



NORTH EPPING RANGERS SPORTS CLUB INCORPORATED

61st ANNUAL GENERAL MEETING

Minutes

for the 61st Annual General Meeting, to be held on Sunday, 3rd December, 2023,
at North Epping Bowling & Community Club (132 Boundary Road, North Epping).

Meeting scheduled to start at 3:00pm

A quorum being present, the meeting started at 3.12pm.

1. Attendance

Recorded by the Secretary

Apologies

Emma Willmott, Steve Colquhoun, Jacqui Carlyle-Hoggan, Sara McCracken

2. Confirmation of the minutes of the 60th Annual General Meeting held on 4th December 2022

Craig Denyer moved and Matt Walker seconded that the minutes of the 2022 AGM be accepted as read.

Carried.

3. Business arising from the 2022 minutes

There were no matters arising from the 2022 minutes.

4. Receipt and adoption of the Annual Report / Financial Report and Auditor Appointment

Craig Denyer moved and Matt Walker seconded that the Annual Report and the Financial Report (as reviewed by the Club's Auditor) and as circulated, be received and adopted.

Carried.

5. Acceptance of nominations and election of officials of the Club, the convenors, and the ordinary members of the Management Committee for 2023

With the current Committee in place until the conclusion of the AGM, and considering there being no other nominations for President, Craig Denyer remained in the chair

With reference to the Rules of the NER Sports Club Incorporated, rules 13 (2) and (3) state that “Subject in the case of the first members of the Management Committee to section 21 of the Act, the Management Committee shall consist of – (a) the officials of the Club; (b) the convenors; and (c) 3 ordinary members.” and “The officials of the Club shall be – (a) the president; (b) the vice-president; (c) the treasurer; and (d) the secretary.”

Rule 14 (1) states that “Nominations of candidates for election as officials of the Club, as convenor, or as ordinary members of the Management Committee – (a) shall be made in writing, signed by two (2) members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and (2) shall be delivered to the secretary not less than fourteen (14) days before the date fixed for the holding of the annual general meeting at which the election is to take place.”

The following nominations were received by the prescribed date, with consent included from the relevant nominee:

Position	Nominee	Proposer	Second
President	Craig Denyer	Nicholas Denyer	Charley Clements
Vice-President	Matthew Walker	Benjamin Heard	Reinis Grauds
Secretary	Kristen DeGioia	Matthew Walker	Reinis Grauds
Treasurer	Benjamin Heard	Matthew Walker	Reinis Grauds
Football Convenor	Greg Friend	Matthew Walker	Eldon Wessels
Netball Convenor	Katrina Barnett	Matthew Walker	Benjamin Heard
Tennis Convenor	Kathy Fahim	Matthew Walker	Craig Denyer
Ordinary Member	Greg Bell	Greg Friend	Reinis Grauds
Ordinary Member	Steve Colquhoun	Greg Friend	Frank Da Luz
Ordinary Member	Karen Michie	Grace Michie	Craig Denyer

Rule 14 (4) states that “If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected”.

There being only one nomination received for each position, all positions were therefore deemed to be elected.

Craig Denyer thanked the outgoing Management Committee members, Trevor Carlyle-Hoggan (Secretary), Emma Willmott (Netball Convenor), and Sara McCracken (General Member)

Auditor Appointment

Craig Denyer moved and Ben Heard seconded that Andrew North of North Financial Services Pty Ltd (c/o A North, PO Box 1002, Epping NSW 1710) be appointed as the auditor for 2022-2023.

Carried.

6. Election of Life Members and Playing Life Members

In line with the Rules of the Club, the Management Committee recommended that the following be elected as a Life Member of the Club, due to their outstanding service to the Club:

- i. Trevor Carlyle-Hoggan – Life Member
- ii. Steve Carters – Playing Life Member
- iii. Robert Cudd – Playing Life Member

A vote was held and unanimous support was received.

Carried.

7. Motions on Notice

None were received by the prescribed date.

8. General business

Craig Denyer provided the following update regarding the NER/NEBCC Merger Discussions:

As most should be aware we have been in discussions with the Bowling Club over the last couple of years with the view to a merger of the two Clubs. These discussions are continuing and have moved into the next phase of negotiation and discovery. Earlier this year, the two Clubs executed member surveys to gauge the level of support from their members and both found an overwhelming support base for such a move. Along with this support, many questions and comments were added to the survey responses which have helped guide us during our negotiations. The concept of “One Community, One Club” was also supported by the members. According to the survey the two main areas of concern for the members are governance and finance, and the two Clubs have worked together to ensure these two things remain equitable for all. We are currently seeking independent advice as our due diligence and are keen to receive the results of that. We had ambitiously anticipated a merger occurring around now, but crossing the T’s and dotting the I’s takes time, and I’m sure no-one would expect this process to be rushed. On a final note, two words I hear when talking to people about the merger are “us” and “them”. We all need to move on from that to “ours”.

A series of questions and suggestions were received from a member prior to the AGM. Craig Denyer provided the following statement:

I received a communication from a member raising some issues around the relevance of our constitution and proposing a number of actions. The issues raised were specifically; the age of the constitution and its relevance, and the processes around voting and the election of officers, and asking for this subject and the proposals to be placed on the agenda for discussion at this AGM. I have prepared a statement that addresses the questions. and will ask for questions at the end.

To the first item raised; being that our constitution is “out of date”

While it is true that our existing constitution is old, there is no end date for a constitution. Having said that, it is a requirement placed upon us by our governing bodies, that our constitution is consistent with theirs. To this end, the Dept of Fair Trading produced a "model constitution" which most incorporated associations use as a template. This model constitution can be used without modification (other than putting our name at the top) or can be modified to reflect the nuances of different associations or clubs. During this year, our Club

Committee has been working on this model constitution to determine the changes that may be required to suit us, and this action is primarily complete. Once complete, a Special General Meeting would be required for the Club to adopt the new constitution.

The proposals put forward by the member were that a sub-committee be formed to review the necessary changes to our existing constitution, and that these changes be completed in preparation for an SGM prior to June next year.

As I have mentioned the task of creating a new constitution is primarily complete. The completion of the changes and timing of an SGM to adopt the new constitution will be a matter for discussion by the 2024 Club Committee, and such timing will align with the Committee's considerations of other matters

To the second item of voting at a General Meeting with the suggestion that our current practice of only allowing votes to be placed in person by attendance at the General Meeting, and not allowing absentee or remote voting is also "outdated".

The process of voting and the manner it takes is covered within the model constitution, produced by the Dept of Fair Trading, and excludes proxy or absentee voting. Proxy voting may be common for publicly listed companies and large organisations, but it encourages non-attendance at a meeting which is not desirable at a local community club. Remote voting is covered by the model constitution and does allow the club to hold a postal or electronic ballot in some circumstances at the discretion of the Club Committee.

The proposal from the member is that absentee and remote voting be allowed at a General Meeting

As noted, different forms of voting are covered within the model constitution and the decision to deviate from those allowances will be a matter for the 2024 Club Committee to determine.

To the third item of the election processes and policy, this item can be split into two groups. It has been suggested that the previous process of withholding the names of the nominees from public record is unconstitutional, and secondly that all nominations for office be accompanied by a statement of their election platform or promise of action, and that such a statement can be used to measure the performance of the elected members.

Firstly, neither the withholding from, or notification to the public of the names of the nominees is addressed in our current constitution. It has been the common practice of the Committee in the past to withhold the names of the nominees. It was decided this year that the nominees would be made available to the public following the close of nominations by a display on the NER website. This action was executed on Monday 20th November. I note that the model constitution makes no reference to the disclosure or otherwise of the names of the nominees. It is the opinion of the Club Committee that neither the withholding or publication of the nominees is unconstitutional.

Secondly, it is again not a requirement of the model constitution that an election platform accompany a nomination for office, and has not been general practice at the club in the past.

The proposal from the member is that all nominations are appropriately communicated to members along with an election platform for each member.

As is for the other notes above, the process of nomination and elections will be a matter for the 2024 Club Committee to determine in its finalising of the new constitution.

Finally, all these suggestions will be considered by the Committee while completing the current review of the model constitution.

Craig Denyer asked if anyone had any comments or questions

There were no questions or comments

Craig Denyer thanked the members for their attendance, and closed the meeting at 3.30p.m.

Next Annual General Meeting:

Date to be confirmed nearer the time