



Polish Community Association in Geelong Inc.

Annual General Meeting

Sunday, 15th November, 2015 at 4.00pm

1. **Welcome:** The President, Mrs Grazyna Brzostowski, welcomed the 66 financial members and one non-financial member in attendance. There were also 8 proxies registered for members who were unable to attend.
2. **Minutes of the Previous General Meeting:** Because of a Court Order made at the Geelong Magistrate Court last year, suspending the previous Committee, the 2014 AGM was not held, therefore the Secretary, Henry Szkuta, read the Minutes of 23th August, 2015 SGM.

The Minutes were confirmed on the motion moved by: Stan Jakubowski and Seconded by: Max Nadolski

Motion was passed by a show of hands.

3. **President's Report:** A hard copy of the President's Report (Attached) in English was distributed to members present and a verbal report in Polish was given by Grazyna Brzostowski. Grazyna apologised for not including her report and the Financial Report in the mail out with the Notice of Meeting. The latter was not yet available and to meet deadlines, only the Notice of Meeting was sent out.

Motion: "That the President's Report be accepted"

Moved: Mrs Goral

Seconded: Mr Stan Jakubowski

Motion was passed overwhelmingly by a show of hands.

4. **Treasurer's Report:** Financial Audited Report of the PCA for the 2014/2015 was presented by the Treasurer, Ray Matczak (Attached). Ray pointed out that the Financial Report represented 8 months of the previous Committee's administration of finances. The current Committee administered the Club for only the last 4 months of that financial year. He reported that the Comprehensive Income for the 2014/15 financial year was **-\$262,113**, compared to +\$11,410 the previous year, and +\$91,169 the year before that.

As Ray was not able to meet with the Auditors after the Audit was received, Henry Szkuta and the Club Manager, Andrea Tournier, attended the meeting with the auditors to clarify a number of items in the report. Henry reported on the outcome of the meeting to members present. The items raised with the auditors were:

- a. Why there was only \$44,000 listed beside the Bistro lease, when it should have been \$72,000. The Bistro Manager assured us that the contract amount of \$6,200 was paid each month, often in cash from the takings, to the previous President/Manager. Auditors told us that this is something that should be raised with members at the AGM.
- b. Why there was no amount against the lease of the "Bingo" Hall which was being leased by GSODA. We were told to take it up with GSODA, who told us that the previous Committee did not bother to send them the invoices for the lease. Since our meeting with members of GSODA, they have begun paying lease payments each quarter beginning in October as well as paying the arrears of \$35,000 in instalments.

- c. Why the big difference between the “Trade and Other Payments” in 2013/14 and 2014/15 figures. Main reason for that was that invoices were not entered on MYOB until they were paid and many of the 2013/14 invoices were paid in the 2014/15 financial year, hence showed up incorrectly in the 2014/15 Report.
- d. Henry also reported that when the current Committee took over in March, 2015, they found that approximately \$250,000 of bills were not paid, including payments to the ATO and to the VCGLR as well as smaller amounts like \$25,000 to our security company, contractual sponsorships to various organisations the previous Committee committed to sponsor, these amounts ranged from \$4,000 to \$7,000. Henry reported that when the new Committee took over, it was able to secure a bank loan of only of \$170,000 and of that, \$70,000 we could not use to pay outstanding debts because the amount owing on then current loan was already extended over the limit by \$70,000. Although the Club was and still is asset rich, the cash flow situation indicated we were heading towards insolvency.
- e. Fortunately, we were able to get advice from an insolvency advisor and through good financial management of our newly appointed Manager we have averted the Club from becoming insolvent.
- f. Questions and comments were made by members present, including, Eugene Pedzinski, who was the Vice President of the previous Committee. He denied the clearly stated facts in the Auditor’s report and blamed the previous Committee for the large debts. Henry pointed out that this clearly was not the case according to the auditors’ reports for the 2012/13, 2013/14 and 2014/15 financial years. Henry pointed out again that the Profit/Loss figures for these years were \$91,169, \$11,400 and **-\$262,113** respectively.

Motion: “That the Audited Financial Report for the 2014/15 Financial Year be accepted”

Moved: Ray Matczak

Seconded: Adam Zychla

Motion was carried overwhelmingly by a show of hands. Two votes against and one abstained.

5. **Appointment of an Auditor for the next financial year:** The Secretary, H. Szkuta, pointed out that the current auditors charged the PCA \$8,000 for doing the audit. We were advised to call for tenders to carry out our audit next year. We will be inviting Davidsons Accounting firm to put in their tender as well.

The following motion was put:

Motion: “That the Committee be authorised to invite tenders from qualified accountancy practices for the auditing requirements of the Club’s financial records as set out in the Club’s Rules. This will allow for an extension of time for expressions of interest to be examined. Upon acceptance of a tender by the Committee, the result will be publicised to the members no later than 31st January 2016”.

Moved: Halina Zychla

Secunder: Ray Matczak

The motion was passed with 71 for and two against and one abstention.

6. **Annual membership subscription and joining fees:** The Secretary pointed out that the annual membership subscription has been \$15.0 for over 30 years and that it should at least be increased by \$5.00.

Motion: *“That the membership subscription for the 2015/16 year be increased to \$20.00 and the joining fee remain at \$65.00”*

Moved: Stan Karpinski

Seconded: Waldemar Kwiatkowski

Motion was passed 68 for and 3 against, one abstention and two members (Mr & Mrs Pedzinski) left before the vote.

7. **Honorary Life Membership:** The Honorary Life Membership was presented to the long serving Committee member, Mr Roman (Ray) Matczak. The meeting demonstrated their appreciation of Ray’s contribution by an overwhelming ovation.
8. **Ratification of the New Rules of the PCA:** The Secretary explained that the Victorian Government passed the Associations Incorporation Reform Act 2012 (Victoria) and a Regulation within the Act requiring incorporated organisations to adopt the Model Rules. The Secretary pointed out that this should have been done by the previous Committee before December 2013.

The Secretary had the Rules on a Data Projector for all to see. He explained that the Committee will be asking members to basically adopt the Model Rules with minor additions which will suit PCA’s particular circumstances. One example being the inclusion of the membership categories this Club has and doing away with some of the categories such as Family Memberships and Honorary Memberships.

One of the members present pointed out that to alter the Rules of the Club, a Special General Meeting must be called for that specific reason. The Secretary said that he was sure that if a resolution is listed on the Agenda of the AGM and members have been notified about this, then the AGM can adopt changes to the Club Rules. Nevertheless, he was prepared to leave it to an SGM for later discussion. In the meantime, one of the members present checked the CAV’s Website and informed the meeting that the Secretary was correct, changes to the Rules can be dealt with at AGMs as long as members were aware of the matter before the meeting.

The Secretary proceeded to outline the additions the Committee recommended be made to the Model Rules. Each addition was explained and reasons were given for the additions.

Jarek Bochenski suggested an amendment to the phrase in Rule 38(5), “ **...only Honorary Life Members, Ordinary and Associate members...**” and that it be replaced with “ **...only Honorary Life Members and Ordinary and Associate members...**”, . This was because Honorary Life Members are not required to pay annual subscriptions. This was accepted without dissension. The following motion was moved:

Motion: *“That this meeting accepts the additions, as explained by the Secretary, to the Model Rules, including the amendment suggested by Mr Bochenski and that these Rules be adopted as the new Rules of the Polish Community Association in Geelong Inc.”*

Moved: Jarek Bochenski

Seconded: Monika Lynch

Motion was passed overwhelmingly. (68 for and 4 abstentions)

The Secretary informed members that the Rules will be available to members in Polish but he pointed out that the English version will be the legal document the Association will always be officially referring to.

9. **General Business:**

a. Discussion and a resolution as to the future of the Ryrie St property, known as the SPK Hall

The Secretary explained that this item was included on the agenda at the request number of members and that it was as a result of the financial situation the PCA was left with by the previous Committee.

It was pointed out by members at the meeting that the SPK Hall is costing the PCA a lot of money to maintain and it is rarely used by members.

The Secretary said that he understood that the decision to sell the property will stir emotions, especially with the older members of the Ex-servicemen's Association. This is why the Committee asked Jack Karpinski to make enquiries as to the possibility of having the Hall leased out so that it can at least pay for itself while the PCA gets out of its financial problems. Real estate agents pointed out that a lot of work would need to be done before it could be considered for lease: There is no provision for disabled toilets and no proper fire escape provisions among other things.

After some discussion, the meeting directed the Committee to further investigate the matter of selling the property and then call a Special Meeting to make the final decision.

b. Expulsion of Members

Waldemar Kwiatkowski raised a matter pertaining to the Financial Report regarding the previous Committee's mismanagement of the PCA finances and the serious consequences of the ineptitude of members of that Committee, especially Mr Joe Jakubowski and Mr Eugene Pedzinski, that lead the Club to the brink of insolvency. He strongly expressed that in his view these two people, at least, have disciplinary proceedings brought against them. Mr Kwiatkowski said that he understood that under the Rules, this meeting could not move to take action against them but he requested that the Committee begin the disciplinary process against both Mr Joe Jakubowski and Mr Eugene Pedzinski immediately. The meeting agreed.

The Secretary explained that the process will be a protracted one, especially if the Disciplinary Sub-committee decides to suspend their membership or even expel them from the PCA both can then decide to appeal. After the Committee deals with the matter and they are not happy with the result, the two members concerned will have the right to finally appeal to the members of the PCA at a specially convened SGM. The SGM will have to be called and the final decision will be made by the members at that SGM.

c. Mr Nuc raised the matter of the Pokies sign being directly under our Polish White Eagle emblem. According to him, this is disrespectful and called for the re-location of the Pokies sign. The Committee will look into this.

d. The Secretary informed the members that the PCA will have a new website on which we will hold information of interest to members, including Newsletters, our new Rules and information about events and functions at the Club.

10. **Close of Meeting:** The President thanked members for attending and for their support. The meeting was closed at 6.30pm