



VETERAN WOMEN GOLFERS' ASSOCIATION OF NSW INC.

Minutes of the 2015 ANNUAL GENERAL MEETING

held at: Bass Suite, Level 2, 99 York Street, Sydney

Friday, November 15, 2015

- President, Lyn Walker (Bonnie Doon) declared the 66th Annual General Meeting (AGM) open at 10.32am and welcomed those present. She reminded everyone to ensure they had signed the attendance book.

Proxies were handed out to delegates first and any remaining went to observers.

The President clarified that each delegate could have 2 votes – their own plus a proxy as per Rule 5.3 of the Constitution.

Applicable voting cards were handed out and the President explained how and when they were to be used for voting. She reaffirmed the voting entitlements of delegates, observers and proxy holders.

Notice of Meeting

The President reported that all delegates had been notified by the Secretary, in a letter dated October 16 2015, of the notice convening the 2015 AGM, setting out the date, time, location and the agenda. These were taken as read.

Moved: J Brown (Long Reef), Seconded: L Brown, (St Michael's).

- **Apologies (*Attachment 1*)**

Read out by the Secretary, J Brown. Further apologies were called from the floor and noted.

Moved: L Paradine (Castlecove), Seconded: S Leyshon, (Wakehurst)

- **Correspondence**

- B Everett (dated 9 November, 2015) re: clarification on motions, financial expenditure, Mabel Mackenzie Brooch and 2014 AGM Minutes.(held over to general business)

- B Everett (dated 6 November, 2015) re: irregularity in motion 2, 2014 AGM and handling of proxies (held over to general business)

- R Travers (Solicitor) (email 10 October, 2015) re: advice received on constitutional process and rectification of irregularities.

- B Treloar (Moree) (email 2 October, 2015) re: 3 year membership fee (held over to general business)

- B Everett (dated 2 September, 2015) re: inconsistency with 2014 draft minutes (held over to Item 6)

Moved: J Brown, Seconded: A Poulter (Warringah).

- **Number of delegates and observers present (*Attachment 2*)**
A total of 38 members were present and entitled to vote, 26 delegates (includes 2 committee), 7 observers and 5 other committee members.
- **Proxies (*Attachment 3*)**
Total of 36 proxies received. As 2 were unsigned, these were invalid. Proxies were distributed in order of receipt. Six proxies were unable to be distributed. The President noted that the committee are unable to accept a proxy in 2015 as they have their own voting entitlement.
- **Minutes of the 2014 Annual General Meeting**
Minutes of the 2014 Annual General Meeting were circulated by post to delegates 6/5/2015.
These minutes were assumed as read and delegates were requested to bring their copy to this meeting. However, copies were available if needed. L Walker asked if there were any corrections to 2014 AGM minutes.

The Secretary read B Everett's (immediate Past President and Life Member) letter (02/9/2015) who felt 'that the minutes in their current form are unacceptable and should be retyped as per further draft minutes enclosed with (her) corrections in red'.

According to rule 12.6 in the Constitution, the Secretary is responsible for the minutes and these are approved or amended by the meeting. The President is responsible for amending the draft minutes, not rewriting and submitting as the correct record of the meeting.

The President, L Walker addressed the 'matters in dispute' in the minutes of the 2014 AGM.

- Minutes of 2013 Special General Meeting were approved as a separate meeting. There is no need to refer in 2014 AGM.
- Breakdown of number in attendance and proxies to be amended
- Amend reference to 'non delegate members' to read 'observers'
- Reference to Virginia Hewitt as Membership Registrar on General Committee to be deleted.
- Headings not in agreement with Agenda paper: not a concern
- All references to B Everett to be corrected throughout document.
- Club reference is to only to be entered on first occasion mentioned not throughout document.
- Attachment numbers to be added to annual report section
- Inconsistency of reference to L Walker: not a concern
- Duplication of J Lynch (Nelson Bay) to be deleted in attendance list
- Amend reference to N Cullen to read Y/Comm

F Butcher (Carnarvon) noted the overtones on the committee should be happy, just get on with the work and corrections made if needed.

The President, moved to accept the 2014 minutes with the above amendments noted. It was carried unanimously. L Walker noted that if the immediate past president did not consider it appropriate to sign the 2014 minutes due to them still being incorrect, then she is prepared to sign as the Public Officer at the date of the meeting.

There was no business arising. L Walker will advise B Everett of the outcome.

- **Annual Reports**

- (a) President's Report (L Walker) (**Attachment 4**)
Moved to accept: E Donohoe (Bonnie Doon), Seconded: L Paradine
Secretary's Report (J Brown) (**Attachment 5**)
Moved to accept: J Brown, Seconded: S Kercher (Bayview).
Tournament Report (J Parsons) (**Attachment 6**)
N Cullen (Lakeside) read Report in J Parsons (North Ryde) absence.
Moved to accept: N Cullen, Seconded: Y Lavers (Campbelltown)
Membership Report (V Hewitt) (**Attachment 7**)
Moved to accept: V Hewitt, (Woollooware) Seconded: G Steele (Warringah)
All reports were accepted and carried.

- **Treasurer's Presentation of Financial Report and Balance Sheet**

The Financial Report and Balance Sheet for the year ending June 30, 2015 had been sent to delegates with the 2015 agenda paper. The Treasurer, N Cullen presented the 2015 report which showed a loss of \$16,929.86 compared to 2014 loss of \$5,934.42. She addressed the reason for this loss and asked for questions from the floor.

- * L Brown queried the rent increase
- * M Pacitti (Randwick) noted the increase in tournament costs - green fees, trophy costs. She enquired whether the increase was due to increased fees or more participation from members.
- * T Sweeney (Northbridge) suggested that we could look into increasing the annual subscriptions to possibly \$5.00 in 2016.

N Cullen also tabled a comparison chart which indicated the profit and loss for the period 2007 -2015. It was noted the association had reduced its balance by approximately \$4,000 over the period and that there was a similar loss in 2009 of \$16,491.43.

The President noted that she was extremely concerned at the loss, particularly in her first year of office, but, after meeting with the auditors was assured that several journal transfers had been initiated in 2015 that adjusted stock levels to current stock in hand and now presented a true reflection of the financial affairs of the association. Action has also been taken to record stock such as merchandise, lapel pins, 80-90 and hole-in-one badges in appropriate categories. Stock in hand has also been reduced. She congratulated N Cullen for her comprehensive financial report and explanation of the loss to the delegate's satisfaction.

- **Entrance fees and Annual Subscription**

Committee recommended that there be no change in the fees in 2016 but asked for approval for a small increase in 2017. Some discussion followed and the general consensus was agreement on annual subscription increase from \$3.00 to \$5.00.

- **Insurance**

Currently insurance includes an office business pack with Local Community Insurance (LCIS) at a cost of \$925 and a Public Liability and Volunteer Workers cover with LCIS for \$2491.30. Approval was sought to pay a total of \$3416.30 for these policies.

Moved: N Cullen, Seconded: S Leyshon. Approved unanimously.

L Walker asked for a show of hands on whether the members were happy for the committee to approve insurance issues as it was not a constitutional issue and therefore didn't need AGM approval. Discussion ensued with P Waugh (Monash) suggesting that we contact Fair Trading for guidance and D Young (Leonay) suggesting that we check with Golf Australia re liability coverage whilst on the golf course.

L Brown suggested that insurance should stay on the AGM agenda so that questions and suggestions could be offered to try and reduce the high cost. All agreed.

- **Notices of Motion**

The President called for 2 scrutineers to be appointed. V Hewitt and S Kercher (Bayview) nominated and were elected unopposed. The Public Officer, V Hewitt reaffirmed the voting entitlements of delegates, observers and proxy holders.

The President thanked L Paradine and V Hewitt for proofing the constitution once again and remarked that she has a due diligence to the association to ensure the constitution is correct as intended at the 2013 Special General Meeting. Passing motions relating to rule 4.4 and 11.6 plus typographical errors will return the constitution to what was intended.

- **Rule 4.4**

Amend – Add “an Ordinary” delete “a” before "member".

Proposed: L Walker Seconded: V Hewitt Oct 1, 2015

Intent: A life member cannot hold an executive position on the committee

Vote: 60 for 2 against – Carried.

Rule 4.4 will now read: *“An Honorary Life Member shall be entitled to all the rights and privileges of an ordinary member”.*

- **Rule 11.6**

Amend - Delete “an Ordinary” and add “a” before member.

Proposed: B Everett (The Lakes), Seconded: D Tyrell-Miller (Howlong) 29/9/15

Intent: To allow for the committee member appointed membership registrar to hold an executive position.

Vote: 59 for, 1 against – Carried

Rule 11.6 will now read: *“At the first committee meeting after each Annual General Meeting the committee shall appoint by majority a member of the committee to be the Membership Registrar”.*

- **11.1, 11.2, 11.5**

Delete “other” where it appears before “Ordinary”

Proposed: B Everett (The Lakes), Seconded: D Tyrell-Miller (Howlong) 29/9/2015

Intent: To tidy up grammar.

Vote: 59 for, 1 against – Carried.

- **Rule 11.2**

Add after first sentence: “An Office Bearer shall not be eligible to hold more than 1 of the named offices at any one time”.

Proposed: D Tyrell Miller (Howlong), Seconded: B Everett (The Lakes) 29/9/15

Intent: To restrict committee members to hold only one position on committee.

L Walker said that discussion at a committee level on 14/10/15 had thought the motion was restrictive and that provided there was no conflict of interest there shouldn't be a problem.

L Brown suggested that since the members of the committee were prepared to accept more than one position they should be allowed to.

Vote: For – 16, Against – 50.

75.7% against – therefore motion was defeated.

Rule 11.2 will remain as intended in the constitution.

It should be noted that neither B Everett nor D Tyrell-Miller was present at the meeting to discuss their proposed motions. Apologies had been received and a nominee appointed.

- **Rule 11.3**

Replace the word “one” with “two”.

Proposed: V Hewitt, Seconded: L Walker. 1/10/15

Intent: Current constitution states that 1 committee member per home club, this asks for a 2 per home club to be allowed.

F Butcher (Carnarvon) spoke for the motion.

P Oliver (Chatswood) said this had been done in the past.

Vote: For- 55, Against – 6. Carried.

Rule 11.3 will now read: *"Notwithstanding any other provision of this constitution there can be no more than two (2) committee members from each Home Club at any one time"*.

- **General Business**

- Committee recommendation to delete the winners of each of the 14 Golf NSW districts in the Mabel Mackenzie Brooch competition from 2016. Prizes are currently \$10.00 each.

L Paradine, co-ordinator of the Mabel Mackenzie Brooch, gave a brief outline of the competition and the reasoning to bring the Mabel Mackenzie prizes in line with the Challenge Brooch and Country Championship competitions.

N Cullen commented that spoons had been given to the district winners in the past. Spoons were replaced by a \$10.00 voucher and in 2015 the voucher was replaced by a combination hat clip and pitch repairer.

M Pacitti (Randwick) wanted to know if we had asked country members what they wanted.

B Everett objected and her reasoning noted in correspondence dated 9 November 2015.

The President asked for comments from each of the country delegates present and all agreed that it seemed appropriate to bring the prizes in the three competitions in line. Perhaps the prize money could be allocated to the Association winners. L Walker agreed to seek comments from country delegates through 'VetsNews'.

- Moree Lady Vets proposal (correspondence 2/10/15) to have a 3 year membership fee for \$10 or similar, as decided from time to time by the committee. Proposed: B Treloar (Moree) October 2, 2015.

V Hewitt (Vice President) had attended the Moree tournament in September and the delegate told her she was battling to collect \$3 every year from members as they travelled a lot to play their golf and that it would be simpler to administer as they did not have their own bank account.

A Poulter said she collected payment at the beginning of the year – a year in advance.

N Cullen asked that the 3 year membership proposal be referred back to the committee.

- Correspondence B Everett (6/11/15). The Secretary read the correspondence.

- **Motion 2 - Incorrect Ruling**

The President noted B Everett's concerns and agreed that an incorrect ruling had been made at the 2014 AGM. Motion 2 regarding increasing the age requirement for the Senior Veteran Division from 65 to 70+ years and renaming from "Senior" to 'Super' should have been passed by simple majority not the 75% requirement. The committee had discussed the ruling irregularity at its meeting on 8 July, 2015 but had decided not to revisit at the 2015 AGM. As this is not a constitutional issue the matter is referred back to the committee for amendment in the 2017 program.

- **Proxies**

The President agrees with the 'inherent difficulties' in the handling of proxies under the constitution. Both L Walker and F Butcher commented that all proxies had been counted prior to the 2013 AGM. Advice had been taken at that time from our solicitor, Ray Travis who explained the correct procedure at the meeting and this had been implemented in 2014 and 2015.

L Brown (St Michael's) said that proxies always cause chaos.

K Temple (Pennant Hills) commented that maybe voting might have changed if all proxies had been counted. She suggested an explanatory note should be sent on the proxy voting procedure.

L Walker noted the above and referred to her earlier comments when the proxies this year had been dated and distributed as per receipt and the non-allocation to committee members.

It was decided not to proceed with further discussions with our solicitor but to notify delegates to get their proxy vote in early to ensure their club's vote is not disenfranchised.

- **Discussion of correspondence from B Everett (dated 9 November, 2015)**

The Secretary, J Brown, read out the mail verbatim (as requested).

- The intent and reasoning for motions regarding 11.1, 11.2, 11.5 and 11.6 were considered prior to voting earlier.
- Expenditure increases were addressed by the treasurer in the financial report and areas of concern noted for discussion at committee level.
- Mabel MacKenzie brooch – comments noted in discussion earlier.
- 2014 AGM minutes – concerns noted earlier in business arising.

- **Election of Office Bearers and Committee**

As no further nominations for office bearers and committee members were received those who had nominated were elected unopposed.

President:	Lyn Walker	Bonnie Doon
Vice President:	Nancye Cullen	Lakeside
Vice President:	Virginnia Hewitt	Woolooware
Secretary:	Jenni Brown	Long Reef
Treasurer:	Nancye Cullen	Lakeside
General Committee:	June Moore	Wollongong
	Lesley Paradine	Castle cove

Jacky Parsons
Geraldine Steele
Pat Ellis (Life Member)
Vana Mutton

North Ryde
Warringah
Bondi
Manly

Nominations for committee from the floor were called. No further nominations were received.

The President presented Virginia Hewitt with her Vice President's badge and welcomed Vana Mutton onto the committee and presented her with her committee badge.

The President thanked everyone for their attendance and apologised for the long meeting.

However, she felt that the lengthy discussions had been meaningful and that input was always worthwhile to centre the committee on taking the association into the future.

Meeting closed at 1.10pm

2016 Annual General Meeting will be held on Friday, 11 November 2016.

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President - L Walker

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Date