# Minutes

87th Annual general meeting

**Thursday 25th February 2021 Swan Districts Football Club**

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|  | VENUE: Swan Districts Football Club CHAIR: Peter Hodyl MINUTES: Jim Benson |
| ATTENDEES | George Stamenich, Ross Leipold, Des Hardiman, Phil Spencer, John Furina, Andrew Holmes, Judy Holmes, Julie Harrison, Jeff Dennis, Bev Boyle, John Komorowski, Bruce Lauder, Joanne Taylor, Jim Benson, Maureen Ashworth, Ken Ashworth, Phil Pitchers, Nathan Heeson, Graham Palmer, Tallan Ames, Zino Paterniti, Gerard Roelofs, Peter Hodyl, David Cianciosi, Garry Seaton, John Rowe, Kathy Rowe, John Maciaszek, Ron Thompson, Rob Falconer, Ian Westmore, Brett Moore, Kevin Ayton, Neville Bassett, David Watson, Brendan Lobo, Boris Pavicevic, Tony Myles, Marcel Weggelaer, John Foster, Trevor Hoy, Phillip Aloe, Robert Campbell, George Copley, Neil Hunter, Brad Willey, Terry Bonnett, Matt Hewitson, Garry Ames, Wayne Bettles, Darryl Crotty, Kenneth Ball, Richard Cooke, Milton James, Paul McCarthy, Peter Lloyd, Tim Outred, Bob Hutchinson, Murray Flanders, Ron Hull, Gary Brice, Adrian Ellis, Graeme Higgins, George Vandermulen, Conley Manifis, Raymond McNair, John Cooper, Ted Martin, Keith Michaelson, Maurice Embley, Matthew Gurner, Emilio Paterniti, Mark McNair, Frank Moretta, Robin McVee, Michael O’Rourke, Jim Dougan. (77 attendees) |
| 1. OPENING | President Peter Hodyl opened the AGM at 6.30 p.m. with an Acknowledgement to Country.  “I would like to acknowledge the Wadjuk Noongar people who are the traditional custodians of the Land in which this event is held. I also pay respect to the Elders both past and present of the Whadjuk Noongar people and extend that respect to other Aboriginal Australians who are present tonight.”  A minute’s silence was observed to remember past players and Life Members who have passed away during the past year including Life Members Edith Dawson 26/1/2020, Ray Ferris 26/1/2020, Jim Craig 1/5/2020, Joe Lawson 13/9/2020, David Holmes 31/10/2020, Jacinda Barclay, and one of our Past Players from 1943 David Rashbrook. |
| 1. APOLOGIES | Jim Watterson, Peter Snow, Rod Green, Fred Pantin, Steve Banfield, Leona Snow, Kevin Payne, Lee Komorowski, Joe Paterniti, Lindsay Johnston, Ian Foss and Jim Roberts. |
| 1. MINUTES | PH TABLED THE MOTION: That the 86th AGM 2020 minutes be accepted with one amendment being John Komorowski to be shown as an attendee.  Moved: John Komorowski  Seconded: John Rowe  Carried unanimously.  There was no Business Arising. |
| 1. PRESIDENTS REPORT | Peter Hodyl spoke about the past challenging Covid 19 affected year and referred to his full report in the published annual report. He was very proud of the Club’s response to the pandemic and the values displayed by the Club. No staff were stood down, all staff were kept employed and our community programmes were only marginally affected. He thanked all of our supporters and sponsors as well as the great contributions of our valued Coterie groups. He noted that 2021 will also be a challenge as the pandemic rolls on. He made reference to the mixed performances of the AFL and WAFC regimes and to the Public Accounts Committee (PAC) report which made 23 recommendations, many of which were inspired by our Club’s input. Our Club was applauded for its submission to PAC under pressure from certain quarters. The WAFL colts programme will return to the WAFL clubs. He noted that our Club will continue to be vocal and advocate on behalf of all football stakeholders at WAFL level. |
| 1. CEO REPORT | Jeff Dennis gave a comprehensive report via a power point presentation. He discussed the pivotal role the club’s purpose, vision and values played in guiding the club’s strategy. He outlined the club’s progress after the third year of our five year strategic plan and the new community engagement business model we were creating. He outlined the key strategies driving the final two years of the current plan including – building relevance through social capital and match day activation, continuing to improve governance and accountability, building the balance sheet, improving the relevance of the WAFL, strategically investing in building the business, and improving the club’s facilities. Our Balance Sheet has improved dramatically in recent years with net assets/equity increasing from -$32,000 in 2015 to $1,470,000, and cash balance increasing from -$375,000 in 2016 to $1,574,000. A cash reserve policy has now also been adopted. He spoke about the relevance of the WAFC and our role in holding them to account. We agitated strongly on behalf of our Club and the WAFL competition in relation to the PAC and the need for the WAFC to change its constitution. He also outlined the club’s five year football strategic plan to build an enduring and sustainable high performing football department. The objectives are to create a destination club, to build strong culture and leadership, and consistently deliver a top 3 ladder position. One year into the plan and we’re already seeing strong results across our WAFL and WAFLW programs. He thanked all of our many supporters and sponsors and is looking forward to 2021 both on and off the field. |
| 1. COMMUNITY REPORT | Ian Westmore thanked members present for electing him to the Board and vowed to repay their faith in him. He acknowledged Matt Hewitson for his efforts in the past and noted his new position as an employee of the Club. He noted the change in direction by BHP which meant the end of many programmes in Port Hedland and Newman. He made special mention of the contribution of our staff up north. He spoke about the great work of our many community committees. He noted the different ways we had to communicate in a Covid environment and the videos of players on skill development. A video with an introduction by Roanna Edwards was shown on NAIDOC events. He noted the Foodbank volunteering and of raising the bar for players to become the best they could be. He spoke about our all abilities programmes and our involvement with Sassi Abilities. A video of Toby Anderson was shown to members and he spoke about the many metro programmes and those up north which were assisting many of those at risk and challenged in our community. The full report on community operations is detailed in the annual report. |
| 1. FOOTBALL REPORT | Andy Holmes gave a summary of the football report in the annual report. He spoke about our five year football strategic plan and the new recruits which have been attracted to our Club. He complimented Phil Smart on his efforts in 2020 and noted the progress at the club since Ted Polglaze joined our Club in 2020. He noted the challenges Covid 19 had brought in late March 2020 and the health advice which the Club followed. The SDFC was adamant it wanted a season to go ahead and the footy season eventually began on July 18 with nine rounds. Early close losses were preceded by winning three of our last four games. He acknowledged support from our Coterie groups, coaches and support staff especially Greg Harding and Phil Smart. He also acknowledged the support from the Board and especially our President Peter Hodyl. He also thanked our many loyal supporters and spoke briefly about our new recruits and some retirements in 2020/1 including Leigh Kohlmann, George Hampson and Nathan Blakely. |
| 1. WOMENS FOOTBALL REPORT | Jo Taylor thanked members for their support in electing her to the Board. She has been involved in womens’ football for 13 years. She noted the truncated season due to Covid 19 but we continue to have sustained success. Even after losing two coaches by round 2 our assistants stood up. We had 13 players debut in 2020 and with a young team made the finals. Two women were drafted and a third as a top up player. She acknowledged the Board for their ongoing strong support of womens’ footy. She also thanked everyone who supported the womens’ programme and also noted eight players being selected in the State 19’s team. She is looking forward to improvement in 2021. |
| 1. TREASURER’S REPORT | Des Hardiman gave a comprehensive financial report via a power point presentation. He noted the historic surplus of $902K. $200K was exceptional income and the Club now has $1.5M in the bank. He noted the strong support for home games and the great result from hosting the amateur finals. He also noted that the transformation of our Club meant 50% of our business is in community programmes. The balance Sheet is in great shape with the Working Capital Ratio now standing at 1.77. He also spoke about our Covid 19 response with the setting up of a Covid taskforce and our use of Zoom meetings. He noted the amount of $640K from Job Keeper and other subsidies from Government and the fact that only four players were eligible for Job Keeper payments. He noted there was little point in doing comparisons on previous year’s figures due to the exceptional year, however the effect of COVID on each cost centre against budget was presented. He spoke briefly to a chart demonstrating our improvement in accumulated funds over the past few years, the repayment of all debts and also noted the Board’s new cash reserves policy to manage our excess funds well into the future. He complimented Gerard Roelofs and our governance changes and made reference to the fact that the Club now pays all of its accounts monthly and there are no outstanding tax issues or shortfalls occurring. He acknowledged our great many supporters in a challenging year. He spoke briefly about the 6th November decision by BHP on changes to its community programmes which will mean the Club will not receive income from management fees for these programmes in 2021. This has meant a revision of our 2021 budget to reflect these changes. He thanked the members of the Risk Committee including Brendan Valentine and Neville Bassett and also acknowledged our auditors for their support and guidance in 2020. There were no questions on the finance from members present. |
|  | PH TABLED THE MOTION: That all the reports be accepted.  Moved: John Cooper  Seconded: John Komorowski  Carried unanimously. |
| 1. RESULTS OF THE 2020 BOARD ELECTION | Peter Hodyl invited Returning Officer Bob Hutchinson to announce the 2020 election results.  Bob thanked the Club staff and scrutineers Maurice Embley, John Rowe and Norm Kirkup for their valuable time and assistance. Bob noted that all election protocols were complied with and that 8 nominations for 4 vacancies were received and the ballot closed at 5 p.m. on the 30th October 2020. He noted 35.24% of members voted and 384 votes were valid with 17 invalid. The result was as follows;  Ian Westmore -178  Peter Hodyl – 363  Jo Taylor - 178  Dave Abbott- 74  John Komorowski – 83  Kim Doust – 90  Matt Hewitson – 259  Des Hardiman – 307  Total = 1,532 (One informal).  Accordingly, Peter Hodyl and Des Hardiman were elected for three year terms, Matt Hewitson for two years and as Ian Westmore and Jo Taylor tied, the President had a casting vote. As identified in the Nominations Committee’s skills matrix endorsed by the Board, Ian Westmore was elected for one year.  PH TABLED THE MOTION: That all the Board election outcome as outlined by Bob Hutchinson be accepted.  Moved: Ted Martin  Seconded: Jim Dougan  Carried unanimously.  Ian Westmore will be the Director of Community Development.  PH explained that Sarah Reilly, who was an appointed Director in 2019, elected to step down following the 2020 election because of work demands. This allowed the Board to appoint a replacement Director up to the 2021 Board election. The Board selected Jo Taylor. Jo will be the Director of WAFLW Football Affairs.  PH explained that in January 2021 Matt Hewitson accepted an employed position at the club as General Manager People and Community. He subsequently resigned from his position as Director.    The Board then appointed Brendan Lobo to fill this position up to the 2021 Board election.    PH said that Brendan helps us increase the Board’s diversity. He’s a young professional with extensive commercial experience specifically in digital and social media. Brendan will work on the Community Development Committee and will also be the Club Secretary.  PH welcomed Ian, Jo and Brendan and look forward to 2021 continuing to build on the strong foundations the club has established. |
| 1. ELECTION OF THE AUDITOR | The Board requests the Members appoint William Buck for 2021.  PH TABLED THE MOTION: That William Buck be appointed as the Club’s auditor for the year ending 31 October 2021.  Moved: John Cooper  Seconded: John Rowe  Carried unanimously. |
| 1. NOMINATION OF AWARDS | Brendan Lobo welcomed the following new Swan Districts Football Club Life Members.  **Brian Dawson**  Brian’s service to our club is quite unique in that he is only one of three that has coached our League team to a Premiership. He also coached the Reserves to a Premiership.  He was a Swans player in all three grades over 4 years between 1975 and 1978 and held various coaching roles between 2003 and 2010. He was also on the League match committee for 3 years between 1985 and 1987.  Brian has remained loyal to the club since these years providing assistance where and when needed including reviewing coaching appointments, mentoring coaches, being a member of the Hall of Fame Committee, and helping organise reunions.    **Edward Martin**  Edward, or more commonly known as Ted, was on the Swansmen Committee for 7 years and was the club’s scoreboard attendant for 13 years during the 1980s and 90s. He’s also been on the Past Players and Official Committee for the past 7 years and arranges the committee’s very popular match day half time functions.  Ted has volunteered in various roles at the club for over 30 years. He sold raffle tickets and was a gate attendant for many of these, he attends all club Busy Bees, and has set up the aluminium can bags pre and post-game.  Ted’s contribution over a significant number of years is reflective of his passion, dedication, and loyalty to the Swan Districts Football Club. His commitment remains unconditional without the need for recognition.    PH TABLED THE MOTION: That Brian Dawson and Edward Martin be granted life membership of the Swan Districts Football Club.  Moved: John Rowe  Seconded: Tallan Ames  Carried unanimously. |
| 1. TEN YEAR CERTIFICATE RECOGNITION | Brendan Lobo acknowledged Kim Rutherford for receiving a Swan Districts Football Club 10-year certificate.  **Kim Rutherford**  Kim has volunteered at the club for over 14 years including on the Swansmen Committee and the club Board which included being Vice President for 6 years between 2006 and 2011. He continues to be a proud and devoted supporter of the club.  PH TABLED THE MOTION: Kim Rutherford be granted a 10-year certificate from the Swan Districts Football Club.  Moved: Robin McVee  Seconded: Ted Martin  Carried unanimously. |
| 14. CHANGE IN FEES | In accordance with 43.3e of the club’s Constitution, PH confirmed that there will be no increase in home game entry prices or membership fees for the 2021 season. |
| 15. SPECIAL RESOLUTION | PH asked Des Hardiman to outline the Special Resolution tabled by the Board to amend the club’s Constitution.  **Alteration of Rules – Swan Districts Football Club Inc.**  Pursuant to Clause 65 of the Constitution, NOTICE WAS GIVEN that at the Annual General Meeting of the Swan Districts Football Club Inc to be held at 6:30pm on Thursday 25th February 2021 the following (4) special resolutions be put.    27.4 At least 14 days prior to the last date for nominations; the Secretary must provide electronic or written notice to all the Members:  (a) calling for nominations for election to the Board; and  (b) stating the date by which nominations must be received by the Secretary to comply with rule 27.5.    27.5 A Member who wishes to be considered for election to the Board must nominate for election by sending a written nomination in accordance with rule 27.3 to the Chief Executive Officer before 5.00pm on the last Friday of September August.    27.6 If the number of candidates duly nominated under rule 27.5 is more than the number of vacancies to be filled, a ballot must be held in accordance with the following provisions for the election of Directors:  (a) The Chief Executive Officer must send a written ballot paper, together with instructions on how to vote, to every Member of the Club entitled to vote by not later than the 14th 10th day of October September, showing the full names of candidates nominated, and such other information as the Returning Officer shall in his/her absolute discretion decide, in such order as decided by lot drawn by the Returning Officer and one other person appointed by him.  (b) If the ballot paper is sent to Members by post, it must be accompanied by an envelope marked Ballot Paper Only with a counterfoil slip for provision of the signature, name and address of the voter, and a prepaid envelope addressed to the Returning Officer at care of Swan Districts Football Club Incorporated at its usual postal address.  (c) The ballot will be open upon posting of the ballot papers and closes at 5.00pm on the thirty-first thirtieth day of October September.    NB: Pursuant to Part 3 Division 2 (Alteration of rules) of the Associations Incorporation Act 2015 (WA) if the special resolution is passed, the new SDFC Constitution will take effect from the date upon which Section 30(3) if the Associations Incorporation Act 2015 (WA) is complied with.    Section 51(1) of the Act, a resolution is a special resolution if it is passed:  (a) at a general meeting of an incorporated association; and  (b) by the votes of not less than 75% of the members who are present and entitled to vote at the election.    PH TABLED THE MOTIONS in block: That the amendments to the Constitution recommended by the Board are accepted. Neville Basset noted section 27 (4) should include the word “or’ in relation to electronic or written notification and this amendment was agreed unanimously.  Moved: Neville Bassett  Seconded: Rob Campbell  Carried unanimously. |
| 16. BUSINESS OF WHICH DUE NOTICE HAS BEEN GIVEN | Nil. |
|  | There were no questions without notice from the floor. However, John Cooper rose to thank the Board for their outstanding work and gave a vote of thanks to generous applause. |
| 17. MEETING CLOSE | PH formally closed the meeting at 19.58 p.m. |