



**ASQUITH BOWLING & RECREATION CLUB LTD
FORTY SEVENTH ANNUAL GENERAL MEETING
HELD ON SUNDAY 13th October 2019
At the Club House, 1 Lodge Street, Hornsby.**

Meeting Opened:	9.32am
Members Present:	2 Life Members (Wal Hamilton & David Haynes), 95 Ordinary and Social Members
Apologies:	13 Apologies
Chairman:	Mark Prosper
Welcome:	All members were welcomed and thanked for their attendance.
Introduced Guests:	Anthony Ryan introduced Ben McEwan (auditor)

Business of the Meeting:

1. To receive and adopt the Minutes of 46th Annual General Meeting held on Sunday 14th October 2018.

Moved: G. Barton (150) **Seconded:** W. Hamilton (257) **CARRIED**

Matters Arising from the Minutes: None

2. To receive and adopt the Director's Report for the period ended 30th June 2019.

Moved: B. Tully (309) **Seconded:** D. Haynes (3) **CARRIED**

3. **Chairman's Report:**

Mark Prosper addressed the AGM and spoke to a prepared power point presentation. The presentation summarised the reviews undertaken by the board during the year where the Club's future sustainability and success was weighed through the potential of adopting three different models as mentioned in the previous year's presentation.

It was noted that the meeting was not about the potential amalgamation with Cabramatta Bowling Club known as the Cabra Group however following the business strategy outlined the previous year, through recent member communications and in the interests of transparency, an outline of the history, process and basic overarching ramifications including the industry trends was provided.

A spreadsheet outlining key data from the last eleven years was noted, together with an increase in marketing exposure and the recent changes to the catering model.

Mark completed his report by reinforcing the Club's vision statement and by thanking fellow Board members, management and staff and above all the patronage of the members.

4. Anthony Ryan declared all Board positions vacant and advised that Nick West and Shawn Thompson were stepping down from the Board. Both gentlemen were thanked for their service and contribution to the Club throughout their respective tenures. The new Board was then announced advising that all positions nominated were declared duly elected as follows:

- Mark Prosper, nominated and appointed Chairman unopposed
- Tony McArthur, nominated and appointed Senior Deputy Chairman unopposed
- Richard Pilgrim, nominated and appointed Deputy Chairman unopposed
- Sue Tully, nominated and appointed Treasurer unopposed
- Michael Tracy, nominated and appointed Director unopposed
- Carol Huttary, nominated and appointed Director unopposed

Anthony Ryan invited qualified applicants (fully paid up bowling members) from the floor to nominate to fill the one remaining position. One nomination was received from Tony Macri (254) and he was declared duly elected.

5. Ben McEwan reported to the meeting that the Club had made a loss of \$256,050. It was noted that the revenue had reduced but the expenses had also reduced. In particular, while the bar trading segment reduced by \$54k, bar GP of 60% was achieved which was within industry standards. Conversely, the Poker Machine trade segment had increased \$48k. The cashflow statement was detailed and reduction in cash was noted together with the importance of returning to profitability and positive cash flows for the future viability of the Club. Ben noted that the Board needed to maintain vigilance on the Club's operation and further he pointed to the cost of catering which will be reduced in the current year due to the recent change from the internal catering operation back to the contracted catering model. The potential amalgamation was noted in the accounts and subsequent to the end of the year.
6. To receive and adopt the Balance Sheet, Profit and Loss Account, and the Report of the Auditor for the period ended 30th June 2019.

Moved: R. Jacka (177) **Seconded:** D. Haynes (3) **CARRIED**

7. Life Membership:

One letter recommendation for life membership for Doug Taylor (1) was received by the Board during the year. The letter was supported for consideration and voting at the meeting.

A secret ballot was undertaken. The completed ballots were collected with the count being undertaken outside of the main auditorium by staff members Nik Heasman and Kathy Neal and delivered by and W. Ryan (non-member). Anthony Ryan announced that Life Membership was overwhelmingly supported.

Mark Prosper presented Doug Taylor with a Life Membership badge.

Doug Taylor addressed the meeting in acceptance of the honor and thanked the Club and members.

8. General Business:

G. Barton (150) recommended that new directors undertake the Clubs NSW Director Training course. Anthony Ryan responded advising that the Board had previously sent directors to the Clubs NSW course and would continue to embrace director training. This will be undertaken when next offered for our new directors and certainly within 12 months of appointment as is required. Mark Prosper added that existing directors attend six monthly Clubs NSW hosted workshops which are beneficial both from knowledge and networking perspectives.

G Barton (150) spoke to some hypothetical calculations which he had prepared which suggested that based on existing current trends the Club's cash would diminish, loans would increase and the Club would not be able to pay its debts. He recommended that the amalgamation was a clear choice. Anthony Ryan thanked Gary for his insight and while the theory was sound on Gary's predictions there are too many variables to accurately predict the cash decline including the fact that the Club had now put the kitchen back to contract catering. It was confirmed that the Club does pay its debts as and when they fall due. Gary was thanked for his support of the potential amalgamation but it was noted that the future outcome of the amalgamation will be determined by a vote of the entire membership. The role of the board and management is to accurately communicate all the facts so that the membership may make an informed decision.

G. Barton (150) requested additional details be provided in the published quarterly accounts. Anthony Ryan advised that while the Club complied with Regulation 17 quarterly reporting standards, he would look to increase the level of reporting to incorporate turnover amounts and COGS as requested.

W. Hamilton (257) enquired as to why the value of the property, plant and equipment was valued at \$4.2m when in fact it had a far greater market value than that in reality. He wondered whether it should be re-valued. Ben McEwan responded noting that the club had the option of adopting either the fair value or cost method of the accounting standards for valuation. The club adopts the cost method due to the time and cost saving involved where fair value method

would require the club to be re-valued leading to costs of time and money for no benefit other than to increase a number on the balance sheet.

D. Haynes (3) enquired as to how many other clubs were approached for amalgamation. Anthony Ryan reiterated the history outlined in the Chairman's presentation which noted, in accordance with correct protocol, that the Club responded to an expression of interest which the Cabra Group communicated through the Club NSW Circular. Further, a number of other clubs also responded to the Cabra Group expression of interest.

D. Haynes (3) asked whether the club may trade out without resorting to the amalgamation pathway. Ben McEwan responded initially advising that the club could trade out but that it was not as simple as that and his optimism diminished with each year as the club requires a considerable improvement in cashflows to continue to trade. Ben further advised that while it was possible, he would not go as far as to say that it was probable. He did say that amalgamations had pros and cons and while he saw some clubs go out to amalgamation later in their struggle, he felt the club was being proactive.

A. Forder (81) questioned whether the Board had a plan for the Club's financial situation and wondered if the "easy road" approach was being taken by going down the pathway of amalgamation. Anthony Ryan responded re-emphasising the need for members to be familiar with the communications which had previously been circulated which addressed the history, plans, processes and answered the frequently asked questions. In line with the process, the MOU is currently in the drafting stages and the contents will be communicated as soon as permitted, in furtherance of the board's open and transparent approach. In relation to a plan, the Chairman's presentation clearly articulated the plans which the Board and Management have undertaken to trade profitably through the two diversification models as well amalgamation. Mark Prosper responded further noting that he was understanding of member concerns but advised that apart from the club's assets, our current trade was not very strong and the focus has to be about growing the club through bowls which is afforded to under the proposed amalgamation.

D. Phillipson (7101) asked whether the payroll tax would be reduced now that the catering had been moved externally and how much this would equate to. Anthony Ryan advised that the Club's payroll will now fall below the threshold and would not be subject to payroll tax. It was advised that the exact amount was not immediately available at hand but would approximate a few thousand dollars.

A. Forder (81) asked for the details of the caterer's contract. Anthony Ryan advised that the contract was confidential and not for open public discussion. It was permitted to advise that in broad terms it was a market driven two-year contract with a three-month probation.

A. McDonald (182) enquired as to why the Cabra Group would want to throw money into what he described as a "sinking ship". Anthony Ryan responded noting that our parcel of land included a renovated clubhouse with 40 poker machines, three greens and that we are unencumbered. For the Cabra Group, geographically we would be another satellite in the group we would merge with. Dispelling the rumor of a poker machine grab it was explained that Asquith machines may not be transferred to the Cabramatta zone. In addition, the two other clubs which have merged with the Cabra Group, particularly Malua Bay Bowling Club who were trading more profitably than Asquith have been really happy with their merge. Malua Bay put out an expression of interest which was answered by other clubs and they chose to join the Cabra Group. They now report numerous improvements including the future stability joining a bigger group brings. Mark Prosper added further that the Cabra Group CEO, Jay Porter will be present at the member information sessions and will be only too happy to answer all queries at that point. Right now, the Board and Management are committed to trading profitably but we need to proactively look to other strategies to ensure the club's long term viability.

R. Miller (96) reminded members that the bowling membership as disclosed in the Chairman's report clearly disclosed a decline and that the members in general needed to be more supportive of the club. Further he noted that the Lady Bowlers were very supportive through regular attendance of both bowls and then patronising the Club for lunch and refreshments. In addition, the ladies supported club initiatives such as the Elton John Show night which was attended by only a few male bowlers. Anthony Ryan acknowledged the comments and reported that the Elton John night had been a good success.

J. Woolley (7032) queried as to the number of board members who would be permitted to join the Cabra Group board. Anthony Ryan advised that this was specific information which would be advised once the drafted MOU had been finalised in line with the process noted in the Chairman's report.

M. Kharmis (51) queried as to what the barriers were to development under the child minding and development options outlined in the Chairman's report and could future development happen on the club's site? Anthony Ryan advised that any development or substantial change would require council approval and the cases of Warrawee Bowling Club requiring Kuring-Gai Council approval and Castle Hill Bowling Club requiring Baulkham Hills approval were noted. Under both the options presented, council were not approached. Dell Phillipson (7101) noted that the Berowra Bowling Club were negatively impacted as Hornsby Council denied their zone change application. Mark Prosper advised that the Child-Minding option required many questions to be addressed including zoning.

G. Marr (286) asked whether the timing of the Thursday game could be altered to begin at 1pm rather than at 12:30pm. He suggested that the later start time may encourage members to remain at the club longer and perhaps incorporate dinner. Anthony Ryan referred the query to the Men's Club President, Tony Macri to take to their next meeting for discussion.

M. Kharmis (51) noted that the club had previously been able to heavily rely on the efforts of volunteers to be successful in generating funds through revenue streams like bare foot bowls and he wondered if the club had considered asking for more support. Anthony Ryan thanked Mon for the question and noted that it was proving harder to find volunteers but that he would take the suggestion on board. Mark Prosper noted that the suggestion may be best redirected to the One Club committee and noted the success of the Women's NSW Champion of Club Champions Singles carnival which the club hosted which relied heavily on the club's volunteers. Tony McArthur also noted that the increased restrictions of WHS impacted the amount of contributions which volunteers could undertake.

R. Pymble (13) introduced himself as a new member to the club having been formerly a greenkeeper at Maitland Bowling Club, a bowls coach and also a bowls coordinator he urged the membership to seriously consider strengthening the bowls aspect of the club as he firmly believes it is paramount to having a successful club and that joining the Cabra Group would align that focus and the flow on benefits of improved cash flow and more bowling members. Anthony Ryan thanked Ray for his comments.

R. Turner (1452) firstly thanked the directors for the work they do and their tireless contributions and then he lamented that the passing of Billy Herbert and Bill O'Donnell were not recognised at the meeting. Anthony Ryan responded acknowledging the long contributions of both life members and apologised for the now very obvious omission noting that the memories of important contributors would be recognised in future.

R. Turner (1452) asked why the Club has not considered the erection of a plaque for life members or other significant contributors of the club's history. Tony McArthur advised that the One Club committee had agreed to honor the appropriate members by displaying their names on brass plaques. Anthony Ryan noted that they would be located between the two entrance doors closest to the greens on the cement wall backing the bowls office.

R. Turner (1452) requested clarification on what constitutes an ordinary member. Anthony Ryan responded advising Dick that rather than discussing the topic and reviewing the constitution during the meeting, it would be more prudent to take the question on notice and prepare a response and place it on the noticeboard.

D. Haynes (3) requested detailed financial statements and a listing on what occurs at each board meeting be communicated to the membership. Anthony Ryan advised that he would take on board and that it was only possible to advise on some of the occurrences which transpire during the monthly board meeting and the relevant information is currently disclosed through periodic newsletters.

M. Kharmis (51) queried whether it would be possible to receive a newsletter type publication from the Chairman. Anthony Ryan advised that existing time pressures of the voluntary position of Chairman together with the number of publications already distributed through the women and men subcommittees, being the “Boomerang” and “Roos Noos” as well as periodic club publications were abundant.

Mark Prosper addressed the meeting thanking them for attending and supporting the club in large numbers and advising that the landscape for bowls was changing dramatically and that we must be focused to embrace this. In particular the recent gender diversity paper issued by Bowls NSW was cited.

Anthony Ryan closed the meeting thanking all in attendance and reminded members to consider discussing concerns or issues directly as the Board has a clear mandate of transparency.

Meeting Closed: 11.07am