

Minutes of the Annual General Meeting of Toongabbie Sports & Bowling Club held on Monday 29 November 2021

OPENED: At 7:05pm Chairman David Nugent ('the Chair') declared the Annual General Meeting open with those members in attendance forming a quorum.

ATTENDANCE: Thirty Two (32) members as per the attendance register.

APOLOGIES: R Brown 358816, W Carter 32736, G Fogarty 22459, R Calvert 10447, D Barden 10409.

BUSINESS: The Chair welcomed all members to the meeting and requested that all mobile phones be switched off or placed on silent.

The Chair asked the members present to be upstanding for a minutes silence in respect of those member's that have passed away during the last twelve months.

A. To Confirm the Minutes of the 2020 Annual General Meeting

The chairman thanked the members for their understanding in the delay of this meeting due to Covid. The minutes of the General Meeting of Toongabbie Sports & Bowling Club held 26 October 2020 were tabled without comment.

Moved P Giffney (33579) seconded P Bartlett (10046) that the minutes be adopted. Carried.

B. To Receive and Consider the Reports of The Board of Directors

The Chairman's stated it was pleasing for the club to be open again and announced the club profit of \$1,260,694.

The meeting was advised that significant time and resources were used to manage the issues arising from Covid the Board remained focussed on the clubs longer term future and continuing to ensure the club was placed to manage whatever obstacles were placed in front of it next.

So while the clubs large scale DA from 2019 was now removed from the agenda the club was working to increase capacity in the short term.

The Opal development is now more likely to be complete by June 2022 and that it will secure 2 entries and 2 exits to the club property.

The board met in the early part of 2021 to plan for the clubs longer term future and would continue to progress these plans as time moves forward.

The chair also advised the meeting the club had purchased 18 and 20 Wentworth Ave using finance from St George as the opportunity arose.

The CEO Report advised the clubs profit of \$1.2M was primarily from increased sales with all revenues centres growing strongly. It was noted that growth would be expected as there was minimal impact from Covid closures this year compared to the loss of 16% of the prior years trading days, but that growth was more than double that figure. It was also noted that the reported profit figure included the government subsidies from the first lockdown totalling some \$270K.

The meeting was presented historical sales figures charted clearly showing the increased sales growth this year, historical profit chart and historical balance sheet.

There was discussion around the clubs extended trading hours and Liquor Gaming's refusal to extend the club hours further, some additional information on the proposed DA and the CEO thanked the various staff, volunteers and contractors.

Moved B Fogarty (30150) seconded T Lord(10360) that the Directors Reports be adopted. Carried.

C. To Receive and Consider the Balance Sheet, Profit and Loss Account and the Report of the Auditor

The clubs Auditor (Georgia Martin – Bishop Collins Audit) was introduced to the meeting.

The Balance Sheet, Profit and Loss Account and the Report of the Auditor were tabled and taken as read.

The auditor again confirmed this year's Annual Report was an unqualified report noting only emphasis of matter note in the report regarding COVID that is evident in virtually any Annual report at this time.

He confirmed the clubs balance sheet to be in a strong and that cashflow was again positive with the club investing in excess of \$300K in club infrastructure in the recent period.

P Stankevicius (10140) asked the Auditor how the clubs results compared in their experience. G Martin advised that Toongabbie had the strongest balance sheet of all club venues they are engaged with and was one of only 3 with cashflows in excess of \$2M.

Moved J Davison (33196) seconded P Casey (32747) that the Balance Sheet, Profit and Loss Account and the Report of the Auditor be adopted. Carried.

D. To declare the results of the election

The chair again thanked the meeting for accepting the covid related delays around the AGM an elections and declared all positions vacant.

The results of the election as confirmed by the Australian Electoral Company were tabled declaring the incumbent directors re-elected unopposed.

The following members were declared elected: D Nugent, D Gorry, R Brownlow, J Burgess, T Heyes, D Rothery, P Smith.

The chair thanked the members for their vote of support and the directors for their efforts this year.

Moved J Beard (39072) seconded P Giffney (33579)

E. To deal with any Business of which due notice has been given

Ordinary Resolution 1:

That pursuant to the Registered Clubs' Act:

- (a) The Members hereby approve expenditure by the Club in a sum not exceeding \$25,000 over the following twelve months for the following activities of Directors:
 - (i). The 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.
 - (ii). Reasonable expenses incurred by Directors in travelling to and from Directors' 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 as is performed as a Director in relation to the Club which expenses are approved by the Board before payment is made on production of invoices, receipts or other proper documentary evidence of such expenditure.
 - (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 Clubs for the purpose of observing their facilities and methods of operation.
 - (vi). That the Members hereby approve expenditure by the Club in a sum not exceeding \$7,500 for the purpose of providing each Director and the Welfare Officer with a uniform.
- (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.

Moved P Bartlett (10046) seconded T Lord (10360) that the Resolution is put to the meeting.

There were no questions or comments.

The Resolution was put to the meeting and carried on a show of hands.

Ordinary Resolution 2

That pursuant to the Registered Clubs' Act:

- (a) The Members hereby approve for 7 Directors, 2 Men's Bowling Club representatives, 2 Women's Bowling Club representatives and the clubs Welfare Officer to be provided priority parking in spaces so designated.
- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those noted above.

Moved M Jamieson (21565) seconded M Linnell (33432) that the Resolution is put to the meeting.

There were no questions or comments.

The Resolution was put to the meeting and carried on a show of hands.

Ordinary Resolution 3

That pursuant to the Registered Clubs' Act:

- (a) That the Members hereby approve the members of the board receiving honoraria from the Club to a value of \$2,500 per director to be paid in kind.
- (b) That the Members hereby approve the clubs Welfare Officer receiving honoraria from the Club to a value of \$1,500 to be paid in kind.
- (c) The Members acknowledge that the benefits in paragraph (a) above are not available to members generally.

The Chair confirmed the amendment to the motion that removed the duplication of the Welfare officer and otherwise confirmed the motion was the same as 2019 and 2020.

Moved B Troth (10223) seconded P Stankevicius (10140) that the Resolution is put to the meeting.

There were no questions or comments.

The Resolution was put to the meeting and carried on a show of hands.

Special Resolution 3

The Chair D Nugent was asked to leave the room and D Gorry assumed the chair.

To consider, and if approved by the meeting pass the following resolution to elect Mr David NUGENT as a life member of the club:

- (a) That Mr David Nugent is elected a Life Member of the Club in recognition of his distinguished and meritorious service to Toongabbie Sports and Bowling Club Ltd.

The Board received a nomination signed by two financial ordinary members, and recommend the motion to the meeting.

Moved P Stankevicius (10140) seconded M Jamieson (21565) that the Resolution is put to the meeting.

D Gorry (10250) spoke to support the motion confirming D Nugent had spent almost 20 years on the board most as the chairman.

P Stankevicius (10140) spoke to support the nomination advising the D Nugent had assisted him over many years as a fellow board member and personally and was most deserving.

T Lord (10360) spoke for the motion stating D Nugent deserved recognition for ensuring the clubs survival and his long service.

With no further questions or comments.

The Resolution was put to the meeting and carried unanimously on a show of hands.

G. Allow the Members as a whole to ask questions about or make comment on the management of the Club

Before general questions the clubs CEO (Andrew Lauridsen) provided a further update on current matters.

An overview of the efforts required from Covid was given noting appreciation the members as a whole remained supportive of the club and its efforts.

The meeting was shown the schematic of the Opal development and the traffic access expected in June 2022.

The meeting was advised that scheduling for entertainment was now continuing and that it was hoped a variety of ordinary promotional and pricing reviews would go back to normal in the near future.

J Beard (39072) asked whether the Bus would complete additional days. CEO advised that at present staffing was difficult and while the issues around covid may have relaxed that hadn't always turned into more customers so the club needed to balance demand with the costs to run the service.

M Jamieson (21565) asked whether any of the current plans added more disabled and general parking at the front door and whether the greens would be move. The chair advised not at this time.

P Giffney (33579) stated the raffle prizes were rubbish. After some conflicting commentary from the meeting the chair advised the board would consider.

M Linnell (33432) asked whether the club could install additional lighting on green 1 and add lighting to green 2. The chair advised the board would consider and requested such matter be tabled through the normal committee process.

B Troth (10223) suggested the front of the club could do with a refresh noting it is more prominent when playing on the greens.

As a final matter of business the chair thanked the meeting for the support they have given over the last 19 years on the board and for granting him the privilege to serve the club and its community. He advised he was a little lost for words for the recognition in bestowing Life Membership noting that his efforts were never for the accolades and that it was only at his fathers bequest that joined the board all those years ago.

With that in mind it he advised that it was not his intention to stand for the position of chairman this year and while that it was with a tinge of sadness it was also time for him personally and for the club to see a level of renewal.

In that respect the Board have met and agreed that effective 1 December 2021 the clubs chairman would be Duane Gorry and the Deputy Chairman would be Tim Heyes.

The chair declared this would be the last time he would act in the capacity of chairman and wished to thank his family for all of their support over the years.

There being no further business the Chair thanked the members for their attendance.

The meeting closed at 7:55PM.

Signed as a true and correct record,

Chairman

Date