

71st ANNUAL AGM - MINUTES OF MEETING

DATE: Thursday 24th September 2020

TIME: 6-8pm

LOCATION: Western Power, Ground Floor G.16, 363 Wellington St, Perth

ATTENDEES: Refer to Appendix 1.

APOLOGIES: Refer to Appendix 1.

PROXIES: Refer to Appendix 2.

1. Welcome by President

The President, Aaron Bowling, welcomed and thanked everyone for attending the 71st Annual AGM of the Energy West Social Club and then ran through the housekeeping, safety evacuation procedures, Covid social distancing and the agenda for the night.

2. Presidents Report – Aaron Bowling, President

AB thanked everyone who gave their time to the Club over the last year, he also thanks the major sponsors and special mention to those who ran the subcommittees.

Thanks went to Dwayne Wescombe and his team in the office for managing the constant changing scope of Covid-19 and the effects it had on the business. AB advised the meeting that Associate members who paid an annual subscription for membership were given extra time to pay in case they were financially impacted by the pandemic.

3. Strategy Update – Aaron Bowling, President

Holiday Homes – MR big accomplishment \$180k spent over the two homes. Started with an approved business case and the work and budget was managed to ensure effective and efficient delivery – thanks to Eve Green and Mandy Bowling for managing the project and thanks to Emma Brown who was the sponsor of the project. Thank you to Jacqui, Dwayne and the office as well as the caretaker for working with everyone to complete the project and for delivering 2 great homes for our members.

Targeted Events – Restrictions due to Covid but we will reintroduce as soon as possibe.

Membership – Looked at ways to accommodate members during Covid, Associate members had extended time to pay.

4. Business arising from the minutes

Ray Elvidge queried the role of General Manager stated in the minutes. AB explained that the role did not suit the previous title so it was agreed that as long as there was no extra cost involved in the title name change that it would be changed.

Bruce Gibbney asked about a pay increase for the role the year before. AB advised that type of information is confidential when you ask about specifics.

A member raised that there was no role of General Manager in the Constitution. AB said that we will look to change it, but the title is the only thing that changed, the role of the Club Manager and the General Manager are one in the same. Please reach out to Ray Elvidge if you would like to submit any changes to the constitution.

AK commented that the constitution is not about the title of roles it is more about the overall framework for the governance of the Club. There is nothing in there about the staff structure so no reason to mention the General Manager title specifically.

There was no other business arising.

5. Confirmation of minutes from previous AGM

Accepted by Ron Croager, seconded by Allan David

6. Treasurers Report – Nelly Simon, Treasurer

Nelly thanked the Club for the time to serve and advised due to other commitments she would be handing over the role to a new treasurer.

Mixed year with Covid but blessed to be in WA. Revenue was softer but buffeted by Jobkeeper allowances we were given. With hard borders in place the demand for homes opened and sales have been good.

Cost of sales and expenses remained stable. Net profit was a \$91,000 loss but that was due to the depreciation and property re-evaluation that occurred. All of this helps reduce the chances of EWSC needing to pay taxes.

Generally, the Club financial health is very strong. Concern on trade creditors being so high, this is just due to unpaid amounts owing to businesses for the Margaret River renovation.

The results were good overall and would like to give kudos to the Club and staff in the office.

Bruce Gibney queried the \$12,000 difference in the staffing costs for the club compared to last year. NS advised she would need to look into the detail for more information. NS did advise that DW added that during the Covid period no wages were reduced, 1 full staff member was on annual leave and the other 2.6 staff were working handling general enquires and making changes.

BG asked, with the General Reserve does that not change if you make a profit or loss? DW advised that the 2019 amount in the Annual Report was incorrectly published but was only up for 8 hours. The correct amount that was uploaded as soon as this was realised was updated to \$6,724,467 (the correct amount) less than a day later. AB advised that as we are being more transparent it is likely that small errors like this can happen.

Ray Elvidge asked about cash taken out of fixed term account. What was it used for? NS advised that is was used for the Margaret River renovations.

RE, Cash account is up by \$150,000? AB explained this is because the money from the fixed term account came out into the cash account and the payment could not go out until after 30th of June, 2019, hence it was reflected in the annual report as at that date.

AB advised we sold two Mandurah Stewart Street properties in the 2020/21 financial period for approximately \$230k per property.

RE, now that we have reduced our numbers in houses will we be getting new homes? AB advised that we will be asking the members what they would like to do via a member survey. RE raised that he was concerned about the loss of revenue from the sale of the two homes and asked how it was planned to replace it. AB informed the meeting that based on member feedback over multiple years the Board made the decision to sell the properties to invest the money into another area, the survey will help to decide which way this will go.

Bruce Gibney raised that he was concerned that if our bank balance was too high that our sponsors may not want to sponsor as much as they have in the past. Al Koenig said that the location will be a very important issue if a new property is purchased, or if renovations are done. The Board will be looking at all issues and options.

Joy Fyfe asked how the Club has been holding up with the restrictions of Covid. AB said it has been tough but no tougher than anyone else and we are holding our own. JF was keen to start the RMG outings again in October, barring any changes in the Covid protocol.

Nelly Simon motioned for acceptance of the financial statements and they were accepted.

7. General Manager Report – Dwayne Wescombe

Dwayne thanked the staff for a very challenging year with Covid-19 throwing a number of challenges at the staff. To end up closing with a surplus was a great testament to everyone.

Membership took a hit, majority being associate members, with a loss of 57 members towards the end of the financial year. The new financial year has already seen a good increase now that Covid restrictions are relaxing.

Retired Member meetings can start again soon which is great. Joy Fyfe invited all members to join the retired group on one of their outings, they always have a great time and it's just a very relaxing time for everyone. It is well subsidised by the group.

DW advised that the end of year family event was postponed and is expected to be held some time in February.

Ray Elvidge said in his work with WP employees, he has been led to believe that people do not want the end of year function to be called a Christmas function. DW said he had not heard that. EB and AB confirmed that Western Power's stance and the Energy West Social Club are two different entities so not a concern.

Bruce questioned if the Life Members luncheon should be noted under events in the Annual Report. DW advised it is classified as an event.

Bruce also queried Royal Show is stating zero tickets sold. DW advised that the RAS was not able to confirm the amount of tickets sold.

Bruce asked how much was paid to Neat Ideas each year. DW ran through the discounts that Neat Ideas ran. Bruce then asked why the numbers were so low on our events saying that it was a joke really isn't it, it really needs to be looked at and to have shows that people want rather than the shows that were chosen and were too dear. DW advised that we offer a discount to the full rate on events but he has only been in the role of General Manager only three weeks.

Samantha Manderson talked to this and advised that with the special tickets events that are put on we get a group discount ticket price for buying a certain amount of tickets. We always sell all of the tickets that we purchase and no money is lost.

AB spoke about the range of events that had been on during the year, unfortunately engagement has been very low and we do continue to try a variety of options.

RE asked why End of Year events is on twice in the Annual report. AB said one was for The Court Sundowner and the other was the Ascot racecourse event. RE asked if 1327 people actually attended Ascot or did that many people register to go? DW advised that there was no ticket scanning and because people were sent their wristbands but because it was over an entire day the people were very spread out. The extremely hot weather of 45 degrees was a big deterrent to the day as well. RE said that he understood that Adventure World was expensive but he wondered if Ascot would be as financially viable as expected.

DW spoke to the dates of Adventure World and why it was so hard to get a good date that would suit majority of members.

Scott asked similar questions to RE, the AW tradition being cancelled was very disappointing and the attendance at the Ascot event seemed to show that.

AB said, we need people to re-engage and answer the survey to have their voices heard. We have said there may not be an event at the end of the year, but we are looking into a large family event early in the year instead. Please also feel free to join the membership committee to help with making these decisions, everyone's opinion is valued.

Scott asked about how many took the member survey for us to be making decisions by this. EB advised that this is our only avenue to ask our members so if we don't do that how else could we know what everyone wanted. AB also advised yes the opinions matter but cost also needs to be considered. RE suggested offering a prize to members to encourage them to answer the survey. AB confirmed that this had happened, but it doesn't seem to make a big difference.

AB again reiterated that all members are welcome to join our subcommittees so that they can be involved in the decision process.

BG said that he had heard that when members leave the club they don't get asked to stay on, they just get let go. DW said this is not true, they all get told they can take up annual membership and they are told the benefits of staying and asked why they are leaving.

DW spoke to the impact on the holiday homes for the COVID lockdown period, not only did we have zero occupancy, we also had to refund people for the bookings they couldn't take. Once COVID restrictions did finish though bookings went through the roof at all properties except for Mandurah.

DW advised we sold two out of the three properties and have held on to one so we still have a home in this location, but it has not been well tenanted for a while now with under 50% for some time.

DW spoke about the Margaret River house renovations, the homes were very tired and the changes are spectacular so please go and have a look.

We used the COVID period when the houses were vacant to paint the Busselton townhouses, fix the Dunsborough sagging ceilings and added insulation, fixed Margaret River carport and the drainage to the street.

Kalbarri townhouses had got out of hand with the old strata manager but there is a new one now and both units will have proper reverse cycle air conditioning by the end of December 2020.

AP congratulated DW on a good General Mangers report, it was full on a lot of interesting information that he appreciated.

8. Special Resolutions

AB spoke to the special resolutions as listed below.

(h) Provide any assistance required by an auditor or reviewer conducting an audit or review of the Club's financial statements or financial report under Part 5 Division 5 of the Act;

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Special Resolution 1: Change of Constitution – Election of Treasurer

Rule	Current (Option A)	Proposed by Bruce Gibbney (Option B) – Changes to rule 35.	Proposed by Energy West Social Club Board (Option C) – Changes to rules 35, 33, 30 & 34	
35. Nomination of Board Members	(1) At least 42 days before an Annual General Meeting, the Returning Officer must send written notice to all the members:	Addition of the Following Nomination of Treasurer	(1) At least 42 days before an Annual General Meeting, the Returning Officer must send written notice to all the members:	
	(a) Calling for nominations for election to the Board, (b) Stating the date by which nominations must be received by the Returning Officer to comply with subrule (2).	(1) At least 42 days before an Annual General Meeting, the Returning Officer must send written notice to all the members:	(a) Calling for nominations for election to the Board for all positions other than Treasurer, and	
		(a) Calling for nominations for election to the Board, as Treasurer	(b) Calling for nominations for Treasurer for election to the Board, and	
		(b) Stating the date by which nominations must be received by the Returning Officer to comply with sub-rule (2).	(c) Stating the date by which nominations must be received by the Returning Officer to comply with sub rule (2).	
			(2) A member who wishes to be considered for election to the Board must nominate for election by sending written notice of the nomination to the Returning Officer at least 28 days before the Annual General Meeting.	
			(3) The written notice must include a statement by another member in support of the nomination.	
			(4) A member whose nomination does not comply with this rule is not eligible for election to the Board unless the member is nominated under rule 36(10).	
33. Treasurer	The Treasurer must:		The Treasurer must:	
33. Treasurer	The Treasurer must: (a) Ensure that any amounts payable to the Club are		The Treasurer must: (a) Ensure that any amounts payable to the Club are	
	collected and issuing receipts for those amounts in the Club's name;		collected and issuing receipts for those amounts in th Club's name;	
	(b) Ensure that any amounts paid to the Club are credited to the appropriate account of the Club, as directed by the Board;		(b) Ensure that any amounts paid to the Club are credited to the appropriate account of the Club, as directed by the Board;	
	(c) Ensure that any payments to be made by the Club that have been authorised by the Board or at a General Meeting are made on time;		(c) Ensure that any payments to be made by the Club that have been authorised by the Board or at a General Meeting are made on time;	
	(d) Ensure that the Club complies with the relevant requirements of Part 5 of the Act;		(d) Ensure that the Club complies with the relevant requirements of Part 5 of the Act;	
	(e) Ensure the safe custody of the Club's financial records, financial statements and financial reports, as applicable to the Club;		(e) Ensure the safe custody of the Club's financial records, financial statements and financial reports, as applicable to the Club;	
	(f) If the Club is a Tier 1 Club, coordinate the preparation of the Club's financial statements before their submission to the Club's Annual General Meeting;		(f) If the Club is a Tier 1 Club, coordinate the preparation of the Club's financial statements before their submission to the Club's Annual General Meeting;	
	(g) If the Club is a Tier 2 Club or Tier 3 Club, coordinate the preparation of the Club's financial report before its submission to the Club's Annual General Meeting;		(g) If the Club is a Tier 2 Club or Tier 3 Club, coordinat the preparation of the Club's financial report before it submission to the Club's Annual General Meeting;	
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(h) Provide any assistance required by an auditor or reviewer conducting an audit or review of the Club's financial statements or financial report under Part 5 Division 5 of the Act;

(j) Carry out any other duty given to the Treasurer under these rules or by the Board.

(j) Have completed a minimum of two years' experience in an accounting <u>capacity, or</u> carry a relevant accounting qualification.

30. Board Members	(1) The Board members consist of:		(1) The Board members consist of:
	(a) Executive committee of the Club, and		(a) Executive committee of the Club, and
	(b) At least three ordinary Board members.		(b) At least three ordinary Board members.
	(2) The Board must determine the maximum number of members who may be ordinary Board members.		(2) The Board must determine the maximum number of members who may be ordinary Board members.
	(3) The following are the Executive Committee of the Club:		(3) The following are the Executive Committee of the Club:
	(a) President,		(a) President,
	(b) Vice President,		(b) Vice President,
	(c) Treasurer,		(c) Treasurer,
	(d) Secretary.		(d) Secretary.
	(4) The Executive Committee shall be elected by the Board at the first meeting following the Annual General Meeting.		(4) The Treasurer shall be elected to the Board as per rule 35 except where rule 41 applies.
	(5) For the purposes of the election referred to in Rule 30(4), each member of the Board shall have one vote and the election shall be conducted on a simple majority basis. In the event of an equal number of votes being recorded The Chair shall have a casting vote in addition to their deliberative vote.		(5) The Executive Committee, excluding Treasurer, shall be elected by the Board at the first meeting following the Annual General Meeting.
			(6) For the purposes of the election referred to in Rule 30(4), each member of the Board shall have one vote and the election shall be conducted on a simple majority basis. In the event of an equal number of
	(6) A person must not more hold more than one office mentioned in sub Rule (3) at the same time.		votes being recorded The Chair shall have a casting vote in addition to their deliberative vote.
	(7) Division 3 of the Act applies to all Board members and to those members who have the ability to influence the Board of Management but do not hold a formal Board position. (a) As per Division 3 sections 44, 45, 46 and 47.		(7) A person must not hold more than one office mentioned in sub Rule (3) at the same time.
			(8) Division 3 of the Act applies to all Board members and to those members who have the ability to
			influence the Board of Management but do not hold a formal Board position.
			(a) As per Division 3 sections 44, 45, 46 and 47.

A member becomes a Board member if the member:

(a) Is elected to the Board at a General Meeting, or via

Ballot;
(b) Is appointed to the Board by the Board to fill a

casual vacancy under rule 31.(b).

A member becomes a Board member if the member:

(a) Is elected to the Board at a General Meeting, or via

Ballot;
(b) Is appointed to the Board by the Board to fill a

casual vacancy under rule 41.(1).

AK spoke to this and asked people to consider that the current situation works well, and he could not see any reason to change it.

Option A: All except Geoff?? And Bruce Gibney voted for option A

Option B: Voted for by Bruce Gibney

Option C: Ken Lee, Geoff Hurle, Sam, Don Bower voted for option C.

Option A was passed.

Special Resolution 2: Change of Constitution – Life Members

Rule	Current (Option A)	Proposed Bruce Gibbney (Option B) – Changes to rule 8.(7)	Proposed by Energy West Social Club Board (No Option)
8.(7) Life Members	(7) Life Members Life Membership shall be determined by the board and endorsed at the Annual General Meeting. a) Nominations for Life Membership may be made by a Board member, a member of the Club, or the full Board by unanimous vote of those present and voting at a Board meeting. A nomination must be made in writing, signed by two Current Financial Members of the Club and received by the Club no less than forty- two (42) days prior to an Annual General Meeting. b) The Board may confer Life Membership on any	(7) Life Members Life Membership shall proposed and voted on by the Members attending the Annual General Meeting. a) Nominations for Life Membership may be made by a Board member, a member of the Club, or the full Board by unanimous vote of those present and voting at a Board meeting. A nomination must be made in writing, signed by two Current Financial Members of the Club and received by the Club no less than forty-two (42) days prior to an Annual General Meeting. b) The Board may confer Life Membership on any	(No Option) The Board do not believe this is a practical proposition for multiple reasons; 1) The Board has been elected by the Members to make these decisions on their behalf; 2) The attendance at the AGM each year is low in comparison to our total membership so is not representative of the entire membership. 3) Proposing from the floor provides inadequate time to check current membership status, or that the proposed Life Member meets minimum requirements. 4) Altering only the first sentence of rule 8.17)
	member of the Club who satisfies a number of following criteria: (i) Completion of twelve (12) years active service on the Board or Country Sub Section or Depot Representative; (ii) Has made significant contributions to the Club;	member of the Club who satisfies a number of following criteria: (i) Completion of twelve (12) years active service on the Board or Country Sub Section or Depot Representative; (ii) Has made significant contributions to the Club;	contradicts other parts of the rule that have been altered (e.g. 8.(7)b)
	(iii) Demonstrated outstanding and meritorious volunteer services to the Club, above and beyond the normal duties over a significant period of time; and (iv) Exhibit demonstrated ethical behaviours and integrity.	(iii) Demonstrated outstanding and meritorious volunteer services to the Club, above and beyond the normal duties over a significant period of time; and (iv) Exhibit demonstrated ethical behaviours and integrity.	
	c) A Life Members have full member benefits of Energy West Social Club, including voting rights. Life Members shall not be required to pay Membership Fees.	c) A Life Members have full member benefits of Energy West Social Club, including voting rights. Life Members shall not be required to pay Membership Fees.	

AB explained the above in more detail to the room. Don Bower challenged that at the moment there is nothing that says the Board must share all nominations at the AGM, he feels that this should be the case. AB explained the process of checking the criteria and then it would be brought to the Board for endorsement. He offered to come to the AGM with those that don't meet the criteria but felt this probably wasn't something the nominated member would want.

Ray questioned that the criteria is not possible to meet all of them. AB disagreed and stated that there are people that have got the Life membership so it is possible. It is a very 'elite' status to be a Life member and we do not expect that a lot of people should be able to receive it. AB confirmed that Sheryl Purcell is now an Honorary member.

This resolution was passed to leave the process the same.

9. Special Resolution 3: Board Honorariums

To make available to current 2019/20 Board member \$250 honorarium in recognition of the work undertaken during their immediate past term as voluntary Directors of Energy West Social Club.

This resolution was passed.

10. Life Member Nominations

Congratulations to Ken Lee, Kim Metcalfe and Stan Wilkosz (check the name) who all had Life Member nominations that were endorsed by the Board.

Thank you for your hard work and dedication to the Club over your many years of service.

11. Election of Office Bearers – Albert Koenig

AK announced the election of the Board Members as being; Aaron Bowling, Emma Brown, Gene Matthews, Lia Przymenska and Miles Jupp. No election was required this year as we only had enough nominations to fill the roles that were vacant.

Congratulations to all those elected and thank you for offering your service to the Club.

12. General Business

BG challenged the fact that the AGM was moved to the Western Power office so that it gave more people the chance to attend directly after work. BG suggested returning it to a 7pm timeslot and at a neutral venue as in previous years. It was discussed that it normally cost approx. \$1500 to hold an external AGM so we could look at it, but it was also a money saving reason.

Others agreed that to hold it later would be more suitable for people who may be travelling from the country and other areas of work other than the city.

It was agreed that the preferred time of the AGM would be 6.30-7 but we would more than likely continue to hold it at Western Power due to the large cost saving.

An update of the Retired Members Group was given by Tim Vance. It was noted that the previous 516 members was reduced to only 487 by June 2020. The group will need to look at ways to encourage new members to join. Now that there is a joining fee it was felt that perhaps this was a deterrent.

RC asked if the sponsors gave membership forms to people when they retired. It was discussed that this was probably not the case. EB agreed to speak to HR to see if there was something that could be done here so that those retiring were told about the Retired Member Group.

DW advised the meeting that Graham Roy and others in the RMG spent a lot of time documenting the World of Energy Museum's history and this has now been accepted into the National Library of Australia, they deserve recognition, well done to everyone involved.

Don Bower reminded the meeting that the Financial Statements did not get accepted. Don Bower accepted the financials and Ron Croager seconded them.

Heidi Sarong announced winners of a raffle, the prizes were to the Pixar Putt at the RAC Arena. The winner was Joy Fyfe.

AB acknowledged those members that had passed away in the past year and congratulated Joy on winning the raffle.

13. Close

There being no further business the meeting closed at 7.33pm.

Energy West Social Club

2020 AGM

RSVP/Apology List

Mem No.	Name	RSVP/A	Voting	Signature
6056 🗸	Aaron Bowling	RSVP	Voting	ans
68 √	Albert Koenig	RSVP	Voting	ARau
2980 🗸	Alex Papadopoff	RSVP	Voting	Fif '
2905 🗸	Allan David	RSVP	Voting	Javel of
2966 🗸	Bruce Gibbney	RSVP	Voting	Milborer
10002	Caroline Elton	RSVP	Voting	
3053 🗸	Christopher Scovell	RSVP	Voting	Cont
1706	Craig Hurly	RSVP	Voting	
893 🗸	Don Bower	RSVP	Voting	some
10206 🗸	Dwayne Wescombe	RSVP	Non-Voting	Maye resource.
6356 🗸	Emma Brown	RSVP	Voting	Sprew.
10133 🗸	Gene Matthews	RSVP	Voting	C
535 ✓	Harry Webster	R8√P	Voting	Willeliste.
11800 🗸	Heidi Serong	RSVP	Non-Voting	fleterary.
3272 🗸	Herve Groeme	RSVP	Voting	Juene.
10358	India Bradshaw	RSVP	Voting	**
2984 🗴	John Halliday	BSVP	Voting 🤇	
1093 🗸	Judy Dinnison	RSVP	Voting	16-7
5397 🏑	Ken Lee		Voting	KY3
10562 🗡	Lauren Shaw	Apolary.	Voting	
6137 🗸	Nelly Simon	RSVP	Voting	hyly/
2278	Peter Nicoll	RSVP	Voting	
10174 🗸	Ray Elvidge	RSVP	Voting	A Second

	man Committee and the committe			
2737 🗸	Robert Robinson	RSVP	Voting	plus Hi
2559 🗸	Ron Croager	RSVP	Voting	R.F. Course
10432 🗸	Samantha Manderson	RSVP	Non-Voting	Madro .
2553 🗸	Scott Mosey	RSVP	Voting	- Day
10162	Sheryl Percell	RSVP	Voting	
5086 🗸	Tim Vance	RSVP	Voting	aone
	JOY FYFE .	RSVP	Voting.	2. Fyle.
2066	Geoff Hurle	I	voting	(V'
3274	michael Andrews	web	voting	
11628	Katie mcIntyre	web	voting	
10319	Wie fry	цеb	voting	
6393.	lia pryzmenska	web	voting	

Unattending Membe -	Mem# ▼	Nominated Proxy 🔻	Mem #2 🔻
Kathryn Asenjo	10188	Emma Brown	6356
Katherine Watkins	5727	Emma Brown	6356
Lia Przymenska	6393	Emma Brown	6356
Victoria Radu	11727	Emma Brown	6356
Susan McHugh	11596	Emma Brown	6356
Steve Sherwood	2291	Aaron Bowling	6056
Helen Low	10243	Aaron Bowling	6056
Sue Harris	10267	Emma Brown	6356
Natasha Kornweibel	10326	Emma Brown	6356
Neisha Pillai	10092	Emma Brown	6356
Tracy Deveugle-Frink	10410	Emma Brown	6356
Jacqui Sanzone	10298	Aaron Bowling	6056