

# Minutes

## Board Meeting

### The Newsagents Associations of NSW and ACT Ltd

**Meeting Date:** Tuesday, 24 October 2017

**Meeting Location:** Meeting Room

Level 5

63-79 Parramatta Road

Silverwater

**Meeting commenced:** 1:00 PM

Note: Items not necessarily dealt with in the order shown.

**Admin Arrangements:** IB outlined admin arrangements for the meeting including breaks, emergency procedures and parking arrangements.

1.	<b>Attendance</b>	
	<b>Present:</b>	Greg Handley President Alan Price Vice President Brian Woods Ed Howard
	<b>In attendance:</b>	Ian Booth Chief Executive Officer Nicole Raymond NANA
2.	<b>Apologies:</b>	Sharon Maloney Peter Watt Ken Packham
	<b>Quorum:</b>	K Packham confirmed a quorum was present.
3.	<b>Pecuniary Interests:</b>	Nothing to report.
4.	<b>Minutes of Previous Meeting:</b>	<u>Motion:</u> That the minutes of the meeting conducted on 12 September 2017 be accepted as an accurate record of the meeting. <b>Moved by:</b> A Price <b>Seconded by:</b> E Howard <b>CARRIED</b>

<p>5. <b>Staffing:</b></p>	<p>I Booth reported that he has advertised the Membership Service position on Seek.com and had also included notices in Member newsletters.</p> <p>Has had a number of applicants who have a history in Membership and Administration but very few with Newsagency experience. There is 1 promising applicant. I Booth will soon shortlist applicants for an interview. I Booth may also call on someone from the Board to assist with final interviews and the decision making.</p> <p>Report noted.</p>
<p>6. <b>Other Associations</b></p>	<p>i. ANF/ALNA</p> <p>I Booth reported there is no change in relationship.</p> <p>ii. VANA</p> <p>I Booth reported there has been no significant changes or substantial dialogue since the last meeting.</p> <p>iii. Ireland Association</p> <p>NANA and the counterpart Irish association are now exchange newsletters and other relevant information.</p> <p>Report noted.</p>
<p>7. <b>Newspack Insurance</b></p>	<p><u>Portfolio activities and issues</u></p> <p>I Booth had a meeting with JLT last week. A number of marketing initiatives are being developed based on a more appropriate segmentation of all State markets based on product and market penetration. The object of the initiatives from NANA's perspective is to increase the marketing and field support from JLT so as to grow the business.</p> <p>Business Pack policy to be reviewed to ensure it is up to date and still gives appropriate coverage, including minimum/recommended limits.</p> <p>I Booth has a general agreement from JLT re blocks of discounts which may be available per state if benefits can be generated using the JDT model. A decision on the KDT model has not been made.</p> <p>I Booth will continue to work with JLT in developing a range of incentives for Members to participate in the insurance program and to generate income for Members arising from referrals from associated local businesses.</p>
<p>8. <b>Audit</b></p>	<p>Audit for 2014-2015 is reported to be complete. Auditor spent the day in the NANA office completing the 2015-2016 audit. He still requires some information but its administration issue ie Board Bios.</p> <p>Auditors have given a final date of 31 October 2017 by which date reports will be available. I Booth has informed ASIC of this due date.</p> <p>Financial Reports will be made available at the 2017 AGM and if all in attendance agree, it can then be dealt with, finally.</p>

	<p>The Board look forward to reading the Audit report on how the Association is being run now compared to previous years.</p> <p>The Board will have to convene prior to the AGM to review the audit reports and finance reports prior to signing by the President.</p>						
<p>9. <b>Finances</b></p>	<p><b><u>i. Balance Sheet as at 30 September 2017</u></b>                  The “adjusted” Balance Sheet as at 30 September 2017 was distributed prior to the meeting. The MYOB Balance Sheet for the same period was available for comparison at the meeting. It is expected that after the adjustments from the audit are completed, the MYOB Balance Sheet will be more reliable/accurate.</p> <p><b><u>ii. P&amp;L 1 July 2017 to 30 September 2017 and September 2017</u></b>                  The Profit and Loss statements for the period 1 July 2017 to 30 September 2017 and for September 2017 were distributed prior to the meeting.</p> <p>The Board considered the reports, noted comments from staff, and noted timing issues with insurance payments. Given all information available, current performance was considered to be acceptable.</p> <p><b><u>iii. Aged Creditors</u></b>                  Ian Booth provided a summary of Aged Payables as at 30 September 2017.</p> <table border="1" data-bbox="464 981 1347 1144"> <tr> <td colspan="2"><b>30 September</b></td> </tr> <tr> <td>Greg Handley</td> <td>\$34,423.84</td> </tr> <tr> <td><b>Total:</b></td> <td><b>\$34,423.84</b></td> </tr> </table> <p>Report noted.</p> <p><b><u>iv. Aged Debtors</u></b>                  Ian Booth provided an extensive and detailed report on the list of all Members and amounts due.</p> <p>Revised process of ensuring invoicing is completed on time and follow up using statements was reported.</p> <p>Report noted.</p> <p><b><u>Resolution:</u></b>                  That the finance reports including balance sheets and notes, profit and loss statements and aged debtors and creditors reports, all for the periods to July to September 2017 be accepted.</p> <p><b>Moved by:</b> B.Woods <b>Seconded by:</b> E Howard</p> <p><b>CARRIED</b></p> <p><b><u>v. Variation to 2016/2017 Budget</u></b>                  I Booth reported the Association is currently performing at 29% under budget, due mostly to timing issues associated with payments from the insurance program. Expenditure activities have been curtailed to compensate.</p>	<b>30 September</b>		Greg Handley	\$34,423.84	<b>Total:</b>	<b>\$34,423.84</b>
<b>30 September</b>							
Greg Handley	\$34,423.84						
<b>Total:</b>	<b>\$34,423.84</b>						

No formal changes to the budget were notified.

Report noted.

vi. **Payments of \$1000.00+ in September 2017**

**September 2017**

1	01/09/2017	Cambooya Pty Ltd	Rent and Outgoings	\$4,165.15
2	01/09/2017	Nicole Raymond	Contract Fees	\$1,732.50
3	01/09/2017	Ian Booth	Salary	\$3,524.00
4	05/09/2017	Greg Handley	Reimbursement of Expenses GH #21	\$1,620.00
5	13/09/2017	ATO	PATGW August 2017	\$2,952.00
6	14/09/2017	Ian Booth	Salary	\$3,524.00
7	21/09/2017	Greg Handley	Reimbursement of Expenses GH#222	\$1,732.46
8	28/09/2017	Ian Booth	Salary	\$3,524.00
9	28/09/2017	Care Super	Superannuation Booth September 2017	\$1,425.07
				<b>\$24,199.18</b>

**Resolution:**

That the payments of \$1,000 or more made during September 2017 be approved.

**Moved by:** E Howard **Seconded by:** B Woods

**CARRIED**

vii. **Financial Status**

As at 24 October 2017 net in the bank \$99,000.00.

Report noted.

viii **Membership invoicing – progress**

Most Members are now on direct debit. Only 1 Newsagent is overdue in their membership payment of \$137.50.

As at 23 October 2017, 125 are on direct debit, 75 pay in full or quarterly.

x **Going concern statement**

**Resolution:**

In the Directors' opinion there are reasonable grounds to believe the Company will be able to pay its debts as and when they become due and payable.

**Moved by:** A Price **Seconded by:** B.Woods

**CARRIED**

10. Tax

**Status Report – Update to September 2017**

**Account Balance**

Balance of Integrated Client Account = NIL.

	<p>All other ATO accounts, except the SGC account have a NIL balance. SGC account does not appear in the ATO Business portal but the most recent notice from the ATO states the account is in credit and NANA is owed approximately \$4,000. An application has been made for a refund.</p> <p><u>Payments to ATO</u> Recent payments to the ATO include the August 2017 PYGW of \$2,52.00 paid on 14 September 2017.</p> <p><u>Activity Statement</u> All Instalment Activity Statements are up to date. The Activity Statement for the first quarter GST and September PAYGW is due by 30 October 2017 and will be lodged by that date.</p> <p><b><u>Resolution:</u></b> That the Taxation Status Report for period up to 30 September 2017 be accepted.</p> <p><b>Moved by:</b> E Howard <b>Seconded by:</b> A Price</p> <p><b>CARRIED</b></p>
<p>11. Lotteries</p>	<p><u>General</u></p> <p>“Lottolands Gotta Go” campaign is grinding on with some degree of success with the political response - NSW, WA, TAS and VIC said they will do something about it as SA has put a band on Lottoland.</p> <p>Luke Brill from Lottoland met with I Booth this morning (24 October). Brill had a meeting with ALNA which has been released on many social media outlets. Lottoland has offered 10% of their sales to Newsagents and suggested they be taxed at 15%.</p> <p>The way this would work is the Lottoland customer would nominate a newsagent where 10% of the sales would go to. No draft agreement has been presented as yet. Mr Brill is happy to put forth to NANA a proposal for Members only. The only barrier could be the franchise agreement with Tatts. Before NANA would agree with anything NANA would be best to seek legal advice first.</p> <p><u>ACCC Authorisation</u> Still outstanding.</p> <p>Report noted.</p>
<p>12. Magazines</p>	<p>Minimal work on review of GGA distribution agreement undertaken. IB and C Samartzis to continue to review and develop alternatives.</p> <p>I Booth will identify key issues, will seek advice from Board members and will present a draft for consideration when ready.</p> <p>Report noted.</p>

13.	Newspapers	<p>No significant matters to report.</p> <p>Meeting to be arranged with News Corp Australia to resolve outstanding issues.</p> <p>Report noted.</p>
14	Planning	<p>I Booth to work with new Board and the Executive Committee to resolve.</p> <p>Report noted.</p>
15.	Legal Matters	<p>Nil</p>
16.	CEO Report	<p><u>Membership</u></p> <p>3 new applications recommend for admission to membership of the Association were presented:</p> <ul style="list-style-type: none"> <li>• Artarmon Newsagency, Artarmon NSW</li> <li>• Mulwala Newspaper and Lotteries, Mulwala NSW</li> <li>• Dickson Newsagency, Dickson AC</li> </ul> <p><b><u>Resolution:</u></b></p> <p><b>That the prospective members notified be accepted for membership.</b></p> <p><b>Moved by:</b> B Woods <b>Seconded by:</b> E Howard</p> <p><b>CARRIED</b></p> <p><u>Membership Benefits</u></p> <p>I Booth would like to see a substantial Members discount on Lotteries Insurance. I Booth will meet with JLT to discuss redesigning this discount. With a new Membership Package, it will make it more desirable Membership offering for new Members and for the Membership Service Officer to provide to prospective Members.</p> <p>Any Members we have lost is not due to the running of NANA but because of Newsagents selling up/closing down.</p> <p><u>Electronic Communication</u></p> <p>Website and social media continues to be updated on a weekly basis. Newsletters continue to be issued weekly.</p> <p><u>Documentation</u></p> <p>Sharon Maloney to be taken off Banking. I Booth will inform the bank in writing on 25 October 2017.</p> <p><b><u>Resolution:</u></b></p> <p><b>That the Chief Executive Officer's Report be accepted.</b></p> <p><b>Moved by:</b> G Handley <b>Seconded by:</b> A Price</p> <p><b>CARRIED</b></p>

<p>17. President's Report</p>	<p><u>Executive Committee</u> No matters to report.</p> <p><u>AGM 2017</u> AGM is set for 21 November 2017. Meeting to be held at NANA. NANA will make allowances for attendance by phone and in person. Phone ins must apply for teleconference call, must provide mobile number so we can send in one hit the dial in codes.</p> <p>Quorum for AGM is 12 people and includes registered dial ins.</p> <p><u>Election of Directors</u> Nominations for 9 Board Members have been received which means Members will not need to vote as 9 Board Members is required to run.</p> <p>The Directors for the term commencing immediately following the AGM are:</p> <ul style="list-style-type: none"> <li>• Nathan Errington</li> <li>• Graeme Gill</li> <li>• Greg Handley</li> <li>• Edmund Howard</li> <li>• Keith Kearney</li> <li>• Phuong Huang Nguyen</li> <li>• Alan Price</li> <li>• Peter Watt</li> <li>• Brian Woods</li> </ul> <p>All Directors to take a refresher course on the as the rolls of the Board Members.</p> <p>New Company Secretary will be considered and if a change is to be made will be announced after the December 2017 Board meeting. The position of Treasurer is under review.</p> <p><u>Future Retirement of Directors</u> A schedule of retirements to bring the electoral process back into synchronisation with the Constitution will be agreed by the new Board post the AGM.</p> <p><u>CEO Remuneration Package</u> G Handley suggested that the Board considers raising I Booth CEO Salary and Remuneration Package. G Handley will continue to discuss this with the other Board members once the financial report for 2016-2017 has been completed.</p> <p>Report noted.</p>
<p>18. General Business</p>	<p>Nil.</p>
<p>19. Close</p>	<p>Meeting closed at 5.15pm</p>

20.	Future Meetings:		
		Next Board Meeting	Commencement: 12.30pm Tuesday, November 14 2017 (TBC) Meeting Room Level 5 63-79 Parramatta Rd, Silverwater
		Future Board Meetings	December 12 2017