

BROOME CHAMBER OF COMMERCE (Incorporated)

PO Box 1307, Broome WA 6725

ABN 12 061 483 997



Phone: (08) 9193 5553 Fax: (08) 9193 7353 Email: administration@bigpond.com.au

MINUTES OF THE ANNUAL GENERAL MEETING

Held at the Roebuck Bay Hotel

Wednesday 17th November 2010

1. Registration: Members arrived at the meeting between 5.30 pm and 6.00 pm.
2. Attendees: Julie Buist, John McCourt, Hilary Woodley, Marty Hayes, Kelvin Barr, Jessica Hodge, Josephine Bunney, Joseph Coles, Peter Jenkinson, Peter Newbound, Capt Vic Justice, Belinda Cornish, Jeni Martin, Gerry Casey, Sebastian von Perger, Yvonne Spoorberg, Craig Phillips, Klari Kadar, Lesley Parker, Jillian Philp, Brian Philp, Kane McDonald, Katherine Robert, Chris Maher, Gail Gower, Mal Gower, Ros Hegarty, Jenny Bloom, Greta Greisner, Folker Greisner, Paul Hammond, Glen Chidlow, Ben Furler, Elisabeth Lucke, Mike Windle, Mike Dunnett, Mike Young, Tony Proctor, Aly Gale, Moira Greenhalgh, Julie Melbourne (non-member), Philip Cox, Laurene Young, Julie Russell (non-member), Ian Cunningham, Bob Eagle (46)

Apologies: Peter Humpleby, Viv De Boer, Natasha Maher, Sos Johnson, Nic Belyea, Graeme Campbell, Graham McGinn, Chris Mitchell, Ray Eaton, Jamie Treloar. 1 proxy form was received

3. The meeting was opened by the Chamber President at 6.00 pm. He thanked everyone for attending and was pleased with the turnout. He was especially pleased to see Committee member Mike Windle, who had just flown back from Perth to be at the meeting.
4. Acceptance of the previous minutes of the 2009 Annual General Meeting which were circulated prior to the meeting.

Moved: Glen Chidlow

Seconded: Mike Young

That the minutes of the previous Annual General Meeting dated 11th November 2009 be accepted as a true and correct record.

All Agreed

There was no business arising from the previous minutes.

5. Reports

5.1 President's Report - See attached Appendix A

The President read aloud his report and thanked committee members who had left during the year for their support and participation: Scott Shinnick, Melissa Moir, Rebecca Foulkes-Taylor. He welcomed Nic Balyea as a new committee member. The President commented that his appointment on the Woodside Social Impact Assessment Study group was voluntary and noted that he had recently attended the soil turning at the site of the new control tower (airport) and fire station.

5.2 Treasurer's Report - See attached Appendix B

The Treasurer read his report and confirmed that the BCC's bank accounts totalled approximately \$137,000. The audited accounts were not available at the meeting due to

a misunderstanding. These will be emailed to all members with the minutes and a copy will be emailed to all meeting attendees the following day (i.e. Thursday).

The President commented that the Kimberley Economic Forum is scheduled to be held in Kununurra next year and Broome in 2012. Thus the Chamber will not receive revenue next year for this event. There is a possibility that an Indigenous Tourism Forum may be held mid next year. Discussions have been held with tourism operators on the Dampier Peninsular and in Broome. There is some interest.

Moved: Klari Kadar	Seconded: Chris Maher
That the Treasurer's report be accepted as read and the audited accounts by Bell Chartered Accountants be accepted in principal. The audited financial reports will be emailed out to all members.	
All Agreed	

5.3 Executive Officer's Report - See attached Appendix C

The Executive Officer read her report. She noted that the Chamber has been getting queries regarding the cost of training and workshops. She explained that BCC makes minimal money out of running training for example, the recent Myob workshops would have returned \$10 per member attendee.

Moira also commented that the current constitution is poorly written, difficult to understand and often does not reflect what done in practice. A special meeting will be called in February 2011 to vote on constitutional changes. In the meanwhile, members will have plenty of time to read the document and provide comments.

The Minutes of this Annual General Meeting will be emailed to members, together with the financial reports.

The draft constitution and an accompanying explanatory document will also be emailed to members in the next week or so.

It was noted that there seemed to be many changes. There may be merit in providing members with a copy of the current constitution and the newly drafted document so that comparisons can be made.

It is the intention to rescind the current constitution and replace it with the new document. The principals will be agreed and a move will be made to a new modern document. Other Chambers' constitutions have been used as a template and adapted to suite the Broome Chamber.

It was agreed that a table be provided listing the principal changes as this will assist members.

It is logical to progress the name change to "The Broome Chamber of Commerce and Industry" at the same time as the new constitution.

A member encouraged the President to make the changes required for the Chamber to be more efficient and believed it was progress.

The Manager of the SBCWK, Mike Young, commented that in relation to training matters, BCC and his organisation would continue to work together. The majority of people attending SBCWK training sessions are Chamber members and SBCWK does not make a profit either.

6. Nominations / Elections

The President thanked the current committee who were exiting the Chamber committee. He vacated the chair and appointed Bob Eagle, a former president, to announce the new committee nominations. Bob Eagle took the chair.

Nominations for the 2011 Broome Chamber of Commerce Committee are:

President: Tony Proctor
Vice President: Elisabeth Lucke
Past President: Sos Johnson
Treasurer: Mike Dunnett
Secretary: Mike Windle

Committee:
Belinda Cornish Phil Cox
Laurene Young Ben Furler
Mike Young Capt Vic Justice
Glen Chidlow Nic Baylea

Bob Eagle welcomed Tony back to the Chair as President of Broome Chamber of Commerce for 2011.

Tony thanked those on the committee for their nominations and interest.

7. Changes to the BCC Constitution

Please see comments above during report presentation.

8. General Business

The President commented that no general business items were submitted in writing prior to the meeting however he would keep the meeting open for a couple of quick questions.

8.1 The full page advert in the local paper that the Broome Chamber of Commerce published was the first item of interest.

8.1.1 Q. Is the chamber confident that it can speak on behalf of members?

A. The advert did not say anywhere that BCC is supporting the LNG gas hub at James Price Point. All the Chamber said was that the process was a step forward as it gives local businesses the chance to plan ahead and consider the level of risk they wish to take. It did not portray any views of the Chamber or members.

8.1.2 Q. Who funded the advert and what was the cost?

A. The cost was \$1,500 and funding came from donations by two local businesses who wish to remain anonymous. The donations were not from Woodside.

8.1.3 Q. What are the legal implications?

A. Potential legal issues are always considered. The Chamber is not in the habit of seeking legal advice for every issue. The document in question is very similar to information that is available on the DSD website, it was in a simple question and answer format and no position of the Chamber was stated.

- 8.1.4 Q. What is the benefit to Chamber members as a whole?
A. The Chamber's constitution gives the Committee the ability to lobby government and disseminate information in order to help the community understand issues. The information contained in the advert came directly from the DSD website and, in the absence of other information being readily available, could be seen to be in the community's best interest to read. The information was checked by DSD lawyers and is correct.
- 8.1.5 Reference was made to a letter published on the KLC website by the KLC stating that the Chamber was being misleading and was misinforming the public. The BCC believes that the KLC letter was misguided. A Chamber sub-committee was formed to formulate an appropriate response. The matter is under control and it is interesting to note that the KLC website did not publish the Chamber's response to their letter.
- 8.2 Q. Should BCC consult with members before putting information about the LNG gas hub in the media?
A. The views of members are always taken into account. Historically the Chamber has always supported the gas industry, together with other players in town like the Shire and Port of Broome. The James Price Point location selection is just 'one' part of the process. Every financial member has nominated the Committee to manage the Chamber in accordance with the constitution. The President would be happy to discuss the matter further with the member at a more appropriate time.
- 8.3 The President commented that some local businesses are already benefiting from Woodside's presence in town. Broome will continue to grow and businesses will benefit. Broome has always been an industrial town and it is only in relatively recent years that it has become a tourism town. Tony also commented that the Woodside Social Impact Study committee he attends in his own time aims to ensure that best interests of the town are being served. Others are involved too e.g. Elisabeth Lucke.
- 8.4 Committee member, Belinda Cornish, commented that she understands the Chamber's view but small business is just one aspect. A balanced view is necessary and the Chamber is required to be the voice of business in the town. Tony noted that he values everyone's contributions, whether a large or small operator.
- 8.5 Q. When a member wishes to correspond with the Committee and emails a query to the Chamber, what is the process thereafter?
A. The President advised that he has received the email in question. All correspondence to the Chamber goes to the Executive Officer, to the President, and (where appropriate) is tabled at a committee meeting.
- 8.6 A member suggested that a lot of the media hype is overstated. He wants to address the disgusting graffiti and vandalism to private property and businesses around town. It is sheer intimidation and must stop. He commented it was refreshing to see an organisation like the Chamber game enough to take a stance when others are perhaps too afraid to do so. The President commented on graffiti in his street. The people doing these things are not acting in the best interests of their town.
- 8.7 A point of order was raised and a member wanted to know if there would be a show of hands to vote in the new committee. The President advised that the constitution states in Clause 9.8 "If the number of persons nominated for election to membership of the

Committee does not exceed the number of vacancies in that memberships to be filled: a) the Secretary shall report accordingly to; and b) The President shall declare those persons to be duly elected as members of the Committee at the Annual General Meeting concerned". Tony reiterated that the committee for 2011 had been duly elected. Vice President, Elisabeth Lucke, commented that the current constitution has a number of flaws and members will have the opportunity to make changes.

8.8 Q. What lobbying has the Chamber done?

A. The Chamber is constantly lobbying, amongst others, Woodside and the Government to ensure information about the gas hub is made publicly available. The Shire President and Broome Chamber of Commerce will be putting more pressure on the various groups over issues of significance to the town. Tony is also having conversations with Woodside to ensure that local businesses are able to be considered for contracts/work once it becomes available.

8.9 Q. How is feedback passed onto members and what benefits there are for small business in mining towns like Port Hedland and Karratha?

A. Broome will never be like those mining towns as they were purpose built. Broome has evolved very differently.

8.10 It was noted that the Chamber needs to plan very carefully how to move forward. Information is the key and there seems to be a lack of robust information at present. Good, open, robust debate is required. The Chamber should lead this debate.

8.11 It was pointed out by the floor that all the discussions were being conducted during general business. At most AGMs there is no opportunity to do so, however the President had invited a few quick questions. No written submissions were made therefore this member believed that the AGM was not the right forum for the present discussions. Tony agreed but said he would finish with those waiting to ask questions and, due to time constraints, would not accept further questions.

8.12 It was requested that the Chamber be a strong voice for Broome and stand up for members and the town.

8.13 The President finalised the meeting by stating that the Chamber will follow protocol, engage in discussions with Woodside and other relevant parties, and ensure that Broome remained a great place to live and work.

Tony thanked everyone for attending and noted that if there were matters that required further discussion to please contact him.

The meeting was formally closed by the President at 7.50 pm.

Appendix A - President's Report

1. The Chamber's year

- a. Membership continues to grow - over 225 members now with 2-3 a week over recent weeks.
- b. After 22 years - our first Executive Officer as a full time paid employee of the Chamber. I am pleased to report that Moira has settled in well and taken much of the unsustainable workload off me.
- c. After 22 years - our first real office that we can deliver services to Members from. We had some interesting times setting up the office, getting computers, furniture etc. Thanks to several members who provided things to us free of charge.
- d. The Chamber has continued to gain respect as the preeminent voice of the business community in the West Kimberley.
- e. We continue to often be the 'first point of call' for politicians, the press, radio and TV wanting briefings on issues.

2. How have we operated during the year?

- a. We continued to have monthly Executive Committee meetings from February through to December and quarterly Member Meetings following an executive Meeting. These are well attended.
- b. The Portfolio system is still in place and the Portfolio Leaders have their own business plans to implement, or watching briefs to maintain. Two issues that came out of Portfolios was the Chinatown flag strategy and the Cruise Ship Development Strategy.
- c. Unfortunately we have lost a number of Committee Members during the year for various reasons - change in employment, lifestyle or leaving town etc., Scott Shinnick, Rebecca Foulkes-Taylor and Melissa Moir. We welcomed Nick Balyea as a new committee member.
- d. On the admin side we lost Caroline Gould as our Admin Coordinator and welcomed Alyson Gayle.
- e. I have supported the establishment of the Central Kimberley Chamber of Commerce covering the Fitzroy Valley and Halls Creek areas.
- f. BAH continues to very well attended and Moira will speak on those.
- g. Training sessions are reasonably well attended and we have run several during the year and again Moira will cover those in her report.
- h. During the year we received a number of emails from Members - probably less than 10 emails - complaining that we didn't do this or that to that particular Member's satisfaction or that we had not consulted members on a particular issue. Members are asked to bear in mind that under the Constitution at the AGM every year Members appoint their committee to run the Chamber's business for the next year. The Chamber's Committee is always conscious of needing to manage the Chamber's affairs in the best interests of the Members as a whole. Sometimes we are required to make difficult decisions, sometimes quite quickly, that will benefit the Members as a whole and it might be that a few Members may not see it that way. It goes without saying that if the Membership as a whole is dissatisfied with the performance of the Committee the AGM is the time and place for Members to exercise their rights under the Constitution.

3. Chamber of Minerals and Energy

This Chamber became one of your Members last year. We continue to firm up relationships and Nicole Rooke (a Director) came to Broome and gave the Executive Committee a briefing on how that Chamber works and how we can cooperate and access their resources.

4. Visitors to town

The Chamber is often the first point of call for visitors to Broome seeking information on business conditions here. Usually myself and the Head of the Portfolio concerned meets with the visitor. Some of those that we have met with over the last year include - Minister Hames, Minister Grylls, and Hon Mark Mc Gowan.

5. Briefings

These seem to be continual from such organisations such as RTO's, Government Agencies (particularly in relation to Indigenous training opportunities) and business organizations. Recently we were visited by Shell and BP in relation to their own activities in the Browse Basin.

6. Woodside and LandCorp

In August the Executive Committee was briefed by Broome Branch Manager Greg Paten on the current status of the Browse Basin gas development and their plans for the Precinct at James Price Point. Of particular concern to the Chamber is Woodside's commitment to supporting Broome Business. The Chamber has written to Woodside on this issue and I have been recently briefed on how that will be handled. A formal reply will be forthcoming shortly and both letters will be posted on the Chamber's web site and circulated to Members. The Chamber is working with Woodside to put together a series of workshops for local business on what the opportunities are for them and what they need to do to become prequalified to work for Woodside and its contractors. On behalf of the Chamber I was invited to join the Woodside Social Impact Assessment Study that will run over several months until mid next year.

LandCorp - similarly, the Chamber has been in contact with LandCorp to ensure that local business, including the building and construction businesses get a fair share of work from the Broome North development.

7. The Future?

As President I would like to see the Chamber continue to grow and offer a wider range of services to Members. I hope that within 2-3 years we will have at least 2, hopefully 3 full time employees undertaking activities for Members. That is virtually impossible with limited fees from Memberships. We need to look at ways and means of increasing our revenue. One positive outcome was an employment consultancy undertaken by Moira in July that produced about \$25,000 in fees. Another major sponsorship generating fee income for the Chamber will be announced shortly.

8. Later in this meeting there is an Agenda Item on the Change of Name to add the word 'Industry' to our name. This is not only to reflect that many people and organisations now routinely refer to us as the BCCI, but to reflect the reality that the Chamber is growing and many of our members have industrial activities not just commercial.

9. It is also time for the old Constitution to be updated and this will also be discussed. One particular feature is to reflect what many other Chambers and business organizations do - and that is to have differing classes of membership that will support higher

membership fees. The proposal seeks to protect the small business side of the Chamber.

10. Conclusion

In all, 2010 has been another very busy year for the Chamber. Servicing the needs of all members has sometimes been a challenge. Here I would like to record my appreciation for the efforts of the outgoing committee and to Moira and Aly for their day-by-day support.

A E Proctor
President

Appendix B – Treasurer's Report

The Chamber has finished the financial year in a sound financial position, which has improved marginally over 2009.

Debtors and creditors are minimal and there are no doubtful debts.

Bell Chartered Accountants has audited the accounts with no qualifications.

The Chamber did not have income from the Kimberley Economic Forum this year so income was reduced, however it was pleasing to see that membership income increased due to an increase in the number of businesses joining the Chamber.

The ongoing financial support the Chamber receives from Market Creations, our premier sponsor, is much appreciated.

The GWN "Buy in Broome" arrangement has again been a significant contributor and we thank them for their ongoing support.

Some income was received for consulting work undertaken by our Executive Officer.

During the last year, the Chamber moved into rather modest rented premises and employed an Executive Officer. Both of these changes, whilst very positive for our performance, involved additional costs. There are ample resources to cover these costs for some time however we are conscious of the need to source additional revenue for long term sustainability. Your Executive Committee is well advanced in identifying a few such opportunities.

Michael Dunnett
Treasurer

Appendix C - Executive Officer's Report

Many of the activities Aly and I have been involved in have already been covered by Tony or in other correspondence we have sent to members so I am going to keep this brief.

There are three items I wish to discuss:

Business After Hours.

Firstly I would like to thank those businesses who so generously hosted events over the past year: LandCorp, Kimberley Wildness Adventures, First National Real Estate, NW Communications and IT Specialists, CCI Apprenticeship Solutions, Harvey World Travel, The Broome Advertiser, Accor Hospitality (Mercure Inn) and Skywest. We had an excellent variety of topics and we look forward to more events next year. If any business is interested in hosting an event, we suggest they contact us to arrange a suitable date.

Training.

I am not going to run through all the course the Chamber arranged during the past year but I wish to comment on the pricing of courses we offer. The Chamber prides itself on charging similar prices to Perth e.g. CCIWA charges \$429 for members and \$580 for non-members for their one-day courses. Our one-day MYOB course was offered to members was \$480. At that price, the Chamber was set to make \$10 per person, which barely covers the administration costs. I know that other providers in Broome offer cheaper courses e.g. the Small Business Development Centre brokers a number of courses but it needs to be noted that these courses are often heavily subsidized. Unfortunately, we are not in a position to offer such subsidies to our members just yet.

The Chamber's Constitution.

This document is meant to govern, to a large extent, how we operate. It soon became clear to me it needs to be amended as it is not user friendly, contains typing errors, appears to be a product of a cut and paste exercise, and is clearly out of sync with how we operate. For example, there is no recognition of current banking practices where things are done via the internet. Our constitution prescribes that payments must be made by cheque. Likewise, there is no recognition of email as a means of communication or serving notices on members.

Ideally, we would have liked members to vote on the new constitution at the AGM but we simply ran out of time so we propose calling a Special Meeting in early February. In the meantime, there is ample opportunity for members to examine the draft document and let us know if they believe that any changes are warranted.

These are some of the key changes:

The scope of membership has been widened to include those who have a business or economic interest in Broome and the Kimberley (currently it is meant to be only business activity within the Shire of Broome boundaries).

There is provision for different classes of members:

- a. Ordinary Members that shall comprise the following sub category of members -

- I. Senior Industrial Member being a Member with more than 50 employees and having a gross group turnover in excess of \$10 million per annum (or such other amount as may be determined by the Management Committee from time to time);
 - II. Industrial, Government and Not For Profit Member being a -
 1. Private Sector Member having a gross group turnover of less than \$10 million per annum (or such other amount as may be determined by the Management Committee from time to time) or having less than 50 employees; and
 2. Public Sector Entity or Agency and a Not for Profit Body;
 - III. Commercial Member being any Member that is not either a Senior Industrial Member or an Industrial, Government or Not For Profit Member; and
- b. Associate Members.

We are particularly keen to ensure that our smaller members are looked after and hence the need for subclasses and the ability for different subscription fees to be charged.

If subscriptions remain unpaid for two months, membership ceases (it currently is three months).

General meetings can be convened by nine members (currently our constitution says twenty members make a quorum).

There is scope for levies to be imposed, although at this stage there is no intention to do so.

There is also scope for members to have more than one voting right, although once again there is no immediate need for this to be implemented.

The composition of the Management Committee is more flexibility. The Executive Officer is currently undertaking most of the duties of the Secretary so this position has become redundant. The current number of Committee members is thirteen. It is difficult to maintain this level. The new constitution requires a minimum of nine members.

There is scope for the Committee to be comprised of different classes of members (see point 47 on page 15.). Once again, I do not believe that this will have much of an immediate impact.

Currently a Committee meeting quorum is seven. This has been reduced to five in the draft document as we have had meetings where decisions have been deferred due to insufficient numbers.

All Management Committee members retire each year (under the current system half of them are supposed to). They are however all eligible for re-election.

There is scope for a postal or electronic ballot to be held if the number of nominees for the Committee exceeds the number of vacancies.

Chamber staff are specifically mentioned and there is scope for the Committee to delegate work to them.

I believe that the revised constitution will make the operations of the Chamber more efficient and it is written such that it will hopefully be relevant for many years.

Conclusion

The past 7 months have been busy, enjoyable and a steep learning curve. Aly and I would like to thank the Committee and members for their support.

Moira Greenhalgh
Executive Officer