

**MINUTES OF THE 125<sup>th</sup> ANNUAL GENERAL MEETING  
CITY TATTERSALLS CLUB HELD TUESDAY 25<sup>th</sup> May 2021**



**LOCATION:** Lower Bar

**TIME:** 6:00pm

**VOTING MEMBERS PRESENT:**

|           | <b>Membership</b> | <b>First Name</b> | <b>Last Name</b> |
|-----------|-------------------|-------------------|------------------|
| <b>1</b>  | 7265              | Julianne          | Campion          |
| <b>2</b>  | 1993              | Chris             | Foye             |
| <b>3</b>  | 2910              | Roger             | Manning          |
| <b>4</b>  | 74260             | Ronda             | Fleming          |
| <b>5</b>  | 6223              | Gordon            | Phillips         |
| <b>6</b>  | 83638             | Peter             | Joass            |
| <b>7</b>  | 72739             | Claudia           | Strohmeyer       |
| <b>8</b>  | 12227             | Paul              | Cavallaro        |
| <b>9</b>  | 12431             | Patrick           | Campion          |
| <b>10</b> | 3613              | Brian             | Adams            |
| <b>11</b> | 92601             | Kumar             | Kalyanakumar     |
| <b>12</b> | 4273              | Theo              | Tsakonas         |
| <b>13</b> | 20255             | Michael           | James            |
| <b>14</b> | 6243              | Michael           | Nolan            |
| <b>15</b> | 94337             | Roderick          | Faulkner         |
| <b>16</b> | 59450             | Marguerite        | Field            |
| <b>17</b> | 15029             | Peter             | Davis            |
| <b>18</b> | 7887              | Graham            | Malkior          |
| <b>19</b> | 4599              | Anna              | Beresford        |
| <b>20</b> | 16381             | Shand             | Swadling         |
| <b>21</b> | 55512             | Len               | Goodfellow       |
| <b>22</b> | 67409             | Larrisa           | Von Drasek       |
| <b>23</b> | 2289              | John              | Drysdale         |
| <b>24</b> | 4356              | Brian             | Patterson        |
| <b>25</b> | 14721             | James             | Chen             |
| <b>26</b> | 11004             | Michael           | Sterndale-Smith  |
| <b>27</b> | 17628             | Don               | Mould            |
| <b>28</b> | 10704             | Albert            | Hammond          |
| <b>29</b> | 29993             | Anthony           | Mckinley         |
| <b>30</b> | 3827              | Hernan            | Lobos            |
| <b>31</b> | 14245             | Anthony           | Thomas           |
| <b>32</b> | 63373             | Heather           | Hindle           |
| <b>33</b> | 67491             | Michael           | Cossetto         |
| <b>34</b> | 7266              | Paul              | Di Cristo        |
| <b>35</b> | 37789             | Martyn            | Berry            |
| <b>36</b> | 16350             | Peter             | Georgeson        |
| <b>37</b> | 75320             | Serena            | Kee              |
| <b>38</b> | 2196              | Geoffrey          | Lean             |
| <b>39</b> | 9058              | Carl              | Dumbrell         |
| <b>40</b> | 9159              | Carlos            | Marin            |

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|           |       |        |       |
|-----------|-------|--------|-------|
| <b>41</b> | 51196 | Thomas | Hall  |
| <b>42</b> | 6562  | Nathan | Riley |
| <b>43</b> | 20063 | Ivor   | Rees  |

**APOLOGIES**

|           | <b>Name</b>        | <b>#</b> |
|-----------|--------------------|----------|
| <b>1</b>  | Annette Niven      | 77521    |
| <b>2</b>  | Laurie Coy         | 1577     |
| <b>3</b>  | Kevin Smith        | 286      |
| <b>4</b>  | Linda Fitzhardinge | 1313     |
| <b>5</b>  | Charles Anscombe   | 6528     |
| <b>6</b>  | Diane Anscombe     | 48107    |
| <b>7</b>  | Matthew Kayrooz    | 5812     |
| <b>8</b>  | William Hurley     | 7389     |
| <b>9</b>  | Patrick Mcvicar    | 4926     |
| <b>10</b> | Robert Lowe        | 1562     |
| <b>11</b> | Ray Dib            | 6847     |
| <b>12</b> | Chris Downy        | 45519    |
| <b>13</b> | Jeanette Morgan    | 58124    |
| <b>14</b> | John Mogan         | 2362     |

**QUORUM**

The quorum at all Annual General Meetings is thirty Voting Members.  
With 43 members present, the Chairman confirmed a quorum and declared the meeting opened at 6:05pm

**WELCOME**

The Chairman welcomed all members present to the 125<sup>th</sup> Annual General Meeting and delivered a welcome to country.

**INTRODUCTIONS**

The Chairman advised and congratulated that Director Annette Niven has given birth to a baby.

The Chairman also noted Michael Cossetto from Bartier Perry and our Auditors KPMG are in attendance.

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**APPROVAL OF MINUTES**

The Chairman requested that the Minutes of the 124<sup>th</sup> Annual General Meeting held on Tuesday 26<sup>th</sup> May 2020 be approved by members as tabled.

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**Moved by** Peter Davis (15029)    **Seconded by** Shand Swadling (16831)

**Carried Unanimously.**

The Chairman requested that the Minutes of the Special General Meeting 1 held on Friday 31<sup>st</sup> July 2020 be approved by members as tabled.

**Moved by** Peter Davis (15029)    **Seconded by** Roger Manning (2910)

**Carried Unanimously.**

The Chairman requested that the Minutes of the Special General Meeting 2 held on Friday 31<sup>st</sup> July 2020 be approved by members as tabled.

**Moved by** Peter Davis (15029)    **Seconded by** Michael Sterndale-Smith (11004)

**Carried Unanimously.**

The Chairman requested that the Minutes of the Special General Meeting held on Monday 19<sup>th</sup> October 2020 be approved by members as tabled.

**Moved by** Peter Davis (15029)    **Seconded by** Michael Sterndale-Smith (11004)

**Carried Unanimously.**

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### **ELECTION RESULTS**

The Chairman announced the results of the 2021 election of Directors under the Triennial Rule and informed members that the results have been made available on the Clubs' website.

[\(Copy of the Election Results is attached to these minutes\)](#)

### **OPENING ADDRESS**

The Chairman outlined the protocols under which the meeting would be conducted.

### **CHAIRMAN'S ADDRESS**

The Chairman addressed members highlighting "our Club will inevitably make a loss in 2020 and the imperative for the Board and Management is to control and minimise that loss".

As predicted, our Club suffered a trading loss of just over \$1.5 million. But having regard to the fact that our Club was closed for some of the year and even when open,

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it traded in seriously compromised conditions with heavy COVID restrictions and the CBD a ghost town for much of the year.

The Chairman discussed despite the year that was due to COVID many good things were achieved in the year, against the odds:

- The celebration of our Club's 125<sup>th</sup> anniversary including the publication of the anniversary book "On a Winner".
- The sound progression of our Club's journey toward the stage 2 development approval.
- The completion of the amalgamation with the Castlereagh Club and the associated acquisition of the World Gym.
- The maintenance of membership numbers with good membership satisfaction rating.
- The adaptation of Club spaces and facilities responding to the COVID restrictions.
- The hosting of wonderful community events such as Go for Broke, RUOK day and our annual Children's charity Christmas breakfast, just to name a few.

The Chairman thanked the CEO, the Board and Members for their efforts in 2020.

[\(A full copy of the Chairman address is attached to these minutes\)](#)

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### APPROVAL OF ANNUAL REPORT & BALANCE SHEET

The Chairman requested that the Annual Report and Balance Sheet provided to members via the Club's website and through the Annual Report be approved as tabled and called for a mover and seconder.

**Resolution:** For the members to receive and approve the Annual Report, Balance Sheet and statement of accounts for the period ending 31 December 2020.

**Moved by** Len Goodfellow (55512)      **Seconded by** Thomas Hall (51196)

**Carried Unanimously**

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### APPROVAL OF AUDIT REPORT 2020

The Chairman requested that the Audit Report be approved as tabled.

**Resolution:** For members to receive and approve the Auditor's Report received for the year ended 31 December 2020.

**Moved by** Shand Swalding (16381) **Seconded by** Michael Sterndale-Smith (1104)



**Carried Unanimously**

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### **APPOINTMENT OF AUDITORS**

The Chairman requested that members approve KPMG as the Club's Auditors for the year ending 31 December 2021.

**Resolution:** For members to elect KPMG as the Club's Auditors for the year ending 31 December 2021.

**Moved by** Michael Sterndale-Smith (1104) **Seconded by** Roger Manning (2910)

**Carried Unanimously**

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### **RESOLUTIONS TO BE APPROVED BY MEMBERS**

#### **RESOLUTION 1: LIFE MEMBERSHIPS**

The Chairman put to the members to grant 128 members of the Club with 40 years continuous membership, Life Membership of City Tattersalls Club and asked for a mover and a seconder.

**Moved by** Shand Swalding (16381) **Seconded by** Brian Adams (3613)

**Carried Unanimously**

The Chairman thanked the members for the approval and congratulated the new life members of the Club.

[\(A copy of the listing of members receiving Life Membership is attached to these minutes\)](#)

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#### **RESOLUTION 2 – HONORARIUM**

To approve:

(a) The payment of the following honorariums to Directors of the Club (plus the superannuation contributions payable by the Club under legislation) for services as directors of the Club from the Annual General Meeting held in 2021 until the Annual General Meeting held in 2022:

(b) Such honorariums to be paid on a pro-rata basis if a Director only holds office for part of the term.

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(c) The Members acknowledge that the benefits in (a) above are not available to Members generally, but only for those who are Directors of the Club.

**Moved by** Michael Sterndale-Smith (1104) **Seconded by** James Chen (14721)

**Carried Unanimously**

### RESOLUTION 3 – EXPENSES

That the Members hereby approve:

(a) the payment or reimbursement by the Club of the following benefits to the Directors to support them in the performance of their office and duties:

- reasonable food and refreshments; parking; and communication and information technology;
- director education and training (including memberships) in connection with representation of the Club, or attendances (including with partner, where the Board deems appropriate) at events, professional conferences and seminars, or on study tours (including where the Board deems appropriate, internationally);
- reimbursement of out-of-pocket expenses reasonably incurred by a director in travelling between his or her usual residence or a place of work and the Club's premises for the purposes of attending any meeting of the Board or a Board Committee (including taxi fares and where appropriate and the circumstances permit, reimbursement for motor vehicle use on a mileage basis at the rates approved from time to time by the Australian Taxation Office as reasonable for taxation purposes; air fares; and overnight accommodation and associated expenses);

(b) The Members acknowledge that the benefits in (a) above are not available to members generally, but only for those who are Directors of the Club.

**Moved by** Brian Adams (3613) **Seconded by** Michael James (20255)

**Carried Unanimously**

### RESOLUTION 4 – RULE CHANGES

That the members approve to amend the Club Rules as set out in the 'City Tattersall's Club - Proposed Changes to Club Rules 2021' document provided to Voting Members with the 'Notice of Annual General Meeting' to be considered at the Annual General Meeting held on 25 May 2021.

**Electronic Ballot** – It is proposed to allow members to be able to elect a director by way of electronic ballot, in line with the advancements in technology and democratic practices around the world.

**Silver Members** –It is proposed to remove the class of Silver Member to streamline the classes of membership available. The remaining membership classes will be:

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Gold Member, Social Member, Life Member, Provisional Member, Honorary Member, Junior Member or Temporary Member.

**Perpetual Members** – It is proposed to allow the Board to offer a category of membership called ‘Perpetual Member’. This is not a separate class of membership, but rather a combination of membership classes which would allow a person to become:

- a Junior Member for such period of time until they become a Gold Member under clause 39A.5 of the Club Rules, and then remain a Gold Member until such time as they become a Life Member under clause 37.1(c) of the Club Rules; or
- a Gold Member until such time as they become a Life Member under clause 37.1(c) of the Club Rules

**Meetings of Members** – It is proposed to amend clause 21.1 of the Club Rules to clarify that meetings of members can be held at any two or more venues linked together by any technology which allows members to listen and to be heard. The wording used is more consistent with the wording used in constitutions currently being adopted by modern registered clubs.

**Resignation of Members** – It is proposed to amend clause 50 of the Club Rules to assist members to resign their membership without the need to display their names.

Member Michael Nolan raised a question about the document ‘City Tattersall’s Club - Proposed Changes to Club Rules 2021’ document provided to Members and whether it properly set out the proposed changes to enable members to properly consider the resolution.

After some discussion, the Chairman requested that members vote on the resolution and if any members considered that he/she had not been given the opportunity to properly consider it, he/she could vote against the motion.

**Moved by** Shand Swadling (16381)      **Seconded by** Brian Adams (3613)

**Carried Unanimously**

### **RESOLUTION 5 -- FITNESS CENTRE MEMBERSHIPS**

To approve complimentary Gym fees for their services provided to the Fitness Centre.

- Charles Anscombe
- Brian Hallett
- Brian Adams
- Matthew Kayrooz
- John Lawler
- Patrick McVicar
- Anthony Russo

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**Moved by** Roger Manning (2910)  
(16381)

**Seconded by** Shand Swalding

**Carried Unanimously**

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## **MATTERS FOR DISCUSSION AND FINANCIAL QUESTIONS**

There was one (1) letter highlighting various matters for discussion received from

- Mr Michael Nolan.

There was two (2) letters highlighting various financial questions received from

- Mr John McCreanor
- Michael Nolan

The CEO addressed the questions raised by Mr John McCreanor and by Mr. Nolan via a written response, which was included in the presentation to all members.

A Copy of the CEO's response are attached to these Minutes.

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## **CEO REPORT**

The Chief Executive Officer presented his report to members in line with requirements under the CTC Rules.

Hard copies of the CEO's presentation were issued to all members present a copy of such presentation was uploaded to the website.

[\(A copy of the CEO's Presentation is attached to these minutes\)](#)

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## **FINAL QUESTIONS AND COMMENTS**

Member Claudia Strohmeier (72739) noted the state of Segars Ballroom and questioned the status of the dance club over the development stage.

Member Don Mould (17628) noted that in planning the new clubhouse regard should be had to the views of younger members and potential members.

Member Steve Warren (4351) wanted to congratulate the Board and CEO for the way they have managed the Club in a very challenging year.

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**AMALGAMATION OFFERS RECEIVED**

The CEO noted in the previous 12 months, the Club has received an expression of interest from:

- Barracks on Barrack
- 

**GENERAL BUSINESS**

There being no further matters for business the Chairman declared the 125th Annual General Meeting Closed at 7:20pm.

End of Minutes.

A handwritten signature in black ink, appearing to read "Patrick Champion". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Patrick Champion

**Chairman of the Board**