



JERVIS BAY COMMUNITY AND SPORTS CLUB LIMITED

COUNTRY CLUB VINCENTIA DE-AMALGAMATION

EXPRESSION OF INTEREST

This Expression of Interest is submitted on behalf of the former members of the Vincentia Golf Club, current Vincentia members of SGBCC, and the broader Vincentia community.

The submission is lodged by Jervis Bay Community and Sports Club Ltd, a company formed for this purpose with the intention – as provided for under the Registered Clubs Act 1976 – of progressing through the required approval processes to take over the Vincentia assets as a new registered club.

The objective is to raise funds as needed to re-establish a vibrant and diverse community resource and sports facility on the Vincentia golf precinct.

Jervis Bay Community and Sports Club Ltd

Jervis Bay Community and Sports Club Ltd (JBCSC) has been incorporated as a company limited by guarantee for the purpose of undertaking the de-amalgamation of the Country Club Vincentia.

Subject to securing the approvals required from Members, and to meeting the necessary regulatory requirements, it is intended that JBCSC Limited would be approved as a new Registered Club to take over and operate the facilities at Vincentia.

The option of de-amalgamation followed by re-establishment as a standalone Club is provided for in the relevant legislation (the Registered Clubs Act 1976, and the Registered Clubs Regulations 2015)¹.

The interim Directors are John Clark (Secretary), Craig Hatton, and Alan Moore.

A New Club for Vincentia

The Jervis Bay Community and Sports Club will be established in the Vincentia Golf Course precinct. It will provide facilities, services and organised activities for its members, the community, and visitors. These activities include golf, other sports, social gatherings, community meetings, family celebrations, and work training programs for young people.

The golf course at Vincentia will remain the heart of the new Club.

The precinct will also be developed as a base for wider community and sporting activities in Vincentia and around Jervis Bay.

JBCSC has been shaped by consultations with the community over recent months.

The feedback from the community was clear. They want a vital sporting facility and community resource restored on the Vincentia precinct. High among the community's priorities were:

- a home for multiple sports. For golfers, the Club will retain and improve the course. For other activities, the Club will redress the absence of a place in the Vincentia precinct of Jervis Bay for social, sporting and young people's activities. The Club will be well placed to offer insurance and administrative support to its affiliated groups.
- attractive hospitality services. As a community owned organisation, the Club will provide a full range of attractive food, beverage and other hospitality services to

¹An Information Paper issued by the Department of Industry in 2017 outlines (page 9) the approach of returning an amalgamated club to its original membership and re-establishing it under its own auspices.

meet the requirements of informal and formal gatherings and special celebrations of its members and visitors.

- A community venue for social gatherings, important celebrations, and meetings of community groups. There is no suitable venue in the district for reasonable size groups to meet.
- work training programs for young people. The Club's natural environment setting, adjacent to the Booderee National Park, provides a unique opportunity to train Jervis Bay's young people in the working skills required to sustain and manage the golf course, its environs, hospitality services and allied activities.

JBCSC is confident that, with the support of the Vincentia community, the Club's business plan will enable JBCSC to build a sustainable club, drawing on a mix of revenue streams, to fully meet member and community expectations.

Financial stability and sustainability will be provided through individual and group membership fees, fees for services, philanthropic donations and targeted government grants.

The Club's support programs will be designed to build community coherence, harmony and resilience through all its activities aimed at enhancing individual and group wellbeing by being an expression of the attraction of Jervis Bay for both locals and visitors.

The Club will complement Jervis Bay's globally known white sand beaches, marine sanctuaries and natural environment. The objective will be to make the Club's wide range of quality facilities, activities and services a destination of choice for the thousands of tourists who come to Jervis Bay each year.

Financing the de-amalgamated Club

JBCSC will aim to raise the funds as needed to acquire the assets attributed to Country Club Vincentia and to resume operations at Vincentia.

We have had wide ranging, but necessarily preliminary, discussions about potential financial support. Those conversations encompassed individuals, companies and other parties – locally in the Vincentia community, in the wider Shoalhaven, and beyond.

Our discussions to date have demonstrated strong interest in working with us to rebuild a vibrant sports and community precinct at Vincentia. Several of these discussions envisaged initiatives and activities which would add to the amenity and viability of a new Club.

For JBCSC now to take that interest forward to commitment requires potential financial backers having access to substantially more specific information about Country Club Vincentia.

The material publicly available does not provide a sufficient basis on which to commit financial support.

Country Club Vincentia (CCV) is not a legal entity. There is no company registered under that name. The ABN nominated as attaching to CCV is held by SGBCC.

CCV is described as part of the SGBCC Group. It is identifiable as the location of some of the Group's activities. The information in the audited Financial Statements, as published, does not separate out CCV.

The published accounts do not provide the basis for any view to be formed on the balance sheet or the trading performance of the part of the Group referred to as CCV.

The individual assets that will be attached to CCV in any de-amalgamation are undifferentiated in the Financial Statements. Similarly, any liabilities intended to be transferred are not yet known.

JBCSC requests that the scope of the assets – land, plant and equipment etc - intended to be transferred be identified, together with the written down value attributed to them in the accounts. We ask that any material liabilities be advised, including any liabilities that may relate to employees intending to be transferred.

In addition, financiers are currently unable to form a view on the condition of the asset that will be critical to rebuilding Vincentia – the Clubhouse. The state of the building and of the plant and equipment remaining is unknown. The building has been closed for seven months and appears to have deteriorated in that time.

JBCSC requests that access be provided to enable an assessment to be made of the current state of the Clubhouse.

Trading performance at Vincentia will be of close interest to prospective financiers. In the supplementary material in the Financial Statements an unaudited statement of income and expenditure relating to Vincentia is provided. While straightforward in some respects, there are many aspects of the presentation on which clarification or elaboration is required, particularly around allocated costs.

JBCSC requests that an explanatory note be provided on the actual costs relating to CCV (employees, contracts, utilities, asset register etc) to supplement the entries in the published Vincentia Departmental profit and loss statement, to permit a reliable view of trading performance.

An Expression of Interest by the Vincentia Community

This expression of interest has deep community support.

- It reflects the widely felt concern in the community about the loss of this important sporting facility, community venue and green space. The loss impacts local businesses, particularly those in the tourism and hospitality sector.
- It recognises the opportunity that the community sees in rebuilding a vibrant Vincentia precinct, opportunities not just in golf but other sports, and community activities.

- It envisages integrating other activities, particularly those responsive to the needs of young people, including developing training opportunities.

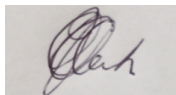
This expression of interest is not funded. It cannot be. JBCSC will aim to raise the money as needed to fund our bid.

To move from preliminary indications of support to financial commitments, we first need a current, accurate and complete statement on the finances of the part of the SGBCC Group described as Country Club Vincentia. That is outlined above.

The expectation in the community is that, once that information is provided, JBCSC will have the opportunity to expand on this expression of interest to develop and refine its community-based proposal.

That will, of necessity, involve some further time. The expectation in the community is that JBCSC will be afforded that time.

JBCSC looks forward to working with SGBCC to progress the work required to give effect to the de-amalgamation of Country Club Vincentia and, subject to the required approvals, to the establishment of the Jervis Bay Community and Sports Club as a new registered club under the NSW Registered Clubs Act.



John Clark
Secretary
Jervis Bay Community and Sports Club Ltd ABN
59 684 718 616



This EOI is lodged in good faith. However, nothing in this EOI creates legal relations or is intended to operate as a representation on which there is reliance – except to the extent of anything that ends up being stated in a formal signed and exchanged document.