



Minutes of the 69th Annual General Meeting of Canterbury League Club Limited

Held in the Paragon Room located at
26 Bridge Rd, Belmore NSW 2192
7pm Wednesday 19 March 2025

Present

Peter Winchester (Chair)
Jim Koutsouklakis (Deputy Chair)
Greg Pickering (Secretary)

Members Declaration (as per Members Attendance Registers)

36 Members present.

Quorum

The Chair declared that there was a quorum present.

Open

The Chair declared the meeting open at 7.06pm on Wednesday 19 March 2025.

Acknowledgement of Country

The Chair acknowledged the Traditional owners of the lands upon which the meeting was held.

Introductions

Peter Winchester, President introduced Jim Koutsouklakis, Deputy Chair, Greg Pickering, Company Secretary and acknowledged the presence of:

- Directors: John Khoury, Andrew Gifford, Peter McMahon, Adrian Turner and Andrew Mortimer
- Auditors: Cameron Roan and Adam Geelan, KPMG
- Football Club: Adam Driussi, Chair and Aaron Warburton, CEO, John White, COO & Diane Langmack
- Dual Life Member: Gary McIntyre
- Members of the Management Team

Vale

The President requested all present observe one minute silence in honour of all members who had passed away in the preceding year, with special acknowledgement for the passing of Dual Life Member Keith Lotty who served on the League Club Board from 1982 to 2003 and the Football Club Board from 1972 to 2002.

Keith also played a significant role in the Committees of Lakemba Services Club and Lakemba RSL Sub-Branch and remained an active member of the Club's Disciplinary Committee from its inaugural meeting in 2010 through to the day he passed (17 February 2025).

On behalf of everyone at Canterbury League Club, the President extended heartfelt condolences to Keith's family acknowledging Marjorie Lotty who was present at the meeting.

Procedure

Members present were advised to raise their blue voting entitlement ticket, when instructed, to indicate their voting preference.

Comments from the floor would be taken at appropriate times with name and membership number to be provided by all.

Voting would be decided by members entitled to vote on the resolution:

- Eight Ordinary Resolutions: Simple majority (50% + 1) in favour

The Chair advised that the meeting would be recorded, and unauthorised recordings of proceedings were prohibited.

Procedures for the meeting had been reviewed in line with contemporary corporate practice.

While maintaining the requirements of the Constitution and the Corporations Act, certain procedural aspects had been streamlined to run a more efficient meeting.

Formal proposing and seconding of motions for routine items listed in the agenda would no longer be required in line with contemporary corporate practice.

Formal proposing (and seconding) of the 8 resolutions proposed in the notice was still required.

Presidents Report

The President presented the year in review, noting the following:

Canterbury:

- Refurbishment of the water feature at the front of the club
- Installation of Rooftop Solar
- Commissioning of major signage project to Bridge Road facade

The Lakemba Club:

- Bistro air-conditioning unit replaced
- New Bistro kitchen equipment purchased including char grill, six burner oven and new paging system
- Hosted a successful ANZAC Day, with 200 patrons attending the march, service & gunfire breakfast at the club

Moxon Sports Club:

- Four new promotions launched in 2024 with great feedback received from members
- Hosted the Annual Bob Fitzpatrick bowls gala day with 80 in attendance
- Hosted Bulldogs Football Club Grand Final winning Jersey Flegg team for end of year celebrations
- Hosted inaugural Bruce Snell invitational bowls day with 60 bowlers in attendance

Community:

- 2024, ClubGRANTS contribution was among the largest of any Club, including:
 - \$1.363m to community organisations and junior sport including:

- \$400k to the Junior League
- \$205k to the Future Bulldogs Program – subsidy of \$100 to kids playing football
- \$7.3m to the Bulldogs

Apologies

Apologies were received from: Dr George Peponis OAM (25), Stephen Mortimer OAM (3) Arthur Coorey OAM (18), Paul Archer (16107), Kim Archer (474) , Debbie Goddard (58924), Robert Jones (3818) ,Harry Dinis (8257), Paul Aoun (35696), Lampros Nassis (115100), Francesco Andreacchio (32963), Anthony Raciti (108037), Vittoria Raciti (108400), John Kalianiotis (15885), Zisis Nioplias (99799), Barry Ward (16), David Hutt (40615), George Stamatakos (8287), Laurel Coorey (21224), Joseph Coorey (7635), Helen Diakos (10068), Anna Nassis (67195), Alec Diakos (104840), Dennis Xenofos (73219), Peter Tsitsos (16051), Vasisis Karagounis (26518), Bruno Ciaramella (87119), Robert Picone (13431), Drew Reynolds (46502), Teressa Dinis (7458), Denise Patikas (48128), Jim Soulemezis (56047).

Notice

The notice of meeting was sent to all members on 22 February 2024 in accordance with the Corporations Act.

The notice of meeting was taken as read.

1. Minutes of the 2024 AGM

The minutes of the 2024 Annual General Meeting were available for members to view on the Club’s website as notified.

Motion: That the minutes of the 2024 Annual General Meeting be confirmed as a true and correct record of the meeting.

Motion Carried.

2. Reports

Presentation of the 2024 annual financial statements

The Chief Executive Officer presented an overview of the Financial Statements for the year ending 31 October 2024, information included but was not limited to:

- Group Financial Highlights
- Group Overview
- Revenue
- Expenses
- Strategic Investments

The annual financial statements for the year ended 31 October 2024 together with the Directors’ Report and Auditor’s Report in respect of those financial statements were tabled.

There were no questions asked of the Auditor relevant to the conduct and or preparation of the Auditors Report.

Motion: That the Canterbury League Club Limited Financial Report, Directors Report and the Auditors Report for the financial year ended 31 October 2024 are received and noted.

Motion Carried.

3. Auditor

The Chairman confirmed that there was no vacancy in the office of auditor and KPMG, Chartered Accountants, would continue in office as the Auditor of the League Club through to the completion of the 2024 Financial Year.

4. Directors Expenses and Honorariums

First Ordinary Resolution

Motion:

“That pursuant to section 10(6)(b) of the Registered Clubs Act 1976, the Members hereby:

- a) approve:**
 - (i) the payment of honorariums to the Directors in respect of the Directors’ services as members of the Board of the League Club for the period to the next Annual General Meeting of total funds of \$189,955 with such sum to be apportioned between each of the Directors as determined by the Board; and**
 - (ii) the payment of minimum superannuation guarantee levy on behalf of each Director in respect of their honorarium.**
- b) acknowledge that the benefits referred to in (a) above are not available to Members generally, but only to those who are Directors of the League Club.”**

Moved: Bill Diakos (15139)

Second: Christine McIntyre (15)

Discussion: Nil

Motion Carried.

Second Ordinary Resolution

Motion:

“That pursuant to section 10(6)(b) of the Registered Clubs Act 1976, the Members hereby:

- (a) approve:**
 - (i) the payment of an honorarium to those Directors who are members of a sub-committee or sub committees for their services as a member of the relevant sub-committee(s). The total amount of the funds for all Directors on the relevant sub-committees for the period to the next Annual General Meeting shall be \$32,075 with such sum to be apportioned between each of the Directors as determined by the Board; and**
 - (ii) the payment of minimum superannuation guarantee levy on behalf of each Director in respect of the above additional honorarium.**
- (b) acknowledge that the benefits referred to in (a) above are not available to Members generally, but only to those who are Directors of the League Club and that any honorarium paid to a Director pursuant to this resolution shall be in addition to any honorarium paid to a Director in respect of their services as a member of the Board.”**

Moved: Gabi Dagher (1590)

Second: Bill Diakos (15139)

Discussion: Nil

Motion Carried.

Third Ordinary Resolution

Motion:

“That pursuant to section 10(6) of the Registered Clubs Act 1976, the members hereby:

- (a) approve:**
 - (i) a hospitality account paid for by the League Club of up to \$5,460 for each Director for the period to the next Annual General Meeting to purchase food and beverage at any restaurant, bar or cafe in any of the League Club’s venues;**
 - (ii) for the Directors to receive any offers, discounts or promotions as are made available to employees of the League Club from time to time.**
- (b) acknowledge that the benefits referred to in (a) above are not available to Members generally, but only to those who are Directors of the League Club.”**

Moved: Michael Patulny (2459)

Second: John Bhuruth (3549)

Discussion: Nil

Motion Carried.

Fourth Ordinary Resolution

Motion:

“That pursuant to section 10(6A) and also for the purposes of section 10(6)(d) of the Registered Clubs Act 1976, the Members hereby,

- (a) approve the reasonable expenditure by the League Club in respect of the Directors with regard to the following matters in the period to the next Annual General Meeting:**
 - (i) appropriate clothing to be provided to a Director to be worn whilst representing the League Club;**
 - (ii) a specified security parking space in the League Club carpark;**
 - (iii) meals, drinks, accommodation, entertainment, transport, admission and other reasonable expenditure, including where required or appropriate for a Directors’ partner to attend functions when the Directors are attending as representatives of the League Club;**
 - (iv) donations by way of payment for raffle tickets, purchase of memorabilia and the like at fund-raising events when a Director attends as a representative of the League Club;**
 - (v) attending meetings of the Board and committees;**
 - (vi) entertaining sponsors, business associates, patrons, councillors, members of State and Federal Parliament, and other dignitaries and guests at the League Club and at designated home game playing venues of the Bulldogs rugby league team, including the attendance of a partner where required or appropriate for Directors’ partners/spouses to attend;**
 - (vii) attending meetings and functions, including community, charity, rugby league and other meetings or functions approved by the Board at the League Club or elsewhere, as an official delegate or representative of the League Club, including the**

- attendance of a partner where required or appropriate for a Directors' partner to attend;
 - (viii) attending rugby league matches of the Bulldogs in the NRL premiers competition, and any representative match conducted by the NRL, ARL or NSWRL, in Australia or overseas, including the attendance of a partner where required or appropriate for a Directors' partner to attend;
 - (ix) attending as an official representative of the League Club any official pre-season, end of season or other tour with the Bulldogs rugby league team, including the attendance of a partner where required or appropriate for a Directors' partner to attend.
- (b) acknowledge that the benefits referred to in (a) above are not available to Members generally, but only for those who are Directors of the League Club."

The President advised that a member question had been received prior to the meeting regarding what happened to a prize if won from the purchase of the raffle tickets. The Club had responded to the member; however, acknowledgement was not received, so the question and the response were made available to everyone present for clarity.

Question: In regard to Resolution 4 – "donations by way of payment for raffle tickets, purchase of memorabilia and the like at fund-raising events when a Director attends as a representative of the League Club"

Does that mean whatever is won from the purchase of the raffle tickets at the event goes to the Club or is kept by the Director although they did not pay for the raffle tickets?

Answer: As part of the process of orientation, when first elected, new directors are required to read and understand the Board Code of Conduct, which contains the following:

Restrictions on Gambling

- *Must not participate in a trade promotion lottery or raffle run by Canterbury League Club,*
- *Must donate any prize back to the Club that has been won in an external trade promotion, lottery or raffle were a Director may be reimbursed by the Club for their purchase of tickets or where members may have perceived that the prize has been won on behalf of the Club,*
- *Must donate any prize back to the Club that has been won in an external trade promotion, lottery or raffle were the raffle has been run by the Club on behalf of another organisation (such as sponsors of the Club),*
- *Are prohibited from all forms of gambling directly or indirectly related to the Club's electronic gaming machines (i.e. poker machines, roulette, blackjack and other multi terminal offerings) (this prohibition does not apply to competitive betting provided by an external provider (e.g. TAB)).*

Each of the directors are required to execute a declaration to the effect: "I have read and understood the Board Policies including the Board Charter and Code of Conduct attached to this declaration. I undertake to comply with the Board Policies, Board Charter and Code of Conduct and such other policies of the Club applicable from time to time".

Question / Comment

Bill Diakos (15139)

Stated that the question should not have been on screen.

Moved: Gary McIntyre (12)

Second: Bill Diakos (15139)

Discussion: Nil

Motion Carried.

Fifth Ordinary Resolution

Motion:

“That pursuant to section 10(6A) and section 10(6)(d) of the Registered Clubs Act 1976, the Members hereby:

- (a) approve expenditure by the League Club of a sum not exceeding \$150,000 in aggregate over the period to the next Annual General Meeting, for the reasonable expenditure for Directors on meals, drinks, accommodation, entertainment, transport, admission charges and other incidental expenses in attending League Club conferences (two per year), gaming conferences, conventions, seminars, lectures, trade displays, educational, fact finding, study and information tours at venues anywhere in Australia or overseas in order to obtain knowledge of the gaming and entertainment facilities or to plan future club extensions and to improve the quality of amenities and services to the members of the League Club, including where required or appropriate reasonable expenses for a Directors’ partner to attend.
- (b) acknowledge that the benefits referred to in (a) above are not available to members generally, but only for those who are Directors of the League Club.”

Moved: Bill Diakos (15139)

Second: Gabi Dagher (1590)

Discussion: Nil

Motion Carried.

Sixth Ordinary Resolution

Motion:

“That pursuant to sections 10(6) and 10(6A) of the Registered Clubs Act 1976, the Members hereby

- (a) approve:
 - (i) the reasonable expenditure by the Board of Directors with regard to the period to the next Annual General Meeting of funds not exceeding \$105,000 to sponsor and support the sub-clubs which operate within the League Club;
 - (ii) the reasonable expenditure by the Board of Directors with regard to the period to the next Annual General Meeting of total funds not exceeding \$20,000 to provide:
 - (A) in kind or non-cash benefits to individual Members of the League Club; or
 - (B) grants or benefits to organisations representing Members of the League Club, deemed worthy of support in terms of sporting or arts sponsorship, or hardship, or any other reason deemed appropriate by the Board of Directors;
 - (iii) The Club paying the reasonable costs of Directors or senior management attending functions of commercial partners or others or conventions or other activities where attendance is considered to be a benefit to the League Club and in the normal conduct of its commercial business, including the attendance of a partner where required or appropriate for a Directors’ partner to attend;
 - (iv) The reasonable expenditure by Directors and/or senior management of a sum not exceeding \$10,000 for the purpose of purchasing food and beverages to entertain invited Members at functions within the League Club as deemed appropriate in the normal course of membership relations, such as Directors’ Christmas drinks.

- (b) acknowledge that the benefits referred to in (a) above are not available to Members generally, but only for those who are Directors, senior management and Members of the League Club referred to in the resolution.”**

Moved: Gabi Dagher (1590)

Second: Charbel Merhi (18796)

Discussion: Nil

Motion Carried.

Seventh Ordinary Resolution

Motion:

“That pursuant to section 10(6A) and section 10(6)(d) of the Registered Clubs Act 1976, the Members hereby:

- (a) approve expenditure by the League Club of a sum not exceeding \$25,000 in aggregate over the period to the next Annual General Meeting, for the conduct of mandatory training requirements for Directors pursuant to Regulations under the Registered Clubs Act.**
- (b) acknowledge that the benefits referred to in (a) above are not available to Members generally, but only for those who are Directors of the League Club.”**

Moved: Charbel Merhi (18796)

Second: John Bhuruth (3549)

Discussion: Nil

Motion Carried.

5. Life Member Benefits

Eighth Ordinary Resolution

Motion:

“That pursuant to section 10(6A) of the Registered Clubs Act 1976, the Members hereby

- (a) approve:**
- (i) Life Members of the League Club receiving a badge, a blazer, a Christmas gift to the value of \$600, and corporate level entertainment at all Bulldogs home football matches, including car parking facilities where possible**
- (ii) Life Members receiving the same offers, discounts or promotions as are made available to employees of the League Club from time to time.**
- (b) acknowledge that the benefits referred to in (a) and (b) above are not available to Members generally, but only for those who are Life Members of the League Club.”**

Moved: Michael Patulny (2459)

Second: Bill Diakos (15139)

Discussion: Nil

Motion Carried.

6. Other Business

Questions from members:

Bill Diakos (15139)

BD: Paid his respects to Dual Life Member Keith Lotty noting that Keith had overseen the winning of five grand finals at the Football Club.

BD: Stated that other Club Directors received higher remuneration for lesser duties and requested review of Canterbury Director remuneration with a written response from the Board on outcome.

Chair: Noted that a five percent increase had been granted at this meeting, the Board would further consider the matter, and a response would be provided.

BD: Asked why members no longer receive a hard copy of the Club's Annual Report.

Chair: The Board would take the suggestion into consideration.

Gary McIntyre (12)

Recommended that the Club re-introduce production of an Annual Report (formerly The Year in Review journal) which includes highlights and a summary of the Club's activities throughout the year.

Chair: The Board would take the suggestion into consideration.

There were no further questions or comments received from members.

Meeting close

There being no further business, the President thanked members for their attendance and declared the Canterbury League Club 2024 Annual General Meeting closed at 7:52pm.

Signed as a true record

President

Date