

SOLDIERS BEACH SURF LIFE SAVING CLUB INC
SPECIAL GENERAL MEETING
Held at Soldiers Beach Surf Saving Club

6 June 2018

- Welcome, meeting opened: 7.05pm
- Attendance: Per sign in sheet
- Apologies : Dave Waddell, Darcy Waller, Dennis Williams
- Disclosure of Pecuniary Interest:
 - **The chairman requests that the members disclose any items of personal interest in matters that are going to be considered at this meeting**

Introduction:

The President (Jim Buckton) introduced himself and welcomed everyone to the club for the general meeting.

Also introduced were Mr Andrew Wilson Of Aubrey Brown Solicitors and Mr Paul Bolton from Fortunity Accounting Firm

Purpose of meeting

To set out what has transpired over the last season and to address any questions that may be raised.

(Statement As Read.by Jim)

As you are all aware there have been a number of issues regarding the commercial operation of the club that this committee has dealt with over the past season. The result is that the club and the caterer have reached an agreement and the previous caterer has moved on.

This agreement has been documented in a deed between the two parties. As is a standard practice in matters such as this the details of this agreement are subject to terms of Non-Disclosure & Non-Disparagement which will be confirmed in the club's legal representatives report.

In so far as the matter between the club & the caterer is concerned the matter is finalised. With regard to questions posed on the motivation & the process that the committee undertook, the committee has operated at all times in the best interest of the club, within the framework of the contract which was in place and within the constraints of the club's constitution & operational policies.

From the beginning the management committee has sought independent professional advice in all areas, liaised & sought advice from Branch & from SLSNSW legal advisors. At all

times the committee has taken independent, professional advice on all of its decisions. And the decisions made have been a consensus of the management committee.

In relation of cost. The costs of the actions taken were considered against the financial position of the club at the time. It is important to note that Court action was not initiated by the club.

With regards to the club's financial position, in conjunction with Branch Sponsors, Fortunity, a cash flow projection & budget has been developed. This indicates that there will be a cash shortfall for June, July & August.

We have been in contact with our creditors & have received verbal agreements for terms of payment from the majority to ensure our solvency over the period & have requested these terms in writing. Some of these written agreements have been received & the committee is awaiting the remainder.

Our operating budget for 2019 indicates a cash flow positive position early into the coming season. The committee has fostered an open communication with our creditors to ensure the continued support of our suppliers and maintain the club's solvency. It is important to note here that these budgets & projections are supplied to the committee for the purpose of management.

Publicly available financial reports are available on our website as per our constitution & form part of our management committee meeting reports each month. As required by legislation, independently audited financial reports are made public in our annual report which forms part of the club's annual report presented at our AGM. These are also available on our website.

From here there are a number of things to be completed in order for the club to move forward.

1. At present our caterer is on an interim agreement in order to novate the existing contracts for functions that the club has. The draft final contract is with SLSNSW legal at present for review prior to finalising the agreement.
This has been done to ensure that the contract is independently reviewed and correct
2. A budget has been developed to identify the requirements to get the club through the "off "season until cash flows improve. There are a couple of fundraising events being organised the first confirmed late last week on 7 July. This will be advertised shortly & the membership needs to get behind these fundraising events. The budget & business plan for 2019 is being compiled at the moment.
3. The committee has been in contact with our sponsors in order to seek support prior to the commencement of the season to assist in the addressing of financial shortfalls. We have had a couple of positive responses to date & the committee continues to follow these contacts going forward.

4. We have identified a number of grants & have begun the process of compiling these for SLSA grant writing unit to complete. These have not been factored into the projected budget so as not to influence the identification of potential shortfalls
5. The committee has been in contact with our creditors to arrange terms & continues to foster our relationships in order to overcome our short term cash flow issues.
6. There needs to be a culture change.

Surf lifesaving is going through a transformation. It is being forced to compete in a larger pond for less resources. Surf clubs are being forced to move towards a corporate structure. For this to take place changes must be made. These changes across surf lifesaving are in the long term interest of our clubs and surf lifesaving moving into the future. Our volunteers and members need to be supported in these changes. Our members must be catered for & encouraged to “support” & be involved in their club. This can only be achieved by creating a culture of inclusion in order for surf clubs to be self-supporting and remain relevant to their target participants.

The position of the club is where it is. Nothing that is raised here tonight will change that. As a president I am aware that there are parties here that are concerned & angry with this position. I am also conscious that to have an opinion is something to which everyone is entitled. However, this is what it is, an opinion.

No amount of hand whinging or blame will change the position. It will however hinder what needs to be done for the club to move forward.

As outlined the committee, in conjunction with professional independent advice, has identified a course of action & is taking all possible steps to follow this to deliver a positive outcome for the club going forward. What is required of members now is assistance & support and for this to be a “whole of club effort” to get the club to where it needs to be, regardless of who is at the helm.

Andrew Wilson from Aubrey Brown introduced himself and advised the meeting participants of the legal positioning and read the Aubrey Brown report as submitted (**attachment A**)

Note: Whilst Aubrey Brown representative was reading through their document

EEC representative (**Donna**) interrupted the meeting stating that the mediation statement was a lie, and repeated this statement on a number of occasions. EEC representative was cautioned on interrupting the meeting and was urged to speak with her Solicitors with her opinions.

Details of legal and accounting costs

Financial matters are to be discussed at the AGM – accountant should be discussing not him – all financial details should be shown in public financial reports

SUMMARY

The dispute has been resolved

The parties have resolved and both parties have moved on

The dispute is at an end and that is where the matter lies

Financial advisor – Fortunity

Jim reiterated as per his opening statement there will be a cash flow shortage for June, July and August

Paul Bolton – partner of Fortunity – advised that through their sponsorship they work with most of the clubs along the central coast – where requested they provide advice and guidance.

Advised that financial statements are in the process of being prepared and will be available at the AGM (scheduled for August)

They will assist with profit and loss forecasting for the next 12 months – he also indicated that conservative and optimistic cash flow forecasting shows a position of solvency

Disclosed he is the current Director of finance for Clubs NSW – happy to take questions from the floor

Stuart Harvey – Branch representative

Contracts – working with solicitors to work on contracts and to advise the clubs on the status. SLSA is in full agreement with the advice SBSLSC has been given.

In relation to the money which was loaned to SBSLSC – advised that in accordance with this - they have the right to have a representative at the monthly meetings – which they have done

Questions (Statements) from the floor

John Edwards

John Edwards took the floor and gave comments to the room as follows:

Stated that “ *in his view*” - the information that has come through in answer to the questions, and in relation to the can't comment answers “ – is unsatisfactory to the members of the Club.

He stated that as far as he was aware the,“ proceeding commenced from an email from the club to the EEC“

In addition, he stated that all that he has heard from the EEC solicitors is that EEC wanted to maintain a relationship with the club and to meet with representatives from the club on how to move forward.

Also advised that Mick Raby wrote the original contract – only item that was changed in the original contract was the date.

Further, he advised that a House committee was created and advised by the then president

David Harris – for the house committee to meet with EEC – the house committee reported back that in their opinion the problem was with the Bar Manager.

A question was asked from the floor – “ *who from the house committee reported back to the exec*” – John responded “*no-one*”.

Statement made as follows, “*that the club has spent \$100-\$150K to get rid of someone who brought revenue into the club of \$100K – why*”?

“*Club has gone down a path of a runaway train*” – his belief that it was due to a personality issue – he also expressed his concerns as to the large number of bills.

Aubrey Brown response – noted that no specific question was asked.

- Stated that the proceedings were commenced by EEC – the club did not commence the proceedings
- Confidentiality – vast majority of agreements which resolve disputes are resolved with the parties involved – Board members would normally have this information

Note: EEC representative again interrupted the meeting with verbal comments and was advised on three occasions that she would have an opportunity to respond from the floor and was put on notice.

Note: EEC representative (Donna) and her business partner (Anthony) left the meeting at 7.57pm

Tony Oxford

Q - When reports are tabled at the meeting - are they part of the standard minutes?

A – Yes they are

Q - Advised that no reports (including financial) were attached to the minutes from September 2017 through to and including February 2018.

A – Jim will take on notice, review and update

Q – Can't access the portal or the website

A – advised that individual needs to send registration details through

Q - have the forecasting numbers \$\$'s included the new caterer?

A – yes numbers will be reviewed on a monthly basis and will be sent to branch

Q – have current presentations been paid

A – yes nipper presentation has been paid for

A – senior presentation in progress

Q – suggestions of the creation of an audit risk committee formed

A – if considered would have to be included in the Constitution (which would incorporate an update to the constitution)

Brad Ives - made statement to the meeting

Advised the room that there were continual issues with EEC – back to when he started as Bar Manager more than 5 years ago

Jodie Ross – statement to the meeting

Advised that issues with EEC has been going on for years not just 6 months

Jenny

Advised that her good friend Deb Marks has been so traumatised since her dealings with EEC and has been unable to attend the club due to the trauma

Phil Walls – Vice president

Stated that we are all passionate – we are all trying our best to promote and work together to do our job – gave accolades to Jim – lets get on with it – work together

Stuart Harvey

Thank you to Jim for all of his hard work – lets put these issues behind us – lets move forward and get Soldiers back to where it used to be

Peter James – Director SLSC Central Coast

Advised he is the representative who has been selected to attend the SBSLC committee meetings – when he has gone back to report to Branch he highlighted how the other management / committee members maintained their positivity during the hard times – and pushed through with enthusiasm and passion representing their nominated portfolios on how to move forward into the upcoming season.

Closing statement – Jim Buckton

This has been uncomfortable and upsetting situation – thanks were passed onto the board, the committee and the club members

All members were encouraged to support the club as we go forward.

All to be aware that we need to work through with compliance issues in relation to Central Coast Council

We have an upcoming Fund raiser – confirmed for 7 July – Comedy for a Cause- all encouraged to attend - looking for contributions of items to auction.

We need to be financial before our AGM – all attendees encouraged to renew their memberships as early as possible.

Meeting closed 8.20pm

Jim Buckton
President

Jacqui Godier
Director Administration