

DROUIN AND DISTRICT COMMUNITY FINANCIAL SERVICES LTD
2022 ANNUAL GENERAL MEETING MINUTES
Held at Drouin Golf Club, McGlone Road, Drouin
November 16th 2022, 6:35pm

1A) DIRECTORS PRESENT:

Rod Dunlop (Chairman), Rob Celada (Company Secretary), Matthew Williamson, Vanessa Marsh, Sean Walsh, Sonia Lombardo, Joshua Chikuse

1B) GUESTS:

Helen Taylor (Treasurer), Rob Hutchinson (Branch Manager), Julieanne Palinkas (Admin Officer)

Community Bank – Drouin & District branch team members – Bruce Sorrell, Jade Dance, Kalani Pakoti

1C) APOLOGIES:

The Chairman advised that apologies were received from:

- Kim Rees – director
- Caitlin Cooper – Bendigo & Adelaide Bank (BABL)
- David Piggin – shareholder

2 – DECLARATION OF QUORUM AND FORMAL OPENING OF MEETING:

The Chairman performed an *Acknowledgment of Country* before confirming that a quorum was present and the meeting was declared open for business

3 – CONFIRMATION OF NOTICE OF MEETING:

The Chairman confirmed that the *Notice of Meeting* was issued in accordance with the Company's Constitution and the Corporations Act to all shareholders

4 - MINUTES OF PREVIOUS ANNUAL GENERAL MEETING:

The Chairman reported that the minutes of the 2021 Annual General Meeting were approved and signed by the Chairman in accordance with the provisions of the Corporations Act and the procedures adopted by the Board. Members were advised that copies of the minutes were available for review at the shareholder check in table and had also been posted to the company's website shortly after being approved by the Board.

5 – CELEBRATORY VIDEO:

Before getting into the business of the meeting, the company's promotional video was screened for those present. It was noted that since the video had been made, the building project mentioned was now complete and shareholders are welcome to visit the office to tour the building. Two (2) shops have also been built and both have been leased.

6 - BRANCH MANAGER'S REPORT:

The Branch Manager's Report noted:

- The past year has seen a transition from COVID impacts to an environment of higher interest rates. The change in interest rates has been positive for deposit holders, however on the lending side, business has slowed
- As an essential service, the branch remained open during the COVID period and maintained full trading hours and staffing levels. They have also built on their digital capability
- Footings grew to approximately \$293 million
- Annual income was 103% of budget projections whilst net profit was \$302,000 against a budget projection of \$59,000
- He took the opportunity to thank his staff noting:
 - Michele Sanford will be retiring soon
 - In August Bruce Sorrell marked fifteen (15) years of services
 - Jade Dance is the branch's longest serving team member
- He also thanked the Board and company staff as well as customers, shareholders and BABL
- The move to digital banking is exciting
- He called on those present to ensure continued success by encouraging everyone to spread the word about what the branch does and to advocate for it
- He concluded by advising he is looking forward to another successful year ahead

7 - CHAIRMAN'S REPORT:

The Chairman's Report noted:

- Despite challenges, expectations for the year were met
- The Branch Manager continues to build positive relationships
- The commitment to Drouin, Longwarry and the surrounding community remains strong with the presence being built in Warragul growing stronger
- In the last year, \$282,561 was distributed via community investments, grants and dividends
- He declared that a dividend of 18 cents per share fully franked would be paid to those holding shares at the close of business 28th February 2023
- The new corporate office is now operational and the two (2) accompanying shops have been leased to two (2) new businesses to the town. He thanked Kim Rees and Sean Walsh for their work in coordinating the building project. The corporate office has also opened the community space for not for profit groups to use. There is a small charge of \$20 to rent the space
- The old corporate office site has been leased out
- He thanked the Branch Manager and his team for their work. He gave special recognition to Bruce Sorrell on the occasion of his fifteen (15) years of service

- He thanked directors, noting the Board is very cohesive and there is a diverse set of skills to draw on. He took the opportunity to welcome newest director Joshua Chikuse who was co-opted to the Board a few months ago
- Three (3) directors were retiring by rotation at the meeting – Kim Rees, Matthew Williamson and himself with all making a positive contribution. He added that Kim Rees' contributions had been huge and included being on the initial steering committee. Kim helped to build the branch, became a director in 2003 and had guided the Board in relation to other projects including the Longwarry project, the purchase of the land on which the new corporate office sits and its construction. He has had great vision and his skills have made the company stronger. Sadly, he advised that Kim is retiring and wants to thank him for his contribution
- The outlook for the next twelve (12) months is positive. A realistic budget has been developed and the branch and Board will work in partnership to achieve its goals

8 – BENDIGO BANK REPORT:

- As there was no guest from BABL present, no report was available

9 – OPEN FLOOR FOR QUESTIONS:

The Chairman sought if anyone had any questions that they would like to ask the Board.

Question from Shareholder:

A shareholder raised concerns regarding scams and enquired as to what the bank does to protect customers. The shareholder was advised:

- It is understood that they are a problem
- Members of the Branch Team noted:
 - That BABL are continually working in this space to strengthen its protocols
 - The Branch does what it can to educate customers and presented the shareholder with a copy of the scam protection advice flyer being provided to customers. Posts providing info about how to guard against scams are also being featured on the branch's and BABL's *Facebook* pages
 - Suggested deleting emails or texts with links straight away
 - SMS items from the bank will never ask you to click on a link
 - Encouraged anyone who believes there is an issue to call the branch
- A director spoke of their personal experience and that based upon BABL's response in that situation, they are confident that BABL is doing well in this area
- All banks work collaboratively to address these issues

There were no other questions

10 - BUSINESS REQUIRING VOTING BY MEMBERS:

A) Adoption of Accounts:

The Chairman presented the Financial Report with the Auditor's report for 2021/22 and proposed that the Financial Report of the Company together with the Auditor's Report for the year ended 30th June 2022 be submitted to the meeting and it be resolved that the Financial Report and Auditor's Report be received and accepted. It was noted that the auditor AFS support over two hundred (200) community banks companies.

MOTION: That the Financial Report and the Directors' Report for the Company together with the Auditor's Report for the year ended 30th June 2022 be submitted to the meeting and it be resolved that they be received and accepted.

Moved: Johann (Hans) Schulte

Seconded: Sonia Lombardo

The Chair noted that there had been fourteen (14) proxies which voted to approve the reports and one (1) abstention.

The motion was declared carried

B) Election of Directors:

The Chairman advised Joshua Chikuse had been co-opted to the Board during the year and was now being presented to shareholders. He added that as required by the Constitution, Kim Rees, Matthew Williamson and himself had retired as directors by rotation with Matthew and Rod presenting themselves for re-election. He added that as he is Chairman and Matthew is Vice Chairman, the Board had chosen Rob Celada to act as Chairman for this section of the meeting.

Rob Celada took over proceedings at 7:08pm

Rob Celada confirmed that there were five (5) vacancies available and three (3) candidates. He then put to the meeting the motion that Rod Dunlop be re-elected as a director of the company

MOTION: That Rodney Bruce Dunlop be elected as a Director

Moved: Timothy Bloomer

Seconded: Johann (Hans) Schulte

Carried on a show of hands

Rob Celada advised of a unanimous vote and declared Rod Dunlop elected.

Rob Celada then handed back the chairing of the meeting to Rod Dunlop at 7:09pm

MOTION: That Matthew Marc Williamson be elected as a Director

Moved: Rob Celada

Seconded: Sonia Lombardo

Carried unanimously on show of hands

MOTION: That Liberty Joshua Chikuse be elected as a Director

Moved: Sonia Lombardo

Seconded: Helen Taylor

Carried unanimously on show of hands

11) CLOSURE OF MEETING:

The Chairman thanked everyone for attending and the Admin Officer for the work she had undertaken in regards to holding the event.

The meeting was declared closed 7:11pm

Signed as a correct record



(Chairman)