

PAMBULA-MERIMBULA GOLF CLUB LIMITED

ABN 48 001 038 357

**NOTICE TO MEMBERS
ANNUAL GENERAL MEETING**

Notice is hereby given that the Annual General Meeting (AGM) of **PAMBULA-MERIMBULA GOLF CLUB LIMITED** will be held on Sunday the **6th November, 2016**, commencing at **9.30am** at the premises of the Club, Arthur Kaine Drive, Pambula, New South Wales.

The business of the AGM shall be as follows;

- (a) To confirm the Minutes of the previous AGM held 8th November, 2015.
- (b) To receive and consider the Reports of the Board.
- (c) To receive and consider the Financial Report and the Independent Auditor's Report.

Members will be asked to consider and if thought fit pass the following Resolutions.

(d) ORDINARY RESOLUTIONS:

- (i) "That pursuant to the Registered Clubs Act:

The Members hereby approve expenditure by the Club in a sum not exceeding \$10,000 until the next (2017) Annual General Meeting of the Club for the following benefits of Directors:

- (1) The reasonable cost of a meal and beverages for each Director immediately before, during or following a Board or Committee Meeting, or club related issues where the Meeting or activity corresponds with a normal meal time;
- (2) The reasonable cost incurred by Directors in relation to such duties including the 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, invoice or other documentary evidence of such expenditure;
- (3) Reasonable expenditure on food and beverages for Directors and their partners on one dinner per year and other functions where appropriate and when they are required to represent the Club;
- (4) The reasonable cost of providing a sports jacket or similar garment displaying the logo of the Club, and shirt or blouse, for each Director to be worn at official functions of the Club and on occasions when Directors are required to represent the Club. At the conclusion of the Director's term of office the clothing would become the property of the Member.

In addition, Directors are entitled to:

- (5) A designated car parking space when visiting the Club; and
- (6) Place their names on golf competition time sheets prior to the general opening of bookings.

The Members acknowledge that the benefits in paragraph (i) 1 – 6 above are not available to Members generally but only for those who are Directors of the Club"

- (ii) "That pursuant to the Registered Clubs Act:

The Members hereby approve and agree to reasonable expenditure by the Club for the professional development and education of Directors until the next Annual General Meeting of the Club and being:

- (1) The reasonable cost of Directors attending seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time;
- (2) The reasonable cost of Directors attending other Registered Clubs or similar types of business for the purpose of observing their facilities and methods of operation provided such attendances are approved by the Board as being necessary for the betterment of the Club;
- (3) Attendance at functions with spouses where appropriate and required to represent the Club.

The Members acknowledge that the benefits in paragraphs (ii) 1 – 3 above are not available to Members generally but only for those who are Directors of the Club, and those Members directly involved in the above activities."

- (iii) "That pursuant to the Registered Clubs Act:

The Members hereby approve reasonable expenditure as approved by the Board of the Club for selected costs associated with representatives of the Lady Playing Members Committee incurred in the performance of their duties until the next (2017) Annual General Meeting of the Club and being:

- (1) Reasonable expenditure as approved by Board for food and beverages for Lady Playing Committee Members in relation to one dinner per year and other refreshments where appropriate when those Lady Playing Committee Members are involved in Club activities;
- (2) Reasonable travel expenses where appropriate and where Lady Playing Committee Members are required to represent the Club outside of the local area;
- (3) The reasonable cost of providing a sports jacket or similar garment displaying the logo of the Club for the Lady President and Lady Captain where that person(s) is not a member of the Board of the parent Club. The jacket to be worn at official functions and on occasions when Directors and Lady Playing Committee

Members are required to represent the Club. At the conclusion of the Member's term of office the jacket would become the property of that Member, and

- (4) A designated car parking space for the Lady President and Lady Captain when visiting the Club. The Members acknowledge that the benefits in paragraphs (iii) 1 – 4 above are not available to Members generally but only those who are Members of the Lady Playing Members Committee.”

(e). SPECIAL RESOLUTIONS

To consider the following **special** resolutions recommended by the Board of Directors, namely,

FIRST RESOLUTIONS

That the Articles of Association of Pambula-Merimbula Golf Club Limited be amended by

- (i) Wherever there is reference to an age related issue of 19 years namely 11(h) and 11(i) to be changed to 18 years.

SECOND SPECIAL RESOLUTION

That the Articles of Association of Pambula-Merimbula Golf Club Limited be amended by

- (i) Reducing the number of Directors from nine (9) to (7) in Article 37 and to read –
(a) The business and affairs of the Club and the custody and control of its funds and property shall be managed by a Board of seven (7) Directors of the Club consisting of a President, a Vice President, a Club Captain, an Honorary Treasurer and three (3) ordinary directors in accordance with the following:

Other business and elections.

- (f) To deal with any other business that the Meeting may approve of which due notice has been given.
(g) To deal with any other business that the Meeting may approve of which due notice has not been given.
(h) To receive the result of the Ballot for Officers and Members of the Board for the ensuing terms as follows:
(i) Vice President
(ii) Club Captain
(iii) Director
(i) Consider destruction of Ballot papers.

BUSINESS WITH DUE NOTICE

The Board of Directors requests that any questions of a financial nature with regard to the Balance Sheet and Accounts, be given “With Notice” by the close of business Friday 29th October, 2016, to enable an accurate and detailed answer to be provided at the AGM.

ELIGIBILITY TO VOTE:

Life Members, Full Members, Senior Members, Restricted Members, Recreational Members, Intermediate Members, Country Members, Playing Rights and Social Members ONLY are entitled to attend the AGM and/or vote for Officers and members of the Board. Juniors are entitled to attend the AGM but not vote. At the AGM Social Members are restricted to voting on the question of honorariums and payment of certain expenses to Directors and Members not generally available to all Members. The details covering these issues are set out in Article 11 under each category.

The Ballot for the Board of Directors will be conducted in the Clubhouse Lower Lounge adjacent to the Golf Information Centre, commencing Tuesday 25th October, 2016, at 11am and closing Saturday 29th October, 2016, at 5pm. Scheduled times will be displayed in the Golf Information Centre. More information regarding the Ballot can be obtained from the Club Office.

Dated this day
6th October 2016

RYAN CLARKE
General Manager