

Western Districts Rugby Football Club Limited

Take Notice that the forty ninth Annual General Meeting of
Western Districts Rugby Football Club Limited
will be held at the Clubhouse, 65 Sylvan Road Toowong
on Sunday 4 December 2022 commencing at 4.00pm

The business of the Meeting will be:

1. To approve the Minutes of the AGM held on 12 December 2021
2. To consider any matters arising from such Minutes
3. To receive the Chairman Report
4. To receive the Financial Statements (Note 1)
5. To consider any business arising from the Financial Report
6. To appoint an Auditor for year ending 30 September 2023
7. To elect Directors for year ending 30 September 2023 (Note 2)
8. To consider a recommendation for appointment of a Life Member
9. To consider any general business

Note 1: In accordance with Sections 314 and 316A of the Corporations Act 2001, a company limited by guarantee is not required to prepare annual Financial Statements and have the same audited prior to an Annual General Meeting or at all. WDRFCL is a company limited by guarantee. Notwithstanding this provision, annual Financial Statements and Auditor Report may be prepared and presented the AGM.

Note 2: Nomination Form for Director is enclosed herewith. Completed Forms must be received no later than Sunday 20 November 2022 via email brett@wdrfcl.com.au or left at the office.

Note 3: To facilitate identification at the AGM please bring your Membership Card to the meeting.

Brett Gillespie
Secretary



Western Districts Rugby Football Club Ltd

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ANNUAL GENERAL MEETING

SUNDAY 11 DECEMBER 2022 at 3.00PM

at Wests Bulldogs Clubhouse, 65 Sylvan Rd, Toowong

AGENDA

1. Apologies
2. Acceptance of Minutes of AGM held 12 December 2021
3. Chairman Report
4. Adoption of 30 September 2022 Financial Statements
5. Appointment of 2023 Auditor
6. Appointment of Directors
7. Election of Life Member for 2022
8. Other business

MINUTES OF ANNUAL GENERAL MEETING 2021

Western Districts Rugby Football Club Limited ACN 009 930 858

The forty eighth Annual General Meeting of **Western Districts Rugby Football Club Limited ACN 009 930 858 (WDRFCL)** held at the Wests Bulldogs Clubhouse, 65 Sylvan Road, Toowong, Qld 4066 on **Sunday, 12 December 2021 at 3:00 pm**

- Chair: Tony Hawkins - Director & Chair of the Board
- In attendance: As listed on the **attached** attendee register
- Opening by chair: Tony Hawkins at 3:00pm
Welcome to members
- Apologies: Col Archer, Linda Bennetts, Daniel Crowley, John Dun, Ross Harrison, Kirk Hawkins, Michael Malouf, Russell Shields, Ken Swenson, Patrick van Rooyen
- Quorum: Tony Hawkins, Chair, noted that a quorum (16 members) was present
- Notice: Notice of this 2021 AGM tabled and taken as read
- Previous AGM Minutes: Minutes of the 2020 AGM held on 13 December 2020 (previously circulated) tabled, read and accepted
(Proposed: John Hurwood Seconded: Lyn Crowley)
- Chairman Report: (circulated prior)
Tabled and read by Tony Hawkins
Received and accepted by the members present
- Financial Statements: (circulated prior)
Financial Statement as at 30/09/21 audited by Pilot Partners
Tabled and read by Tony Hawkins
Received and adopted by the members present

Question from Joe Nowak:

What is the current interest rate for the Facility loan?

In response, Tony Hawkins advised that the current interest rate for the Westpac Facility loan was approximately 3% which has decreased from 5.5%. This has resulted in considerable savings with interest reducing from \$500,000 to \$300,000 per annum with monthly repayments of \$25,000. The Hutchinson Builders loan of \$400,000 is repayable over two years. Tony Hawkins reiterated that the Board is

committed to reducing debt before providing cash/funding to WBRC Inc.

Question from Graham Brown:

Does the Board know who the new owners of Qscan are?

John Clifford responded noting that another large private equity firm had purchased QScan however he could not recollect their name at the time.

Tony Hawkins put motion to members for the adoption of 30/09/2021 financial statements

(Proposed: Lyn Crowley Seconded: Phil Stoneham)

Appointment of Auditor: Reappointment of Pilot Partners

(Proposed: Lyn Crowley Seconded: Geoff Wessling)

All members voted unanimously in favour of appointing Pilot Partners as auditor for the financial year commencing 1 October 2021.

Appointment of Directors: Seven (7) nominations for the seven (7) available Board Director positions were properly received. Accordingly, the Chair declared the following candidates to be duly elected as Directors:

- Felicity Bennetts
- Brett Gillespie
- John Clifford
- Scott Harrison
- Tony Hawkins
- Peter Schmidt
- Geoffrey Wessling

Appointment of Life Member Voting by members on the appointment of Life Member of WDRFCL

1. Philip Mooney was recommended as a Life Member by the Board of WDRFCL.
2. Voting by the members on the appointment of Philip Mooney was recorded as follows and therefore passed:
 - 15 in favour
 - 1 (Philip Mooney) abstained
3. A copy of the background to Philip's Life Membership provided and proposed by Scott Harrison is attached.

Other Business: Lyn Crowley noted that the History of Wests book was progressing well with an official launch date expected to be February 2022.

Question from Wayne Carter:

Will the honour boards be updated to include internationals and state representatives not currently listed?

In response, Tony Hawkins advised that as part of the History of Wests book project, a full and accurate list of international and state representatives was being compiled to be included on the Club's website. It would be the responsibility of WBRC Inc to consider updating the physical honour boards accordingly.

Closure:

As there was no other business, the meeting was brought to a close at 3.32 pm

Signed as an accurate record.

Life Member Nomination – Philip Mooney

The 2021 Life Member nomination played for Wests Juniors from under 8's to under 16's, being a member of seven junior premierships teams. In 1983 and 1984, he played for Wests Colts, winning the premiership in 1984.

In 1985, he transitioned to grade rugby as an accomplished fly-half where he was a member of the 1985 1st grade premiership winning squad, and also played in the reserve grade premiership team.

This gentleman played over 100 premier games for the Dogs between 1986 and 1994. He was part of the Australian Club Championship winning side in 1986 and runner up in the World Club Championship in France that same year.

In 1995 he took up the role of Wests Colts One coach and led the team to a premiership in 1997 and 1998. He took players such as Cassidy Holland and John Roe through the Colts program into 1st grade rugby. From 1999 through to 2002, this gentleman progressed to coaching West's 1st grade as assistant coach, then head coach.

In 2003, his professional career commenced with an offer to be involved in the Queensland Academy of Sport high performance program. In 2006 he coached the Australian Under 19 team winning the Junior World Cup against New Zealand.

In 2007, he became assistant coach at the Queensland Reds and took over as Head Coach in 2008.

At the end of 2009 he worked for the Broncos as a specialist skills coach and then in 2010 was appointed Head Coach of the Otago provincial team for the National Provincial Championship.

In 2011, this gentleman returned to Brisbane and led the administration of the State Government assisted sports program at Wests in collaboration with other sporting associations in the district. He then went on to coach the Wests Premier team in 2012.

In 2013, he moved to Japan and coached the Panasonic Wild Knights and won the Top League and the All-Japan Rugby Football Championship. In 2014, he was assistance coach at Panasonic to Robbie Deans, winning another Top League title.

This gentleman is still a huge part of the Club running the line for his boys and other teams and assisting and mentoring the current Premier grade coaching staff.

It is a pleasure to nominate this man who myself and my brothers used to kick a footy around as kids at the Club, with his sister 50 years ago.

The 2021 Western Districts Rugby Football Club Ltd Life Member Nomination is Phil Money.

Scott Harrison

WDRFCL 2021 AGM
Sunday 12 December 2021
Members Present:

Ms Felicity Bennetts
Mr Graham Brown
Mr Wayne Carter
Mr John Clifford
Mr Lyn Crowley
Mr Brett Gillespie
Mr Scott Harrison
Mr Tony Hawkins
Mr John Hurwood
Mr Merv Jarvis
Mrs Sam MacGillivray
Mr Phil Mooney
Mr Joe Nowak
Mr Dennis Riley
Mr Phil Stoneham
Mr Geoffrey Wessling

In attendance:

Ms Courtney Bennetts
Mr Matt Brown
Mr Bernie Carroll
Ms Karen Keach

Western Districts Rugby Football Club Limited
Chairman Report for year ended 30 September 2022

It is with pleasure that I present the Chairman Report for the year ended 30 September 2022 for Western Districts Rugby Football Club Limited (WDRFCL).

Fortunately, the past 12 months saw the business move away from the impacts and disruptions of Covid 19 and, as such, operational business was more or less back to “normal”.

This normality was temporarily disrupted in February with the Brisbane floods. The flood damage was restricted to the car park and playing fields which, through great work by all concerned pitching in, restored those facilities back to normal relatively quickly.

The year yielded an operating surplus of \$693k which, after provision for depreciation of \$500k, resulted in a net profit of \$193k. The Financial Statements presented at the AGM provide greater detail about the financial situation of WDRFCL. A simplified summary of the balance sheet is:

<u>Assets</u>	(\$'000)	
Cash at bank	375	
Building	<u>14,280</u>	14,655
 <u>Liabilities</u>		
Westpac loan	8,000	
Hutchies loan	200	
QRIDA loan	<u>130</u>	<u>8,330</u>

Net Assets

6,325

Whilst the operating result for the year was and the attendant balance sheet is strong, towards the end of the financial year the business was impacted by significant and rapid rises in the interest payable on the Westpac loan. This means that interest paid in FY22 of \$273k is likely to be around \$500k for FY23. As such, the next few years will continue to be tight from a cash flow perspective. However, the Board remains confident that, with strong long-term tenants in place and the necessary support from Westpac, the financial future is relatively secure.

The Board has in place a Strategic Plan (**attached**) designed to focus on and achieve all our long-term objectives.

The achievements for the year would not have eventuated without the hard work and dedication of a lot of people.

On behalf of the Board, we would like to acknowledge:

- Brett Gillespie who joined the Board as a Director at the last AGM and continued in the role of Secretary with consummate professionalism.
- Matthew Brown and Bernie Carroll, the WBRC Inc representatives on the Board for their contribution to Board meetings.
- Scott Harrison, who after helping us guide the business through the intricacies of risk and corporate governance, has deservedly elected to step down from the Board.
- The appointment of Director Felicity Bennetts to the role of General Manager WBRC Inc.
- Fellow Directors John Clifford, Peter Schmidt and Geoff Wessling for their ongoing contribution support.
- Graham Brown, as President of WBRC Inc., and his team who worked tirelessly on the football and hospitality

aspect of the club. The future of this part of the club is in capable hands with Graham and his team.

- Roger Gould, Wests Life Member, who was in March 2022 re-elected as President of the Qld Rugby Union.
- All the players and supporters of WBRC Inc without whom there would be no reason for our existence.
- You, our Life Members and Members, lifelong supporters of the club.
- Finally again, from me to an extremely competent, hardworking and visionary Board who, with their collective skills and experience, ensure the club's interests are to the fore. I thank you sincerely for your loyalty and support

Best wishes to you and your families for a safe and enjoyable Christmas.

Tony Hawkins
Chairman
December 2022

WDRFCL

Strategic Plan as at 01/10/22

Objectives

- | | |
|-------------|--|
| Financial | <ol style="list-style-type: none">1 Achieve full leasing occupancy2 Repay all loans as and when they fall due3 Pay all creditors on time4 Achieve an annual positive cash flow5 Ensure adequate provisioning6 Maintain solvency |
| Operational | <ol style="list-style-type: none">1 Maintain facility in good repair2 Review asset values annually3 Develop a Sinking Fund |
| Strategic | <ol style="list-style-type: none">1 Be a quality landlord2 Provide controlled surplus funds to WBRC Inc3 Maintain good corporate governance4 Be a good community citizen5 Communicate with WDRFCL members6 Develop a WDRFCL Board succession plan |
| Risks | <ol style="list-style-type: none">1 Inability to make loan repayments2 Tenants do not re-new leases3 Asset is poorly maintained4 Asset is underinsured |