

MOUNTIES GROUP

Annual General Meeting



Notice of Annual General Meeting

NOTICE is hereby given that the Annual General Meeting of Mount Pritchard & District Community Club Ltd ABN 98 000 458 622 ("the Club") will be held on Sunday, 29 October 2023 at 10:00am at the Club's premises at 101 Meadows Road, Mt Pritchard NSW 2170 (and video conferenced to the Harbord Diggers premises at 88 Evans Street, Freshwater NSW 2096 and the Halekulani Bowling Club premises at 50 Natuna Avenue, Budgewoi NSW 2262).

The Club will be holding the Annual General Meeting immediately after a Special General Meeting. If the Special General Meeting is not concluded and is still in progress at the appointed time for commencement of the Annual General Meeting, the commencement of the Annual General Meeting will be delayed until the Special General Meeting has been concluded.

Business:

1. To confirm the minutes of the previous Annual General Meeting.
2. To receive and consider the Report of the Directors.
3. To receive and consider the Financial Statements.
4. To receive and consider the Auditor's Report.
5. To consider and, if thought fit, pass the Ordinary Resolutions appearing under the heading "Ordinary Resolutions" to approve benefits for members of the Club and payment of honoraria.
6. To receive the report of the Returning Officer regarding the Election of Directors.
7. To notify members of any expression of interest in an amalgamation, or any unsolicited merger offer, received by the Club from any other registered club in the previous 12 months prior to the Annual General Meeting (if any have been received).
8. Any other business of which proper notice has been given.

Ordinary Resolutions:

Ordinary Resolution 1

That pursuant to the Registered Clubs Act 1976 (NSW), in the period up to the next Annual General Meeting of the Club, the members approve and agree:

- (a) to expenditure by the Club to a total value not exceeding \$404,340 (excluding GST) for:
 - (i) a reasonable meal and refreshment for each Director in conjunction with each Board and committee meeting;
 - (ii) reasonable costs and expenses of travel by Directors to attend Board meetings and other Club meetings approved by the Board;
 - (iii) reasonable costs and expenses in relation to the professional development and education of Directors including, but not limited to, attending meetings of associations of which the Club or

relevant Director is a member, attending conferences and seminars, attending industry and trade events, attending study tours, and attending other venues to inspect their facilities and operations determined by the Board as being relevant to the Club's business;

- (iv) reasonable costs and expenses of Directors attending functions (with partners where appropriate) to represent the Club;
 - (v) reasonable costs and expenses of Directors carrying out their duties including, but not limited to, entertaining guests of the Club and promotional activities;
 - (vi) reasonable costs and expenses of providing Directors with corporate apparel when representing the Club; and
 - (vii) provision of reserved car parking spaces at the Club's premises for use of Directors;
- (b) to expenditure by the Club to a total value not exceeding \$ 50,545 (excluding GST) for reasonable costs and expenses in relation to:
 - (i) sponsorship of sub-clubs;
 - (ii) holding of annual picnics; and
 - (iii) presentations to acknowledge the contribution of persons who have rendered service deemed by the Board to be of benefit to the Club or community;
 - (c) for Directors, and members invited by the Board, to attend events to represent the Club (including events to which the Club may be invited under sponsorship/trade agreements or similar arrangements) including, but not limited to, attending sporting matches, corporate box activities, promotions, dinners, events and functions; and
 - (d) for the reasonable cost of providing each Director a ham and a carton of beer (or alternate item(s) of equivalent value) at Christmas.

Ordinary Resolution 2

That pursuant to the Registered Clubs Act 1976 (NSW), in the period up to the next Annual General Meeting of the Club, the members approve and agree to payment of the following honoraria to the Club's Directors (plus any applicable superannuation):

- (a) \$ 22,110 per annum to the President; and
- (b) \$ 17,700 per annum to each other Director.

Ordinary Resolution 3

That pursuant to the Registered Clubs Act 1976 (NSW), in the period up to the next Annual General Meeting of the Club, the members approve and agree to expenditure by the Club for:

- (a) the reasonable cost of providing each Life Member a ham and a carton of beer (or alternate item(s) of

equivalent value) at Christmas;

- (b) reasonable costs and expenses, as approved by the Board, for the members of the Committees of Club Italia Sub Club, the Triglav Sub Club, the Mekong Sub Club, the Halekulani Bowling Sub Club, Club Wyong Sub Club and the Breakers Country Club Sub Club, a reasonable meal and refreshment for committee members in conjunction with each committee meeting:
- (i) reasonable costs and expenses in relation to the professional development and education of committee members, including representing the Club at meetings of industry associations and attending seminars, industry and trade events, and study tours;
 - (ii) reasonable costs or expenses of committee members attending functions (with partners where appropriate) to represent the Club;
 - (iii) reasonable costs or expenses of travel by committee members to committee meetings;
 - (iv) reasonable costs and expenses of committee members carrying out their duties including, but not limited to, entertaining guests of the Club and promotional activities; and
 - (v) reasonable costs and expenses of providing committee members with corporate apparel when representing the Club.

Ordinary Resolution 4

That pursuant to the Registered Clubs Act 1976, in the period up to the next Annual General Meeting of the Club, the members approve and agree to payment of the following honoraria (plus any applicable superannuation) for the following committee positions:

- (a) \$ 1,330 per annum to the Club Captain;
- (b) \$ 1,330 per annum to the Assistant Club Captain;

Ordinary Resolution 5

That pursuant to the Registered Clubs Act 1976, in the period up to the next Annual General Meeting of the Club, the members approve and agree to payment of the following honoraria (plus any applicable superannuation) for the following committee positions:

- (a) \$ 4,390 per annum to the Mounties Welfare Officer;
- (b) \$ 4,390 per annum to the Harbord Welfare Officer; and
- (c) \$ 1,760 per annum to the Central Coast Welfare Officer.

EXPLANATORY NOTES – ORDINARY RESOLUTIONS

1. Under the Registered Clubs Act 1976 (NSW) (**Registered Clubs Act**) benefits can be provided by the Club for Directors and other members, that are not offered equally to all Full Members of the

Club, if approved by ordinary resolution of the members.

2. From time to time, as a result of the Club engaging in corporate sponsorships, or ancillary to the Club's commercial dealings with trade suppliers and service providers, the Club may become entitled to benefits such as invitations to functions, events, sporting matches, dinners or other forms of benefits. The Board is keen to pass such benefits on to members where appropriate, but the members acknowledge that it is not appropriate in every case to make the benefits available equally to all Full Members. In addition to the other matters as set out in the resolution, Ordinary Resolution 1 authorises the Board to determine when some benefits, in the best interests of the Club, should be offered to Directors and other members who are in the best position to represent the Club in its corporate capacity.
3. Under section 10(6)(b) of the Registered Clubs Act, honoraria may be paid to the Directors and committee members if it is approved by ordinary resolution of the members. Members are notified that additional superannuation contributions will be made by the Club in relation to the honoraria at a level sufficient to ensure that the Club is compliant with superannuation guarantee legislation. Honoraria are usually paid annually in arrears against a claim made by a Director or committee member, however, the Board has approved that claims may be lodged and paid 6 monthly in arrears. If a person serves in a position for only part of the year, then the relevant honorarium will be paid pro rata for that period. The amounts proposed for the honoraria are slightly increased from the amounts approved at last year's Annual General Meeting.
4. The Ordinary Resolutions are generally on similar terms to those approved in recent years.
5. To be passed, each Ordinary Resolution must receive a simple majority of votes in its favour from those members present and voting (being eligible to do so).
6. Financial Life Members and Club Members who have been members for 24 continuous months are entitled to vote on the Ordinary Resolutions in accordance with Rule 27(a) of the Club's Constitution.
7. Members who are employees are not entitled to vote, and proxy voting is prohibited by the Registered Clubs Act.

BY ORDER OF THE BOARD

Dale Hunt

DALE HUNT
Chief Executive Officer / Secretary

September 2023

