

MERIMBULA-IMLAY BOWLING CLUB LIMITED
ABN 89 001 064 008

NOTICE OF ANNUAL GENERAL MEETING AND INFORMATION MEETING

NOTICE is hereby given that the Annual General Meeting of **MERIMBULA-IMLAY BOWLING CLUB LIMITED** will be held in the Clubhouse 119 Main Street, Merimbula, New South Wales on **17 November 2024** commencing at 10.30am.

BUSINESS

1. To confirm the minutes of the last Annual General Meeting held on Sunday, 12 November 2023.
2. To receive and consider the financial reports for the financial year ended 30 June 2024.
3. To receive and consider the Directors' Report for the financial year ended 30 June 2024.
4. To receive and consider the Auditor's Report on the financial report for the financial year ended 30 June 2024.
5. To receive and consider other reports included in the Annual Report.
6. To declare the results of the ballot for the election of positions on the Board – see note below.
7. To consider and if thought fit pass the First Ordinary Resolution contained in this Notice in relation to the costs of Directors benefits.
8. To consider and if thought fit pass the Second Ordinary Resolution contained in this Notice in relation to the costs of the education of Directors.
9. To consider and if thought fit pass the Third Ordinary Resolution contained in this Notice approving honorariums for Directors and other members as set out in Schedule A to this Notice of Meeting.
10. General business.

Dated: 24 September 2024

By direction of the Board



D C Foley
Chief Executive Officer

THE RESOLUTIONS AND NOTES ON EACH RESOLUTION ARE CONTAINED IN THE FOLLOWING PAGES OF THIS NOTICE.

Important Notice regarding election of directors

The Board of Directors are elected under the triennial rule as set out in the Registered Clubs Act. Under that rule, the Board is divided into 3 groups and a different group is elected each year to serve a 3 year term. This year, the election will be for the group 3 positions. This group consists of 3 of the 7 directors. Accordingly, 3 directors are to be elected this year for 3 years.

Important Notice regarding Questions for the Annual General Meeting

Members who have any questions regarding the reports or any other matter they wish raised at the Annual General Meeting should submit the question to the Chief Executive Officer in writing at least seven days before the date of the Annual General Meeting. This is to allow the Club time to prepare any information which may be required to respond to the question. If you do not do this, it may not be possible to answer your question at the meeting.

Important Notice in relation to Annual Reports

Members who previously requested to receive annual reports will receive them in the manner that they have elected to receive them. Members who have not elected to receive annual reports can access the annual report on the Club's website www.clubsapphire.com.au or by requesting a copy of the report from the office.

Notes on Resolutions and Voting at the Annual General Meeting

1. Below are 3 Ordinary Resolutions which will be considered at the Annual General Meeting.
2. Life Members and Financial Bowling Members are eligible to vote on all resolutions.
3. Financial Social Members are eligible to vote on the Third Ordinary Resolution but not the other Resolutions.
4. To be passed, an Ordinary Resolution will be passed if at least a majority (i.e.. 50% plus 1) of the votes cast on the resolution by members eligible to vote on the resolution are cast in favour of the resolution.
5. Under the Registered Clubs Act:
 - (a) proxy voting is prohibited; and
 - (b) employees cannot vote.
6. Notes on the resolutions follow each Resolution.
7. The Board recommends each Resolution to members

FIRST ORDINARY RESOLUTION

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve reasonable expenditure by the Club until the next Annual General Meeting of the Club for the following expenses of the Board of Directors, subject to specific amounts being authorised by the Board of Directors of the Club:
 - (i) Reasonable expenses incurred by Directors either within the Club or elsewhere in relation to such duties, including entertainment of special guests of the Club and other promotional activities approved by the Board, on production of documentary evidence of such expenditure;
 - (ii) Reasonable expenditure on food and beverages incurred by Directors in entertaining members and guests of the Club in the course of their duties as Directors;
 - (iii) Reasonable expenditure on food and beverages for Directors and partners for two dinners per year, and other functions where appropriate, and required to represent the Club;
 - (iv) Reasonable costs of a meal and beverage for Directors immediately before, during or after a Board or Committee meeting or Club related meeting where the meeting corresponds to a normal meal time;
 - (v) Reasonable costs of providing each Director items of clothing to be worn at official functions and on occasions when Directors are required to represent the Club.
- (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.

SECOND ORDINARY RESOLUTION

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve reasonable expenditure by the Club for the professional development and education of the Board of Directors until the next Annual General Meeting of the Club, subject to specific amounts being authorised by the Board of Directors of the Club, being:
 - (i) The reasonable costs of Directors attending the Clubs NSW Annual General Meeting and meetings of other Associations of which the Club is a member;
 - (ii) The reasonable costs of Directors attending seminars, trade displays, organised study tours, fact-finding tours and other similar events as may be determined by the Board;
 - (iii) 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;
 - (iv) Attendance at functions with partners held in association with the activities in subparagraphs (i) (ii) and (iii) of this Resolution where appropriate and required to represent the Club including the reasonable cost of accommodation for Directors and their partners.
- (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 those members directly involved in the above activities.

THIRD ORDINARY RESOLUTION

That the members hereby approve the payment of honorariums to Directors and other members of the Club for the amounts set out in the column entitled "Proposed" in Schedule A attached to this Notice of Meeting for the 12 months prior to the 2024 Annual General Meeting.

**NOTES TO MEMBERS IN RELATION TO ORDINARY RESOLUTIONS RELATING TO BENEFITS TO DIRECTORS
AND OTHER MEMBERS
(including those in Schedule A)**

1. The First Ordinary Resolution, if passed, will authorise the Club paying for reasonable expenses incurred by Directors including the provision of meals and refreshments and various other expenses as set out in the resolution.
 2. The Second Ordinary Resolution, if passed, will authorise the Club paying for various expenses for directors to attend meetings of ClubsNSW and associations of which the Club is a member, seminars and trade shows, functions to represent the Club and other expenses as set out in the resolution.
 3. The Third Ordinary Resolution, if passed, will authorise the payment of an honorarium to Directors and other members in Schedule A.
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SCHEDULE A

	Approved 2019	Approved 2000	Approved 2021	Approved 2022	Approved 2023	Proposed 2024
BOARD OF DIRECTORS:						
Chairman	\$10,000	\$10,000	\$10,000	\$11,500	\$11,500	\$11,500
Treasurer	\$6,000	\$6,000	\$6,000	\$7,000	\$7,000	\$7,000
Deputy Chair				\$7,000	\$7,000	\$7,000
Other Directors	\$4,000	\$4,000	\$4,000	\$5,000	\$5,000	\$5,000

**MERIMBULA DOLPHINS
BOWLING CLUB**

President						\$500
Secretary						\$500
Treasurer						\$500