

Liverpool Catholic Club



ANNUAL REPORT

2019

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Liverpool Catholic Club Limited
Incorporating
Thurgoona Country Club Resort
ACN 00 874 073
ABN 78 000 874 073

ANNUAL REPORT 2019

PATRON

Most Reverend Bishop David Cremin D.D Emeritus Auxiliary
Bishop of Sydney

CHAPLAIN

Rev. Paul Monkerud P.P.

BOARD OF DIRECTORS

PRESIDENT – Michael Coffey OAM

VICE-PRESIDENT – Gregory Richardson

George Ajkay, Anthony Atkins, Phillip Coleman, Joe Mancini, Van
Nguyen

CHIEF EXECUTIVE OFFICER – John Turnbull

BANKERS – Commonwealth Bank of Australia

SOLICITORS – Pigott Stinson Lawyers

AUDITORS – BDO East Coast Partnership

PRESIDENT'S REPORT

It is my pleasure on behalf of the Board to present this, the Presidents Annual Report of the Liverpool Catholic Club for the year ending 31 December 2019.

The Club has enjoyed another successful year generating a profit of \$10,018,476, details are contained in the financial reports included elsewhere in this report.

As a result of the financial performance we have been able to provide support to Liverpool area Catholic parishes, schools and the community at large.

We have also continued to provide sporting facilities and opportunities for our younger community as well as supporting the community in many social activities. Importantly we have maintained a high level of service to our members.

The Club's donations for the year totalled \$1,337,038

Our support for the continuing education of students in the four Catholic Colleges in our area continued via the granting of University scholarships and year 11 and 12 bursaries.

The research programme with the Ingham Institute to provide, over a four year timeframe, funding for a PhD scholarship investigating a specific area of cancer research continued this year and will be concluded in 2020. The Board will consider a continuation of the programme in the second quarter of 2020.

The Hotel extension which was completed in 2017 extending the Clubs room availability to 192 has continued to perform at high occupancy levels with a commensurate contribution to the overall Club's results. Refurbishment of rooms in the initial hotel continues, aimed at maintaining a high standard of accommodation for our clients.

Development of the Club's latest project, an enhanced food court with bars, quiet areas, cinema and an extensive children's play area, which commenced during 2018 has proceeded throughout the year and will be fully open early in the second quarter of 2020.

The development continues the Board strategy of diversifying the Club's business and meeting the needs of the changing demographic in our area which includes so many young families making Liverpool and surrounds their new home.

The Gymnasium and Ice Rink have continued to attract strong support and exceeded budget expectations in the year in review.

Thurgoona Country Club Resort has continued to perform well and achieved the best annual result since amalgamation. This result is a reflection of the hard work of the management and the team at Thurgoona.

The golf course at Thurgoona has undergone significant improvement and now rates as one of the top courses on the Murray.

Improvement is such that we will continue to host the NSW Seniors Tournament for the next three years attracting some of the top senior Australian and overseas golfers.

While gaming revenue will always represent a major contributor to the Club's result the Board remains aware of the potential risk of changes in the regulatory area that may impact Clubs. We therefore continue to seek business opportunities to protect and diversify profitability and have continued to build the Charitable & Ancillary Trusts, which now hold funds exceeding \$4.4 million.

Listed in the report we have included a list of our Life Members, all of whom have made significant contributions to the success of the Liverpool Catholic Club either through Board membership or as members of one of our 16 sub clubs. Those Board members in particular had the foresight to commence the strategy diversifying Club revenues through a variety of initiatives – a strategy which continues as demonstrated above with our 2019 result.

The Board is also most grateful to those dedicated sub club members who give freely of their time as committee members, managers and coaches of our various sub clubs. On behalf of both the Board and members I thank both for their contribution to the success of the Liverpool Catholic Club over the many years they served the Club.

We welcomed a new Director to the Board in 2019 – Ms Van Nguyen, a local business owner who has been part of the netball sub club for some 30 years.

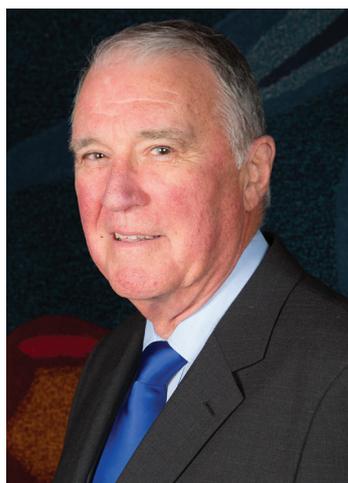
The success of the Club is due in no small part to a dedicated management team led by our General Manager John Turnbull and Assistant General Manager David Vidler along with a staff committed to providing first class services to our members both in Liverpool and Thurgoona.

None of our success would be possible without the loyalty and support of you, our members. I thank you for that support in 2019 and can, on behalf of the Board, management and staff assure you we will continue to strive to ensure we deserve that support into the future through provision of first class facilities and services.

In conclusion I thank my fellow directors for their loyalty, support and commitment, via the Board & their various committees, in making Liverpool Catholic Club a leader in the Industry and an employer of choice offering over 350 jobs within our local area.



Michael Coffey OAM
President



THANK YOU TO OUR LIFE MEMBERS WHO HAVE MADE GREAT CONTRIBUTIONS TOWARDS THE SUCCESS OF OUR CLUB

LIFE MEMBERS

ROBERT BRASSELL

WARREN F. WILLIAMS

LEO SULLIVAN **

BRUCE A. MAYBERRY **

REV. FATHER R.A. DELANEY **

JOHN H. MANSFIELD **

PHILLIP M. POWER **

JOHN T. BEST **

JOHN P. DUFFY

CHARLES C. GULLOTTA

PETER THOMAS **

NOEL HICKEY **

SILVIO MARUCCI

MAUREEN MURRAY

JOHN T. CAIRNS

NORMAN JONES **

FREDERICK A. DIEHM **

DENIS R. WILLIAMS **

PHILLIP V. COLEMAN

ANTHONY M. ATKINS

VALDA M. HOOD **

SHELLEY A. MORETTI

COLIN A. PURCELL **

CATHERINE T. COLEMAN

PETER J. HURLEY

ELSIE MALLETT

BRIAN VAN DER MEER

FRANK MIRARCHI

JULIE BRADLEY

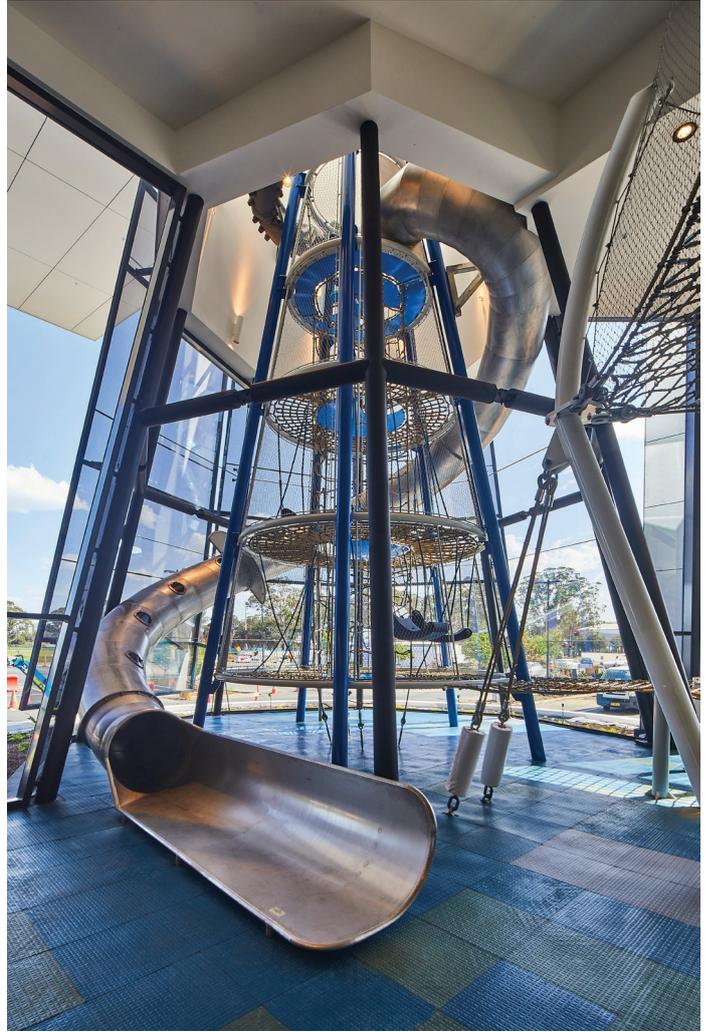
JAN CLEARY

CHERYL PAGE

ANTOINETTE SULTANA **

FORTUNATO LEGATO

** Deceased



CLUB REFURBISHMENT AND EXTENSION - UPDATE

In October 2019 we opened the first stage of our food services renovation which included our new food outlets along with the play area. On the upper level our new Function Rooms and Cinema were unveiled.

We thank members for their patience and understanding as we move towards the completion of this renovation.



We look forward to completing the final stage of our renovation and offering the full facility with greatly increased seating options and capacity.



CAFE



LOUNGE



BRASSERIE

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given of the 49th Annual General Meeting of **LIVERPOOL CATHOLIC CLUB LIMITED** to be held on **Sunday 19 April 2020** commencing at **12:00 noon** at the premises of the Club, Hoxton Park Road, Liverpool, New South Wales.

BUSINESS

The business of the meeting will be as follows:

1. Apologies.
2. To confirm the minutes of the 48th Annual General Meeting held on 28th April 2019.
3. To receive and consider the following reports in respect of the Club for the year ended 31 December 2019:
 - a. the directors report;
 - b. the financial report;
 - c. the auditors report

(Note 1: The Club's Annual Report for the year ended 31 December 2019 containing these reports is available on the Club website (www.liverpoolcatholic.com.au). A copy will also be provided either in hard copy or by email to any member who makes a written request to the Club for a copy of the Annual Report.)

(Note 2: Members who wish to ask questions regarding the financial report or other matters relating to the affairs of the Club, are asked to provide the Chief Executive Officer notice in writing of their questions by 12 April 2020. This will allow appropriately researched responses to be prepared for the benefit of members. Failure to give written notice of questions will not prevent members asking questions at the meeting but it may not be possible to give considered answers to such questions.)

4. To consider and if thought fit pass each of the Eight Ordinary Resolutions in relation to benefits to Directors and Life Members and the Life Membership Resolution set out in Annexure A to this Notice.
 5. To consider and if thought fit pass the Ordinary Resolution in relation to the appointment of Auditor.
 6. To declare the results of the election of Directors
-

NOMINATIONS FOR ELECTION AS DIRECTOR

Notice is given that nominations for the office of Director must be lodged with the Secretary/Chief Executive Officer by **5:00pm on 29th March 2020** being the closing time for nominations.

Under the triennial rule there are two directors' positions that are eligible to be filled and each position is for a three (3) year term.

If by the close of nominations the number of candidates nominated is less than two, the candidates nominated shall be declared elected and additional nominations shall be called for at the Annual General Meeting.

If more than two candidates are nominated by the close of nominations, an election by ballot will be conducted prior to the Annual General Meeting.

That ballot will be a postal ballot under the supervision of a Returning Officer appointed by the Board.

Details of the election system are set out in Rule 40 of the Club's Constitution.

Dated: 4th March 2020

By direction of the Board



John Turnbull
Secretary/Chief Executive Officer

“A”

This and the following 4 pages is the Annexure “A” referred to in the Notice of Annual General Meeting of Liverpool Catholic Club Limited to be held on 19 April 2020.

ORDINARY RESOLUTIONS

[The Ordinary Resolutions are to be read in conjunction with the notes to members set out on pages 2 and 3 of this Annexure “A” following the Resolution to appoint Auditor.]

FIRST ORDINARY RESOLUTION

That the members hereby approve and agree to expenditure by the Club in a sum not exceeding \$250,000 until the next Annual General Meeting of the Club for sponsorship of Intra Clubs.

SECOND ORDINARY RESOLUTION

- a. That the members hereby approve and agree to expenditure by the Club in a sum not exceeding \$60,000 until the next Annual General Meeting of the Club for Directors’ Expenses as follows:
 - i. The reasonable cost of a meal and beverage for each Director immediately before or immediately after a Board or Committee meeting on the day of that meeting when that meeting corresponds with a normal meal time.
 - ii. Reasonable expenses incurred by Directors in travelling to and from Directors’ meetings or other duly constituted committee meetings as approved by the Board from time to time on production of invoices, receipts or other proper documentary evidence of such expenditure.
 - iii. Reasonable expenses incurred by Directors in relation to such other duties including entertainment of special guests to the Club and other promotional activities performed by Directors which activities and the expenses therefrom are approved by the Board before payment is made on production of receipts, invoices or other proper documentary evidence of such expenditure.
 - iv. The reasonable cost of Directors and their spouses/partners (if required) attending any club, community or charity function as the representatives of the Club and authorised by the Board to do so.
 - v. The reasonable cost of Club uniforms being provided to Directors as required.
 - vi. The provision of a designated car parking space for the exclusive use of each Director.
 - vii. The reasonable documented expenses incurred by Directors for club related telephone calls.
 - viii. The provision of a bouquet of flowers or similar gift to the value of \$100 for the spouse or partner of a Director in appreciation of their support of the Director throughout the year.
- b. That the members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are Directors of the Club and the spouses/partners of Directors.

THIRD ORDINARY RESOLUTION

- a. That the members hereby approve and agree to expenditure by the Club in a sum not exceeding \$65,000 for the professional development and education of Directors until the next Annual General Meeting and being:
 - i. The reasonable cost of Directors attending conferences, seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time;
 - ii. The reasonable cost of Directors attending other registered clubs for the purpose of viewing and assessing their facilities and methods of operation provided such attendances are approved by the Board as being necessary for the betterment of the Club;
 - iii. The reasonable cost of Directors and their spouses (if required) attending the Clubs NSW Annual General Meeting and Conference provided however that the expenses in relation to Directors’ spouses or partners will be limited to:
 - » Economy airfares or other reasonable travel expenses;
 - » Accommodation for the duration of the conference only;
 - » The cost of tickets to the conference dinner.
- b. The members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are Directors of the Club and the spouses/partners of Directors.

FOURTH ORDINARY RESOLUTION

That the members hereby approve and agree to expenditure by the Club in a sum not exceeding \$20,000 until the next Annual General Meeting of the Club for the reasonable costs of functions (such as wakes) to be held at the Club to honour the memory and work of members of the Club who have served the Club in a voluntary capacity over many years and who die during the course of the year. The holding of such functions and the extent of the expenditure paid or borne by the Club for such functions shall in each case be entirely at the discretion of the Board of Directors.

FIFTH ORDINARY RESOLUTION

- a. That the members hereby approve the Club providing a complimentary meal to each Honorary member when they attend the Club at a time which coincides with a normal meal time.
- b. The members acknowledge that the benefits in paragraph (a) are not available for members generally but are only for those who are Honorary members of the Club.

SIXTH ORDINARY RESOLUTION

- a. That the members hereby approve and agree to expenditure by the Club in the sum not exceeding \$6,000 until the next Annual General Meeting for the reasonable costs as a token of goodwill (such as food, beverage, hospitality or a small gift at Christmas) in recognition of the dedication and assistance of Life members over many years. The extent of the expenditure paid or borne by the Club in respect of the token of goodwill shall be entirely at the discretion of the Board of Directors.
- b. The members acknowledge that the benefits in paragraph (a) are not available for members generally but are only for those who are Life members of the Club.

SEVENTH ORDINARY RESOLUTION

That the members hereby approve the Club paying honorariums for Directors in recognition of their services as Directors of the Club from the date of this Annual General Meeting until the date of the Annual General Meeting in 2021 as follows:

President	\$15,900	(inclusive of the Superannuation Guarantee Charge)
Ordinary Board members	\$10,600 each	(inclusive of the Superannuation Guarantee Charge)

Such honorariums to be payable by quarterly instalments in arrears.

EIGHTH ORDINARY RESOLUTION

That the members hereby approve and agree that Directors may purchase travel insurance for their personal travel needs through the Club insurance providers where the terms of such insurance and premiums are more favourable than available to the general public and can only be obtained because of the corporate terms between the Club and its insurance providers.

LIFE MEMBERSHIP RESOLUTION

That Julie Martin be elected to Life membership of the Club in recognition to her outstanding service to our Intra Clubs over many years. Club member since July 2002.

That Jean Garard be elected to Life membership of the Club in recognition of her outstanding service in the establishment of the Liverpool Catholic Club

RESOLUTION TO APPOINT AUDITOR

Provided the Australian Securities and Investments Commission has consented to the resignation of the Club's existing auditor (BDO East Coast Partnership) that BDO Audit Pty Limited be appointed as the auditor of Liverpool Catholic Club Limited as and from the date that the resignation of BDO East Coast Partnership as auditor takes effect.

NOTES TO MEMBERS ON THE SEVEN ORDINARY RESOLUTIONS

FIRST ORDINARY RESOLUTION

1. The First Ordinary Resolution is to have the members approve an amount no greater than \$250,000 for sponsorship of the intra-clubs.
2. The amount proposed by the First Ordinary Resolution is unchanged from that approved by members at the Annual General Meeting in 2019.

SECOND ORDINARY RESOLUTION

3. The Second Ordinary Resolution is to have the members approve an amount no greater than \$60,000 for expenses incurred by Directors in the performance of their duties. Included in the resolution is the cost of Directors attending functions as representatives of the Club and the costs of their spouses/partners also attending those functions.
4. The amount to be provided is the same as that approved by members at the Annual General Meeting in 2019.

THIRD ORDINARY RESOLUTION

5. The Third Ordinary Resolution is to have the members approve an amount no greater than \$65,000 for the expenditure by the Club for Directors to attend conferences, seminars, lectures trade displays and other similar events and to visit other clubs to enable the Club's governing body to be kept abreast of current trends and developments which may have a significant bearing on the nature and way in which the Club conducts its business. Also included will be expenditure for Directors and their spouses (if required) to attend the ClubsNSW Annual Meeting and Conference.
6. The amount is the same as that approved by members at the Annual General Meeting in 2019.

FOURTH ORDINARY RESOLUTION

7. The Fourth Ordinary Resolution is to have the members approve the Club providing funding until the next Annual General Meeting for functions (such as wakes) to honour distinguished members of the Club on their death. Without such a resolution it is arguable that the Club is not entitled to provide such functions without someone (normally members of the family of the deceased) being responsible for the cost.

FIFTH ORDINARY RESOLUTION

8. The Fifth Ordinary Resolution is to have the members approve the Club providing a meal to each Honorary member when they are attending the Club at a time which coincides with a normal meal time. In practice this will happen only by the Honorary member producing his or her Gold Honorary membership card.

SIXTH ORDINARY RESOLUTION

2. The Sixth Ordinary Resolution is to have members approve expenditure by the Club in a sum not exceeding \$6,000 until the next Annual General Meeting of the Club for reasonable costs towards recognising the dedication and assistance from life members over many years. Such recognition may be in the form of food, beverage, hospitality or a small gift at Christmas as determined by the Board of Directors.
3. The amount is the same as that approved by members at the Annual General Meeting in 2019.

SEVENTH ORDINARY RESOLUTION

4. The Seventh Ordinary Resolution is to have members approve honorariums for the President and ordinary Directors. The amount to be provided represents a 3% increase over that approved in 2019.

EIGHTH ORDINARY RESOLUTION

5. The Eighth Ordinary Resolution is to have members approve Directors being eligible to take up insurance policies for their own personal travel insurance which is available to them through the Club's insurance providers. The terms of those policies and premiums are very favourable and not available to ordinary members of the public or members of the Club other than Directors. While these policies have to date never been used by Directors they are available and as such constitute a benefit not equally available to all members.

LIFE MEMBERSHIP RESOLUTION

6. Clause 14 of the Club Constitution provides that any Voting member who has rendered outstanding service to the Club, may be elected to Life membership of the Club by a resolution carried by a two-thirds majority of those present and voting at a general meeting (which includes an Annual General Meeting) following the submission to such meeting of an appropriate recommendation from the Board of the Club.
7. The Board of the Club has passed a resolution recommending Julie Martin and Jean Garard be admitted to Life membership in recognition of their outstanding service rendered to the Club.

RESOLUTION TO APPOINT AUDITOR

8. In the past year a national integration of BDO has resulted in the transitioning of BDO's audit engagements from the Club's auditor, BDO East Coast Partnership (former auditor) to BDO Audit Pty Limited (new auditor).
9. The former auditor has applied to the Australian Securities and Investments Commission (ASIC) in accordance with section 329(5) of the Corporations Act for consent to resign as auditor of the Club.
10. The resignation of the former auditor will take effect on the later of:
 - (a) The date of the annual general meeting;
 - (b) The date on which ASIC consents to the resignation; or
 - (c) Such other date (if any) fixed by ASIC.
11. The new auditor has consented in writing to being appointed as the Club's auditor. Pursuant to section 328B(1) of the Corporations Act notice in writing nominating the new auditor as auditor has been given to the Club by a member. A copy of this notice is annexed to these notes. Members are therefor asked to pass the Ordinary Resolution appointing the new auditor.

PROCEDURAL MATTERS ON ORDINARY RESOLUTIONS

12. To be passed, an Ordinary Resolution must receive votes from not less than a majority of members who, being eligible to do so, vote in person at the meeting.
13. To be passed, the Life Membership Resolution requires votes from not less than a majority of two-thirds of members who being eligible to do so, vote in person at the meeting.
14. Proxy voting is prohibited by the Registered Clubs Act.
15. Only financial Voting members and Life members can vote on the Resolutions.
16. Any member who is an employee of the Club is prohibited from voting by the Registered Clubs Act.
17. The Board of the Club recommends each of the resolutions to members.

Dated: 4th March 2020

By direction of the Board



John Turnbull
Secretary/Chief Executive Officer

Nomination of new Auditor

To Liverpool Catholic Club Limited

Pursuant to section 328B(1) of the Corporations Act we being members of Liverpool Catholic Club Limited hereby nominate BDO Audit Pty Limited to be auditor of Liverpool Catholic Club Limited.

Dated 4th MARCH 2020.

JOSEPH MANCINI
Name

Joseph Mancini
Signature

1957
Membership Number

PHILLIP COLEMAN
Name

Phillip Coleman
Signature

42
Membership Number

This is a copy of the nomination of Auditor referred to in note 18 of the Notes to Members forming part of Annexure "A" to the Notice of Annual General Meeting of Liverpool Catholic Club Limited.

**Liverpool Catholic
Club Limited**

ABN 78 000 874 073

**ANNUAL
FINANCIAL
REPORT**

31 December 2019

DIRECTORS' REPORT

The directors present their report, together with the financial statements of Liverpool Catholic Club Limited (the company) for the year ended 31 December 2019.

DIRECTORS

The directors of the company in office at any time during or since the end of the financial year are:

George Zoltan	Ajkay
Anthony Michael	Atkins
Michael Francis	Coffey OAM
Phillip Vincent	Coleman
Joseph	Mancini
Gregory Peter	Richardson
Dang Tuong Van	Nguyen (Appointed 27/02/2019)

INFORMATION ON DIRECTORS

GEORGE ZOLTAN AJKAY, B.Bus (NSWIT) Dip.Tech.Management

Managing Director Beta Trading Co Pty Ltd. Joined Club 1997. Elected to Board April 2004. Member Building and Site Development Committee.

ANTHONY MICHAEL ATKINS, B.Surv (UNSW)

Registered Surveyor. R.P.S. Group (Consulting Surveyors). Director Rose Atkins Rimmer (Water Infrastructure). Club Director since March 1989. Member Building and Site Development Committee. Vice-President 1998-2003, President 2003-2016, Chairman Risk and Governance Committee.

MICHAEL FRANCIS COFFEY, OAM JP B.Sc (UNSW), FAICD

Company Director. Joined Club June 1998. Appointed Director February 2004. Assistant Treasurer 2004 - 2015. Vice President 2015 to 2016, President 2016 to Current.

PHILLIP VINCENT COLEMAN, CLO

Retired. Formerly Technical Officer, Australian Atomic Energy Commission. Foundation Member, Elected to Board June 1982. Vice-President May 1994. Member Membership Committee. Member Building and Site Development Committee. President 1996-2003. Chairman Intra-Clubs Committee.

JOSEPH MANCINI, B.Bus (Charles Sturt), CPA

Accountant. Member since 1990. Appointed Director January 2015. Treasurer 2015 to Current, Member Risk and Governance Committee.

GREGORY PETER RICHARDSON

Executive Director, Ernst & Young. Member since 1981. Appointed Director September 2003. Member of Intra-Clubs Committee. Member Risk and Governance Committee. Vice President 2016 to Current.

DANG TUONG VAN NGUYEN, B. Applied Science - Physiotherapy (USYD) (Appointed 27/02/2019)

Company Director. Joined Club 2015, selected to fill Board vacancy February 2019. Owner/Director & Principal Physiotherapist of Physio Essentials & Pilates Studio. Committee member netball intra-club 2009 - current.

DIRECTORS' REPORT

DIRECTORS' MEETINGS

The number of meetings of the company's Board of Directors (the Board) and of each board committee held during the year ended 31 December 2019, and the number of meetings attended by each director were:

BOARD MEETINGS

Director	Number of Meetings Attended	Number of Meetings Held
Ajkay, George Zoltan	9	12
Atkins, Anthony Michael	10	12
Coffey OAM, Michael Francis	12	12
Coleman, Phillip Vincent	10	12
Mancini, Joseph	11	12
Nguyen,Dang Tuong Van	9	11
Richardson, Gregory Peter	10	12

In addition to the Board meetings listed above all Board members attend various Committee meetings which occur at least monthly.

MEMBERSHIP

The company is a company limited by guarantee and is without share capital. The number of members as at 31 December 2019 and the comparison with last year is as follows:

	2019	2018
Ordinary	21,053	20,046
Associate/Social	29,994	31,323
Life	19	18
Honorary	81	83
LCC Sports – Juniors	1,393	1,414
	52,540	52,884

MEMBERS' LIMITED LIABILITY

In accordance with the Constitution of the company, every member of the company undertakes to contribute an amount limited to \$2 per member in the event of the winding up of the company during the time that he/she is a member or within one year thereafter. The total liability in the event of winding up is \$105,080 (2018: \$105,768).

DIRECTORS' REPORT

OPERATING RESULT

The profit after tax of the company for the year ended 31 December 2019 was \$10,018,476 (2018: \$8,533,354).

The table below shows a reconciliation of earnings before interest, income tax, depreciation, amortisation and impairment losses. This is referred to as EBITDA.

	2019 \$	2018 \$
Net profit after income tax expense attributable to members	10,018,476	8,533,354
Add back:		
Depreciation and amortisation expense	8,976,175	8,733,632
Write off of property, plant and equipment	-	78,958
Net loss (gain) on disposal of property, plant and equipment	41,868	9,364
Net finance costs	839,053	1,025,217
EBITDA	19,875,572	18,380,525

OBJECTIVES

The short and long term objectives of the company are to provide members and guests with high quality social, cultural and sporting facilities whilst maintaining a focus on Catholic education, community needs and sporting activities as described in the company's Constitution.

STRATEGY FOR ACHIEVING THE OBJECTIVES

Performance is assessed regularly against relevant internal and industry benchmark enabling assessment as to whether strategic initiatives have been effective in achieving the Club's short and long term objectives.

PRINCIPAL ACTIVITIES

The principal activities of the company during the year were to operate licensed social clubs and hotel operations.

There were no significant changes in the nature of the activities of the company during the year.

DIRECTORS' REPORT

EVENTS SUBSEQUENT TO REPORTING DATE

On 12 February 2020, the Club signed an agreement with BRK Projects Pty Ltd for building rectification relating to the Cladding Requirement Works for Mercure Hotel for a contracted amount of \$1.54m.

There are no other matters or circumstances that have arisen since the end of the financial year that have significantly affected or may significantly affect the operations of the company, the results of those operations or the state of affairs of the company in future financial years.

PERFORMANCE MEASUREMENT AND KEY PERFORMANCE INDICATORS

Financial performance is measured by:

- » Comparison of actual results against budget;
- » Monitoring key performance indicators (KPIs) in various areas including wage costs and gross profit margins;
- » Monitoring cashflows; and
- » Calculating and comparing EBITDA performance.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under Section 307C of the Corporations Act 2001 is set out on page 15.

Signed in accordance with a resolution of the directors.

Dated at Liverpool this 4th day of March 2020.



M. Coffey OAM
Director

DECLARATION OF INDEPENDENCE BY CLAYTON EVELEIGH TO THE DIRECTORS OF LIVERPOOL CATHOLIC CLUB LIMITED

As lead auditor of Liverpool Catholic Club Limited for the year ended 31 December 2019, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.



Clayton Eveleigh
Partner

BDO East Coast Partnership
Liverpool, 4 March 2020

INDEPENDENT AUDITOR'S REPORT

To the members of Liverpool Catholic Club Limited

REPORT ON THE AUDIT OF THE FINANCIAL REPORT

OPINION

We have audited the financial report of Liverpool Catholic Club Limited (the Company), which comprises the statement of financial position as at 31 December 2019, the statement of profit or loss and other comprehensive income, the statement of changes in members' funds and the statement of cash flows for the year then ended, and notes to the financial report, including a summary of significant accounting policies, and the directors' declaration.

In our opinion the accompanying financial report of Liverpool Catholic Club Limited, is in accordance with the Corporations Act 2001, including:

- i. Giving a true and fair view of the company's financial position as at 31 December 2019 and of its financial performance for the year ended on that date; and
- ii. Complying with Australian Accounting Standards - Reduced Disclosure Requirements and the Corporations Regulations 2001.

BASIS FOR OPINION

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Report section of our report. We are independent of the company in accordance with the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of the company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

OTHER INFORMATION

The directors are responsible for the other information. The other information obtained at the date of this auditor's report is information included in the Directors report, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and we do not express any

form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF THE DIRECTORS FOR THE FINANCIAL REPORT

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or has no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL REPORT

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (<http://www.auasb.gov.au/Home.aspx>) at: http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf.

This description forms part of our auditor's report.

BDO East Coast Partnership



Clayton Eveleigh
Partner

Sydney, 4 March 2020

DIRECTORS' DECLARATION

The directors of the company declare that:

1. In the directors' opinion the financial report and notes set out on pages 19 to 39, are in accordance with the Corporations Act 2001, including:
 - i. Giving a true and fair view of the company's financial position as at 31 December 2019 and of its performance, for the financial year ended on that date; and
 - ii. Complying with Australian Accounting Standards – Reduced Disclosure Requirements, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
2. There are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the directors made pursuant to section 295 (5)(a) of the *Corporations Act 2001*.

On behalf of the directors

Dated at Liverpool this 4th March 2020.



M. Coffey OAM
Director

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2019

	Note	2019 \$	2018 \$
Revenue	1	71,795,761	69,603,573
Expenses			
Raw materials and consumables used		(5,767,131)	(5,445,360)
Depreciation expense	2	(8,976,175)	(8,733,632)
Donations		(1,337,038)	(1,559,733)
Employee benefits expense	2	(18,740,045)	(18,795,355)
Entertainment, marketing and promotional costs		(3,647,045)	(3,543,936)
Poker machine licences and taxes		(12,050,139)	(11,594,006)
Occupancy expenses		(3,879,543)	(4,072,525)
Repairs and maintenance		(1,945,616)	(1,828,269)
Write off of property, plant and equipment		-	(78,958)
Net loss on disposal of property, plant and equipment		(41,868)	(9,364)
Other expenses		(4,553,632)	(4,383,864)
Total operating expenses		(60,938,232)	(60,045,002)
Operating profit before interest and income tax		10,857,529	9,558,571
Interest income		2,828	4,229
Interest expense		(841,881)	(1,029,446)
Net interest expense		(839,053)	(1,025,217)
Profit before income tax		10,018,476	8,533,354
Income tax expense	3	-	-
Net profit after income tax expense		10,018,476	8,533,354
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		10,018,476	8,533,354

The Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes set out on pages 23 to 39.

STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2019

	Note	2019 \$	2018 \$
ASSETS			
Current Assets			
Cash and cash equivalents	4	4,442,968	2,841,117
Trade and other receivables		370,348	341,983
Inventories		545,941	500,779
Prepayments		66,382	129,172
Total Current Assets		5,425,639	3,813,051
Non-Current Assets			
Property, plant and equipment	7	3,054,840	3,054,840
Intangible assets	5	187,766,201	162,792,307
Total Non-Current Assets		190,821,041	165,847,148
Total Assets		196,246,680	169,660,199
LIABILITIES			
Current liabilities			
Trade and other payables	8	2,534,041	3,600,948
Financial liabilities	9	-	29,500,000
Employee benefits	10	2,835,420	2,842,759
Deferred revenue		438,248	399,951
Total Current Liabilities		5,807,709	36,343,658
Non-Current Liabilities			
Financial liabilities	9	50,322,223	3,177,045
Employee benefits	10	244,308	285,532
Total Non-Current Liabilities		50,566,531	3,462,577
Total Liabilities		56,374,240	39,806,235
Net Assets		139,872,440	129,853,964
Members' Funds			
Retained profits		139,872,440	129,853,964
Total Members' Funds		139,872,440	129,853,964

The Statement of Financial Position should be read in conjunction with the accompanying notes set out on pages 23 to 39.

STATEMENT OF CHANGES IN MEMBERS' FUNDS FOR THE YEAR ENDED 31 DECEMBER 2019

	Retained profits \$	Total Members' Funds \$
Balance at 1 January 2018	121,320,610	121,320,610
Net profit after income tax expense for the year	8,533,354	8,533,354
Other comprehensive income for the year, net of tax	-	-
Total comprehensive income for the year	8,533,354	8,533,354
Balance at 31 December 2018	129,853,964	129,853,964
Net profit after income tax expense for the year	10,018,476	10,018,476
Other comprehensive income for the year, net of tax	-	-
Total comprehensive income for the year	10,018,476	10,018,476
Balance at 31 December 2019	139,872,440	139,872,440

The Statement of Changes in Members' Funds should be read in conjunction with the accompanying notes set out on pages 23 to 39.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2019

	Note	2019 \$	2018 \$
Cash Flows From Operating Activities			
Receipts from customers (inclusive of GST)		78,901,812	76,815,695
Payments to suppliers and employees (inclusive of GST)		(60,114,149)	(56,456,359)
Interest received		2,828	4,229
Finance costs paid	2	(841,881)	(1,029,446)
Net cash inflow from operating activities		17,948,610	19,334,119
Cash Flows From Investing Activities			
Proceeds from sale of property, plant and equipment		65,730	-
Payment for property, plant and equipment	5	(33,613,188)	(20,512,216)
Finance costs paid on qualifying assets	2	(444,479)	(47,108)
Net cash outflow from investing activities		(33,991,937)	(20,559,324)
Cash Flows From Financing Activities			
Proceeds from borrowings		21,145,178	3,177,045
Repayment of borrowings		(3,500,000)	(2,500,000)
Net cash inflow from financing activities		17,645,178	677,045
Net (decrease) in cash and cash equivalents		1,601,851	(548,160)
Cash and cash equivalents at the beginning of the financial year		2,841,117	3,389,277
Cash and cash equivalents at the end of the financial year	4	4,442,968	2,841,117

The Statement of Cash Flows should be read in conjunction with the accompanying notes set out on pages 23 to 39.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

ABOUT THIS REPORT

Liverpool Catholic Club Limited is a company limited by guarantee, incorporated and domiciled in Australia and is a non-for-profit entity for the purposes of preparing the financial statements. The financial statements are for Liverpool Catholic Club Limited as a standalone legal entity.

The financial statements were approved for issue by the Directors on 4 March 2020.

The financial statements are general purposes financial statements which:

- » Have been prepared in accordance with the requirements of the Corporations Act 2001 and Australia Accounting Standards – Reduced Disclosure Requirements of the Australian Accounting Standards Board ('AASB');
- » Have been prepared under the historical cost convention;
- » Are presented in Australian dollars;
- » Where necessary comparative information has been restated to conform with changes in presentation in the current year; and
- » Adopts all new and amended Accounting Standards and Interpretations issued by the AASB that are relevant to the operations of the company and effective for reporting periods beginning on or after 1 January 2019. Refer below for details of new mandatory standards for the current reporting period.

NEW OR AMENDED ACCOUNTING STANDARDS AND INTERPRETATIONS ADOPTED

The Company has adopted all new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted. The following Accounting Standards and Interpretations are most relevant to the Company:

AASB 15 Revenue from Contracts with Customers

The Company has adopted AASB 15 from 1 January 2019. The standard provides a single comprehensive model for revenue recognition. The core principle of the standard is that an entity shall recognise revenue to depict the transfer of promised goods or services to customers, i.e. performance obligations, at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

AASB 16 Leases

The Company has adopted AASB 16 from 1 January 2019. The standard replaces AASB 117 'Leases' and for lessees eliminates the classifications of operating leases and finance leases. Except for short-term leases and leases of low-value assets, right-of-use assets and corresponding lease liabilities are recognised in the statement of financial position. Straight-line operating lease expense recognition is replaced with a depreciation charge for the right-of-use assets (included in operating costs) and an interest expense on the recognised lease liabilities (included in finance costs). In the earlier periods of the lease, the expenses associated with the lease under AASB 16 will be higher when compared to lease expenses under AASB 117. However, EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) results improve as the operating expense is now replaced by interest expense and depreciation in profit or loss. For classification within the statement of cash flows, the interest portion is disclosed in operating activities and the principal portion of the lease payments are separately disclosed in financing activities. For lessor accounting, the standard does not substantially change how a lessor accounts for leases.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

IMPACT OF ADOPTION

AASB 15 and AASB 16 were adopted using the modified retrospective approach and as such comparatives have not been restated. There was no impact from the adoption of AASB 15 Revenue from contracts with customers or AASB Leases on opening retained profits as at 1 January 2019.

Right-of-use assets and the associated lease liabilities identified by the Club were deemed to be immaterial to the financial statements and have not been recorded.

CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

In the process of applying the company's accounting policies, management has made a number of judgements and applied estimates of future events. Judgements and estimates that are material to the financial statements are detailed further in the following notes:

Estimation of useful lives of assets	Note 5
Recoverability of intangible assets	Note 7

	2019 \$	2018 \$
1. REVENUE AND OTHER INCOME		
Sale of goods	14,473,157	13,728,034
Rendering of services	57,322,604	55,875,539
	71,795,761	69,603,573
Other income		
Net gain on sale of property, plant and equipment	-	-
Total Revenue and Other Income	71,795,761	69,603,573

RECOGNITION AND MEASUREMENT

Revenues are recognised at fair value of the consideration received or receivable net of the amount of goods and services tax (GST) payable to the taxation authority. Transfer of goods or services of the same nature and value without any cash consideration are not recognised as revenues.

SALE OF GOODS

Revenue from the sale of goods comprises of revenue earned from the provision of food, beverage and other goods and is recognised (net of rebates, returns, discounts and other allowances) at a point in time when the performance obligation is satisfied, that is, on delivery of goods to the customer.

RENDERING OF SERVICES

Revenue from rendering services comprises revenue from gaming facilities together with other services to members and other patrons of the club and is recognised at a point in time when the services are provided.

INTEREST REVENUE

Interest revenue is recognised using the effective interest rate method, which, for floating rate financial assets is the rate inherent in the instrument.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

OTHER INCOME

Sale of Property, Plant and Equipment

The gain or loss on disposal of property, plant and equipment is calculated as the difference between the carrying amount of the asset at the time of disposal and the net proceeds on disposal (including incidental costs) and is recognised as other income at the date control of the asset passes to the buyer.

	2019 \$	2018 \$
2. EXPENSES		
PROFIT BEFORE INCOME TAX INCLUDES THE FOLLOWING SPECIFIC EXPENSES:		
Employee benefits expense		
Wages and salaries	14,527,919	14,332,313
Contributions to defined contribution plans	1,322,383	1,354,735
Increase in liabilities for employee benefits	(48,563)	82,576
Other associated expenses	2,938,306	3,025,731
	18,740,045	18,795,355
Depreciation and amortisation		
Buildings and improvements	4,075,882	3,767,698
Plant and equipment	4,900,293	4,965,934
	8,976,175	8,733,632
Finance costs		
Expensed to profit and loss	841,881	1,029,446
Capitalised to work in progress	444,479	47,108
	1,286,360	1,076,554

RECOGNITION AND MEASUREMENT

FINANCE COSTS

Finance costs include interest, premiums relating to borrowings, amortisation of ancillary costs incurred in connection with arrangement of borrowings and lease finance charges.

Finance costs are expensed as incurred unless they relate to qualifying assets. Qualifying assets are assets which take more than 12 months to get ready for their intended use or sale. In these circumstances, finance costs are capitalised to the cost of the assets. Where funds are borrowed specifically for the acquisition, construction or production of a qualifying asset, the amount of finance costs capitalised is those incurred in relation to that borrowing, net of any interest earned on those

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

borrowings. Where funds are borrowed generally, finance costs are capitalised using a weighted average capitalisation rate.

	2019 \$	2018 \$
3. INCOME TAX EXPENSE		
The amount set aside for income tax in profit or loss has been calculated as follows:		
Proportion of net taxable income attributable to non-members	4,402,209	4,082,344
Less: Proportion of expenses attributable to non-members	(3,619,897)	(3,324,029)
	782,312	758,315
Add: Other taxable income	9,002,871	9,516,109
Less: Other deductible expenses	(10,279,600)	(10,274,424)
Taxable income	(494,417)	-
Tax losses utilised	494,417	-
Net income subject to tax	-	-
Deferred tax assets have not been recognised in respect of the following items:		
Deductible temporary differences	61,656	60,994
Tax losses	1,140,163	1,095,487
	1,201,819	1,156,481

RECOGNITION AND MEASUREMENT

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate, adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities settled, based on those tax rates that are enacted or substantively enacted. Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

3. INCOME TAX EXPENSE (CONTINUED)

The carrying amount of recognised and unrecognised deferred tax assets are reviewed each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

MUTUALITY PRINCIPLE

The company calculates its income in accordance with the mutuality principle which excludes from income, any amounts of subscriptions and contributions from members, and payments received from members for particular services provided by the club or association, eg. poker machines, bar and dining room service in the case of social clubs. The Commissioner of Taxation accepts this method of calculating income as appropriate for recognised clubs and associations.

Amendments to the Income Tax Assessment Act 1997 ensure social clubs continue not to be taxed on receipts from contributions and payments received from members.

4. CASH AND CASH EQUIVALENTS

RECONCILIATION OF CASH

Cash as at the end of the financial year as shown in the Statement of Cash Flows is reconciled to the related items in the Statement of Financial Position as follows:

	2019 \$	2018 \$
Cash at bank	2,196,932	754,957
Cash on hand	2,246,036	2,086,160
Cash and cash equivalents	4,442,968	2,841,117

RECOGNITION AND MEASUREMENT

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

	2019 \$	2018 \$
5. PROPERTY, PLANT AND EQUIPMENT		
Freehold land		
<i>At cost</i>	11,958,868	11,958,868
Buildings and improvements		
<i>At cost</i>	174,337,613	139,720,606
<i>Accumulated depreciation</i>	(39,610,453)	(35,534,574)
	134,727,160	104,186,032
Leasehold improvements		
<i>At cost</i>	389,028	389,028
<i>Accumulated depreciation</i>	(307,811)	(284,484)
	81,217	104,544
Holiday units		
<i>At cost</i>	509,200	509,200
<i>Accumulated depreciation</i>	(259,303)	(244,856)
	249,897	264,344
Motel - Thurgoona		
<i>At cost</i>	2,142,509	2,142,509
<i>Accumulated depreciation</i>	(870,461)	(795,418)
	1,272,048	1,347,091
Furniture, plant and equipment		
<i>At cost</i>	52,410,218	37,741,369
<i>Accumulated depreciation</i>	(20,634,775)	(17,477,109)
	31,775,443	20,264,260
Poker machines and accessories		
<i>At cost</i>	14,968,624	14,679,608
<i>Accumulated depreciation</i>	(9,488,995)	(8,902,483)
	5,479,629	5,777,125
Capital work in progress		
<i>At cost</i>	2,221,939	18,890,043
Total property, plant and equipment net book value	187,766,201	162,792,307

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

RECONCILIATIONS

MOVEMENTS IN CARRYING AMOUNTS

Movements in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year are set out below:

	2019 \$	2018 \$
Freehold land		
Carrying amount at beginning of year	11,958,868	11,958,868
Carrying amount at end of year	11,958,868	11,958,868
Buildings and improvements		
Carrying amount at beginning of year	104,186,032	106,108,277
Additions	-	1,857,961
Transfer from capital works in progress	34,617,008	-
Depreciation	(4,075,882)	(3,780,206)
Carrying amount at end of year	134,727,158	104,186,032
Leasehold improvements		
Carrying amount at beginning of year	104,543	128,420
Amortisation	(23,326)	(23,877)
Carrying amount at end of year	81,217	104,544
Holiday units		
Carrying amount at beginning of year	264,344	277,074
Disposals	(1,717)	-
Depreciation	(12,730)	(12,730)
Carrying amount at end of year	249,897	264,344
Motel-Thurgoona		
Carrying amount at beginning of year	1,347,091	1,422,987
Depreciation	(75,043)	(75,896)
Carrying amount at end of year	1,272,048	1,347,091

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Furniture, plant and equipment

Carrying amount at beginning of year	20,264,260	21,359,145
Additions	1,889,389	1,921,627
Transfer from capital works in progress	12,781,665	-
Disposals	-	(104,818)
Depreciation	(3,159,869)	(2,911,694)
Carrying amount at end of year	31,775,445	20,264,260

Poker machines and accessories

Carrying amount at beginning of year	5,777,125	5,618,033
Additions	1,437,901	2,134,180
Disposals	(106,072)	(45,859)
Depreciation	(1,629,325)	(1,929,229)
Carrying amount at end of year	5,479,629	5,777,125

Capital work in progress

Carrying amount at beginning of year	18,890,043	4,182,133
Additions	30,285,900	14,660,802
Capitalised interest	444,669	47,108
Transfers to buildings and improvements	(34,617,008)	-
Transfers to furniture, plant & equipment	(12,781,665)	-
Carrying amount at end of year	2,221,939	18,890,043

Independent Valuation

The independent valuation of the company's property, plant and equipment was carried out in September and October 2019 by Jeff Millar (RGD No.67391) and P.L. Warren (RGD No.232) of Global Valuation Services on the basis of open market value for existing use which resulted in a valuation of land at \$45,900,000, buildings and improvements at \$170,510,000 and plant and equipment at \$17,853,475. This valuation excludes the ongoing works relating to the Food Court refurbishment. As property, plant and equipment is held at cost the valuation has not been brought to account. The directors do not believe that there has been a material movement in the fair value since the valuation date. The fair value of the assets in Thurgoona property, plant and equipment that has been included in the amount above and was based on a May 2018 valuation report. The directors do not believe that there has been a material movement in the fair value of Thurgoona assets since the valuation date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

RECOGNITION AND MEASUREMENT

All property, plant and equipment is stated at historical cost less depreciation and accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the profit or loss during the financial period in which they are incurred.

The depreciable amount of all fixed assets including buildings and capitalised lease assets, but excluding freehold land, is depreciated using the straight line method to allocate their cost or revalued amounts, net of their residual values, over their estimated useful lives, as follows:

Buildings and Improvements	40 years
Leasehold Improvements	40 years
Holiday Units	40 years
Motel – Thurgoona	40 years
Motel – Liverpool	40 years
Furniture, Plant and Equipment	3 – 20 years
Poker Machine and Accessories	4 – 20 years
Assets under lease	7 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

KEY ESTIMATE AND JUDGEMENT: USEFUL LIVES OF ASSETS

The company determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

6. CORE AND NON-CORE PROPERTIES

Pursuant to section 41J of the Registered Clubs Amendment Act 2006, the club defines property as follows:

Core Property

- i. Defined premises (licensed premises of the Club) at Hoxton Park Road, Liverpool, NSW;
- ii. Defined premises (licensed premises of the Club) at Thurgoona Drive, Thurgoona; and
- iii. Golf course at Thurgoona Drive, Thurgoona.

Non-core Property

- All other property including the:
- iv. Sports complex at Hoxton Park Road, Liverpool;
 - v. Motel at Thurgoona Drive, Thurgoona;
 - vi. Tennis courts at Thurgoona Drive, Thurgoona; and
 - vii. Property at Hoxton Park Road Liverpool (other than the defined/licensed premises of the Club).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

	2019 \$	2018 \$
7. INTANGIBLE ASSETS		
Poker machine entitlements		
<i>At cost</i>	2,853,488	2,853,488
Water rights		
<i>At cost</i>	201,352	201,352
Total intangibles	3,054,840	3,054,840

RECOGNITION AND MEASUREMENT

i. Poker Machine Entitlements

Poker machine entitlements are administrated by the state government who restrict the number of poker machines that can be installed by the license club holder. The entitlements which may be transferred or acquired and sold do not have an expiration date and are therefore deemed to have an indefinite useful life. Poker machine entitlements are internally generated and therefore are only recognised when acquired and are valued at cost.

ii. Water Rights

Water rights are not amortised as they are deemed to have an indefinite useful life. They have an indefinite useful life as they do not expire and under current government legislation there is no plan to remove such entitlements. As a result, water rights are tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired, and are carried at cost less accumulated impairment losses.

KEY ESTIMATE AND JUDGEMENT: RECOVERABILITY OF INTANGIBLE ASSETS

Impairment of poker machine entitlements is recognised based on a value in use calculations and is measured at the present value of the estimated future cash inflows available to the company from the use of these licenses. In determining the present value of the cash inflows, growth rates and appropriate discount factors have been considered.

The following key assumptions were used in the discounted cash flow model for the poker machine entitlements:

- a. 3.8% pre-tax discount rate;
- b. 4.3% per annum projected revenue growth rate;
- c. 5.6% per annum increase in operating costs and overheads.

Management believes that reasonable changes in the key assumptions on which the recoverable amount of gaming division's poker machine entitlements is based would not cause the cash-generating unit's carrying amount to exceed its recoverable amount.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

	2019 \$	2018 \$
8. TRADE AND OTHER PAYABLES		
Trade payables	505,606	384,100
Goods and Services Tax (GST) payable	393,000	299,436
Other payables and accrued expenses	1,635,435	2,917,412
	2,534,041	3,600,948

RECOGNITION AND MEASUREMENT

These amounts represent liabilities for goods and services provided to the company prior to the end of the financial year which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

	2019 \$	2018 \$
9. FINANCIAL LIABILITIES		
Current		
Secured Market Rate Loans	-	29,500,000
Non-Current		
Secured Market Rate Loans	50,322,223	3,177,045
	50,322,223	32,677,045

FINANCING ARRANGEMENTS

The company has access to the following lines of credit:

Total facilities available:

Bank overdraft	200,000	200,000
Bank guarantee	10,000	10,000
Market Rate Loan (Food Court)	26,000,000	26,000,000
Market Rate Loan (Club Loan Facility)	4,500,000	4,500,000
Market Rate Loan (Construction of Stage II Hotel)	25,000,000	25,000,000
	55,710,000	55,710,000

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

9. FINANCIAL LIABILITIES (CONTINUED)

	2019 \$	2018 \$
Facilities utilised at reporting date:		
Bank guarantee	10,000	10,000
Market Rate Loan (Food Court)	24,322,223	3,177,045
Market Rate Loan (Club Loan Facility)	1,000,000	4,500,000
Market Rate Loan (Construction of Stage II Hotel)	25,000,000	25,000,000
	50,332,223	32,687,045
Facilities not utilised at reporting date		
Bank overdraft	200,000	200,000
Market Rate Loan (Food Court)	1,677,777	22,822,955
Market Rate Loan (Club Loan Facility)	3,500,000	-
	5,377,777	23,022,955

The Club Loan Facility and Construction of Stage II Hotel market rate loans mature three years from drawdown date. At balance date, the maturity of these loans was 31 May 2022. The loans bear interest at the indicative BBSY for a reset period of 3 months, plus a margin, which at balance date was approximately 3.53%.

The Food Court market rate loan matures three years from drawdown date, expiring 13 August 2021. The loan bears interest at the indicative BBSY for a reset period of 3 months, plus a margin, which at balance date was approximately 3.44%.

Security

Registered Equitable Mortgage over the company assets and undertakings including uncalled capital.

Registered Mortgage over Non-residential real property located at 424-458 Hoxton Park Road, Liverpool West NSW.

Registered Mortgage over Non-residential real property located at Thurgoona Golf Club situated at Thurgoona Road, Albury NSW.

Recognition and Measurement

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the profit or loss over the period of borrowings using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

9. FINANCIAL LIABILITIES (CONTINUED)

Borrowings are classified as non-current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

	2019 \$	2018 \$
10. EMPLOYEE BENEFITS		
Current		
Liability for annual leave	1,046,374	1,144,315
Liability for long-service leave	1,789,046	1,698,444
	2,835,420	2,842,759
Non-current		
Liability for long-service leave	244,308	285,532

RECOGNITION AND MEASUREMENT

WAGES AND SALARIES, ANNUAL LEAVE AND SICK LEAVE

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be settled within 12 months of the reporting date are recognised in other payables with respect to employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled. Liabilities for non-accumulating sick leave are recognised when the leave is taken and measured at the rates paid or payable.

LONG SERVICE LEAVE

The provision for employee benefits relating to long service leave represents the present value of the estimated future cash outflows to be made resulting from employees' services provided to reporting date.

The provision is calculated using expected future increases in wage and salary rates including related on-costs and expected settlement dates based on turnover history and is discounted using the market yields on national government bonds at reporting date which most closely match the terms of maturity with the expected timing of cash flows. The unwinding of the discount is treated as long service leave expense.

The present value of employee benefits not expected to be settled within 12 months of reporting date has been calculated using the following weighted averages:

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

10. EMPLOYEE BENEFITS (CONTINUED)

	2019	2018
Assumed rate of increase in wage and salary rates:		
Inflation rate	1.18%	1.30%
Discount rates	2.50%	2.25%

SUPERANNUATION PLANS

CONTRIBUTIONS

The company is under a legal obligation to contribute 9.5% of each employee's base salary to a superannuation fund.

11. COMMITMENTS

	2019 \$	2018 \$
Capital commitments		
Within one year	2,996,274	24,681,550
One year or later and no later than five years	-	3,000,000
Total capital commitments	2,996,274	27,681,550

Capital commitments

Capital commitments relate to outstanding payments due on contracted building works in relation to the Food Court expected to be completed in March 2020. Timing of cash payments per the contract are based on estimates only.

12. KEY MANAGEMENT PERSONNEL DETAILS

A. DIRECTORS

The following persons were non-executive directors of the company during the financial year:

George Zoltan Ajkay
 Anthony Michael Atkins
 Michael Francis Coffey OAM
 Phillip Vincent Coleman
 Joseph Mancini
 Gregory Peter Richardson
 Dang Tuong Van Nguyen

The directors received honorariums totalling \$73,465 during the year (2018: \$37,500). No other remuneration was paid to directors.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

12. KEY MANAGEMENT PERSONNEL DETAILS

B. OTHER KEY MANAGEMENT PERSONNEL

The following persons also had authority and responsibility for planning, directing and controlling the activities of the company, directly or indirectly during the financial year:

Name Position

John Turnbull	General Manager
David Vidler	Assistant General Manager
Benjamin Atkins	Gaming and Payroll Manager

C. KEY MANAGEMENT PERSONNEL COMPENSATION

	2019 \$	2018 \$
Benefits and payments made to Key Management Personnel	1,674,307	1,449,596

13. RELATED PARTIES

KEY MANAGEMENT PERSONNEL

Disclosures relating to key management personnel are set out in Note 12.

TRANSACTIONS WITH RELATED PARTIES

From time to time, directors of the company, or their director-related entities, may purchase goods from the company. These purchases are on the same terms and conditions as those entered into by other company employees or customers.

Apart from the details disclosed in this note, no director has entered into a material contract with the company since the end of the previous financial year and there were no material contracts involving directors' interests existing at year end.

DIRECTOR AND KEY MANAGEMENT PERSONNEL RELATED EMPLOYEES

The company employs a number of relatives of current directors and key management personnel, as follows:

Anthony Atkins	Director
Joseph Mancini	Director
Benjamin Atkins	Gaming and Payroll Manager

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

13. RELATED PARTIES (CONTINUED)

The terms of employment for each of these individuals are in accordance with a normal employee relationship with the company. These individuals received no conditions more favourable than those which are reasonable to expect that they would have received if there had been no relationship with a Director.

Apart from the details disclosed in this note, no director has entered into a material contract with the company since the end of the previous financial year and there were no material contracts involving directors' interests existing at year end.

RECEIVABLES FROM AND PAYABLES TO RELATED PARTIES

There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

14. COMPANY DETAILS

The Club is incorporated and domiciled in Australia as a company limited by guarantee. At 31 December 2019 there were 52,540 members.

In accordance with the Constitution of the company, every member of the company undertakes to contribute an amount limited to \$2 per member in the event of the winding up of the company during the time that he/she is a member or within one year thereafter.

The registered office of the company is 446 Hoxton Park Road, Liverpool NSW 2170.

15. EVENTS SUBSEQUENT TO REPORTING DATE

On 12 February 2020, the Club signed an agreement with BRK Projects Pty Ltd for building rectification relating to the Cladding Requirement Works for Mercure Hotel for a contracted amount of \$1.54m.

There are no other matters or circumstances that have arisen since the end of the financial year that have significantly affected or may significantly affect the operations of the company, the results of those operations or the state of affairs of the company in future financial years.

16. SUMMARY OF OTHER ACCOUNTING POLICIES

A. GOODS AND SERVICES TAX

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the Australian Taxation Office. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

16. SUMMARY OF OTHER ACCOUNTING POLICIES (CONTINUED)

Receivables and payables in the Statement of Financial Position are shown inclusive of GST. The net amount of GST recoverable from, or payable to, the Australian Taxation Office is included as a current asset or liability in the Statement of Financial Position. Cash flows are included in the Statement of Cash Flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

B. TRADE AND OTHER RECEIVABLES

Trade debtors and other receivables represent the principal amounts due at balance date plus accrued interest and less, where applicable, any unearned income and provisions for doubtful debt accounts. Trade and other receivables are non-interest bearing loans and generally on 30-day payment terms. A provision for impairment is recognised when there is objective evidence that an individual trade or term receivable is impaired. Under AASB 9 there are new impairment requirements which use an 'expected credit loss' ('ECL') model to recognise an allowance. Impairment is measured using a 12-month ECL method unless the credit risk on a financial asset has increased significantly since initial recognition in which case the lifetime ECL method is adopted.

C. INVENTORIES

Inventories are measured at the lower of cost and net realisable value. Costs have been assigned to inventory quantities on hand at balance date using the weighted average basis.



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