

**BOARD OF DIRECTORS**

<b>President</b>	Raymond Wood
<b>Vice President</b>	Matthew Bramston
<b>Captain</b>	Desmond Young
<b>Treasurer</b>	Warren Begg
<b>Director</b>	John Hassett
<b>Director</b>	Hugh Gilchrist
<b>Director</b>	Ralph Trenear
<b>Director</b>	Kevin White (Resigned 20 <sup>th</sup> April)
<b>Director</b>	Paul Wood (Resigned June 2nd)

**Board of Directors from 1<sup>st</sup> July 2009 to 28<sup>th</sup> October 2009**

<b>Director</b>	Graham Childs
<b>Director</b>	Ray Byles
<b>Director</b>	Geoff Cook
<b>Director</b>	Scott Curran
<b>Director</b>	Denis Lyons
<b>Director</b>	Mark Williamson

## **NOTICE OF MEETING**

Notice is hereby given that the 59<sup>th</sup> Annual General Meeting of New Brighton Golf Club Limited A.C.N. 000 032 137 will be held in the Club's premises at 180-184 Nuwarra Road, Moorebank, on the evening of Wednesday, 27 October 2010 commencing at 7.30pm.

### **Business**

[1] Apologies

[2] Confirmation of the Minutes of the Annual General Meeting held Wednesday, 28 October 2009.

[3] Confirmation of the Special Minutes of Meeting held on the Wednesday 25<sup>th</sup>, August 2010.

[4] To receive the financial report's, director's reports and the auditor's report for the financial year ended 30 June 2010

[5] To consider and if thought fit pass as ordinary resolutions, the resolutions relative to Directors and particular member's benefits as detailed in the enclosed "Notice of Ordinary Resolutions".

[6] To consider and if thought fit pass ordinary resolution to declare property of the Club as 'non-core' property.

[7] To consider and if thought fit pass as special resolutions, the resolution seeking Approval from Members to borrow money from Mirvac Funds Limited and, New Membership Categories and their membership entitlements as detailed in the enclosed "Notice of Special Resolutions".

[8] To declare the Poll for Office Bearers for the ensuring year.

[9] General Business.

**Note:** Members voting for the election of Office Bearers under article 5.1 (b) shall cast their vote in person between 10am and 5.00pm on the six days preceding the Annual General Meeting and between 10am and 6.30pm on the day of the Annual General Meeting (Wednesday 27 October 2010).

### **Article 5.1 Members eligible to attend the General Meeting.**

"Life members, Financial 7 day members of at least twelve months standing, Financial 6 day members of at least twelve months standing Financial 5 day members of at least twelve months standing Financial 3 day members of at least twelve months standing and Financial Long Service members shall be the only Members of the Club entitled to attend and to vote at the Annual General Meeting or meetings of members. For the purposes of these articles a member who was in a category of Ordinary membership other than Social membership for a minimum of 12 months prior to Article 4.5 or 4.6 shall be deemed a member of at least 12 months standing pursuant to this article."

### **Voting for the Election of the Board**

Life Members, Financial 7 day members, Financial 6 day members, Financial 5 day members, Financial 3 day members, Financial Long Service members, Financial Non-Playing members, Financial Country members, Financial Intermediate 7 day members, Financial Intermediate 6 day members will be entitled to vote with respect to the election of Board members. Financial Social members will only be entitled to vote with respect to the election of Board members if on the closing day of nominations for that election the total number of persons in the classes referred to in the above paragraph is less than 25% of the total number of Full members.

### **Financial Enquiries**

In order that comprehensive replies might be given at the Annual General Meeting regarding queries pertaining to the financial statements, members should lodge these enquires in writing with the General Manager not later than Monday, 25th October 2010.

By Order of the Board of Directors  
Ray Wood  
President

## NOTICE OF ORDINARY RESOLUTIONS

Separate notice of which has been given, members will be asked to:

- a) To consider and if thought fit pass the Ordinary Resolution 1 that pursuant to the Registered Clubs Act, 1976 (as amended) the members approve of and agree to expenditure by the Club for the benefit of members of the Board in respect of their services as members of the Board or any other Committee of the Club.
- b) To consider, and if thought fit, pass Ordinary Resolution 2 to declare certain property of the Club as 'non-core property' for the purposes of the *Registered Clubs Act 1976 (NSW)*.
- c) To consider and if thought fit, pass Ordinary Resolution 3 to permit the future disposal by sale, exchange or otherwise, of certain property of the Club;
- d) To consider, and if thought fit, pass Special Resolution 1 regarding the initial finance and security required for the development of the Club's land;
- e) To consider, and if thought fit, pass Special Resolution 2 regarding proposed changes to the Club's Constitution.

Each of these three resolutions must be passed as a whole and amendments moved at the meeting will not be accepted.

The members acknowledge that the benefits set out in resolutions 1, 2 and 3 above are not available to members generally but only to those members who are elected or appointed Directors of the Club or to the particular members or groups of members specified in the resolutions.

### ORDINARY RESOLUTION 1

1. That pursuant to the Registered Clubs Act, 1976 (as amended) the members;

Approve of and agree to expenditure by the Club for the benefit of members of the Board in respect of their services as members of the Board or any other Committee of the Club for the following items:

- (a) The reasonable costs of a meal and beverages associated with Board or Committee meetings, on the day of such meetings;
- (b) Attending other Golf Clubs for the purpose of assessing their facilities and operations provided such attendances are approved by the Board as being necessary for the benefit of the Club.
- (c) Reasonable cost of Directors Function expenses for Xmas Dinner and Partners.
- (d) Reasonable cost of Directors Function at end of Board year dinner.

2. That pursuant to the Registered Clubs Act, 1976 (as amended) the members;

Approve of and agree to:

- (a) Specific parking spaces being allocated to the President, Captain, Directors, Lady President, Lady Captain and Club Patron."
- (b) Two Reserved tee times for 4 players on competition days for the President and Captain."
- (c) Provision of Club Jackets for Directors.

3. That pursuant to the Registered Clubs Act, -1976 (as amended) the members;

Approve of and agree to the provision of Club apparel, golf balls, lunch and beverages to members of teams representing the Club in any competition or event as determined by the Board.

## ORDINARY RESOLUTION 2

*“That the members declare that the Club’s land at Moorebank and Hammondville which is shaded in green on the attached plan, having an area of approximately 3 hectares and comprising part of lot 103 in Deposited Plan 1070029, to be non-core property for the purposes of section 41J of the Registered Clubs Act 1976 (NSW).”*

### Explanatory Message – Ordinary Resolution 2

1. On 25 August 2010 at a General Meeting of the Club, the members considered a resolution to declare certain land to be ‘non-core’ property of the Club (**Development Land**).
2. Ordinary Resolution 2 deals with additional land owned by the Club that could be used for the proposed development (**Additional Development Land**).
3. The Club has continued to investigate development opportunities, and has identified additional options. The Board considers that if additional land is declared to be ‘non-core’ property of the Club there would be greater flexibility:
  - (a) as to the amount and location of the land the Club may wish to contribute to a development project (giving the Club an ability to adjust returns from the development); and
  - (b) in how the golf course could be reconfigured (with potential to reduce or limit the alterations to the current layout of the golf course).
4. It is not the Board’s intention to contribute all of the Additional Development Land to a development project. However, the Board considers that by declaring the Additional Development Land to be ‘non-core’ property, the Club would benefit significantly by having several development options from which to choose.
5. Section 41J of the *Registered Clubs Act 1976 (NSW)* (**Registered Clubs Act**) and clause 19 of the *Registered Clubs Regulation 2009 (NSW)* (**Registered Clubs Regulation**) restrict the ability of a registered club to ‘dispose’ of land without members’ approval if the land concerned is core property.
6. ‘**Disposal**’ of land, for the purposes of section 41J of the Registered Clubs Act, means a sale, lease or licence or to otherwise deal with the land in such a manner as may be prescribed by the Registered Clubs Regulation.
7. Under section 41J(3) of the Registered Clubs Act, ‘**core property**’ of a registered club means any real property owned or occupied by the club that comprises:
  - (a) the defined/licensed premises of the club, or
  - (b) any facility provided by the club for the use of its members and their guests, or
  - (c) any other property declared, by a resolution passed by a majority of the members present at a general meeting of the ordinary members of the club, to be core property of the club,but does not include any property referred to in paragraphs (a)–(c) that is declared, by a resolution passed by a majority of the members present at a general meeting of the ordinary members of the club, not to be core property of the club.
8. The Additional Development Land is currently **core** property of the Club. If Ordinary Resolution 2 is passed, the Additional Development Land will become ‘**non-core**’ property for the purposes of section 41J of the Registered Clubs Act.
9. If Ordinary Resolution 2 is passed, the Board can approve sales of the Additional Development Land or otherwise enter into commercial arrangements with third parties for that land without the approval of members in general meeting. The Board will then have greater flexibility in considering and negotiating development and other opportunities for the Additional Development Land.

### ORDINARY RESOLUTION 3

*“That the members approve the disposal by sale, exchange or otherwise, of the Club’s land at Moorebank and Hammondville which is shaded in green on the **attached plan**, having an area of approximately **3** hectares and comprising part of lot 103 in Deposited Plan 1070029, pursuant to rule 69(j) of the Club’s Constitution.”*

#### Explanatory Message - Ordinary Resolution 3

1. Ordinary Resolution 3 also deals with the Additional Development Land. Under Rule 69(j) of the Club’s Constitution, Ordinary Resolution 3 should be passed if the Board is to deal with the Additional Development Land.
2. Rule 69(j) of the Club’s Constitution contains provisions to the effect that:
  - a) the Board of Directors may sell, exchange or otherwise dispose of assets generally of the Club (such as plant, goods or chattels); but
  - b) in relation to lands or buildings, the Board may only dispose of these types of assets with the sanction of a General Meeting and subject to the applicable legislation (being the Registered Clubs Act).
3. If Ordinary Resolution 3 is passed, the Board will have authority to dispose by sale, exchange or otherwise, of the Additional Development Land. This will give the Board greater flexibility in considering and negotiating development and other opportunities which might arise for the Additional Development Land as outlined in the notes on Ordinary Resolution 1.

### SPECIAL RESOLUTION 1

*“That the members approve, for the purposes of Rule 69(i) of the Constitution of New Brighton Golf Club Ltd (**Club**), the Club:*

- (a) *Borrowing an amount in excess of \$500,000 namely up to \$1,000,000 (**Mirvac Loan**) from Mirvac Funds Limited (**Mirvac**) (or a related body corporate of Mirvac) and providing security to Mirvac for the Mirvac Loan by way of a registered mortgage (**Mirvac Mortgage**) over that part of the land owned by New Brighton Golf Club Ltd at 180-184 Nuwarra Road, Moorebank as the Board of the Club determines; and*
- (b) *borrowing an amount in excess of \$500,000 namely all of the funds (**Project Loan**) necessary to carry out the development of the Club’s land (i.e. the residential development, the development of the new club premises and the golf course development) from Mirvac (or a related body corporate of Mirvac) and providing security to Mirvac for the Project Loan by way of a registered mortgage (**Project Costs Mortgage**) over the Development Land and the Additional Development Land.”*

#### Explanatory Message Regarding Special Resolution 1

1. Special Resolution 1 is put to members pursuant to Rule 69(i) of the Club’s Constitution.
2. Rule 69 of the Club’s Constitution sets out the Board’s powers concerning certain matters. Specifically Rule 69(i) of the Club’s Constitution gives the Board a discretion to approve certain loans to and security provided by the Club, but also provides that loans to the Club or security provided by the Club for loans exceeding \$500,000 are subject to approval by Special Resolution.
3. The Mirvac Loan will ultimately be required to repay the Club’s existing loan from National Australia Bank and to fund the project costs the Club is likely to incur in connection with the proposed development of the Development Land and the Additional Development Land. Those project costs will primarily be the costs of legal, tax and design consultants the Club engages to advise the Club on the proposed development.
4. The security for the Mirvac Loan will be the Mirvac Mortgage. It is the Board’s intention that the Mirvac Mortgage only be granted over that part of the Club’s land that does not form part of the Development Land and the Additional Development Land.
5. The Club is engaging Mirvac to carry out the proposed residential, clubhouse and golf course development on behalf of the Club. The Club will fund the development by way of the Project Loan which Mirvac is granting to the Club.

6. The Project Loan will finance all of the project costs associated with the proposed development (including stamp duty, subdivision and infrastructure costs, clubhouse and golf course construction costs, dwelling and community facilities costs, project contingency costs and Liverpool Council development contributions). The Project Loan will be repaid to Mirvac from the proceeds of sale of the residential development lots.
7. The security for the initial finance and for the project finance will be the Project Costs Mortgage (i.e. a registered mortgage in favour of Mirvac over the Development Land and the Additional Development Land). However, if all of the Additional Development Land is not used for the residential development, the Project Costs Mortgage will only be over that part of the Additional Development Land upon which the residential development will take place.
8. The Club will be unable to fund the proposed development without the finance proposed by Mirvac. The terms of each loan are subject to loan and security documentation being entered into by the Club and Mirvac.

## SPECIAL RESOLUTION 2

“That the Constitution of Rule 20 of the Constitution of New Brighton Golf Club Limited (**Club**) be amended by:

- Deleting existing Rule 20 and inserting instead the following new Rule 20:

“20 (a) *Unless and until otherwise determined by the Board, Ordinary membership of the Club shall consist of the following classes:*

- (i) *7 Day members;*
- (ii) *7 Day Recreation members;*
- (iii) *6 Day members;*
- (iv) *5 Day members;*
- (v) *3 Day members;*
- (vi) *2 Day members;*
- (vii) *Long Service members;*
- (viii) *Non-playing members;*
- (ix) *Country members;*
- (x) *Intermediate 7 Day (22-25yrs) members;*
- (xi) *Intermediate 7 Day (18-21yrs) members;*
- (xii) *Junior 7 Day members;*
- (xiii) *Cadet members;*
- (xiv) *Social Members.*

- (b) *Members who were until the adoption of this Rule (on 27 October 2010) in the superseded class in the left column in the table below will, from 27 October 2010, be transferred to the class of membership in the right column in the table below:*

<b><i>Class which existed until 27 October 2010 and superseded on that date</i></b>	<b><i>Class which was created on 27 October 2010</i></b>
---	--

*Intermediate 6 Day Member*

*Intermediate 7 Day (18-21 yrs) Member or Intermediate 7 Day (22-25 yrs) Member, as the case may be*

*Junior 6 Day Member*

*Junior 7 Day Member”*

- Deleting rules 21(b)(i) and 21(b)(ii) and inserting instead the following new rules 21(b)(i) and 21(b)(ii):
  - “(b) (i) Life members, Financial 7 Day members, Financial 6 Day members, Financial 5 Day members, Financial 3 Day members, Financial Long Service members, Financial Non-playing members, Financial Country Members, Financial 7 Day (22-25yrs) members and Financial 7 Day (18-21yrs members) will be entitled to vote with respect to the election of the Board,
  - (ii) Financial Social members, Financial 7 Day Recreation members and Financial 2 Day members will only be entitled to vote with respect to an election of the Board if on the closing day of nominations for that election the total number of persons in the classes referred to in sub-paragraph (i) is less than 25% of the total number of Full members.”
- Deleting rules 21(c)(i) and 21(c)(ii) and inserting instead the following new rules 21(c)(i) and 21(c)(ii):
  - “(c) (i) Financial Non-playing members, Financial Country members, Financial Intermediate 7 Day (22-25yrs) members and Financial Intermediate 7 Day (18-21yrs) members will be eligible to attend an Annual General Meeting or General Meeting only if that meeting is to consider an approval of the payment of a sum of money to any member in respect of his or her services as a member of the Board or of any committee, and only to vote with respect to that payment.
  - (ii) Financial Social members, Financial 7 Day Recreation members and Financial 2 Day members will only be entitled eligible to attend and to vote at the meeting referred to in sub-paragraph (i) if on the day before the Club first sends notice of the meeting to the members referred to in sub-paragraph (i) the total number of members in the classes referred to in sub-paragraph (b)(i) is less than 25% of the total number of Full members. ”
- Deleting rule 23 and inserting instead the following new rule 23:

*“The requirements for eligibility of persons for election to the following classes of membership shall be:*

**(a) 7 Day members**

*Persons who have attained the age of 25 years and who are elected as 7 Day members of the Club or transferred by the Board from another class of Ordinary membership to 7 Day membership of the Club. 7 Day members are entitled to play on the course on any day of the week subject to rule 22.*

**(b) 7 Day Recreation members**

*Persons who have attained the age of 25 years and who are elected as 7 Day Recreation members of the Club or transferred by the Board from another class of Ordinary membership to 7 Day Recreation membership of the Club. 7 Day Recreation members are entitled to use the course for such limited number of times as prescribed by the Board in each subscription year, on any day, subject to rule 22.*

**(c) 6 Day members**

*Persons who have attained the age of 25 years and who are elected as 6 Day members of the Club or transferred by the Board from another class of Ordinary membership to 6 Day membership of the Club. 6 Day members are entitled to play on the course from Sunday to Friday of any week subject to rule 22.*

**(d) 5 Day members**

*Persons who have attained the age of 25 years and who are elected as 5 Day members of the Club or transferred by the Board from another class of Ordinary membership to 5 Day membership of the Club. 5 Day members are entitled to play on the course from Monday to Friday of any week subject to rule 22.*

**(e) 3 Day members**

*Persons who have attained the age of 25 years and who are elected as 3 Day members of the Club or transferred by the Board from another class of Ordinary membership to 3 Day membership of the Club. 3 Day members are entitled to play on the course from Tuesday to Thursday of any week subject to rule 22.*

**(f) 2 Day members**

*Persons who have attained the age of 25 years and who are elected as 2 Day members of the Club or transferred by the Board from another class of Ordinary membership to 2 Day membership of the Club. 2*

Day members are entitled to play on the course one nominated midweek day (excluding Thursday), and Sunday subject to rule 22.

(g) **Long Service members**

(i) In relation to members who became Full Members after 27 October 2010:

Persons who have attained the age of 50 years and have been 7 Day members, 6 Day members, 5 Day members of the Club for a continuous period in aggregate in any of those categories of membership for not less than 25 years. For the purposes of this rule, periods of membership in the aforementioned classes may be aggregated if, and only if, any period of absence from such membership has been with the written approval of the Club.

(ii) In relation to members who became Full Members on or before 27 October 2010,

Persons who have been 7 Day members, 6 Day members, 5 Day members and Intermediate 7 Day members of the Club or a continuous period in aggregate in any of those categories of membership for not less than 25 years. For the purposes of this rule, periods of membership in the aforementioned classes may be aggregated if, and only if, any period of absence from such membership has been with the written approval of the Club.

(iii) For the purposes of this rule, periods of membership in the classes listed in this rule are deemed to include periods of membership in the categories of membership referred to in the left column of the table below (which existed until 1 July 1998) and from which the member was transferred (being the existing class, in the right column)

<b>Class which existed until 1 July 1998</b>	<b>Class created on 1 July 1998</b>
Playing member	7 Day member
Long Service member	Long Service member
Pensioner member	7 Day member
Associate member	6 Day member
Junior member	Intermediate 7 Day Member
<b>Class which existed until 27 October 2010</b>	<b>Class created on 27 October 2010</b>
Intermediate 7 Day Member	Intermediate 7 Day (18-21 yrs) Member or Intermediate 7 Day (22-25 yrs) Member, as the case may be

(iv) Long Service members are entitled to play on the course on any day of the week subject to rule 22.

(h) **Non-playing members**

Persons in any class of membership with playing rights who are transferred by the Board to Non-playing membership of the Club. Non-playing members may transfer back to the class of membership to which they belonged immediately prior to their transfer to Non-playing membership without payment of any further entrance fees.

(i) **Country members**

*Persons who reside outside a radius of 80 kilometres from the Club who are elected as Country members of the Club or transferred by the Board from another class of Ordinary membership to Country membership of the Club. If, in the opinion of the Board, a person ceases to reside outside a radius of 80 kilometres from the Club, that Country member may be transferred from such class at the discretion of the Board. Without limiting the power of the Board under this rule, any Country member who resides within a radius of 80 kilometres from the Club for a total period of 2 months in any financial half year, shall become liable to pay an additional subscription for such half year as determined by the Board without the need for the transfer of such person to another class membership.*

(j) **Intermediate 7 Day (22-25yrs) members**

(i) *Persons who have attained the age of 22 years but who are under the age of 25 years (subject to sub-rule (ii)) and who are elected as Intermediate 7 Day (22-25yrs) members of the Club or transferred by the Board from another class of ordinary membership to Intermediate 7 Day (22-25yrs) membership of the Club.*

(ii) *An Intermediate 7 Day (22-25yrs) member shall on attaining the age of 25 years, cease to be a member on the first day of March next following the attainment of such age unless the Board has transferred that person to another class of Ordinary membership of the Club.*

(iii) *Intermediate 7 Day (22-25yrs) members are entitled to play on the course on any day of the week subject to rule 22.*

(k) **Intermediate 7 Day (18-21yrs) members**

(i) *Persons who have attained the age of 18 years but who are under the age of 21 years (subject to sub-rule (ii)) and who are elected as Intermediate 7 Day (18-21yrs) members of the Club or transferred by the Board from another class of ordinary membership to Intermediate 7 Day (18-21yrs) membership of the Club.*

(ii) *An Intermediate 7 Day (18-21yrs) member shall on attaining the age of 21 years, cease to be a member on the first day of March next following the attainment of such age unless the Board has transferred that person to another class of Ordinary membership of the Club.*

(iii) *Intermediate 7 Day (18-21yrs) members are entitled to play on the course on any day of the week subject to rule 22.*

(l) **Junior 7 Day members**

(i) *Persons who have attained the age of 13 years but who are under the age of 18 years (subject to sub-rule (ii)) and who are elected as Junior 7 Day members of the Club or transferred by the Board from another class of Ordinary membership to Junior 7 Day membership of the Club.*

(ii) *A Junior 7 Day member shall on attaining the age of 18 years, cease to be a member on the first day of March next following the attainment of such age unless the Board has transferred that person to another class of Ordinary membership of the Club.*

(iii) *Junior 7 Day members are entitled to play on the course any day of the week subject to rule 22.*

(m) **Cadet members**

*Persons under the age of 18 years who have applied for Junior 7 Day membership or Junior 6 Day membership and have been placed on a waiting list for such membership shall be known as Cadet members.*

(n) **Social members**

*Persons who have attained the age of 18 years and who are elected as Social members of the Club or transferred by the Board from another class of Ordinary membership to Social membership of the Club. Social members shall be entitled to all the social privileges of the Club including the privilege of signing guests into the Club, but excluding the right to use the course for play except under conditions determined by the Board."*

- Deleting rule 35 and inserting instead the following new rule 35:

*“Every candidate for membership of the Club other than as an Honorary Member or Temporary Member shall be proposed and seconded by a member in the categories (i), (ii), (iii), (iv), (v), (vi) or (vii) of rule 20(a) or a Life Member provided that both the proposer and seconder shall have been a member of the Club for a minimum period of 12 months.”*

### **Explanatory Message Regarding the Special Resolution 2**

1. The Board has instructed Thomsons Lawyers, to amend the Constitution of the Club with respect to ordinary classes of membership. The general nature and effects of the changes of this change are summarised in the following text.
2. The major objectives of the proposed resolution are:
  - (a) To create a new “7 Day Recreation” membership category. This category of membership the Board proposes has:
    - (i) No Voting rights with respect to Board Elections, subject to rule 21(b)(ii);
    - (ii) No right to nominate for the Board;
    - (iii) The right to nominate new members;
    - (iv) No eligibility for Long Service membership;
    - (v) Limited playing rights administered by the Board via By-Law from time to time. For the payment of a reduced Subscription, it is proposed that 7 Day Recreation members, will have the right to play 20 games in any subscription year on any day. Any entitlement to games not used, expires at end of each subscription year;
    - (vi) No eligibility to win Monthly Medals or Honour Board events; and
    - (vii) Subject to Board discretion via by-law, the right to book in on a timesheet only the day before.
  - (b) To create a new “2 Day” membership category. This category of membership the Board proposes has:
    - (i) No Voting rights with respect to Board Elections, subject to rule 21(b)(ii);
    - (ii) No right to nominate for the Board;
    - (iii) The right to nominate new members;
    - (iv) No eligibility for Long Service Membership;
    - (v) Playing rights enshrined in Constitution. A 2 Day member can play one nominated midweek day (excluding Thursday) and Sundays; and
    - (vi) Eligibility to win Monthly Medals or Honour Board events on days the members has playing rights.
  - (c) To re-name the existing category of “Intermediate 7 Day members” as Intermediate 7 Days (18-21yrs) members.
  - (d) To create a new “Intermediate 7 Day (22-25yrs) membership category. This category of membership the Board proposes has:
    - (i) Voting rights with respect to Board Elections, pursuant to replacement/new rule 21(b)(i);
    - (ii) No right to nominate for the Board;
    - (iii) No right to nominate new members;
    - (iii) No eligibility for Long Service Membership for new members;
    - (iv) 7 Day playing rights enshrined in Constitution; and

- (v) Eligibility to win Monthly Medals or Honour Board events.
- (e) To delete the existing categories:
  - (i) Intermediate 6 Day members; and
  - (ii) Junior 6 Day members.

Existing Intermediate 6 Day members will be transferred to either classes of Intermediate 7 Day (18-21 yrs) membership or Intermediate 7 Day (22-25 years) membership, as the case may be.

Existing Junior 6 Day members will be transferred to Junior 7 Day membership.

3. Rule 20 sets out the classes of Ordinary membership of the Club. If the Ordinary classes of membership are to be amended as proposed, it will be necessary to replace existing Rule 20 with proposed new Rule 20.
4. Rule 21 sets out the voting rights of each class of full membership (i.e. Ordinary and Life members). If the Ordinary membership classes are amended as proposed, it necessary to make consequential amendments to Rule 21, and this will be achieved by replacing the existing Rule 21 with the proposed new Rule 21.
5. Rule 23 deals eligibility and playing rights generally for each class of Ordinary membership. If the Ordinary membership classes are amended as proposed, it is necessary to make consequential amendments to Rule 23, and this will be achieved by replacing the existing Rule 23 with the proposed new Rule 23.
6. Rule 35 details which categories of membership have the right to nominate new members. If the Ordinary classes of membership are amended as proposed, it is necessary to make consequential amendments to Rule 35, and this will be achieved by replacing existing Rule 35 with the proposed new Rule 35.
7. If Special Resolution 2 is passed, the proposed annual subscription rates for 2010/2011 are set out in the **attached subscription table**. The subscription rates in the table are indicative only, and the Board may adjust the rates as appropriate, depending on financial requirements.

## **GENERAL NOTES TO MEMBERS**

### *Ordinary Resolution 2*

1. Pursuant to section 41J of the Registered Clubs Act, all Ordinary Members of the Club, and Life Members, are entitled to vote on Ordinary Resolution 2.
2. To be passed, Ordinary Resolution 2 must receive votes in its favour from not less than a simple majority of those members, who being eligible to do so, vote in person at the meeting.

### *Ordinary Resolution 1 & 3*

3. Pursuant to Rule 21(a) of the Club's Constitution, the following classes of members are eligible to vote on Ordinary Resolution 3:
  - (a) Life Members;
  - (b) Financial 7 Day Members of at least 12 months standing;
  - (c) Financial 6 Day Members of at least 12 months standing;
  - (d) Financial 5 Day Members of at least 12 months standing;
  - (e) Financial 3 Day Members of at least 12 months standing;
  - (f) Financial Long Service Members.
4. To be passed, Ordinary Resolution 3 must receive votes in its favour from not less than a simple majority of those members, who being eligible to do so, vote in person at the meeting.

*Special Resolution 1 and Special Resolution 2*

5. Pursuant to sections 9 and 136 of the Corporations Act, to be passed the Special Resolutions must each receive votes in their favour from not less than three quarters of those members, who being entitled to do so, vote in person at the meeting.
6. Pursuant to Rule 21(a) of the Club's Constitution, the following classes of members are eligible to vote on the Special Resolutions:
  - (a) Life Members;
  - (b) Financial 7 Day Members of at least 12 months standing;
  - (c) Financial 6 Day Members of at least 12 months standing;
  - (d) Financial 5 Day Members of at least 12 months standing;
  - (e) Financial 3 Day Members of at least 12 months standing;
  - (f) Financial Long Service Members.
7. As a result of the Special Resolution provisions of the Corporations Act, the Special Resolutions must each be considered as a whole and cannot be altered by motions from the floor of the meeting.

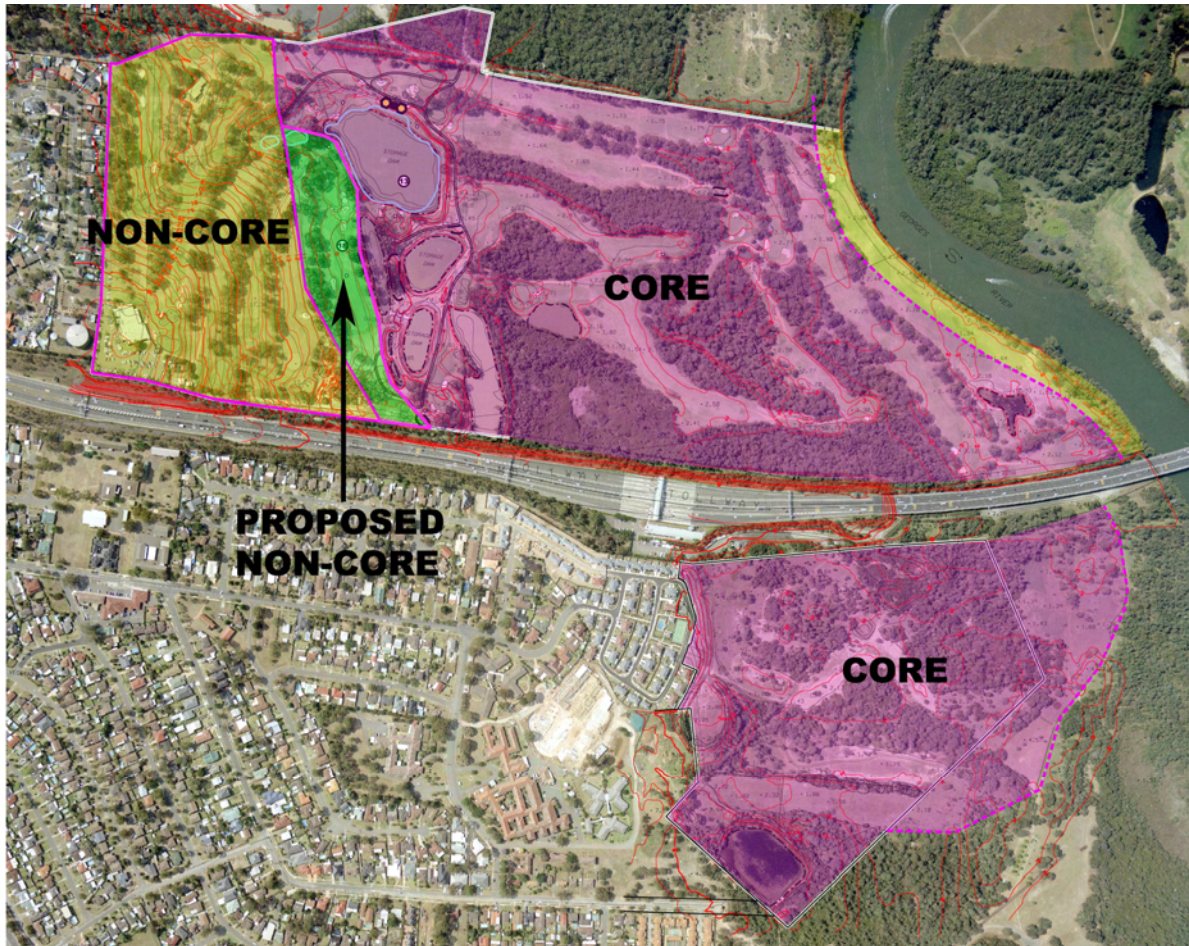
*Generally*

8. Members who are employees of the Club are not entitled to vote and proxy voting is prohibited by the Registered Clubs Act.
9. The Board recommends that members vote in favour of the Ordinary Resolutions and the Special Resolutions.

**By direction of the Board**

**Andrew Terry**  
**General Manager**  
**Dated 9 September 2010**

**PLAN**  
(showing the land referred to in Ordinary Resolution 1  
and Ordinary Resolution 2 marked in green)



## **PRESIDENTS REPORT**

Fellow Members,

On behalf of my fellow Board members I have pleasure in presenting the 2009/10 Annual Report. The Club recorded a loss for the year of \$200,866 which was a marginal improvement on the prior year (Loss \$ 201,464).

The past year presented significant challenges for the Board and the membership as whole, both in economic and seasonal conditions.

Notwithstanding this, I am pleased to announce at the time of this report, the Club has negotiated a major development agreement with Mirvac and obtained member support on August 25<sup>th</sup> which will herald a new future for New Brighton Golf club.

### **Financial Performance.**

The Club revenues grew by 3.7% on the previous year largely thanks to increased patronage being generated by La Bocca Restaurant and an increase in social club activity which reflected positively on the Clubs Bar and Gaming income.

Golf income decreased marginally however a series of weather and mechanical problems experienced over summer resulted in unplanned cost increases which impacted on cash flow.

Substantial costs were incurred throughout the year relating to the ongoing rezoning project in addition to a major change in administration and management staff which resulted in increased employee costs.

### **Golf Course.**

An extreme set of weather and climate conditions experienced in late January and throughout February resulted in significant deterioration in course quality. This situation had a negative impact on both membership activity and social golf numbers as Norm and his staff struggled to repair and restore the greens and course and also resulted in significant additional expense to purchase grass and other materials to restore playing conditions to an acceptable level. Golf membership and activity has continued it's past several years trend and declined at a rate of approximately 10 % which is in line with the Sydney Golf Club rates as published by Golf NSW and efforts are underway to address this situation by the Match & Green committee and Club management.

It would remiss of me not to acknowledge the significant time and contribution by my fellow Board Members throughout year. As you will see by way of the meeting registrar for the year , there was and continues to be a significant number of special meetings as the Club continues to negotiate a successful outcome in regards to the Master Plan and redevelopment proposal for the club.

I would also like to acknowledge and express my appreciation to the members who have supported the Board and myself through a difficult year in regards to playing conditions and the changes in Club administration. Your support is testimony to the character and social fabric of New Brighton .

Finally , to the General Manager and his staff , I express my gratitude for the difficult circumstances they encountered when commencing employment at the start of 2010 and to the tremendous efforts that have set about to generate new club trade and new membership by way of the club promotions and events.

Kind regards

**Ray Wood**  
**President**

## TREASURER'S REPORT

A net loss of \$200,866 was recorded for the financial year ending 30<sup>th</sup> June 2010, compared to the previous year of a \$201,464 loss.

The net loss for this year is made up of the following:

	Year ended 30/06/10	Year ended 30/06/09
Operating Loss	\$224,146	\$254,582
Interest Income	\$23,280	\$53,118

### Clubhouse Operations

The club continued to achieve growth in revenues. Key areas were:

- Bar Sales 12.74% higher than prior year.
- Bar Gross Profit improvement to 56.20% from 50.40%
- Poker Machine Gross Turnover 14.03% higher than prior year.
- Poker Machine Nett Clearances 16.0% higher.
- La Bocca restaurant continued to operate by outside caterers for the full twelve months of this reporting period. This now keeps the financial cost of kitchen to the club at a minimum.
- The decision to re-open the Halfway House and operated by outside caterer will continue to have a positive impact financially, notwithstanding some initial minor operational matters that were resolved.

The increase in clubhouse activity was assisted by the Board's acceptance of Andrew Terry's proposal to focus from February 2010 on ramping up Promotions/Raffles in combination with significantly increased marketing and advertising to promote the club to local residents. These initiatives did impact negatively on the club's finances over the last five months. The challenge for management over the coming months is to modify and tweak promotions but while continually to attract new members and visitors. An immediate opportunity exists as the Georges Fair housing estate comes online with new construction on a daily basis.

### Golf Operations

Mother Nature continues to wreak havoc and this past year was no difference. Given an extremely hot summer and an untimely major irrigation breakdown, the course presentation was not a standard expected of members and social golfers. Then the first weekend in February 200mm of rain falling in the Sydney basin causing significant deterioration to green surfaces, not only at New Brighton but a number of other Sydney Golf Clubs.

In light of the above events, the result from Golf Operations was reasonable with slightly lower revenues while absorbing the additional maintenance costs.

### Membership

Declining golfing membership is an industry wide issue and needs to be addressed in a number of ways. In the past twelve months, the Board's has provided additional resources to reinvigorate and boost course staff morale and hopefully increasing course presentation. Significant debate on membership categories at Board level has taken place and will move forward with some changes, with approval from members in the future.

The Board has also recently approved the investment in new software. The club will be implementing a new website with dedicated secure members only area, internet based timesheets for online tee bookings and new golf competition administration software. The Board accept we must now catch up with modern golf industry practice to help sustain and grow the golf side of the business.

### Administration

It is not often that a business sustains 100% turnover in administration staff inside a six week period, but that is what occurred. Combine this with the fallout after from 2009 Board Elections meant largely the club survived day to day. During this period of uncertainty, a special thanks must go to Paul Wood (former Treasurer) and President Ray Wood for their stewardship and for successfully appointing Andrew Terry as General Manager. Andrew exhibits significant industry knowledge and a skill set that will be extremely valuable to the club over the immediate future.

While only being on the Board for a short period of time, my thanks to Julie McCartney and Sylvie Chaumont for their assistance since beginning employment. Under difficult times and using inefficient software and systems, they

have carried out their duties to the best of their abilities. Continued improvements in accounting practices lead to more timely financial reporting to the Board during the year.

#### Valuations of Land Holdings

The last valuation done on the club's land holdings was in 1999. Since then, the club had purchased the Mirvac/South Land area in 2005. During the year, updated valuations were obtained.

North Land (1999 Valuation) value increased from \$1.985m to \$6m

South Land (2005 at Cost) value decreased from \$2.1m to \$1m

While various judgements can be made with respect to the Mirvac Land purchase, without it, we would not be contemplating any land development opportunities.

#### Capital Expenditure/Cashflow

The club's cash reserves continued to reduce over the past year from \$799K to \$465K due to the operational loss, recurring capital expenditure and land development costs approved by members that were committed to by the previous Board, as disclosed in the 2009 Annual Report.

#### The Future

Thank you to all members following the recent members meeting to support the resolutions put forward and to continuing to support the Board of the day in securing a future for New Brighton Golf Club.

Negotiating, finalising and signing a Project Delivery Agreement with a successful development partner with the support of members before the end of 2010 now becomes a priority.

However, it must be highlighted as at 30<sup>th</sup> June 2010, the club currently carries a Written Down Value of Land Development Costs incurred over the past five to ten years of \$560,000. An accounting judgement based on Impairment will need to be considered in writing off at least part or all of this expenditure in the future, once the club has a secured its future.

I would like to thank all members that have served on the Board over the last year for their commitment to the Club. The past year certainly has required more involvement of Board Members and meetings held. Also, all Course, Clubhouse and Pro Shop are to be commended on their efforts and level of enthusiasm during the year.

I look forward to all members supporting their club.

**Warren Begg**  
**Treasurer**

## **CAPTAIN'S REPORT**

I would firstly like to thank all members for there support in my first year as Captain. Members who just came up to me and said is there anything they can do, e.g. Geoff Cook, Phil Allen, Rod Mousaka just to name a few, you have all made this job a little easier.

To Andrew Terry, Steve, Julie, Sylvie, Susan and Nathan thank you for your help when I asked for help it was given without reservation or argument.

To Barry Morgan, Mitch, Dave, GP, Luke, Bryce and Rob well done in the Pro shop under some difficult circumstances. E.g. New Handicapping., setting up comps, and showing general common sense.

To Norm Foord and his green staff I think goes the biggest praise, when I began as Captain the course was to say the least average and my committees leveled most of the criticism toward Norm. To say he and his staff have turned this around is an understatement. The greens and course generally is the best I've seen since playing here, so roll on spring, again well done Norm.

Last but not least I would like to thank my fellow Directors especially Vice –Captain Ralph Trenear and Warren Begg, without there input and experience my job would be a lot harder.

You all thought that I have forgotten the Ladies, Vicki Wyand –Brooks and Lyndall Francillon there committees input into New Brighton is invaluable and I believe they have organized a Mixed Pennant side for next year, so well done ladies.

On the golf front, it is the first time for home grown winners, The New Brighton Cup winner was our own Darren Shepherd and The Junior New Brighton Cup was Bryce Alexis. The Junior Pennant was gallant in defeat losing by half a match to Cabramatta who were the eventual runners up. The Eric Appley (well managed by Ian Kirk) struck some tough opposition however Jamie Clark did beat the Australian Junior Champion so as you can see tough opposition. Thank you to Laurayne of Davelin Finance for supplying the pink belts and caps for the juniors and thank you to Daniel Hearb from DPH Lawyers for his firm's assistance in supplying the caddy shirts for the mater pennant team.

The Major Pennants; Grant Moody, Geoff Bailey, Darren Shepherd, Matt Jupp, Matt Harvey, Jamie Clark, Cameron Green, Guy Emery, Joe Patorniti, Ian Kirk and Jordan Mullaney ( Rowdy) were in a word outstanding! Well managed by Jeff Emery and Steve Clark. Special mention to Geoff Bailey and Cameron Green who were both undefeated for Cam that's two years in a row. New Brighton were unfortunately defeated in the Final against Carnarvon but this result puts us back were we belong in First Division, I couldn't be more proud. Special mention to Billy Clark who was our rules official well done mate it must be the big bucks we pay you.

The Masters Pennant again competed without any luck coming up against Cabramatta one of those red hot sides. Cliff Taylor did an outstanding job as manager and the boys were able to raise over two thousand dollars via meat raffles etc. to help there cause. Good to see some old faces back as well in Michael Bain and Dave Buxton. This pennant as far as New Brighton is concerned will only get stronger as a variety of our members become seniors. Well done guys.

To our sponsors, we could not have pennant teams without you. Phil Gordon of Merit awards 5 years in a row mate well done and hope you are feeling better. Also to Matt Bramston of Integrated Plumbing, he didn't want a wrap but did provide the Junior and Appley shirts, thanks guys.

We again hosted the Final Qualifying for the Australian Open and later in the year we get it again for the third time. I sign off now but there is one guy that I can't shake hands with Warren Sambrook (Sambo) his efforts with all rep teams bus driving, cadding, mentor, whatever was needed was simply outstanding. A man's man who will be sadly missed.

Yours In Golf  
**Des Young**  
**Captain**

## **VICE PRESIDENTS REPORT**

Dear Members

The board has great pleasure in reporting improved clubhouse trading over the past financial year, with a 3.7% increase in revenue over the previous year, throughout bar trading, poker machine clearances and improved revenue stream coming from improved patronage & bookings from the use of the NBGC function room facility.

The La Bocca Family restaurant continues to have strong patronage throughout the year which also has catering packages which can be provided for your special function in the NBGC function room with all enquires to be referred to the front administration office.

The continuation of our raffles on Friday night & Sunday afternoons are as popular as ever and with the introduction of our new ticketing system and promotions including Tuesday and Wednesday Bingo, Mega Landslide draws & the legendary "Chook Lotto" which has been very successful on a Saturday afternoon after golf, the club has introduced a lot of new social members into the club to provide additional income over the bar.

The Thursday night "Believe It or Not" trivia night also continues to be very popular, with Tuesday & Wednesday poker tournaments still being well supported & providing additional income in what has traditionally been a quiet trading time of the week.

At this time I would like to congratulate & recognise the time & dedication of our new General Manager Andrew Terry and his Staff who have put in to add to the success of the previously mentioned activities and would also like to take this time to thank all the hard work put in by our Club staff & administration throughout the year.

I would like to take this opportunity to thank Terry Stanley and to remind all patrons that the courtesy bus service running from NBGC is there for the use of all members and visitors and all rules and common courtesy should be abided by for the respect of staff and patrons.

Lastly I would like to thank all Members & Directors for their assistance & support in my first year as a board member & look forward to be able to continue to assist in the growth & future development of NBGC in 2010/2011.

**Matt Bramston**  
**Vice President**

## MEMBERSHIP

<b>Membership at</b>	<b>30<sup>th</sup> June 2010</b>	<b>30<sup>th</sup> June 2009</b>
Life	4	4
7 Day Playing	311	329
6 Day Playing	16	25
5 Day Playing	16	20
3 Day Playing	33	39
Long Service	85	86
Intermediate	10	13
Junior	29	32
Cadet	3	5
Country	10	6
Non Playing	12	21
Leave of Absence	9	12
Social Playing Member	41	48
Social	576	683
<b>Total</b>	<b>1155</b>	<b>1323</b>

## OBITUARIES

The Board of Directors on behalf of the club pass on their condolences to the family and friends of members who have passed away in the last twelve months.

## **MAJOR WINNERS (July 2009 to June 2010)**

### **Event**

### **Winner / Winners**

#### **Men's Championship 2009**

A' Grade  
A' Reserve  
B' Grade  
C' Grade

Grant Moody  
Joey Patorniti  
Mark Simpson  
Richard Landon

#### **Matchplay Championship 2009**

A' Grade  
A' Reserve  
B' Grade  
C' Grade

Jordan Mullaney  
Joseph Patorniti  
Scott Deniet  
Paul Cumerlato

#### **Senior Championship 2009**

Des Young

#### **Junior Championship 2009**

Robert Young

#### **Members Foursomes Championship 2009**

A' Grade  
B' Grade  
C' Grade

Grant Moody & Geoff Bailey  
Ken Martin & Jeff Williams  
Bob Hidson & Billy Clark

#### **New Brighton Cup 2009**

Darren Shepherd

#### **Men's Handicap Matchplay Champion 2009**

Greg Purcell

#### **A Bartholomew Memorial Medal of Medals 2009**

Steve Araco

#### **Mixed Foursomes Championship 2010**

Bryce Alexis & Cath Stone

#### **New Brighton Junior Cup 2010**

Luke Alexis

#### **A.E Memorial 'Cock of the Walk-2010'**

Gary Stubbs & Brian Turnbull

#### **George Howell & Jack Taylor Memorial Trophy 2010**

Michael Quinn

#### **Frank Jones Patron's Trophy 2010**

Jeff Emery

#### **Ladies Championship 2009**

Division One  
Division Two

Julie Lidgard  
Elsie Hamilton

#### **Chick of the Walk 2009**

Elizabeth Chong & Patricia Goh

#### **Ladies Handicap Matchplay Championship 2009**

Elsie Hamilton

#### **Ladies Foursomes Championship 2009**

Julie Lidgard & Evelyn Goh

#### **Ladies Medal of Medals 2009**

Megan Frew

**Important Information for Club Members  
(As required, in accordance with the Registered Clubs Act)**

The reporting period for The New South Wales Golf Club Company Limited is 30<sup>th</sup> June 2010

Amendments to the Registered Clubs Act, the Secretary is required to keep a register detailing the following information. On application in writing to the Secretary, a member can request and view this register.

Section 41C

Disclosure of Interests of Directors in Contracts with the club

Section 41D

Financial Interests in Hotels of Directors and staff

Section 41E and F

Gifts to Directors and Staff

Section 41H

Top Executive Remuneration

Overseas Travel

Loans to Staff

Contracts approved by the Board where a Director or Top Executive has a pecuniary interest

Employees related to Directors and Top Executives

Payments to Consultants

Details of settlements paid by the club to directors or employees

Legal Fees paid by the club to directors or employees

Gaming Machine Profit

Core/Non-Core Land Holdings

On the 26th August 2009, the members approved an approximate 40m corridor along the Georges River of the current 15th hole as "Non-Core" for the purposes of any land swap arrangements with Liverpool Council to acquire additional land south of the M5 freeway.

On the 25th August 2010, the members approved approx 13.5ha of land as Non-Core for the purposes of land development.

A plan of all currently identified Core and Non Core land holdings as at balance date, are available on request from the General Manager.



# **NEW BRIGHTON GOLF CLUB LIMITED**

## **Concise Financial Report**

For the year ended 30 June 2010



**NEW BRIGHTON GOLF CLUB LIMITED** a company limited by guarantee  
A.B.N. 19 000 032 137

**Contents** for the year ended 30 June 2010

---

Directors' Report

Independent Audit Report

Directors' Declaration

Statement of Comprehensive Income

Statement of Financial Position

Statement of Changes in Equity

Cash Flow Statement

Notes to the Concise Financial Statements

Discussion & Analysis of the Financial Statements



**Directors' Report** for the year ended 30 June 2010

---

The Directors present their report together with the financial statements of New Brighton Golf Club Limited for the financial year ended 30 June 2010.

**Directors**

The names of each person who has been a director up to 30 June 2010.

Ray Wood	Hugh Gilchrist	Ralph Trenear
Matthew Bramston	John Hassett	Kevin White
Warren Begg	Desmond Young	Paul Wood

**Principal Activities**

The principal activities of the company during the course of the financial year was the operation of a registered club and golf course operation.

**Review of Operations**

The net loss of the company was \$200,866. The Club is not subject to income tax as they are exempt under the Income Tax Assessment Act.

**Significant Changes in State of Affairs**

In the opinion of the Directors, there were no significant changes in the state of affairs of the company that occurred during the year which is not otherwise disclosed in this report or financial statements.

**After Balance Date Events**

No matter of a material nature has arisen in the interval between the end of the financial year and the date of this report which has significantly effected the operations of the company.

**Likely Developments**

Likely developments in the operations of the company and the expected results of those operations in the future financial years are as follows:

1. The Board of Directors have approved the expenditure of \$25,000 to implement a new website, online tee bookings, membership and golf competition software.  
It is planned this software will be rolled out in the 2nd half of 2010.
2. The Board of Directors have approved to replace the club's fleet of 25 Electric Carts with 25 Yamaha petrol carts, subject to obtaining leasing finance.  
The principal cost, before trade in, is valued at \$181,000.
3. At a General Meeting held on Wednesday 25th August, the Members approved
  - (a) In accordance with s41J of the Registered Clubs Act, to declare Core and Non-Core Land holdings of the club.
  - (b) In accordance with the Club's Articles, to approve/dispose of approx 13.5ha of non-core land for the purposes of land development.
4. At a Board Meeting on the 10th August, the Board of Directors entered into a non-binding Memorandum of Understanding with Mirvac Funds Limited that offers a 12 week period of exclusivity for both parties to complete due diligence and proceed towards securing a Project Delivery Agreement. It is anticipated the club will incur approximately \$30,000 in costs.  
All other consultants and legal fees the club is expected to incur have been contracted on a contingent success fee basis.

**Environmental Issues**

Under both Commonwealth and State legislation the Club is subject to various environmental law and regulations. The Directors are not aware of any environmental issues or non-compliance which would materially affect the Club.



**NEW BRIGHTON GOLF CLUB LIMITED** a company limited by guarantee  
A.B.N. 19 000 032 137

## **Directors' Report** for the year ended 30 June 2010

---

### **Proceedings on Behalf of the Entity**

No person has applied for leave of Court to bring proceedings on behalf of the company or intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or any part of those proceedings.

### **Dividends and options**

The company is a company limited by guarantee and accordingly no dividend has been paid or declared during the year.

### **Information on Directors**

#### Warren BEGG

Member of Club Board since 19th December 2009  
Finance Manager  
December 2009 – June 2010

#### Matthew BRAMSTON

Member of Club Board since October 2009  
Self - Employed  
October 2009 – June 2010

#### Hugh GILCHRIST

Member of Club Board since July 1998  
Retired – Club Voluntary Worker  
July 2009 – June 2010

#### John HASSETT

Member of Club Board since October 2009  
Retired  
October 2009 – June 2010

#### Ralph TRENEAR

Member of Club Board since April 2008  
Company Director  
July 2009 – June 2010

#### Kevin WHITE

Member of Club Board since October 2008  
Officer - Australian Armed Forces  
July 2009 – April 2010

#### Paul WOOD

Member of Club Board since October 2009  
Accountant  
October 2009 – June 2010

#### Ray WOOD

Member of Club Board since October 2009  
Marketing Manager  
October 2009 – June 2010

#### Desmond YOUNG

Member of Club Board since October 2009  
Finance Consultant  
October 2009 – June 2010



**Directors' Report** for the year ended 30 June 2010

**Meetings of Directors**

Attendances were:

Director	Board		Executive		Match		Special		House	
	Eligible	Attended	Eligible	Attended	Eligible	Attended	Eligible	Attended	Eligible	Attended
Warren Begg	9	7	1	1	9	6	8	6	8	7
Mathew Bramston	9	9	9	9	8	6	8	5	8	8
Ray Byles	3	3								
Graham Childs	3	3	3	3						
Geoff Cook	3	1	3	3	3	3				
Scott Curran	6	3								
Hugh Gilchrist	12	10			9	6	8	5	5	4
John Hassett	9	8					8	7	8	7
Dennis Lyons	3	2	3	3						
Ralph Trenear	12	11			9	6	8	8		
Kevin White	8	3			3	3	3	1		
Mark Williamson	3	3	3	3						
Paul Wood	8	8	8	8	8	8	7	7		
Ray Wood	9	9	9	9	9	9	8	8	8	6
Des Young	9	6	9	6	9	5	8	8		

**Indemnification Officers or Auditor**

The company has not, since the end of the previous financial year, in respect of any person who is or has been an officer or auditor of the company or a related body corporate:

- (i) indemnified or made any relevant agreement for indemnifying against a liability, including costs and expenses in successfully defending legal proceedings; with the exception of the following matters:


During or since the financial year the company has paid premiums to insure each of the directors listed in this report against liabilities for costs and expenses incurred by them in the defending any legal proceedings arising out of their conduct while acting in the capacity of the director of the company, other than conduct involving a wilful breach of duty in relation to the company. The amount of the premium was \$3,237.30

**Auditor's Independence Declaration**

The lead auditor's independence declaration for the year ended 30 June 2010 has been received and can be found in the attached auditor's independence declaration.

This report is in accordance with the resolution of the Directors:

  
\_\_\_\_\_  
Ray Wood  
Director

  
\_\_\_\_\_  
Warren Begg  
Director

Dated this 9th day of September 2010.



## BCP Accounting & Business Advisors

ABN 28 529 642 805

A MEMBER OF BCP GROUP SERVICES

CAMPBELLTOWN

P.O. Box 417

Campbelltown, NSW, 2560

Suites 1-8, Kellicar Lane

Macarthur Square, Gilchrist Drive

T (02) 4625 7711 F (02) 4628 4364

E [bcp@bcpgroupservices.com.au](mailto:bcp@bcpgroupservices.com.au)

I [www.bcpgroupservices.com.au](http://www.bcpgroupservices.com.au)

### INDEPENDENT AUDIT REPORT TO THE MEMBERS OF NEW BRIGHTON GOLF CLUB LIMITED

#### Report on the concise financial report

The accompanying concise financial report of New Brighton Golf Club Limited comprises the balance sheet as at 30 June 2010, the income statement, statement of changes in equity and cash flow statement for the year ended and related notes, derived from the audited financial report of the New Brighton Golf Club Limited for the year ended 30 June 2010, and discussion and analysis. The concise financial report does not contain all the disclosures required by the Australian Accounting Standards.

#### Directors' responsibility for the concise financial report

The directors are responsible for the preparation and presentation of the concise financial report in accordance with Accounting Standard AASB 1039: Concise Financial Reports (including the Australian Accounting Interpretations), statutory and other requirements. This responsibility includes establishing and maintaining internal control relevant to the preparation of the concise financial report; selecting and applying the appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

#### Auditor's responsibility

Our responsibility is to express an opinion on the concise financial report based on our audit procedures. We have conducted an independent audit in accordance with Australian Auditing Standard, of the financial report of New Brighton Golf Club Limited for the year ended 30 June 2010. Our audit report on the financial report for the year was signed on 9 September 2010 and was not subject to any modifications. The Australian Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report for the year is free of material misstatement.

Our procedures in respect of the concise financial report included testing that the information in the concise financial report is derived from, and is consistent with, the financial report for the year, and examination on a test basis, of evidence supporting the amounts, discussion and analysis, and other disclosures which were not directly derived from the financial report for the year. These procedures have been undertaken to form an opinion whether, in all material respects, the concise financial report complies with Accounting Standard AASB 1039: Concise Financial Reports and whether the discussion and analysis complies with the requirements laid down under AASB 1039: Concise Financial Reports.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Partners

Bill Croker, F.C.A.

Rob Burns, B. Bus, C.P.A., J.P.

Tim Bryan, B.Com, C.A.

Tony Eagar, B. Bus, F.C.P.A., F.T.I.A., J.P.

Peter Campbell, B.Com, C.P.A.

#### Client Managers

Daniel Kuchta, B.Com, C.A.

Lidija Kitinovski, B.Bus, C.P.A., J.P.

Adam Quinn, B. Com

Dylan Barry, B. Com

Michelle Muscat, B. Bus



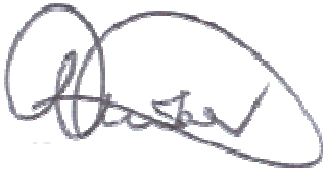
Liability limited by a scheme approved  
under Professional Standards Legislation.

**Independence**

In conducting our audit, we have complied with the independence requirements of the Corporations Act 2001. We confirm that the independence declaration required by the Corporations Act 2001, provided to the directors of New Brighton Golf Club Limited would be in the same terms if provided to the directors as at the date of this auditor's report.

**Audit opinion**

In our opinion, the concise financial report including the discussion and analysis of New Brighton Golf Club Limited for the year ended 30 June 2010 complies with Accounting Standard AASB 1039: Concise Financial Reports.

**BCP Accounting & Business Advisors**A handwritten signature in dark ink, appearing to read 'W. Croker', enclosed within a large, loopy oval scribble.

**William Croker**  
**Campbelltown**

Dated this 9<sup>th</sup> day of September 2010.



**NEW BRIGHTON GOLF CLUB LIMITED** a company limited by guarantee  
A.B.N. 19 000 032 137

**Directors' Declaration** for the year ended 30 June 2010

---

The Directors of the company declare that:

1. The financial statements and notes are in accordance with the *Corporations Act 2001*, and
  - (a) comply with Accounting Standards and the Corporations Regulations 2001, and
  - (b) give a true and fair view of the company's financial position at 30 June 2010 and of its performance and cash flows for the year ended on that date.
2. In the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with the resolution of the Directors:

---

**Ray Wood**  
Director

---

**Warren Begg**  
Director

Dated this 9th day of September 2010.



**NEW BRIGHTON GOLF CLUB LIMITED** a company limited by guarantee  
A.B.N. 19 000 032 137

**Statement of Comprehensive Income** for the year ended 30 June 2010

	Note	2010 \$	2009 \$
Other revenue	2	4,792,115	4,624,736
Changes in value of inventories		(653)	(3,903)
Purchases of trading stock		(354,911)	(510,794)
Employee benefits expense and on costs		(1,277,110)	(1,357,488)
Depreciation and amortisation	3	(319,099)	(287,311)
Finance costs	3	(71,320)	(77,044)
Other expenses	3	<u>(2,969,888)</u>	<u>(2,589,660)</u>
<b>Loss before income tax</b>		(200,866)	(201,464)
Income tax expense		<u>-</u>	<u>-</u>
<b>Loss after income tax</b>		<b><u>(200,866)</u></b>	<b><u>(201,464)</u></b>
<b>Other comprehensive income</b>			
Net gain on revaluation of land		<u>2,904,833</u>	<u>-</u>
<b>Other comprehensive income for the year</b>		<b><u>2,904,833</u></b>	<b><u>-</u></b>
<b>Total comprehensive income for the year</b>		<b><u>2,703,967</u></b>	<b><u>(201,464)</u></b>
Loss attributable to members of the entity		<u>(200,866)</u>	<u>(201,464)</u>
Total comprehensive income attributable to members of the entity		<u>2,703,967</u>	<u>(201,464)</u>

The accompanying notes form part of these financial statements



**NEW BRIGHTON GOLF CLUB LIMITED** a company limited by guarantee  
A.B.N. 19 000 032 137

**Statement of Financial Position** as at 30 June 2010

	Note	2010 \$	2009 \$
<b>CURRENT ASSETS</b>			
Cash and cash equivalents		465,421	798,950
Trade and other receivables		28,121	13,507
Inventories		21,404	20,751
Other current assets		21,840	24,479
<b>Total current assets</b>		<b>536,786</b>	<b>857,687</b>
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		10,014,651	7,134,196
<b>Total non-current assets</b>		<b>10,014,651</b>	<b>7,134,196</b>
<b>Total assets</b>		<b>10,551,437</b>	<b>7,991,883</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables		339,112	367,086
Short term borrowings		191,272	153,681
Short term provisions		61,999	86,550
<b>Total current liabilities</b>		<b>592,383</b>	<b>607,317</b>
<b>NON-CURRENT LIABILITIES</b>			
Long term borrowings		517,880	638,530
Long term provisions		89,555	98,434
<b>Total non-current liabilities</b>		<b>607,435</b>	<b>736,964</b>
<b>Total liabilities</b>		<b>1,199,818</b>	<b>1,344,281</b>
<b>Net assets</b>		<b>9,351,619</b>	<b>6,647,602</b>
<b>Represented by</b>			
<b>EQUITY</b>			
Reserves		5,069,127	2,164,244
Retained profits		4,282,492	4,483,358
<b>Total equity</b>		<b>9,351,619</b>	<b>6,647,602</b>



**NEW BRIGHTON GOLF CLUB LIMITED** a company limited by guarantee  
A.B.N. 19 000 032 137

**Statement of Changes in Equity** for the year ended 30 June 2010

	<b>Revaluation Surplus</b>	<b>Retained Earnings</b>	<b>Total</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>Balance at 1 July 2008</b>	2,164,244	4,684,822	6,849,066
Loss attributable to the entity	-	(201,464)	(201,464)
Total other comprehensive income	-	-	-
<b>Balance at 30 June 2009</b>	2,164,244	4,483,358	6,647,602
Loss attributable to the entity	-	(200,868)	(200,868)
Total other comprehensive income	2,904,883	-	2,904,883
<b>Balance at 30 June 2010</b>	<b>5,069,127</b>	<b>4,282,490</b>	<b>9,351,617</b>



**NEW BRIGHTON GOLF CLUB LIMITED** a company limited by guarantee  
A.B.N. 19 000 032 137

**Cash Flow Statement** for the year ended 30 June 2010

	Note	2010 \$	2009 \$
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
Receipts from members and customers		4,751,603	4,651,529
Payments to suppliers and employees		(4,664,180)	(4,527,666)
Interest received		<u>23,280</u>	<u>53,118</u>
<b>Net cash generated from operating activities</b>		<b><u>110,703</u></b>	<b><u>176,981</u></b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
Proceeds from sale of property, plant and equipment		4,818	-
Payment for property, plant and equipment		<u>(294,672)</u>	<u>(286,539)</u>
<b>Net cash used in investing activities</b>		<b><u>(289,854)</u></b>	<b><u>(286,539)</u></b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Repayment of finance lease commitments		(245,243)	(219,553)
Increase in finance lease commitments		<u>90,865</u>	<u>-</u>
<b>Net cash used in financing activities</b>		<b><u>(154,378)</u></b>	<b><u>(219,553)</u></b>
Net decrease in cash held		(333,529)	(329,111)
Cash at the beginning of the financial year		<u>798,950</u>	<u>1,128,061</u>
<b>Cash at the end of the financial year</b>		<b><u>465,421</u></b>	<b><u>798,950</u></b>

The accompanying notes form part of these financial statements



**NOTE 1 BASIS OF PREPARATION OF THE CONCISE FINANCIAL REPORT**

The concise financial report is an extract for the full financial report for the year ended 30 June 2010. The concise financial report has been prepared in accordance with Accounting Standard AASB 1039: Concise Financial Reports, and the Corporations Act 2001.

The financial statements, specific disclosures and other information included in the concise financial report are derived from and are consistent with the full financial report of New Brighton Golf Club Limited. The concise financial report cannot be expected to provide a detailed understanding of the financial performance, financial position and financing and investing activities of New Brighton Golf Club Limited as the full financial report.

A full financial report and auditor's report will be sent to members free of charge on request.

	2010 \$	2009 \$
<b>NOTE 2 REVENUE</b>		
Gain on disposal of non current assets	4,818	-
Bar sales	812,589	720,780
Function room income	71,738	74,159
Catering sales	-	187,002
Poker machine clearances	2,386,527	2,092,900
Green and competition fees	537,436	546,468
Subscriptions	526,544	591,517
Lease income	67,017	49,239
Golf cart revenue	173,402	176,508
Interest received from financial institutions	23,280	53,118
Insurance proceeds	-	5,400
Other income	188,764	127,645
<b>Total revenue</b>	<b>4,792,115</b>	<b>4,624,736</b>
<b>NOTE 3 PROFIT</b>		
<b>(a) Expenses</b>		
<b>Depreciation and Amortisation</b>		
Building - at valuation	18,504	18,504
Building and improvements - at cost	117,985	147,146
Course improvements - at cost	23,829	23,588
Plant & equipment - at cost	103,070	53,033
Furniture and fittings -at cost	33,269	28,364
Poker machines - at cost	21,997	16,144
Motor vehicles - at cost	445	532
<b>Total Depreciation and Amortisation</b>	<b>319,099</b>	<b>287,311</b>
<b>Finance costs - External</b>	<b>71,320</b>	<b>77,044</b>
<b>Auditor's Remuneration</b>		
Auditing the accounts	12,000	13,500
Other Services	4,467	1,565
<b>Total Auditor's Remuneration</b>	<b>16,467</b>	<b>15,065</b>



	2010 \$	2009 \$
<b>NOTE 3 PROFIT (Continued)</b>		
<b>Other Expenses</b>		
Administration expenses	572,921	484,903
Bar expenses	36,543	31,843
Function expenses	38,116	-
Catering	-	14,150
Course expenses	325,342	308,662
Golf cart expenses	19,238	13,501
Poker machine payouts	1,646,884	1,455,304
Poker machine expenses	28,960	33,625
Other expenses	285,417	232,607
<b>Total Other Expenses</b>	<b><u>2,969,888</u></b>	<b><u>2,589,660</u></b>

**NOTE 4 RELATED PARTY TRANSACTIONS**

Transactions between related parties are on normal commercial terms and conditions are no more favourable than those available to other persons unless otherwise stated. Related party transactions are as follows:

Desmond Young - Director, Payment for Club Marketing	-	1,500
Jumbuck Meats NSW Pty, Ray Wood, Director		
- Purchase of meat supplies	72,394	78,043

**NOTE 5 CAPITAL & LEASING COMMITMENTS**

**(a) Hire purchase commitments - equipment**

Payable		
Within twelve months	242,852	219,519
Between two & five years	591,542	662,475
Greater than five years	-	88,285
Minimum payments	834,394	970,279
Future finance charges	(125,242)	(175,070)
<b>Total liability</b>	<b><u>709,152</u></b>	<b><u>795,209</u></b>



### **Statement of Comprehensive Income**

The Company's total revenue has increased by \$167,379 which is a 3.62% increase as compared to last year (2009: revenue increased by \$281,643 or 6.48%). The net loss before income tax of \$200,866 is an improvement of 0.30% compared to last years net loss before income tax of \$201,464. Excluding interest received from term deposits and adding back depreciation expense, the Club returned a surplus of \$94,953 (2009:surplus of \$32,729).

Individual items that have impacted the 2010 results include:

- Poker machine clearances increased by \$293,627 (14.03%)
- Poker machine payouts increased by \$191,580 (13.16%)
- Net poker machine income increased by \$102,047 (16.01%)
- Bar sales increased by \$91,809 (12.74%)
- Subscription income decreased by \$64,973 (10.98%)
- Interest received decreased by \$29,838 (56.17%)
- Employee benefits expense and on costs decreased by \$80,378 (5.92%)
- Depreciation and amortisation charged increased by \$31,788 (11.06%)
- Finance costs decreased by \$5,724 (7.43%)

### **Balance Sheet**

The Company's net assets have increased by \$2,704,017 (40.68%) since the previous year.

Significant items which have had an impacted on the increase in net assets include:

#### **Current Assets**

Current assets decline by \$320,901 compared to last year and was largely a result in a decline in cash.

#### **Non Current Assets**

Non current assets increased by \$2,880,455 compared to last year. The main reasons for the increase are:

- During the year the club's land was revalued which resulted in a net increase in value of \$2,904,883.
- New plant and equipment acquired amounted to \$294,699.
- Depreciation on property plant and equipment amount to \$319,099

#### **Current Liabilities**

Current liabilities have decrease by \$14,934. The main reasons for the decline are:

- Short term borrowing have increased by \$37,591 as final residual payouts for finance agreements due next year moving from non current liabilities to current term liabilities.
- One new equipment finance arrangement was entered into during the year.
- Current leave entitlements have decline by \$24,551 as a result of the resignation of long term staff.

#### **Non Current Liabilities**

Non current liabilities have decrease by \$129,529. The main reasons for the decline are:

- Non current leave entitlements have decline by \$8,879 with the resignation of long term staff.
- Long term borrowing have declined as the Club continues to repay its loans.
- One new equipment finance arrangement was entered into during the year.

### **Statement of Cash Flows**

Net cash from operations contributed \$110,703 to the club's bank balance.

Net cash used in investing activities was \$289,854 and primarily related to the purchase of new equipment.

Net cash used for financing activities was \$154,378 and related to the repayment of the finance facilities and funds received from the one new finance facility entered into during the year.

Overall, net cash decreased by \$333,529 during the year, compared to a decrease in cash in the previous year of \$329,111.