



Minutes of the RNSWCC Ltd Annual General Meeting 1 November 2017

MINUTES for the Annual General Meeting of Members held Wednesday 1 November 2017 at 7.28pm in the Amenities Building, The Bill Spilstead Complex for Canine Affairs, 44 Luddenham Road, Orchard Hills.

The Chair welcomed all Directors, Members and Staff to the 2017 RNSWCC Annual General Meeting.

The Chair requested members be upstanding for 1 minute silence in memory of the Dogs NSW members who have passed away in 2016/2017.

The Chair welcomed the Directors Elect, Mrs C Rafton, Mr R Harbin & Dr K Hedberg BVSc, who take up Office at the closure of tonight's meeting.

The Chair farewelled retiring Board of Directors, Mrs E Gunter, Mr F Hession & Mrs M Wheeler, thanking them for their service to Dogs NSW.

The Chair welcomed Mr Daniel Kuchta, Auditor.

The Chair introduced Miss Rebecca Kal as the CEO's new Personal Assistant.

1. PRESENT	Mrs L Brown	Director
	J Sheppard	Director
	Mr E Pickering	Director
	Miss V Etherington OAM	Director
	Mrs L Brand	Director
	Mr R Britten	Director
	Mr M Arthur	Director
	Mr G Spagnolo	Director
	Mrs N Keck	Director
	Mr F Hession	Director (Outgoing)
	Mrs M Wheeler	Director (Outgoing)
	Mr R Harbin	Director-elect (Incoming)
	Dr K Hedberg BVSc	Director-elect (Incoming)
	Mrs C Rafton	Director-elect (Incoming)
	Mrs V Gagan-Wilson	Chief Executive Officer
	Miss R Kal	Personal Assistant
	Mr D Kuchta	Auditor, Kelly & Partners

A total of 42 Members present, a list of whom appears in the Minute Book and which includes the above Directors.

Director G Spagnolo arrived @ 7.34pm.



Minutes of the RNSWCC Ltd Annual General Meeting 1 November 2017

- 2. APOLOGIES** Director J Seary
Director E Gunter (Outgoing)
Mr M Gunter
Mr K Keck
Miss K Galbraith
Mrs P Thomas

MOVED D Crofts

SECONDED T Mangan

THAT the apologies be received.

CARRIED

3. CONFIRMATION OF THE MINUTES

MOVED W Wickens

SECONDED D Crofts

THAT the Minutes of the Annual General Meeting of Members held 2 November 2016, as published in the April 2017 Gazette, be confirmed.

CARRIED

4. CHAIRMAN'S REPORT

The Chair reported to the meeting that our Constitution calls upon the Board of Directors to report on the activities of the Company during the last preceding financial year and on behalf of the Board I have pleasure in submitting that report for Members' consideration.

Financial Results

Company income has risen from \$2,918,397 in the 2016 fiscal year to \$2,940,584 in 2017. Complex hire income increased significantly which indicates that affiliates are making better use of the facilities provided by the Company. Processing income increased, whilst membership income was down slightly. The Company again produced a profit which is pleasing when considering the improvements and employment of new key personnel critical to the ongoing advancement of the Company's interests in providing efficient services and improved amenities to the membership.

Dogs NSW Staff and Initiatives

The CEO, Virginia Gagan-Wilson, and the Board of Directors are continually looking at ways to improve our service and communication with the members. As a result the Dogs NSW App has been delivered enabling Dogs NSW to send out alerts, in regard to cancelled shows, changes in judges, weather warnings etc. The App has proved to be a very valuable tool both for the Company and the membership.

Dogs NSW is in the process of simplifying and standardising membership renewals. From August 2017 until June 2018, renewals will be issued with a pro-rata membership fee so thereafter, all memberships will fall due at 1 July annually. Judges License renewal will be included in annual membership renewals and no longer published in the Gazette. All facets of membership renewals i.e. prefix, judge's license, etc, will be issued together on the one application resulting in just one annual renewal application and payment.



Minutes of the RNSWCC Ltd Annual General Meeting 1 November 2017

All Certified Pedigrees and Titles are now only sent out by registered trackable post, this has greatly reduced the incidence of complaints and inconvenience to the membership due to non-delivery of puppy registrations.

The Dogs NSW magazine continues to be produced in-house; I am sure that all would recognise it as the quality publication that it has grown to become. However, we have been suffering devastating damage and inconvenience by the lack of timely deliveries as a result of Australia Posts inefficiencies. This has been discussed at length and the Board has now resolved to offer a reduced Membership renewal fee as of July 2018 to those who opt to access their Dogs NSW Magazine via our website and not to receive a “hard-copy”.

On behalf of the Board of Directors I would like to extend our sincere appreciation to the staff in supporting initiatives and in many cases instigating measures that have led to the development of improved member services.

Board of Directors

I would like to extend a heartfelt thank you on behalf of the Board of Directors and the Membership to our retiring directors. Mr Fred Hession, who chose to retire from a mammoth innings of an unprecedented 15 years. Mrs Maria Wheeler, who steps down after a three year term of service, particularly with acknowledgement of her passion for the disciplines of Obedience and Tracking. Lastly, but by no means least, Mrs Elizabeth Gunter who steps down from her role as representative of the Illawarra & South Eastern Region for the past nine years. Mrs Gunter’s contributions include a three year term as the Chairman of Dogs NSW.

On behalf of the Board of Directors and the Membership please accept our sincere thanks for the enormous contributions from each of you to the interests of Dogs NSW and its membership.

On behalf of the Board of Directors and the membership I extend a warm welcome and congratulations to our incoming Board members: Christina Rafton - an extremely experienced past President and former Board Member of some 15 years. Dr Karen Hedberg BVSc, who has worked tirelessly for the interests of both Dogs NSW and ANKC members and Mr Robert Harbin who brings a plethora of skills relating to Management, Policy, Media and Conflict resolution to the table. Congratulations also to the Western area representative, Mrs Nancy Keck on her re-election for a fourth term.

Awards

The Board of Directors demonstrated its appreciation for having the benefit of the learned legal and forensic skills of Mr Garry McGrath SC for many years - awarding him, Life Membership of Dogs NSW.

The Board of Directors also acknowledged Mr Don Day’s; long, outstanding service to Dogs NSW, coupled with his dedicated support and encouragement of members - by awarding Don “The Lifetime of Meritorious Service to Dogs NSW Award”.



Minutes of the RNSWCC Ltd Annual General Meeting 1 November 2017

Mr Russell Britten was also acknowledged for long term service to Dogs NSW with a Life Membership award to acknowledge his diligence in representing his region of Illawarra & South East and his extensive and long term contributions to the Board and Dogs NSW.

Public Relations

Dogs NSW was honoured and privileged to welcome our Patron, The Governor of NSW His Excellency, General The Honourable David Hurley and Mrs Linda Hurley. The Governor of NSW and Mrs Hurley attended to officially open The Dogs NSW Royal Canine International Spring Fair Dog Show 2017.

Caroline Zambrano since her appointment as our Public Relations Consultant has actively disseminated press releases and leads to the media on our behalf. This culminated in a vast array of press releases distributed across newspapers, magazines, radio, TV and pet industry organisations highlighting Dogs NSW activities, enhancing our position as the “Peak Body” for Dogs in NSW throughout the Community.

The “Ask the Breeder Stand” was a new initiative for Dogs NSW at the Sydney Dog Lovers Show. This proved to be a wonderful opportunity for our breeders to be spotlighted to the public by delivering talks on their breed and highlighting important topics. Thank you to Kerry Christofi and Cathy Lupton and those volunteers who assisted for their tremendous efforts.

Love is blind, but it doesn't have to be! Was launched on 11 January 2017, raising public awareness of the benefits of obtaining their puppy from a responsible and ethical ANKC breeder. The overriding message – “The best chance of finding a happy healthy puppy is through an ANKC regulated breeder”. Conceived by the French Bulldog Club of NSW Inc, supported by The Media and Government Legislation Committee, Dogs NSW and The ANKC. Accolades were well deserved by all those who contributed to and promoted this initiative.

Health & Welfare

With the hottest January on record and the February weather predictions denying relief – the Board of Directors at their first meeting of 2017, moved to deliver the necessary amendments to our heat policy. The Board considered its duty of care, health and safety issues and the welfare of our beloved canine companions in taking the decision to reduce the temperature at which point a show must be cancelled - from 40 to 38 degrees. Referencing: The Sydney University Guidelines for Outdoor Workers – (maybe viewed at) <http://sydney.edu.au/whs/guidelines/others/outdoor.shtml>). Also in consultation with Dr. Karen Hedberg, Veterinarian and Chair of The ANKC Health and Welfare. These amendments were designed to protect and safeguard the welfare of our Dogs, Judges, Officials, Exhibitors and the reputation of the hobby in the eyes of welfare agencies and the public.

September saw the first of the Dog Breeder & Enthusiast Information Seminars presented by Vineyard Veterinary Hospital, Petplan and Boehringer Ingelheim. Judging by the feedback and the demand from remote members to have live streaming made available it proved to be a very successful evening. A big thank you to Dr Robert Zammit and the team from Vineyard Veterinary Hospital.



Minutes of the RNSWCC Ltd Annual General Meeting 1 November 2017

Health & Safety

The Board also recognised the importance of life saving equipment in the form of automated external defibrillators being made acceptable at Dogs NSW sanctioned events. Using an AED immediately after sudden cardiac arrest can increase the chance of survival by more than 90% and the survival rate can be reduced by approximately 10% for each minute that defibrillation is delayed. Consequently the Board has arranged for three more defibrillators, one to be located at the German Shepherd League area, one for Hillsborough Showground and the Southern and Illawarra Region who expressed a desire to access this life saving equipment. AEDs will be made available to any region that requests one. First aid kits were also upgraded at Orchard Hills along with the purchase of high visibility vests and hand held directional lighting to assist in guiding ambulances to the patient. A Communications system is now available to enable effective contact between the rings and the Secretary, especially in times of emergency. Dennis O'Keefe, with his comprehensive experience in this field, has undertaken the drafting of an accident and emergency protocol plan.

Subsequent to a tree coming down adjacent to the Hound ring, narrowly missing a group of exhibitors, an arborist was consulted and dangerous and sick trees identified, with some removed. Others were identified as being potentially dangerous and marked with a view to be inspected regularly.

The Bill Spilstead Complex for Canine Affairs

Liaisons continue with Penrith City Council and the State Government. The background work is continuing with a view to developing a professional and comprehensive presentation to the State Government to demonstrate Dogs NSW vision for the future development of the Complex and how it will contribute to public amenity. The Board also endorsed a petition that the State Government assist in developing a "State Dog Park", administered by Dogs NSW. Steady progress is being made to accumulate the required 10,000 signatures.

Also undertaken; the demolition of the Gordon Douglas building and the upgrading of the many of the roads around the Complex, particularly, with a view to addressing the pot holes that pose a danger to members and their vehicles.

Upgrading of the drainage in the camping area has now been completed along with the removal of a problematic hill of rubble adjacent to the herding area. A new and efficient PA system has been installed and financed largely by a most generous donation from SHARP. Overall, 2017 proved to be very busy and productive for the ground staff and the Grounds Committee. Please accept our appreciation for your efforts in bringing these projects to fruition.

Future Initiatives

The Dogs NSW Charity- to be known as "The Royal NSW Canine Council Health and Welfare Charity" I am pleased to report that the details of its Constitution have now been confirmed and we are looking forward to the next stage of development to bring it to fruition. This will enable members to make tax deductible donations and shall offer an alternate Charity for those members of the public who may wish to bequeath funds for canine health and welfare.



Minutes of the RNSWCC Ltd Annual General Meeting 1 November 2017

A new website that will have the capacity to improve and boost public awareness of our organisation and the importance of obtaining their puppy from a registered breeder is currently under development. We look forward to its launch in early 2018. Features included : Dog Finder "What breed suits my lifestyle", Online Chat Integration, U Tube channel, improved breeder directory, together with detailed information and illustrations on all Pure Bred Breeds and detailed information and illustrations on all of the various disciplines and activities on offer through Dogs NSW.

Dogs NSW is also adding to its list of services the capability to take "On line entries" and Cataloguing services. The programs to enable the Company to commence this activity are currently under development and we look forward to this service firstly being trialled for Dogs NSW shows and then subsequently being made available to all Affiliates.

CACIB shows are scheduled to commence from 1 January 2018. The Spring Fair Committee has applied for the first day of the Spring Fair Royal Canine International Dogs Show i.e. Friday to be a CACIB show. The rules for CACIB shows are currently under development by ANKC.

It is with great pleasure and pride that I encapsulate and present to you our progress for 2016/2017 in this report, at the end of a year as Chairman of this organisation that I hold so dear. A very active and sometimes challenging year where I believe the Board has worked extremely hard to implement major changes to set the Company in good stead for the future. I wish to thank all our hard working committees, my fellow Board members and the CEO Virginia Gagan-Wilson and her team for their commitment, determination and support that has made this a most productive year for the Company.

To the all members thank you for your ongoing support and positivity. To each and every one of you, may 2018 bring you great success in whatever Canine disciplines and activities you enjoy.

5. CONSIDERATION OF SECRETARY'S REPORT

The Company Secretary reported to the meeting as follows:-

Australian National Kennel Council Ltd

The RNSWCC Representative at the Annual General Meeting held on 21 October 2016 was Mrs E Gunter and the Directors appointed by RNSWCC were Mrs E Gunter and Mr R Britten.

Mrs E Gunter and Mr R Britten attended the Board Meeting held on 21, 22 & 23 October 2016.

Mrs L Brown attended the Board Meeting held on 13 May 2017. Mr E Pickering was appointed as an Alternate Director to attend the meeting held on 13 May 2017 as the Director appointed by RNSWCC, Mr J Sheppard, was unable to attend.

Mrs E Gunter and Mr R Britten were Directors for the period July 2015 to October 2016.

Mrs L Brown and Mr J Sheppard were Directors for the period November 2016 to June 2017, with Mr E Pickering being Alternate Director for the meeting specified above.



New Affiliates

The following Clubs were granted affiliation during the year:-

- Bernese Mountain Dog Club of NSW
- Flat Coated Retriever Club of NSW
- The Pekingese Club of NSW
- Japanese Akita Shiba Inu & Akita Club of NSW

Inquiries, Investigations and Appeals

During the period 1 July 2016 to 30 June 2017, the RNSWCC received 40 new complaints which proceeded to the Chair of the Dogs NSW Disputes Assessment Panel, with the following outcomes:

- 8 Declined
- 15 Proceeded to Inquiry
- 4 Appeals
- Nil Still Under Investigation
- Nil Proceeded to Mediation
- 3 Withdrawn
- 10 Dismissed

Judges Training Schemes

Judges Training Schemes were conducted/are in progress for the following disciplines:-

- Conformation
- Earthdogs
- Obedience & Tracking

Life Membership & Distinguished Service Awards

The following members were recognised for their achievements in, and contribution to, the RNSWCC and its activities:

Honorary Life Membership Award

- Mr Garry McGrath SC - Awarded January 2017

Distinguished Service Awards

- Mr Reg Johansen - Awarded August 2016
- Mrs Robyn Jones - Awarded August 2016

Posthumous Distinguished Service Awards

- Mrs Marie Maguire - Awarded August 2016
- Mr John Forbes - Awarded August 2016

The Lifetime of Meritorious Service to Dogs NSW Awards

- Mr Don Day - Awarded June 2017

Company Secretary

The name, qualifications and experience of the person who has occupied the position of Secretary of the company during the year are:

- Mrs Virginia Gagan-Wilson (since 2014): Chief Executive Officer RNSWCC (trading as Dogs NSW). Previous experience in high level PA/Executive Assistant and Secretarial positions with State & Local Governments.



Minutes of the RNSWCC Ltd Annual General Meeting 1 November 2017

The Company Secretary thanked the Chair and Directors for their support throughout 2016/2017 and also thanked her staff for their hard work throughout the year, sometimes under difficult circumstances.

6. CONSIDERATION OF DIRECTORS' REPORTS

MOVED T Comerford

SECONDED R Duffy

THAT the reports of the Chairman, Company Secretary & Directors, as published in the 2016/2017 RNSWCC Ltd Annual Report, be received.

CARRIED

7. CONSIDERATION OF FINANCIAL REPORT – FOR THE YEAR-END 30 JUNE 2017 The Chair

welcomed the Auditor, Mr Daniel Kuchta, and sought questions from the floor.

The Financial Report for the year end 30 June 2017, as published in the 2017 RNSWCC Ltd Annual Report, was considered by the meeting.

MOVED D Smith

SECONDED W Wickens

THAT the Financial Report for the year end 30 June 2017, as published in the 2017 RNSWCC Ltd Annual Report, be received.

CARRIED

8. NOTICES OF MOTION

8.1 MOVED N Keck

SECONDED T Mangan

By Special Resolution:

THAT Articles of Association, Part VII – Miscellaneous - Construction of Articles and Regulations, Article 88A which currently reads:-

88A. The Board of Directors may:

- (a) determine that there be established a collection of materials of historical or archival interest to RNSWCC ('collection');*
- (b) establish a committee (comprising not less than 10 nor more than 25 members of RNSWCC) with responsibility for the development, management and control of the collection ('committee');*
- (c) delegate to the committee all powers and authority necessary to enable the committee to discharge its responsibilities for the development, management and control of the collection;*
- (d) establish a repository for the collection; and*
- (e) allocate funds for use by the committee in the development, management and control of the collection, including for use in the acquisition of materials for the collection.*

2. *A resolution by the Board of Directors purporting to do any of the things referred to in 1 above may only be amended or rescinded if:*
 - (a) *notice of the proposed amendment or rescission is published in the Journal at least 30 days prior to the meeting of the Board of Directors at which the proposed amendment or rescission is intended to be dealt with;*
 - (b) *The proposed amendment or rescission is approved by resolution of all but three members of the Board of Directors present at a duly constituted meeting of the Board; and*
 - (c) *the proposed amendment or rescission is approved by a special resolution at a general meeting of members of RNSWCC that is held no earlier than 30 and no later than 90 days from the date upon which the Board of Directors adopted the resolution referred to in paragraph (b).*
3. *The committee shall have exclusive power to determine which materials should be acquired for addition to the collection and which materials from the collection should be disposed of provided:*
 - (a) *in the case of materials to be acquired, the committee may not, except with the prior authority of the Board of Directors, expend more than 20% of funds then allocated for use by the committee, on the acquisition of any single item;*
 - (b) *in the case of materials to be disposed of, the committee may not dispose of any item unless:*
 - (i) *the item to be disposed of is one of more than two of such items that is in the collection and those other examples of the item remaining in the collection are of at least equivalent quality and state of presentation as the item to be disposed of,*
 - (ii) *the proposal to dispose of the item is supported by at least 80% of members of the committee, and*
 - (iii) *the proposal to dispose of the item is approved by the Board of Directors.*
4. (a) *The committee shall have power to raise funds for use by the committee in connection with the discharge of its responsibilities.*
 - (b) *Funds raised by the committee and any funds allocated by the Board of Directors for use by the committee shall only be used as contemplated in 1(e) above, unless required to be used for the general purposes of RNSWCC to maintain solvency. 1/98*

Be amended to read:-

88A. The Board of Directors may:

1. (a) determine that there be established a collection of materials of historical or archival interest to RNSWCC ('collection');
- (b) establish a committee (comprising not less than **6** nor more than **10** members of RNSWCC) with responsibility for the

- development, management and control of the collection ('committee');
- (c) **Allow "Friends of Library & Archives" (not more than 20) to allow on duty rosters to be filled for visiting and viewing items.**
 - (d) delegate to the committee all powers and authority necessary to enable the committee to discharge its responsibilities for the development, management and control of the collection;
 - (e) establish a repository **from funds raised by the Committee** for the collection, **such repository be a library building and accessories;** and **approve funds raised by the committee for use** in the development, management and control of the collection, including for use in the acquisition of **building, fixtures & fittings & materials for the collection and maintenance thereof.**
2. A resolution by the Board of Directors purporting to do any of the things referred to in 1 above may only be amended or rescinded if:
- (a) notice of the proposed amendment or rescission is published in the Journal at least 30 days prior to the meeting of the Board of Directors at which the proposed amendment or rescission is intended to be dealt with;
 - (b) The proposed amendment or rescission is approved by resolution of all but three members of the Board of Directors present at a duly constituted meeting of the Board; and
 - (c) the proposed amendment or rescission is approved by a special resolution at a general meeting of members of RNSWCC that is held no earlier than 30 and no later than 90 days from the date upon which the Board of Directors adopted the resolution referred to in paragraph (b).
2. The committee shall have exclusive power to determine which materials should be acquired for addition to the collection and which materials from the collection should be disposed of provided:
- (a) in the case of materials to be acquired, the committee may not, except with the prior authority of the Board of Directors, expend more than **\$1,000** of funds then allocated **to or raised by for use** the committee, on the acquisition of any single item;
 - (b) in the case of materials to be disposed of, the committee may not dispose of any item unless:
 - (i) the item to be disposed of is one of more than two of such items that is in the collection and those other examples of the item remaining in the collection are of at least equivalent quality and state of presentation as the item to be disposed of,
 - (ii) the item is of insignificant value for library, archives or historic use. (ie, breed T-shirts, mass produced breed items.)**
 - (iii) the proposal to dispose of the item is supported by at least 80% of members of the committee, and



Minutes of the RNSWCC Ltd Annual General Meeting 1 November 2017

(iv) the proposal to dispose of the item is approved by the Board of Directors.

3. (a) The committee shall have power to raise funds for use by the committee in connection with the discharge of its responsibilities.
(b) Funds raised by the committee and any funds allocated by the Board of Directors for use by the committee shall only be used as contemplated in 1(e) above, unless required to be used for the general purposes of RNSWCC to maintain solvency. 1/98

CARRIED

8.2 MOVED L Brown

SECONDED D Crofts

By Special Resolution:-

THAT the Articles of Association of the Constitution, be amended as follows:-

- (a) Part I – Preliminary – **Interpretation, (36) “period of membership”**, which reads as follows, be deleted in its entirety, including the definition:-

(36) "period of membership" means the period of time terminating at midnight on the last day of the month in which falls the anniversary of his date of admission as a member.

- (b) An additional Interpretation, numbered (33A), be included in Part I - Preliminary – Interpretation, which reads as follows:

(33A) "membership year" means the period from 1 July each year to the following 30 June.

- (c) Part II – Membership - Cessation of Membership, Clause 10(a), which reads as follows:-

Cessation of Membership

10. A person shall cease ipso facto to be a member of RNSWCC:

- (a) Upon the termination of his period of membership (whether by effluxion of time or otherwise) unless he shall be re-admitted by the Board of Directors for a further period of membership;



Minutes of the RNSWCC Ltd Annual General Meeting 1 November 2017

Be amended to read:-

Cessation of Membership

10. A person shall cease ipso facto to be a member of RNSWCC:
- (a) Upon the termination of his period of membership (whether by effluxion of time or otherwise) unless he shall be re-admitted **as a member** by the Board of Directors for a further period of membership.
 - (d) Part II – Membership - Cessation of Membership, Clause 10(d), which reads as follows:-

Cessation of Membership

10. A person shall cease ipso facto to be a member of RNSWCC:
- (d) If his annual subscription for the forthcoming financial year payable pursuant to Article 14 has not been paid within 30 days of the last day of the month in which falls the anniversary of his date of admission as a member;

Be amended to read:-

Cessation of Membership

10. A person shall cease ipso facto to be a member of RNSWCC:
- (d) If his **the** annual subscription for the forthcoming financial membership year payable pursuant to Article 14 has not been paid within 30 days of the last day of the month in which falls the anniversary of his date of admission as a member **end of the previous membership year**;

CARRIED

The Chair thanked the Directors and Members for their attendance and the staff for providing assistance at the meeting. The Chair also thanked the Auditor, Daniel Kuchta for his assistance.

9. MEETING CLOSED 8.20pm
