

**MINUTES OF THE RIVERSIDE GOLF CLUB ACM
6.30PM, TUESDAY 29 OCTOBER 2019
NARROWS CLUBHOUSE**

Meeting opened 7.01pm

Present (44 members): Kevin McNeil, Allan Saunders, Kat Grinter, Wendy Wilson, Peter Claringbold, Paul Ingram, Andrew Noble, Judy Coulter, Lesley Peake, Bernie Callagher, Colin Vincent, Stewart Robertson, Noel Robertson, Dennis Tickelpenny, Craig Meinsmith, John Sabini, Kathleen Meinsmith, Sue Hansen-Smith, Dianne Crone, Bryan Dockary, Geoff Spooner, Laurence O'Reilly, Imelda Marnane, Pat O'Connell, Harold Pidwell, Grant Collins, Darrell Bowler, Mary Wano, Annie Muggeridge, Doug Grantham, George Rogan, Steven Garland, Kevin Minhas, Steve Williamson, Ray Callagher, Ron Ingram, Jan Owen, Cherry McIntyre, Barbara Jackson, Rod Jackson, Tama Morehu, Michael Williams, Diana Mallett, Mike Burningham, Tony Fabricius

In attendance: Phil Tataurangi

Chair: Peter Claringbold

1. Apologies

John Bridle, John Crone, Marie Simeon, Brian Anson, Cathy McBride, Robyn Maisey, John Maisey, Gretchen Welch, Marion Robinson, Julie Gee, Dinah Fabricius, Gloria Morriss, Clyde Morriss, Wilma Crowe, Jan Tickelpenny, Ash Seghal, Tom Hartley, Deb Foster, Steve Foster

2. A moment's silence for those who have passed away

- Carolyn Rameil

On a different note; John Bridle is in hospital so we wish him well for a fast recovery.

3. Adoption of Minutes from 2018 Riverside Golf Club ACM

Resolution: That the minutes of the 2018 Riverside Golf Club ACM are a true and accurate record of the meeting.

Accepted - Moved: Peter Claringbold, Second: Colin Vincent

4. Appointment of Auditors

Peter Granville & Associates are no longer able to audit our accounts due to regulatory changes. Phil Nock from Jefferies Nock & Associates has audited our accounts this year.

Resolution: Accept the change of auditor this year and appoint Jefferies, Nock & Associates as auditor for next year.

Accepted – Moved: Peter Claringbold, Second: Allan Saunders

5. Reports:

President's report

There is no question the 2018-19 financial year has been the clubs most significant since the merger and the creation of Riverside GC.

During this time the club's future has been re-written and events and outcomes have transpired that have changed everything.

Firstly, we upped and left the Lochiel course in September 2018 relocating all staff and equipment which was a huge logistical effort. All the while the Narrows was being prepared for all the members to arrive with the enlarging of the car parking areas, the sprig bar and the clubhouse kitchen and I think we'd all agree the Narrows is doing a great job of looking after all of us in the interim.

Money from the NZTA for the sale and compensation from the eventual loss of the Narrows course for almost 20M was finally received in full on the 21st of December with agreement for the total redevelopment of the old Lochiel site for which approximately 14M is tagged.

We paid off all our outstanding loans that very same day. Close to a million dollars and became debt free! With that the club was no longer paying dead money in interest of around \$1000 per week to instead receiving interest on our cash settlement in the region of a \$1000 per day.

Also, as indicated 4M has been tagged as a residual to be protected from being frittered away and create a capital investment to underpin the club's long-term financial security and ensure the club's new assets can be regularly maintained and/or replaced as needed.

Getting on with things, the board quickly entered into agreements with Brett Thomson and Philip Tataurangi to design and build our new golf course and Ignite Architecture to redesign the clubhouse. Also, we retained Mike Turner as the club's project manager.

The board also entered into a supply and sponsorship agreement for new course machinery with John Deere International and their North Island distributor, Agrowquip, which for the first time will see the club operate a modern fleet of new machinery to maintain and present the new course to the highest standards.

The project is travelling well and I'm not going into more detail here tonight as I have just recently sent a pretty comprehensive update to members. If you haven't received this, then please let Kat know and get yourself on the mailing list and she'll be happy to forward it to you. It is however planned to have a second member walkover just prior to Christmas and we'll let you know the dates as soon as possible as we need to work in with both the construction and grow in teams.

Away from the project itself, the board has been busy working in earnest on the many important issues around the future strategy and business plan for the new course. This includes defining the vision, our purpose and our club values. Branding, communications and marketing, market positioning, types of membership, subscriptions and what various forms they might take. Visitor green fees etc, etc. None of that information is completed or able to be tabled here tonight but we are now getting into it and details will be released to members at the appropriate times as we move through all these things. **

The members' subscription subsidy from NZTA that has seen new members pay \$500 - \$700 and foundation members pay \$400 for the past 2 years has now finished. It will be one of the incoming boards first priorities to reset the subs for the 2020 year. I can tell you that it will be a traditional lump sum amount as per previous years which should take us through until we start playing the new course hopefully in March 2021 at which time the entire subs structure and member options will change. But for now, you can expect it to be reflective of where subs would normally have been at this juncture without the settlement as well as taking into account what other courses are charging across the region. And of course, foundation members will continue to enjoy that status and discount.

One of the big takeaways of closely looking at the club's new business, its probable structure and its assets is that our current constitution is no longer fit for purpose. For example - even now we are technically operating outside of the constitution as we previously disestablished the General Managers position and the constitution says we must have one. Whilst that might change, there are many other aspects that require looking at and the club requires a document that properly reflects and supports the new business. So, during the first half of next

year a full constitutional review will be undertaken and a new fit for purpose constitution presented to members for adoption.

Also, with the settlement monies taking the clubs balance sheet from little more than 5 million to now well over 25 million and the obvious intention to significantly grow the overall size of the business - there is a different responsibility and an elevated level of accountability required at the governance level. This could even potentially mean that a board made up entirely of dedicated club members just isn't sufficient on its own to lead the business going forward. So, an independent governance review will also be undertaken in the first half of 2020 to ensure we have the right board structure, size, diversity and mix of skills and experience. Our ability to attract and retain the best people for the job and to ensure the club succeeds in reaching its goals, properly protecting and developing its assets and thriving into the future.

Once both the constitutional and governance reviews are complete the board will inform members of what's being proposed and call a Special General Meeting for members to discuss and vote on the proposed changes. Also, we will finally deregister both the old Lochiel and Narrows club entities which still exist currently.

On the home front, the Narrows is serving us very well and the putting surfaces are top notch. I have to say it takes an absolute beating, the number of rounds being played which will only increase during the coming summer has the board concerned so please - let's all do our bit by especially replacing our fairway divots and repairing our own pitch marks on the greens – and any others you see. Our greens staff are doing a good job, but we are stretched across both sites and we can all make a huge difference by those small actions.

Incidentally we supported around 30,000 rounds per year across both courses and for most of the 2018-19 financial year we were on just the one course and still hosted more than 27,000 rounds. So, you see what I mean about the Narrows getting a beating.

Membership remains strong at more than 800 and we are the largest club in the Waikato. We are currently welcoming summer members which only adds to that so please encourage your friends and colleagues along.

We continue to trade well and be sustainable on the back of prudent cost management which Allan will detail and although this is a report on last year's performance, the board looks forward to a bumper summer of golf and strong trading receipts throughout this coming summer.

I would like to acknowledge and thank all our staff for their continued efforts and dedication. The place doesn't run itself. Please make sure we always show them our appreciation!! **

Lastly to my board colleagues, you are a dedicated lot who give so much of yourselves. Things just keep getting busier and more demanding and will continue to from now until opening day and beyond. When this chapter is over and we have delivered the new course and the big business is done and we are instead spending more time on our handicaps, we will all have something to look back on and be very proud of the fact we were part of it. I want to acknowledge and thank Peter Claringbold for his Chairmanship of the board and his wise council and personal support to me. This is a team thing and it takes all of us to get it done.

As the project now really winds up into top gear, I need to make special mention of my project steering committee colleagues - Mike Moughan and Allan Saunders. It's a big and important job and they have both taken full ownership of it. Allan who aside from the project committee is also the club accountant and does so much for the club behind the scenes. Special thanks Allan.

As for me, I continue to be motivated to serve you as your President although my golf continues to suffer! I want to especially thank those of you who take the time to pass on your encouragement and continued support to me and the board and for the work we are doing. It's appreciated and not taken for granted. We are now very deep into a journey that began to take shape 4 years ago and the tiny spec of light is just in view now at the end of the tunnel, and we're running towards it!!!

Phil Tataurangi: 12 months has gone by quickly. On schedule and going well.

Yours in golf

Craig Meinsmith, President Riverside Golf Club

Moved: Peter Claringbold, Second: Kevin McNeil, Accepted

Financial Statements

Allan spoke to the financial accounts.

Page 6: Good news that we made a profit of \$4.1M as opposed to a loss the year before. This is due to the compensation received from NZTA. Costs are under control; revenue has dropped due to reducing to one course. Interest is helping and depreciation changed due to assets reducing from Lochiel.

Page 8: Healthy bank position. \$16.5M in the bank. Current liabilities include \$11.3M which is the NZTA compensation which hasn't been taken to income. We can only claim as we spend the money. Non-current liabilities includes the sale of the land at the Narrows but the settlement date is deferred until Feb 22. We can bring that forward if we give NZTA 6 months' notice.

Page 9: The NZTA settlement is in 2 places. This is operating expenses and the proceeds from the sale of land. We repaid our loan and have been receiving interest.

Grant Collins: The retail shop shows a loss. We saw figures like this a few years ago...

Allan Saunders: Those retail costs include bar wages.

Craig Meinsmith: The shop does trade at a break-even. New POS system will allow us to breakdown the accounts even more.

Allan Saunders: Just changed to Xero and Kounta which gives us better information.

Grant Collins: Alcohol sales include the bar sales also?

Allan Saunders: Yes

Bryan Dockary: Page 8 says Deposit on Sale of Narrows Land. Why does that say Deposit?

Allan Saunders: That is the total amount. Effectively a deposit of 100%

Steve Williamson: Are we getting interest off that \$4.2M?

Craig Meinsmith: Yes, we have it on term deposits.

Peter Claringbold: We have a liability which means we can't take the money until we spend it. That money is all still lodged with Harkness Henry and is deposited at ANZ for better interest rates. We manage the term deposits, staggered for the best periods of time and when we need it. Rates are low, most are 3% but we don't pay tax which really helps the club. The club money which we've been paid is on term deposit at TSB Bank and is now at \$5M.

Craig Meinsmith: Although the money is paid to us, it's crown money until it's spent but we negotiated to receive interest on that amount.

Peter Claringbold: If we don't spend all of the money, we have to pay it back including the interest we receive on it. Better deal than even solicitors would have thought. We plan to spend all of the funds.

Steve Garland: Does that money all have to be spent within a certain time frame?

PC: No it doesn't.

Correction: We have 12 months to spent the money after the final settlement date in 1 February 2022. SO our spending is up to 1 February 2023.

Accepted – Moved: Allan Saunders, Second: Grant Collins

6. Appointment of Officers

Executive Board:

President: Craig Meinsmith
Vice President: Peter Claringbold
Board members: Tony Fabricius
Bernie Callagher
John Crone
Allan Saunders
Judy Coulter

Vote for Club Captain position between John Bridle and Steve Williamson

Steve Williamson addressed the meeting:

Put hand up for Club Captain. Believes JB has done a good job and wishes him a speedy recovery. When he joined JB was president and was a good speaker.

Member for 35 years at different clubs, Narrows/RGC for 10 years. Would like to contribute more to the club. The only way to do that is change attitudes and the way we do things. Change other people's lives if you do it properly. Plan to bring new exciting tournaments to the club. Riverside 200 – winners would get \$200 from each division and would go down to 5 runners up and improve on other tournaments we currently have. Other clubs are giving prizes to the whole foursomes. Pick the team randomly and if they play well get a prize. Hidden holes too. I believe can do a good job for the club, bring new ideas and end up with a waiting list.

Peter Claringbold on JB's behalf:

JB will be out of action for a few weeks and will be back next year for the programme. He is still looking forward to being the Club Captain.

Peter Claringbold: We welcome extra people into the process.

A vote was called by show of hands

John Bridle: Majority vote.

Craig Meinsmith: Thanked Steve for putting his name forward and we look forward to getting him involved.

Vote result:

Club Captain: John Bridle

Moved: Peter Claringbold, Second: Doug Grantham

Players Committee

Women's Captain	Mary Wano
New Members Convenor	Andrew Noble
Junior Convenor	Paul Ingram
Veteran's Convenor	Colin Vincent
Midweek Convenor	Grant Collins
Tournament Convenors	Steve Garland
	Steve Williamson

Dianne Crone thanked for her service as Women's Captain

Moved: Peter Claringbold, Second: Doug Grantham, carried

Peter Claringbold: Although we only have 1 position to vote on at this meeting, I would hope the situation will be quite different next year. As Craig mentioned, the Board will be reviewing our Constitution (which is now dated following the post-merger years) and reviewing areas of Governance, Board size and make-up etc. A Special Meeting will be called to discuss and vote for these amendments. Certainly the area of diversity needs to be considered to give the skills to the Board that our business will require in the future – particularly at the new Course. The historical filling of Boards at sports clubs with older players is not the future and we need gender mix, age mix, ethnic mix and perhaps member/non-member mix. So I ask members to think on these matters and consider who can bring some required skills and knowledge to the Club at next year's meetings

7. General Business

Doug Grantham: Overheard a conversation about the new name of the golf course. Has no major feeling either way but is Riverside the right name for the new golf course?

Peter Claringbold: As Craig alluded to, we are working on branding and marketing.

Noel Robertson: The place is known as Riverside.

Peter Claringbold: We have put a call out to marketing companies to advise on options. The name Riverside is what we have now and what we'll trade under but is being reviewed.

Craig Meinsmith: Important that what is decided, fits the club best and is well considered and well prepared and will serve the club long-term.

Lesley Peake: On behalf of the ladies, thanked Dianne Crone for her service as Club Captain. Enjoyed working with her. Is sure Mary will do just as good-a job.

Kevin McNeil: Would like to thank Peter, Craig and board for the work they are doing. Have his full support.

Peter: Thanked players' committee, staff and board members for their hard work.

Meeting closed: 7.49pm