



Clayton Bay Boat Club Inc.



Minutes of the CBBC Special General Meeting Held on 1000 Sunday 8th August 2021

1. The Commodore opened the meeting at 1010 welcoming all present.

Quorum of 75% of membership required for Special Resolutions (117 voting members: 88 Memberships need to be present).

Memberships represented on-line – 30

Memberships present on the day – 28

Total 58

2. Apologies, Proxies :

- E. Maddern – Voted On-line
- R. Seigman – Proxy Vote
- C. Irwin – Apology - E-mail Vote to Returning Officers
- G & J Gibson – Voted On-line
- R & S Wirth – Voted On-line
- G & J Perry – Voted On-line
- R. Jones & Keren Baxter – Voted On-line
- R & A Rootsey – Voted On-line
- Bill Bayly

3. Introduction - This SGM is required for the Members to vote on two proposals that require Member endorsement, that are business of the 2020-21 Committee.

4. Motions for consideration and Vote:

- Special Resolution - Draft Rules of Association (RoA) - The RoA have been amended to bring them into line with contemporary standards and include CBBC rules that have been voted on but not incorporated.

- Regular Proposal - Approval from Members to expend funds up to \$25,000.00 for Long Arm Jetty Repairs. First Round of the Facilities Grant was unsuccessful. Round two is pending at end of June 21. Outcomes are uncertain and there is a requirement for certainty of finalising the jetty repairs.

CBBC Rules require a quorum of 15% of membership (116 voting members: 18 members need to be present)

or have voted via the CBBC website).

- Life Member Nomination – David Stanbridge – Nominated by R. Jones and N. Steyn

CBBC Rules require a quorum of 60% of membership present on the day.

5. Meeting Outcomes Summary:

Special General Meeting

Proposals	Yes	No
Draft Rules of Association (RoA). Quorum Required – 75% of Voting Memberships Vote Deferred - Insufficient E-Votes or Members present on the day to represent an SGM Quorum. Rules of association Working Group to convene and develop recommendations for a way ahead. Action Secretary	41	1
Approval from Members to expend funds up to \$25,000.00 for Long Arm Jetty Repairs. Minimum – 60 % required, of members present or voted on-line Result - Carried	49	0

6. SGM Close: 1025

Drafted Ric Kies Secretary Clayton Bay Boat Club Mob: 0438 646 337 1 Sep 21	Draft – Pending approval at next CBBC AGM, 14 Aug 22 Grant Maddern Commodore Clayton Bay Boat Club Mob 457 052 848 DD MMM 21
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Minutes of the CBBC Annual General Meeting Held on Sunday 8th August 2021

1. Welcome.
2. Quorum of 15% of membership (117 voting members: 18 need to be present).

Memberships represented on-line – 30

Memberships present on the day – 28

Total 58

Quorum achieved.

3. Apologies, Proxies
 - E. Maddern – Voted On-line
 - R. Seigman – Proxy Vote
 - C. Irwin – C. Irwin – Apologies - E-mail Vote to Returning Officers
 - G & J Gibson – Voted On-line
 - R & S Wirth – Voted On-line
 - G & J Perry – Voted On-line
 - R. Jones & Keren Baxter – Voted On-line
 - R & A Rootsey – Voted On-line
 - B. Baley
 - K. Durward

4. Minutes of previous AGM - Acceptance

Moved: Secretary, Seconded : ,

5. Business Arising from previous AGM

Moved R. Jones reiterated the benefits of the sailing meeting and recommended the following:

Seconded – G. Lloyd-Jones

Carried (1 x Against)

Action – Secretary / Committee

Update: Completed – Racing Working Group and Racing Members Meeting convened and Minuted.

Acting Commodore advised that the next Committee will be committed to implementation of a Code of Conduct.

Action – Committee – Set up a Working Group to facilitate update of CBBC Rules of Association, Administrative Guidelines and CBBC Policies.

Update: Completed – Revised RoA & AG and CBBC Policies drafted, distributed and considered at SGM.

Acting Commodore noted that the RoA needs to be updated (by EOY 2020, N. Thorn has offered to assist,) and amended to ensure it provides information, other than referring to an Act.

Action – For Rules of Association Working Group

Update: Completed – Revised RoA & AG and CBBC Policies drafted, distributed and considered at SGM.

Q. T. Rowley noted that EOY 2020 is too long and suggested an 8 week schedule.

Moved T Rowley that the Code of Conduct be accepted for Committee Members at this meeting and that it be subsequently adapted and incorporated into the Rules of Association for the whole Club.

A/Commodore asked T. Rowley to participate in the working group.

C McPhee requested that specific behaviours be listed in the Code noting that a number of behaviours have contributed to disharmony over a number of years.

(Time Stamp – 1:01:30)

- Seconded - G. Hays
- Carried.

Action – Secretary / Commodore - For Committee and Rules of Association Working Group

Update: Completed – Revised RoA & AG and CBBC Policies drafted, distributed and considered at SGM.

C. McPhee noted that to move forward the membership needs to know why we are where we are and not sweep events under the carpet. Further the Secretary's report noted that the resignations were for reasons known only to those concerned, which C. McPhee disputed. "Further, if we're to move forward, let's learn from the lessons of the past, instead of sweeping it under the carpet, as that's exactly what's happened here"

A/Commodore accepted the comment and agreed that there has been poor behaviours, adding that they need to be recognised in the RoA and addressed.

Action – Secretary / Commodore - For Committee and Rules of Association Working Group

Update: Australian Sailing Member Protection Policy has been implemented.

Members advised that disputes should be resolved at the lowest level possible.

Q. G. Jongewaard noted that WHS is an on-going issue as highlighted in an e-mail from F. Meuring some time ago.

A. A/Commodore noted the issue remains extant and requested that the e-mail be re-sent.

Action – F. Meuring / Committee

Update: Completed – F. Meuring provided an overview of the issues and risks of conducting maintenance and the requirement for appropriate PPE. Draft policy and procedure for jetty cleaning was developed by G. Jongewaard

Q. T. Rowley noted that working in wealth management there are stringent privacy requirements placed on companies. Noting that the CBBC is an Incorporated Association with similar responsibilities to care for member's information. Noting that there have been two recent breaches of security, is there a position on the committee that has carriage of information security.

A. A/Commodore acknowledged the issue and committed to address it and other outstanding issues with the Committee.

Action – Commodore, Treasurer, Secretary – Ensure appropriate procedures are implemented.

Update: Complete – Issue is actively managed using appropriate procedures.

6. Correspondence In:

- 26 Jul 21 – T. Dunn (CBBC Public Officer) – Resignation from CBBC, Public Officer and relinquishment of hardstand with effect CBBC AGM (8 Aug 21).
- 5 Aug 21 – Resignation – R. Muhlack from Racing Scorer Role.
- 6 Aug 21- Resignation – G. Jongewaard from General Committee

We regretfully acknowledged the resignations and wished all well for the future.

7. Nominations for Committee positions:

Position	Nominations
• Vice Commodore (2 Year term)	D. Stanbridge
• Secretary (2 year term)	R. Kies
• 4 x General Committee (May be Sub Committee Leaders)	E. Maddern

(2 year term)	C. Birbeck
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8. Commodore's report: See Enclosure 1.

Acceptance:

Moved: Commodore, Seconded: G. Dale Vote: Yes

9. Secretary's report: See Enclosure 2.

Acceptance:

Moved: Secretary, Seconded: C. Birbeck Vote: Yes

10. SMP Accountant Auditors Report

Acceptance:

Moved: Treasurer, Seconded: D. Marsh Vote: Yes

11. Treasurer's report: See Enclosure 3.

Acceptance:

Moved: Treasurer, Seconded: A. Marsh Vote: Yes

12. Life Member Nomination

- David Stanbridge – Nominated by R. Jones and N. Steyn

CBBC Rules require a quorum of 60% of membership present on the day.

Several objections were aired to the nomination in the meeting. However, a summary of the nomination report was provided noting that there was nothing that would preclude the nomination from proceeding to a vote by the Members.

13. Elections - Announcement of results,

CBBC Committee - Carried

Position	Nomination	Yes	No
Vice Commodore 2 Year Term	1. Darren Stanbridge	43	6
Secretary 2 Year Term	1. Ric Kies	49	1
General Committee 2 Year Term	1. Emily Maddern - General Committee – Social Activities	51	0
	2. Craig Birbeck - General Committee	47	2

CBBC Life Member Nomination - Carried

Nomination	Yes	No
David Stanbridge	36	12

14. Next AGM: 1000 am, Sunday 14th August 2022

15. Meeting Close: 1150

Drafted Ric Kies Secretary Clayton Bay Boat Club Mob: 0438 646 337 12 Aug 21	Draft – Pending approval at next CBBC AGM, 14 Aug 22 Grant Maddern Commodore Clayton Bay Boat Club Mob 457 052 848 DD Aug 21
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Commodores Report 8th August 2021

Good Morning everyone thank you for coming to the AGM of the Clayton Bay Boat Club

Firstly, I would like to thank our Management Committee for their dedication over the past 12 months and their service to our club. Everyone has had a positive contribution to the running of our club.

Special thanks to Garry Hays, who led the racing committee which made significant changes to move our club into safer racing paradigm. Resignations from the racing committee were concerning given the Management Committee fully endorsed the way they wanted to run the racing within the club.

Ric Kies our Secretary whose dedication to the club is second to none, his work on updating our policies and procedures has been invaluable. He has also kept the committee and members up-to-date with our CoVid requirements.

Brian O'Flaherty , techno wunderkind has overseen updating the clubs Financial reporting and introduced a payment facility to the club that has improved our accountability and transparency. We have had some successful social events as well, Quiz Night, 80's night and Pirates Day, thanks to Emily, Darren and team.

Special thanks to all our volunteers who make the club function for the enjoyment of all members.

A special thanks to our Rule of Association change subcommittee, Neville Thorn, Rob Jones and Rick Kies a task that was quite time consuming.

Also, special thanks got to Sponsors of the Club and events including:

- Flying 15 Regatta (Bennett's Architecture, Kentucky Fried Chicken, Dynamic Engineering- Adelaide Steel Frame Windows and)
- Rat Race Regatta - Kentucky Fried Chicken and Harts Chandlery
- Kentucky Fried Chicken

I was supposed to be up for election this year however given Garry Hays decision to retire early from the Vice Commodore role a further year for my role was necessary for the Club's continuity and that the VC role election is on alternate years to the Commodore (section 1.17 Administrative Guidelines).

I am pleased that the club is moving in the right direction and are confident the racing sailing fraternity can sort out a more cohesive season of sportsmanship.

Grant Maddern
Commodore

202-21 CBBC Secretary's Report

Thank you all for taking the time to attend today, it's nice to see everyone here to exercise their voting rights and express their concerns, in times that continue to be challenging.

2020-21 Season

The 2020-21 Season, in my view can only be considered a success with Club Members enjoying themselves through:

- Cruising – Locally and further afield – So much fun
- Socialising – Whale Cup, Hamburger Night and the First Sunday Lunch have been well attended.
- Racing – The Club's program was completed and Members acquitted themselves very well, here and in Races hosted by other Clubs around the state.
- Working Bee's saw Volunteers continue to help to maintain and improve the appearance of the Club which is often commented on.
- Supporting each other – There are always Members willing to help other Members when times are difficult.

Fortunately, we have only endured two short lockdowns this season and fared well with achieving the majority of our social and racing programs. As in other years there was a good focus on racing at Clayton Bay, social cruising and interaction with other Clubs for which the organiser's and participants are thanked – Well done everyone.

Committee 2020-21:

Regular Committee Meetings were held and Minuted throughout the 2020-21 season. Publication of Minutes has continued as promised and while lengthy, we are determined to provide open and transparent communication of Committee proceedings.

Role	2020-21 Committee
Commodore	G. Maddern
Vice Commodore	G. Hays
Treasurer/Communications	B. O'Flaherty
Secretary / Memberships	R. Kies
General Committee	G. Dale (resigned) Racing
General Committee	R. Edgar – Grounds and Maintenance / Hardstands
General Committee	D. Stanbridge - Events
General Committee	K. Arthur- Bar Manager
General Committee	D. Hogg – Event Catering
General Committee	J. Stanbridge - Trophies
General Committee	E. Maddern - Events
General Committee	G. Jongewaard – CBBC SME

- The Club continues to meet its statutory obligations and affiliations with the following organisations:
 - Alexandrina Council
 - SA Government - Consumer and Business Services - LGO
 - Australian Sailing

- Yachting SA
- Clubs SA
- Bendigo Bank

○ Key tasks addressed and continued this this year include :

- Finger Jetty Repairs – in progress
- Clubhouse Roof – Completed
- Lease Area Increase Submission – Submission completed and lodged, Village Conversation has been held, Confidential Briefing and Public Consultation to be progressed by Alexandrina Council.
- Risk and Safety Management has been red-invigorated and thanks go to Rob Stubbs.
- The CBBC Log has been re-invigorated by Rob Jones.
- CBBC Rules of Association have been revised
- CBBC Administrative Guidelines and Club Policies

○ **COVID 19**

- As required Lockdowns and gradual easing of restrictions are phased and re-opening's have been successful.
- Our COVID SAFE plan has been implemented and I thank all Members for their attentiveness and levels of compliance.

○ **Memberships**

- 19 new Memberships have been welcomed into the Club over the 2020 -21 season.
- 1 new Honorary Membership has been approved by the CBBC General Committee to R. Stubbs in recognition of a long and committed period of service to the CBBC as Radio Officer and his ongoing Risk and Safety Management.
- Retirements – Members that have retired from CBBC Membership since the last AGM are as follows:

Michael & Jenny Callendar
Stuart & Tracey Rowley
Banjo Weatherald
Darrel and Bronwen Lawrence
Greg and Heather Wallace
Michael Weaver

- Club Membership Statistics are as follows:

○ **2021**

Type of Membership	2019-20	2020 - 21
Social	13	13
Full	37	44
Life	7 (corrected)	7
Service	1	1
Honorary	1	2
Full - HS	49	49
Full - HSW	17	17
Social - Crew	2	4
Grand Total	127	137

Total Including Partners (Not Juniors)	220	242
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○ **Hardstands**

- There are currently 17 Members on the Hardstand Waitlist which is closed until the outcome of the Request For Lease Area Extension is determined.
- Three hardstands became vacant and were re-allocated.
- One Hardstand has recently become available.

○ **Committee Communications to the Members**

- Minutes continue to be available on the CBBC website and have been well received.
- The Communicator – Continues to be well utilized by Members.
- CBBC News – Has been effective in getting important information to Members. It's important that everyone understands that this News is one way and if you have a query or comment that you need to respond to committee@claytonbayboatclub.org.au

○ **Functions**

- The functions have been well attended and fun was had by all and included:
- Commodores Dinner
- Christies Sailing Club visit
- Pirate Day
- Fundraiser Quiz Night
- 80's night
- Club Lunches and Hamburger Nights have been a success and the Catering Crew are committed to getting the process and numbers right.

○ **Volunteers**

- There has been a consistent turnout (and increasing number) of Volunteers in all areas of Club activities.
- I would like to personally thank everyone who has stepped forward to volunteer help and assist with the various activities to help make them a success. It's heartening to see Members stepping forward when they see something that needs to be done.

○ **Cruising**

- Special thanks to Fred Meuring for continuing in the role of Cruise Master this season. Also, special mentions for Rob Jones and Keren Baxter and Craig McPhee and Gill Berry for organising great events and destinations.
- Cruises were well attended and everyone had a good time.
- Several cruising activities including Coffin Bay and Renmark were deferred but later successfully completed.

○ **Rules of Association Working Group**

This time last year the Committee and myself made a commitment to the Members that the Rules of Association, Administrative Guidelines and Club Policies would be reviewed and where required updated, and collated into a central repository.

The task included identifying gaps in the Rules, Guidelines and Policies. One example was that we had no Member Protection Policy to effectively manage conflict and dispute resolution and clearly describe what constitutes bullying, harassment and unacceptable behavior's. With this in mind the Committee approved the implementation of the Australian Sailing Member Protection Policy and all Members are encouraged to familiarize themselves with its contents.

As with all things of this nature, it has been a work in progress and will continue into the future. That said I'm pleased with where we are at the moment and that it is at the point where the Members can have a say.

Special thanks to Neville Thorn for their diligent work on this task.

In Closing, as I stated in my Report last year - Membership of the Committee (and the Club) requires an understanding of the CBBC Rules of Association, Roles and Responsibilities of the Club and an understanding of work place behaviors and WHS legislation to ensure that the Club meets its duty of care obligations for Members and guests.

I would like to personally thank this Committee, which has stood solidly together throughout the season and all CBBC Members for their support, feedback and advice.

I move that this report be accepted.

Ric Kies
Secretary
CBBC

8 Aug 2021

Clayton Bay Boat Club

Treasurer's Report Financial Year 2020 – 2021

The June 2021 Financial Statements have been audited by SMP Chartered Accountants, who were nominated last year as the club Auditor, with a signed opinion that the financial report represents a fair and true view of the club's financial position as at 30 June 2021.

CBBC accounts as at 30 June 2021

Current Accounts	Balance
Cash Till Float	\$ 510.85
Bendigo Bank Statement Account	\$ 19,852.07
Bendigo Bank Reserve Account	\$ 45,386.55
Total	\$ 65,238.62

We continue the previous committees' commitment to building a **Reserve Account** to provide for future major financial expenses. Each year we transfer \$75.00 per member from our **Statement Account** into this account. For last financial year this totalled = **\$8,175** and is included in the figures above.

During the year we implemented several new processes to help make the club more accountable and easier to run.

We subscribed to new on-line accounting software called **XERO**. This allows us to easily produce up-to-date financial reports for the Club and our auditors (SMP Chartered Accountants) can see in real-time the financial affairs of the club and offer advice. This software also speeds up the accuracy and time required for the auditing review process.

We also implemented **SQUARE** – the new point-of-sale (POS) system. You may have seen this in operation at the CBBC Bar. This system provides an instant record of all transactions over the Bar and is a cheaper and more reliable than the old dial-up terminal we used before. SQUARE also interfaces into XERO, making reconciliation easier. SQUARE gives us detailed reports of stock sold, including BBQ food, Race entries, etc. providing the club with insight into usage and trends, and allows us to forecast better and reduces waste.

Adopting SQUARE reduced our costs. The old EFTPOS terminal cost \$19 per month and required a phone line which cost the club \$48 per month = saving \$67 per month.

Cash is a risk for obvious reasons. Now almost 80% of transaction over the bar are on Card. Electronic transactions are more convenient, faster, safer and fully traceable.

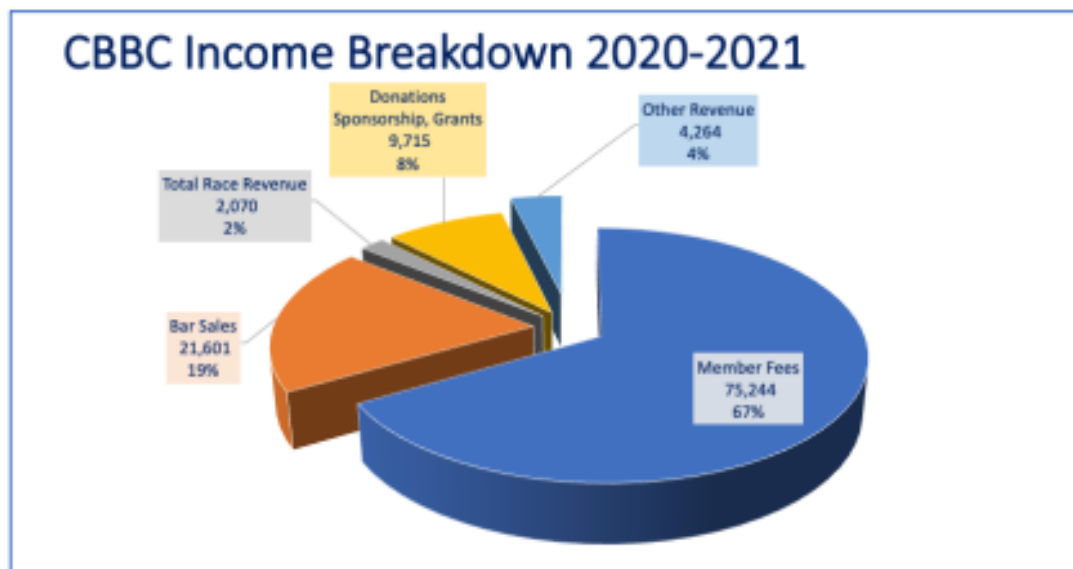
As we are a club, Committee members often use their own money to buy stock items such as bar and food supplies, cleaning products and miscellaneous items such as milk and coffee. These members need to be reimbursed quickly. Therefore, we have implemented a rapid payment process to minimise the time members are out-of-pocket for expenses.

During the year, we organised several events including Weber nights, Quiz Nights, Hamburger nights raising over **\$9,700** in sponsorship, grants, donations, and fundraising.

The Bar raised over **\$21,600** during the year - I thought we were a boating club!

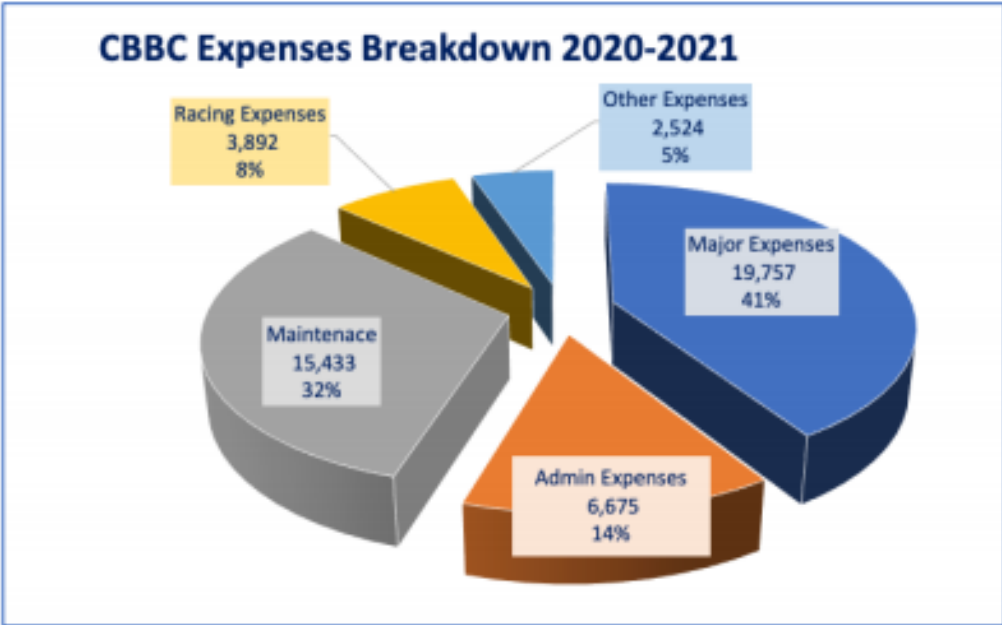
The club is all about our members! The more money we raise through events, keeps your fees low. The Club does not pay staff, we are a volunteer organisation, all the funds stay within the club and go into improving the club for everyone. Members Fees, including Hardstands raised **\$37,140**.

MEMBERSHIPS	Fees
109 x Ordinary Members @\$200 each	\$ 21,800
14 x Social Members @ \$30 each	\$ 420
4 x Social Member Crew @ \$55 each	\$ 220
49 x Hardstands @ \$300 each	\$ 14,700
Total	\$ 37,140



We had several expenses during the year. New floor in the club rooms, tiling in the bar and kitchen, replaced part of the roof, repaired the septic system, purchased a new fridge and TV.

- Tiling& Floor \$4,236
- Septic repair \$2,860
- Roof repair \$3,500
- Fridge \$1,247
- TV \$ 758



The 2020-21 financial year operating **Net Profit** for the Clayton Bay Boat Club was **\$52,086.29** and the **Balance Sheet** as at June 30 2021 shows a net assets value of **\$439,146.93**

In my opinion the Clayton Bay Boat Club is in a strong financial position and well placed for the years ahead. The current Committee is frugal in managing the club's finances and maintains a strong focus on raising revenue through fundraising events, government grants and sponsorship to ensure the clubs viability into the future.

Brian O'Flaherty
Treasurer
CBBC
7 Aug 2021