



CLAREMONT YACHT CLUB INC.

HALF YEARLY GENERAL MEETING

7.32PM THURSDAY 21 MARCH 2019

BAYVIEW ROOM

MINUTES



1. REGISTRATION OF FINANCIAL VOTING MEMBERS

Members completed the attendance register prior to the opening of the meeting

2. MEETING OPENED

The Commodore welcomed Members and checked that sufficient Members were present and advised that a quorum had been achieved and the meeting was opened at 7:32pm.

The Commodore introduced each Committee Member to the voting Members and stated their title.

3. ATTENDANCE

Chair Committee Members

Bill MacLeod	Commodore
Darren Chatfield	Vice Commodore/Chair House Committee
Rob Boykett	Rear Commodore Sail
Paul Hodgson	Rear Commodore Power
Walter Reeves	Rear Commodore Dinghy
Dave Andrews	Treasurer
Peter Stanley	General Committee
Bill Harding	General Committee
Peter Wilkinson	General Committee
Justin Congdon	General Committee
Mike Della Posta	General Committee

CYC Members – eligible Voting Members as per attendance Register

Tim Coakley	Bryan Greatrex	Chas Milner	Steve Scott
Glenn Melton	Ed Ryan	Alex Salvaris	Dave Andrews
David Bovell	Arthur Dixon	Hugh Cook	Arthur Poland
Ann Caddick	Kingsley Porter	Phil Scott	Aaron
			Papandroulakis
Emanuel Foundas	Nicholas Foundas	Jim Wells	Peta Kelsey
Clive Annear	Mark Thomas	Todd Whitfield	Ross Campbell
Geoff Congdon	John O'Donnell	Rob Ryan	Roger Hunt
John Vlahos			

NON-VOTING MEMBERS

Anne MacLeod	Mary Melton	Wally Giles	Richard Court
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4. APOLOGIES

Mike Durack	Mark Ireland	Emanuel Petrelis	Ivan Vella
Con Petrelis	Bob Grieve	Craig Stewart	Kevin Garden
Gray Marshall	George Samuel	Rob Depiazzi	Bruce McElhinney
Fraser Stewart	Rob Boykett	Matt Pearce	Tony Bovell
Rebecca Bovell	Paul Murphy	Peter Webb	Sandy Moyle
Roger Hunt			

5. APPOINTEMENT OF SCRUTINEERS

The Commodore sought Members to act as scrutineers for the meeting, to count votes. Ann Caddick and Richard Teuchert agreed to act as scrutineers and manage any absentee votes.

6. RATIFICATION OF MOTIONS AND ACCEPTANCE OF MINUTES

a. Notice of Motion – Ratification of Resolutions passed at 2018 AGM

b. Half Yearly General Meeting – 15 March 2018

The Commodore asked Members if there were any comments or amendments to these Minutes.

No comments or amendments were raised.

Motion	That the minutes of the Half Yearly General Meeting held on 15 March 2018 is accepted as true and correct.	
	Moved: Peter Wilkinson	Seconded: Steve Scott
	Motion Carried	

c. Special General Meeting – 13 September 2018

The Commodore asked Members if there were any comments or amendments to these Minutes.

No comments or amendments were raised.

Motion	That the Minutes of the Special General Meeting held on 13 September 2018 be accepted as true and correct.	
	Moved: Steve Scott	Seconded: Chas Milner
	Motion Carried	

d. Annual General Meeting – 20 September 2018

The Commodore asked Members if there were any comments or amendments to these Minutes.

No comments or amendments were raised.

Motion	That the Minutes of the Annual General Meeting – 20 September 2018 be accepted as true and correct.	
	Moved: Steve Scott	Seconded: David Bovell
	Motion Carried	

Motion	<p>That the Members hereby ratify and affirm:</p> <p>1 the resolutions set out in the Schedule to this Motion in their terms as valid and effective resolutions duly passed by the Members in General Meeting and effective as at 20 September 2018;</p> <p>2 without limitation to paragraph 1, with effect as at 20 September 2018:</p> <p>(a) the appointment as Commodore, Flag Officers of the Club and Members of the General Committee of those persons identified in the respective positions as set out in the Schedule;</p> <p>(b) the acceptance of the Reports specified in the Schedule;</p> <p>3 the validity and effectiveness as actions and resolutions of the General Committee of the Club of:</p> <p>(a) all actions undertaken and resolutions passed on and after 20 September 2018 within the ambit of the power of the General Committee under the Club's Constitution,</p> <p>by</p> <p>(b) the General Committee as comprised by the persons appointed to the General Committee as set out in paragraph 2(a) and those persons who were Members of the General Committee preceding 20 September 2018 and continued as Members of the General Committee on and after that date</p>	
	Moved: Peter Wilkinson	Seconded: Alex Salvaris
	Motion Carried	

7. COMMODORE'S REPORT

The Commodore presented his report for the half year to March 2019.

Steve Scott raised a point of order which was put to the members present:

MOTION - That the Commodore's report be taken as read:

Moved Steve Scott CARRIED

Motion	That the Commodore's Report be accepted as tabled	
	Moved: David Bovell	Seconded: Andrew Caddick
	Motion Carried	

8. TREASURER'S REPORT, AUDITOR'S REPORT AND FINANCIAL REPORTS

The Treasurer spoke to his report.

The Commodore asked if there were any questions and if the Treasurer's report could be accepted.

Steve Scott queried the loss of revenue of the 40 vacant pens with the loss of income being down by 15% and stated that the Club is not competitive and in the current times the pen fees should be reviewed.

Dave Andrews responded that the current climate is being focused upon.

Bill MacLeod confirmed that the General Manager is making deals with the enquiries being received.

Paul Hodgson stated we are getting queries and what is needed is to get the A and H Jetties up and running and stated that the Club will need to be more competitive.

David Bovell stated that whilst there is a need to be competitive there is no need to discount rental fees.

Steve Scott queried the hiring of the facilities for functions. He commended the services of the Club, staff and service. He was happy to pay the hiring charges quoted but advised that Members were quoted the same as pseudo Members and he would like Members to receive a discount. He stated that this issue should be raised at the next House and General meetings. The Treasurer and Vice Commodore are to raise this issue at the next General and House Committee meetings.

Darren Chatfield responded that it would be good to hear from Members about a possible discount. He confirmed that the matter would be considered and that a possible modification could be taken into account. He further stated that the Club is trying to remain a profitable food and beverage facility and for the previous five 5 years the food and beverage operations have not been profitable. We have got to the stage now where the quality and service has been improved.

The General Manager responded to queries as to the hiring charges which presently apply.

David Bovell requested that the General Committee takes the matter on board.

Motion	That the Treasurer's Report be accepted.	
	Moved: Steve Scott	Seconded: David Bovell
	Motion Carried	

Motion	That the Auditor's and Financial Reports of 2018 be accepted.	
	Moved: Dave Andrews	Seconded: Steve Scott
	Motion Carried	

The Commodore thanked Dave Andrews for his hard and efficient work to date.

CONSIDERATION OF MOTION FOR CHANGES TO THE RULES

The Commodore reminded the meeting that for the motion to be adopted, at least 75% of the eligible voting Members were required to support the motion.

9. a. Unfinancial Members

The Commodore proposed the motion that Motion 1 – that clause 4(g) "Unfinancial Members" of the Constitution be carried with amendments.

Clive Annear stated the Commodore was not legally entitled to move a motion whilst holding the chair.

The Commodore handed the chair over to Darren Chatfield.

The Commodore read Motion 1.

Steve Scott stated he was against the Motion and presented his objections.

Alex Salvaris responded to Steve Scott stating that he made good points which ought to be considered. His only comment is that it had previously been considered to look into the proposed amendment and that there are 2 points of time that the Committee has a discretion, one of which is to make a payment arrangement with a Member during the 3 months period and to determine whether or not in fact the Member should be reinstated with an agreement to make payment at a later time. He commented on that aspect stating that he does not disagree with what Steve is saying in terms of principles, but it does not entirely exclude the Member from having that consideration from the Committee. It should be considered and it is then up to the Members concerned.

Bill MacLeod responded on the unfinancial interpretation.

Darren Chatfield addressed Steve Scott to request that he draft out a report and present for future discussion.

David Bovell spoke against the motion and stated that the Club should revise the wording of the motion and resubmit it.

Motion	That clause 4 (g) “Unfinancial Members” of the Constitution be amended by deleting the words which are in red and struck through and by inserting the words highlighted in blue and underlined in the revised clause as circulated to members .	
	Moved: Bill MacLeod	Seconded: Glenn Melton
	Motion NOT Carried	

b. Disposal of Club Property

The Commodore proposed the motion to delete Clause 18 of the Constitution.

David Bovell the proposed clause uses the term “eligible voting Member” and questioned where an eligible voting Member is defined.

Alex Salvaris responded stating “eligible voting Member” is only defined for the purposes of this clause. He stated that the wording of clause 18 as it presently stands raised concern that although it specified that a quorum was 50% of the Members, there might be an issue in relation to the interaction with other provisions of the Constitution which provide for reduced quorums for ensuing meetings where the first did not reach a quorum. His concern was that the correct interpretation was not the intent or the provision. The clause was re-drafted to make it (in his view) abundantly clear that the situation could not arise.

Steve Scott stated that seeing that as the provision defining an unfinancial Member has been retained then he had no issue.

Motion	That the Constitution of the Club be amended by deleting Clause 18 and replacing it with the revised clause as circulated to members.	
	Moved: Bill MacLeod	Seconded: Steve Scott
	Motion Carried	

c. General Meetings of Members

The Commodore proposed Motion 3 – to amend the Constitution to revise the provisions for calling General Meetings of Members.

Steve Scott stated that this motion is poorly drafted as the proposed revision does not specify Rules in addition to Constitution in the proposed Clause 14(a)(i). Therefore, does not allow for a Notice of Motion seeking to amend the rules. If this motion is passed the motion seeking to amend Memberships subscriptions and support vouchers, later in this meeting, cannot be put. Presently there is a provision combining the 2 concepts of amending the Constitution and rules but the head statement talks only about notices of motion to amend the Constitution and mentions nothing about rules.

Alex Salvaris responded to Steve Scott stating if the order is a Notice of Motion this would not be a problem.

Alex Salvaris suggested that the meeting resolve to accept to proceed with the motion and that the general Committee be authorised to make amendments to clarify the point that Steve Scott is raising.

Steve Scott stated he would not support the proposition that the motion be accepted and then revised by the general committee as it sees fit.

Alex Salvaris suggest the Committee takes this back on board. A small amendment would be required to read *“this Constitution and the rules,”* and by this amendment the problem would be rectified.

David Bovell stated that he did not like the method of putting amendments to the Members and then having to go back to make the rectifications. The Committee should have had ample time to review and raise the issues.

Chas Milner stated that 4 weeks’ notice is not enough.

David Bovell – suggested that the motion is taken back to be rewritten and presented at the 2019 Annual General Meeting.

Bill MacLeod stated that the motion will be withdrawn.

Motion	That the Constitution be amended by the changes to Clauses 9 and Clause 14 in the revised clause as circulated to Members, by deleting the words which are in red and struck through and inserting the words which are in blue and underlined.	
	Moved: Bill MacLeod	Seconded: Darren Chatfield
	Motion Withdrawn	

d. Disputes and Grievance Procedures

The Commodore read the motion that the Constitution be amended by deleting sub-clauses of clause 4 and by amending clause 16.

Alex Salvaris commented as to the background. He stated that amendments to the Constitution were resolved at the previous AGM and it was agreed that minimum changes should be undertaken to achieve compliance with the Act. The Constitution was amended and one of the amendments was insertion of the Disputes Resolution Provision in Clause 16 into the Constitution for simplicity; this provision was taken directly from the “Model Rules”. It was necessary to put clause 16 into the Constitution of the Club as a minimal requirement. However, on review of that clause the Sub-Committee discussed consolidating the Dispute and Compliance with the internal complaints procedures into one part of the Constitution and into the process which was more streamlined so both could be dealt with by the same mechanism. The clause presented seeks not to change of the principle but a change to the mechanism.

David Bovell spoke against the motion and stated that there is a General Committee of 12 to 13 Members who run the Club. Under this modification disputes now go to the Commodore and he gets to hear them first and he can deal with them. It should be that a Committee is elected to deal with the changes.

Alex Salvaris clarified that David Bovell was focusing on the term “Responsible Officer”. The mechanism under the clause does not give the Responsible Officer the power to deal with the disputes. The Responsible Officer is facilitating firstly not the determiner of the dispute. The determiner of the dispute in the initial case is the General Committee and if the person involved in the dispute is unsatisfied with the result, it then goes to mediation. The Commodore or any other person who is the Responsible Officer is not personally responsible for determining the dispute.

David Bovell enquired as to why changes to the Constitution are being made when there have been no disputes in the last 5 years.

The Commodore replied that the reason for changes is to have a clear and unambiguous process. We require a simple process that is clearly defined and unambiguous particularly because this provision is used

rarely.

Ross Campbell stated the rules have to comply with the Act, otherwise the Model Rules will be deemed to apply.

Clive Annear stated that the Constitution clearly states that the General Committee is responsible for dealing with disputes. Appointing a responsible officer is getting away from the Act.

Alex Salvaris explained that disputes obviously cannot be determined by a person who is personally involved but needs to have a facilitator. The first thought was to have the General Manager handle the dispute but that was deemed to be inappropriate.

Clive Annear stated that the Constitution allows the General Committee to decide who is the best person to take the next steps required.

Alex Salvaris stated that the process is that the person who raises the dispute gives notice and a Responsible Officer is the person who deals with the notice and may have to convene a General Committee meeting.

Darren Chatfield gave an example that previous complaints were sent to the General Committee and it would take 4 weeks to resolve. In some situations 4 weeks is too long for issues which are more pressing and that with this process it will be quicker than waiting for the next General Committee meeting. It is still the General Committee that will make the decision and no individual officer can make any decision.

Justin Congdon enquired if the Responsible Officer handling the dispute reports back to the Committee.

Alex Salvaris further explained that if a dispute arises; no matter whether against a Member or the General Committee, the first step to be taken is that the parties attempt to resolve the issue between themselves and if that does not happen with 14 days after the dispute is raised, then a party to the dispute can give a notice to start a grievance procedure. This goes to the Responsible Officer which is the facilitating position and if they are not given notice then it lapses. After 28 days the Responsible Office who has been given the notice ensures that a General Committee meeting is convened. The Responsible Officer does not have the role of making any determination or hearing any submissions. The Responsible Officer must give each party to the dispute written notice of the meeting within 7 days and give notice as to when and where the meeting is to be held so that person or persons can attend the meeting and can be given a reasonable opportunity to make reasonable written and/or oral submissions.

Motion	That the Constitution be amended by deleting Clause 4 (i) "Complaints against Members" and paragraphs (vi), (vii), (viii) and (ix) of Clause 4 (j) "Discipline of Members" and by amending Clause 16 by deleting the word which are in red and struck through and inserting the words which are in blue and underlined as in proposal circulated to Members	
	Moved: Bill MacLeod	Seconded: Darren Chatfield
	Motion Carried	

10. CONSIDERATION OF MOTION FOR CHANGES TO THE RULES

a. Amendment of Charges to Members

Dave Andrews spoke to the motion to amend the rules to reduce the subscription fees by approximately \$50 per annum and increase the Bar levy by \$100 per annum, rather than increasing the subscription fees as is the norm.

Motion	That sub-rules 2 (g), 2(h), 2(i) and 2(j) be deleted, the first sentence of sub-rule 3(a) "House Support Scheme" be amended by inserting the words "Life" and "Special and Country" and that Annexure A to the Rules "Schedule of Entrance Fees and Annual Subscriptions" be replaced with the
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	schedule as detailed and circulated to Members.	
	Moved: Bill MacLeod	Seconded: Darren Chatfield
	Motion Not Carried	

The Commodore advised that the next General Committee meeting would consider increases to Membership subscriptions in line with CPI as provided for in the Constitution.

11. CONSIDERATION OF OTHER NOTICES OF MOTION

a. Review of the Existing Clubhouse and Grounds

Steve Scott presented a motion that the General Committee engage an appropriately skilled consultant to review the structure and layout of the existing Clubhouse and grounds and make comment and recommendation on:

- The upper deck layout of the Clubhouse;
- Opportunities to extend the Clubhouse;
- How to better utilise the existing lower deck layout;
- The requirements to enable a light vehicle carpark to be constructed; and
- The requirements to turn the existing upper deck into a light vehicle car park.

Darren Chatfield stated that the issue of a monetary limitation of \$50,000 be placed on the above project was not on the Agenda.

Darren Chatfield advised that this amount was conservative and would not allow the debt to be reduced. He stated that repairs and maintenance should remain within the financial means of the Club.

Alex Salvaris stated that when the loan was taken the Club was in a good financial position with sufficient time to pay the debt.

Dave Andrews stated that it would take approximately 2 years to repay the loan.

Chas Milner suggested that the issue be given to the General Committee to consider.

Steve Scott wanted to thank the Treasurer for clarifying the financial position of the Club and the encouraging comments about the state of the finances going forward but he was disappointed however of the expression of conservatism shown as there was a need to move on the improvements.

The Commodore confirmed that there is a workshop in place and a plan is intended to be presented at the Annual General Meeting.

David Bovell enquired as to whether the plan extends for 2 years.

The Commodore responded by saying that the plan will show what can be achieved in 2 years but not restricted to the impact beyond 2 years.

Motion	<p>The Members request that the General Committee engage an appropriately skilled consultant to review the structure and layout of the existing clubhouse and grounds and make comment and recommendations on aspects as circulated to members.</p> <p>That a monetary limit of \$50,000 be placed on the project.</p> <p>That the consultant's report, including the Club brief, be presented to the</p>
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12.

	members as the 2019 Annual General Meeting of Members That progress on the awarding and progress of the project is regularly reported to members prior to the 2019 Annual General Meeting of Members	
	Moved: Steve Scott	Seconded: Chas Milner
	Motion Not Carried	

GENERAL BUSINESS

Jeff Congdon wanted to know what the bottom line figure was for profits made on the bar and functions.

Dave Andrews replied that the figure was in the region of \$30,000 year to date and the previous year was \$28,000. He also responded to enquiries about jetty expenses and confirmed that there was a considerable reduction in income received from the jetty system.

There was an enquiry as to whether the costs of labour and administration costs are shared by Jetty income.

The General Manager confirmed that administration labour and costs are classified as house expenses. He confirmed that food and beverage labour for kitchen, front house staff and the food and beverage manager are paid 100% by Food & Beverage. He also noted that House expenses and Food and Beverage are different. The only labour split is labour for the bosun where he produced a timesheet showing his hours of attendance on jetty labour and in other areas.

Todd Whitfield wanted to get a general opinion on the future of keel boat competition at the Club and what plan in foreseen for the future. He further requested that the General Committee consider what could be done to increase keel boat Membership and participation

Richard Boykett stated that yachts take up 20% of the marina. He confirmed that there will be a draft of a plan from the Sail Committee to reward people who participate and spend money at the Club and give a reward to Members who participate on the water. These will be presented at the Annual General Meeting.

12. MEETING CLOSED

The Commodore thanked all Members for their attendance at the meeting.

With there being no further business the meeting was declared closed at 9:35pm.

Signed and Accepted by:

Bill MacLeod
Commodore