

SQUASH AUSTRALIA LTD

ABN 73 072 625 935

ANNUAL GENERAL MEETING MINUTES

The Pavilion Function & Conference Centre, Queensland Cricket,
Alan Border Field, 1 Greg Chappell St, Albion (Brisbane)
10:30am Sunday 22nd March 2015

Meeting called to order by the President, Stephen Bowen.

1 Opening and Welcome by the President

The Annual General Meeting was opened at 10:40am by the President, Stephen Bowen.

2 Attendance and Apologies

The following individuals were noted as attending, having signed the attendance register:

Stephen	Bowen	Squash Australia
Vicki	Cardwell	Squash Australia
Mark	Goldstone	Squash Australia
John	Lee	Squash Australia
David	Mandel	Squash Australia
Michelle	Martin	Squash Australia
Craig	Meagher	Squash Australia
Bob	McComas	Squash ACT
Dawn	Moggach *	NSW Squash
Ros	Preston	Q Squash
Alec	MacDonald	Q Squash
Sam	Abishara	Squash SA
Phil	Sinnott	Squash SA
Peta	Murphy **	Squash & Racquetball Victoria
Fiona	Young	Squash & Racquetball Victoria
Matthew	Hansen	WA Squash
Gary	O'Donnell	Squash Australia
John	Small	Squash Australia
Trevor	Smith	Squash Australia
Ryan	Wiegand	Squash Australia
Kaye	Reeves	Squash Australia
Grant	Fraser	Squash Australia
Colin	Clapper	Life Member
Bob	Finch	Life Member
Ken	Watson	Life Member
Terry	Barlow	AMSA
Michelle	Eyles	Q Squash
Scott	Chamings	Squash Australia
Barb	Slotemaker de Bruin	Squash Australia
Michael	Jaroszewicz	Director Candidate

* Authorised to vote on behalf of Squash NT

**** Authorised to vote on behalf of Squash Tasmania**

The following individuals were noted as having sent apologies regarding their non-attendance at the meeting:

Sue	Shearer	Squash NT
Leon	Barnett	Squash Tasmania
Rod	Eyles	Squash Australia
Ross	Solly	Squash Australia
Margaret	Zachariah	Life Member

3 Member AGM Voting Entitlements.

As listed in the Agenda

Member	\$ Share of 2015 Subscriptions Total	% Share of 2015 Subscription Total	One vote for each complete %	Standard allocation	Total Member Votes
Australian Capital Territory	\$3,936	2.83%	2	10	12
New South Wales	\$34,768	24.98%	24	10	34
Northern Territory	\$3,936	2.83%	2	10	12
Queensland	\$28,864	20.78%	20	10	30
South Australia	\$14,432	10.39%	10	10	20
Tasmania	\$3,936	2.83%	2	10	12
Victoria	\$34,768	24.98%	24	10	34
Western Australia	\$14,432	10.39%	10	10	20
Totals	\$ 139,071	100.00%			174

4 Confirmation of Minutes of the 2014 AGM.

Minutes of the Squash Australia Ltd AGM held on 15th June 2014 be taken as read and confirmed as a true record.

Bob McComas Moved, Dawn Moggach Seconded, Carried unanimously.

5 Matters Arising.

- a. Item 9a Adjourned Item: Sanction of Esdon Lee. For Unprofessional Conduct in relation to business dealings with Squash Australia and Member groups of Squash Australia – deferred for consideration by the Board.
- b. Item 11 Appointment of Patron - deferred.

6 Annual Report.

The 2014 Squash Australia Annual Report be considered.

President's Report be approved.

Ros Preston Moved, Matthew Hansen Seconded, Carried unanimously.

CEO's Report be approved.

Alec MacDonald Moved, Matthew Hansen Seconded, Carried Unanimously.

7 Financial Report.

The 2014 Squash Australia Finance Report be approved.

Peta Murphy Moved, Bob McComas Seconded, Carried unanimously.

8 2016 Subscriptions

a. 2016 Subscriptions

The 2016 Subscriptions to be set as follows

Moved the Board

- | | | |
|-------------------------------------|------|---|
| 1. Pennant Player -urban | \$30 | [Membership \$11, Matrix \$2.5, Insurance \$11] |
| 2. Pennant Player -rural | \$20 | |
| 3. Pennant Player -urban (Jnr) | \$20 | |
| 4. Pennant Player -rural (Jnr) | \$15 | |
| 5. Social (in-house) Player - urban | \$15 | |
| 6. Social (in-house) Player -rural | \$15 | |
| 7. Social (in-house) Junior | \$10 | |
| 8. Non playing Official | \$10 | [No Insurance] |
| 9. Friend of Squash | \$ 5 | [No Insurance] |
| 10. Primary School age junior | \$00 | |
| 11. ½ year fees allowed | | Rounded up to the nearest \$5 |

Peta Murphy Moved that resolution be adjourned to the November AGM, Seconded Bob McComas, Carried unanimously.

9 Election of Directors.

Stephen Bowen vacated the Chair in favour of David Mandel to conduct the election. David Mandel confirmed that the scrutineers were Colin Clapper and John Small.

Ballot one: Michael Jaroszewicz was declared elected.

Ballot two: Sue Shearer was declared elected.

The ballots be destroyed

Alec MacDonald Moved, Dawn Moggach Seconded, Carried.

Stephen Bowen returned to Chair the meeting.

10 Notice of Motion.

Motions received in accordance with the Squash Australia Articles of Association due 5:00pm 20th February 2015:

- a. That the Australian Masters Squash Association be admitted as an Associate Member of Squash Australia. (Included in appendices)

Moved The Board, Seconded Peta Murphy, Carried Unanimously
- b. The Squash Australia Constitution 2015 Draft 7 be adopted. (Included in appendices)

Moved Matthew Hansen, Seconded Alec MacDonald, Defeated.
- c. The Squash Australia Articles of Association V5 August 2013 be rescinded.

Motion withdrawn.
- d. The Squash Australia Memorandum of Association March 2003 be rescinded.

Motion withdrawn.
- e. Reversal of the adoption of the new AJST Ranking System

Motion withdrawn.
- f. Call for a viability study and business plan for the matrix

Moved Alec MacDonald, No Seconder, Motion lapsed.
- g. Call for full disclosure of the Interact Contract
 - a. what are we getting for the fee of \$30000 a year?
 - b. what is the out clause, if any?
 - c. has a business case and SWOT analysis been prepared on the deal? If not, why not?
Motion withdrawn.

The Chairman asked the Members if they were comfortable with Items 10h to 10n be dealt with as a group to which the Members agreed.

- h. Motion The Squash Australia Articles of Association V5 August 2013 be amended as follows;
Replace
1.5 Law with Act
Comment - Updates Interpretation of LAW from Corporations Law to Corporations Act
- i. Motion The Squash Australia Articles of Association V5 August 2013 be amended as follows;
Delete
8.1 The Annual General Meeting shall be held each year during the three (3) months subsequent to the close of the previous financial year.
Comment - Allows the sentence earlier in the paragraph to have effect 'An Annual General Meeting of the Company shall be held in accordance with the provisions of the Law'. i.e. the provision of the Act which currently is 5 months.
- j. Motion The Squash Australia Articles of Association V5 August 2013 be amended as follows;

Include

8.1 At least 45 days prior to the proposed date of the AGM, the Secretary will request from Voting Members notices of motion, which must be received no less than 28 days prior to the AGM.

Comment - Confirms when the advice of the meeting must be distributed, currently not stated.

- k. Motion The Squash Australia Articles of Association V5 August 2013 be amended as follows;
Delete
8.1.1. Approval of the minutes of the previous Annual General Meeting and consideration of any matters arising there from;
Replace with
8.1.1 Consideration of any matters arising from the minutes of the previous Annual General Meeting
Comment - See change to 11.8.4 Minutes are to be dealt with by the meeting Chairman in accord with Sect 251A i.e. recorded within 1 month and signed in a reasonable period of time.
- l. Motion The Squash Australia Articles of Association V5 August 2013 be amended as follows;
Delete
8.1.7. Consideration of any other business permitted by the President.
Replace with new
8.1.7 No business other than that stated in the notice of meeting may be transacted at a General Meeting
Comment - consistent with good meeting procedure.
- m. Motion The Squash Australia Articles of Association V5 August 2013 be amended as follows;
Delete
11.8.3 minutes to be made of all proceedings at all meetings of the Company and of the Board.
Replace with new
11.8.3 minutes of all Company meetings to be made and kept according to the Law.
- n. Motion The Squash Australia Articles of Association V5 August 2013 be amended as follows;
Delete
14.1 '.....not more than three months before...'
Replace with
14.1 ' consistent with that required by Law prior to....'
Comment - Make consistent with change at 8.1 to establish the timeframe for the AGM to be held is in accord with the Law.

Matthew Hansen Moved Bob McComas Seconded, Motions 10h – 10n in block,
Carried by more than 75% as a Special Resolution.

11 Appointment of Patron.

No motion received.

12 Appointment of Auditor

The Chairman put the motion:

Integrated Audit Service Pty Ltd be appointed as Auditor of Squash Australia for 2014/15.

The Motion was passed without dissent.

13 Other Business - as approved by President

- a. In reply to a question from Dawn Moggach on recruitment of a new CEO, it was advised:
- Board sub-committee appointed (change to membership required after election);
 - SportsPeople contracted to seek applications and complete screening up to but not including final shortlist;
 - Intended there will be sufficient time for handover from Gary O'Donnell to new appointee.

- b. Motion to put aside Standing Orders.

Peta Murphy Moved, Dawn Moggach Seconded, Carried unanimously.

Motion put:

Following the presentation at the national conference outlining the process undertaken by the Board of Squash Australia to attempt to resolve the PSCAA dispute, the Membership recommends that the process be discontinued (as a result of the PSCAA decision not to be represented on the Committee).

The Members have formed the view that Squash Australia is to confirm its regret at the manner in which accreditation processes and ensuing dialogue has been managed in the past, however in the interests of the sport, the Membership confirms that the matter is now considered closed.

The Membership recommends that the High Performance Review Committee provide advice and recommendations to the Squash Australia Board with regard to future coach education and accreditation structure and procedures.

Sam Abishara Moved, Peta Murphy Seconded, Carried unanimously.

- c. The members expressed their appreciation to:
- Stephen Bowen for his contribution on the Board and as President;
 - Vicki Cardwell for her contribution on the Board and
 - Gary O'Donnell for his considerable contribution as CEO in often difficult managerial and political circumstances.

14 Meeting Closure

The Chairman closed the meeting at 12:11pm, thanking all for their attendance.

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David Mandel
Chairman
13th June 2015