

SKI-LIB ALPINE CLUB CO-OPERATIVE LIMITED

59th Annual General Meeting

Minutes of Meeting

In person at Conochie Hall 28th March 2023

Call to order

Geoff Thorp opened the 59th Annual General Meeting of Ski-lib Alpine Club Cooperative Limited at 6:50pm on 28 March 2023.

1. Attendance/Apologies

Present:

Geoffrey Thorp (Chair), Emma Appleton, Bryce McLean, Paul Hogg, Mark Besley, Damien Sandy, Anne-Marie Hyde, Bambi McLean, Breanna Baird, Cindy Harris, David Burrows, David Ogilvy, Graham O'Keefe, Grant Appleton, Jennifer Ogilvy, Judith Horton, Karen Goodfellow, Kaye Lorraine, Kersten Ross, Konrad Cibis, Kurtis Baird, Margaret O'Keefe, Robert Lorraine, Ronald Franke, Semra Tirli-Bennet, Shane McInnes, Stephen Green, Stuart Hosking, Stuart Orr, Timothy Horton, Tracey Baird, Trudee Anderson

Special Guest: Emeritus Member Niel Grieg

Apologies:

Adrienne Williamson, Alan Castleman, Alison Fincher, Beverley Castleman, Cecily Thorp, Charmaine Hosking, Christina Green, Cody Hogg, Dorothy Brydon, Elaine Bird, Emma Hogg, Fergus Ross, Frank Bugeja, Fred Blochlinger, Helen Tribe, Karyn Bugeja, Lysbeth Haigh, Malcolm Ross, Manfred Pichler, Maree Cibis, Mark Franke, Matthew Bird, Nadia Carlin, Nerida Mosley, Patricia Franke, Raymun Ghumman, Robert Brydon, Rupert Johnston,

Eligible Members: 178 members eligible to attend and vote.

Members Present: 32

Quorum: 18 in person including the board.

Quorum declared: YES

Welcome to all, a special mention of Neil and Joy Grieg, both founding members and office holders for many years.

Reminder to please sign in to assist with attendance records.

2. Confirmation of Minutes of the prior Annual General Meeting & Matters Arising

Motion	<i>That the Minutes of the 58th Annual General Meeting held on 24th March 2022 be accepted as read.</i>				
Matters Arising	No matter arising				
Moved	Trudee Anderson	Seconded	Tracey Baird	Result	Carried

3. Board Reports & Financial Statements

- a. Chairman’s Report – [2022 Chairmans Report March-23.docx](#)
- b. Treasurer’s Report – [2022 YrEnd Treasurers Report March-23.docx](#)

Motion	<i>That the Reports and Financial Statements from the Board and the Auditors be received.</i>
Matters Arising	<p>No matters specific to financials were raised.</p> <p>Questions from the floor as follows</p> <p>Q - Konrad Cibis – If SkiLib were to wind up how would distribution of assets impact our tax-exempt status.</p> <p>A - Karen Goodfellow – it does not impact The Club’s tax-exempt status. Can distribute proceeds to members in the event that the co-op is closed. Cannot distribute to members whilst Co-op is operating.</p> <p>David Burrows – do we have any idea as to how much cost of utilities, such as electricity and gas will go up this year? Bryce McLean – expectations are 20-30%</p> <p>Q - Dave Ogilvy – were there any trends in the public booking increase? 1-night bookings, etc. A – Mark Besley - Across the board increases were observed. We stopped 1-night bookings early in the season from Mt Buller Holidays.</p> <p>Q – Kersten Ross – do we think 1-night bookings in summer are a good thing? A – Mark Besley – OK for summer, not supported for agent bookings for winter, but during summer the demand is not as high as that in winter and therefore can be managed by the Lodge Manager and has minimal impact on member amenity.</p> <p>Q – Kersten Ross – Are our rates comparable to other lodges on the mountain A – Mark Besley – yes, we baseline against other lodges.</p> <p>Q – Bob Lorraine – what is the expectation for development \$ for the lease renewal? A – Geoff Thorp – we will address this later in the meeting.</p>
Moved	Kersten Ross Seconded Grant Appleton Result Carried

4. Re-appointment of Auditor

Motion	<i>That Collins and Co. of 127 Paisley Street, Footscray Vic 3011 be re-appointed as auditors for the 2021 financial year of SkiLib Alpine Club Co-operative Ltd.</i>				
Matters Arising	None				
Moved	Konrad Cibis	Seconded	Bob Lorraine	Result	Carried

5. Election of Directors

Motion	<i>Directors Geoff Thorp, Damien Sandy and Bryce McLean retire by rotation and being eligible are all seeking re-election. Given the number of nominations received matches the number of available positions, no vote is required, and these directors are re-elected for a further term.</i>				
Matters Arising	None				
Moved	Kurtis Baird	Seconded	Kersten Ross	Result	Carried

6. Directors Remuneration

The Chair noted that the Directors' remuneration pool of 15,000 is distributed amongst directors, as determined by the board. In accordance with practice over recent years, remuneration is paid as work party credits.

Motion	<i>The Chair proposed that the Directors' remuneration remain unchanged at \$15,000.</i>				
Matters Arising	None				
Moved	Tim Horton	Seconded	Stuart Hosking	Result	Carried

7. Special Business

Lease Renewal – Mt Buller

- Current lease was signed in 1993 for 33 years
- Ends 16 December 2028
- Renewal process can take 3-5 years
- Cost expectations are in the \$100k - \$450k range to maximise the possible lease renewal period
- Well positioned due to strength of the club both financially and socially on the mountain.
- There is an 8 Step process for lease renewal
- Clear criteria set out for preparation of a business case

Konrad Cibis – understand that there is a substantial investment outlined in the business plan presented to the RMB, will the members be able to vote on the proposal as the money is member's money.

Geoff Thorp - We have engaged BGSM to undertake a building surveyor report in aligned with the lease renewal process.

- The report outlines a number of requirements that are mandatory that need to be address as a low water mark.
- These recommendations are predominantly legislative and government minimum requirement to secure a lease.

Q - Bob Lorraine – Dave Flanders is a building surveyor have we engaged him?

A – Damien Sandy– we are aware of David's skills and will reach out to him as appropriate.

Q – Ron Franke – will there be any demolition required?

A – Geoff Thorp – we do not foresee any demolition to meet the minimum requirements?

Q – Cindy Harris – do we know how we stack up against the minimum standard?

A – Geoff Thorp – we were surprised with the size of the GAP between where we are vs the minimum standard. We are better placed than other lodges, and we will be critically reviewing these requirements as we move forward.

Q – Cindy Harris – Will much of this work require external contractors or can it be done via work parties.

A – Geoff Thorp – Majority of the work is compliance related and we will employ external contractors. Very little will be achieved by work parties.

Q – Stuart Orr - What types of extra developmental areas are required to get extra time on the lease? Are we looking at a greater level of accommodation?

A – Geoff Thorp a score of 6 across all categories gets you 30 years, to get more, we need to increase the score. Not clear at this stage. Further engagement is necessary with RMB and consultants to understand the requirements and investment to secure a longer lease term.

Q – Konrad Cibis – does the RMB have any building standards requirements including cladding etc that need to be addressed?

A – Geoff Thorp – Yes – building standards must be met, with other requirements being identified as the review process progresses.

Q – Bob Lorraine – does the report require that we need to install a fire sprinkler system? Do these need to be installed in the rooms?

A – Geoff Thorp – a number of items were identified, and we are looking into these further. We are not sure what needs to be completed vs nice to have.

The lease renewal process can be found at <https://www.rmb.mtbuller.com.au/leasing>

Membership Updates

- Large volume of share sales and transfers to refresh the membership base.
- Family refresh with children of existing member families becoming shareholders.
- We will look to review the sale process to support an impartial process
- We will look to have an IT solution to facilitate an auction without board involvement other than communication.
- Pricing is market driven and the board do not suggest pricing.

Q – Kersten Ross - “Can we look to have existing shareholders family members have last right of refusal before a non-member has the opportunity to buy”

A – Paul Hogg – not sure that as a club we are able to prescribe who a member can sell a share to. Shares are freely tradable securities that can be sold to any approved applicant.

The board will take into account this question and review the share sale process.

Q – Ann-Maree – is there anywhere on the website to see if there is a share available for sale?

A – Paul Hogg – Not at this stage

Q – Kersten Ross – is there an ability for a shareholder to own more than one share?

A – Paul Hogg / Bryce McLean – there is a policy decision that this is not available at this time.

Q – David Ogilvy - what happens if a members child turns 18 during the season?

A – Geoff Thorp – we have to look at this as current rules would apply.

Q - Bob Lorraine – in 1980 the club issued a new shares @\$8000 per share, then split in 1983. How can shares still be selling for less than asset value. How do we increase the value of this share?

A – Geoff Thorp - Good question and difficult to answer. The sellers and buyers negotiate their own prices.

Bryce McLean – Eulogy for Mike Stockdale, He was a great founding member, who was a active in the development of the club and project managed the first lodge building. As his health declined, he sold his shares to Karen Goodfellow and Emma Appleton.

Neil Grieg – Mike Stockdale created the Skilib logo.

Mt Buller Update

Q - Steve Green – will the games room retain the couch and TV?

- What are our plans for the Mezanine floor? How are we going to use this with a better outcome? In summer also reported that it was too hot. Gets very hot in all seasons? Air conditioning?

A – Geoff Thorp – plans for the Mezanine will be included in the lease renewal process. The corporate user that used the mezanine in summer reported that it was too hot too. We will look into this.

Falls Creek Update

- *Cladding* - engineers report has been completed, process to review with management board, quotes and funding.
 - Expectation is 3+ years prior to cladding, will look to install double glazing done at the time.
- *Landslide / Access to Falls Creek*
- *Delayed planned works due to limited access including glass shower screens etc.*
- *Sinking fund – being allocated via the annual body corp. fees ~\$4k per year*

Comment - Konrad – would be good to put insulation in the roof.

Q – Tracey Baird - what is the impact of the building insurance relating to cladding?

A – Bryce McLean – insurance has increased for building. Increase by ~30%

Booking Office

Mark Besley – special thanks to Bambi, and a vote of thanks for Trudee for last winter as she was on hand to assist with guest queries and needs

Kaye - Vote of thanks for Trudee for last winter as she helped make the club work.

- Weekends are really full.
- A number of school groups are booked in
- Summer - No bookings at Falls Creek
- Winter – Falls Creek booked from start July – September with member bookings being high.
- Member rates are kept at current rates.
- Public rates increased by 13%

The Board approved that the Work Part Credits to be increased from \$15 - \$20 per hour.

Comment – Konrad – will the lease renewal process take into account the environment and electrification?

9. Meeting Close

Geoff Thorp adjourned the meeting at 8:20pm.

Minutes submitted by: Damien Sandy



Signed as a true and correct record of proceedings

Minutes approved by: Geoff Thorp, Chairman