

**MINUTES OF THE 48TH ANNUAL GENERAL MEETING
OF MEMBERS OF THE
ST GEORGE MASONIC CLUB LIMITED**

Held: at Club premises
86 Roberts Avenue, Mortdale, NSW
on Sunday, 16 July 2017 at 10.00am

PRESENT: Directors: **Mr Ian MANLEY** (Chairman)
 Mr Paul DAWKINS (Senior Vice President)
 Mr John BROOKS (Junior Vice President)
 Mr Kenneth TILDSLEY
 Mr Reynir POTTER
 Ms Rebecca KEARNS
 Mr Matthew BOLAND

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

Auditor: **Mr Paul Cheeseman** (BDO)

**Returning
Officer:** **Mr Rohan Toner**

Members: 34 in total

APOLOGIES: **Ron Haira (Director)**
 Paul Blair (Director)

1. OPENING OF MEETING AND PRESIDENT'S WELCOME

Chairman: Good morning, ladies and gentlemen. Thank you all for attending our 48th Annual General Meeting of the St George Masonic Club.

To commence the proceedings, first of all I would like to ask everyone to stand for a minute's silence for a number of our members who have passed on over the past 12 months. If you could all stand, please.

(A minute's silence.)

Thank you. Could you please be seated.

I would like to welcome you all here and thank you for your attendance this morning. It is good to see some new and old faces attending and glad to have you all here.

On behalf of the St George Masonic Club, I would like to welcome our life member, Mr Greg Kerr, who has come from the South Coast. Good to you see. Thank you for coming.

I am not too sure if we have any of our other life members attending this morning. Usually Bruce McCann and Geoff Sim attend, but I do not think they are here as yet.

I would also like to welcome the Board members who are here this morning. We have our Senior Vice President Paul Dawkins, Junior Vice President John Brooks, Rebecca Kearns, Reynir Potter, Ken Tildsley, and we are missing a couple who send their apologies, Paul Blair and Ron Haira, who are unable to be with us this morning.

I would also like to welcome our stenographer on my far right and also those guests on the table here. On my right is our Chief Executive Officer Paul O'Connor, and on my left, auditor Mr Paul Cheeseman, and on my extreme left is Rohan Toner from the Australian Election Company, who is conducting and reporting on the elections we have to have.

I would also like to take this opportunity to thank particularly our executive staff in Paul O'Connor and Kerrie Mather and the others for a pretty trying year. We have had a lot of changes in the Club this year with big loads being put onto our people who run our beautiful Club from banking, to commencing the building and renovations, and supervising and making sure that the Club that you now see, which has been transformed, I think into something really nice, has not come easy. A lot of hard work and a lot of extra pressure has been placed on our executives here at the Club and also our Building Committee, who have been involved in all of these arrangements.

I would also like to thank the other committees that we have for their time and effort. Reynir Potter chairs the Community Committee and does a good job with that and supervising those community clubs with regards to sponsorship and other activities we support in the Club. Through this year, the local donations amount to in excess of \$90,000 for our local sporting clubs, including our CDSE grant for \$28,000.

There is also our Finance Committee, which is headed up by Paul Dawkins. Thank you to Paul Dawkins for his efforts. As you probably recall from last year, we do not have a treasurer anymore, but a financial committee to involve us all in the commercial aspects of the Club and it is headed up by the Senior Vice President Paul Dawkins.

I do not think I have missed any of the other committees. These committees ensure the successful running of our Club. Thank you.

2. CONFIRMATION OF MINUTES OF 47TH ANNUAL GENERAL MEETING

Chairman: I would now ask someone to confirm the Minutes for 2016. If you go to the Agenda, which you have all got, the first matter to deal with is to ask for a nominator and a seconder to confirm and accept the Minutes.

Could I have somebody move and second the minutes of last year's AGM, please?

MOTION that the Minutes of the 47th Annual General Meeting be accepted:

Moved: Ms Rebecca Kearns (3359)

Seconded: Mr Ken Tildsley (9293)

MOTION CARRIED

3. BUSINESS ARISING FROM THE PREVIOUS MINUTES

Chairman: Is there any business arising from those minutes? No.

4. RECEIPT OF ANNUAL FINANCIAL REPORT

Chairman: We also need to receive and consider the Directors' Report and the Profit and Loss account for our financial year which ended on 31 March and also our Auditor's Report.

I now call upon our auditor, Mr Paul Cheeseman, to bring to you all the Directors' Report and our Financial Report.

Mr Cheeseman: Thank you Mr Chairman and members. I will outline the highlights in the Annual Financial Report for the year ending 31 March 2017. Revenue and other income was \$6,110,597 this year, which was \$20,000 more than the prior year; the increase being in bar sales which increased by \$70,000 whereas the poker machines net taking decreased slightly and there was a decrease in other income, whereas 2016 had insurance proceeds.

Expenses increased from \$5.5 million to \$5.8 million and profit before income tax was \$276,103 compared with \$532,921 in the prior year.

The income tax expense that has been calculated on that profit was actually a benefit, so it increases the profit to \$284,778 after tax.

The Statement of Finance Position shows you have cash assets, current assets of \$886,885 this year compared to \$843,970 in the prior year. There has been a slight decrease in Current Assets of \$20,000 and Prepayments increased by about \$25,000.

Non-Current Assets, predominantly plant and equipment, was \$6,892,566 compared with 6,121,933 in 2016 which meant your current liability increased from \$1.1 million to \$1.2 million with trade and other payables increasing to \$761,598 and financial liabilities decreasing to \$301,171.

The Non-Current Liabilities were \$1,047,038 this year compared to \$702,020 in 2016 with most of the increase in financial liabilities. Your net assets at 31 March were \$5,422,627 and that compared with \$5,137,849 in 2016.

The Statement of Cash Flows was \$1,281,336. Payments for property, plant and equipment was \$1,468,916 and cash flows from financial activities, representing proceeds from borrowings of \$501,787, repayment of borrowings

of \$200,000 and hire purchase payments of \$124,011, left the net cash inflows from financial activity as \$177,776 and overall for the year, a decrease in net cash and equivalents of \$9,804.

The only other thing is that we at BDO have issued an unqualified auditor's report which is attached to the financial statements. Thank you.

President: Thanks very much, Paul. Could I have somebody to move we accept the Annual Financial Report and associated reports.

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

Moved: Mr Ian Winters (547)

Seconded: Ms Norma Alexander (4354)

MOTION CARRIED

5. VOTING FOR THE BOARD OF DIRECTORS AND ITS EXECUTIVE

Chairman: Moving on with the agenda, I would ask now for the representative from the Australian Election Company, Mr Rohan Toner, to bring to us the results of whatever we had to do for the elections. Thank you for attending.

Mr Toner: Thank you. A draw for the positions of the ballot of election of directors took place at the Club premises at 9am on 19 June 2017. The draw was conducted in the presence of Paul O'Connor and Jade Cook. The following names were drawn in the following order for a three year term, three to be elected:

1. Ian Manley, nominated by Paul Dawkins and John Brooks;
2. Ken Tildsley, nominated by Ian Manley and Paul Dawkins; and
3. Rebecca Kearns, nominated by David Smith and Matt J Boland.

As there were only three nominations, no election is necessary. The three candidates will be declared elected unopposed. Thank you.

Chairman: Thanks for that, Rohan. As you have heard, our incumbent directors have been re-elected and I thank those with me in this election for their support.

It is now time to have a short break from proceedings up here. The Board will now adjourn to the boardroom for the election of our President and Senior Vice President and Junior Vice President. In the meantime, we will leave you up here. There is coffee up the back. We will adjourn now and come back and have Rohan report on the elections in the boardroom. Thank you.

(The Directors and Mr Toner retired to the Boardroom.)

(The Directors and Mr Toner returned to the meeting.)

Chairman: Welcome back. I hope you all enjoyed the coffee. I will now ask Mr Rohan Toner to bring to you the results of the ballot we have just had downstairs for the Executive for the Board of the St George Masonic Club. Thanks, Rohan.

Mr Toner: I have just been present in the company of the Board here to carry out a ballot for the President, Senior Vice President and the Junior Vice President. I will just announce the results of that ballot. The Junior Vice President, John Brooks, was nominated by Ken Tildsley and he was unopposed. So the new Junior Vice President is John Brooks.

(Applause)

The Senior Vice President, Paul Dawkins, was nominated by Ian Manley. He was also unopposed. So the new Senior Vice President is Paul Dawkins.

(Applause)

And finally, the President, Ian Manley, was nominated by Paul Dawkins and I hereby declared that the President, unopposed, was Ian Manley.

(Applause)

Thank you.

Chairman: Thanks for that, Rohan. I am grateful to the Board for their confidence in putting me in the chair again and I thank both John and Paul for their support in their roles over the last year and look forward to it continuing over the next 12 months. Congratulations to you both and the rest of the Board.

6. ORDINARY RESOLUTIONS OF THE BOARD OF DIRECTORS

Chairman: Moving on from that business we have had now, I need to go to the resolutions which you have in the notice paper, I think of which there are seven. In the past, we have traditionally had a move from the floor that we combine those so we only have one vote, rather than have to go through each motion as it appears on your notice paper.

I am calling now if we can have somebody to nominate that we vote for those seven resolutions as one.

MOTION that the seven Ordinary Resolutions be moved together:

Moved: Mr Matt Boland (1586)

Seconded: Mr Ian Winters (547)

MOTION CARRIED

Chairman: We have not had any notices to bring to the attention of the meeting, so we do not have any business in that regard.

Now we move onto vote that we move and second and carry those resolutions, those seven resolutions which you have all got notices about.

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.

MOTION that the seven Ordinary Resolutions as outlined above be accepted:

Moved: Mr Reynir Potter (2958)

Seconded: Mr John Brooks (570)

MOTION CARRIED

8. GENERAL BUSINESS

Chairman: Following that we now need to ask lawfully if there is any further business to be brought forward. We have had no notification of any of that business before the meeting, so I am just asking the floor if they have anything that needs to be brought forward lawfully, please bring it forward now. Is there anyone who has got anything to comment?

Mr Cooper: Alan Cooper is my name. I had a meeting with Brian Nicholson a couple of weeks ago with the Board and Paul about the banking of the Golf Club funds with the Masonic Club and some agreements were reached. We have in the past received a grant of, like, \$312 per quarter, which I think was suspended there earlier in the year because our banking wasn't happening with the Club. I've since reinstated that banking, so it is happening. I would just like to ask the question is our grant reinstated or has it been or will it be?

Looking at the minutes from last year, I notice that the fishos receive a subsidy of \$500 a quarter. May I ask why, considering the fact that I think they only have about three members?

The bowling, I believe, was suspended or discontinued. The bowlers still have a raffle on Wednesday nights. My question is what are the funds for those two clubs for? Considering that we don't, as golfers, have an opportunity other than Saturday afternoons to run any raffles to raise any money and because due to lack of patronage, there's not many people here on Saturdays apart from the golfers, but other than that, we do support the Club both Saturdays and Thursdays, with the Thursday guys, so my question is, as initially was, is our grant reinstated and could I just understand the reasons why the raffle still exists for the bowls that don't exist anymore and there's a grant for that amount of money that fishos get and that nothing happens.

Chairman: Thanks, Alan. Well, just to answer the first part of your question, yes, your grants have been reinstated. I think Paul has agreed with that, haven't you, Paul? We've got that all reinstated.

Mr O'Connor: Yes.

Chairman: I will just ask Paul to answer the rest of your questions about the reasons why the other funds are there and where the funds are going. I will hand over to you, Paul.

Mr O'Connor: Thanks, Allan. I'm not exactly sure of the amounts of the fishos, but again that's a committee decision, so I'm not sure of the exact amount. The fishos still meet here and drink here and there is still bowls on a Thursday. So there is still bowls here on a Thursday.

Mr Cooper: Okay, considering the fishos don't do anything – they don't go fishing as far as I'm aware.

Mr O'Connor: Well, they do and they have a trip ever year.

Mr Cooper: Can I ask how many members the fishos do have?

Mr O'Connor: 30 at least, I would say. I am not sure. Is there anybody from the fishing club here?

Mr Potter: Can I say something? The only reason I asked to speak is that I am on the Community Committee this year and I met with you the other day. First and foremost, I don't think it is our business to talk about what other clubs are doing, we should only worry about ourselves in the first instance.

We are conducting – my intention is to conduct a review of everything we are doing this year and the next coming year of all of our subcommittees and it was actually a job given to me last year but I didn't have enough time to do it, but it is my intention, and the community committee's intention, that we are going to go through and comb through all of the sponsored groups and we are going to conduct a review over the next year.

If you're not satisfied within the next 12 months, please bring it up at the next AGM and you can hold me accountable.

Mr Cooper: All right. Fine. Thanks, Reynir.

Chairman: Thanks, Reynir. I'm sure that has helped clarify the position there for you, Alan. As Reynir said, there is a review of all our subclubs and our responsibilities to the Club.

Is there any other matters that need to be brought forward, please? All right. We don't have any more business on the notice papers. Nothing further then to be said by anyone? I now declare the meeting closed at 10.32.

Mr Dunn: Mr Chairman.

Chairman: Sorry, Mr Dunn.

Mr Dunn: This is nothing to do with the notice paper, but general business.

Chairman: General business. Carry on, Warren.

Mr Dunn: Thank you, Mr Chairman. Warren Dunn, badge 9039. Mr Chairman, Board members, members, earlier in the year, around about March, I applied to the Club for a club grant to help the Cerebral Palsy Alliance. Now I'm a District Grand Inspector of Workings for the Masons in the St George area and I wanted to do something in my two year term and I thought well cerebral palsy is a big problem and the therapy centre at Peshurst serves about 400 people in the St George area. So I applied to Masonic Care, that's our charitable body, for a grant. I applied for \$1,500. I could have applied for \$3,000 but the point there is that whatever I could get they would match up to \$3,000. Not being greedy and not having done it before, I only applied for \$1,500.

So I thought well I know this Club is number one, so I put in a request to the Board for a club grant with no specific amount and within about 3 days they granted me a donation for \$2,000, which is absolutely fabulous and from there I went on and a few other clubs helped out and the local Masons and families.

Anyway, I went back to Masonic Care after I had raised about \$8,500 and I went to another Board meeting of theirs and they increased it by another \$1,500 so we now have \$10,000 to give to CPA Peshurst.

(Applause).

Thank you very much to this Club and the Board and to the members. There will be a presentation on at Peshurst next Tuesday morning where I will be handing over – well the cheques have gone to Masonic Care and there will be a cheque there, but this Club will certainly be mentioned. Thank you.

Chairman: Thanks very much, Warren, for bringing us that information. It's good to know that funding is a going to – well, it's a pretty terrible condition that we have in our community so we are grateful you're able to support that in that way and also that Masonic Care are supporting your endeavours there too, Warren, so thanks for that.

Is there any further general business that anyone needs to bring forward in this meeting please? Nobody wants any further business?

Okay, ladies and gentlemen, having given you several opportunities to bring forward any further business or any general business or legal matters, as none is forthcoming, I will declare the meeting closed at 10.35 and thank you for your attendance and your support.

The bar is open and food will be served too.

ANNUAL GENERAL MEETING CLOSED: 10.35 AM
