



# Oatley Amateur Swimming Club Incorporated No. Y2494114

## MINUTES OF ANNUAL GENERAL MEETING

**Sunday, 11th of October 2020**

OASC Club Room, Sandy Beach, Oatley Park NSW

**Meeting opened:** 11.05am

**Apologies:**

Lesley W, Carey E, Nikolas B, Artie A, Liz W, Paul R

**In attendance:**

Cathy & Barry G, Wayne L, Barney S, Peter d, Allison & Alan B, Darren L, Phil S, Scott B, Lynn D, Mark C, Lyn & Martin J, Warren B, Kerry M, Robin R, Leanne & Mal H, Alan S, Philip A, Ken M, Mathew W, Val L, Nick M, Fiona B, Kym O, Marcelo D, Jenny W.

**Welcome & Opening of Annual General Meeting**

Mathew Wylie (Secretary) opened the meeting and outlined COVID-19 Safe Practice arrangements for the meeting and the upcoming swimming calendar. The Secretary reinforced to members that if they feel unwell, they should consult their doctor and refrain from attending the club.

**Quorum:**

The Secretary confirmed a quorum had been established in accordance with Clause 6.05 of the Associations Constitution with 29 eligible voting members in attendance. That, is more than 20 members eligible to vote.

Furthermore, the Secretary confirmed he had received 20 proxy nominations in accordance with Clause 6.07 of the Constitution.

Signed proxy forms were received from the following eligible members:

<b>Proxies 'in favour of' (4)</b>	<b>Proxies 'as they see fit' (16)</b>
Lesley W. Jordyn B. Stephen W. Emily S.	Arturo A. Wendy S. Jeffrey J. David F. Anne F. Erin M. Ross M. Barbara M. Geoff M. Sam M. Renee M. Caitlin S. Janice S. Brent K. John K. Margerat S.

We certify these minutes are a true and accurate account of the AGM held on Sunday, 10<sup>th</sup> October 2020 for the Oatley Amateur Swimming Club Incorporated.

President.....

Secretary.....

## Minutes

Draft minutes were circulated to all members prior to the meeting and the members passed the following resolution:

**Minutes of the 2019 Annual General Meeting held on 25 August 2019 were approved and accepted as a true and accurate record of the meeting.**

**Moved: Darren L.  
Seconded: Phil A.**

*Accepted by members show of hands in majority.*

## Reports

### President's Report By Ken McAneny

We are currently operating under Covid-19 restrictions, meaning social distancing protocols are in place, and no BBQ's, as we follow Health Department guidelines.

This year we intend to implement our new constitution, there have been lots of meetings of the committee, but in particular I'd like to thank Barry G, and Mathew W for their work.

There are new poles supporting the pontoon, with a new pontoon on it's way (from QLD), Council scuba divers have completed maintenance of the enclosure netting, and Council is also obtaining quotes on refurbishing the poles supporting the enclosure netting.

Club members (Ken M, John K, Phil S) are in the process of removing as many barnacles and oysters as they can from the pontoon and starting blocks, but please take care of sharp-edged marine life.

Our zip-boil water heater, which was working perfectly, has been replaced by Council with a "hydro-boil" device that is faulty, stopped working, was fixed and then has flooded the kitchen area, fixed again and currently working.

***The members accepted the Presidents Report.***

**Moved: Allison B.  
Seconded: Barney S**

*Accepted by members show of hands in majority.*

### Secretary's Report by Mathew Wylie

Another interesting year in swim club, with the committee working towards our new constitution, to update our practices and ensure our regulatory obligations are met.

Membership continues strong, much as last year.

As always I like to recognise the contribution that fellow members make to the running of the club, most of us volunteer our time to ensure the club works comfortably well, and there are some people who go beyond the ordinary day to day stuff. One of the improvements we have had this year is the new shelving installed in the club room, so thanks to Cathy & Barry for consulting with Jenny and designing and building the shelving system.

My "Volunteer of the Year" is a gentleman who works tirelessly through the year, he's our general "Go-To" guy for stuff that needs doing and fixing, including our new movable coat racks for our swim-club coats, plus many other odd-jobs. Thanks Phil S, for all your good deeds.

Special award this year, hope it's a once-off thing, considering the amount of work involved. I'm calling this the "Volunteer of the Decade" award, for his indefatigable contribution to the writing of our new constitution I'd like us all to recognise the efforts of Barry G, thank you Barry G.

***The members accepted the Secretary's Report.***

**Moved: Martin J.  
Seconded: Fiona B.**

*Accepted by members show of hands in majority.*

Treasurer's Report including Audited Financial Accounts Reports by Lynn D, & Warren B

Interest rates are extremely low, so returns on investments are less, but due to Covid-19 restrictions our social costs are also down.

Our donations to other groups are less than last year, but that is due to the structure of payments from the previous year (we missed a year, then paid twice in the last financial year). Copies of the Financial Statements were circulated to members prior to the meeting.

***The Audited Financial Statements 2019-2020 were accepted.***

**Moved: Ken M.  
Seconded: Val L**

*Accepted by members show of hands in majority.*

**Special Resolutions: New Constitution - Secretary**

Secretary confirmed a notice of a special resolution was circulated to all members on 19 September 2020 giving 21 days notice. This is in accordance with Clause 6.03 of the Constitution. The notice included:

1. Draft special resolution for adoption of a new Constitution
2. Draft new Constitution for Oatley Amateur Swimming Club Incorporated No. Y2494114
3. Background document summarizing key aspects of the draft new Constitution
4. Copy of the current Constitution (1996)

Secretary: "At the last AGM, it was proposed that a committee form to draft a new constitution that ensures our regulatory obligations are met while also reflecting how we wish our club to progress in the future, the extended executive and management committee held a series of meetings, with Barry G asked to take the lead with adapting a "model constitution" from NSW Department of Fair Trading. We progressed through 9 versions with each draft being read by the committee and changes suggested until we arrived at the document we have before us today, (which you have had the opportunity to read). All 13 members of the committee could find no fault, and we are unanimous in supporting this proposed constitution to the membership. The constitution was circulated to all members.

Barry G: "Our current constitution has served us well for the past 24 years, but the membership decided we needed a constitution that satisfies all the requirements of Schedule 1 of the Incorporated Associations Act 2009. The Committee reviewed the current constitution and considered the Model Constitution published by the NSW Department of Fair Trading as suitable for adoption with modifications. The Model constitution covers all matters outlined in Schedule 1 of the Act, as well as a number of additional matters, and the Governance Sub Committee have made minor amendments to the Model Constitution to ensure it reflects the spirit and intentions of the 1996 OASC constitution. We have revised the wording of our objectives to reflect contemporary practices, reduced the number of management committee positions from 14 to 8, and added provision for junior members to be eligible for non-executive roles. Most provisions from the 1996 constitution are carried over to the new 2020 constitution, including such things as the Quorum for general meetings, proxy provisions and life membership being identical to the current constitution.

Quorum provisions are similar (lesser of 20 members or half the membership eligible to vote), as well as the provisions for setting and approval of By-Laws.

In accordance with clause 6.06 of the Constitution 75% of members present must vote in favor of a special resolution.

### **Special Resolution 1**

**That the existing constitution of Oatley Amateur Swimming Club Incorporated be replaced by the proposed new Constitution annexed to this Special Resolution and that the new constitution apply to the operations of Oatley Amateur Swimming Club Incorporated as from its adoption by the general meeting pending final approval by the Director-General (NSW Office of Fair Trading) in accordance with the provisions of the Associations Incorporation Act 2009 (NSW).**

**Moved: Scott B  
Seconded: Darren L**

*Accepted by members through a show of hands with 29 Members voting in favor and 0 members voting against.*

A further 20 members voted in favour of the special resolution by way of Proxy.

Total votes in favor **59 members.**

The Secretary undertook to notify the NSW Department of Fair Trading of the proposed change of the Constitution.

### **Ordinary Resolutions - Secretary**

#### **1. Adoption of new By-Laws – Club Rules**

Secretary: "As well as looking at a new constitution, the management committee was tasked with codifying our clubs By-Laws, as you know from our constitution, the committee may create new by-laws, or vary existing ones throughout the year, but they must be put to the members at the AGM for approval, you have had the opportunity to read the By-Laws which have been presented to you, and now we seek your assent."

A copy of the draft by-laws were circulated to all members prior to the meeting.

**The draft By-Laws circulated prior to the meeting are adopted as the current Club By-Laws.**

**Moved: Kerry M  
Seconded: Alan S**

*Voted by members with a unanimous show of hand, plus all proxy votes; (no dissenting vote), motion carried. Codified By-Laws approved by members.*

#### **2. Life-Membership – Phil Spencer**

Fiona Burns nominates Philip Spencer for Life-Membership for outstanding service to the club, set-up and pack down of club resources, handyman tasks, general factotum duties too numerous to mention.

**Phil Spencer is accepted as a Life-Member of OASC Incorporated.**

**Moved: Fiona B  
Seconded: Mathew W**

*Endorsed by Club members, show of hands in majority.*

3. Life-Membership – Warren Brown

Lynn D. nominates Warren Brown for Life-Membership for outstanding service to the club, collating and preparing all financial records of the club, organising them to be presented to the auditors.

**Warren Brown is accepted as a Life-Member of OSAC Incorporated.**

**Moved: Lynn D  
Seconded: Scott B**

*Endorsed by Club members, show of hands in majority.*

**Election of Office Bearers**

The Secretary announced all office bearer positions as vacant and called for nominations from members.

Nominations were discussed by the membership and the following nominations approved by a members show of hands for each position.

- **Club President - Ken McAneny.**  
Nominated: Lynn D and seconded: Scott B  
*No other nominations. Endorsed by a majority show of hands.*
- **Vice President's - Val Lynch and Scott Belcher.**  
Val Lynch nominated by Ken M and seconded by Lynn D  
Scott Belcher nominated by Mark C and seconded by Mal H  
*No other nominations. Endorsed by a majority show of hands.*
- **Treasurer - Lynn Diblasi**  
Lynn D nominated by Mat W and seconded by Ken M.  
*No other nominations. Endorsed by a majority show of hands.*
- **Secretary: Mathew Wylie**  
Nominated by Nick M and seconded by Martin J.  
No other nominations. Endorsed by a majority show of hands.
- **Race Secretary (Handicapper) - Scott Belcher**  
Nominated by Phil S and seconded by Fiona B.  
No other nominations. Endorsed by a majority show of hands.
- **Committee Members (3 members)**  
4 nominations were put forward by members as follows:
  1. David F. nominated by Lynn D. 2nd by Ken M.
  2. Darren L nominated by Mathew W. 2nd by Barry G.
  3. Alan B nominated by Scott B. 2nd by Mathew W.
  4. Kerry M nominated by Lynn D. 2nd by Val L.

A vote was then taken by paper voting with nominees selected according to a tally of votes which included one vote per member. This also included consideration of proxies marked "as they see fit".

3 candidates with most votes deemed to be elected.

**Committee Members - David Ferrier, Darren Lynch, & Kerry Maynell**

**Any Other Business**

**A.** Barney S. proposes that one extra trophy point be given to first place in all 50m and 100m heats and finals. He considers this will give incentive for swimmers to do their best times, and not settle for 2nd place.

Scott B. proposes that points remain as they are.

Members voted to retain current trophy points system unchanged.

**B.** Nick M. suggests a sun-safe long sleeve cotton T-shirt as a club uniform, as this will give added sun-protection for members

Members endorsed this idea, Nick to investigate options and report back to the management committee with quotes.

**C.** Barry G. asked for the Club's Covid Safe plan to be referred to, and enacted by all club members. Sign-in to Covid contact tracing register is mandatory. 1.5 metre social distancing guidelines to be followed, as well as limiting numbers in club room to 3 at any time. Limiting numbers in change room/shower, encouraging members to shower and change at home. Use of spray bottles of disinfectant on frequently used surfaces, hand sanitiser usage, and mask use for time-keepers when social distancing is impractical. Need for Covid-Marshals, trained volunteers are needed at each race meeting.

**D.** Scott B. would like to remind members of the benefits of our social media platform, which is a wonderful resource of social and additional news. We would also like to remind members of our OASC constitutional requirements, and our legal obligations under the Incorporated Associations Act 2009, that all official information, and all correspondence, goes through the Club Secretary.

**E.** Scott B. asked for information regarding our School Encouragement Awards to local primary schools. As School sport carnivals and associated awards presentations have been put on hold due to Covid-19, there are no awards at present.

**F.** Darren L. gave an update on Safety Issues at the club, with new marker-buoys to be ordered, as well as flotation devices, and safety procedures to be followed during meetings.

**G.** Management Committee asked Jenny W. to continue in her role of Social Secretary in this difficult time of Covid restrictions, which prevent us from holding our usual social functions and BBQ lunches.

**H.** Management Committee asked Sue G. and Nick M to continue in their role of Race Meeting Program co-ordinators.

A moments silence was held to reflect on past members.

No other business, meeting finished at **12:17pm**