

LITHGOW CITY BOWLING CLUB LIMITED (trading as CLUB LITHGOW)
ACN 001 040 348

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given of the Annual General Meeting of **LITHGOW CITY BOWLING CLUB LIMITED (trading as CLUB LITHGOW)** to be held on **Sunday 5th December 2021** commencing at **10:30am** at the premises of the Club, 2C Lithgow Street, Lithgow, New South Wales.

BUSINESS

The business meeting will be:

1. Apologies.
2. To confirm the minutes of the previous Annual General Meeting.
3. To receive and consider the directors' report, financial report and auditors' report on the financial report for the last financial year ending 30 June 2021, and any other reports of the Board or of individual officers of the Club. Copies of these reports are available on request at the Club and on the Club's website.

Note: Members who have any queries in relation to the reports are requested to submit their questions in writing to the Chief Executive Officer **by 5:00pm on Friday 26th November 2021**. This will allow sufficient time for information to be gathered or research undertaken. If questions are not submitted by this time, the Club may not be able to provide a complete answer at the Annual General Meeting.

4. To consider and if thought fit pass the two (2) Ordinary Resolutions for directors' benefits set out in this Notice.
5. To consider and if thought fit pass the two (2) Ordinary Resolutions for Life membership set out in this Notice.
6. To consider and if thought fit pass the Special Resolution to adopt a new Constitution for the Club set out in this Notice.

Note: Under the biennial system of Board elections, there is no election for directors at this year's Annual General Meeting

PROCEDURAL MATTERS FOR TWO ORDINARY RESOLUTIONS

1. To be passed, an Ordinary Resolution must receive votes from not less than a majority (50% + 1) of those members who, being eligible to do so, vote in person on the resolution at the meeting.
 2. Life members, financial Bowling members and financial Non-Bowling members are entitled to vote on the resolutions at the meeting.
 3. The resolutions are to be read in conjunction with the notes to members that follow the resolutions.
 4. Under the Registered Clubs Act:
 - (a) members who are employees of the Club are not entitled to vote;
 - (b) proxy voting is prohibited.
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FIRST ORDINARY RESOLUTION

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

That the members hereby:

- (a) approve of the Club spending a sum not exceeding ten thousand dollars (\$10,000.00) until the next Annual General Meeting for the following expenses (but in any case subject to approval by the Board of Directors in accordance with section 10(6)(d) of the Registered Clubs Act):
 - (i) the reasonable costs of Directors attending seminars, lectures, trade displays, organised study tours, fact finding tours and other similar events for the education of Directors as determined and approved by the Board from time to time.
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- (ii) the reasonable costs of Directors attending the Annual General Meeting of ClubsNSW and conferences conducted by ClubsNSW.
 - (iii) the reasonable costs of Directors travelling to and from directors meetings and other duly constituted Board or subcommittee meetings on the production of relevant invoices, receipts or other documentary evidence of such costs.
 - (iv) the reasonable costs of providing the annual Directors Christmas party for Directors and their spouses/partners.
- (b) acknowledge that the benefits in paragraph (a) of this resolution are not available to members generally but are only available to those members who are Directors of the Club (and their spouses/partners in respect of the Annual Directors Christmas party referred to in paragraph (a)(iv) above).
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Notes to Members on First Ordinary Resolution

1. The First Ordinary Resolution is to have the members in general meeting approve expenditure by the Club on Directors (and their spouses/partners in certain circumstances) in respect of the matters set out in the First Ordinary Resolution.
 2. Included in the First Ordinary Resolution is the cost of directors attending seminars, lectures, trade displays and other similar events to be kept abreast of current trends and developments which may have a significant bearing on the Club and also to satisfy the training requirements for Directors under the Registered Clubs Act.
 3. The First Ordinary Resolution is in the same terms and for the same amount as passed by the members at the Annual General Meeting in 2020.
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SECOND ORDINARY RESOLUTION

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

That the members hereby approve the payment of the following honorariums (inclusive of any superannuation guarantee levy if payable) to the President and Treasurer for their service as directors until the next Annual General Meeting:

- (a) President - \$3,000.00; and
 - (b) Treasurer - \$3,000.00.
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Notes to Members on Second Ordinary Resolution

1. The Second Ordinary Resolution is to have the members approve honorariums for the President and Treasurer for duties to be performed by them until the next Annual General Meeting.
 2. The Second Ordinary Resolution is in the same terms and for the same amounts as passed by the members at the Annual General Meeting in 2020.
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PROCEDURAL MATTERS FOR RESOLUTIONS FOR LIFE MEMBERSHIP

1. To be passed, a resolution to elect a member to Life membership of the Club requires votes from a two-thirds majority of those members who, being eligible to do so, vote in favour of the resolution.
 2. Life members, financial Bowling members and financial Non Bowling members are entitled to vote on the resolution for Life membership at the meeting.
 3. As required by the Club's Constitution, the Board has approved both resolutions for Life membership.
 4. Under the *Registered Clubs Act*:
 - (a) members who are employees of the Club are not entitled to vote;
 - (b) proxy voting is prohibited.
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FIRST RESOLUTION FOR LIFE MEMBERSHIP

*That the members hereby elect Mr **DAVID BENJAMIN** as a Life member of the Lithgow City Bowling Club Limited.*

SECOND RESOLUTION FOR LIFE MEMBERSHIP

*That the members hereby elect Mrs **LEE GREEN** as a Life member of the Lithgow City Bowling Club Limited.*

PROCEDURAL MATTERS FOR SPECIAL RESOLUTION TO ADOPT NEW CONSTITUTION

1. To be passed, the Special Resolution below must receive votes in its favour from not less than three quarters (75%) of those members present who, being eligible to do so, vote on the Special Resolution at the meeting.
 2. Only Life members, financial Bowling members and financial Non-Bowling members who are referred to in Rule 20 of the Club's Constitution are entitled to attend the meeting to vote on the Special Resolution.
 3. Under the Registered Clubs Act:
 - (a) members who are employees of the Club are not entitled to vote.
 - (b) proxy voting is prohibited.
 4. Amendments to the Special Resolution (other than minor typographical corrections which do not change the substance or effect of the Special Resolution) will not be permitted from the floor of the meeting.
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SPECIAL RESOLUTION TO ADOPT NEW CONSTITUTION

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

That with effect from the conclusion of this 2021 Annual General Meeting, the Constitution of Lithgow City Bowling Club Limited (the Club) in the form presented to this meeting (and having previously been made available to all members eligible to vote) be adopted as the Constitution of Lithgow City Bowling Club Limited in substitution for and to the exclusion of the existing Constitution of the Club and to the exclusion of the Memorandum of Association which originally formed part of the Constitution of the Club.

Notes to Members on Special Resolution to Adopt New Constitution

1. A copy of the proposed new Constitution referred to in the Special Resolution and a copy of the Club's existing Constitution is on display on the Club's webpage [**insert URL of webpage**]. Copies will also be provided to any member who requests them. They can be posted or sent by email as nominated by the members making the request.
 2. An Explanatory Memorandum in relation to the proposed new Constitution is sent with this Notice of Meeting. A copy of the Explanatory Memorandum is also displayed on the Club's webpage.
 3. If members have questions about the proposed new Constitution, please direct them to the Chief Executive Officer.
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Dated:

By direction of the Board



Karren Jamieson
Chief Executive Officer