MILDURA WORKING MAN'S CLUB INC.
ANNUAL GENERAL MEETING
Minutes
6.00 pm Tuesday 25th November 2025

NOTICE OF MEETING: As per notice – Sunraysia Daily and electronic platforms
*Notice to members that the meeting will be recorded for the purpose of producing minutes of the AGM.

LOCATION: Sierra Lounge

IN ATTENDANCE:
Board of Directors: S. Smith, R. Jones, D. Walsh, C. Hobart, W. Clohesy, B. Nelson, C. Robson
CEO: Steve Banks
Staff: S. Thorp, T. Cameron, D. Mclean, D. North
Members:

R Jones 25653	S Romeo 3132	G Worthington 28543	A Simoes 7933
B Nelson 6647	C Hobart 1989	L Cameron 954	K Feng 10189
J Worthington 28544	J Richardson 7432	C Gowers 11202	C Jonas 27806
J Grant 11672	D Stringer 17241	R Romeo 1754	S Fomaro 14141
R Talent 29835	G Wallace 28562	R Boyd 15734	P Gogler 28572
A Talent 29835	A Austrums 24081	G Weller 7408	P Davis 1603
C Boyd 15735	J Pitt 25586	K Mitchell 1383	C Yamin 12433
P Mitchell 1449	D Landkroon 29934	B Kennedy 8925	J Gill 10727
J Kennedy 138	D Murnane 9272	L Mithell 23203	I Anderson 28497
P Walters 22700	M Lehman 25457	F Sibbons 8899	L Peter 8909
N Mitchell 23202	D Manuel 25458	B Smith 1052	D Siriwardhana 27885
P Bishop 2425	C Malanjim 1303	T Siladi 28723	M Millington-Ramsay 226
G Stephens 24084	D Robson 5577	D Land 8006	S Khammuenyong 8498
M Hickey 7424	R Rowse 3766	M Ellis 11990	B Ryan 14001
C Sherriff 4255	D Hogarth 3047	C Hanigan 7170	K Wilson 24971
D Edwards 8633	T Lang 6843	P Reed 29735	M Mluzan 8429
L Jowett 8851	D Smith 9980	S Sleader 25261	B Robertson 9171
K Smythe 3162	H Loveday 25073	A Sleader 1626	W hunter 5252
G Hawtin 8351	D Loveday 5833	U Klaric 11280	B long 7465
F Taperell 10163	R Grant 2127	C Pummeroy 15396	B Pollesel 11547
S Garioch 9659	G Miller 307	J Mihaljevic 14660	Z McPherson 9757
J Phillips 28354	B Dickie 3327	V Robson 97	S Hunter 6744
C Chong 28498	W Dickie 18764	N Robson 7024	B Hunter 16725
A Doolan 29233	L Allen 3777	S Barker 7849	M Piscioneri 5833
B Lauder 4927	D Richarson 921	T Loubry 26872	V Miller 7992
R hunt 691	R Tyson 558	L Jaensch 15979	R Mluzan 3434
M Flanagan 16068	N Matthews 9808	A Phillips 25932	S Moritz 16658
V Di Giorgi 20141	J Sullivan 26235	R Jaensch 24495	D Jones 26912
D Allan 8394	L Stringer 27951	J Bloomfield 17140	I Roberts 14605
R Neville 1274	J Bowes 26846	L Robson 1426	B Stone 29908
B Pike 4285	D McGinty 2919	T Rodger 9340	A Legin 838

APOLOGIES: I. and E. Goldsmith, Ludrow, G. Vincent, F. and H. Casey, M. Broden

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: 26th November, 2024

- Business arising from the previous meeting.
  - The minutes from the AGM of November 26, 2024, were confirmed without any business arising.
- A typo was identified in the proposed constitutional changes (Rule 7AB instead of 7AG), which was acknowledged for correction.

Motion: that all minutes from the previous meeting be accepted as tabled.
Moved by: L. Cameron
Seconded by: M. Flannagan
Outcome: Carried

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

President's Report:

- The club is in an excellent financial position, with a profit of $1,276,331.
- The club building was purchased in July 2024. The plan is to purchase the car park when the cash position is strong enough.
- Renovations are underway, including a back ramp and an improved indoor-outdoor space in the northwest of the club.
- A strategic planning meeting was held in May 2025 to lay out the foundations for the coming years.
- Thanks were extended to CEO S. Banks, staff, directors, and members for their support.

CEO's Report (Financials & Outlook):

- The club is in a very strong financial position, which has enabled the building purchase and significant renovations (back ramp, front area, power boards, kitchen equipment, new furniture).

3. Receive and consider the financial statements for the preceding financial year submitted by the Board in accordance with Part 7 of the Act.
4. 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.

- **Financial Performance:**
  - Total revenue increased from $13.336M (FY23) to $15.251M (FY24).
  - Profit for the year was $1,276,311, up from $1,032,000 the previous year.

- Key metrics are strong: wages at 27-28% of sales, food costs at 33%, bar GP at 65%.

- **Membership:** Growth has slowed slightly, but membership was just under 12,000 at the end of October. More value-add initiatives are planned for 2026.
- **Community Benefits:** The club contributed $625,000 to the community in 2025 through donations, sponsorships, and in-kind support.
- **2025-2026 Outlook:**
  - Completion of scheduled renovations and building remediation.
  - Opening of a new "barcode space" at the river end of Deacon Avenue by mid-December.
  - Primary focus on debt reduction, with the goal to be debt-free by June 30, 2026. The only remaining debt is $200,000 on the building.
  - The club is seriously considering purchasing the car park and is managing cash flow prudently to prepare for it.

Motion: The financial reports are formally accepted by the members.
Moved by: G. Wallace (Member #28562)
Seconded by: S Formaro (Member #14141)

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

Motion: That William Buck will continue as appointed auditor of the Mildura workers.
Moved by: J. Bloomfield (Member #17140)
Seconded by: D. Robson (Member #5577)

6. Receive and consider the annual reports of the Board on the activities of the Club during the preceding financial year.
7. To approve Honorariums and Ordinary Resolutions for the provision of benefits to Directors.

a)

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

b) 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.
   - Approve an Annual Board of Directors Dinner attended by directors, Management, invited guests and partners.
   - 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.
   - Approve an allowance of $125 per day for Directors while they are representing the Club outside the district.

- Approve the reasonable provision of meals and/or drinks, when on duty or representing the Club.
- 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.
- Approve the provision of Director uniforms, iPads and/or other items deemed necessary to assist the Directors perform their duties.
- Approve the provision of reasonable meals and drinks whilst attending Board meetings.

Total Board Expenses **not** to exceed **$60,000 Per Year**

Motion: That members approve the proposed honorariums and benefits package, with the total board expenditure not to exceed $60,000 (an increase from $50,000).
Moved by: A. Talent (Member #29835)
Seconded by: N. Mitchell (Member #23202)

8. 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.

Please see the attached document or list of changes.

Constitution Rule changes to be ratified by members

- The main proposed change is to extend director terms, requiring elections every second year instead of annually, and extending board terms to 6 years.
- CEO's Rationale: S. Banks stated he proposed this change (not the board) to protect the club. He argued that as the club becomes more financially successful, it is at risk of having its board "stacked" by outside groups who could redirect funds for their own purposes. Staggered, longer terms would provide stability and protection.
- Member Opposition: A member, L. Jaensch, spoke in strong opposition, arguing that longer terms reduce accountability, could lead to an insular "boys club" atmosphere, and may discourage good candidates. He also raised concerns about the pre-nomination process for directors, which he felt was undemocratic and led to his resignation from the board.
- Pre-nomination Session: The CEO defended the mandatory pre-nomination session, stating it is necessary to ensure potential directors understand the significant financial and personal risks involved in governing a $15M+ turnover organisation.

Special Resolution Vote: Ballots (yes/no) collected; scrutiny process conducted with members invited to observe; result requires 75% approval as per the constitution clause 16. (g)

The special resolution to change the club's Constitution was not approved.

- The vote was 57 to 45, which did not meet the required 75% margin for the change to pass.
- As a result, the Constitution will remain as it is. The CEO noted that while they respect the members' decision, the board will always put its best foot forward.

Questions from members

9. Announce the Election of Directors in accordance with Rule 24 (d) of the Club's Constitution.

A member from the floor I. Roberts (Member #14605) raised a question about the male-to-female ratio of the club's 10,000 members. The member suggested that with a significant number of female members, there might be interest from women in joining the all-male board. They emphasised the value of a well-balanced skill set on the board, citing personal experience on a board with four women out of nine directors.

ELECTION RESULTS:
23. (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.

Valid nominations received:

Ray Jones (#25653)
Proposer: (#14661) M. Mihaljevic
Seconder: (#28250) S. Craig

Chris Hobart (#21989)
Proposer: (#3372) C. Robson
Seconder: (#6647) B. Nelson

Colin Robson (#3372)
Proposer: (#1989) C. Hobart
Seconder: (#6647) B. Nelson

The three valid nominations received are deemed elected unopposed.

- The President, S. Smith, acknowledged the support and dedication of the Board of Directors.
- Special mention was made of several individuals who retired from the board:
  - A. Wurfel and N. Gladman, who retired in the 24-25 financial year.
  - L. Jaensch, who retired recently.
- The Annual General Meeting was officially concluded at 7 o'clock.
- Members were invited for light refreshments and beverages, including beer, wine, and soft drinks, in the members' lounge downstairs.