

THE AUSTRALIAN DAVIS CUP TENNIS FOUNDATION

Minutes of the 43rd Annual General Meeting of Members held at the Royal South Yarra Lawn Tennis Club on Thursday, 27th November, 2014, at 8.00pm

PRESENT: Messrs NA Fraser (Chairman); AJ Cobb (Hon Secretary); RM Jamieson (Hon Treasurer); Directors - JW Sweeney; GK Cumbrae-Stewart; RT Hinton; CH Mason; Ms LJ Breadmore; Mrs SN Newland and an additional 57 Members and Guests signed the attendance register.

APOLOGIES: The Hon Secretary indicated that:
Mr TJ Dohnt (Vice President) and Mr JB Fitzgerald (Director) had each formally apologised for their inability to attend the Meeting. A further 9 members advised the Administration of their inability to attend and the Hon Secretary informed the meeting of apologies from a further 10 members have been recorded on the lists provided at the entrance to the meeting room. No further apologies were tendered from the floor.

NOTICE OF MEETING: At the request of the Chairman, The Hon Secretary read the Notice convening the 43rd Annual General Meeting of Members of The Australian Davis Cup Tennis Foundation.

QUORUM & REGISTERS: On the advice of the Hon Secretary, the Chairman declared a Quorum to be present and indicated to members that the Register of Members and the Register of Directors were now tabled and would remain open for inspection for a short period immediately following the closure of the Meeting.

OPENING & WELCOME: The Chairman declared the Meeting to be open and extended a warm welcome to all present and particularly to those who had journeyed from country regions or from interstate and to others who, for the first time, were attending an Annual General Meeting of the Foundation.

The Chairman welcomed Ms Hazel Masters representing the Auditor Mr R Andrew Lane who is an apology.

OBITUARIES: The Chairman invited members to observe a brief period of silence in remembrance of all members who had passed away during the year under review and to Phillip Hughes the Australian Test batsman who passed away during the after being struck by a ball whilst batting.

PROXIES: The Hon Secretary informed the Meeting that no member had expressed an intention to appoint a proxy and none had been received.

MINUTES: The minutes of the previous meeting have been distributed to all Members with the Notice and Agenda for this Meeting. The Hon Secretary proposed that the Minutes of the 42nd Annual General Meeting of Members be and be hereby **RECEIVED, TAKEN AS READ,** and was **RESOLVED** in the affirmative.

RECEIPT OF ANNUAL REPORT: **RESOLVED** that the Annual Report of the Foundation including the Formal Notice of Meeting, the Financial Statements and the Auditors Report for the year ended 30th June, 2014, be **RECEIVED** on the motion of Mr RM Jamieson seconded by Mr AJ Cobb. **CARRIED**

PRESIDENT'S REPORT: The President reported he was again delighted to welcome members to the forty-third Annual General meeting of The Australian Davis Cup Tennis Foundation and in doing so presented for consideration and adoption the Annual Report of the Foundation incorporating the audited financial statement as at 30 June 2014.

I have recently returned from attending the 2014 Wimbledon Championships.

These Championships were 60 years after my first visit to the mecca of tennis in 1954. I was pleasantly surprised by the Chairman of Wimbledon Philip Brook recognizing this fact and presenting me with a photo montage of myself playing in my heyday and meeting HRH Prince Charles upon one of his rare visits to the Club.

This happy occasion was an omen to a reasonably good Grand Slam for our Australian men players in particular Nick Kyrgios. Having gained a wildcard by winning a Challenger at Nottingham the week before, Nick announced himself to world tennis by winning his first round match and then meeting seeded Frenchman Richard Gasquet on Show Court #2. Never in my memory has a match at Wimbledon been won from two sets to love down, 6/5 and love 40 on serve. Not only did Nick save those three match points but he saved another six match points before winning in the fifth set. But as they say "that's not all folks" as after defeating Jiri Vesely in four sets the young man from Canberra faced one of the all time greats Rafa Nadal vying for a place in the quarter final. History will now record a fighting win over Nadal 7/6 5/7 7/6(5) 6/3 to advance, before being defeated by Milos Raonic. This performance will hopefully translate to greater success in the up-coming Davis Cup competition.

On Friday 24 January, 2014 we conducted our annual Members' AO Luncheon in the Olympic Room at the Melbourne Cricket Ground and we continued to focus on a theme of celebration of significant Davis Cup victories. A gathering of 305 members and guests celebrated the 57th anniversary of the 1957 Davis Cup victory, played on the Centre Court at Kooyong before a sell-out crowd, when Australia defeated the United States 3/2.

Fred Stolle, 1965 French open singles and 1966 US open singles champion and now a noted Media personality was the MC and our special guests were the four team members in that tie.

Mal Anderson, Ashley Cooper and Mervyn Rose and I joined Fred Stolle on stage and the players entertained the guests with interesting commentary on the tie. Also in attendance was the legendary Frank Sedgman, Ken Rosewall, Rex Hartwig and Wally Masur. A number of guests from Tennis Australia representing the leaders in world tennis, including the Chairman of each of the four Grand Slam Tournaments - Wimbledon Philip Brook, United States David Haggarty, French Jean Gachassin, and Australian Steve Healy along with Chairpersons ITF Francesco Ricci Bitti and LTA Mrs. Cathy Sabin. We thank Steve Healy for arranging their attendance which is an indication of the esteem our prestigious function is held in tennis circles.

During the past financial year Australia participated in two away Davis Cup ties. On 13-15 September, 2013, we travelled to Poland for the World Group Play-Off and were victorious 4/1. As a consequence we were drawn to play France over 31 January–2 February, 2014, in France for a World Group First Round match and were defeated 5/0, resulting in a return to the World Group Play-Offs 2014. Nick Kyrgios and Thanasi Kokkinakis were introduced to Davis Cup competition, joining Lleyton Hewitt, Bernard Tomic and Chris Guccione and it is expected they will form the basis of our next generation of Davis Cup players.

Our long-serving Honorary Secretary Graeme Cumbrae-Stewart continued to work with our office staff until he stood down from this role in May due to ill-health. Graeme's strength as Company Secretary was ensuring our corporate governance compliance. He has been replaced by Alan Cobb and it is expected the staff and all Directors will benefit from his knowledge and experience. We are indeed fortunate to have such dedicated administrative people supporting our objectives. Graeme remains on the Board as a Director.

I am delighted to report our administration team continued their good work with Judy Pullyblank, supported by Robert Parker, contributing to the efficient service given to members. Robert is assisted in his role by our Honorary Treasurer Robert Jamieson who has brought his expertise to the Foundation as a financial and IT man, and together they have jointly improved communications to our members

through our web site, eNews and Newsletter, resulting in considerable cost benefits. Access to priority tennis ticketing for the Australian Open and the Australian Open Series events continues to be an important benefit to our members.

We thank Rod May for his continued interest in the affairs of the Foundation, especially AO ticketing, Ian Jane facilitating local and international travel tours for members following the fortunes of our Davis Cup team, and Alan Cobb who was appointed Honorary Secretary in May of this year.

During the course of the year two of our long serving Directors retired. Ian Johnson, a 23 year member retired at the Annual Meeting in November after 14 years as a Director and in May this year Graeme Williams retired as Vice President after 8 years in that role, a total of 29 years as a Director and with membership spanning 37 years. I again thank these two gentlemen for their significant contribution to the Foundation. In May Lauren Breadmore joined the Board to fill a casual vacancy.

Following our May Board meeting we held a small Valedictory Dinner at the Kooyong Lawn Tennis Club to acknowledge the contribution of retired Directors Brian Tobin, Des O'Brien, Ian Johnson and Graeme Williams.

Finally, I acknowledge the continuing support of all the Directors and I thank them for their on-going contribution and look forward to the continuing support of the various endeavours we undertake and the implementation of future plans complimentary to the objectives of the Foundation, as we move forward into what can perhaps be seen as a period of consolidation and a little change.

The Chairman then invited the Hon Secretary to formally propose the adoption.

**ADOPTION OF
DIRECTORS' REPORT
AND FINANCIAL
STATEMENTS:**

Before doing so Mr Cobb, on behalf of all members, thanked the President for his continuing leadership and untiring effort. In particular was his dedicated commitment to the role including the on-going negotiations with Tennis Australia to maintain the rights and privileges of members, the support given to Davis Cup players over the years and the maintenance of the Foundation status in the tennis community. His remarks were endorsed with acclamation.

The Hon. Secretary then formally proposed the adoption of the Annual Report incorporating the Financial Statements for the year ended 30th June 2014 and called upon the Hon. Treasurer to support the motion.

Drawing attention to the Financial Statements incorporated within the Annual Report Mr Jamieson reflected upon the financial position of the Foundation as disclosed. He indicated that despite our efforts membership was dwindling and subscription income down on the previous year. Mr Jamieson highlighted details of investments, the success of the AO Luncheon, Affiliation with Tennis Victoria which provided Insurance cover, the value of the web site and the associated cost benefits and savings. During the year a new content Management System was implemented for the web providing the ability to edit and up-date material in-house. Concluding his remarks, the Hon Treasurer expressed his gratitude to the Company's Auditor, Mr Andrew Lane for his professional advice and guidance in the preparation of the Company's financial reports. He also expressed his appreciation to Mrs Judy Pullyblank, whose many tasks in the Secretariat include the function of Book-keeper; a task that she continues to perform with skilful attention to detail.

Mr Jamieson then formally supported the motion of the Hon. Secretary.

RESOLVED that the 43rd Annual Report of the Foundation including the Directors' Statutory Report; the Statement of Financial Position; the Statement of Financial Performance; the Statement of Cash Flows and the Auditor's Report thereon, each of which related to the year ended 30th June 2014, be and be hereby **ADOPTED**.

ELECTION OF OFFICE BEARERS:

The Chairman advised that in accordance with the Constitution with effect from the close of the meeting four (4) Directors retired by rotation and one (1) Director appointed to a casual vacancy required confirmation of that appointment,. Each of these persons – Messrs Neale Fraser, Alan Cobb, Cedric Mason, Graeme Cumbrae-Stewart and Ms Lauren Breadmore are eligible for re-election and nominated as a Director for the coming year.

The Honorary Secretary announced that the number of nominations did not exceed vacancies and no ballot was required, consequently Messrs. Neale Fraser, Alan Cobb, Cedric Mason, Graeme Cumbrae-Stewart and Ms Lauren Breadmore were duly elected as Directors for the ensuing year.

With effect from the close of the meeting the Directors of the Foundation are Messrs Neale Fraser, Trevor Dohnt, Alan Cobb, Robert Jamieson, Graeme Cumbrae-Stewart, John Fitzgerald, Robert Hinton, Cedric Mason, Jonathan Sweeney and Mrs. Sue Newland and Ms. Lauren Breadmore. In accordance with the Constitution the Directors will elect the Office Bearers for the coming year.

SPECIAL BUSINESS:

The Chairman introduced the Special Business, being the proposed amendment to the Constitution, details of which has been circulated to members with the Notice of Meeting and the Explanatory Memorandum.

The motion is to consider and if thought fit pass the following resolution as a Special Resolution. “ that Clause 17.9 of the Constitution be amended so that nominations for the position of Director close at 5pm local time on the day that is 45 days before the date for holding the general meeting of members rather than 21 days as currently stated”.

It was moved Mr RT Hinton that the motion be adopted. Speaking in support of the motion Mr Hinton advised that the change was necessary to allow the inclusion of nominations for Director to be set out in the Notice of Meeting which is required to be in the hands of the members 21 days prior to the meeting, as required by the Corporations Act.

In seconding the motion Mr RM Jamieson commended the motion to the meeting.

The Chairman opened discussion of the motion to the meeting for comment and questions and then put the motion which was **CARRIED** unanimously.

COMPANY AUDITOR:

It was noted that Mr R Andrew Lane, a partner of the firm Danby Bland Provan has indicated his willingness to continue in his role as the Company Auditor and that his remuneration shall be set by the Board.

GENERAL BUSINESS:

The Chairman reported the contractual arrangements with Tennis Australia are not completed and the Foundation is currently operating under an interim arrangement.

The Chairman expressed the appreciation of members to the special guest Sam Groth, who is to address the members at the conclusion of the meeting.

The Chairman advised that no advice had been received of any other business.

CLOSE:

The Chairman thanked all the members present for their attendance and formally declared the 43rd Annual General meeting of members of The Australian Davis Cup Tennis Foundation to be closed at 8.50pm.

SIGNED AS A TRUE AND CORRECT RECORD

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Chairman 30/11/2015