

**DRAFT MINUTES OF THE 2025 ANNUAL GENERAL MEETING OF
CLUBS NEW ZEALAND INCORPORATED
HELD AT RICHMOND CLUB, CHRISTCHURCH
ON SUNDAY 23 MARCH 2025**

Present: 51 member clubs, and

Life Members: 0

Area Board Members:

| | |
|-----------------|---------------------------------|
| Terry Ray | President, Area Board Member |
| David Dalton | Deputy Chair, Area Board Member |
| Mike Cassidy | Area Board Member |
| Royce Tunbridge | Area Board Member |
| Graeme Olson | Area Board Member |
| Maurice Nutira | Area Board Member |
| Neil McDowall | Area Board Member |
| David Tilley | Incoming Area Board Member |

In Attendance:

| | |
|------------------|--------------------------------|
| Lucy Waterreus | Chief Executive Officer |
| Michelle Mazey | Finance Manager – Executive PA |
| Kate Smith | Sports Advisor |
| Leigh Williams | Technical Manager |
| Keith Ballantyne | General Manager Southern |
| Barry Morrison | General Manager Northern |

1. WELCOME AND APOLOGIES

1.1. Confirmation of Standing Orders

The President, Terry Ray, welcomed everyone to the 2025 Annual General Meeting and confirmed the standing orders in place for the meeting.

1.2. Scrutineers

The President asked that Keith Ballantyne and Barry Morrison be the scrutineers for this meeting.

1.3. Apologies

Apologies were received from:

Bulls RSA
Swanson RSA
Raetihi Cosmopolitan Club
Taumarunui Cosmopolitan Club

Waitomo Club
Henderson RSA
Levin Club
Tom Fisher (Life Member)
Caroline Kellaway (Life Member)
John Taylor (Life Member)
Tokoroa Cosmopolitan Club
Ashburton Club & MSA
Tokoroa Club

That the apologies be accepted.

Moved
Carried

2. CONFIRMATION OF MINUTES FROM THE 2024 ANNUAL GENERAL MEETING

That the minutes of the 2024 Annual General Meeting, held at SkyCity, on 17 March 2024, be confirmed as a true and correct record.

Moved
Carried

3. MATTERS ARISING FROM THE 2024 AGM MINUTES

There were no matters arising that were not covered elsewhere on the agenda.

4. PRESIDENTS REPORT

The President highlighted the following points from his written report:

- The past twelve months have been a time of change for Clubs New Zealand, with a major task for the board being the recruitment of the new CEO.
- He thanked Larry Graham for his considerable contribution to Clubs New Zealand over the past 16 years and wished him well for his retirement.
- He welcomed Lucy Waterreus as the new CEO of Clubs New Zealand and commented on her transition into the role over the past six month.
- Training has been a focus for the team and Lucy and Keith really covered some ground delivering this service to members in 2024.
- The relationship with the DIA continues to be positive and he reiterated that the key takeaway for clubs is communication.
- Finding managers is becoming a challenge for clubs and we are seeing new faces come into the industry.
- The Clubs New Zealand app is continuing to grow, and he thanked Leigh for his work in this space.

- Many clubs are working through the process of reregistering under the Incorporated Societies Act 2022 and commented that those clubs that have used the model constitution have successfully reregistered.
- Clubs New Zealand Insurance continues to grow for us. Judith, Mary and the team do a wonderful job and all we ask is that you give Clubs New Zealand Insurance the opportunity to compare apples with apples.
- Clubs Sport – Kate is doing an awesome job of administering our sports. The Board have signed off on a new ‘tiered system’ which will see more investment in Clubs New Zealand sports. This year we will begin slowly rolling out online registrations for tournaments and of course we will be reactivating Clubs New Zealand Darts tournaments with a focus on grassroots darts.
- He commented on the relationship with TAB and the positive outlook for clubs, we look forward to working with the TAB as they work through the rollout of the new retail experience.
- He talked about the need for clubs to embrace change and that if we keep doing the same thing, we will keep getting the same results.
- He thanked the board and the team at National Office for their continued contribution and shared his belief that we have the team to move this association forward.

In conclusion, the President thanked everyone.

That the President’s Report be accepted.

**Moved
Carried**

5. 2024 FINANCIAL REPORT

The President invited Michelle Mazey to present the Finance Report.

Michelle opened by acknowledging that 2024 was a year of change for the association and we are fortunate to have a surplus before and after tax and made the following points:

- Our expenses for 2024 were down on 2023, a lot of work took place behind the scenes to improve systems, establish service agreements and reduce costs.
- The 2024 Conference, AGM & EXPO was held outside of a club for the first time. The cost to run the event was higher than previous years, however, this was budgeted for carefully and sponsorship was sought to ensure that costs were not passed onto members.
- A large expense reflected in the 2024 accounts was the bad debt from Clubs of Marlborough.

- Our income did increase in 2024, a percentage of this was due to the capitation increase, however, a large portion came from our business partnership programme.

That the Finance Report be accepted.

Moved
Carried

5.1. Confirmation of Auditor for 2025

Our current auditors, Kendon's, have indicated that the cost to audit Clubs New Zealand's accounts will likely increase this year, therefore the board are recommending to the meeting was that we test the market before confirming an auditor for 2025.

That Clubs New Zealand test the market before confirming an auditor for 2025.

Moved
Carried

5.2. Confirmation of Capitation Fee for 2025

In recognition of the 2024 financial result, the board are recommending that the capitation fee for 2025 remain at \$4.50 per member and the discount for Clubs New Zealand Insurance members will be increased from \$0.25 to \$0.30 per member.

That the capitation fee for 2024 be accepted.

Moved
Carried

6. CHIEF EXECUTIVES REPORT

The Chief Executive began by thanking the team at Richmond Club for being fantastic hosts over the last few days.

The Chief Executive highlighted the following points from her written report:

- She thanked the Board for their support over the last six months during the transition into the CEO role.
- To the team at National Office – Keith, Michelle, Kate, Leigh and Barry, thank you. The last year was challenging, and you have all taken it in your stride and are incredibly passionate about what you do.
- She introduced the Clubs New Zealand Strategic Plan for 2025 -2028, highlighting the strategic goals of:

- We want to provide opportunities that support our people and enhance our clubs.
- We want to strengthen advocacy and industry representation ensuring that the voice of clubs is heard.
- We want to increase engagement and profile through Clubs New Zealand sports and events.
- We want Clubs New Zealand and our members to be recognised and celebrated for their social and community contribution.
- We want to represent a thriving and engaged club industry.
- She then discussed some of the key initiatives that the team at National Office will be working on in 2025 and beyond, these initiatives include, but are not limited to: defining our training offering, actively targeting new business partnerships, defining our advocacy strategy, reviewing templates and resources, reviewing the sports handbook, launching the Club Connect initiative, reviewing the marketing and communication strategy.
- She acknowledged that clubs are doing amazing things in our communities, and we need to get better at sharing these stories, the team at National Office are working towards a formalised Club Awards program.

In wrapping up, the Chief Executive made a presentation of two awards in recognition of reaching 10,000 members. These were awarded to

- Papanui Club, and
- Hornby Club

Both of these clubs have declared membership in excess of 10,000 members via the annual membership update.

That the Chief Executive's Report be accepted.

Moved
Carried

7. REMITS

7.1. Remit 1: Board Honorarium

The President spoke to the remit confirming that board honorarium has only been increased once in the last 13 years (2023 at Hornby Club). We would like to acknowledge this and believe an increase of 5% is appropriate.

That Board Honorarium be increased by 5% as follows:

- *President \$1267.06 to \$1330.00 per month, and*
- *Area Board Member \$315.65 to \$331.40 per month.*

Moved
Carried

7.2. Remit 2: Adoption of Clubs New Zealand Constitution

The Chief Executive spoke to the remit and provided background to the development of the draft constitution in accordance with the process/timeline agreed to at the 2024 Annual General Meeting.

That the Clubs New Zealand draft constitution, as circulated to members be adopted in its entirety.

Moved
Carried

7.3. Remit 3: Reregistration under the Incorporated Societies Act 2022

The President spoke to the remit confirming that this was a formality following the passing of remit 2.

That Clubs New Zealand reregister under the Incorporated Society Act 2022.

Moved
Carried

7.4. Remit 4: Amendment to the Clubs New Zealand Draft Constitution

Remit 4, was a club remit proposed by Papanui Club and Seconded by Hornby Club. The proposer of the remit, Papanui Club was invited to speak to the remit.

Terry Stewart, President of the Papanui Club provided background to the remit, confirming that it was not intended as a criticism of the board, or the work being done by Clubs New Zealand. Terry made the following points:

- In 2019, Life Member, Tom Fisher recommended that the board size should be reduced.
- The board currently has 9 officers and in the last couple of years all positions have not been filled.
- The remit proposes 5 board members (3 in the North and 2 in the South) + president + independent.
- The remit also proposed to change the name of the Board to “Board of Governance” and confirm that a qualification for office would be to complete Clubs New Zealand Governance Training within three months of taking office.

Terry asked Tim Matthews, Hornby Club to provide further information on the inclusion of an Independent Board Member. Tim confirmed that Hornby Club have an independent board member, and their purpose is to assist the board in making sure

they have all the information, knowledge and everything else they need at hand to make the right decisions. Similarly, to hold the GM/CEO to account for their role and to assist the GM/CEO in their role and presenting the board with the correct information. The independent are there for the members and hold the members interests highest and foremost. The independent brings external knowledge and advice to the board and strengthens the decisions that the board make.

Terry Ray, Clubs New Zealand President spoke to the remit on behalf of the board. Terry confirmed the board position that it did not support the club remit and that *“now was not the time to change the board structure recognising that more discussion and work was needed.”* Terry confirmed that this did not mean that the board were against changing the board structure, but decisions needed to be informed.

The President opened the floor for comments and reminded speakers to state whether they were for or against the remit.

Murray Pash, Club Waimea spoke against the remit. As a medium sized club located at the top of the South Island, Club Waimea believe that greater representation is needed with three board members in the South Island.

Grayson May, Upper Hutt Cosmopolitan Club spoke against the remit and found it interesting that the remits proposer wanted to make this change while acknowledging that things are going well.

Greg McIntosh, Taupo Cosmopolitan Club spoke against the remit and felt that the board we have at the moment are doing a fantastic job and provide excellent representation.

Bruce Heapey, Tauranga Citizens Club spoke against the remit and noted that every club present would have independent advisors in the form of solicitors or accountants and questioned the need for an independent board member.

Jono Murdoch, New Plymouth Club spoke for the remit. The reason for the support was not due to any ill confidence with the current board, but because we are talking about change. This remit is simply an expression of change, and the New Plymouth Club is in favour of acceleration that.

Jock Gollan, Otorohanga Club spoke against the remit noting that not enough information had been provided. The information from the area representative is invaluable, what will happen to the central region, we don't know. Jock did acknowledge that at some stage we may need to look at proportional voting.

Peter Fisher, City Club Nelson spoke against the remit and see the representation they receive as being really supportive and great.

Helen Wood-Rowe, Hamilton Workingmen's Club spoke against the remit noting that a change like this requires far more consultation than we have had.

The remit was put to the vote and lost.

8. ELECTION OF OFFICERS

The President welcomed Dave Tilley back onto the Board as the area board member for Northland. A man of Dave's experience will enhance our board even more.

The Board for 2025-2027 are confirmed as:

- Dave Tilley – Northland
- Mike Cassidy – Greater Auckland
- Terry Ray – South Waikato – Bay of Plenty (Terry will continue to look after the Waikato – Thames Valley region).
- Royce Tunbridge – Wanganui – Taranaki – Manawatu
- Dave Dalton – Greater Wellington – Hawkes Bay – Poverty Bay
- Graeme Olson – Nelson – Marlborough – Buller – West Coast
- Maurice (Bones) Nutira – Canterbury – North Otago
- Neil McDowall – Otago – Southland

9. FUTURE CONFERENCE, AGM & EXPO UPDATE

The Chief Executive reiterated concerns that in the lead up to this conference and AGM we were unsure as to whether we would make quorum. There is no doubt that the last few days are reflective of what the Clubs New Zealand Conference, AGM and EXPO are all about, getting together, networking and having that connection. It is our intention following this AGM to look at the format, conduct a survey, ask the clubs that are not coming, why they are not coming. We know cost is a factor and there are elements of this outside of our control such as flights and accommodation. We will investigate virtual options; however, we are conscious that going down that path would compromise the opportunities for engagement and networking that is arguably the most important aspect of this event.

Mark Belton, Papanui Club asked whether we could look at changing the period of time that we hold the meeting i.e. instead of holding the event Friday-Sunday could it be held Monday-Wednesday or Tuesday-Thursday. Many clubs struggle to come due to operational requirements over the weekend and we may also achieve cost savings holding the event midweek.

The President then confirmed that we have two clubs who have expressed an interest in hosting the Clubs New Zealand 2026 Conference, AGM & EXPO. Representatives from Upper Hutt Cosmopolitan Club and New Plymouth Club were invited to speak to their applications.

The President called for a show of cards and declared New Plymouth Club as the host for the Clubs New Zealand 2026 Conference, AGM & EXPO.

John Rowe, Porirua Club called for a recount.

The President called for a show of cards and again declared New Plymouth Club as the host for Clubs New Zealand 2026 Conference, AGM & EXPO.

10. GENERAL BUSINESS

- 10.1. Les Bouman, South Otago Town & Country Club raised confusion with the signing process and highlighted that we can make the process easier by simply asking members of other clubs to show their cards instead of having to have them sign the book.
- 10.2. Wayne Williams, Club Waimea asked whether Clubs New Zealand would be making a submission on behalf of clubs re the Inland Revenue Departments consultation on taxation and the not-for-profit sector. The Chief Executive confirmed that they had spoken with the team at IRD, sought advice from various 'experts' and were preparing a joint submission with Ashton Wheelan's.
- 10.3. Donna Hughes, Oxford Club asked whether Clubs New Zealand would consider removing the Governance Training fee and make the training free for all clubs. The club has been advised that insurance premiums are increasing, and Clubs New Zealand could use the extra income to cover that cost. The President advised that was noted and thanked Donna for her question.
- 10.4. Jono Murdoch, New Plymouth Club put the question to the board regarding the voting structure. We have 308 clubs with 294,000 members. 155 clubs make up 9% of our membership – they hold more than 50% of the voting rights within this forum, so there is quite an imbalance there. Interested to open this discussion and see what the boards feeling is and how we may address this imbalance. The President advised that was noted and thanked Jono for his input.
- 10.5. Paul Johansen, Johnsonville Club asked whether there was any thought of Clubs New Zealand going out to an advertising agency to actually promote clubs. It cannot be left up to the clubs alone to advertise their own facilities and Clubs New Zealand have the ability to advertise on TV, radio. Another option may be the likes of a home and garden show. The President advised that there were works in progress that we cannot comment on right at this moment, however we will investigate options.
- 10.6. Chris Robinson, New Plymouth Club asked whether Clubs New Zealand could provide an update on whether any progress has been made following the presentation by CMA at the Club Managers Conference held at Hornby Club. The Chief Executive confirmed that she has spoken with the team from CMA recently and confirmed that more

conversations, driven by the Club Managers Group need to take place and Clubs New Zealand will support those discussions.

11. CLOSURE

Before closing the Annual General Meeting the President of Richmond Club, George Campbell was invited to say a couple of words. George thanked the Board and the National Office team for the hard work put into organising the Conference and AGM. George also acknowledged Jimmy, the staff at Richmond Club and his executive.

The President echoed George's comments making special mention of the work put in by Michelle Mazey and Conference MC Keith Ballantyne.

Being no further business, the President thanked everyone for attending and closed the meeting.

President: _____

Date: _____

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