



Minutes of the RNSWCC Ltd Annual General Meeting 7 November 2018

MINUTES for the Annual General Meeting of Members held Wednesday 7 November 2018 at 7.29pm in the Amenities Building, The Bill Spilstead Complex for Canine Affairs, 44 Luddenham Road, Orchard Hills.

The President welcomed all Directors, Members, Staff and, Mr Daniel Kuchta, Auditor, to the 2018 RNSWCC Ltd Annual General Meeting, thanking all for their attendance and support.

Furthermore, the President noted that the motions on this agenda are important and may generate some lively debate. Therefore, it was requested that should a person wish to speak, they should raise their hand, wait for the microphone, rise and state their name. The President further requested that all attendees treat each other with mutual respect.

The President requested members be upstanding for one minute silence, in memory of the DOGS NSW members who have passed away in 2017 & 2018.

1. PRESENT

| | |
|------------------------|---------------------------|
| Mrs L Brown | President |
| Mr J Sheppard | Senior Vice President |
| Mrs C Rafton | Vice President |
| Mrs N Keck | Vice President |
| Miss V Etherington OAM | Vice President |
| Mr R Britten | Director |
| Mr M Arthur | Director |
| Mr G Spagnolo | Director |
| Mr E Pickering | Director |
| Mrs L Brand | Director |
| Mr P Cutler | Director |
| Mr R Harbin | Director |
| Dr K Hedberg BVSc | Director |
| Mrs V Gagan-Wilson | Chief Executive Officer |
| Miss R Kal | Personal Assistant |
| Mr D Kuchta | Auditor, Kelly & Partners |

A total of 66 Members present, a list of whom appears in the Minute Book and which includes the above Directors.

2. APOLOGIES

| | |
|--------------|-----------------|
| Miss J Seary | Director |
| Mr A Lee | Director |
| Mr K Butler | DOGS NSW Member |
| Mrs C Butler | DOGS NSW Member |

MOVED P Cutler

SECONDED K Hedberg BVSc

THAT the apologies be received.

CARRIED



3. CONFIRMATION OF THE MINUTES

MOVED K Griffin

SECONDED S Oliver

THAT the Minutes of the Annual General Meeting of Members held 1 November 2017, as published in the April 2018 Gazette, be confirmed.

CARRIED

4. PRESIDENT'S REPORT

The President 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

The Organisation implemented common renewal dates for 2018/19 memberships, prefixes and judges' licences, as such the necessary pro-rating resulted in an adjustment to income in 2018. This significantly impacted the income stream for the year ending 2018, however, will normalise in 2019. Memberships are slightly up, show levy income decreased, with one of the contributing factors being the cancellation of shows due to the weather. Notwithstanding this, it is undeniable that show numbers are declining and we do face some challenges in the future that must be acknowledged and addressed.

Future Challenges

During the past two years as President of DOGS NSW, I have come to a deeper understanding of the challenges ahead, the complex issues and their symptoms. Of much concern, is the dwindling entries at dog shows. Some are convinced that this is a result of too many shows, however, analysis suggests that this is not the root cause. The issue is a complex one. Much more complex than just DOGS NSW and ANKC Ltd promoting Pure Bred dogs, which was evidenced by enthusiastic public attention at the DOGS NSW, 'Dogs on Show' and the 'Sydney Dog Lovers Show'.

The public covet Pure Bred puppies, however, the difficulty for them is in obtaining one, particularly on the Main Register. With the upsurge of puppy mills we have become hyper-vigilant, with the result being that it is now almost impossible for a new person wanting to get involved in our hobby to obtain a puppy, on the Main Register, eligible to be shown or bred in the future. I urge all members to selectively encourage puppy buyers to join DOGS NSW with a view to showing their new puppy.

Less people are in fact breeding, as we impose our own stigma, along with Welfare Agencies, on members that do. Sometimes, despite breeders doing a professional job, they are still referred to as "puppy farmers". We need to breed more puppies, that is a fact, but we need to do it well and always in accordance with our Code of Ethics. The resulting lack of pure bred puppies available to the public has triggered a proliferation, of designer dog breeders who in turn, make false claims of improved health due to hybrid vigour. We all know this to be untrue but is a great marketing ploy aimed at uninformed puppy buyers. Please consider advertising your puppies on the DOGS NSW website, as we move towards making this the premiere site to search for a puppy.



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There are many more challenges driven by our aging demographic, changes in society, housing developments with no suitable yard for a dog, Welfare Agencies who overreach their powers in order to victimise members on trivial matters of interpretation of the Legislation. These further challenges require more detail than can be addressed in this report nevertheless, it is imperative that the discourse commence.

We need to offer more to encourage “new exhibitors” and the Board is actively looking as the means to do so. We all need to embrace new people and nurture them. Social media has not been favourable to engendering a positive outlook, and many of us need to review the negative way in which we use it. We are all responsible for the future of the Dog World.

DOGS NSW Initiatives

Earlier in 2018, we identified several projects that needed immediate attention. These included the replacement of our server, installation of the fiber optic cable, online entry and the new telephone system installation.

2018, saw the organisation achieve some significant milestones. Subsequent to our new fast fiber internet service coming online in April, the Office migrated to a new computer system which went smoothly with no impact to day to day operations. Productivity and systems reliability have greatly improved. These upgrades were long overdue and bring our systems into line with modern IT platform practices.

A new website that has the capacity to improve and boost public awareness of our organisation and the importance of obtaining their puppy from a registered breeder, is now online. Features include : Dog Finder "What breed suits my lifestyle", Online Chat Integration, YouTube channel, improved Breeders 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. Also, The DOGS NSW - Royal Canin International Spring Fair website has been brought back “in house”.

DOGS NSW complimentary Guest Wi-Fi can now be utilised by our Members and Guests at the Orchard Hills Complex. Additionally, a faster network is also available for Members attending functions, presentations, training, etc.

We have introduced digital membership cards instead of plastic membership cards. This has always been a huge step forward in allowing Members to keep a copy on their mobile device. Alternatively, we can now email a copy of your card instantly. This has delivered productivity gains to the Organisation allowing us to redirect resources usually used to produce and send our physical cards to other Member services and benefits. All NSW Local Councils were informed of the changes and the transition has been successful.

Conscious of the need to develop new income streams - DOGS NSW has added to its list of services the capability to take “Online entries”. We are currently trialing this service for DOGS NSW shows, with a view to it being made available to all Affiliates.



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Other infrastructure improvements include: the installation of the new office phone system. The new technology allows us to identify busy periods of the day for inbound enquiries and plan resourcing accordingly. All calls are now monitored to help improve our customer service and provide feedback and coaching to staff. This is also useful in assisting with investigating matters raised by our members. The system is a cloud based platform providing significant savings in call costs and infrastructure investment.

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 assist us in our endeavour to improve member services.

Board of Directors

Congratulations to our returning Directors, Jan Seary and Russell Britten, who were successfully re-elected and to Myron Arthur and Allen Lee who were returned unopposed to the Board of Directors of DOGS NSW. I also was returned, unopposed, and look forward to working within this cohesive Board for the coming three year term.

I would like to take this opportunity to thank each and every member of the Board of Directors for their hard work throughout the year and their unstinting support of my Chairmanship. It has been a great honour to Chair this Board, who are intent on getting the job done.

Awards

Mr Fred Hession was also acknowledged for long term service to DOGS NSW with an Honorary Life Membership award to acknowledge his extensive and long term contributions to the Board and DOGS NSW.

Mr Ross Eldred was recognised for his contributions to the Dog World in NSW with a Distinguished Service Award.

Congratulations to both of these great gentlemen.

Animal Care Australia

Representing 200,000 hobbyists' breeders and animal owners in NSW, as it moves towards becoming a National entity, is fast becoming a powerful voice representing those who are the experts in animal welfare. The recently appointed Chief Animal Officer, Kim Filmer, travelled from Orange to meet with Animal Care Australia. This meeting was hosted by DOGS NSW, with Dr Robert Zammit BVSc Chairing and DOGS NSW represented by Dr Karen Hedberg BVSc, Hugh Gent OAM Chair of the ANKC Ltd, Paul Terrett and myself. This meeting proved to be a very positive one, with Kim confirming her desire to engage with all stakeholders and to present a balanced view in the area of Animal Welfare. DOGS NSW is now preparing a code to submit to the Minister to regulate the breeding of all dogs in NSW.



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Health and Welfare

The Royal NSW Canine Council Health & Welfare Charity Limited was confirmed by the Australian Charities and Not-for-Profits Commission as a charity and granted the following tax endorsements: GST Concession; Income Tax Exemption; FBT Rebate; and Deductible Gift Reciprocity endorsement. *(Meaning that a donor to the Royal NSW Canine Council Health & Welfare Charity Limited can claim deductions to his or her taxable income in an annual income tax return after donating over \$2).*

DOGS NSW members' dollar levy will now be channeled into our charity, allowing the Board of Directors of DOGS NSW and the appointed Board of Directors of The Royal NSW Canine Council Health & Welfare Charity Limited, control over what research projects and welfare projects the levy monies collected will fund. We will also have the capacity to assist our affiliates who are working hard to achieve better outcomes for those canines who find themselves in a rescue situation.

The BOAS – Whole-Body Barometric Plethysmography Chamber

The BOAS – Whole-Body Barometric Plethysmography Chamber has now arrived from the UK. For the members' convenience, Dr Robert Zammit BVSc has kindly agreed to house the chamber at Vineyard Veterinary Hospital. It is available to those with brachycephalic breeds to assess breathing and thereby contribute to the collection of valuable data. The subsequent verifiable data collected will contribute to protecting, maintaining and improving the health of these breeds. The French Bulldog Club of NSW Inc deserves much credit for their efforts and commitment in raising over \$25,000. Also, \$22,000 of the levy funds collected from DOGS NSW, members assisted in bringing this important project to a reality with some addition funds coming from ANKC Ltd levies.

The Bill Spilstead Complex

State Dog Park: The DOGS NSW proposal for the development of A State Dog Park – highlighting us as the hidden asset in Sydney's West, with a detailed proposal to vary our leasehold to the benefit of DOGS NSW, Local Community and the NSW Government has been published. Hard copies of the proposal are now with Tanya Davies MP, Local Member for Mulgoa, who is taking the presentation forward for us. The presentation can be viewed on the DOGS NSW website.

The Research and Education Centre: The DOGS NSW Library building to be known as The Research & Education Centre, is becoming a reality and will be located on the footprint of the former Gordon Douglas Building. Congratulations to the Library & Archives Committee for their determination to bring this project to fruition. The building is relocatable, if in the future it becomes necessary for us to move. This building will certainly be a great asset to DOGS NSW and the Complex.

Other improvements around the grounds include: replacement of many of the canopies at ringside, comprehensive road improvements, improved showering facilities for campers, off-leash dog area.

Overall, 2018 proved to be very busy and productive for the Ground Staff and the Grounds Committee. Please accept our appreciation for your efforts to bring these projects to fruition. It would be remiss of me not to mention the retirement of our long-term Grounds Supervisor, Mr Steven Hadfield. Steven has served us all well over the past fifteen years, but it is time for him to enjoy his retirement, I am sure that all members will join me in wishing him all the best for his well deserved retirement.



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Future Initiatives

Representation on the ANKC Ltd National Database Working Party. This newly formed group has achieved much in the last three months. We have had a few opportunities to discuss common challenges and been able to share ideas on best practice, intellectual property around enhancing membership renewals process. We are looking forward to improved functionality of the ANKC LTD database in the near future.

Online booking system

Work has commenced on our Online booking system, which will allow members to make, confirm and pay for camping, show ring hire, meetings, grounds and other spaces within the complex conveniently online. This will deliver immediate benefits and allow greater control and flexibility to our Members wanting to use these services and planning for events.

Improving Member Online Experience

DOGS NSW along with all other State Member Bodies, use a membership software system provided and hosted by the ANKC Ltd. We acknowledge that the system has its shortcomings and falls way short of modern-day Membership management systems and online eCommerce transactions. The ANKC Ltd is currently looking at system enhancements that will bring together most transactions into a single Member portal which will allow Members to manage their personal details, update payment information, renew memberships, reprint certificates for viewing, etc. There is much work to do in this area and is complicated by seven different States all having different requirements. DOGS NSW is also looking at alternative platforms that will give our Members greater control and deliver richer online, self-serve experiences.

Thank you

It is with pleasure that I present this report, at the end of my second year as Chair. It has been a productive year, but there is still much work to be done. I wish to thank our hard working Committees, fellow Board members, the CEO, Mrs Virginia Gagan-Wilson, and, staff for their commitment, determination and support making this another 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 2019 bring you great success in whatever canine disciplines and activities you enjoy.

MOVED K Cannon

SECONDED P Brown

THAT the report of the Chairman, as published in the 2017/2018 RNSWCC Ltd Annual Report, be received.

CARRIED



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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 14 October 2017 was Mrs L Brown and the Directors appointed by RNSWCC were Mrs L Brown and Mr J Sheppard.

Mrs L Brown and Mr J Sheppard attended the Board Meeting held on 14 October 2017 and Mrs L Brown attended the Board meeting held on 15 October 2017. Mr E Pickering, was appointed as Alternate Director as Mr J Sheppard was unable to attend, however, his attendance was not required.

Mrs L Brown and Mrs C Rafton, being appointed Alternate Director, attended the Special Board Meeting held on 10 February 2018.

Mrs L Brown and Mr J Sheppard attended the Special Board meeting held on 23 June 2018.

Mrs L Brown and Mr J Sheppard were Directors for the whole of the year, ie, June 2017 to October 2018, with Mr E Pickering and Mrs C Rafton being Alternate Directors for the meetings specified above.

New Affiliates

The following Clubs were granted affiliation during the year:-

- Orana K9 Training Club Inc
- West of the Divide Staffordshire Bull Terrier Club of NSW Inc
- Young Pastoral & Agricultural Association

Inquiries, Investigations and Appeals

During the period 1 July 2017 to 30 June 2018, the RNSWCC received 40 new complaints which proceeded to the President of the DOGS NSW Disputes Assessment Panel, with the following outcomes:

- 49 Declined
- 35 Proceeded to Inquiry
- 9 Appeals
- 4 Still Under Investigation
- Nil Proceeded to Mediation
- 7 Withdrawn
- 4 Dismissed

Judges Training Schemes

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

- Agility
- Conformation
- Draft Test
- Herding
- Obedience & Tracking
- Retrieving & Field Trial
- Sled Dog Sports



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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.

The Company Secretary thanked the President and Directors for their support throughout 2017/2018 for herself and the staff. Furthermore, the Company Secretary wished to thank in particular the DOGS NSW Business Improvement Manager, Mr Anthony Khamis, and her Personal Assistant, Miss Rebecca Kal, for their assistance, support and hard work throughout the year.

MOVED D Crofts

SECONDED B Santas

THAT the report of the Company Secretary, as published in the 2017/2018 RNSWCC Ltd Annual Report, be received.

CARRIED

6. CONSIDERATION OF DIRECTORS' REPORTS

MOVED P Brown

SECONDED R Duffy

THAT the reports of the Directors, as published in the 2017/2018 RNSWCC Ltd Annual Report, be received.

CARRIED

7. CONSIDERATION OF FINANCIAL REPORT – FOR THE YEAR-END 30 JUNE 2018

The Financial Report for the year end 30 June 2018, as published in the 2017/2018 RNSWCC Ltd Annual Report, was considered by the meeting.

DOGS NSW Member, Mrs Elizabeth Gunter, raised issues in regard to this report which were explained to her and other DOGS NSW Members present by Vice President, Mrs Christina Rafton.

DOGS NSW Member, Mr Klaus Keck, suggested that the DOGS NSW Board of Directors consider a clause that states for a dog to be on the Limited Register, in the opinion of the breeder, the dog must have either a disqualifying fault or otherwise does not comply with the relevant ANKC Ltd Breed Standard, so that there may be an increase in the number of dogs that are being registered on the Main Register.

MOVED T Buckley

SECONDED K Spiteri

THAT the Financial Report for the year end 30 June 2018, as published in the 2017/2018 RNSWCC Ltd Annual Report, be received.

CARRIED



8. NOTICES OF MOTION

8.1 MOVED C Rafton SECONDED L Brand

By Special Resolution:

THAT the RNSWCC Articles of Association, Part III - The Board of Directors – Chairman and Deputy Chairmen, Article 40(a) which currently reads:-

40.(a) No person may hold the office of Chairman for more than 3 consecutive years

Be deleted in its entirety.

LOST

8.2 MOVED C Rafton SECONDED T Mangan

By Special Resolution:

THAT the RNSWCC Articles of Association, Part III - The Board of Directors – Voting and Decisions, Article 49, which currently reads:-

49. (a) Subject to Article 49, questions arising at a meeting of the Board of Directors or any committee appointed by the Board of Directors shall be determined by a majority of the votes of Directors present at the Directors meeting or members of the committee present at the committee meeting.

(b) Each Director present at a meeting of the Board of Directors, or member of any committee present at a meeting of any committee appointed by the Board of Directors, (including the person presiding at the meeting), is entitled to one vote but, in the event of an equality of votes on the question, the person presiding may exercise a second or casting vote.

(c) Subject to Article 45(e), the Board of Directors may act notwithstanding any vacancy on the Board of Directors.

(11/12)

(d) Any act or thing done or suffered, or purported to have been done or suffered, by the Board of Directors or by a committee appointed by the Board of Directors, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any Director or member of the committee.

49. (a) Subject to Article 49, questions arising at a meeting of the Board of Directors or any committee appointed by the Board of Directors shall be determined by a majority of the votes of Directors present at the Directors meeting or members of the committee present at the committee meeting.

(.....continued over)



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- (b) Each Director present at a meeting of the Board of Directors, or member of any committee present at a meeting of any committee appointed by the Board of Directors, (including the person presiding at the meeting), is entitled to one vote but, in the event of an equality of votes on the question, the person presiding may exercise a second or casting vote.
- (c) **Additional meetings to the scheduled monthly Board of Directors' meetings may be conducted by email. Should any Director indicate against an agenda item that they are unwilling to have decided by email vote, that item will be held over for discussion and determination at the next monthly Board meeting. A Board meeting held by email shall be deemed to have been held at the Office.**
- (d) **Board of Directors Meetings may be conducted with all the Directors by telephone or video link up or other instantaneous communication device where each of the Directors taking part in the Board meeting must be able to hear each of the other Directors taking part at the commencement of the meeting, and each Director must acknowledge his or her presence to all other Directors taking part. A Board meeting held by telephone or video link up or other instantaneous communication device shall be deemed to have been held at the Office.**
- (e) Subject to Article 45(e), the Board of Directors may act notwithstanding any vacancy on the Board of Directors. **(11/12)**
- (f) Any act or thing done or suffered, or purported to have been done or suffered, by the Board of Directors or by a committee appointed by the Board of Directors, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any Director or member of the committee.

CARRIED

8.3 MOVED K Hedberg BVSc

SECONDED V Etherington OAM

By Special Resolution:

THAT the following Clause be added to the RNSWCC Articles of Association as a new Clause numbered 91:-

Protocols for DNA Parentage Testing

- 91. Except in the situation where there is a question as to parentage and a complaint has been made to the Board of Directors, or if the Member Body so requests, there shall be no mandatory DNA Parentage Testing in New South Wales.

CARRIED

H Gent OAM abstained

9. MEETING CLOSED

9.07pm