

# **Minutes of the Annual General Meeting of the Members of the Hunters Hill Club Limited, ABN 80 000 976 590**

Held at the club's premises, Madeline Street, Hunters Hill  
Sunday 12<sup>th</sup> November, 2016 at 10.05 am.

**Board Members Present:** James Cornell Tee Davies  
Donna Forbes John Hirst ( Chair)  
Joe Hurley Peter Nightingale

**Members in attendance:** 47 Gold  
6 social  
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53 in total

## **Quorum**

The Chairman welcomed all those present and noted that the members present represented a quorum under Section 84 of the Constitution. The meeting commenced at 10:05 am.

Directors were introduced and the Chairman recognised recently retired Director Phillip Guest and the Presidents of the Bowling Clubs, Ellen Wilton and Dale Hanrahan were in attendance.

## **Apologies**

Apologies were received from: Glen Norris  
Ron Hopgood  
Steve Donnelly  
Elijah Greenall  
Jennifer Greenwood  
Maria Good  
Kurt Stuart

## **Minutes**

Members **APPROVED** that the minutes of the AGM held on the 20<sup>th</sup> of November 2016 be taken as a true and proper record of the proceedings of that meeting.

## **Financial, Directors and Audit Reports**

The Chairman's presentation highlighted the following matters:

The Directors were of the view that the Club had enjoyed an excellent year, both financially and socially.

A positive operating profit was the underlying reason for the substantial turnaround in financial performance. To maintain this into the future will require rigorous discipline in operational and financial management and a need to continually monitor and adjust to the needs of the changing demographics in Hunters Hill.

Balance Sheet repair had been a major focus and with restrained capital expenditure the Club had eliminated all historical costs while completing essential maintenance and addressing matters that ensured proper governance and commenced rebuilding cash assets.

The addition of the ABC Restricted Fund also provided another layer of financial security. With the Balance Sheet in fair condition and having reasonable prospects of continuing profitable operations, the Board had approved funding of a number of projects post the end of the financial year. The consequence of that is further commitment to capital expenditure will be difficult until reserves are built from future profits.

Year to date results were largely in line with budget, which is at a lower level than the 2016/17 operating profit. This is as a consequence of a moderately higher cost base from a reduction in voluntary work, an increase in award rates, an increase in salaries to meet market rates, and a change in the bistro contract. Revenue growth is also expected to be subdued.

While overall results are satisfactory, concern was expressed that the bar and bistro results were trending negatively and this represented a major challenge for the Board and Management to reverse this. The Board is also of the view that it is critical to add another profit making revenue stream.

Tennis operations remain strong and the contribution made by Jareth and Kirsty was recognised.

Meal quality, choice and service from the bistro were noted as being generally at a high standard and thanks were passed to Ray and Mona, and to Mint for their efforts.

The importance of bowls and the bowling greens was highlighted, as was the current under utilisation with low bowling numbers. It was noted that there was an action programme addressing this being funded by the ABC Restricted Fund.

Special thanks were given to Secretary Manager Greg Thongsophon in recognition of the excellent management and accounting control, and to his senior staff, Elena, Bree and Mint and their teams for their efficiency and effectiveness, and in making the Club a desirable place to visit.

Members were provided with the opportunity to raise matters related to the Reports. There were no questions.

Members **APPROVED** the receipt of these reports.

Members were advised that current Directors had a further 12-months to run on their terms and no elections were required until the following AGM.

## **Changes to the Constitution**

The Chairman's presentation in relation to this matter advised:

Directors, including those now retired, had supported the review and amendments and the Club's Solicitor believed they were appropriate for a club of this size. The amendments were considered necessary in many instances to ensure that the club was fully in compliance with its Constitution. In addition, the inability to attract future Directors from a group of members representing 87% of the membership, nor allowing that majority to vote on certain matters, denied the Club access to its much needed talent and was in the view of the majority, a breach of normal rights.

Ian Ross spoke against the motion advising that the current Constitution had been prepared with the assistance of a Consultant, and that the current structure had been determined so that a limited number of members could control the club for protective purposes. He also said the amendments should have been presented item by item as discussed at the 2016 Annual General meeting.

Michael Wynter spoke in favour of the amendments and reinforced the view that the current Constitution was out of line with practice. He also said protective provisions were not appropriate for our community club and that the amendments were considered suitable by the prominent club specialist law firm Pigott Stinson. He also said that item by item discussion related to the earlier comprehensive redraft and was not necessary for this year's simplified version and explanatory notes that were settled by Pigott Stinson.

With votes in **FAVOUR** totalling 26 and those **AGAINST** totalling 12, the motion failed to achieve the required support of 75% of members present, able to vote, and voting.

## **General Business**

There were no matter raised by Members for discussion.

Director Joe Hurley gave a vote of thanks to the retiring Chairman, John Hirst, and a presentation was made to him on behalf of the Board and Management.

The Chairman thanked Members for their attendance and the meeting was declared closed at 10:42am.