

PITTWATER AQUATIC CLUB CO-OPERATIVE LIMITED

2022 AGM, 17th August 2022

AGM Minutes

Chairman: Alan Barnes

Minutes Secretary: Cavan Lenaghan

Invitees:

- PAC Members
- PAC Board Members – Alan Barnes, Cavan Lenaghan, Chris Kavanagh (CK), Richard Steel (RS), Ron Baxter (RB), Lindsay Holloway (LH), Philip Cornwell (PC), Philip O’Leary (PO), Astrid King,

Introduction:

Welcome to the AGM by AB.

Past Members:

1. AB invites Members to pause to remember past Members.

Open meeting Quorum:

2. AB advised that a quorum is present and that the meeting can be declared open from 7.30pm.

Introduce Directors:

I would firstly like to introduce your other directors and officeholders

- Cavan Lenaghan – Secretary
- Phillip Cornwell – Treasurer
- Richard steel - Vice President & Slip Master
- Ron Baxter – Information management, key systems and administration support
- Lindsay Holloway - Maintenance
- Chris Kavanagh – Facility Allocation and Insurances
- Phil O’Leary - Catering
- Astrid King

Astrid King stood up and declared she is the Director for Governance.

Apologies

- Shuriken Consulting - the Co-ops Auditors

The Meeting

AB advised that there are items of -

- Ordinary business and
- Special business followed by
- Other business where we will answer questions or concerns.
- After these the meeting will then close.

3. MISSION STATEMENT:

AB Will remind the Meeting about the PAC Mission Statement -

“To provide cost effective facilities and services to members that meet their boating needs now and in the future in a DIY environment. This will be achieved by volunteers in a cooperative association.”

PAC CULTURE

The following describes the PAC culture. How we do things at PAC and what we expect of each other.

- Ensure a safe work environment for all
- Practice safe boating
- Willingness to share knowledge and skills with other members
- Practice good sportsmanship
- Promote a positive image of PAC and do not bring the club into disrepute
- Friendly open honest communication
- Volunteer to participate in club activities
- Show respect for the personal rights and opinions of others - Willingness to help other members
- Willingness to accept change

STANDING ORDERS:

The standing orders for this AGM: - AB will ask that -

- Members do not over speak when a question or answer is being delivered.
- As a volunteer organisation, I ask that members respect the chair and ensure the chair is not required to enforce such standing orders during the meeting.
- That only one person can speak on the conference at any given time so if you have a question and the time is appropriate Members will be provided with the opportunity to raise issues.
- Wherever possible the director most relevant to a question will give the answer.

ORDINARY BUSINESS

AB move on to the ordinary business of the AGM.

NOTICE OF ANNUAL GENERAL MEETING:

AB to call for a Member to **propose** that the notice of meeting (NOM) served to all registered members on 3rd August 2022, be taken as read. Proposed – Kevin Shanahan Seconded – Stuart Campbell - Carried

AB called for a show of hands by the Members. Passed

1. CONFIRMATION OF MINUTES:

AB to call for a Member to **propose** that the minutes of special general meeting held 9th February 2022 be confirmed by the meeting. Proposed Derek Howie Seconded. John Cassidy - Carried

AB to called for a confirmation by a show of hands. Passed

3.MATTERS ARISING:

2. PRESIDENTS REPORT for AGM

John Cassidy raised the issue of The Delegation of Authority. The existing document is to be reviewed and and completed . Ongoing

Published in the NOM.

3. TREASURERS REPORT

Philip Cornwell presented the Treasurers report to the meeting.

4. PRESENTATION OF DIRECTOR REPORTS

- AB to confirm that the President's report has been published in the NOM. The Treasurer's financial report will be presented at the meeting. The co-operative audited accounts for the year ended March 2021 have been posted to the PAC website.
- The above reports that have been published will be taken as read by the meeting.
- No resolution is required to be considered by members under the co-operative national law or the clubs' rules.
- Questions in advance have been received and will be answered in the Other Business discussions
- The following directors' reports were published in the NOM
Richard Slipway and Vice Presidents report
Lindsay maintenance report
Ron Baxter report
Lindsay Holloway report
Phillip O'Leary report
- AB, asked if the Members had any questions from any of these reports? There were none.

5. ORDINARY RESOLUTION 1 - Appoint Shuriken Consulting as the Auditor of the Co-operative for the 2023 year - Carried

6. ORDINARY RESOLUTION 2. Election of Directors

(R) *Indicates this director is an existing Board member and is retiring by rotation and nominating for re-election*

Position	Nominee	Years as a Coop director	Proposer	Seconded
Director	James Aston	0	Alan Barnes	Ronald Baxter
Director	Ron Baxter R	8	Alan Barnes	Richard Steel
Director	Ken Bullen	0	Rohan Smith	Peter Addison
Director	Philip Cornwell R	3	John Cassidy	A J Creevey
Director	Cavan Lenaghan R	0	Alan Barnes	Ronald Baxter
Director	Rohan Smith	0	John White	Richard Budd
Director	Richard Steel R	20	Alan Barnes	James Aston

Select FOUR only

- NOTE! Before a member can be elected as president, secretary or treasurer they must be an existing director or elected as a director at this meeting.
- AB declared the following result for the 4 Directors

Name 1 Ron Baxter

Name 2 Richard Steel

Name 3 James Aston

Name 4 Cavan Lenaghan

Are elected as directors

- AB expressed thanks and congratulations to those elected and to those that have served.

8. ORDINARY RESOLUTION 3 ELECTION OF SECRETARY.

Position	Nominee	Years as a Coop director	Proposer	Seconder
Secretary	Cavan Lenaghan	0	Alan Barnes	Ronald Baxter
Secretary	Rohan Smith	0	John White	Richard Budd

Select ONE only

AB declared the following result for the Secretary - Cavan Lenaghan

9. ORDINARY RESOLUTION 4 ELECTION OF TREASURER

Position	Nominee	Years as a Coop director	Proposer	Seconder
Treasurer	James Aston	0	Alan Barnes	Ronald Baxter
Treasurer	Philip Cornwell R	2	John Cassidy	A J Creevey

Select ONE only

AB declared the following result for the Treasurer – James Aston

10. ORDINARY RESOLUTION 5. REMUNERATION OF DIRECTORS

AB explained that the motion before the meeting is for the director's reimbursement of expenses, to be set by the meeting. The current reimbursement is set at \$1300. This amount was set in 2016

- AB called for a **proposer** to set the reimbursement for the next financial year?
- Proposed Ken Bullen Seconded Rohan Smith
- AB called for comment about this resolution?

[intervening discussion, if any]

- AB to put this resolution to the vote.
- Resolution was - Carried

11. RESOLUTION 6 – Life membership, Richard Steel

A testimonial to Richard was published with the NOM.

We have 109 proxy votes for.

Please raise your hands FOR.

I declare Richard Steel elected to Life Membership of PAC. - Carried

OTHER BUSINESS

UPDATE TO MEMBERS BY THE MARINA COMMITTEE.

Kevin Shanahan delivered information on the progress made on the proposed Marina upgrade.

OPEN DISCUSSION

John Cassidy requested corrections to the 9th March 2021 AGM where the comments were attributed to the wrong people.

John White requested the same. [This happened prior to the commencement of the AGM]

Action – Cavan Lenaghan

AK put a motion that ‘all documents on the Ocean 21 matter, legal and financial, posted on the website’

Proposed – Ian Hickson Seconded – John Hammond Carried

The outsourcing of votes issue was discussed.

The Board rejected the proposal.

Peter Addison asked:

Is the reason questions asked about Ocean21 were answered with a ‘No’ because the Board was incompetent?

Richard Steel replied that all the questions asked about Ocean21 were answered in the July issue of the PAC Journal.

Chris Kavanagh suggested we put Ocean 21 behind us and move on.

ASIC Documents. Rohan Smith supplied documents to PAC that he obtained from ASIC. Thank you Rohan.

Delegation of Authority issue was raised again. The Board will sit on the matter and revise the existing document.

Keith Woodward investigated the Invalid Members Committee.

Ken Bullen refuted all claims made by Keith Woodward.

Rohan Smith said he was intimidated by the Board when Keith Woodward was on the Committee.

John White said he was intimidated too.

Peter Addison supported the fact that Philip Cornwell and Astrid King illegally accessed member's personal details without the Boards consent and used them for their own personal gain.

Michael Williams asked AK and PC why they exposed the PAC to potential challenges from regulators and what they proposed doing about it.

AK explained that she as a Director was entitled to present her 'report' to the members.

MW asked AK, 'did she know whether the voicemail phone number was connected to either her or any of the people she was working with/ How did they get access to the private details of PAC members? MW then said that seeing as she had elected to be the Director of Governance, this being a governance matter he proposed that:

The board investigate how a third party was able to access member's details to enable a phone campaign in support of AK and PCs views.

Proposed MW Seconded Phil Jackson - Carried

JW stated that Sam Byrne said that only names and addresses of members were OK to use, not emails or phone numbers.

John White stated that was a breach of privacy.

John Cassidy congratulated PC on his work as treasurer.

The Treasurers report is on the PAC website.

John Cassidy said that unlike the previous Treasurer Ian McGregor who paid himself \$6,000 to do the accounting, PC paid himself nothing. But PC's accountant charged a similar amount.

CK presented his own report.

Insurance cost are set to increase.

The Upgrade of the IT system was being investigated with only two parties bidding so far. He would be happier if there were more parties involved to give better outcomes for the upgrade both in technology and cost comparisons. So far the cost estimate ranges between \$25,000 and \$51,000.

John Cassidy raised the issue of the No: 1 slip upgrade.

RS stated that the cost of replacement would be in the region of \$100,000. The scaffolding being used now needs upgrading to comply with H&S rules.

Phil Fontaine asked about slipping multihulls. The answer was no.

11. Directors Remuneration set at \$1300

Chris Kavanagh urged members to stand for positions on the Board in future.

John White stated that he would like to move a motion that Legal action by the Board should have member's approval before action is commenced.

RS agreed with the proposition but suggested that it would have to be carefully considered before it could be adopted,

JW then said he would like to make it a rule. This was rejected.

AK stood and read her letter of resignation. An unsigned copy was given to the Secretary. The president asked Astrid to sign the document. She did so.

Meeting closed 11.50pm.