

# NOTICE OF Annual General Meeting

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the sixty third Annual General Meeting of Illawarra Catholic Club Limited (ABN 68 000 361 660) will be held at Club Central Hurstville premises, 2 Crofts Avenue, Hurstville on Wednesday 15 November 2023 at 7:00pm.

## BUSINESS

1. To formally verify the minutes of the sixty second Annual General Meeting held on Thursday 3 November 2022.
2. To receive and consider the Report of the Board of Directors.
3. To receive and consider the Statements of Financial Performance and Financial Position as at 30 June 2023, and supporting Financial Statements for the year then ended, together with the Auditor's Report therein.
4. To consider and, if thought fit, pass the Ordinary Resolutions (set out below) conferring benefits on Directors.
5. To declare the elected Directors for the ensuing three years in accordance with Rule 67(a), (b), (c), (d) & (e) of the Triennial System for election of Directors.
6. To transact any other business which may be transacted pursuant to the Club's Constitution.

## FIRST ORDINARY RESOLUTION

Pursuant to the Registered Clubs Act 1976:

- a. That the members hereby approve expenditure by the club in a sum not exceeding \$100,000 for the period preceding the 2024 Annual General Meeting for the following expenses, subject to approval by the Board of Directors:
  - i. Sponsorship of Intra-Clubs; Annual Community Partners' Dinner; Presentations to members or other persons acknowledging service deemed by the Directors as being of benefit to the Club.
  - ii. Reasonable expenses incurred by Directors in travelling to and from Directors or other duly constituted committee meetings, either within the Club or elsewhere, as approved by the Board on production of documentary evidence of such expenditure.
  - iii. The cost of a meal and beverage for each Director at a reasonable time before or after a Board or Committee meeting, on the day of that meeting.

- iv. Reasonable expenses incurred by Directors either within the Club or elsewhere in relation to such other 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.
- b. The members acknowledge that the benefits in (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, (expenditure for the year ended 30 June 2023 amounted to \$48,744).

## SECOND ORDINARY RESOLUTION

Pursuant to the Registered Clubs Act 1976:

- a. That the members hereby approve expenditure by the Club in a sum not exceeding \$100,000 for the professional development and education of Directors preceding the 2024 Annual General Meeting, including:
  - i. The reasonable cost of Directors attending at the Clubs NSW meetings and seminars.
  - ii. The reasonable cost of Directors attending meetings of other associations of which the Club is a member.
  - iii. The reasonable cost of Directors attending seminars, lectures, trade displays, organised study tours, fact-finding tours and other similar events as may be determined by the Board from time to time.
  - iv. The reasonable cost of Directors attending other Clubs for observing their facilities and methods of operation.
  - v. Attendance at functions with partners where appropriate and required, to represent the Club.
- b. The approval by the members of the following honoraria being conferred for the period up to the next AGM of the Club:

• President	\$19,100
• Vice President	\$11,900
• Directors	\$9,600

such amounts being increased by the Consumer Price Index All Groups Sydney percentage to the quarter ending June each year and calculated to the nearest \$100.

- c. The members acknowledge that the benefits in (a) and (b) above are not available to members generally, but only for those who are Directors of the Club, (expenditure for the year ended 30 June 2023 amounted to \$77,846).

## NOTES TO MEMBERS

1. Members are reminded that, to gain admission to the Annual General Meeting, will be in accordance with Rule 29(a) & (b) of the Constitution and they must present for inspection their current membership card. All members will be entitled to receive a voting card, which will identify them and allow them to vote as permitted by the Constitution of the Club, and the Registered Clubs Act 1976.
2. In accordance with Rule 29(a) of the Club's Constitution, all Life members and Ordinary members are entitled to vote on the Ordinary Resolutions.
3. To be passed, each Ordinary Resolution must receive votes in its favour from not less than a majority (50%+1) of those members who being eligible to do so, vote in person at the meeting.
4. Because of the provisions of the Corporations Act 2001, the Ordinary Resolutions must each be considered as a whole and cannot be altered by motions from the floor of the meeting.
5. The Registered Clubs Act prohibits an employee from voting at any meeting of the Club.
6. Members should read the proposed resolutions and the Explanatory Notes to Members which explain the nature and effect of each resolution.
7. Please direct any questions or concerns about the Ordinary Resolutions to the Chief Executive Officer of the Club, if possible before the meeting.
8. Proxy votes are not permitted under the Registered Clubs Act 1976.
9. Questions in relation to the Financial Report must be in writing and in the hands of the Chief Executive Officer no later than 5:00pm on Monday 6 November 2023. This requirement is necessary to enable accurate and factual answers to be researched and prepared for members' information prior to the Annual General Meeting.



**PAUL RICHARDSON**  
**CHIEF EXECUTIVE OFFICER**

**Date: 31 AUGUST 2023**

## **EXPLANATORY NOTES TO MEMBERS**

(To be read in conjunction with the Resolutions set out in the Notice of Annual General Meeting).

### **FIRST ORDINARY RESOLUTION**

The purpose of the First Ordinary Resolution is to meet the disclosure requirements of the Corporations Act and Registered Clubs Act. It relates to expenditure shown in the Club's Annual Accounts under various headings and approved by the members when the annual accounts are adopted. The adoption of this Ordinary Resolution by members will confirm and set an upper limit on the amount to be expended.

### **SECOND ORDINARY RESOLUTION**

The purpose of the Second Ordinary Resolution is again to meet the disclosure requirements of the Corporations Act and Registered Clubs Act. It relates to expenditure by the Club for the professional development and education of Directors as well as ensuring that Directors keep up-to-date with current Club Industry development and that the Club is represented by selected Directors at the various meetings of Associations of which the Club is a member. The Second Ordinary Resolution also confers an annual honoraria on directors of the Club in the amount specified. The adoption of this Resolution by members will confirm and set an upper limit on the amount to be expended.

### **ANNUAL FINANCIAL REPORT, DIRECTOR'S REPORT AND AUDITOR'S REPORT**

Consistent with section 314 of the Corporations Act 2001 the annual financial report, the directors' report and the auditor's report are available for inspection on the Club's website at [www.clubcentralhurstville.com.au](http://www.clubcentralhurstville.com.au), [www.clubcentralmenai.com.au](http://www.clubcentralmenai.com.au) and [www.georgesriversailing.com.au](http://www.georgesriversailing.com.au).

### **ELECTION OF DIRECTORS**

Nominations for the offices of Director of Illawarra Catholic Club Limited must be in the hands of the Secretary no later than 5pm on Monday 16 October 2023 as previously notified on Club Notice boards, in the Leader Newspaper and Club What's On email. Group 1 of the Triennial system (two positions) will be up for election this year.

### **VOTING**

In the event of a ballot being necessary, the ballot shall be conducted at the Club Central Hurstville and Club Central Menai and Georges River Sailing Club premises, between the hours of 10:00am and 6:00pm on the following dates:

Wednesday	8 November 2023
Thursday	9 November 2023
Friday	10 November 2023
Monday	13 November 2023
Tuesday	14 November 2023