

# **NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that an Annual General Meeting of the South Tweed Bowls Club Limited will be held at the Club on Sunday 18 November 2018 at 10am NSW DST.

## **AGENDA**

1. Call to Order – Apologies.
2. Election of Office Bearers.
3. Confirmation of the Minutes of the last Annual General Meeting held on Sunday 19 November 2017 at 10am and Business Arising thereon.
4. To receive and consider the report of the Board of Directors for the year ended 30 June 2018.
5. To receive and consider the Financial Statements in respect of the year ended 30 June 2018 together with the reports of the Directors and Auditors thereon.
6. Management Reports.
7. Consideration of Special Resolutions, Notices of Motion and Ordinary Resolutions submitted in accordance with the Constitution. See attached.
8. Confirmation of Office Bearers.
9. General Business and Recommendations to the Board.
10. Closure.

## **NOTES**

1. Members are requested to submit any questions in writing on the Balance Sheet and Financial Statement to the General Manager by 5pm Friday 9 November 2018 so that an informed response can be provided in writing prior to the AGM.

2. A copy of the Annual Report may be found at [www.southtweedports.com.au](http://www.southtweedports.com.au) (click 'Our Club' then click 'Corporate').
3. As per Corporate Governance guidelines, there will be no admittance to the meeting room after 10am NSW DST.

## SPECIAL RESOLUTIONS

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### BUSINESS

Part of the business of the meeting will be to consider the Special Resolution set out below.

#### PROCEDURAL MATTERS FOR RESOLUTIONS

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1. To be passed a Special Resolution must receive votes from not less than a 75% majority of those members who being eligible to do so vote in person on the Special Resolution at the meeting.
2. To be passed an Ordinary Resolution must receive votes from not less than a simple majority (50% plus 1) of those members who being eligible to do so vote in person on the Ordinary Resolution at the meeting.
3. Each Resolution should be read in conjunction with the notes to members that follow each Resolution.

The Resolutions cannot be amended or added to by motions from the floor of the meeting and must be passed or rejected in their entirety.

4. **All adult members are eligible to vote on the Ordinary Resolutions.**
5. Under the Registered Clubs Act:
  - (a) members who are employees of the Club are not entitled to vote; and
  - (b) proxy voting is prohibited.
6. The Board of the Club recommends each of the Resolutions to members.

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### SPECIAL RESOLUTION

[The Special Resolution is to be read in conjunction with the notes to members set out below]

We hereby propose that a change(s) to the South Tweed Bowls Club Inc. T/a STS Club, Constitution be approved, at the 2018 Annual General Meeting, whereby the Board of Directors be elected under the Triennial system, commencing from the 2020 Annual General Meeting.

### **Rationale**

The triennial rule was recommended by IPART (2008) and the NSW Government (2011).

In late 2011, the Registered Clubs Act was amended to require registered clubs to implement the triennial rule (by a date to be specified by regulation), which many NSW Clubs have already implemented.

The triennial rule is set out in Schedule 4 to the Registered Clubs Act. (Which, for ease of reference, is set out below).

### **How does the Triennial Rule Operate?**

#### ***First general meeting under triennial rule;***

- 1. The members elected to the governing body at the first general meeting at which the triennial rule applies (AGM 2020) shall be divided into 3 groups.*
- 2. The groups –*
  - (a) Shall be determined by drawing lots; and*
  - (b) Shall be as nearly as practicable equal in number; and*
  - (c) Shall be designated as group 1, group 2 and group 3.*
  - (d) Unless otherwise disqualified, the members of the governing body -*
  - (e) In group 1 shall hold office for 1 year; and*
  - (f) In group 2 shall hold office for 2 years; and*
  - (g) In group 3 shall hold office for 3 years.*

#### ***Subsequent general meetings***

- 3. At each general meeting held while the triennial rule is in force (other than the first such meeting) the number of the members required to fill vacancies on the governing body shall be elected and shall, unless otherwise disqualified, hold office for 3 years.*

If this Special Resolution is adopted at this Meeting (2018), under the current Rule(s), the triennial system would not start until the 2020 Annual General Meeting and it would not be fully implemented until the 2023 Annual General Meeting.

## **ORDINARY RESOLUTIONS**

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### **FIRST ORDINARY RESOLUTION**

That pursuant to section 10(6) of the Registered Clubs Act:

The members hereby approve the payment of the following honorariums to the directors of the Club:

- (i) The Chairman \$6,500
  - (ii) The Deputy Chairman \$4,000
  - (iii) Each other Director (5) \$3,000
- GRAND TOTAL \$25,500**

**Notes to Members on First Ordinary Resolution**

These amounts are the same as the amount approved by members last year.

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**SECOND ORDINARY RESOLUTION**

That the members hereby approve the payment of the following honorariums to the Bowling Committees elected at their 2018 Annual General Meeting:

<b>Bowls Club</b>	<b>Proposed</b>
President	Membership Expenses
(2) Vice Presidents	Membership Expenses
Secretary	Membership Expenses
Treasurer	Membership Expenses
4 Committee	Membership Expenses

**THIRD ORDINARY RESOLUTION**

That pursuant to the Registered Clubs Act members hereby approve the payment of various Director related expenses.

**3.1 Uniforms**

That the members approve the Club purchasing a club uniform for each Director as required.

### **3.2 Directors Meetings**

That the members approve the provision of reasonable meals and drinks to Directors while attending official Board Meetings and whilst on Board business at the Club.

### **3.3 Meetings and Seminars**

That the members approve the reasonable cost of Directors attending the Clubs NSW meetings, educational industry meetings and seminars, including the cost of meals, travel and accommodation.

### **3.4 Club Representation**

That the members approve the reasonable cost of Directors attending formal functions to represent the club including, but not limited to, functions and dinners conducted by Clubs NSW in conjunction with its Annual General Meeting and the costs associated with the attendance of Directors partners where that attendance is expected or required.

### **Notes to Members on Third Ordinary Resolution**

The Third Ordinary Resolution, if passed, will authorise the payment of expenses for Directors relating to the exercise of their duties as Directors, as set out in the resolution

Dated: Wednesday 17 October 2018

By direction of the Board.

A handwritten signature in black ink, appearing to read 'AS', with a long horizontal stroke extending to the left and a vertical stroke extending upwards.

Angus Southwell

Chief Executive Officer