

WEST PENNANT HILLS SPORTS CLUB LIMITED

ABN 50 000 609 450

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the ANNUAL GENERAL MEETING of West Pennant Hills Sports Club will be held at the Club on Monday 18th January 2021 at 7 pm.

Business

1. Apologies
2. Adopt the minutes of the Annual General Meeting held Monday 5 November 2019
Adopt the minutes of the Annual General Meeting held Monday 9 November 2020
3. To receive and consider the Directors Report, Financial Statements including the Balance Sheet, Trading and Profit and Loss Accounts, and the Auditor's Report of the year ended 30th June 2020
4. The consideration of ordinary resolutions: 4.1 and 4.2 as listed below.
5. The consideration of the special resolution: 5.1 as listed below.
6. To declare the results of the election of Directors, in accordance with the Club's Constitution and By-Laws.

PROCEDURAL MATTERS

The following proposed are "Ordinary Resolutions". To be passed the resolutions require a simple majority of those members in attendance and voting, to vote in favour of them.

- 4.1 To consider and, if thought fit, to pass the following resolution as an ordinary resolution, requiring a simple majority to be passed:

"That members approve the provision of the following benefits to the Directors of the Club in respect of their services as members of the Board of Directors and Life Members, refer to Ordinary Resolutions (a - i) below:
 - a) Payment of the reasonable costs of an Annual Dinner for the Directors and their partners.
 - b) A reasonable meal and refreshment to be associated with each Board / Committee meeting of the Directors of the Club.
 - c) The provision of suitable Directors' uniforms / apparel for the use of directors when representing the Club.
 - d) Payment of reasonable costs for the Directors and their partners, Life Members and their partners in attending 'special functions' as deemed appropriate by the Board from time to time.
 - e) The reimbursement of reasonable costs of Directors attending industry meetings at other registered clubs and other similar venues for the purpose of viewing and assessing their facilities and their method of operation provided such attendances are approved by the Board as being necessary for the betterment of the Club.

*Members please note that copies of the Annual Report including the Financial Statements are available on the Club website, from the Club reception or on written request.

- f) The reasonable costs of Directors and their partners attending the Annual Clubs New South Wales Awards for Excellence presentation night.
- g) The reasonable costs of Directors and their partners attending the Clubs New South Wales Association's Annual General Meeting and activities directly associated therewith.
- h) The reasonable costs of Directors attending seminars, lectures, trade displays, conferences, associated club functions and other similar events as may be determined by the Board from time to time.
- i) The provision of six (6) car parking spaces to be marked as Directors Only x 5 and Life Members x 1 .

4.2 To consider and, if thought fit, to pass the following resolution as an ordinary resolution, requiring a simple majority to be passed:

"That the members approve the expenditure of an amount not exceeding \$100,000 for the period up to the next Annual General Meeting for the promotion of local sport including the sponsorship of sporting events conducted by sporting clubs which are not sections of the Club but whose members include members of the Club. Such expenditure to be allocated as determined by the Board from time to time."

PROCEDURAL MATTERS

1. To be passed the Special Resolution must receive votes in favour from not less than three quarters (75%) of those members who being eligible to do so vote in person on the Special Resolution at the meeting.
2. Only Life members and financial Ordinary Senior members are eligible to vote on the Special Resolution.
3. Under the Registered Clubs Act, members who are employees of the Club are not entitled to vote and 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.
5. The Board of the Club recommends the Special Resolution to members.

SPECIAL RESOLUTION

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

That the Constitution of West Pennant Hills Sports Club Limited be amended by **deleting** Rule 33 which deals with the rights of Provisional members and inserting the following new Rule 33:

"33. Provisional members shall be entitled to all the rights of membership attached to the category of membership they have made application for including being able to enjoy the social facilities and amenities of the Club, being able to introduce guests into the Club and being able to participate in all promotional activities run by the Club but they shall not be entitled to attend or vote at any meeting of the Club, nominate for or be elected to the Board or any office of the Club or participate in the management, business and affairs of the Club in any way."

*Members please note that copies of the Annual Report including the Financial Statements are available on the Club website, from the Club reception or on written request.

Further that the Constitution of West Pennant Hills Sports Club Limited be amended by deleting Rule 36 (a) which deals with notifying Provisional members of their change to Ordinary members and inserting the following:

“36(a) Upon being elected to membership by a fifty percent majority of members of the Board who are present and who vote at the meeting, the person shall be recorded as a member in the Register of Members. The Club shall not be required to notify the person to advise them that they have become a member .

Notes to Members on the Special Resolution

1. The first part of the Special Resolution proposes an amendment to the Constitution to clarify the rights of Provisional members of the Club.
2. Under the Clubs Constitution as soon as a person applies for membership of the Club, they become a Provisional member awaiting approval by the Board to become a full member of the Club
3. Currently Provisional members are only entitled to enter the Club and enjoy the social facilities and amenities of the Club and introduce guests to the Club.
4. The change proposed by their first part of the Special Resolution is to give Provisional members access to all the rights of full membership except voting at general meetings and being able to be elected to the Board, whilst they are awaiting approval to become a full member of the Club.
5. The second part of the Second Resolution removes the administrative burden on the Club of having to notify a person when their membership application has been approved.

**Members are requested to advise the Chief Executive Officer in writing, seven (7) days prior to the date of the Annual General Meeting of any questions in relation to the Financial Accounts, so that a researched answer may be given.*

Dated: 10th December 2020

by direction of the Board



Keryn Smith
Chief Executive Officer

*Members please note that copies of the Annual Report including the Financial Statements are available on the Club website, from the Club reception or on written request.