 2017 was in the negative, so even with the absolute mauling the Club had taken since the beginning of the year it was a very big result for the Club.

Mr West advised the Club was up to its 7th version of the COVID-19 safety plan and took COVID-19 safe practices above and beyond the expectations and would continue to do so.

Mr West advised the Club would not qualify for JobKeeper again, however the Club would not be looking to reduce staffing levels or cleaning levels, or how stringent the Club was with its COVID-19 safety measures and would be practising the highest standards.

Mr West noted the Bayview renovations and advised the Club had elected to bring that renovation forward in order to complete the renovations within the shutdown period. Mr West stated Mrs Muscat had done an amazing job managing the renovations. Mr West noted the Club had only had to trade for a couple of weeks without full use of the kitchen.

Mr West advised the administration offices had been totally flooded out in February and had been rebuilt. Mr West and Mrs Jenkins had been relocated to the old Sub-Branch office and the Sub-Branch office had been relocated to the Community Meeting Room. Mr West thanked Mr Alex Paton and the whole of the Sub-Branch for their understanding, support and understanding throughout the process. Mr West noted the Sub-Branch had been fantastic to deal with.

Mr West noted the facelift to the café and bar.

Mr West advised the Club had had a major issue with the IT systems in the Club and had now upgraded all the IT systems.

Mr West advised there had also been upgrades to the PA System and a full upgrade to the CCTV system which was outdated and posed a serious risk to the Club.

Mr West noted the new display cabinets in the Community Meeting Room looked amazing. Mr West advised this was now a nice place for Community Groups to meet.

Mr West noted the “Bunker” had taken a back seat due to the COVID-19 shut down and uncertainty as to what the future would be in terms of further shut downs etc.

Mr West advised the Club currently had a 12-month Strategic Plan, which would be rolled into a 5-year Strategic Plan, and the only reason this was not currently a 5-year plan was entirely due to COVID-19 and the uncertainty around how this would impact in the near future.

Mr West noted that Mr Lees had noted in his report he had not seen trading figures like those for July and August and Mr West seconded this opinion stating in his 20+ years of running hospitality venues he had not seen these levels of trade.

Mr West asked if there were any questions relating to his report. There were none.

Mr West thanked The Chairman and the rest of the Board and all the staff, noting it had been a very tough year, but the Club was going from strength to strength.

The Chairman thanked Mr West for his presentation.

The Chairman noted Mr Ray Pearson had been the Welfare Officer for the last 12 years. The Chairman advised Mr Pearson would not be running for the position this year.

The Chairman thanked Mr Pearson very much for his efforts and contribution to the Club, which were very much appreciated.

The Chairman noted that the current COVID-19 restrictions meant there was no ability for the Welfare Officer to visit any of the nursing homes in the area and as such the Board had elected not to fill the vacancy for the upcoming year but would review the position for the next year.

The Chairman took the opportunity to call Mr Robert Roach to stand. The Chairman stated this was Mr Roach’s 30th year on the Board and also worked with the Sub-Branch and the Vietnam Veterans. The Chairman thanked Mr Roach for his time and effort and expressed his appreciation. The Chairman thanked Mr Roach for his loyalty and assistance as Vice President. The Chairman also thanked Mrs Maureen Roach for her support of Mr Roach in his role.

The Chairman presented Mr Roach with a gift for his service.

ITEM 4 – Notice of Resolutions

The Chairman advised that as per the Constitution all members who were financial prior to the 2018 AGM and had maintained financial status were able to vote on Ordinary Resolutions, however for the motion to be passed there must be 50% + 1 in favour of the resolution.

ORDINARY RESOLUTIONS

It was proposed Mr John Stapleton membership no: 1398 and seconded Mr Alex Paton membership no: 769.

That Ordinary Resolution 1 be received.

ORDINARY RESOLUTION 1

Mrs Cassy Jenkins read out Ordinary Resolution 1 (i) – (ix) as listed in the Notice of Meeting dated 31 August 2020.

That pursuant to the Registered Clubs Act, the members hereby approve and agree to the members of the Board during the period preceding the 2021 Annual General Meeting receiving the following benefits and the members further acknowledge that the benefits outlined in sub-paragraphs (i) to (ix) are not available to members generally but only to those members who are elected Directors of the Club or appointed by the Board to fill a casual vacancy.

- (i) A reasonable meal and refreshments to be associated with each Board Meeting of the Club;
- (ii) The right for Directors to incur reasonable expenses in travelling to and from Directors 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;
- (iii) The reasonable cost of two Directors attending the Clubs NSW Annual General Meeting;
- (iv) The reasonable cost of Directors attending seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time;
- (v) The reasonable cost of Directors attending other registered clubs for the purpose 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;
- (vi) The provision of blazers and associated apparel for the use of the Club Directors when representing the Club;
- (vii) The provision of car parking spaces adjacent to the Club for the President and Duty Director; and
- (viii) The reasonable costs of the provision of a meal for each Duty Director whilst on duty and such meals be allowed to be removed from the premises.
- (ix) The reasonable costs of Directors, Life Members and their spouses attending an Annual Dinner at the Club.

It was proposed Mrs Eileen Bow membership no: 508 and seconded Mr Terry Smith membership no: 856.

That Ordinary Resolution 1 be adopted and approved.

THE MOTION WAS CARRIED

It was proposed Mr John Stapleton membership no: 1398 and seconded Mrs Lorraine Taylor membership no: 6208.

That Ordinary Resolution 2 be received

ORDINARY RESOLUTION 2

Mrs Cassy Jenkins read out Ordinary Resolution 2 as listed in the Notice of Meeting dated 31 August 2020.

That pursuant to the Registered Clubs Act, the members hereby approve and agree to the following honoraria being provided to the Board of Directors for the period preceding the 2021 Annual General Meeting as follows:

(a)	PRESIDENT	\$6,000.00
(b)	VICE PRESIDENT	\$2,500.00
(c)	TREASURER	\$2,500.00
(d)	ORDINARY BOARD MEMBERS	\$1,600.00 each

Such honoraria to be paid to the Directors in equal monthly instalments prior to the 30th of June each year.

It was proposed Mr Geoffrey Ellison membership no: 1672 and seconded Mr Alex Paton membership no: 769.

That Ordinary Resolution 2 be adopted and approved.

THE MOTION WAS CARRIED

ITEM 5 – RESULTS OF THE BALLOT FOR THE POSITIONS OF BOARD OF DIRECTORS FOR 2020/2021

The Chairman advised that as at the 2018 AGM members voted to bring in the triennial rules as of the 2019 AGM held 3 November 2019. There were two Director positions to be filled. The Chairman advised that there were only two nominations received by the closing date of Sunday the 13th of September and as such the two persons were elected unopposed.

PRESIDENT

Mr Gary Elliott

Elected to hold the office for a period of 3 years from 2019 AGM.

VICE PRESIDENT

Mr Robert Roach

Elected to hold the office for a period of 2 years from 2019 AGM.

TREASURER

Mrs Elizabeth Abood

Elected to hold the office for a period of 2 years from 2019 AGM.

DIRECTORS

Mr Dennis Rutherford

Elected to hold the office for a period of 3 years from 2020 AGM.

Mr John Mendola

Elected to hold the office for a period of 3 years from 2020 AGM.

Mr Kevin Nimmo

Elected to hold the office for a period of 3 years from 2019 AGM.

Mrs Marilyn Fetch

Elected to hold the office for a period of 3 years from 2019 AGM.

ITEM 6 – GENERAL BUSINESS

The Chairman asked if there were any items of General Business.

Lorraine Taylor membership: 6208

Mrs Taylor read out a letter she had written to the Board of Directors:

To whom it may concern,

I am writing this as a recommendation to the Club.

- 1. Please take a good look at the Raffle Meat Trays on a Tuesday night. Last Tuesday there were no trays with large pieces of meat. Also very little variety except steak, pork on majority. What about more lamb, sausages, chicken, corned beef, pork roasts, rolled lamb roasts, beef roast, trays with prawns as well as the seafood mixed trays, rissoles, and pork belly;*
- 2. The clock – This clock is hard to read. I have bigger clocks in each room of my house. We don't all come to the club with our Siamese twin attached, nice to see a clock in a prominent place like near the TV in Club. To small to read as is.*

Yours faithfully

L Taylor 6208 m/ship.

The Chairman thanked Mrs Taylor for her suggestions and advised the Board of Directors had had a discussion relating to the meat trays and had spent a period of time at the previous Board meeting and there had been concerns raised with the quality of the meat trays and that the butcher was introducing breakfast trays. The Chairman advised Mrs Muscat had written to the butcher and had raised the issue with him. The Chairman advised the Board would be monitoring the trays. The Chairman noted this had been an issue with the previous butcher whereby initially the trays were very good and then the quality seemed to drop off.

The Chairman advised he would take on board the issue with Clocks and would look to have bigger clocks installed.

John Stapleton membership 1398:

Mr Stapleton thanked the Board for their consideration and help the Wobbegongs had received coming under the Club's umbrella. Mr Stapleton thanked Mr West and Mrs Jenkins in particular who have been a massive help to the Wobbegongs, and they were looking for great times ahead.

Mr Stapleton asked Mr West to give an update as to where the Club was at moving forward.

Mr West advised the 5-year plans for the Club would be to have a street presence and to build over the top of the Club. This would include underground parking.

Mr West advised COVID-19 had thrown a spanner in the works on strategic planning, however the Club would be looking to move forward, not only in terms of the core asset, but also to diversify into other income streams such as accommodation. Mr West advised the plan was to expand the Club and to have up to 5 different food areas, a function facility, and a separate sports bar. Mr West advised the Club would be looking to plan this out to offer more facilities to the members and the community.

The Chairman advised the Club owned the block of land between the Club and the Pub and the intention was to build a conference/reception centre, so that the Club would be able to hold functions and weddings in this area. This would also allow the Club to build over the top of the Club with a restaurant and bar. The Chairman advised the Club would never be a Revesby Workers Club, there was no need for it to be that big, however he recognised the Club need to keep in line with servicing the needs of the community and another restaurant/bar taking into account the view that the Club had. The plans were there in the minds of the Board and these would be developed and planned out over the next couple of years.

Mr Geoffrey Ellison membership: 1672

Mr Ellison advised he was lucky enough to work with the Board and thanked the Board for inviting him to work with the Board and more particularly, as you know accountants were not the most exciting people at parties, however Mr Ellison stated he would attempt to excite the members. Mr Ellison thanked Mrs Abood, Mrs Goodwin and in particular Mrs Muscat and Mrs Jenkins who made him feel very welcome when he began on the Board.

Mr Ellison noted he had undertaken a quick sum. Mr Ellison noted that in his papers to the Board he had stressed the importance of current assets equalling the current liabilities. Mr Ellison advised he had just worked the sum and if you were to take the figure as at the 30th of June and add in the profit to the end of August, you have eliminated the deficiency. Mr Ellison congratulated the Board.

The Chairman thanked Mr Ellison for his comments.

Mrs Kim Williams: 5327

Mrs Williams thanked the Board of Directors on behalf of the staff for the way they had taken care of the staff during the COVID-19 shutdown. Mrs Williams advised that the members were probably not aware of what had gone on behind the scenes at the Club, but that there had been a huge amount of work which had gone into keeping the Club running and offering a food option. Mrs Williams also thanked the Board of Directors for the new kitchen, which was amazing.

The Chairman thanked Mrs Williams for her comments and her hard work.

The Chairman advised that the 2021 Annual General Meeting would be held on Sunday, 26th September 2021 at 10am. Board meetings would continue to be held on the last Thursday of every month, the time to be changed from 3.00pm to 2:30pm.

The Chairman thanked the members for attending and invited the members to stay for light refreshments.

The meeting closed at 10.50am.

Chairman _____