

## RETURNED & SERVICES LEAGUE OF AUSTRALIA

Minutes of a meeting of the 2020 Annual General Meeting of the Returned & Services League of Australia (New South Wales Branch) held by Teleconference, Level 5, 341 George Street, Sydney on Monday, 7 December 2020 at 9.40 am



DIRECTORS PRESENT: Mr R James (Acting President)  
Ms S Ray (Chair) *(by teleconference)*  
Mr D Bell *(by teleconference)*  
Mr P Bridie *(by teleconference)*  
Mr P Chin *(by teleconference)*  
Mr J Hutcheson *(by teleconference)*  
Ms S Lambkin *(by teleconference)*  
Mr B Slattery *(by teleconference)*  
Mr J Tuckfield *(by teleconference)*

DELEGATES PRESENT See Annexure A

APOLOGY:

IN ATTENDANCE: Mr J Black (Chief Executive Officer)  
Ms V Jurkiw (Head of Legal & Company Secretary)  
Ms N Hasrouni (Chief Financial Officer)^  
Mr D Cunningham (Audit Partner, Ernst & Young)^

^ part of meeting only

OPENING: The meeting was declared open at 9:35 am.

### **A SILENT TRIBUTE WAS OBSERVED IN MEMORY OF DEPARTED COMRADES**

ACTING PRESIDENT'S REPORT: Mr James looked at the events of the past year, noting the devastating impact of both bushfires and Covid-19 on members and their families, and the largest call out of the Reserves ever during the bushfires.

He noted the impact of the pandemic on the ability of sub-Branches to meet and the tough decision to cancel the ANZAC Day Marches across Sydney and NSW. Mr James noted the success of the 'Light up the Dawn' initiative. He noted that sub-Branches continued to communicate with members by phone and house calls, fulfilling the charitable purpose to the veteran community, while ANZAC House worked with Government to enable smaller ceremonies to be held.

Mr James acknowledged the expectation on him and the other directors entrusted to lead the League, respecting the past and looking to the future, and thanked the over a quarter of the membership who voted in the recent elections.

He noted the impact on fundraising by both the sub-Branches and RSL NSW Auxiliaries.

Mr James noted it was the first year of a new Constitution and the continuing work to strengthen the governance across the League. He noted the consultation with members and the visiting of over 100 sub-Branches for the development and now approved Strategic Plan for the next five years, and the reinforcement of the core purpose of helping and supporting veterans and their families, and the leadership sub-Branches will have in implementing the Plan.

Mr James discussed the financial impact of Covid-19, the cutting of costs at ANZAC House and the support received from several sub-Branches. He noted that the financial year to 30 June 2020 had seen a strong report with an unqualified audit report from Ernst & Young, auditors. Mr James acknowledged the extraordinary commitment and resilience of Peter Gamblin and staff that the Hyde Park Inn.

The strategic decision to move RSL DefenceCare to the new Veteran Services Division of RSL LifeCare on the winding up of the WBI Trust was noted with both RSL DefenceCare and Veterans Sports Australia moving to the RSL NSW owned RSL LifeCare. Mr James noted the challenge to ensure the charitable fundraising and contributions from sub-Branched continue to flow to RSL DefenceCare to ensure the continuing of quality services being provided to veterans.

As sole member of RSL LifeCare, RSL NSW has ensured through the new RSL LifeCare Constitution that it is able to better reflect the important role the business has in supporting the veteran community. He noted that with the assistance of RSL NSW in submitting a successful business case to Department of Veterans Affairs, RSL LifeCare would be the lead proponent in a consortium to build and operate a new Veterans Well-being Centre in Nowra, with the potential for other centres to follow.

Mr James reconfirmed the decision at last year's Congress that RSL NSW would remain a member-based organisation, and in the Strategic Plan it is envisaged that sub-Branched would become a referral hub for services.

He noted the formation of a Joint Transition Authority by the Government, with RSL working towards being the lead coordinating ESO, and the importance of the sub-Branch network. Also noted was the signing of a Memorandum of Understanding with Concord Hospital to enable the first RSL NSW Liaison Officer to be located at the National Centre for Veterans Health.

Mr James acknowledged the members who had passed away during the year and those members who were lost to suicide, and the need for sub-Branched to go further to support veterans and veteran families in crisis and doing it tough. He noted the veteran owned businesses and companies and the formation of the Veteran Community Business Chamber as a hub for new and established businesses.

Mr James noted the initiatives of the Board and the increase in information that is available on the website to ensure better transparency and greater dissemination of information. He noted the open communication channel with the District Presidents Council and the active role of the DPC in reviewing policies and procedures.

Mr James discussed the re-establishment of the RSL Tribunal and a Review Panel and the important task it has to ensure sub-Branched understand their obligations and duties.

Mr James noted the recent IGADF report and the allegations made in it, while noting the vast majority of those who served in the Special Operations Task Group did so with pride, distinction and honour. He reiterated the need to await further investigations, while the RSL is ready to provide assistance to all veterans and families in this complex situation.

Mr James thanked the CEO and the staff at ANZAC House for their hard work over the past 12 months, noting that a restructure had been undertaken.

He thanked all the Directors for the hard work and time commitment necessary to be a Director. He noted that Sandra Lambkin, Bryan Slattery and Jonathan Tuckfield were leaving the Board and the contribution they had made.

## FINANCIALS & AUDIT REPORT:

*Ms Hasrouni and Mr Cunningham joined the meeting.*

Ms Hasrouni noted that the financial statements to 30 June 2020 were special purpose financial statements as RSL NSW is not a reporting entity. She noted the statements were prepared in accordance with the requirements of the Australian

Charities and Not-for-Profits Commission Act and in accordance with Australian Accounting standards.

Ms Hasrouni noted the new accounting standards adopted on 1 July 2019, AASB 16 – Leases – requiring leases to be taken up at the full value of the lease at its present value as both an asset and liability. She noted AASB 15 and AASB 1058 did not have a significant impact on revenue recognition as RSL NSW had previously recognised hotel and grant income according to the new standards.

She noted an increase in total revenue of 28%, including fee for service for RSL DefenceCare and VSA programs. Hyde Park Inn had performed well and occupancy remained high compared to its competitors with expenses below budget, which was a credit to Peter Gamblin and his team in challenging times.

Ms Hasrouni noted that the Trustees of WBI expressed its intention to settle the Trust. WBI partly funded programs with RSL DefenceCare and VSA, and a service agreement was put in place with WBI to fund the ex-serving portion of these programs until funds were used. After a due diligence was undertaken with RSL LifeCare, the RSL DefenceCare program was transferred in August 2020.

The donations received from the top 20 sub-Branches and the use of all donations was noted.

Ms Hasrouni noted the expenditure for the year, noting a reduction in expenditure program commenced in October 2019 which was monitored by the Audit & Risk Committee. She noted that there were no RSL National capitation fees paid during the financial year.

The restructure implemented in June 2020 and the transfer of 23 DefenceCare and VSA team members will see a reduction in employee benefits in the new year.

Ms Hasrouni noted the increase in direct payments made to support veterans in need and the categories supported.

Ms Hasrouni noted the Statement of Cash Flows, Impairment & Other Comprehensive Income, Related Party Transactions and the movement in Key Management Personnel during the period.

In summing up, Ms Hasrouni noted the challenging year with the effects on revenue of the pandemic and also noting the positive impacts of the consultation with sub-Branches and the transparency in reporting. She introduced Mr Cunningham, Audit Partner, Ernst & Young.

Mr Cunningham noted that the financial statements had been given an unqualified opinion. He noted the additional paragraph in his opinion to reflect the treatment of property valuations.

*Ms Hasrouni and Mr Cunningham left the meeting.*

**TESTING OF ONLINE VOTING:**

Mr James explained the electronic voting system and a 'dummy' vote was undertaken.

**MOTIONS:**

**Minutes from 2019 Annual General Meeting**

FOR - 97.73%

AGAINST – 2.27%

The Minutes of the Annual General Meeting held on 28 October 2019 in Albury were approved for signing as a true and correct record of the proceedings of the meeting.

Proposer: Newtown sub-Branch

Secunder: Barham sub-Branch

### **Register of Motions 2019 (for Noting)**

The Members noted the status of the Register of Motions passed at the 2019 Congress/ AGM and their implementation.

The Members further noted that in accordance with the resolution passed by Members at the 2019 Congress, that an updated Register will be provided to Members within two (2) calendar months of the conclusion of the 2020 AGM.

### **Financials and Annual Report**

FOR – 100%

AGAINST – 0%

The Members adopted the Financial Statements and Auditor's Report for RSL NSW for the Financial Year ended 30 June 2020, and noted that the Financial Statements and Annual Report of RSL NSW for the year ended 30 June 2020 will be lodged with the Minister following the AGM.

The Members noted the Annual Report for RSL NSW for the year ended 30 June 2020, which will now be lodged with the Minister.

Proposer: Queanbeyan sub-Branch      Second: Newtown sub-Branch

### **Membership Fees**

FOR – 75.18%

AGAINST – 24.82%

The Members noted that in accordance with Clause 11 of Appendix B of the RSL NSW Constitution the annual membership fee of \$35 was to be allocated with \$20 Capitation Fees to RSL National (57% of the total Membership Fee) and the sub-Branches retaining \$15 (43% of the total Membership Fee).

Members further noted the proposal to retain fees as determined by members at Congress 2019 and allocate the \$5.00 not contemplated by the RSL NSW Board at its meeting to sub-Branch retention, which is in the spirit of the Board's determination in June 2020.

Proposer: Queanbeyan sub-Branch      Second: Kiama-Jamberoo sub-Branch

### **Venue for next Annual State Congress & AGM**

FOR – 99.28%

AGAINST – 0.72%

Members noted that the proposed venue for the next Congress / AGM (or Extraordinary General Meeting) be the Newcastle Exhibition & Convention Centre, 309 King Street, Newcastle West, but will be subject to Covid-19 restrictions and determined by the Board.

Proposer:      Albury sub-Branch      Second: Ourimbah-Lisarow sub-Branch

The meeting was declared closed at 11:13 AM.

**CONFIRMED:**

CHAIR:

DATE: