

**MINUTES OF THE 52<sup>nd</sup> ANNUAL GENERAL MEETING  
OF THE MEMBERS OF THE  
ST GEORGE MASONIC CLUB LIMITED**

**Held:** at Club premises  
86 Roberts Avenue, Mortdale

**On: Sunday, 12 December 2021** at 10.00am  
having been adjourned on Sunday, 5 December 2021  
when a quorum was not achieved (14 members).

**PRESENT: Directors:**           **Mr Matthew Boland (Chairman)**  
  **Ms Norma Alexander (Senior Vice President)**  
  **Mr Paul Blair (Junior Vice President)**  
  **Mr Kenneth Tildsley**  
  **Mr Allan Cooper**

**Chief Executive  
Officer:**                   **Mr Paul O'Connor**

**Auditor:**                   **(No attendance)**

**Returning  
Officer:**                   **(No attendance)**

**Members:**                 17 in total

**APOLOGIES:**               **Mr John Brooks (Director)**  
  **Mr Reynir Potter (Director)**  
  **Ms Jodie Horton**

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**1.     OPENING OF THE MEETING AND PRESIDENT'S WELCOME**

**Chairman:**           Thank you very much for turning up today. We were just waiting on a few more members to turn up, but we might as well kick this off now.

Welcome to the 52nd Annual General Meeting of the St George Masonic Club. This has been, of course, an adjourned meeting. Unfortunately we didn't get the numbers for a quorum last week, so we've had to move to today.

So I declare the meeting opened at 10.14am.

Before we proceed further into the meeting, I would like to ask that members stand and we have a minute's silence for members passed, that have deceased since our last meeting. In particular, I will mention Ron Atkins, who was a life member and patron of this Club, one of the founding members and served for many years on the Board and was twice a past President of the Club. So if we just bow our heads for a short moment in remembrance. Thank you.

(Minute's silence.)

Thank you, members.

Normally at this time I would introduce various members sitting at the front table here, including people from BDO, who prepare the financial reports for us, and Dennis McCroary, who is our returning officer. It's pretty obvious they're not here at the moment so I will just introduce our CEO, Paul O'Connor, sitting on my right here, of course.

Thank you to everyone for turning up today on fairly short notice for an adjourned meeting so for those who have attended, once again, thank you very much.

Of course this meeting is a long delayed one for fairly obvious reasons. The Club is back open now of course and hopefully life will be back to normal soon. Of course we had a difficult year with all the breaks that we had not only that year but this one that is coming too.

Members will be aware we've had a few changes in the Board since the last meeting with President Paul Dawkins retiring from that position at the end of 2020. Paul served, I think it was, 9 years on the Board, three of those as Senior Vice President and three of those as President of the Club.

Paul served during a difficult time for our Club, as we all know, and did a sterling job. It is very easy to do a good job when things are going well, but when things are a little bit tight, that's when it really shines, so thank you, Paul, for your efforts during those three years and certainly there are big shoes to fill for whoever takes that position from now.

I would also like to pass on my thanks to Paul O'Connor here and Kerry Mathers and the staff at the Club for the work that they've done during a difficult time too. In particular I should mention Paul's efforts for the welfare of our staff during the shutdown period. He kept them up to date with what was happening, as well as their personal welfare in guidance as far as what support they could get from outside. So Paul, once again, thank you for that.

Thank you to fellow members of the Board. As you know, I was elected President of this Club back in July and thank you for your confidence in me and thank you for the support you have given me through the year or part of the year.

## **2. CONFIRMATION OF MINUTES OF 51<sup>st</sup> ANNUAL GENERAL MEETING**

**Chairman:** Without further ado, I will move onto the next item of the meeting which is confirming of the meeting for the 51st Annual General Meeting. Minutes have been circulated and I think you have all had a bit of an opportunity to read them there, of course, and I would like to ask for a member to propose the motion that the minutes of the 51st Annual General Meeting be accepted. Give your name and number please.

**MOTION** that the Minutes of the 51<sup>st</sup> Annual General Meeting be accepted:

**Moved:** Ms Norma Alexander (4354)

**Seconded:** Ms Cherrill Stewart (3749)

**MOTION CARRIED**

### **3. BUSINESS ARISING FROM THE PREVIOUS MINUTES**

**Chairman:** Any business arising from the previous minutes? Do we have anything in writing? Nothing there.

Any other business arising from those minutes that anybody would like to raise? No. Thank you very much, ladies and gentlemen.

### **4. RECEIPT OF ANNUAL FINANCIAL REPORTS**

**Chairman:** We would now normally move on to the receipt of annual reports being submitted by BDO, of course, and they would normally submit a directors' reports, balance sheet, profit and loss statement and auditor's report, but there is no one present here at the moment to do that for us, so I will ask Paul to address it.

**Mr O'Connor:** Thank you, Mr Chairman. The annual report has been on the website since June. It is the financial year ended March 31, 2021, so it is eight months old as of now. There were no written questions regarding the report. If there are any questions, we can take them under notice if I can't explain it.

**Chairman:** Okay. No questions or discussion from the floor with regard to the accounts? No. I would now like to have a motion from the floor that the accounts be accepted.

**MOTION** that the Annual Financial Report and associated reports be accepted:

**Moved:** Mr Paul Blair (1697)

**Seconded:** Mr Bruce Tait (3434)

**MOTION CARRIED**

### **5. VOTING FOR THE BOARD OF DIRECTORS AND ITS EXECUTIVE**

**Chairman:** The next item on the agenda is the voting for Board of Directors and its Executive. Normally Dennis McCroary would present these results. I don't know if you want to present them, but for those that don't know, we had two sitting Board members who were up for re-election, Norma Alexander and John Brooks. Would you like to present the results or shall I?

**Mr O'Connor:** I will present the results, thanks, Mr Chairman. Both these guys, as in the auditor and the electoral guy, were both here last week. Unfortunately, we

knew the electoral guy had another job and BDO was supposed to send someone, just for your information, but I'm not quite sure what occurred there.

There was a three year term. On 7 November, the ballot closed and the electoral commission came in at 9am on 8 November and there were three nominations for three positions, which meant there wasn't an election. So those who were elected for a three year term were Norma Alexander, John Brooks, both are returning directors, and Jodie Horton, a newly elected director. Thanks, Mr Chairman.

**Chairman:** So congratulations to those. Welcome back John Brooks and Norma Alexander, and welcome to Jodie Horton, a nice young lady, and I'm sure she'll bring a new aspect to our Board.

Now it is up to the Board now to adjourn downstairs for the election of the Executive. I will just ask everyone to bear with us for a short period while those of us that are directors will adjourn downstairs for our election. Thank you very much, ladies and gentlemen.

**Mr O'Connor:** Usually I stay up here, but unfortunately, without an electoral commission, I am going to have to do that job, but we will have food and beverages after the meeting, so it's well worth staying around.

(The Directors and Mr O'Connor retired to the Boardroom.)

(The Directors and Mr O'Connor returned to the meeting.)

**Mr O'Connor:** Ladies and gents, I would like to announce the results of the Board elected Executive as Matt Boland, President, Norma Alexander, Senior Vice President, Paul Blair, Junior Vice President. Congratulations to those persons and thank you.

**Chairman:** I'll add my congratulations to the directors too and thank you for very much for your confidence in me for probably another 6 months before we go through it again. So thank you very much everybody.

## **6. ORDINARY RESOLUTIONS OF THE BOARD OF DIRECTORS**

**Chairman:** Next item on there is item 6 which is the ordinary resolutions of the Board of Directors. This is the business of dealing with the ordinary resolutions. Those of you who have received copies of the notice of the AGM should have received the resolutions. Anyway you should have the resolutions in front of you.

There are seven ordinary resolutions we're going to put. Normally, the regular attendees at the AGMs will be aware that these are the same resolutions that we put at each meeting. Nothing changes. They are the same resolutions. For some years now, to deal with them efficiently, rather than deal with them individually we combine them to be deal with in one

motion to be put to the floor, and in that case I would ask a member to move the motion that the seven ordinary resolutions be put as one motion.

**MOTION** that the seven Ordinary Resolutions be moved together:

**Moved:** Mr Ken Tildsley (9293)

**Seconded:** Mr Dennis Nicholson (1457)

**MOTION CARRIED**

**Chairman:** The next one will be, of course, we now have the motion the resolutions be accepted. Do we have anyone to put that motion to the meeting?

**MOTION** that the following seven Ordinary Resolutions be accepted:

***First Resolution:***

That pursuant to the Registered Clubs Act:

- (a) The Members hereby approve expenditure by the Club in a sum not exceeding \$120,000 over the following twelve months for the following expenses subject to approval by the Board of Directors.
- Expenses involved in sponsorship of Intra-Clubs, Annual Picnic Expenses or other persons acknowledging services deemed by the Directors to be of benefit to the Club.
  - Sponsorship of Sporting Events and Sports Persons deemed by the Directors to be of benefit to the Club and/or Community.
  - Reasonable expenses incurred by Directors in travelling by either public or private transport, to and from Directors or other duly constituted Committee Meeting, either within the Club or elsewhere - as approved by the Board, on production of documentary evidence of such expenditure, and costs associated with Directors use of Club Motor Vehicle.
  - The cost of meal and beverage to each Director at a reasonable time before or after a Board or Committee Meeting, on the day of the Meeting.
  - 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 acknowledge that the benefits in Paragraph (a) above are not available to members generally, but for those who are Directors of the Club and those Members directly involved in the above activities.

***Second Resolution:***

That pursuant to the Registered Clubs Act:

- (a) The Members hereby approve expenditure by the Club in a sum not exceeding \$40,000 for the professional development and education of Directors over the following twelve months, including:
- The reasonable cost of Directors attending at the ClubsNSW Annual General Meeting.

- The reasonable cost of Directors attending Meetings of other Associations of which the Club is a member.
  - The reasonable cost 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.
  - The reasonable cost of Directors attending other Clubs for the purpose of observing their facilities and methods of operation.
  - 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 for those who are Directors of the Club.

***Third Resolution:***

That pursuant to the Registered Clubs Act:

- (a) The Members hereby approve and agree to the expenditure by the Club on a President's Night in order to give thanks to various members of the Club who have assisted the Club, including:
- Voluntary Helpers.
  - Representatives from the Club's sporting sections.
  - Representatives from other Masonic Clubs.
  - Directors and their spouses.
  - Managers and such other members of staff and their spouses as determined by the Board.
  - Community dignitaries as determined by the Board.
- (b) The Members acknowledge that the benefits in Paragraph (a) above are not available to members generally, but only to those members who are invited to attend the President's Night.

***Fourth Resolution:***

That pursuant to the Registered Clubs Act:

- (a) The Members hereby approve and agree to the provision of a Christmas Luncheon for Directors and their spouses.
- (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 their spouses.

***Fifth Resolution:***

That pursuant to the Registered Clubs Act:

- (a) The Members hereby approve and agree to the provision of reasonable free drinks for members of the Club who perform voluntary work for the Club on completion of the particular work each day.

- (b) The Members acknowledge that the benefits in Paragraph (a) above are not available to members generally, but only to those who are voluntary workers of the Club.

***Sixth Resolution:***

That pursuant to the Registered Clubs Act:

- (a) The Members hereby approve and agree to the provision of designated car parking space for each of the Directors of 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 their spouses.

***Seventh Resolution:***

That pursuant to the Registered Clubs Act:

- (a) The Members hereby approve and agree to the expenditure by the Club, the reasonable cost of a meal and beverage for the Returning Officer and his Assistants on the days of voting when voting corresponds with a normal time.
- (b) The Members acknowledge that the benefits in Paragraph (a) above are not available to members generally, but only to the Returning Officer and his Assistants.

**Moved:** Ms Megan Taylor (3506)

**Seconded:** Mr Allan Cooper (6314)

**MOTION CARRIED**

**6. GENERAL BUSINESS**

**Chairman:** We will now move onto the final item of meeting and that is general business. There is one item I would like to put before the members and that is hopefully all of you or many of you will be well aware of the fact that at a recent Board meeting of the Club we decided to only permit the entry of fully vaccinated people into the Club after the lifting of restrictions on unvaccinated people being allowing into premises such as ours.

The Board took this is decision, and a notice has been put up throughout the Club and at the entrance of the Club for everybody to be made aware of this, but it's also published on our website for those who wish to read it.

Just in summary, the reason that the Board did this, made this decision, was the Club has a duty of care to its employees and patrons. Those that are not fully vaccinated, as many of us should be well aware, have a higher risk of being infected and transferring the Coronavirus to employees and customers within our Club.

Also while the Club is implementing other controls to mitigate the risk of COVID transmission – and this is outlined in our COVID Safety Plan –

the level of mitigation from excluding those who are not fully vaccinated cannot be achieved through other available controls and therefore, as best protection for our Club, its staff and members, we passed the motion that unvaccinated people cannot come into the Club after 15 December.

This decision, of course, will be reviewed on a regular basis and sometime in early 2022 maybe we will be able to change that.

Okay, that's my item for general business. Yes, Norma.

**Ms Alexander:** Mr President, I would like the members present to ratify that decision by the Board, by a show of hands, in confidence of our decision.

**Chairman:** Okay, the motion put before the meeting is that the members here ratify the decision of the Board and Club to not permit unvaccinated people to enter the Club after 15 December or whenever the restrictions get lifted. Any seconder for the motion?

**MOTION** that the Board's decision to only allow vaccinated persons into the Club be ratified by the members:

**Moved:** Ms Norma Alexander (4354)

**Seconded:** Mr George Stewart (4962)

#### **MOTION CARRIED**

**Chairman:** Thank you very much, ladies and gentlemen. Did we receive any written items for general business? No.

Any other general business people would like to bring up here at the meeting?

**Ms Alexander:** A question was raised by a member regarding the member points that it states here that they are cleared at the end of trade on 31 December. I believe this year that's not happening. Is that correct, Mr CEO?

**Mr O'Connor:** Yes, that is correct, Ms Vice President. Something we do because of COVID, that's just the standard words that were used, but yes, you are correct.

**Chairman:** Any other general business?

**Mr Blair:** Margaret just raised the question about unvaccinated children, so no dramas with unvaccinated children under 12?

**Mr O'Connor:** The current rules are they must be with a member of their own vaccinated family, so they can't come in with friends of friends, so yes.

**Chairman:** Thank you, Margaret. Any other general business? Okay, no further items to be brought before this meeting? I shall then declare the meeting closed at 10.36am.

Thank you very much, ladies and gentlemen. There will be light refreshments served for us outside and again my personal thanks for coming along at this difficult time.

**ANNUAL GENERAL MEETING CLOSED: 10.36am**