

MINUTES OF ANNUAL GENERAL MEETING OF THE FORSTER-TUNCURRY MEMORIAL SERVICES CLUB LTD HELD MONDAY 26TH OCTOBER, 2020

CHAIR:

President and Chairperson C Fletcher declared the meeting open at 5.30 p.m. and requested that the doors be closed.

PRESENT:

85 members registered in attendance.

INTRODUCTIONS ON STAGE:

The Chairperson introduced those on the dais being Colin Cross (Vice President), Darcy Cheetham (Vice President), Barbara Smith (Returning Officer), Peter Clarke (General Manager), Lyndell Howe (Finance Manager), and Andrew Parsons of Harrison, Main & McArthur (Auditor).

ACKNOWLEDGE SPECIAL GUESTS:

The Chairperson then introduced special guests and Board Colleagues – Paul Nicholas, Neil Stuckey, Jim Simons, Gail Stewart, Peter Rayner, Robyn Kirk, and Life Members.

MINUTE'S SILENCE:

The Chairperson called on those present to stand and observe a minutes' silence out of respect of members who had passed away during the year and deepest sympathies were offered to their families.

The Chairperson stated that this meeting is being conducted under Covid-19 safe conditions and the conditions were fully explained.

APOLOGIES: Apologies were received from G Findlay Membership No. 2543, K Jackson Membership No. 15871, I Jackson Membership No. 15870, C Newcombe Membership No. 3447 and D Bull Membership No. 3595 Moved R McCallum Membership No. 4648, seconded M Sadler Membership No. 1828 that the apologies be accepted

CARRIED.

NOTICE OF MEETING:

The General Manager advised that the Notice of Meeting as required by the Clubs Constitution had been sent to all members on Friday 9th September, 2020 and that a quorum exists as the meeting has in excess of 40 members present. In fact there are 85 members present, in accordance with Clause 64 of the Club's Constitution.

Before proceeding with business the Chairperson advised that copies of the 2019 Annual General Meeting Minutes and the 2020 Annual Report were available upon entering the auditorium. The Chairperson asked that members involved in the business of the meeting clearly state their name and membership number in order to record accurate minutes.

METHOD OF VOTING:

The Chairperson advised that voting will be decided by a show of hands.

MINUTES OF PREVIOUS ANNUAL GENERAL MEETING:

Moved J Simons Membership No. 10416, seconded A Morris Membership No. 2248 that the Minutes of the Annual General Meeting held Monday 21st October, 2019 be adopted as a true and correct record of the proceedings

CARRIED.

RECEPTION OF 2020 ANNUAL REPORT AND OTHER REPORTS:

The Chairperson called for a Motion that the reports as circulated be taken as read and received.

Moved G Stewart Membership No. 15941, seconded N Kirk Membership No. 11284 that the 2020 Annual Report including Financial Statements, President and other reports as circulated be taken as read and received

CARRIED.

BUSINESS ARISING FROM ANNUAL REPORT:

The Chairperson asked the General Manager whether any questions relating to the 2020 Annual Report have been formally received.

The General Manager advised that no questions have been received up to and including Wednesday 21st October, 2020 appertaining to the 2020 Annual Report and in particular the 2020 Statutory Financial Accounts.

The Chairperson invited the General Manager to speak on his Annual report. P Clarke read in full the contents of his 2020 Annual Report on the activities of Club Forster and Sporties Tuncurry.

ADOPTION OF 2020 ANNUAL REPORT:

Moved R McCallum Membership No. 4648, seconded J Simons Membership No. 10416 that the 2020 Annual Report be adopted

CARRIED.

ORDINARY RESOLUTIONS:

The Chairperson advised that Members are asked to consider and if thought fit pass the Ordinary Resolutions as outlined in the Clubs 2020 Notice of Meeting.

The Chairperson invited the General Manager to explain the Ordinary Resolutions.

The General Manager stated that each of the resolutions must be passed as a whole and cannot be amended from motions from the floor of the meeting or divided into two or more separate motions.

To be passed each ordinary resolution must receive votes in its favour from not less than a simple majority of those members who being entitled to do so vote in person at the meeting.

Ordinary Resolution No. 1

The first resolution is to have the members in a General Meeting approve reasonable expenditure by the Club in relation to duties performed by the Club's Directors.

The Board recommends Ordinary Resolution No. 1 to this meeting.

As all members have been given due notice of this resolution as it has been included and circulated in the Clubs 2020 Notice of Meeting that any discussion now be invited by the Chairperson or a motion be received from the floor of the meeting.

That pursuant to the Registered Club's Act:

1. The members hereby approve and agree to reasonable expenditure by the Club until the next Annual General Meeting of the Club for the following activities of Directors:
 - (a) The reasonable cost of a meal and beverage for each Director immediately before or immediately after a Board or Committee Meeting on the day of that Meeting where the Meeting corresponds with a normal meal time.
 - (b)
 - (i) Reasonable expenses incurred by Directors in relation to such other activities including entertainment of special guests to the Club;
 - (ii) Expenses involved in attendance at Intra-Club activities, sponsorship of sporting events deemed by the Directors to be of benefit to the Club and/or the community and other promotional activities performed by Directors;
 - (iii) Reasonable costs of Directors attending all functions and activities at the Club deemed by the Directors to be of benefit to the Club;
 - (iv) Reasonable costs for the attendance at functions with spouses where appropriate, and required, to represent the Club; with the expenses of any of that aforementioned activities to be approved by the Board before payment is made on the production of receipts, invoices or other proper documentary evidence of such expenditure;
 - (c) Reasonable expenses for the provision of a Chairpersons Dinner once a year and on such occasions as the Board might approve with the persons in attendance to comprise the Directors and their partners and persons chosen by the Chairperson who have supported the club during the relevant year and thereby promoted the success of the club;

- (d) The payment of Directors and Officers insurance cover premiums;
 - (e) The Club to provide a uniform for Directors consisting of blazer, tie, trousers/skirt, shirt/blouse, sports jacket and cleaning expense of same;
 - (f) That each Director be entitled to a specified parking space in the Club's car park;
 - (g) That each Director be entitled to be provided with an electronic device (for example a laptop computer, i-pad, tablet or other similar device) and an electronic storage device (for example a flash drive or portable hard drive);
 - (h) That each Director be entitled to be provided with external access to the internet.
2. The members acknowledge that the benefits in paragraph (1) are not available to the members generally but only to those who are Directors of the Club and those members directly involved in the above activities.

There being no discussion from the floor of the meeting, the Chairperson accepted a motion.

Moved P Fernandez Membership No. 10615, seconded I Morris Membership No. 4850 that Ordinary Resolution No. 1 as circulated and explained be approved

CARRIED.

Ordinary Resolution No. 2

The Chairperson invited the General Manager to explain Ordinary Resolution No. 2.

The General Manager stated that the second ordinary resolution is to have members in the General Meeting approve reasonable expenditure by the Club for Directors to attend seminars, lectures, trade displays and other similar events including Australasian Hospitality and Gaming Expo, Australasian Gaming Expo and ClubsNSW Annual Conference and Annual General Meeting and to visit other clubs to enable the Club's governing body to keep abreast of current trends and developments which may have a significant bearing on the nature and way in which the Club conducts its business.

The Board recommends Ordinary Resolution No. 2 to this meeting.

Again, as all members have been given due notice of this ordinary resolution being included and circulated in the Clubs 2020 Notice of Meeting that any discussion now be invited by the Chairperson or a motion be received from the floor of the meeting.

That pursuant to the Registered Clubs Act 1976:

- (a) The members hereby approve and agree to reasonable expenditure by the Club for professional development and education of Directors until the next Annual General Meeting and being:
 - (i) The reasonable cost of Directors attending at the Australasian Hospitality and Gaming Expo, Australasian Gaming Expo and ClubsNSW Annual Conference and Annual General Meeting;
 - (ii) The reasonable costs of Directors attending Seminars, Lectures, Trade Displays, Organised Study Tours, Fact-finding Tours and other similar events as may be determined by the Board from time to time;
 - (iii) The reasonable cost of Directors attending other clubs or similar types of business for the purpose of observing their facilities and methods of operation;
 - (iv) Attendance at functions with spouses where appropriate, and required, to represent the Club.
- (b) The members acknowledge that the benefits in paragraph (a) above are not available to members generally but only to those who are Directors of the Club and those members directly involved in the above activities.

There being no discussion from the floor of the meeting the Chairperson accepted a motion.

Moved J Donkin Membership No. 2521, seconded A Montgomery Membership No. 15009 that Ordinary Resolution No. 2 as circulated and explained be approved

CARRIED.

Ordinary Resolution No. 3

The Chairperson invited the General Manager to explain Ordinary Resolution No. 3.

The General Manager stated that this resolution pursuant to the Registered Clubs Act of 1976: as amended, the members hereby approve and agree to the members of the Board during the period preceding this Annual General Meeting receiving Honoraria for the positions named and for the sums referred to below in respect of services rendered to the Club and the members further acknowledge that the Honoraria are not available to members equally but only those members elected to the Board of Directors of the Club:

- i \$15,000 to the President;
- ii \$10,000 to the Vice Presidents;
- iii \$8,000 to each Director.

The level of Honoraria proposed is the same amount paid as last year.

The Board recommends Ordinary Resolution No. 3 to this meeting.

There being no discussion from the floor of the meeting the Chairperson accepted a motion.

Moved J Ross Badge 7440, seconded P Fernandez Membership No. 10615 that Ordinary Resolution No. 3 as circulated and explained be approved
CARRIED.

Ordinary Resolution No. 4

The Chairperson invited the General Manager to explain Ordinary Resolution No. 4.

The General Manager stated that this resolution pursuant to the Registered Clubs Act of 1976: as amended, the members hereby approve and agree to the Social Bowls Co-ordinator receiving an Honoraria of \$7,500 for the year 2020/2021. The Social Bowls Co-ordinator administers social bowling events at the Sports Club and is remunerated for such service. The level of Honoraria proposed is the same amount paid as last year.

If the Social Bowls Co-ordinator only holds this position for part of the year, then the Honoraria shall be paid on a pro-rata basis.

The Board recommends Ordinary Resolution No. 4 to this meeting.

There being no further discussion from the floor of the meeting the Chairperson accepted a motion.

Moved J Ross Membership No. 7440, seconded M Sadler Membership No. 1828 that Ordinary Resolution No. 4 as circulated and explained be approved
CARRIED.

SPECIAL RESOLUTIONS:

Special Resolution No. 1:

The Chairperson states that the next item of business is to consider and if thought fit pass a special resolution that the Honorary Life Membership be conferred on Colin Cross. Therefore, and in accordance with proper meeting protocol I request that Colin Cross be excused from the meeting whilst the meeting consider this resolution. Mr Colin Cross was excused from the meeting at 5.50pm.

The Chairperson stated that it was moved by myself Membership No. 303 and endorsed by Neil Stuckey Membership No. 521 and endorsed by the Board at their Ordinary Monthly Meeting held on 30th June, 2020 that Honorary Membership for his lifetime be conferred on Colin Cross, Member No. 10.

The Chairperson read her letter of commendation.

The Chairperson requested that N Stuckey Membership No. 521 seconder, speak in its favour.

N Stuckey read a detailed account of C Cross's involvement with Club Forster and Sporties Tuncurry.

The Chairperson confirmed that there were no speakers against the Motion.

As there was no further discussion from the floor of the meeting the Chairperson put the motion and it was **unanimously carried**.

C Cross was re-admitted to the meeting at 5.53pm and advised of the member's decision which was acknowledged by acclamation.

C Cross was presented with a Life Membership badge by C Fletcher. C Cross stated that he was very honoured and proud to receive Life Membership of the Club.

C Fletcher invited B Smith to declare all positions vacant and to declare the result of the Ballot.

B Smith stated the following:

RETURNING OFFICERS 2020-2022 REPORT

It was my pleasure to conduct the 2020 Election in accordance with Club's NSW Best Practice Guidelines and Clause 35 and 36 of the Club's Constitution.

I declare all positions vacant.

Nominations were received for the following positions:

President – two nominations

Colin Cross
Claire Fletcher

With only one position available an election occurred, and I will announce the voting results shortly.

Vice Presidents – five nominations being:

Colin Cross
Darcy Cheetham
Gail Stewart
Paul Nicholas
Neil Stuckey

With only two positions available an election occurred, and I will announce the voting results shortly.

Directors – eleven nominations being:

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Chairperson

Colin Cross
Darcy Cheetham
Gail Stewart
Neil Stuckey
Peter Rayner
Robyn Kirk
James Simons
Paul Nicholas
William Hardiman
Peter Fernandez
Brian Ziebell

With only six positions available an election occurred, and I will announce the voting results shortly.

Consequently, the Election which occurred from 19th to 24th October, 2020 was for the positions of President, Vice-Presidents and Directors.

The election was conducted via use of the Club's e-voting system.

There was a total of 1,982 members who registered and cast their vote.

I now declare the results of the election for President with one candidate required.

Candidate	Number of Votes
Colin P Cross	127
Claire E Fletcher	183

I therefore declare Claire Fletcher as President for the term 2020/2022.

I now declare the results of the election for Vice-President with two candidates required.

Candidate	Number of Votes
Colin P Cross	233
Darcy W Cheetham	162
Gail E Stewart	200
Paul Nicholas	150
Neil D Stuckey	185

I therefore declare 1st elected Colin Cross and 2nd elected Gail Stewart as Vice-Presidents for the term 2020/2022.

I now declare the results of the election for Directors with six candidates required.

Candidate	Number of Votes
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Neil D Stuckey	268
Darcy W Cheetham	230
Peter A Rayner	257
James Simons	230
William Hardiman	190
Paul Nicholas	251
Peter Fernandez	155
Robyn M Kirk	245
Brian Ziebell	155

I therefore declare 1st elected Neil Stuckey, 2nd elected Peter Rayner, 3rd elected Paul Nicholas, 4th Robyn Kirk, 5th Darcy W Cheetham and 6th James Simons as Directors for the term 2020/2022.

Congratulations to President Claire and your Board colleagues for your election result and may I wish the Board much success as they continue to govern the Club and its affairs with much distinction.

Finally, I would like to sincerely thank my assistant returning officer who just happens to be my loving husband John Smith for his exceptional service and support.

Signing off for another election.
Barbara Smith
Returning Officer.

The Chairperson thanked Barbara and John Smith, Returning Officers for their professional approach in conducting the 2020-2022 Board Elections.

DESTROY ELECTRONIC BALLOT PAPERS:

The Chairperson invited a motion, Moved R Kirk Membership No. 11285, seconded I Morris Membership No. 4850 that the Electronic Ballot papers for the 2020/2022 elections be destroyed after one month

CARRIED.

INTRODUCTION OF NEW BOARD MEMBERS:

The Chairperson acknowledged and congratulated the reappointment of Board members and thanked all candidates for their participation and interest.

ANY OTHER BUSINESS OF WHICH DUE NOTICE HAS BEEN GIVEN:

The Chairperson sought confirmation from the General Manager whether any other business had been received of which due notice had been given. The General Manager stated that no notices of motion up to and including the 25th August, 2020 or any questions in relation to the Annual report up to and including 21st October 2020 had been received.

CLOSE:

There being no further business the Chairperson C. Fletcher declared the meeting closed at 6.11pm, thanked all for their attendance and invited them to partake of food, refreshments and entertainment, the multi award winning show and international pianist Joey Fimmano 'Variety Night' to follow.

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CHAIRPERSON

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SECRETARY

.....
DATE