



2024 NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Fifty Second Annual General Meeting of Kingscliff Bowls Club Limited (ABN 44 001 035 472) will be held at the Club premises, Marine Parade, Kingscliff on Sunday 27 October 2024 at 9.00am DST.

AGENDA

1. Receive apologies.
2. Confirmation of the Minutes of the previous Annual General Meeting held 29 October 2023.
3. Receive and consider the Annual Report of the Board of Directors. (Directors Report)
4. Receive and consider the Balance Sheet, Profit & Loss Statement and the Report of our Auditor for the Year Ending 30 June 2024. (Financial Report)
5. To deal with any business of which due notice has been given.
 - Ordinary Resolutions 1 – 10
 - Special Resolutions
6. To elect the Directors to hold office in accordance with the Constitution or in the event of paragraph (e) of Rule 58 applying, to declare the result of the election of Directors to hold office in accordance with the Constitution, and if necessary, elect further Directors from the floor to fill any vacancies if required.

NOTE:

1. Any questions relating to the Financial Statements for the Year Ending 30 June 2024 shall be in writing and in the hands of the General Manager, seven days prior to the date of the Annual General Meeting.
2. Polling Day's for the election of the Board of Directors will be held on Wednesday 23 October between 8.30am – 9.30am, Thursday 24 October between the hours of 11am – 1pm, Friday 25 October between the hours 5pm – 7pm & Saturday, 26 October between the hours of 10am - 1pm.
3. Full copies of the Annual Report and meeting reports, including the Ordinary & special resolutions will be available on the Club's Website – www.kbbc.com.au by following the links provided. Hard copies are available free of charge from our reception or can be provided via email on request. (as per the Corporations Legislation Amendment Act 2007)

By Order of the Board

P.L Kelly

A handwritten signature in cursive script that reads "Phil Kelly".

General Manager, ACCM



Notice to Members

Notice is hereby given that nominations to hold Office as a Director of Kingscliff Bowls Club Ltd will be open from Thursday 19 September until 3pm Monday 30 September 2024.

All financial members interested in holding office must meet the requirements as per our constitution and must have attended the Pre-Nomination workshop held by the Club on the 20 May 2024.

Nomination forms will be provided to each eligible financial member who have attended the compulsory Pre-Nomination Workshop in June conducted by the Club. Nomination forms must be completed and returned to the General Manager by 3pm Monday 30 September 2024.

All positions will be declared vacant at the Annual General Meeting to be held on Sunday 27 October and the following positions must be filled by ballot as per our constitution.

1 x Chairman

1 x Deputy Chairman

5 X Directors

All nominations that meet the requirements of the constitution will be displayed on the notice boards for all members to read, nominations will be displayed in order as the date received by the General Manager. When nominations close, the Returning Officer (if required) will conduct a Ballot draw and then all nominations will be displayed in Ballot order. All nominees will be invited to the ballot draw. The Ballot draw will be conducted by the returning officer on Tuesday 1 October at 10am in the Clubs Board Room. Voting to commence from Wednesday 23 October as per the AGM Meeting notice.

By Order of the Board

P.L Kelly

Phil Kelly

General Manager, ACCM

ORDINARY RESOLUTIONS 1 - 10

FIRST RESOLUTION

That the members hereby approve the following benefits:

That in respect of a half day's duty by volunteers for the Club each shall be entitled to two (2) standard refreshments deducted from the appropriate section's accounts.

SECOND RESOLUTION

That the members hereby approve the following benefits:

That in respect of a duty by volunteers for the Club extending through their regular mealtime each shall be entitled to a light meal from Cafe deducted from the appropriate section's accounts.

THIRD RESOLUTION

That the members hereby approve the following benefits:

- (a) That all Directors who attend a Directors' Meeting and all Committee members who attend Committee Meetings shall be entitled to two (2) standard refreshments at the conclusion of each Board Meeting/Committee Meeting as the case may be;
- (b) That in the event that a meeting of the Board of the Club extends beyond their regular mealtime then each Director attending that meeting shall be entitled to a light meal from Cafe;
- (c) That in the event that the Kingscliff Women's Bowling Club Management Committee, Kingscliff Bowls Club Management Committee extends beyond their regular mealtime the members of the Committee attending that meeting shall be entitled to a light meal from Cafe to be deducted from each relevant section's accounts.

FOURTH RESOLUTION

That the members approve that Directors and representatives of the Kingscliff Women's' Bowling Club, the Kingscliff Bowls Club be entitled to reasonable out of pocket expenses when carrying out their duties in relation to the club to be deducted from the appropriate section's relevant accounts.

FIFTH RESOLUTION

That each member of the Board of Directors be supplied with Director's attire, which consists of a shirt /trousers /skirts /blouse.

SIXTH RESOLUTION

Each volunteer engaged in raffle or miscellaneous promotional duties (barefoot bowls) on behalf of the Club Ltd shall be entitled to two (2) standard refreshments.

SEVENTH RESOLUTION

That the members approve a Christmas Cheer of meals and refreshments to Kingscliff Women's' Bowling Club, Kingscliff Bowls Club and the Board of Management of Kingscliff Bowls Club Ltd to be deducted from the appropriate section's accounts.

EIGHTH RESOLUTION

That the members approve the following honorariums on a pro rata portion as applicable to each of the members of the Kingscliff Bowls Club Ltd. Board of Directors who hold office in the year 2023 / 2024:

a)	Chairman	\$7,000
b)	Deputy Chairman	\$5,000
c)	Directors	\$4,000
Total		\$32,000.00

NINTH RESOLUTION

That the members approve the following honorariums on a pro rata portion as applicable to each of the Management Committee members of the Kingscliff Women’s Bowling Club, Kingscliff Bowls Club who hold office in the year 2023/2024 deducted from the appropriate section’s accounts.

Kingscliff Women’s Bowling Club

President	\$1000.00
Vice President	500.00
Secretary	800.00
Ass/ Secretary	200.00
Treasurer	400.00
Match Committee x 3	300.00
Selectors x 3	300.00
Umpire x 5	200.00
Total	\$5700.00

Kingscliff Bowls Club

President	\$1300.00
Vice President	500.00
Secretary	1200.00
Ass/ Secretary	300.00
Treasurer	800.00
Match Committee x 3	300.00 each
Selectors x 3	300.00 each
Umpire x 8	200.00 each
Total	\$7500.00

TENTH RESOLUTION

That the members approve the appointment of WCA Audit & Assurance Services Pty Ltd as the Club’s Auditor.



MINUTES OF THE 51ST ANNUAL GENERAL MEETING
KINGSCLIFF BOWLS CLUB LTD
HELD IN THE CLUBHOUSE ON SUNDAY 29TH OCTOBER 2023

- Meeting opened:** 9am
- Present:** Fifty (50) Members present, as per Attendance Register.
- Guests:** P.L. Kelly (General Manager), M. Booker (Finance Manager), A. Alder (Minute Secretary), M. McNamara (Club Auditor), R. Breen (Chairperson), P. Perkiss (Deputy Chairperson), B. Butler (Director), K. Forster (Director), L. Gillespie (Director), B. Lamb (Director) & J. O'Connor (Director).
- Chairman:** Ray opened the meeting by welcoming the members and the Board of Directors and acknowledged Life Members and Patrons; Patrons; Laurel Willoughby (Life Member), June Scott, and Paul Crompton (Life Member) and Life Members; Elsie Claybourn, Marion Gardner, Barbara Mirls, Maisie Lincoln, Ross Julius (apology) and Laurie Gillespie with a special welcome.
- He welcomed guests including Marty McNamara (Club Auditor), Phil Kelly (General Manager), Mark Booker (Finance Manager) and Ali Alder (Minute Secretary) followed by a welcome to his Board of Directors and new members attending their first AGM.
- Ray notified members of apologies and called for any further apologies from members unable to attend.
- Apologies:** D. Millar, B. Butler, R. Butler, A. McNamara, F. McNamara, G. Dean, R. Liddington, M. Dickson, B. Dickson, B. Jack, C. Byrne, R. Julius, P. Jones and T. King.

Chairman:

Confirmation of the minutes of the 50th Annual General Meeting held in the Clubhouse on Sunday 16th October 2022.

Moved: Glenn Searle #280

Seconded: Jenny White #588

Carried

Business arising: No business arising.

Ray called upon Club Auditor, Marty McNamara, to offer a brief outline of the Financial Statements.

Marty greeted the members and advised that he was Graeme's replacement upon Graeme's retirement.

Marty advised members that he would highlight some areas from the audit and financial reports. Marty acknowledged that the Club had generated a profit in what was a tough economic year, also considering the introduction of the cashless gaming cards and how they will affect the Club. Marty advised the operating of the Club has increased, with more people into the Club helping with the bottom line.

Marty continued, advising that the Balance Sheet was a key area and shows that the Club is in a strong net asset position and that the Net Tangible Asset (NTA) ratio is very strong and they are comfortable with the Club being able to operate over the next 12 months. Marty highlighted the Club's ability to generate cash profit and high cash flow, increasing the Club's bank balance.

Marty advised that, in their opinion, the audit reports show that the Club's financial reports give a true and fair view of the Club's financial position as at 30th June 2023 and complies with all accounting standards.

Receive and consider the Annual Report of the Board of Directors (Directors Report) and the report of our Auditor being the Financial Reports for the year ending 30th June 2022.

Moved: Peter Murphy #319

Seconded: Robyn Wickbold #723

Carried

Business arising: No business arising.

Resolutions: **The Ordinary Resolutions 1-10 were presented to the Members for approval by a show of hands.**

Moved: Kel Greenbank #286

Seconded: Paul Crompton #424

Carried

Special Resolution No.1: Ray reiterated to members that, in nominating a member for Life Membership, a process must be followed. Firstly, nominations must be presented to respective Bowls Sectors, followed by presentation to the Board. The Board evaluates the nomination against pre-set criteria. In the past, the Board would make the decision regarding approval, however, the Board decided to place the decision with members.

Ray invited Jenny Greenbank to speak on Special Resolution No. 1, the consideration of member, Maureen James, for Life Membership of Kingscliff Bowls Club Ltd and asked Maureen to leave the room.

Jenny greeted all members and acknowledged that Maureen was a fabulous member of the Club. Jenny advised members that Maureen began her bowling career in 2005 at Ocean Shores before transferring to Kingscliff in 2015, beginning an incredible journey as a Club volunteer. Jenny acknowledged that Maureen's contributions to KWBC could best be described as three-fold: as a player and a mentor; an umpire and umpire educator; and a Management Committee member. In addition, Jenny acknowledged Maureen's successful bowling career advising that Maureen had won numerous championships at both Club and District level. In 2014, 2015 and 2016 Maureen won the Pairs Championships, and the District Senior Pairs in 2023. Maureen was successful in the Club Triples Championships in 2015, 2016, 2017, 2019 and 2020 and in 2016 was awarded the Club Ladies Champion Bowler of the Year award. Maureen has also achieved success in the Club Fours. In 2015, Maureen was a member of the Grade 3 Pennant team and a member of the Grade 2 Pennant team in 2016 and 2018, and, in 2022 represented the Club in Sydney at the State Pennant Finals (Grade 2).

Jenny acknowledged that, in addition to her bowling accolades, Maureen goes above and beyond in supporting new bowlers and less-experienced bowlers by including them in her team when attending gala days and tournaments, both within the Club and at District level. Participation and encouragement have always been a strong motto of Maureen's throughout her bowling career, always being the first to offer support, help and offer advice, and seek nothing in return.

Jenny advised members that Maureen began umpiring in 2006 whilst a member at Ocean Shores and has continued non-stop in this role, umpiring at Club, District and State level, and assisting the KBC, when requested. Maureen is an Umpire Educator for the northern area and has recently been recredited for a further 4 years after many hours of preparation, examination, and expensive travel throughout the District in a voluntary capacity. Maureen is the go-to person members seek out when there is a query about the 'Law of Bowls'.

Jenny continued, recognising Maureen's position of Secretary on the KWBC Management Committee since her appointment in 2017 with her work extending far beyond the role description. In addition to the role's duties, Maureen is first to volunteer to do many extra jobs within the Management Committee including preparation for gala days, tournaments, presentation days and Christmas functions as well as the printing of certificates and photographic records. During the first COVID lockdown, Maureen took it upon herself to begin a weekly email to KWBC members to maintain contact and to keep them updated sharing Club news, birthdays and general information. Maureen continues to distribute this weekly email to this day.

Jenny acknowledged how fortunate the Club is to have a volunteer of such calibre, where nothing is too much trouble and always done with a smile and positive manner. Jenny reiterated that Maureen's many contributions to the Club are immeasurable and it is for these reasons that Maureen is put forward for consideration of Life Membership of Kingscliff Beach Bowls Club. Jenny asked members to look favourably on the nomination.

Special Resolution No. 1 was presented to the Members for approval by a show of hands or ballot. Members chose to vote by a ballot.

Members were issued with a voting card and Ray reminded members that only Bowling members were permitted to vote.

Peter Murphy, Phil Perkiss and Mark Booker collected votes and left the room to count votes.

Ray called for Peter Murphy (Returning Officer) to advise results of vote.

Votes counted: 49

Yes: 24

No: 25

Failed by 51%

Maureen thanked Jenny and Margaret for the nomination as well as the KWBC Management Committee and encouraged all members who can offer a service to the Club to do so at the best of their ability.

Special Resolution No.2: Ray Breen invited Jack Curran to speak on Special Resolution No. 2 regarding the announcement of voting numbers of ballot results.

Jack advised that, after voting and attending the 2022 AGM, he was perplexed that after the winning candidates were presented that the numbers weren't published, thinking this was an important part of the democratic process and that members should know what candidates won or lost by. Jack stated that he has been a member of many clubs over the years and has never come across a situation where secrecy is observed in that the voting numbers were concealed from the members. Jack advised that he was unsuccessful in his approach to the committee in getting the numbers released and sought the Constitution to identify what it stated in relation to voting. Jack stated that he discovered Rule 58 (E) (xiii) 'The Returning office is to present the Election Declaration to the members, which will include the votes each candidate has received as per their Election Declaration report. This information is to be presented as part of the returning officers report to the members' and Rule 58 (E) (xiv) 'The returning officers Election Declaration report is to be displayed on the Clubs Official

Notice Board for One (1) calendar month after the ballot results have been presented to the members'. Further, Jack stated that the Board needs to appoint a Returning Officer to take charge of the ballot and that not less than two (2) Assistant Returning Officers that act as scrutineers. Furthermore, Jack advised that the role of the Returning Officer is to supervise the counting of the votes and report the result of the ballot at the AGM, stating that it doesn't say part of the result or report selectively what they think the members need to know. In Jack's opinion, he believes this to mean the full result of the ballot and the numbers polled by each candidate, which did not occur last year. Jack contends that the existing provisions of the constitution require the Returning Officers to present the result of the ballot to the AGM which is the result of the voting so that all members can see what the numbers are. Jack acknowledged the argument that candidates may be embarrassed or disheartened if the result does not go their way, but the other side of the coin is democracy and part of that is finding out how a candidate polled so that they may decide to stand again and the numbers may influence that decision. Jack stated that he maintains that the existing constitution does require the results to be reported but the existing system of secrecy is legally flawed and the Returning Offices have a duty under the constitution to report to the members the result of the ballot.

Phil rebutted Jack's claims that, in the constitution, the Returning Officer and the scrutineers were withholding information as incorrect stating that the constitution is very clear: you have to declare the ballot, and that is what this Club has done for many years. Phil advised that the Club had received legal advice from Club lawyers and that the constitution states that the Returning Officer must declare the result of the ballot of those who are elected, not declare the numbers. Jack refuted, and stated that this did not occur at the 2022 AGM. Phil called upon Peter Murphy, Returning Officer, and asked him to advise what he reported at the 2022 AGM. Peter stated that he reported the results of the ballot to the members. Jack apologised but insists that the full result (voting numbers) was not reported; objecting and protesting that the reporting of voting numbers should be reported as part of the result. Peter stated that that is Jack's interpretation of the rule; it is not what it says.

Phil asked the members if anyone would like to speak, either for or against. Peter Curran acknowledged that

Jack is a qualified lawyer and barrister for many years and respects his legal opinion and requested that the discussion moves on and members vote. Robyn Wickbold advised that she was one of the scrutineers last year and the decision was made, after the counting of the votes and the variation in the voting numbers that were polled for different candidates that, to 'save embarrassment', to not release the voting numbers. Furthermore, Robyn advised that, if members and candidates wanted to know the numbers, they were readily available from Phil and Ray, they weren't told that they couldn't get access to the voting numbers. Glenn Searle stated that he was on the ballot and was told that the numbers could not be advised. He advised that he now knows how and where he ran and believes that knowing this is important to know to move on, a part of natural justice, and how a Club should run being open and honest. Glenn believes that the Club should publish the voting numbers so that candidates know where they stand and how the members feel, and, in turn, respect the vote.

Special Resolution No. 2 was presented to the Members for approval by ballot.

Members were issued with a voting card.

Ray called for Peter Murphy (Returning Officer) to advise results of vote.

Votes counted: 50

Yes: 33

No: 17

Failed by 66% (4 votes)

General Business:

Ray thanked all of the members, Club's volunteers, the Board of Directors, and thanked and acknowledged Phil's foresight with the renovations and his day-to-day achievements with the Club.

Ray acknowledged and thanked Eileen Taylor, Maisie Lincoln, June Scott and the late Mary Brown for their many years of volunteering and selling raffle tickets for the Club.

Phil stated that the Club had recently completed Stage 1 of the gaming room refurbishments and Stage 2 had

started with the ceiling and air conditioning. Phil advised that from Monday 20th November, the main gaming room refurbishments would commence including carpets, paint and wall works. The gaming room will be closed on Monday and the alfresco area will re-open on Tuesday with the hope that the works will be finished on Friday 24th November. Phil advised that the investment into the refurbishment includes \$70,000 for the air-conditioning unit and \$350,000 from cash flow into the renovation program.

June Scott congratulated Phil and the Board for the wonderful job they are doing and the beautiful club that has been provided to the members, members should be very appreciative of their efforts.

Peter Curran asked if the Board, given the voting numbers in Special Resolution No. 2, in favour but not reaching 75%, intended or would consider publishing the full results (including voting numbers) of any future ballots. Ray advised Peter and Jack to send a letter to the Board with their request. Phil advised that the Board had no issue with the process, which was explained to Jack, and would discuss and consider whether a By-Law change is appropriate.

Peter Curran thanked the Board and Phil for the great job they have done.

Phil advised that Annual Reports are available from Reception but noted that from next year, the Annual Report will no longer be available in print form (book), they will be available on the website or printed on request from Reception.

Ray acknowledged and thanks Robyn Wickbold and Paul Crompton for the wonderful job they have done as Presidents of their respective sections, advising that they would both be stepping down from their positions this year and wishing them the best in their future endeavours.

Closing:

With no further business to discuss, Ray thanked the members for their attendance. Ray advised members that morning tea and refreshments would be available in the main lounge.

Ray declared the meeting closed.

Meeting closed:

9:45am

Signed: As a correct record of the Meeting

Chairman: R. Breen

General Manager: P.L. Kelly

Date: 29th October 2023