

# MULGRAVE COUNTRY CLUB

ACN 004 568 610 – ABN 16 004 568 610

MINUTES OF ANNUAL GENERAL MEETING

HELD IN THE CLUB MULGRAVE ROOM

THURSDAY 20 JULY 2023.



The President declared the meeting open at 6.00 p.m.

## 1. Present

**Board:** Peter Delaney (President) (PD), Jim Saunders (JS), Delyth Samuel (DS), Michael Waters (MW), Greg Reid (GR), Fenton Coull (FC), Anthony O'Shannessy (AO)

Operations Manager: Nerida Stivey

**Members:** 83 unrestricted members as registered on (attached) attendance sheets.

### 1.1. Apologies

Name	Name
Annette Clausen	Kerry Scarlett
Belinda Murphy	Sue Miller
Alan Richards	Barry Carson
Cheryl Richards	Geoff King
John Page	Julie King
Brian Milnes	Van Chaney
Jeanette Milnes	Graham Little
Kristine Rout	Paul Brown
Lorraine Camm	Rob Jago
John Pilgrim	Trevor Woods
John Swale	Olivia Wilkes
Christine Battersby	Edward Caroll

### 1.2. Minutes from the 2022/23 AGM and Minutes of the Extraordinary General Meeting (EGM) held June 22nd, 2023

**Motion to move the minutes of the 2022/23 AGM be accepted. Moved Mick Crawley Seconded Barry Fleming. Carried**

**Motion to move the minutes of the EGM of June 22<sup>nd</sup>, 2023, be accepted. Moved Jeff Collins, Seconded Liz Saunders. Carried**

## 2. Business Arising

No business arising.

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## 3. Annual Reports 2022/23

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### 3.1. Presidents Report

President Peter Delaney highlighted key activities during the year.

He acknowledged and read out the names of all the members who had passed away during the past membership year:

Tony Wilson, Peter Rice, Roy Allen, David Love, Joe Fallon, Ron McKay, Nick Carter, John Chambers, Rocco Lamattina, Alison Hall, Ian Brown, Kaye Phelan, Joyce Sebo, John Sedgewick, Christine Day, Edith Bolam, Kevin Simmonds, Ronald Battersby, Margaret Burrows and John Gillespie.

A minute silence was held.

Peter also acknowledged the efforts of the Board, management and staff.

**Motion to move the Presidents' report be accepted. Moved Jan Delaney, seconded Allison Meakin. Carried**

### 3.2. Treasurers Report

Greg Reid presented the Treasurer's report. A key change made was outsourcing of accounting services by the club to On Tap Hospitality, which commenced January 1st 2023. This led to the identification of a number of errors the club had been making, including the underpayment of GST (which was the main subject of the EGM held June 22<sup>nd</sup> 2023).

Greg also discussed the change in auditors had taken place and that the new auditors, Shine Wing, were putting a great deal more rigour into the audit process.

Greg outlined key challenges for the coming membership year, including satisfying the requirements of our income tax exemption status, which is on the basis that our main purpose is as a sporting organisation. He noted that ATO will be looking closely at sporting organisations who are claiming this tax exemption and that there will be compulsory reporting of sports activities required from clubs like ours. Members could expect to see much greater emphasis on sport as a result.

Greg also noted the ambitious infrastructure plans put together by the board, which will implemented in stages. He highlighted the cost pressures that have been experienced with higher wages and increasing costs squeezing profit margins, as well State Government tax increases of 5%, and higher payments for gaming machine entitlements. That environment was only likely to get more challenging with the announcement of new measure by the Victorian State Government, aimed at reducing gambling harm.

Greg provided a simplified breakdown of the club's expenses and highlighted that gaming activities fund our sporting activities as a club.

He added that overall, the Club had a \$900,000 profit which was an excellent result compared with the \$40,000 loss experienced in the previous financial year.

No questions were asked by members.

**Motion to move the treasurers report be accepted. Moved by Pat Phelan, seconded by Les Amy. Carried**

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THURSDAY 20 JULY 2023.



## 3.3. Manager's report

The Manager's report was presented by Nerida Stivey, as General Manager Kerry Scarlett was an apology for the AGM

Nerida outline that most capital expenditure during the year had been spent on updating, renewing and replacing existing equipment and items and a refresh of 20% of the gaming floor.

All regular shows and events are back up and running and are selling well, and that there has been strong growth in attendance at weekly trivia over the past year. However, staffing challenges are ongoing with a tight labour market.

Club donations last year to community organisations totalled \$239,000.

The Club won 'Best Hospitality Team' and 'Best Outdoor Hospitality Experience' at the Community Clubs Victoria Awards for 2021-2022. Club President Peter Delaney was also a finalist for 'President of the Year'.

**Motion to move the Manager's report be accepted. Moved by Alison Meakin, seconded by Laraine Pile.**

## 4. Appointment of the Auditor

### Ordinary Resolution Agenda Item 6 - Appointment of the Auditors

Proposed ordinary resolution: that SW Audit, having consented in writing and been duly nominated in accordance with Section 328B(1) of the Corporations Act 2001, be appointed as Auditor of the Company.

For	Against	Abstain	Total Valid Votes
82 (100%)	0	1	83

It was declared that the Ordinary Resolution to appoint ShineWing as the auditor was carried by the required majority of 50% of the votes

## 5. Election of Office Bearers

### 5.1. Returning Officers Report

Ken Davey of VoteCorp oversaw and reported the results of voting in his capacity as Deputy Returning Officer, the absence of Kerry Scarlett, the Returning Officer, who was an apology for the AGM.

The Official poll result letter from the Returning Officer is attached.

President

- Jim Saunders - 307 votes
- Peter Delaney - 276 votes
- Delyth Samuel - 261 votes

Treasurer

Greg Reid - unopposed

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THURSDAY 20 JULY 2023.



Directors (2)

1. Fenton Coull - 589 votes
2. Delyth Samuel - 656 votes
3. Shahroze Khan - 413 votes

**Proposed ordinary resolution: Confirm appointment of election of Office Bearers**

For	Against	Abstain	Total Valid Votes
80 (100%)	0	1	83

It was declared that the Ordinary Resolution to elect Office Bearers:

- President – Jim Saunders
- Treasurer – Greg Reid
- Directors – Fenton Coull and Delyth Samuel

was carried by the required majority of 50%.

At this point Peter Delaney vacated the presidential role and Jim Saunders took over the running of the meeting.

Jim thanked Peter Delaney for his service to the Club and for attending the GM, following major surgery. Jim also thanked members for electing him as President.

## **6. General Business – Business for which notice has been given**

### **Special Resolution Agenda Item 8.1 Modify the Constitution**

The proposed changes to the constitution were discussed. Members were asked to vote on the following Special Resolution:

**Proposed Special Resolution to modify the Constitution – “That the Constitution of Mulgrave Country Club Inc. be modified by making the amendments marked up in the copy of the Constitution watermarked “Proposed changes for 2023 AGM” given to members with this notice of Annual General Meeting and tabled at the Annual General Meeting”.**

For	Against	Abstain	Total Valid Votes
77 (96%)	3	2	82

It was declared that the Special Resolution was carried by the required majority of 75%.

## **7. Any Other Business**

**Gary Burgess (member 2329)** asked about the changes to the accountant at the Club. Treasurer Greg Reid outlined the decision-making process that the Finance and Audit committee and Board had made and why they had been made.

**Des Ryan (member 7563)** noted the article in the Monash bulletin by councillor Stuart James. He asked whether the Club would be formally responding to this article and noted that Council seem to specifically

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target the Mulgrave Country Club he noted the need for the Club to be much more proactive in marketing and communications of all the community benefits that the Club offers.

**Mark Edwards(member 346)** asked whether the Club had had a response from the Australian Tax Office (ATO) for its letter requesting remission of any fees and penalties related to the underpayment of GST he was advised that the case had not yet been allocated he further asked whether there had been any provision made in the accounts for these penalties the Treasurer responded that there is a provision for \$213,000 interest and penalties as at March 31<sup>st</sup>.

## 8. Close

With no further questions, the meeting closed at 7.05pm. Members were invited to stay behind for drinks post the AGM.

**Delyth Samuel**

**ACTING SECRETARY**

A handwritten signature in black ink, appearing to read 'D Samuel'.

Declared that these minutes are a true and accurate record of proceedings.

A handwritten signature in brown ink, appearing to read 'Jim Saunders'.

**Jim Saunders**

**PRESIDENT**

**Date: 27/07/2023**

# MULGRAVE COUNTRY CLUB

ACN 004 568 610 – ABN 16 004 568 610

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THURSDAY 20 JULY 2023.



## Attachments

### 9. Registered Attendees

#### REGISTERED REPORT - 463 Mulgrave Country Club Annual General Meeting 2023

ID Number 01	First Name	Last Name	Card No.
8075	David	Maher	
1723	Colin	Goodrem	2013
4697	Lynette	Pettitt	
591	Jim	Saunders	
2234	Michael	Crawley	
776	Miklos	Tuz	2021
1419	Paul	Maydom	
7986	Grantley	Woods	
1843	Dennis	Jeffery	
3563	Ray	Grace	
2091	Liz	Saunders	
430	Geoffrey	Collins	
388	Adrian	Dale	2030
2617	Margaret	Edwards	
6234	Greg	Reid	
580	Ian	Jenner	2033
3547	Terri-ann	Riddle	
4776	Janice	Whitehead	2034
2375	Stephen	Cunningham	
619	John	Pile	2016
1214	Laraine	Pile	2017
3344	Niels	Jorgensen	2011
4659	Venu	Naidu	2023
172	Peter	Russell	
125	Andrew	Breeden-Walton	
5846	Adrian	Goldsmith	
4358	Alison	Meakin	
814	Allan	James	2012
1029	Robyn	James	2020

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THURSDAY 20 JULY 2023.



## REGISTERED REPORT - 463 Mulgrave Country Club Annual General Meeting 2023

1590	Michael	Waters	
6691	Delyth	Samuel	
2329	Gary	Burgess	
9930	Craig	Simpson	
2378	Lynette	Snart	
1551	Carol	Gaida	2031
440	Shane	Carmody	2026
564	Peter	Delaney	
7762	Kristine	Mitchell	
7397	Oscar	Jerzyna	
2371	Glenyce	Schumer	
6685	Steve	Ilett	
1350	Patrick	Phelan	2024
2563	Stephen	Staff	
3942	Philip	Sullivan	
184	Ian	Wood	
2018	Kay	Horley	
907	Marguerite	Lee	
812	Ivor	Marshall	2010
8627	Helen	Marshall	2035
235	Joe	Dimasi	
2315	Arthur	Mc Kittrick	
1153	Molly	Simpson	2019
8046	Fenton	Coull	
3232	Rod	Head	
2407	Jan	Delaney	
5727	Mario	Mastromanno	
1152	Doiraine	Sidbottom	2032
9430	Alex	Grana	2029
6969	Nicholas	Tucker	
2393	Ida	Mina	
9340	Doris	Amy	
9341	Les	Amy	
150	Barry	Fleming	
3121	Pauline	Coe	
217	Peter	Coe	
2092	Joan	Jeffery	

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3691	Ron	Curtis	2022
6605	Neil	Gilford	
609	Jeff	Riddle	2025
8980	Judy	Coull	
617	George	Simpson	2018
2454	Angelina	Dimasi	
2809	Howard	Browne	
2810	Helen	Browne	
10174	Cheryl	Meurer	2028
932	Tom	Arnold	2027
7817	Leisa	Homfray	
7563	Desmond	Ryan	
3537	Uwe	Lau	
346	Mark	Edwards	
3285	Evelyn	Martin	
789	Joan	Goodrem	2015



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THURSDAY 20 JULY 2023.



## 10. CORPVOTE – Declaration of Results



Kerry Scarlett  
Mulgrave Country Club  
Corner Wellington and Jells Road  
Whealers Hill VIC 3160

20 July 2023

### DECLARATION OF RESULTS – Mulgrave Country Club Annual General Meeting 2023

I confirm that the Items of business, as detailed in the Notice of Meeting, were determined by poll at this meeting and the results are as follows;

ORDINARY RESOLUTION - AGENDA ITEM 6 - APPOINTMENT OF THE AUDITORS			
FOR	AGAINST	ABSTAIN	TOTAL VALID VOTES
82 (100%)	0 (0%)	1	83
I therefore declare that the Ordinary Resolution was carried by the required majority of 50%.			

ORDINARY RESOLUTION - AGENDA ITEM 7 - ELECTION OF OFFICE BEARERS			
FOR	AGAINST	ABSTAIN	TOTAL VALID VOTES
80 (100%)	0 (0%)	2	82
I therefore declare that the Ordinary Resolution was carried by the required majority of 50%.			

SPECIAL RESOLUTION - AGENDA ITEM 8.1 - ALTER THE CONSTITUTION			
FOR	AGAINST	ABSTAIN	TOTAL VALID VOTES
77 (98%)	3 (4%)	2	82
I therefore declare that the Special Resolution was carried by the required majority of 75%.			

Yours Sincerely,

  
Signed: .....  
Date: 20/07/2023  
Ken Dyer as Returning Officer.

  
Signed: .....  
Date: 20/07/2023  
Grayson James as Vote Administrator.