

73rd ANNUAL GENERAL MEETING - MINUTES OF MEETING

DATE: Wednesday, 26th October 2022
TIME: 6-7.30pm
LOCATION: Western Power, Ground Floor G.16, 363 Wellington St, Perth
ATTENDEES: Refer to Appendix 1.
PROXIES: Refer to Appendix 2.
APOLOGIES: Refer to Appendix 3.

1. Welcome by President

The President, Aaron Bowling (AB), welcomed and thanked everyone for attending the 73rd Annual AGM of the Energy West Social Club and then ran through apologies the housekeeping, safety evacuation procedures and the agenda for the night.

2. Confirmation of minutes from previous AGM

Accepted by Ron Croager and seconded by John Cavuoto

3. Business arising from the minutes

There was no business arising from previous minutes.

4. Presidents Report – Aaron Bowling, President (AB)

AB talked about how Covid was still a challenge this year although we still did very well. HE thanked the General Manager Dwayne and his staff for their great work in what was a challenging year. He then went on to thank the members, especially Life Members who started this Club and Board members have volunteered their time.

AB then went on to advise he will be finishing up as a Board member after 12 years, saying he had enjoyed his time on the Board and that he is leaving it in very capable hands.

5. Treasurers Report – Miles Jupp, Treasurer (MJ)

Miles greeted those in the room and then spoke about how it is much easier to be Treasurer of a Club that is doing well and that as technology advances tracking finances and reporting on them becomes both easier more robust.

MJ stated Dwayne the General Manger and his team are doing a great job managing the finances. He advised Covid had been very good for occupancy which helped deliver better revenue than previous years.

MJ said that it had been a very good year, there was nothing to go into in too much detail except that the bottom line looks healthy, for those wanting to see more detail could refer to the Annual Report.

MJ advised Jamie Wallis and his team from Western Power conducted the Audit this year at no charge, he gave a glowing report as well as some good suggestions to further improve the financial reporting.

Don Bower asked about the \$70000 revenue and if it was just Holiday Homes, MJ confirmed that it was the whole club. Don also asked about MYOB issue from the Audit and stated it was a concern that the financials were not available earlier so that they could be properly digested prior to the AGM. Dwayne explained that the issue with MYOB was a bug in the system that was not realised for some time that allowed for posting of costs even after the year was closed off, in the Club's case we did close off correctly. MYOB now has a feature where you can prevent posting beyond a certain date even when you haven't closed off the year. AB advised the delay in the Annual Report was due to being down staff members due to illness during the time of preparing the report.

Ray Elvidge, page 17 had incorrect dates, AB agreed and said it would be updated, DW noted the figures are correct, just the heading is wrong.

Bruce Gibbney queried the rise of \$4000 in wage costs, MJ stated that this is the nature of wages, especially in a period where it is hard to secure and retain staff. AB explained that everyone is getting pay increases every year, that is the nature of business. BG queried the role of Neat Ideas, DW explained that we paid a subscription and then that gave a discount to our members to purchase cheaper tickets to movies and attractions. BG stated that the ad for Marketing asked for event experience, but we have had no functions. AB explained it had been extremely hard to find someone to take the role, it had been vacant for 8 months, but the role is now filled, and events will resume soon. MJ explained we are competing with a strong labour market and most people are being attracted to the mining sector on high money. EB also let the room know that we had to cancel some events that were planned on a request from Western Power as our major sponsor, with an outbreak of covid there was a very high risk that too many staff could fall sick, and it could affect the business.

Adip Desai asked if Caretaker costs comes under employee costs and he was advised by MJ that no, the caretaker costs were taken into the Holiday Home costs.

AB motioned for acceptance of the Financial Reports.

Financial Reports were accepted by Allan David and seconded by Don Bower.

6. General Manager Report – Dwayne Wescombe (DW)

General Update

DW talked about current staff and their duties, he explained why they could not attend the AGM. He also advised that with the Marketing role he interviewed 27 people over 8 months, 25 of those people were not interested in the role due to the salary.

DW advised that covid created a lot more work and a much greater occupancy, members that don't normally use our homes were booking and our occupancy was through the roof. It meant scheduling more caretakers, more phone calls but despite that we delivered a great amount of work.

DW showed that our Welcome Home surveys have had their best results in most recent years, so even though there was more work going through our results increased which is a great result.

Keith Weaire asked what the increase was put down to? DW advised it was due to not being able to travel overseas and interstate but now that's stopped it hasn't changed much. DW said there were also updates to the website that has made it much easier for members to search and book the homes, and there had been a push in marketing via Facebook and the newsletters, advertising the

dates homes are available which had been successful. EB advised she knew quite a few members who normally travel overseas but couldn't, so they used our homes instead and they enjoyed them so much they rebooked.

DW let the room know that there had been a reasonably high number of member resignations but that was due to staff leaving Western Power, this seems to be turning around now and we are now seeing a significant increase in members as new staff started, they were joining. Some members leaving were retaining membership, but most do not.

DW mentioned those members who had passed in the past year and those members were in the Annual Report.

DW spoke about the issues with Cape View Resort and Pindan, there was a time when many of the facilities were shut down, Albert Koenig is the representative for those homes and spent a lot of time in meeting and keeping up to date with changes as they happened. DW thanked AK for his efforts.

DW thanked the Board for all their support, in particular Aaron who has now been on the Board for 12 years, he had been a great support and does a lot of work that goes unseen.

AK added that in terms of the future with the holiday homes, the cost of living is going to continue to increase, and this will make our homes even more appealing and would be very surprised if the Club's good performance didn't continue into the future.

7. Special Resolutions and Proposed Constitution Changes – Al Koenig (AK)

Special Resolution 1 – Minutes of General Meeting

Rule	Option A: Current	Option B: Changes to rule 62.4 Proposed by Bruce Gibbney	Option C: Proposed by EWSC Board
62. Minutes of General Meeting	(4) The minutes of a General Meeting must be entered in the Club's minute book within 30 days after the meeting is held.	4) The minutes of a General Meeting must be entered in the Club's minute book within 30 days after the meeting is held and Published of the Web Site.	EWSC Board oppose this as a constitutional change, however, agree to include similar within the Board Policies and Procedures Document.

- AK explained that the Board felt this is more of an administrative requirement so would sit better in the policy and procedures document.
- There was discussion around different options.
- 4 voted in favour of Option B, majority voted Option C.
- Option C was passed.

Special Resolution 2 - Classes and Qualification of Membership, Life Membership

Rule	Option A: Current	Option B: Changes to rule 8.(7)a) Proposed by Bruce Gibbney	Option C: Changes to rule 8.(7)a) Proposed by EWSC Board
8. Classes and qualification of membership	(7) Life Members 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	(7) Life Members Nominations for Life Membership may be made by a member of the Club. A nomination must be made in writing, signed by two Current Financial Members of the Club and received by the Club no less	(7) Life Members Nominations for Life Membership 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.

	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.	than forty-two (42) days prior to an Annual General Meeting. a1) The nomination is to be considered by the Board and must meet the requirements set out in 7 (b). a2) The Board is required to vote on the nomination and a majority vote of approval is required before it is presented to the AGM. a3) The Board is required to declare the nominations for Life Membership at the AGM and give reasons for the rejection of any nominations.	Each nomination is required to be assessed by the Board and may be approved by a majority of Board members.
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- AB explained the reason for the Board’s proposal was that if a nomination was rejected then it would be embarrassing for the member for it to be discussed at an AGM. For this reason, the Board proposed that only the people who nominated the person would be given the reason for the rejection.
- It was also noted that the Board member voting for Life Members would now be majority instead of unanimous.
- It was agreed by the room that a formal communication to those who made the nomination would be suitable and the vote would now be majority instead of unanimous.
- Option C was passed.

Special Resolution 3 - Classes and Qualification of Membership

Rule	Option A: Current	Option B: Changes to rule 8.(3)a Proposed by EWSC Board
8. Classes and qualification of membership	(3) Club Members A Club Member: a) is a person that is a current employee or former employee (where Club Membership has previously been held) of entities engaged in the commercial production and sale of energy within Western Australia.	(3) Club Members A Club Member: a) Is a person that is a current employee or former employee (where Club Membership has previously been held) of entities engaged in the commercial production, transmission, distribution, sale or regulation of energy provided within Australia via either 1) the Western Power or Horizon Power networks, or 2) Western Australia’s gas supply networks.

- There was discussion around the fact that there are a lot of turnkey businesses now in the market that could fit into the current description, so this needed to be more precise.
- After discussion around what would cover the members of what used to be SECWA, the below was agreed for both employees and contractors.
- The description for a member was resolved to be changed to Option B.

Special Resolution 4 – Annual General Meeting

Rule	Option A: Current	Option B: Add rule 53.(5) Proposed by Bruce Gibbney	Option C: Proposed by EWSC Board

53. Annual General Meeting	No current clause.	Add the following clause: (5) The Annual General Meeting booklet and financial figures are to be published on the web site no less than 14 days prior to the AGM.	The EWSC Board opposes this constitutional change.
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- AB explained that it is problematic to agree to a particular time frame in the Constitution because we rely on Western Power financial reviewers who do this free of charge, so it is very hard to put firm deadlines on them when this is the case. It was also noted that the cost to pay someone to do this amount of work would be between \$7-10,000.
- This year the figures were available 2 days prior to the AGM.
- There was discussion around challenges from the Board and expectations from members.
- AB reminded the room that until three years ago these figures were never available until the night of the AGM, so we are doing much better than previous years already.
- DW advised that since 2018 the review has been asking for much more detail which is making the audit much more onerous.
- The below was agreed by the room.
- If required, an unreviewed version will be made available 14 days prior to the AGM, and a reviewed version 7 days prior to the AGM.

Special Resolution 5 - Board Honorariums

To make available to current 2021/22 Board members a \$300 honorarium in recognition of the work undertaken during their immediate past term as voluntary Directors of Energy West Social Club.

- Don Bower asked if all Board members received the same irrelevant of responsibilities, he was told yes that is correct.
- Voted and accepted unanimously.

8. Life Member Nominations – Aaron Bowling

- There was only one nomination for a Life Member and that was for Sheryl Purcell.
- This nomination was wholeheartedly and unanimously supported by the Board and the room at the AGM
- AB made a special comment that he was very pleased to see this nomination and it was agreed by the room that Sheryl had gone above and beyond for the Club during her time.

9. Board Appointments – Lia Przymenska

- Retiring Board Members: Aaron Bowling after 12 years, Gene Matthews after 2 years
- Returning Board Members: Emma Brown, Miles Jupp, Lia Przymenska
- New Board Members: Marina De Kwant, Bruce Gibbney
- New Treasurer by invitation for 1 year: Graeme Sheppard

10. General Business

Allan David asked if we might consider a house not on the coast, like Manjimup, Bridgetown etc. AB said that it will be put to the members if the Board does decide to purchase in a new location.

11. Close

There being no further business the meeting closed at 7.27pm.

Appendix 1. Attendance Register

Non-Voting Attendees

Dwayne Wescombe

Voting Attendees

Gene Matthews

Emma Brown

Al Koenig

Allan David

Bruce Gibbney

John Halliday

John Cavuoto

Graham McGinnity

Timothy Vance

Aaron Bowling

Ray Elvidge

Miles Jupp

Adip Desai

Don Bower

Ron Croager

Lia Przymenska

Keith Weaire

Ken Lee (Online)

Appendix 2. Proxy Forms

Proxies (22)

Aaron Bowling (4)

Geoff Hurle

Steve Sherwood

Helen Low

Marina De Kwant

Lia Przymenska (11)

Margaret Pyrchla

Mariska Zada

Aaron Kinnersly

George Coetzer

John Williams

Udaya Amaratunge

Julian Andres Orozco Perez

Sonya Gaspar

Michael Pover

Kate Watkins

Gerry O'Doherty

Emma Brown (3)

Vanessa Firth

Scott Blevins

Sam Potter

Miles Jupp (3)

Nicholas Fitzgerald

David Gullford

Michelle Ferrari

Ray Elvidge (1)

Sheryl Purcell

Appendix 3. Apologies

Michael Andrews

Joy Fyfe

Peter Bali

Margaret Pyrchla

Marina De Kwant

Harry Webster

Nisha Shah

Samantha Manderson