



## CENTRAL LEAGUES CLUB INC.

# Annual General Meeting - Minutes

Sunday, 9 October 2022, Function Room, Central Leagues Club

- 1. At the due time for the meeting to commence there was not a quorum, the chair notified the members present that there would be a delay of 30 minutes to wait for a quorum and if a quorum were not present then the meeting would be reconvened the following week. A quorum was reached at 10:29am.**  
**Open meeting at 10:30am**  
**Chairperson:** John Rayner  
**Minutes:** Dianne Pascoe
- 2. Apologies**  
Nil
- 3. Welcome and Acknowledgement of Country.**  
J Rayner welcomed Members.  
J Rayner - Acknowledgement of Country paying respect to the Traditional Custodians where this meeting is taking place the Awabakal people.
- 4. Attendees:** As per file copy.
- 5. Apologies**  
Nil
- 6. Minute Silence** – to mark respect for all our members who have passed away since our last AGM.
- 7. Confirmation of the Previous AGM Minutes**  
**MOTION** – That the Minutes of the previous AGM Meeting held on Sunday 30 January 2022 be accepted.  
**MOVED** – T Colquhoun (7), **SECONDED** – T Moulton (672), **CARRIED**.
- 8. President's Report.**  
President's report tabled, thanks given to the Directors, the CEO and management team and staff for the hard work and dedication shown during the second wave of Covid shutdowns and since. Thanks also given to Shaun Mahony and staff from Pitcher Partners for all their hard work and support given during this time. Thanks to Ray Travers and Piggott Stinson for all their legal advice and keeping the Club up to date during this time.

The President also acknowledged the service of 2 Directors who have retired this year after many years of dedicated service Terry Bryden and Wayne Munroe.

The President also noted that 1 July 2023 would be the 50<sup>th</sup> anniversary of Central Leagues Club and preparations have begun to celebrate this milestone.

**9. Financial, Directors and Auditors Report**

- Shaun Mahony presented the report and informed the meeting that as of 30 June 2022, Central Charlestown Leagues Club Limited has a working capital deficiency of \$673,243, represented by current assets of \$720,057 and current liabilities of \$1,393,300. The Club also incurred a loss after tax of \$219,988.
- The Club was heavily impacted by the effects of COVID19, particularly during the first 9 months of the year where the Club was closed for 2 months from early August 2021 and operated under restrictions for much of the year once reopening. These trading conditions resulted in the loss after tax of \$219,988, with most of the loss, estimated at around 95% incurred in the first 9 months of the year.
- Current liabilities include: the Greater Bank loans being \$174,821 which is included as a current liability; however, the Directors expect to repay the balance over the next 12 months utilising future positive operating cashflows. employee leave entitlements of \$160,891 which is included as a current liability; however, the Directors do not expect to be required to settle the full amount owing to employees within the next 12 months.

**MOTION** – That the Financial Reports be accepted.

**MOVED** – A Blackwell (6029), **SECONDED** – L Day (10486), **CARRIED**.

**11. Ordinary Resolutions**

- Ordinary resolution regarding the director's expenses that the members approve expenditure by the Club until the next AGM

**MOTION** – That the ordinary resolutions be approved.

**MOVED** – T Bryden (55) **SECONDED** – P Schmarr (1220), **CARRIED**.

## 12. Special Resolutions

- Ray Travers from Pigott Stinson explained to the meeting the reasons for the changes, to bring the constitution in-line with the technological changes, legal and legislative requirements.

That the Constitution of Central Charlestown Leagues Club Limited be amended by:

- (a) inserting the following new Rules 16A(g) and (h):
- “(g) A person may be admitted to Temporary membership for a period of up to, but not exceeding seven (7) consecutive days (or such longer period as approved by the relevant regulatory body). A person admitted to Temporary membership under this Rule shall only be required to enter their relevant details in the register of Temporary members referred to in Rule 38 on the first day that they enter the Club’s premises during that period.*
- (h) The Secretary or senior employee then on duty may refuse a person admission to the Club as a Temporary member and/or terminate the membership of any Temporary member at any time without notice and without having to provide any reason.”*
- (b) **deleting** Rules 25 and 25 and inserting the following new Rules:
- 25 A member may at any time resign from his or her membership of the Club by either:*
- (a) giving notice in writing to the Secretary; or*
- (b) returning his or her membership card to the Club.*
- 26 A resignation pursuant to Rule 25 shall take effect from the date on which the notice is received by the Secretary or the date on which the membership card is received by the Club.*
- 26A Any person who has not paid his or her joining fee, subscription, levy, or other payment:*
- (a) by the due date shall cease to be entitled to the privileges of membership of the Club; and*
- (b) within one (1) month after the due date shall cease to be a member of the Club.*
- 26B Any person who has not renewed their membership:*
- (a) by the due date shall cease to be entitled to the privileges of membership of the Club; and*
- (b) within one (1) month after the due date shall cease to be a member of the Club.*
- 26C Any member who has ceased to be a member of the Club for any reason will not be entitled to any refund of any joining fee, subscription, levy, or other payment made to the Club.*
- (c) **deleting** from Rule 56 the words “at intervals not exceeding one month” and in their place inserting the words “at least once in each quarter for the transaction of business, where quarter means a period of 3 months ending on 31 March, 30 June, 30 September, or 31 December in each year.”
- (d) **inserting** the following at the end of Rule 69:
- A director or the secretary may sign a document pursuant to this Rule 75 either by signing a physical form of the document, or signing an electronic form of the document using electronic means and the two officers signing a document on behalf the Club can sign different copies of the document and all use different methods to sign the document*

T Bryden spoke against deleting Rule 56 and after discussion and the decision to address the issue of monthly meetings in the Board Charter the motion was put.

**MOTION** – That the special resolutions be approved.

**MOVED** – P Schmarr (1220), **SECONDED** – G Cutmore (2655), **CARRIED**.

### **13. Life Membership:**

The board has nominated Terry Bryden for life membership of Central Leagues Club, as you will remember we nominated him prior to the last AGM, however a procedural error prevented us from doing this.

Terry Joined the Central Board in 1988 and from then until 1991 served as a Director & Vice President - From 1991 to 1995 served as President then from 2016 to 2020 served as Director from 2020 to his retirement earlier this year as Vice President a combined total of 14 years.

Since re-joining the board in 2016 Terry has spent many hours, investigating, and improving our electrical systems in the club, going thru policies, constitutions, and Sponsorships, he was on Succession Planning and Building subcommittees, getting physically involved in working bees and even ventured under club for a subfloor inspection. Terry is a very passionate and devoted Central Leagues Club member, and since retiring and despite his ill health has continued to contribute his services in these fields.

**MOTION** – That Life Membership be awarded to Terry Bryden.

**MOVED** – W Munroe (1575), **SECONDED** – T Rayner (7347), **CARRIED**.

### **13. Honorary Fellowship**

John Rayner: In 2018 Clubs NSW started the Honorary Fellowship for those Directors who had more than 10 years' service, it was a way they could retire from the board but still be involved with the club. The board nominated Wayne Munroe for this.

Wayne joined the Central Board in 2006 and served as an active board member until July this year. Wayne has held many positions on the board including that of President for several years. On behalf of the members, the board of Central Leagues Club and ClubsNSW I would like to present Wayne Munroe with Honorary Fellowship of ClubsNSW

### **14. Recommendations from the Floor:**

Nil

**15. Note from Chair:**

- 1 July 2023 – 50<sup>th</sup> Anniversary Central Leagues Club
- Café renovations are underway
- CLC members can get 4cents off fuel at Kahibah BP, just show your card.
- New TV to be installed in the Sports Tab area.

**16. Thankyou:**

John Rayner thanked attendees for coming and invited them to stay for breakfast and a drink.

**Meeting closed: 10:58am**