



The Royal Melbourne Tennis Club

Minutes of the 136th Annual General Meeting Held on Wednesday 15 May 2019 @ 6.00pm

1. Attendance

Those present: G Cornish (President, Chair), K Arndt (Hon. Secretary), R Simpson (Vice-President), R Michelson (Treasurer), W Cockram, O Guest, V Scopelliti, J S Tan, J Guest, B Harris, G Fethers, R Atkins, T Cockram, J Butler, S Butler, D Friend, M Cockram, W Andrews, G Nette, R McAllen, V Henry, K Paton, P Barker, A Willingham, J Davies, T El-Helou, A Guest, L Brown, R Whitehead, L Piccolo, J Brand, R Woods, S Shelmerdine, M Mackay, A Gould, M O'Rorke, R Pagone, E Kozma, B Hillibrand, M Carroll, B Redman, P White, L Murphy, V Hamer, K Penaluna

Proxies: G Black, P Stanley, S Wood, A Poolman, M Hurley, D Bracken, T Threlfall, R Scollay, C Stuart, T Raw, G Richardson, G Moran, G Richardson, K Mackinnon, J Buckley, C Wright, J McNamara, D Hayne, B O'Brien, I Buchanan.

Apologies: J Baker, H Imber, G Webster, C Trevarthen, R Travers

In Attendance: F Filippelli (professional), J Howell (professional) N Lau (auditor)

There being a quorum present, G Cornish welcomed members and opened the Meeting.

A motion that the apologies be taken as read was proposed by Vince Scopelliti and seconded by Wally Cockram. The motion was carried.

2. Notice of Meeting and Minutes

Having been displayed on the Club notice-board for at least a fortnight prior to the meeting, a motion to take the Minutes of the previous Annual General Meeting held on 16 May 2018 as read, and to take the Notice of Meeting as read was proposed by Owen Guest and seconded by Wally Cockram. The motion was carried.

4. President's Report

The President (G Cornish) referred members to the various reports contained in the 2018 Annual Report and acknowledged the contributions of the Committee over the past twelve months.

The President then spoke to the President's Report, contained in the 2018 Annual Report, outlining the Club's strategic and operational initiatives and activities over the past twelve months.

The President thanked Frank Filippelli, the other tennis professionals and those in Administration, Building & Grounds and Catering, for their excellent service to members and the Club over the past year. The President also thanked the Committee, those serving on Subcommittees, noting the work of the special governance group, and the many other members who contributed their time and energy to organise tournaments, events and activities for the Club.

A special note of thanks was given to J Hamer for his advice and assistance in drafting the special resolutions relating to the proposed changes to the RMTTC Constitution.

5. Financial Report

The President proposed the Meeting receive and adopt the Financial Report of the Club for the financial year ended 31st December 2018 and the reports of the Committee and Auditor thereon. The Treasurer (Rudi Michelson) spoke briefly regarding the steady financial position of the Club.

6. Election of Committee Members

Retirements

The President noted the retirement of J Baker from the Committee and acknowledged the contribution Julie has made to the Club through her participation on the Committee and various subcommittees over many years.

Retirements and Re-Election

The following retired by rotation and offered themselves for re-election: R Michelson and R Simpson.

A motion was put that R Michelson be re-elected. The motion was proposed by Jo See Tan and seconded by Robert Atkins. The motion was carried.

A motion was put that R Simpson be re-elected. The motion was proposed by Owen Guest and seconded by Robert Atkins. The motion was carried.

The President declared R Michelson and R Simpson to be elected.

Election to fill a Vacancy

The President advised that there was one vacancy on the Committee.

The following candidate had offered themselves for election: J Buckley

A motion was put that J Buckley be elected. The motion was proposed by Alan Willingham and seconded by Owen Guest. The motion was carried.

The President declared J Buckley elected.

7. Special Resolutions

The following resolutions regarding changes to the RMTC Constitution were put to the members.

A. Resolution 1 - Members' approval for major changes or financial commitments

That the following be inserted as Rule 9.11(c) and the subsequent paragraphs in Rule 9.11 be renumbered accordingly:

“The exercise of any of the following powers or doing of any of the following acts and things requires the prior approval of the Club in general meeting by special resolution:

- (i) any amalgamation or merger of RMTC with another entity;
- (ii) any sale, purchase, transfer, declaration of trust or other disposition or acquisition of real estate;
- (iii) giving of security over real property of the Club; or
- (iv) capital expenditure in excess of (or any project where separate items of capital expenditure collectively are in excess of) \$500,000 (adjusted by CPI with base date 30 June 2018).”

A motion was put that the resolution be adopted. The motion was proposed by Julie Davies and seconded by Paul Rosedale. The motion was passed by the required majority – 58 votes in favour; nil against. The President declared the motion carried.

B. Resolution 2 - Transition of Junior Membership to Ordinary Membership at age 21

That:

- (i) Rule 5.3(a) is amended to read: “Any person over the age of 21 years may be an Ordinary Member”;
- (ii) Rule 5.3(b) is amended to read: “Any person over the age of 12 years, but not over the age of 21 years on the 31st of December next following their 21st birthday may be a Junior Member.”;
- (iii) Rule 5.5(f) is amended by replacing “25th” with “21st”; and
- (iv) Paragraphs (e) (Interstate Members), (g) (Non-Playing Members) and (k) (Country Members) of Rule 5.3 are amended by replacing “25” with “21”.

A motion was put that the resolution be adopted. The motion was proposed by Julie Davies and seconded by Paul Rosedale. The motion was passed by the required majority – 50 votes in favour; 2 votes against. The President declared the motion carried.

C. Resolution 3 - Under 30's Entrance Fee Payments by Instalments

That:

(i) Rule 5.10(a) be replaced with the following: "When a candidate has been elected, the Secretary will send the candidate a request for payment of their entrance fee (if any) or their first instalment of their entrance fee in accordance with Rule 5.13(b) and their first annual subscription."; and

(ii) Rule 5.10(d) be replaced with the following: "Upon payment of (i) their entrance fee (if any) or first instalment of their entrance fee in accordance with Rule 5.13(b); and (ii) their first annual subscription or first instalment thereof in accordance with Rule 5.10(c), an elected candidate shall become a member of the Club."; and

(iii) Rule 5.13(b) be amended by adding at the end: "Subject to Rule 5.13(a) the Committee may from time to time determine that the entrance fee payable by a person who is over the age of 21 years but not over the age of 30 years on the 31st day of December next following their 30th birthday may be paid by instalments in the amounts and on the dates determined by the Committee, provided that the entrance fee must be paid in full by no later than 31 December in the year that member has their 30th birthday. If a member paying their entrance fee by instalments resigns or otherwise ceases to be a member the amount of their entrance fee not then paid shall be immediately due and payable."; and

(iv) Rule 5.6(b) be amended by adding at the end: "Where a member's entrance fee is payable in instalments, a change of that member's category of membership does not affect the obligation of that member to pay that entrance fee in full in the instalments and on the dates determined by the Committee under Rule 5.13(b)."; and

(v) Rule 5.12 be amended by inserting the following as Rule 5.12(c) and renumbering existing Rule 5.12(c) as Rule 5.12(d): "Where pursuant to Rule 5.13(b) an entrance fee may be paid by a member by instalments, but the member has not paid an instalment in full by the date for payment of that instalment determined by the Committee:

a) the Secretary must notify the member that the member will cease to be a member unless that instalment is paid in full within 30 days of the notice; and

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b) if the member does not pay that instalment in full within 30 days of that notice, the member will cease to be a member of the Club and forfeit all rights in or claims upon the Club other than any debt for money's lent, goods supplied, or services rendered to the Club; and

c) the full amount of the entrance fee of that member not then paid shall be immediately due and payable."

A motion was put that the resolution be adopted. The motion was proposed by Alan Willingham and seconded by Michelle O'Rorke. The motion was passed by the required majority – 53 votes in favour; 4 votes against. The President declared the motion carried.

D. Resolution 4 - Deletion of Affiliate Membership

That:

- (i) Rule 5.3(f) (Affiliate membership) is deleted; and
- (ii) the words “Affiliate Member” is deleted from Rule 5.7; and
- (iii) the definition of “Affiliate Member” is deleted from Rule 2.1.

A motion was put that the resolution be adopted. The motion was proposed by Paul Rosendale and seconded by Dick Friend. The motion was passed by the required majority – 55 votes in favour; nil against. The President declared the motion carried.

E. Resolution 5 – Eligibility for Non-Playing Members

That Rule 5.3(h) be replaced by the following:

“Subject to Rule 5.6(a), any person aged 21 or above who is an Ordinary, Interstate or Country Member of the Club may become a Non-Playing Member. A person may not join the Club as a Non-Playing Member.”

A motion was put that the resolution be adopted. The motion was proposed by Dick Friend and seconded by Ken Penaluna. The motion was passed by the required majority – 57 votes in favour; 1 vote against. The President declared the motion carried.

F. Resolution 6 - Rights of certain membership categories to use the courts without limitation

That Rule 5.7(c) be replaced with the following;

“Associate Members, Junior Members, Overseas Life Members, Interstate Members, Country Members and Special Members are not entitled to play on the Tennis or squash courts except during the time or times as the Committee may in its absolute discretion prescribe.”

A motion was put that the resolution be adopted. The motion was proposed by Ken Penaluna and seconded by Leo Murphy. The motion was passed by the required majority – 59 votes in favour; nil against. The President declared the motion carried.

G. Resolution 7 - Notice of Candidates for Election

That Rule 5.5(d) is replaced with the following:

“Rule 5.5(b) does not apply to a change in a person’s category of membership under Rule 5.6(b) nor to the election of a person as a Temporary Member.”

A motion was put that the resolution be adopted. The motion was proposed by Philip Barker and seconded by Michelle O'Rorke. The motion was passed by the required majority – 57 votes in favour; nil against. The President declared the motion carried.

H. Resolution 8 - Election of Honorary Members

That Rule 5.5(a) be replaced by the following: "All members of the Club shall be elected by the Committee."

A motion was put that the resolution be adopted. The motion was proposed by Owen Guest and seconded by Wally Cockram. The motion was passed by the required majority – 59 votes in favour; nil against. The President declared the motion carried.

8. Other Business

There being no further business which could be brought before the Meeting, the President closed the formal part of the Meeting and invited members to ask any questions or offer any comments. No questions or comments were raised.

The President informed the Meeting that E W (Ted) Cockram had been elected an Honorary Life Member of the RMTTC. A Gould spoke about the outstanding contributions and service Ted has given to the Club and to real tennis in general, to which Ted responded to the pleasure of all members present.

The meeting closed at 7.10pm.

The President then invited members to stay for the presentation of trophies.

Confirmed by Chairman: _____

Date: