



MILDURA WORKING MAN'S CLUB INC. ANNUAL GENERAL MEETING MINUTES

6.00pm Tuesday 26th November 2024

ATTENDING:

President: S Smith,

Vice President: R Jones

Finance Director: D Walsh,

Directors: W Clohesy, L Jaensch, C Robson, N Gladman, C Hobart

CEO: S Banks,

Operations Manager: S Thorp

R Walters	28081	E Goldsmith	14967
B Long	7465	M Millington-Ramasy	226
F Sibbons	8899	L Cameron	954
J Gill	10727	M Henderson	2968
G Vincent	9847	V Miller	7992
M Flanagan	16068	S hunter	6744
I Anderson	28497	B Nelson	6647
T Lang	6843	W Hunter	5252
G Miller	307	R Mluzan	3434
B Pike	4285	D Robson	5577
I Goldsmith	23468	N Gladman	27267
S Smith	12072	W Clohesy	2808
R Jones	25653	L Jaensch	15979
D Walsh	24434		
C Hobart	1989		

S Smith opened the Annual General Meeting for the Mildura Working Man's Club. Thanking all members present. S Smith called for any apologies. S Banks advised that there had been notice provided from one member.

APOLOGIES: A Wurfel

BUSINESS ARISING: Nil

The ordinary business of the annual general meeting:

1. To confirm the minutes of the previous AGM and of any general meeting held since that meeting.

MINUTES OF PREVIOUS AGM: 28th October, 2023

President S Smith called for the minutes of the previous meeting to be approved by members.

Motion: To accept the AGM minutes from the previous year, 2023.

Moved by: R Jones

Seconded by: L Cameron

Outcome: Carried

2. To receive reports from the Board of Directors about the transactions of the organisation during the last financial year;

S Smith presented the President's report and S Banks presented the CEO's report to the members present. S Banks advised members that the club supports 80 locals with employment and its main purpose is to support local sports and non-for-profit organisations

3. To receive and consider the annual financial statement of the organisation submitted by the association in accordance with sections 98 (1) and (2) of the Association Incorporation Reform Act 2012.

S Smith invited finance director D Walsh to present and summarise the annual financial statement. D Walsh thanked members for their patronage and support, which has enabled the club to report a strong financial result for the 2023-24 financial year

- The total revenue for 23-24 was \$13,336,159, which is an increase of 4.3% of the previous year.
- The club recorded a profit of \$1,032,374, clarifying that the recorded profit has an adjustment on the books from the auditor, explaining that the trading profit from day-to-day activities was \$730,000, with an additional amount of about \$300,000 added to the profit by the auditors to produce that final profit of \$1,000,000. The figure of the \$300,000 was an adjustment by the auditors to reflect the cessation of the lease of the building. The purchase of the building in July this year meant that effectively the lease is no longer required. It is therefore recorded as a liability on the balance sheet, and the auditors have advised that as the deposit was paid for the building in this current financial year, 23-24, the remaining lease liability was extinguished and was transferred over to revenue.
- Looking at the departments across the business, gaming which is the club's biggest department, was very similar to the previous year, the interesting thing to see is that the sports bar revenue was up 14.5% from the previous year. Catering overall was up 4% from the previous year, and other revenue was up over 33%. Other revenue includes the keno and TAB, member subscriptions, raffles, bingo, functions, room hire, interest income, and rebate income. The

increases across departmental revenue demonstrate that the club can diversify income and revenue streams, and not solely rely on gaming, even though gaming is a big portion of the club's revenue.

- General expenses for the year have been well maintained. The club has managed wages and overheads, capital expenses have been allocated wisely, and again, on behalf of the board, I'd like to acknowledge the efforts of the management of the club and all the staff for their continued hard work.

Motion: To accept the annual financial report as tabled to the members.

Moved by: M Flanagan

Seconded by: G Vincent

Outcome: Carried

4. Appoint Auditors for the next financial year – William Buck Adelaide.

S Smith informed members that William Buck will continue as the Mildura Workers auditors for the next year. S Smith called for members to approve the appointment

Motion: To accept William Buck as auditors for 2024/2025 financial year.

Moved by: M Flanagan

Seconded by: G Vincent

Outcome: Carried

5. To approve Honorariums and Ordinary Resolutions for the provision of benefits to Directors.

Annual Honorariums:		Meeting Payments:	Board	Finance	Exec
President	\$2,500	President	\$300	\$50	\$50
Vice	\$2,000	Vice	\$150	\$50	\$50
Treasurer	\$2,000	Treasurer	\$150	\$50	\$50
Board	\$1,100	Board	\$100		

S Banks presented the proposed honorariums to the members and called to members to approve.

Motion: To approve director honorariums as presented to members.

Moved by: V Miller

Seconded by: T Lany

Outcome: Carried

6. That pursuant to the provisions of the Registered and Licenced Club Act, consider and if thought fit, approve the following as Ordinary Resolutions for the provision of the following benefits until the next Annual General Meeting.
- a. Approve an Annual Board of Directors Dinner attended by directors, Management, invited guests and partners.
 - b. Approve the supply of refreshments and supper for the directors and members at the conclusion of the Annual General Meeting and events held for members.

- c. Approve an allowance of \$125 per day for Director's whilst they are representing the Club outside the district.
- d. Approve the reasonable provision of meals and/or drinks, when on duty or representing the Club.
- e. Approve expenditure for Directors to attend meetings and seminars of Community Clubs Victoria and other recognised associations and trade shows within the Clubs Industry for accommodation, seminar/conference fees and travel costs.
- f. Approve the provision of Director uniforms, iPads and/or other items deemed necessary to assist the Directors perform their duties.
- g. Approve the provision of reasonable meals and drinks whilst attending Board meetings.

Total Board Expenses **not** to exceed **\$50,000 Per Year**

S Banks presented the Ordinary Resolutions for the provision of benefits to directors and members and called to members for approval.

Motion: To approve Ordinary Resolutions for the provision of benefits to directors and members as presented to members.

Moved by: W Hunter

Seconded by: G Miller

Outcome: Carried

- 7. To conduct any **special business** which may be legally brought before the Annual General Meeting and of which 21 days' notice has been given to the secretary in accordance with rule 12 of the constitution.

S Banks advised the members that there was an item that had been brought before the CEO in excess of the 21-day notice needed. S Banks thanked L Jaensch for his work on this proposal.

Constitution Rule changes to be ratified by members

23 (a) (iv) & 24 (e) (i)

23. ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS

(a) A person is eligible to be elected or appointed as a Director of the Club if that person:-

- (i) is a member of the Club and has remained a member of the Club for no less than twelve (12) months; **and**
- (ii) is 18 years or over; **and**
- (iii) is entitled to vote at a general meeting **and**
- (iv) **is either: -**
 - (a.) a current serving Director nominating for re-election; or**
 - (b.) has attended a Pre-Nomination Session convened and, in a format, and at a time prescribed by MWMC to outline the role and responsibilities of a director, governance, licensing and related compliance issues**

(b) Nominations of candidates for election to the Board must be: -

- (i) Made in writing, signed by two members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and*
- (ii) Delivered to the Secretary of the Club not less than ~~ten (10)~~ seven 7 days before the date fixed for the holding of the annual general meeting.*
- (c) If an insufficient number of candidates are nominated for election to the Board to fill all vacancies on the Board, the candidates nominated shall be deemed to be elected.*
- (d) If the number of candidates nominated for election to the Board is equal to the number of vacancies to be filled, the candidates nominated shall be deemed to be elected.*
- (e) If the number of candidates nominated for election to the Board exceeds the number of vacancies to be filled, a ballot must be held in accordance with Rule*

Constitution Clause 24

24. BALLOT FOR THE ELECTION OF DIRECTORS

- (a) The ballot for the election of Directors initiated in Rule 23 (e) shall be by ballot by the general body of ordinary members of the Club not under disqualification. The ballot shall commence at 10.30am on the Thursday prior to the Annual General Meeting, between the hours of 10.30am and 6.30pm and also on the Friday and Saturday immediately preceding the Annual General Meeting.*
- (b) Each ordinary member of the Club may vote for a maximum number of candidates equal to the number of vacancies to be filled. The method of voting shall be by placing a tick in the box next to the name(s) of the candidate(s) which that member wishes to vote for.*
- (c) There shall be appointed by the Board, no later than fourteen (14) days before the Annual General Meeting, a Returning Officer to conduct the ballot. At the completion of the voting period the Returning Officer shall count the votes.*
- (d) The candidates that received the most votes shall be deemed to be elected. The ~~elected~~ candidates elected shall be announced by the Returning Officer as a matter of ordinary business at the completion of the AGM.*
- (e) If the result of the ballot is unable to be declared because two (2) or more candidates received the same number of votes, the Returning Officer must—*
 - (i) ~~conduct a further ballot to decide which of those candidates is to be elected;~~ or*
 - (ii) ~~with the agreement of those candidates,~~ decide by lot ~~with the first name drawn out, to be declared elected.~~ which of them is to be elected.*
- (f) A ballot paper shall not be counted if marked other than in accordance with this Rule 24.*
- (g) The ballot shall be conducted in accordance with the Election Rules Handbook as adopted by the Board.*

SUMMARY:

Green = addition

Red = Delete

S Banks presented the proposed changes to the Mildura Workers constitution explaining each change and called to members for approval and a vote by show of hands.

Motion: To approve the proposed changes to the Mildura Workers constitution as presented to members.

Moved by: B Nelson

Seconded by: I Goldsmith

Vote Outcome: Passed

8. General Business – questions from members welcome.
Nil

9. Announce the Election of Directors in accordance with Rule 24 (d) of the Club's Constitution. **Moved to the last item.**

DIRECTORS ANNUAL ELECTION:

NOMINATIONS: 3 x 3 Year Term

Sam Marabito (#21308)

Proposer: (#6364) M Hooper

Second: (#1528) C Hunt

William Clohesy (#2808) *

Proposer: (# 15979) L Jaensch

Second: (# B Nelson)

Anton Wurfel (#9015)

Proposer: (#6378) A Fox

Second: (#13326) L Shepherd

Brett Nelson (#6647)

Proposer: (#15979) L Jaensch

Second: (#27267) N Gladman

Neville Gladman (#27267) *

Proposer: (#15979) L Jaensch

Second: (#2919) D McGinty

Kasey Wilson (#24971)

Proposer: (#24951) J Fiege

Second: (#11313) M Hare

ELECTION RESULTS ANNOUNCED BY RETURNING OFFICER:

S Smith invited the returning officer Geoff Burr to speak on the election and to announce the successful candidates. G Burr advised members that there were initially seven (7) nominations received before the closing date, however prior to elections, one (1) nominee withdrew their nomination. Leaving six (6) nominees for the three (3) positions. The three (3) successful candidates announced to fill the board position for a term of three years are:

William Clohesy (#2808) *

Proposer: (# 15979) L Jaensch

Second: (# B Nelson)

Brett Nelson (#6647)

Proposer: (#15979) L Jaensch

Seconded: (#27267) N Gladman

Neville Gladman (#27267) *

Proposer: (#15979) L Jaensch

Seconded: (#2919) D McGinty

Geoff Burr thanked the board and management for their support during the election process and wished well to the successful board members.

S Smith closed the meeting at 6.30 pm.

