



**The Henry Sports Club Limited Annual General Meeting
Meeting Minutes held Sunday, 9 November 2025 at
The Henry Sports Club, 144 Henry Lawson Avenue, Werrington County**

The Acting Chair, Janet King, opened the meeting at 10.54am and welcomed members to the 2025 Annual General Meeting of The Henry Sports Club Limited ("the Club").

1 IN ATTENDANCE

Janet King (Acting Chair)

Mark Aarons	Belinda Brinckley	Leslie Cordell
Kylie Adams	Jeffrey Brocktoff	Andrew Crane
Narelle Adams	Leslie Brown	Michael Creighton
Michael Albury	Susanne Brzezawski	Emma Crocker
Mick Albury	Ted Brzezawski	Paul Crofts
Steven Alexander	Felicity Burke	Naomi Daldy-Rowe
Matt Alexandrovsky	Julie Burton	Richard Dalton
Bruce Annesley	Jeffery Bush	Lauren Daly
David Annesley	Katrina Bush	Jennifer Dalziell
Gillian Attwell	Brendan Byrne	David Davis
David Badman	Samantha Campbell	Garry Day
Neville Bain	William Carey	Lynette De Vos
Russell Baker	Donna Carter	Ryan De La Garde
Courtney Barnes	Maureen Casey	Kelly Deigan
Todd Barnes	Adam Castle	Douglas Devlin
David Bartolo	Fiona Caterson	Linda Dorey
Debbie Bartolo	Keith Caterson	Robert Dorey
Arnoldes Bauerhuit	John Cavanough	Cameron Dries
Paul Bauerhuit	Carole Chalmers	Peter Dries
Brenton Bell	Garry Chalmers	Craig Dunn
John Bell	Neva Champion	Gail Dunn
Cherie Bentley	Raymond Chatfield	Scott Dunn
James Bentley	Guy Clifford	Caroline Dwyer
Jennifer Bentley	Bradley Colling	Matthew Dwyer
Josephine Bentley	Charmaine Colling	Tyler Dwyer
Robert Bentley	John Colling	Clarinda Edwards
Robyn Bentley	Nathan Cook	Gus Edwards
Wayne Beresford	Stephanie Cook	Shelley Edwards
Linda Bird	Amanda Cooper	Thomas Ellis
Jane Bishop	Bradley Cooper	Tracey Ellis
Michael Bloom	Jeff Cooper	Leanne Elsmore
Rebekah Brandt	Mikayla Cooper	Sari Erasmus-Hickey
Kylie Branik	Robyn Cooper	Amber Evans
Alex Brennan	Troy Cooper	Leigh Evans

Grahame Fahey	Melissa Jerzyna	Rhonda Madden
Graham Fairbrother	Ryder Jerzyna	Neil Manning
Jarred Farkas	Brendan Johnson	Steve Manning
Jacqueline Felangue	Andrew Jones	Cheryl Mason
Jake Fenech	Dean Jones	Peter Mattingley
Ken Fletcher	Margaret Jones	Ronald May
Lynda Fletcher	Raymond Jones	Danielle McAdam
Rebecca Fletcher	Arthur Judd	Jeffrey McAlister
Heike Forth	Steven Kennedy	Adam McCarthy
Narelle Forth	Tracy Kennedy	Nathan McDonald
Elise Fowler	Margaret Kenny	Carol McGaw
Johanna Fowler	Rebecca Kershaw	Jodie McGaw
John Fowler	Amanda Killey	Heather McGreal
Shane Fowler	Joshua Killey	Sophia McHenry
Stan Gillespie	Adrian King	Tony McInnes
Mary Godfrey	Richard King	Gavin McKeown
Marc Goldsbrough	Graeme Kingsbury	James McLaughlin
Shaun Goncalves	Julie Kingshott	Kay McLaughlin
Trevor Goodridge	Adam Kneller	Caitlin McLeod
Cheree Gough	Marie Kuban	Samuel McPhillimey
Robert Gough	Ella Kunkel	Greg McSpadden
Jannette Grace	Garry Laing	Reece McSpadden
Robert Grace	Linda Lamond	Margaret Mellon
Hayden Grant	Trevor Lamond	Trevor Mellon
Joel Gunning	Robert Lampard	Jeffrey Melville
Jayne Hale	Marco Lanfranca	Glenn Merrick
Debra Hand	Neville Lanyon	Suzanne Miller
Harry Harris	Steven Lavender	Sherene Mitchell
Wayne Harvey	Renee Le Breton	Frank Morrin
Jennifer Hayward	Robyn Le Breton	Rodney Moulds
Mark Heemskerk	Dean Le Clerc	Amy Murphy
David Hendry	Karen Le Clerc	Dean Newbold
John Hepburn	Tom Leitch	Maxwell Newbold
Christina Heterick	Darren Lemonius	John Newman
David Heterick	Lisa Leslie	Jake Newsome
Emma Heterick	Jamie Lewis	Kane Newsome
John Hickey	John Lloyd	Pat Newsome
Rebecca Holland	Marina Lo Monaco	Tanya Newsome
Michael Hopkins	Kylie Long	Will Newsome
Phillip Hopkins	Andrea Lopreiato	Gregory Nielsen
David Howden	Michael Lopreiato	Philip Nightingale
Melissa Howden	Domhnall Lorraine	Luke Nolan
Michelle Hussy	Richard Lorraine	Jonathan Olup
Shaun Hyland	Glenn Luke	Debra O'Shea
Neridah James	Phillip Lyes	Paul O'Shea
George Jerzyna	David Macklin	Jordan Osmond
Lucas Jerzyna	Nicole Madden	Lauren Partridge

Janine Pattison	Catherine Roberts	Juzef Sztelma
Krystyna Patynowska	Mary Roberts	Ljuba Szuhya
Bernard Paysden	Rebecca Roberts	Raymond Telfer
Justin Pearn	Stephen Roberts	Urupani Tepaki
Robert Pearson	Alicia Robinson	Gail Terrassin
Roslyn Pearson	Graeme Robinson	Allen Thorpe
Joseph Pejic	Michael Rochfort	Anne Tomson
Lorraine Pejic	Kerri Rooney	Jeff Tomson
Stephan Petsalis	Michael Rooney	David Tucker
Jessica Pilcher	Adam Ross	Warren Tucker
Kenneth Piper	Tara Ross	Graeme Twiggs
Cec Platt	Robert Roy	Charlie Vaine
Frances Platt	Liam Russell	Ravik Varma
Jennifer Platt	Ken Rzepecki	Aurel Vasilescu
Ty Platt	Tim Sammut	Barbara Vasilescu
James Pope	Haydn Scala	Brad Vaughan
Justin Pope	Stephen Seabury	Charlie Vella
Margaret Pope	Katherine Shaw	Luciano Vranich
Chris Powell	Elisabeth Shearer	Luke Waihape
Jasmine Prior	Ian Shearer	Wendy Walsh
Adam Paul Proctor	Margaret Shearley	Craig Watts
Elliott Prophet	Craig Sheens	Charles Wheeler
Holly Prophet	Glen Sheens	Shane Wheeler
Jonathon Prophet	Margaret Sheens	Michael White
Lisa Prophet	Tania Sheens	Michael White
Mark Prophet	Aaron Shepard	Wendy White
Julie Quinn	Amanda Shepherd	Barry Wilkins
Peter Quinn	Linda Short	Kevin Wilkinson
Kathy Rae	Peter Small	William Wilkinson
Adam Rapley	Nicole Smith	Adrian Williams
Garry Reynolds	Tim Smith	Jason Williams
Edward Robar	Felicity Spencer-Davey	Daniel Woods
Alexander Roberts	Dale Stokes	Rhyse Zwickl
Ben Roberts	Susan Stokes	

Matthew Armstrong, Acting General Manager
Nicole Mahon, Minute Taker
Michelle Wilson, Returning Officer
Jay Bellany, Returning Officer
Brad Newling, Returning Officer
Tonie Gooley, Returning Officer

2 APOLOGIES

Apologies were received from:

- Andrew Armitstead
- Gail Patrin
- Rev. Geoffrey R Usher

It was RESOLVED that the apologies be accepted.

3 CHAIRPERSON'S ADDRESS

The Acting Chair explained that, in light of a recent board-level development, an independent investigation had commenced. Emphasising transparency and continuity, she expressed her honour in presenting this year's report.

She highlighted the past year's accomplishments, celebrated the Club's progress, and discussed the promising opportunities ahead. The 2024–25 financial year marked a period of significant transformation for The Henry, with the long-anticipated renovations completed both on schedule and within budget. It was noted that members and guests had responded enthusiastically, and the surge in bookings for functions and events proved that the temporary disruptions during construction were ultimately worthwhile.

Despite a challenging environment, the Club achieved excellent financial results. This strong performance enabled a contribution of over \$61,000 through Club grants to local community groups, sports organisations, and charitable causes that have a meaningful impact.

Looking forward, the Board has initiated the development of a 5-year Master Plan to shape the next stage of growth. As this plan evolves, the Board remains dedicated to keeping members informed and engaged, recognising the great value of their input.

The Acting Chair expressed sincere gratitude to General Manager, Gail Patrin, and the entire Club team, acknowledging that their commitment and leadership were key to The Henry's achievements. She also thanked her fellow directors for their guidance and support, and most importantly, expressed appreciation to the Club's members, noting that their loyalty and involvement are what make The Henry such a vibrant, welcoming place for all.

4 CONFIRMATION OF MINUTES OF PREVIOUS ANNUAL GENERAL MEETING

The minutes of the previous Annual General Meeting held 17 November 2024 were tabled.

It was RESOLVED that the minutes of the Annual General Meeting held 17 November 2024 be confirmed as a true and correct record of that meeting.

MOVED: CATHERINE ROBERTS

SECONDED: MATTHEW DWYER

DECLARED CARRIED

5 RECEIPT AND CONSIDERATION OF REPORTS PRESCRIBED BY SECTION 317 OF THE CORPORATIONS ACT 2001

The Acting Chair presented the following reports for the year ended 30 June 2025:

- Financial Report
- Directors' Report
- Auditor's Report

Members were advised that the reports had been made available on the Club's website and in printed form from the administration office in accordance with the *Corporations Act 2001*.

It was RESOLVED that the reports be received and noted.

MOVED: SARI ERASMUS-HICKEY

SECONDED: DAVID BARTOLO

DECLARED CARRIED

6 GENERAL MANAGER'S REPORT

In the absence of General Manager Gail Patrin, Acting General Manager Matthew Armstrong presented the annual report to Members, providing a summary of the Club's performance for the year ended 30 June 2025.

It was advised that the year had been a period of significant progress for the Club despite wider economic pressures. Total comprehensive income for the year was \$1,822,574 (up from \$668,534 in the prior year). Revenue increased by 6.8% to \$6.06 million, reflecting strong bar, dining and gaming performance, supported by increased promotional activity. Operating costs, including utilities and insurance, were managed carefully, and employee benefit expenses decreased by 21.7%.

Net cash from operating activities totaled \$1.15 million. Investing outflows of \$1.11 million were primarily related to property, plant and equipment. The refurbishment project, completed over an 18-month period, was delivered under budget at \$4.7 million. Total equity at year end was \$15,012,112. Financing activities included borrowings for capital projects and loan repayments. The Club closed the financial year with \$589,903 in cash.

The Club reported a strong increase in functions and events, with higher utilisation by members and community groups. Improvements in food operations supported this growth, and acknowledgement was given to Jason Hook and the Star Catering team for their contribution.

Under ClubGRANTS, the Club contributed \$61,105 (up from \$51,176 the previous year) to local community organisations, sporting groups and charities. This included \$17,170 to the Humpty Dumpty Foundation to support equipment for the Nepean Hospital Neonatal Intensive Care Unit.

The General Manager acknowledged the efforts of Club staff and management, including the Operations Manager, Matthew Armstrong, for their contribution throughout the year. Thanks were also extended to the Board for its strategic oversight and to the Members for their ongoing support.

7 QUESTIONS TO THE AGM

It was advised that questions had been received prior to the AGM. The following questions are written as received, were read out and answered by the Acting Chair:

Question 1: Are there any other meetings or discussions related to the proposal that were not disclosed to The Henry Sports Club Board?

I am not aware of any additional meetings or discussions related to the proposal that were not disclosed to The Henry Sports Club Board.

Question 2: What role or influence did Brian Fletcher and/or Paul Dunn (former CEO, South Sydney Rabbitohs) have in the development and presentation of the proposal?

I do not have any information indicating how or what role Brian Fletcher or Paul Dunn played in the development or presentation of the proposal.

Question 3: Has any individual or organisation received payment for providing advice or services in relation to this takeover proposal?

I am not aware of any individual or organisation having received payment for advice or services in relation to the proposal, nor do I know who may have authorised such engagements or under what terms.

Question 4: Has Panthers or Brian Fletcher offered any other assistance/advice if the proposal was not accepted?

I have no knowledge of any alternative assistance or advice offered by Panthers or Brian Fletcher should the proposal not be accepted.

Question 5: Could the Chair please outline the timeframe during which the club entered administration, and explain how the administrator structured the funding to resolve the club's debts?

To provide context, The Henry entered administration in early 2014 with debts of approximately \$3.6 million. Rob Brennan was appointed as Deed Administrator and, after reviewing the Club's financial position, determined that The Henry could remain viable if its debt burden was reduced. He arranged a loan of around \$3.2 million from a private lender, Windlock, to repay the bank and settle outstanding creditors. Through negotiations, Rob also secured partial settlements with some creditors, saving the Club an estimated \$400,000.

Ultimately, Windlock provided the full funding upfront.

Brothers Penrith Junior Rugby League Club ("Brothers") provided an interest free loan of \$500,000 in December 2015.

Windlock was fully repaid following the sale of the Club's car park land and the loan from Brothers Football Club.

It is important to clarify that The Henry's survival was not contingent on the Brothers' loan - the Club would have remained viable through the Winlock funding alone.

3 February 2014 – The Henry Sports Club enters voluntary administration.

31 March 2014 – Robert Brennan is appointed the Deed Administrator of The Henry Sports Club.

22 December 2015 – Loan & Sponsorship Agreement is signed between The Henry Sports Club and Brothers Football Club.

24 December 2015 – Deed of Company Arrangement Effectuated.

January 2016 – The following Brothers' members joined the Board of The Henry Sports Club:

- Vincent Le Breton
- Stephen Roberts

- *Peter Small*
- *Tony Vella*
- *Rodney Wenzel*

Question 6: What led to the involvement of the Brothers Football Club, and were any other parties – such as financial institutions or private lenders – part of the funding arrangement?

Brothers' Football Club requested a significant sponsorship agreement.

Question 7: What commitments were made to these parties to safeguard their contributions?

- *\$50,000 annual sponsorship for 1 year; renewable for a further 2 years.*
- *5 of the 10 positions be held by Brothers' members or if the number of Board positions changed, members of Brothers constitute no less than 50%.*

Question 8: The land sale where the apartments stand today happened in 2015 with a nice cash injection to The Henry?

Yes, the sale of land (where the apartments now stand) occurred in 2015 and provided a significant cash injection to The Henry Sports Club.

Question 9: The Deed of Company Arrangement (DOCA) was effectuated on by its terms on 24 December 2015. As a result, the directors have resumed their powers and duties under the *Corporations Act 2001*?

The Deed of Company Arrangement was effectuated on 24 December 2015. At that point, the directors resumed their powers and responsibilities under the Corporations Act 2001.

Question 10: You commenced on the board in January 2016? (per Financial Report June 2016)

According to the Club's June 2016 Financial Report, the individual in question commenced their term on the Board in January 2016.

Question 11: The Henry was already out of VOLUNTARY administration by the time you came on the Board?

Based on the above timeline, The Henry Sports Club had already exited voluntary administration before the individual joined the Board.

The Acting Chair emphasised that these details were shared to maintain transparency and provide an accurate account of the Club's recovery and governance history. It was hoped this would offer all members a clearer understanding of how events unfolded.

8 PROPOSAL TO CHANGE THE HENRY'S NAME

The Acting Chair invited each director candidate to step forward, introduce themselves, and clearly express their position on the proposal to change The Henry Sports Club's name. To ensure an orderly process, candidates were called in alphabetical order by surname.

Candidate Statement - Andrew Armitstead

In the absence of Andrew Armitstead, the Acting Chair read the following received by email:

Hello all, I am sorry I couldn't attend the AGM as I had pre-planned leave. I have enjoyed working with the Board and am very proud of what we have achieved rebuilding the Club

from what was almost financial ruin to one of the most successful and respected small clubs in the Penrith district. One of things I am proud of is that The Henry is a Club for a variety of clubs including a thriving theatre group and many sporting groups. I am not a supporter of one group taking over control and I fear other groups would be marginalised as a result. I am also concerned the financial strength of the club might be impacted to fund activities of the Brothers at the expense of subgroups. If voted in, I will continue to work for all members and keep the Club strong and viable for the benefit of our wider community continuing to support sporting groups and cultural activities. If I am not elected thank you for the opportunity and I wish the Club well for the future.

Thank you.

Andrew Armitstead

Candidate Statement - James Bentley

James explained that he had not been briefed on the proposal and acknowledged that the Board had rejected it, a decision he respects. However, he believes the Club could benefit from offering its support to the Brothers.

Candidate Statement - Peter Dries

Peter stated that, as a current board member, he noted the Board had rejected the proposal submitted by the Brothers. He expressed uncertainty regarding the reasons behind the Board's opposition but emphasised that it was now up to the members present to cast their votes.

Candidate Statement – Matthew Dwyer

Matt spoke about his long-standing association with the Brothers, noting that although he is no longer part of its committee, he was present when Troy Cooper and Paul Dunn brought the proposal before the Board. He mentioned that concerns had been raised by another director regarding inappropriate behaviour by certain board members, including allegations of bribery and corruption directed at himself. Matt felt it was important for members to be informed of these issues when making their voting decisions.

Candidate Statement – Sari Erasmus-Hickey

Sari, a long-standing Club member, explained she is running for the Board because the Club means a great deal to her. She emphasised its origins as a community hub for theatre, chess, and sports, originally named the Henry Lawson Club to reflect its purpose. Sari credited the Club's recent progress to a land sale and the dedication of the staff and administrator. She highlighted the Club's ongoing support for community activities and described it as welcoming and family-friendly. Sari urged members to preserve the Club's identity and support its community engagement and sponsorship efforts.

Candidate Statement – John Fowler

John shared that he has lived in the area for five decades and has dedicated significant time as a volunteer with the Brothers. While he mentioned he was not fully informed about the details of the proposal, he expressed ongoing support for the Club, its sporting organisations, and the Brothers itself. John affirmed his commitment to supporting all sporting activities and thanked everyone for their continued support.

Candidate Statement – Melissa Jerzyna

Melissa shared that the Club has always felt like home to her, and she is proud to have served as a director. She voiced her concern that the proposed renaming of the Club could weaken its role as a hub for the community. Melissa noted her own involvement with the Brothers, expressing hope that their support will continue. If re-elected, she pledged to ensure that all sub-clubs remain well supported.

Candidate Statement – Adrian King

Adrian reflected on the Club's evolution, highlighting how it has become one of the most highly regarded Clubs in the region and celebrating its commitment to a diverse range of sub-clubs. He pledged to uphold and strengthen the Board's standards to ensure fairness for all. Adrian spoke about aligning the Club's goals with its Constitution and voiced concerns that, should the proposal to rename the Club go ahead, financial resources might be directed towards a single group. He emphasised his intention to keep the Club inclusive, ensuring it continues to benefit and enrich the entire community.

Candidate Statement – Janet King

Janet thanked members for their support during her time on the Board and expressed pride in The Henry's growth as a respected and inclusive community club. She emphasised her commitment to accountability, transparency, and fair support for all sub-clubs, warning against changes that could favour one group over others. If re-elected, Janet pledged to represent all members and maintain the Club's strength and inclusivity.

Candidate Statement – Stephen Roberts

Steve shared that he has served on the Board for the past 11 years, playing a key role in guiding the Club out of administration. He voiced strong concerns that the Brothers' proposal could jeopardise the progress made so far. Committed to acting in the best interests of the members, Steve explained that he voted against the proposal and will continue to oppose it if re-elected.

9 ELECTION OF DIRECTORS

The Chair acknowledged the presence of the Returning Officer from the Australian Election Company (AEC), engaged to conduct the election of directors in accordance with the Club's Constitution.

The Chair invited Michelle Wilson, Returning Officer from the Australian Election Company, to conduct the election of directors.

The Returning Officer, Michelle Wilson, advised that the election would be conducted in accordance with the Club's Constitution by show of hands.

The Returning Officer's declaration of the election results was read and noted.

- Andrew Armitstead (227 votes)
- James Bentley (130 votes)
- Peter Dries (101 votes)
- Matthew Dwyer (100 votes)
- Sari Erasmus-Hickey (314 votes)
- John Fowler (96 votes)

- Melissa Jerzyna (317 votes)
- Adrian King (319 votes)
- Janet King (234 votes)
- Stephen Roberts (230 votes)

The Returning Officer declared the following candidates duly elected to serve as Directors from the conclusion of this meeting until the 2027 Annual General Meeting.

- Andrew Armitstead
- James Bentley
- Sari Erasmus-Hickey
- Melissa Jerzyna
- Adrian King
- Janet King
- Stephen Roberts

The Returning Officer congratulated the successful candidates and thanked all nominees for their participation.

10 ORDINARY RESOLUTIONS

The Chair advised that three (3) Ordinary Resolutions were to be considered and that, in accordance with the Club's Constitution, only Life Members and Ordinary Members were entitled to vote on these resolutions. Proxy voting was not permitted.

10.1 FIRST ORDINARY RESOLUTION

Motion:

That pursuant to the *Registered Clubs Act 1976*, members approve and agree to expenditure by the Club in a sum not exceeding \$10,000 until the next Annual General Meeting for the following:

- Reasonable costs of meals and beverages for Directors immediately before or after meetings held at mealtimes;
- Reasonable travel expenses to and from meetings and other approved activities;
- Expenses incurred by Directors in carrying out duties including representation of the Club at events, attendance at Intra-Club activities, and other promotional functions;
- Provision and cleaning of Club uniforms; and
- Costs of Directors attending functions with spouses or partners where appropriate.

Outcome:

MOVED: MICHAEL ROCHFORT

SECONDED: JOSEPH PEJIC

DECLARED CARRIED

10.2 SECOND ORDINARY RESOLUTION

Motion:

That pursuant to the *Registered Clubs Act 1976*, members approve and agree to expenditure by the Club in a sum not exceeding \$10,000 until the next Annual General Meeting for the development of skills and education of Directors, including:

- Mandatory training under the *Registered Clubs Act 1976*;
- Attendance at the ClubsNSW Annual General Meeting;
- Attendance at seminars, lectures, trade displays, study tours and other relevant events as determined by the Board; and
- Attendance at other clubs for the purpose of observing facilities and methods of operation.

Outcome:

MOVED: CATHERINE ROBERTS

SECONDED: LUCIANO VRANICH

DECLARED CARRIED

10.3 THIRD ORDINARY RESOLUTION

Motion:

That AMW AUDIT be appointed as the Club's Auditor effective from the date of this Annual General Meeting, following a tender process undertaken by the Board.

The Chair advised that the outgoing auditor has applied to ASIC for approval to resign, and the Board recommends that members vote in favour of this resolution.

Outcome:

MOVED: LUCIANO VRANICH

SECONDED: CLARINDA EDWARDS

DECLARED CARRIED

11 CLOSURE

There being no further business the Chair thanked members for their attendance and declared the meeting closed at 12.00pm.

CONFIRMATION OF MINUTES

The minutes have been signed as a true and correct record of the meeting.

SIGNED BY THE CHAIRPERSON:

CHAIRPERSON'S NAME:

DATE:

DRAFT