MINUTES OF THE BALLARAT GOLF CLUB INC
125th ANNUAL GENERAL MEETING HELD AT THE CLUBHOUSE
ON MONDAY 29th MARCH 2021

Present:

President Lesa Gray (President and Chairman) and 45 members as per the register of attendance.

The meeting opened at 7:01PM with the President welcoming all members, acknowledging the AGM was being recorded for minuting purposes.

Gary Fry - General Manager – then read the notice of the meeting.

The president then read the apologies.

Apologies:

Alan & Sandra Burns, Michael & Jill Dunne, Tony Trevenan, Brenda Ryan, Faye & Gary Butcher, Jill Heinz, Neil Twaits, Lyle Cairns, Bernie Szapiel, Michael Wilson & Keith Wagner

Moved: R Jones **Seconded:** S Howie that apologies be accepted. **Carried.**

The President acknowledged the traditional owners of the land on which our Club is located, their leaders past, present and emerging.

The President welcomed and thanked members for their attendance. The President acknowledged attending life members, Phil Trevenen and Heather Brauman.

The President asked for the confirmation of the minutes of The Annual General Meeting held 20th of July, 2020.

Moved: M Berry **Seconded:** W Thomas **Carried.**

The Presidents Report:

The President spoke briefly about the impact of COVID on the running of the Club. She noted as members we should be grateful for the dedication and loyalty of our team. The President commended the efforts of staff and members over the last 12 months as the Club has weathered the pandemic as best as it can. The President noted the refurbishment work of the painting, carpet, with additional works on its way. She highlighted the new golfers menu with new equipment installed has proved to be popular, the driving range is attracting many patrons, and the Club is well on track to our commitment to Vision 2025. The President personally thanked General Manager Gary Fry who has been the rock of the Club, adding his unwavering commitment has to be commended. The President thanked all Board members for their help and support over the 12 months. The President thanked the members for their support as first female President.

The president then responded to questions sent in prior to the AGM.

Phil Chamberlain

Practice Area Cover Structure: *Does the BGC receive any income from the Practice Cover activities such as practice itself, lessons etc. now that the structure provides all year round weatherability. Secondly is there any plans to straighten the ugly roof line left following the construction of the structure which at the time could have been simply rectified prior to installation of the roof decking.*

Response

No. The driving range was provided as a service to members and guests as identified in the Club's strategic plan. It is believed that the range attracts members, guests and events to the Club and as such has an indirect cash flow to the Club. The Club does not contribute to the driving range costs of balls, lessons. Etc.

No. Note that the incorrect bend in the main structure was not noticed until in place and the timeframe did not allow for rectification at the time.

VCGLR Works: *Could it please be simply stated as to which works are to be completed by the adjusted completion date and itemised with both Budget and Expected Final Cost projection as failure to complete on time has dramatic financial consequences and loss of machines. From recent emails sent out it would appear not enough emphasis is being placed on the diminishing timeline remaining.*

Response

<u>Further to the information provided to you on 24/3:</u>

General design works that are to be undertaken in accordance with the requirements of the VCGLR directive have been undertaken as have initial costing's and consist of internal works - the installation of a freezer and cool room (a prefabricated type of construction), removal of the door between the gaming room and bistro, extension of the bar – and internal / external works - modification of the current storage, delivery and smokers area. **THE SMOKERS AREA IS BEING EXTENDED AND COVERTED TO A STORAGE AREA.**

The internal works are minor and do not require planning approval. Design works were done some time ago prior to the application for 6 additional EGM's

Casey Tydens Consulting has been engaged to manage the items you refer to for the internal / external works and he is engaging the original structural and electrical engineers along with the original building surveyor in reference to a, b and c of your questions.

In relation to D – on 21 December a notice was sent to members and displayed on the Notice Board with regard to works, estimates and funding with the expected cost (being $207,000)

e - We are confident these works will be completed by the completion date required by the VCGLR

General Capital Works: *Could you please advise who is responsible for sign-off of these works for completion as to scoped works, quality of finish and if final payment should be made without remedial works. Two items of works come readily to mind (a) roof structure alignment of Practice Area roof (b) completion of 3-4 wooden support columns on the exterior pergola which appear not to have received the paint finish. Hopefully full payment to the contractors involved has not been made.*

Response

General Manager ((a) Previous General Manager)

(b) Not completed due to paint issues which was agreed to be investigated before completion – then illness of contractor.

General Manager: *Can you please advise the status at this time as to where we are relative to the completion process of engagement of the General Manager/Secretary as I believe we are now in the third extension period which is proving counterproductive to the ongoing operations of the Golf Club in general.*

Response

The Board is currently in discussions with 2 recruitment agencies in the golf industry. Once the Board has chosen its preferred agency it will begin the process of advertising and filling this position on a permanent basis.

Covid 19: *Could you please provide the rationale behind the non-issuance of any form of compensorary payback either in vouchers etc. for the 17+ week closedown of ability to play golf during both last year and this. What basis is behind that decision as I'm not aware of any rule by which that decision was made and furthermore we are confronted with the fact that the Golf Club is declaring a profit of some $171,838. This is after receiving from both Federal and State Government Authorities some $1,050,932. But for these funds it would have led to a declaration of a Loss of some $879,094. After reviewing the number of actual golfing member and taking that from your list provided it would appear that we looking at some 706 people in total, if they each received a $100 voucher that would equate to a charge of $70,600 against the $171,838 still leaving the club with a surplus of $101,238 and a membership I believe welcoming of that decision. If you put that aside there is still the other item of a 2.5% increase on top of a non-conciliatory attitude. I find it hard to understand the logic of the latter increase but welcome an explanation.*

Response

The course was closed for 51 days – the clubhouse for 133.

When golf resumed it was restricted to members only and unprecedented levels of golf were played (up almost 50%) and when possible changes made to playing conditions to give members the best possible access to the course and competitions.

The Board did extend the period that members had access to their 2020 House levy by 6 months as a form of compensation.

As you have pointed out without government support the Club would have incurred a considerable loss for 2020.

Ultimately members have the option of choosing to accept the proposed changes to fee or object to them through either raising a Special General Meeting in accordance with the Rules or seeking an alternative Club.

The President then asked Captain Michael Erbacher to present his report.

<u>The Captains Report:</u>

The Captain thanked everyone for their contributions over the past 12 months. The Captain thanked the Pro Shop staff, Jeff Powell and his team, acknowledging the effort of 2 who worked through the pandemic when the Course was closed. He captain thanked Dads Army for their contribution and their help to Jeff. The Captain noted the Club is looking for new staff to assist the Course and the maintenance of the Clubhouse.

The Captain then responded to questions sent in prior to the AGM.

Michael Dunne

Why are BGC results never in the Courier? I am sure this has been asked before, but an update might be appropriate.

Response

We have contacted the Courier and provide them with the details of all competition results in the format they require. We are communicating again with the courier to give a more compressed result.

Dean Jennings

Access to the timesheet in advance to organise board event matches etc? I understand that Saturdays are very coveted and should remain as is but it seems crazy that social groups can book in advance Sundays when members can't.
I wasn't meaning to stop social groups I just meant also allowing members the same access especially to book board event matches etc in?

Response

The Board have extended the time allowed for green fees groups to book into Sundays as many of them are planning weekend trips in advance to play.
Our restricted lead times meant that many could not do so and were going elsewhere and with the cessation of weekend long competitions the time allowed was extended for such groups.
This will be monitored to ensure that such bookings do not impact on the ability of members to play on Sundays.
The only access prior to the 8 days is for group bookings of 16 players or more.
Besides the Begonia and Powell Trophy which have an entry form I don't know of any board events on a Sunday.
The CP Hoskin and HF Owen events are specifically booked on Sundays and we book in the qualifier once they qualify.

Phil Chamberlain

Could it please be clearly defined as to how the 12mm number for the winter fairway grass cut is obtained as it seems that each year the 12mm is clearly not provided – is the 12mm from upper most point of the grass to bottom tip of the root system. The explanation is simple given as the cutter reels as set at 12mm on the machinery in the maintenance shed on a concrete floor, there is no mention for allowance of ground condition wet, really wet, dry etc. nor it seems is the weight of the equipment itself and driving personnel taken into account as this will reduce the cut level substationally it would be assumed. Can this be clarified as it seems during the winter season it is becoming harder to hit off the surface provided?

Response

The normal and accepted practice is to set the height using a tool / measure specific to the mower when the blades are raised. This has been checked with the Golf Course Superintendents Association.

The President then asked the Finance Director Greg Bennett to present his report.

<u>The Finance Report:</u>

The Finance Director noted the Club felt the full impact on its operations of the political decisions made by Governments in response to the COVID-19 virus. He added the sudden shutdown of all Club operations on March 23rd had a major impact on the Clubs ability to generate income from trading operations. Dates of reopening's and further closures of the Club operations are detailed in the Report. The Finance Director commented that the effect of the COVID related closures and restrictions, is reflected in our Club's total income from trading operations for the year of $2.8m being $3.2m less than 2019.

The Finance Director highlighted the financial assistance received from Governments which was treated as Income for the 2020 financial year.
This income consisted of:-

- Australian Federal Government - JobKeeper Payments $920,550
- Australian Taxation Office - Cash Boosts $100,000
- Victorian State Revenue Office - Payroll Tax Refunds $ 30,382

At the end of the 2020 financial year the Club was able to report a Net Operating Surplus of $171,838.

The Finance Director highlighted the performance of each department and answered questions sent in prior to the AGM.

Phil Chamberlain
***Club-house**: What is the final cost of the main floor area of carpet including removal, replacement of existing, purchase cost of the new carpet, laying of new product and any consultancy cost. Allowed Budget Cost v's Actual Final Cost.*
Response
Quotes were sought for this project and the lower cost accepted. The quote and final cost of the carpet provision, laying and removal was $65887 (inc)

***Ditto:** Interior and exterior painting incl. external pergola incl. any consultancy fees. Allowed Budget Cost v's Actual Final Cost.*
Response
Quotes were sought for this project and the lower cost accepted. The cost of the painting was Internal $18,315 (inc) – up $1320 on original quote as additional works were requested. These were quoted prior to them being undertaken.
External Pergola $8440 (inc) as per quote– not yet paid due to the non-completion due to delay and illness of contractor.

***Course:** What is the final cost of raising the existing (4th). Fourth fairway to new design levels over the designated area incl. any tear out of existing grass and replacement of same and supply, installation, including grading rework to irrigation and stormwater systems all consultancy fees etc. **Allowed Budget Cost v's Actual Final Cost.** The financials offer the cost as $14,500.00 is number correct given the time taken to complete the project.*
Response
The costs reflected for this project are external costs only. Hours incurred by staff are not included nor were they separately identified.

***Internal Furniture:** We have been notified via comments made within one of the Board Members Yearly Summaries that an order has now been placed for both the tables and chairs. Could you please provide an explanation as to the **Budget Allowed v's Cost of Order Placed including any Consultancy Fees.** What is disappointing is that the members were not given a chance prior to order placement to make comment from either a sample of the product in the premises or a photograph to see how it blended with the new floor coverings. For sometime now access has been available to the Melbourne bulk furniture agents as that was the reasoning given behind the order having not been placed earlier.*
Response
Quotes were sought for this project and the lower cost accepted being $181,000.
The decision to use external consultants to choose the final furntiture was based on past experience where the number of members involved and the inability of those to reach any conclusion drove this decision to use experts in the field who considered all aspects of the other Club furnishings.
As was explained in an email to you The Club has the services of an interior designer through our gaming contract however as a result of COVID access to the service was delayed.

The President asked that members receive and adopt the Annual Report, Revenue Statement and Balance Sheet for year-end 31st December 2020. **Moved**: C Sertori. **Seconded** V Bennett. **Carried.**

All questions raised so far were submitted through feedback@ballaratgolfclub.com.au.

The President asked Gary Fry to read out special business.

Gary Fry read; As per the notice of meeting the item of Special Business is that

- Members approve changes to the Rules of the Club as follows:

Rule 15.5 (2) to altered to read. "(2) Whenever a casual vacancy occurs the Board, providing the number of Directors is greater than 5, may appoint an Eligible member who has confirmed in writing his/her understanding of the Rules of the Club and his/her commitment to serve as a Director and he/she shall hold office for the balance of the term of the Director he/she is appointed to replace."

Rule 15.7(1) be replaced with "15.7 (1)The tenure for each Director shall be three years, except for a Director appointed to fill a casual vacancy or an Director elected to fill a casual vacancy (who shall serve for the balance of the term of the Director he/she is elected to replace).

This motion was **Moved** by John King and **Seconded** Lesa Gray.

John King noted this motion was planned for last year, however as the Board were unsure the AGM would meet the quorum it was pushed to this year. John King spoke to the motion, explaining that the current rule makes it difficult to attract members into a short term role, that currently filling 3 positions proves difficult without having to fill extra casual vacancies, and it limited the potential for Board stacking should a large number of casual vacancies become available in a single election year, which is possible given the current difficulty in attracting a number of candidates to the Board positions.

The President asked if any member would like to speak for the motion. No responses were forthcoming. The President then asked if any member would like to speak for the against the motion. Again no responses were forthcoming.

The President then called for all those favour of the motion to rasie their hands, and then those against.

The President declared the motion carried noting that all members who voted did so in favour of the motion.

The President congratulated Tony Trevenan on reaching 50 years membership and Lyle Cairns and John Morley for reaching 30 years of membership, presenting John with his medallion.

The President thanked members for sending through their questions.

The President then spoke on election of directors. The President noted there were 3 vacancies, where only 2 nominations were received for those vacancies so an election was not required. The President congratulated the 2 nominee Paul Foley and Barclay Dowling as the newly elected Board members The president noted that Paul Clark and Michael Cross had elected not to contest the election and had therefore ceased as Board members and thanked them for their commitment during their time as Board members.

The President noted that as a result of the election process there was a single casual vacancy to be filled and asked that any member interested on filling the casual vacancy to speak to a Board member of the General Manager.

The President called for any general business.

Ian Forbes
Would you Mick be kind to annunciate the Clubs policy concerning Poa?
Response
Michael commented it was decided a few years back to let the Poa take over the greens with consultation from grass specialists. Michael noted the Club was trialling a new chemical to eradicate poa on the greens, adding it hadn't been as active as we would have liked but still is a work in progress. Michael noted the policy of the Club was in line with the 2012 Poa report by Dr Phillip Ford report which was available on the website and could be referred to.

Phil Trevenan
Questioned the percentage of the competition fees that were returned in prizes. Phil asked this because there had been some promoted events that have not been successful where allocating prizes may attract stronger numbers.
Response
50% less GST
Phil asked the Board to take into consideration that events they have confidence in should designate prizes to encourage people to play rather than the percentage of competition fees.
Michael understands the comment after golf week was unsuccessful and will be looking more closely at events in the future that our members enjoy.
Gary noted we share a point of sale system with the Pro Shop and have full access of what goes through their tills which is monitored and reconciled weekly.
Phil noted his main point is events that are worth holding need designated prizes to encourage participation.
Gary noted that the option to increase the pool in smaller event may be to increase the competition fee but noted that when this was done for the first round of the championships member feedback was not positive.

Vicki Wilson
Questioned the cleaning and maintenance of the Clubhouse. She thanked the recent cleaning that was done to eradicate the spiders and cobwebs on the high windows. Vicki asked if there was a plan to maintain these areas. Vicki added the dust behind the honour boards are not presentable.
Response
Gary noted during Covid it was his decision for no one to come in to do work because the financial implications of the Club were unknown. Since then we have tried to employ 3 people, unsuccessfully, made contact with contractors which have yet to return quotes, but also have an ad out to fill this position.
Vicki Is there any reason why Dads Army can't take on some of those tasks?
Gary noted he had spoken to Dads Army about this and as they are volunteers some of the tasks need more regular work, it is more than they should be expected to do or want to do.

Phil Trevenan
Congratulations to the Board and staff in negotiating through a very difficult year and have achieved a fantastic result of their efforts.

John Lyon
Highlighted the great facility and noticed in the report that says we want to appeal to the growing community and make it our local. What are we going to be active in, in making this our local?

Response
Lesa noted we have a few plans in motion which we are hoping in the next 2 months to present to members with a proposal of a major redevelopment which will include a member's dedicated area. She noted costings and quantity surveyor reports are currently being conducted. To make this our local we will be running promotions to encourage people to come to the Club, create regular social nights for members every month engage them and our community.
Gary added we have had an external review of the kitchen. It is to review what we are offering and currently redesigning the menu for a pub/club menu that is bigger on the 12th April. He noted we are currently looking at external advertising to reach our growing market. He added potential works will double our bistro size and open the Clubhouse for more functions space while creating a better service for members.
John Commented that they give his staff vouchers at Christmas to use at the Club and most don't know they can actually dine here.
Gary noted this is something that advertising will change.

John Taylor
Asked Gary about the redevelopment and member's area. Do we draw the conclusion that there will be a dedicated member's area?
Gary noted that's what we're aiming for, yes.
John How are we going to allocate the area we need to dedicate to members?
Gary we have now engaged Casey Tydens Consultants whereas over the years we have engaged a number of consultants that did not meet the desired outcome for what we were aiming to achieve. We will create a room like the Titheridge Room with an outlook onto the course. We are now looking at plans, costings and revenue streams which will be ready to present in a couple of months' time.
John is concerned around it being done properly, but will hope that it will adequately serve the need of its members.
Gary Highlighted Casey Tydens work at Sebastopol Bowling Club, 13th Beach and Barwon Heads amongst other works and encouraged for members to have a look at his work.

Ian Forbes
Commented how disappointing it is to see insufficient candidates for our Board positions. It's a vibrant Club and needs to have a full positions filled. In the old days there used to be elections for positions when it was purely a golf club, people were canvassed for specific positions and maybe the Board might consider to canvass people for positions. Ian commented you didn't used to just become President, there were pathways in the past to reach President.
Lesa commented the Board is very aware of this and require forward thinking people who are prepared to spend the time and have the skills that we need. Lesa highlighted she was Vice President prior to becoming President. The Board have been canvassing but have found it hard for members willing to commit the time to do so.

Being no further business the President thanked all present for their attendance and participation, closing the meeting at 8:00pm.