



ROYAL PERTH YACHT CLUB OF WA (INC)

**MINUTES OF THE
156TH ANNUAL GENERAL MEETING
HELD ON
THURSDAY, 29TH JULY 2021**

CHAIRMAN:

The Commodore (Mr G O'Neill) occupied the Chair and declared the meeting open at 1912 hrs welcoming members and invited guests.

ATTENDANCE:

Commodore (Mr G O'Neill), Vice Commodore (Mr S Offer), Rear Commodore (Dr J Hornbuckle), Hon. Treasurer (Mr B Wearn), Captain Sail (Mr T Strickland), Captain Power (Mr M Busio), Captain Dinghies (Mr D Hinton), 4 members of General Committee, 80 members, General Manager (Mr SN Walton), Minutes Secretary (Ms G Tosh), Financial Controller (Mr N Smith), Marketing Manager (Ms K Scott), and William Buck Audit (WA) partner Mr C Manifis.

APOLOGIES:

Barry Johnson, Richard Brisbane-Cohen, Pamela Hann, Rob Rooke, Richard Allen Chris Davis, Andy Fethers, Cdre John Flower, Cdre Mike Campbell, Gerry Purcell, Genevieve Wickham, Peter Leggatt, John Fitzhardinge, Ben Fitzhardinge, Steve Davis, Morgan Flower, Sarah O'Neill, James Myburgh.

DECEASED Members since the last AGM:

Mr Tony Carson, Mrs Margaret Griffiths, Mr Ian McKellar, Mr John Mowson, Mr David Orr, Mr Barry Patterson, Mr Robert Phelps, Mr George Ravlich.

NOTICE OF MEETING:

The Chairman read the Notice of Meeting convening the 156th Annual General Meeting.

MINUTES OF THE 155th ANNUAL GENERAL MEETING:

Moved by Commodore Greg O'Neill *"that the minutes of the 156th Annual General Meeting held on Thursday, 30th July 2020 be adopted."*

ADOPTED

COMMODORE'S ADDRESS:

The Commodore spoke to his two-year term and mentioned that it was a period of construction and Covid with great implications on the Club.

He said it was great to welcome the members back following the Covid restrictions and the Committee continue to work with the Strategic Plan.

Having spent 18 years on General Committee, the Commodore is proud to be a part of the process. He thanked the members of the Club for their support as Commodore and in previous years.

The Commodore talked about the importance of Volunteers and thanked everyone of them for their commitment and dedication to the Club.

The Commodore thanked his crew 'the committee', Stuart Walton and his team, his wife, Janet, and family for all their support.

And finally, the Commodore extended his thanks the members for their support through the Covid period, acceptance of restrictions and active enthusiasm as the Club moves forward and into a new era.

FINANCIAL REPORT:

The Hon Treasurer moved *"that the Statement of Profit and Loss and comprehensive Income, State of Changes in Equity, Statement of Financial Position and Statement of Cash Flows for the year ending 31st May 2021 be adopted"*.

Seconded – Captain Power Mark Busio

ADOPTED

The Hon Treasurer summarised his report, which appeared in the 157th Annual Report, outlining the Performance Overview and Key Issues.

Given the impact of Covid-19, the Club suffered a small loss, however it was a better outcome than expected. The benefit of Job Keeper, Rent Relief and ATO Tax reductions help influence this outcome.

The Hon Treasurer advised that the Club has performed very strongly over the last 12 months. However, lockdowns and social distancing did have an impact on the Clubs sales along with wastage from cancellation of functions.

The Hon Treasurer also referred to the completion of Stage 1 of the Crawley Clubhouse Refurbishment and the opening of the Catalina Bar.

Stage 2 is pending the current economic situation and will begin following certain criteria and when it will be financially responsible to do so. The Club is focused on completing what it started to bring more benefits to the members.

Revenue across membership, pens, and hospitality outperformed expectation.

Financial outlook – resume management of Hospitality Service (HRP), Global economic recovery picking up pace, vigilance needed in managing Club's finances – tight cost control and Capex within serviceable levels.

Questions:

Zenon Wozniak – the first stage of the refurbishment cost of \$3.9M with a decision on the final stage. What is the final stage 2 capex approximately?

Hon. Treasurer, with consultation from the GM, advised that the approx. cost will be under \$3M.

HOUSE REPORT:

Presented by the Vice Commodore, his report outlined the update of the composition of the House Committee and their responsibilities.

His report also outlined the variety of events held at the Club over the past twelve months along with the Committee's vision for the future.

No questions.

REGATTA REPORT:

Presented by the Rear Commodore, her report outlined the update of the composition of the Regatta Committee and their responsibilities.

The Rear Commodore also reported on the on-water activities including Keelboats, Female participation, Power participation, Youth/Dinghy participation and Offshore participation.

Her report also included the success our Junior and Senior Members have had throughout the year.

Finally, the Rear Commodore passed on her thanks to the committees and boating office, all our volunteers on race management, coaches and instructors, and all members for their participation and support as Rear Commodore and chair of Regatta.

No questions.

ELECTION OF OFFICERS [Part 1]:

As there are a number of members contesting the positions on General Committee, the meeting was adjourned so that Full, Permanent and Honorary Life members can cast their vote.

2015 hrs meeting re-opened. Votes will be counted, and the results would be announced later in the meeting.

MOTIONS PUT TO MEETING:

1st Notice of Motion - Endorsed by all members of General Committee present at a meeting held on 8th June 2021.

Hon. Treasurer spoke to the motion.

Hon. Treasurer moved *“that in accordance with the Club’s By-Laws section 8, Clause 8.2.3, the subscription for a Full Member of the Royal Perth Yacht Club, will be set at \$1,569.00 (previously \$1,524.00) inclusive of GST. All Members subscriptions, as adjusted, are the fees due and payable with effect from 1st September 2021.”*

Seconded R/Cdre Janet Hornbuckle
Carried

2nd Notice of Motion – Endorsed by all members of General Committee present at a meeting held on 8th June 2021.

Special Resolution requiring 75% majority.

Hon Treasurer moved that *“that the Constitution 2020 be replaced by the Constitution 2021 reflecting the following changes:*

- *The addition of Clause 4(j) – Temporary Members.*

- *The amendment of Clause 9 - varying the qualification requirements for Centreboard Membership.*
- *The addition of new Clause 15 – Temporary Membership and the re-numbering of subsequent clauses.*
- *Existing Clause 15(3)(a) - The removal of the right for a Centreboard Member to propose or second a nomination for membership.*
- *The re-wording of existing Clause 22(1) – varying the date by which the Annual General Meeting shall be held.*
- *The deletion of existing Clause 22(5) – the location for an AGM.*
- *Various non-material corrections in grammar and numbering.*

Andrew McAullay spoke to the motion.

Rule 46 – As of 1st January 2022 all persons onboard a boat while racing shall be members of a Club affiliated to Australian Sailing and have an AS number or hold a valid sailing pass or if an international competitor, be a member of a Club affiliated to World Sailing recognised member national authority.

Rule 46 imposed on us by Australian Sailing, we have no choice but to find a path for sailors to be compliant with Rule 46.

To fulfil AS Rule 46 and ANSA requirements, the General Committee propose to introduce a temporary member category that reads as follows:

15. TEMPORARY MEMBERSHIP:

- (1) *'Temporary membership', once granted, means a person who visits the Club for the purpose of:*
 - (a) *Attending a sailing course organised by the Club;*
 - (b) *Sailing as a Crew Member on a Member's yacht in a race or event organised by the Club; or*
 - (c) *Attending the Club as part of a team or crew contesting an event hosted by the Club.*

- (2) *A Temporary Member shall be entitled to exercise all the rights and privileges of a Full Member of the Club except that a Temporary Member:*
 - (a) *may not vote at any General Meeting of the Club;*
 - (b) *shall be ineligible for election to the General Committee of the Club;*
 - (c) *may not nominate or second any candidate for any class of membership in the Club;*
 - (d) *may not nominate or second any Member for any office of the Club;*
 - (e) *may not register a boat on the Club's Vessel Register; or*
 - (f) *may not cause a vessel to occupy either a pen or hardstand bay.*

(3) A Temporary Member defined by clause 15 (1)(a) shall be a Temporary Member for the duration of the sailing course.

(4) A Temporary Member defined by clauses 15 (1)(b) and 15 (1)(c):

(a) shall not be a Temporary Member for a period greater than three months;

(b) shall complete a nomination form for approval by the General Committee or its delegate; and

(c) shall not be able to renew Temporary Membership other than by special application to the General Committee.

All Clubs are faced with the same Rule 46 compliance.

Temporary Membership can be obtained on the day from the sailing office. By introducing a Temporary Membership category, we are able to introduce a Sail Pass system allowing temporary members to register the fact they are sailing through Top Yacht and thus providing us with a log of who is racing on the water. The data collected will include contact details, emergency contact and next of kin information. This will help the Club with duty of care and responsibility to its onwater participants.

You will not be able to register through Top Yacht or AS unless you hold an AS number which will be given once signing up for temporary membership.

This membership category offers three months non-renewable membership at no cost. At the end of the three-month period, if the member wishes to continue as a member of the Club, they are able to choose from one of our existing membership categories.

This proposed new category will protect skippers from protests and possible disqualifications by enabling them to comply with Rule 46.

We have no choice but to introduce Temporary Membership to facilitate compliance with AS, Rule 46 and AMSA allowing us to provide training to non-members and to introduce the Sail Pass system for safety monitoring and risk management.

Temporary Memberships are not required for Thursday Twilights.

Questions:

Andrew Waldby - All those changes to the Constitution, are they all part of one motion, not separate?

Commodore – Yes. One motion; to adopt the new Constitution is the motion. That's why members were issued with the Explanatory Memorandum.

Commodore Tony Carter - In point 4 it refers to 15(1)(b) and 15(1)(c). Where is 15(1)(c)?

Commodore mentioned that it is in the Explanatory Memorandum, however it is not on the screen, a mistake on the slide.

Commodore went on to read 15(1)(c) "Attending the Club as part of a team or crew contesting an event hosted by the Club".

Fons Berkhout - That point refers to an event. Is twilight not an event?

Andrew McAullay confirmed that Twilights are not included, they are more of a social sail.

Fons Berkhout - You refer several times to AMSA. What does AMSA have to say about having members sailing on our boats?

Andrew McAullay confirmed that for the Club to run sailing courses, we must comply with AMSA's guidelines. Australian Sailing has been a delegate for us with AMSA as far as yacht clubs go, so AS has negotiated a leniency for Yacht Club members. If participants of a training course are members of a Yacht Club affiliated with AS, we receive significant financial savings by not having to put our training vessels and support boats into survey along with extra qualifications required for coaches etc.

Nigel Simpson - Regarding the 3-month rule. If I have a crew member who comes in once and applies for a Temporary Membership, then six months later they come again. They can't sail with me, is that correct?

Andrew McAullay advised that this is a non-renewal 3-month Temporary Membership except by special application the General Committee.

Commodore also explained that we are trying to make it as easy as possible along with meeting the AS requirements. We're not trying to make it complicated rather keep it simple.

Question from the floor:

There is normally a registration fee with AS, how is that handled?

The General manager confirmed there is no fee. All members are automatically registered with AS.

Rob McDonald - Clause 26 and 27 of the new Constitution. Some of the grammatical changes that appear to have been made in point 16 of clause 26 regarding the powers of the General Committee to make By-Laws. It appears that it has been decided that 'as to make By-Laws' is repeated, but that is an error, it isn't. It needs to be there because the way it should read is

"Without limiting the generality of the power to make By-Laws, the General Committee may make By-Laws in relation to:"

Clause should remain as is, rather than being modified.

Commodore confirmed he was correct and one of the changes already picked up.

Rob McDonald - Clause 26 regarding footnote regarding By-Laws, it reads in part

"Provided always that the Members of the Club in General Meeting may amend, alter, revoke, vary or discharge any By-Law so made."

There is an implication that the By-Laws and By-Law changes should be ratified or not objected to at a General Meeting. There have been several By-Law changes since the last General Meeting and there are errors and omissions that need to be discussed about those By-Law changes. These changes could be discussed at this point, but should be discussed at general business to allow the discussion.

Commodore agreed to move this to general business.

Question from the floor:

When Temporary Membership is granted, will the members be given an explanation of the options once the expiry period occurs?

Andrew McAullay advised absolutely. We will make sure that they are contacted in due course before the expire of their Temporary Membership with their options.

There being no further questions, the Hon Treasurer moved that the 2nd Motion be carried.

Seconded V/Cdre Shawn Offer
Carried

ELECTION OF OFFICERS [Part 2]:

The votes have been counted and I now declare the following elected for 2021/2022:

COMMODORE	MR SHAWN OFFER
VICE COMMODORE	DR JANET HORNBUCKLE
REAR COMMODORE	MR ANDREW MCAULLAY
HON TREASURER	MR BRAD WEARN
CAPTAIN SAIL	MR ROBBIE GIBBS
CAPTAIN DINGHIES	MR DAVID HINTON
CAPTAIN POWER	MR MARK BUSIO

MR PAUL DURRANT
MS FIONA LAING
MR ROB SCHARNELL
MR TONY STRICKLAND

GENERAL BUSINESS:

Member Awards (presented by Commodore Greg O'Neill)

Horace Rumble award

Mr Richard Horan-Goldsmith (not in attendance)
Mr Greg Kirk
Mrs Ethel Muller

Commodores Commendation

Ms Hilary Arthure
Mrs Sharlene Hindmarsh
Mr Ray McAullay
Mr Neville Winley

Other Business:

Rob McDonald
Club has had 3 By-Law changes since the last General Meeting
September 2020 – 1.2 Club Policies and 7.10 Sailing Rig
February 2021 – 2.7 regarding advertising

Mr McDonald commented on several inconsistencies in the By-laws as published and questioned the way in which the information is made available to members. The Commodore was happy to take on board and make sure corrections are made and a better process for publicising is considered by the incoming committee however, he does not agree there is a need for a motion.

There being no further business the Commodore thanked the members for their attendance.

Meeting closed at 2057 hrs.

CHAIRMAN

A handwritten signature in blue ink, consisting of several loops and a long horizontal stroke, positioned above a dotted line.

DATE

4/8/2022