

MINUTES OF KAWAU BOATING CLUB AGM 2021/2022

Held on Wednesday 19 October 2022, 6.00 pm in the Members' Lounge of the Royal New Zealand Yacht Squadron, 181 Westhaven Drive, Westhaven Marina, Auckland

Present:

Paid 2022-2023 Season Members

Greg Tabron, Pippa Tabron, Lynne Halliburton, Fendall Haliburton, Scott Wilson, Debbie Whiting, Jon Whisker, Brendan Vercoe, Linda Trainer, Garry Scarborough, Philip Ridder, Annette Ridder, Trevor Ready, Lin Ready, Barry Martin, Rod Marler, Mike Mahoney, Eric Mahoney, Laurie Lowther, Graham Lambert, Suellen Hurling, Lyn Hume, Beth Houlbrooke, Terry Hibbert, Lyn Hansen, Chris Hansen, Huge Gladwell, Martin Farrand, Andrew Duncan, Karen Duncan, Tom, Coote, Chris Collins, Rae Collins, Greg Champess, Greig Buckley, Craig Bettley, Judith Bettley, Wallace Baker, Cecilia Baker

Unpaid 2022-2023 Members

Jesse van Kekem, Rex Hudson, Jasmine Hweh, Kim Yates, Kim Campbell,

Online Members

Chris Glew, Fay Richardson, Graham Dawson, Nikki Porteous, Rod Klarwill, Sally unknown, Patrick Clement

Apologies:

John Barney, John Williams, Alison Evans, Kathy Blackburn, Stan West, Trethewey Family, Andrew Oswald, Richard Wingfield, John Williams

The acting chair Jon Whisker opened the meeting.

1. KBC Inc Constitutional / Rules Review

The chair explained the purpose of the changes which mainly applied to: use of proxies; clarification of membership classes – individual or family only with one vote only per membership; incorporation of a number of Societies Act changes; ability to have an on-line presence and active participation without having to be present in person.

Hugh Gladwell spoke further to the rule changes and to answer questions. Resolution at last AGM was to engage professional assistance to prepare a new set of rules for the club. Engaged a specialist Terry Pivot (?) who was also present at the meeting.

The proposed rule changes were put out to the membership for feedback. The Incorporated Societies Act 2022 requires that changes to that Act are incorporated into all club rules by 2023. Hugh explained some of the other rules dictated under that Act. There were three amendments put forward from feedback from Beth Houlbrooke.

Moved that the new rules be adopted in place of the existing rules and that the Registrar of Incorporated Societies be notified of those changes: Hugh Gladwell

Seconded: Jon Whisker

Motion opened for discussion.

Lyn Hume, Kawau Island Resident presented a number of suggestions for changes

- 4.2 Objection to gender specific references and requested these be neutralised
- 9.2 21 days' notice should be to "all members of the society"
- 10.2.4 "Elect an auditor" should be "appoint an auditor"
- 12.4 Allow proxies because of members' geographical location such as on Kawau Island may lack internet ability, or internet may be down.
- 14 Remove gender specific references
- e) Change to a maximum of 6 members to make it easier to halve the member numbers for a quorum

Objection to chair having a casting vote.

- 15.3 "to purchase or acquire..." needs to have a dollar limit set. Who is responsible for any debts in the Society's name?
 - c) Signing of cheques – no longer valid, needs to be removed.
 - g) "to borrow or raise money..." Replace "movies" with "monies" (typo)
- 15.3 Method of executing documents – subject to meeting the requirements of meeting rule
- 18.2 Alteration to rules – may be signed by ten members – change to 12 so that the committee alone cannot change the rules without a special meeting asking the members what they want

Reference to Bylaws – what bylaws?

21.6.1 The Society's debts... who is legally responsible? A. The members are not liable for the society's debts.

Q. Pippa Tabron: asked why we have only just found out now that those online cannot vote?

A. Hugh: Incorporated Societies Act 2022 legal opinion says that you can vote at a meeting electronically, but that provision is subject to the provision of the Constitution. If we adopt the new constitution tonight, it's not binding until it's been registered with the Incorporated Societies Office.

TC spoke that they only received the legal advice that they could open the meeting to online members, but not voting, the day of AGM

Some general discussion followed on the proposed changes.

Greig Buckley: Ensure the wording is consistent – it is Kawau Boating Club (not the Kawau Island Boating Club).

JW confirmed it is Kawau Boating Club

Q. Member Sally Ostick asked should there be a limit on how much the club can spend without going back to the membership for approval? Suggestion to put a figure on this and review it annually at the AGM. Agreement could be obtained via e-mail or with a Special Meeting, or it could simply be inflation adjust it on an annual basis.

Member from the floor spoke that the club has elected a Committee to make these decisions, the Committee should not have to come back to the membership every time they want to spend some money.

Amendment: Adopt Lyn's two points of typographical errors (appoint/movies), remove gender specific references, and add to Clause 15.8 "any expenditure over \$50,000 shall not take place without e-mailing the membership"

Moved: Hugh Gladwell

Seconded: Trevor Ready

Carried

A question arose about the location of the AGM venue. A brief discussion followed. If we can build membership in the Kawau Bay area we may be able to alternate the venue in future years between the clubhouse and city.

TC Suggested alternating the venue biyearly. It is noted the last 2 AGMs in Auckland have had large membership attendance.

Trevor Ready suggested having AGM on Sunday of Labour Weekend at the club

2. Receiving and approval of 2021/2021 AGM Minutes

Moved: Annette Ridder

Seconded: Jon Whisker

Carried

3. Chairman's Report

Taken as read:

Chairman's Report 2021 /22 Season

The 2021 season opened somewhat later than the usual mid October Labour Weekend start date. In fact due to Covid legacies, we didn't fire a shot until 10 December.

To add to our woes, The Bistro who rely heavily on backpacker workers found they have literally zero usual imports .

True to form though, Davo and Robyn through press ganging family and calling in the likes of Committee Members Beth Houlbrooke put on their now famous and customary Kawau welcome for KBC members and the Hauraki Gulf boating community.

Davo and Robyn and their intrepid chef Keira deserve the highest accolades for soldiering on through the season under ridiculously tough operating conditions.

KBC Committee strategy for 2021 was to preserve cash. We rely on membership subs predominantly and in the uncertain times , our ongoing cashflows are uncertain. Accordingly, whilst we'd like to undertake

1/ Kitchen upgrades

2/ Interior refurbishments

We determined they are wants not needed in this climate so are parked

A huge relief for the year was RNZYS responding to our septic plight and installing a new system. We look forward to this unpleasant experience being a matter of the past

Overall membership numbers were in line with previous years which is encouraging

Other highlights of the years

- Beth Houlbrooke and Fendall Halliburton joining committee
- Jon Whisker taking over as Chair

An enormous expression of thanks to the Committee and in particular

Bryn Sutherland who spends hours repairing and reinstating our 70+ year old premises

Tom Coote our legend Secretary and of course Annette Ridder our Treasurer- who puts up with most hassles associated with a club with 700 passionate members with everyone opinionated and an expert to boot!

After 4 years on the Committee and last as Chair, I'm stepping down to follow some bucket list dreams. I Fully endorse Jon Whisker as the Chair for 2022 Season. He has progressive and sustainable plans for KBC that will ensure it meets the demands of members needs. I'll continue to add any value I can for the benefit of all members of KBC

We look forward to Labour Weekend 2022

Accept the Chair's Report

Moved: Hugh Gladwell

Seconded: Fendall Halliburton

Vote of thanks to the outgoing Chair

Moved: Annette Ridder

Seconded: Fendall Halliburton

4. Club Captain's Report

Jon Whisker delivered a verbal report.

Vision and Three-Year Plan

KBC's community is its membership firstly and foremostly. Right on the tail of that is the community in which the club exists. How do we best serve that? Anything we do requires funding. The only mechanism we have at the moment is to increase the membership. How do we increase the membership, why would people come on board? Is our offering enough? We are grateful for the membership we have that supports the club so strongly. To build on that we need to be relevant in the market. The club needs to establish itself as an aspirational place to belong to. One of the ways we can start to do that is improve the physical environment within the club. Within that comes the interior of the clubhouse, and importantly, the kitchen. Without those two things taken care of, and without the ability to run events, why would someone want to be a member? Because they want to see the club survive and improve. Recent focus has been on the financial stability of the club. We have

around \$100,000 in cash assets, which is good after two years of Covid. Building the membership creates more funds and gives us the ability to take on a loan if we need to do club improvements such as to the state of the kitchen and by that the ability of Davo and Robyn to be able to produce what people want. If we can improve that it will benefit everyone. Further on from there we will be at a point where, as a club, we could start looking at how the club operates. Do we just want to administer a lease, or do we want to have a few races off the wharf at the start and finish of the season, right through to developing a premium mark in the calendar that is unique and the 'thing' to be doing in NZ. Could be a festival that is a cross between the wooden boat festival in Tasmania or other international events and held between the Mahurangi Regatta and the Squadron event, incorporating on and off-water events. Would be great for the whole community of Kawau Bay. Reality all this costs. The biggest thing this committee is concerned with is the financial security of the club. The last committee took it from zero to where it is now. Without everything that's been achieved since 2014/2015 we would not be having this conversation now. We are looking at introducing at the ten-year point, presenting members with honorary life memberships. The committee appreciates what every member contributes to the club.

Pippa: Gets the vision of a premium experience (not as in exclusive/fine dining but as a special place). However we have a fundamental issue of a hospitality staffing shortage. The logistics of running such a business as the leaseholders are doing, are challenging.

Tom: Survey showed people wanted longer hours and a longer season, but we can't do this in the current climate.

Q. Greig: Where are survey results? A. Annette will publish results of the survey. Annette explained some of the outcomes of the survey – hours and operating hours, benefits not valued as highly as just wanting to support the club to remain open, suggestions around how to keep the laundry and water operating year-round. Good geographical spread of responses.

Jon: We have fielded criticism for poor communication and acknowledge that. We have engaged Suellen from Live Sail Die to run our communications – newsletter, website, Facebook. We will have more regularly communications going forward.

Suellen introduced herself. She has been doing communications for Yacht Racing and Yacht Clubs for about 20 years. From Australia, she has been in NZ for 11 years. Looks after Royal Akarana Yacht Club. We have an opportunity to communicate with younger people so have set up an Instagram account, encourage them to go to the Bistro and become members. Regular newsletters, cool events, what's coming get people excited about those things. Be able to answer questions on when fuel is available etc. You have to tell somebody something seven times before it registers.

Pippa suggested more collaboration with KIRRA and their publication Kookaburra and their website.

Suggestion from the floor that we mine the membership for staff. All members are already aware that staff are needed and some members are already helping out.

5. Treasurer's Report

Finance Report has been published on-line. Annette spoke to the report

Kawau Boating Club Inc. – 2022 AGM

October 2022

Financial Report from Annette Ridder for year end 31/7/22 – final year end accounts attached.

The 2021-2022 Season continued to be impacted by COVID with the club having to be closed during periods of lockdown and the operation of the Bon Accord Bar and Bistro owned and operated by David and Robyn Lee being significantly impacted by staff challenges. Despite the challenging year for all many members enjoyed the great hospitality of David, Robyn and their dedicated crew. Thanks to our own committee members Beth Houlbrooke and Fendall Haliburton for working many hours at the Bistro with David and Robyn to keep the club open as much as possible.

As expected our year end profit was impacted by the reduced income from both the lease and our membership income down to \$12,524 from \$30,852 the previous year. The final lease reconciliation with RNZYS and BABB are included in these accounts. Particular items of change this year

- Insurance for 2 years is included due to financial year adjustment made last year. Insurance costs have also increased 20/21 \$3413, 21/22 \$5,574
- General Expenses include new flags for the clubhouse, framing of pennants and survey monkey fee.
- Genesis Power charges impacted by no meter readings and high estimates. On charges to BABB have been lower as a result.
- Pontoon Loan has been paid so no Loan interest charges this season.
- Marketing and Newsletter costs increased as this no longer completed by volunteer
- Repairs and Maintenance increased with work on Electrics, Toilets, Kitchen, Tables and Ladder for Pontoon.

<u>Memberships</u> for the	2021-2022	2020-2021	2019-2020
Income for Membership (excl GST)	\$77,117	\$88,840	\$67,912
Membership Donations	\$ 2,834	\$2,702	\$468
Pontoon Donations		\$1,850	\$16,355
Total Memberships	617	728	812

Changes made to our membership card and including fuel discount barcode caused delays in getting cards printed and out to members. This has been resolved and membership cards are being printed and sent to members so they arrive by Labour weekend provided postal delivery on time. New fuel discount barcode will activate from Labour weekend.

ANZAC day service and meat raffle raised \$441 for the Warkworth RSA and \$500 donation was made to both the Westpac Rescue Helicopter and the Coastguard.

[Attach to these minutes]

Covid has had a significant impact on membership and hours of operation. Membership cards improved.

Year-end profit was down from previous years to \$12,500 (\$30,000 the previous year), mostly impacted by income from bistro and membership being down. 617 members last season compared to 728 the previous year. So far this year we already have 427. Changing to invoicing for membership has helped.

No pontoon loan interest to pay. A bit more repairs and maintenance on electrics, work on toilets, kitchen work, and ladder for the pontoon.

Annette proposed her report be accepted:

Moved: Jon Whisker
Seconded: Hugh Gladwell

6. Election of Officers and Committee

Nominated committee members:

Beth Houlbrooke
Bryn Sutherland
Mike Mahony
Fendall Halliburton
Pippa Tabron
Robert Hood – Not Present and not a current financial member, election cancelled

There being no more nominations, the above minus Robert Hood were elected

Nominated Office Holders:

Financial controller – Annette Ridder
This would mean that Annette will have been in the position for more than five years which according to the rules must be accepted by the membership. There were no objections.

Secretary – Tom Coote
Club Captain – Beth Houlbrooke

There being no further nominations for the above positions, they were declared elected.

Election of Chair

There were two nominations received, so a vote by show and count of hands was taken.

Trevor Ready – 17 votes + 5 proxies
Jon Whisker – 16 votes + 13 proxies
Jon Whisker elected Chair.

7. General Business

Q. Greig Buckley: Contract for Bon Accord Bar and Bistro – what is the committee's plans for that?

A. Jon Whisker will start commercial negotiations with Davo and Robyn ASAP following this meeting.

Trevor Ready proposed a moment's silence for David Innes who passed away on Saturday night.

Suellen asked for members to send her through photos and news for the social media channels and website.

The meeting closed 1920