



2020
Notice of AGM

PORT MACQUARIE GOLF CLUB LIMITED
ACN 000 100 854

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of the **PORT MACQUARIE GOLF CLUB LIMITED** is to be held on **Tuesday 20th October 2020** commencing at **7:00pm** at the premises of the Club, Ocean Drive, Port Macquarie, New South Wales.

AGENDA

1. To confirm the minutes of the 2019 Annual General Meeting of club members as a true and accurate record.
2. To receive reports from the Board as required by the constitution section 39.4 as follows:
 - a) Financial report,
 - b) Director's report and the
 - c) Auditor's report for the year ending 30 June 2020.
(View here:<https://www.portmacquariegolf.com.au/about-us/board-governance>)
3. To deal with Ordinary Resolutions (50% +) business with due notice (21 days):
 - a) Director's benefits
 - b) Volunteer & Representative player benefits
4. To deal with Special Resolution (75%+) business with due notice (21 days):
5. To declare the results of the election of Directors to vacancies on the Board.
Positions for election:
 - a) Treasurer – 3 years (Gordon Bain is eligible for re-election)
 - b) Director – 3 years (Ross Radford is eligible for re-election)
 - c) Director – 3 years (Vacant position eligible for re-election)
6. Questions with notice replies.
7. Recommendations to the incoming Board.
8. Meeting Close.

The members will be asked to consider and if thought fit pass the following Ordinary Resolutions (50% or more to pass) and Special Resolution (75% or more to pass):

3a. Notice of Ordinary Resolution – Directors Benefits

To approve, pursuant to Sections 10(6) and 10(6A) of the Registered Clubs Act, the following expenditure and benefits for Directors for the period from the date of this resolution to the date of the next AGM.

1. The reasonable cost of a meal and beverage for each Director immediately after a Board meeting on the day of that meeting, provided meetings are held during normal meal times and meals are consumed at the club.
2. Reasonable expenses for the holding of annual end of term of office and Christmas dinners for the Board of Directors, their guests and special dignitaries who have rendered or may render a service to the Club.
3. Suitable parking spaces for the Directors in the car park.
4. A suitable club shirt and blazer for each Director that may be worn at club and industry events.
5. The members hereby approve and agree to expenditure by the Club of a sum not exceeding \$10,000 for the professional development and education of the Directors until the next Annual General Meeting and being:
 - a. The reasonable cost of Directors attending the Club's NSW Annual General Meeting.

- b. 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.
- c. The reasonable cost of Directors attending other registered clubs for the purpose of viewing and assessing their facilities and methods of operation provided such attendances are approved by the Board as being necessary for the betterment of the Club.
- 6. The reasonable cost of Directors being members of the Club Directors Institute (CDI).

Note: The members acknowledge that the benefits noted above are not available to members generally but only to those who are Directors of the Club.

3b. Notice of Ordinary Resolution – Volunteer and Representative Player Benefits

To approve, pursuant to Sections 10(6) and 10(6A) of the Registered Clubs Act, the following expenditure and benefits for Volunteers or Representative Players for the period from the date of this resolution to the date of the next AGM.

- 1. Apparel, golf balls and/or assistance with transport costs to members of teams representing the Club in competitions or events, as determined by the Board.
- 2. The allocation of a reserved tee-time for Golf Committee persons rostered on cards or results duty, as determined by the Board
- 3. An allowance to pay the reasonable cost of meals and beverages for voluntary helpers, as determined by the Board.

The members acknowledge that the benefits noted above are not available to members generally but only to those who are Volunteers or Representative Players of the Club.

3c. Notice of Special Resolution – Board of Directors

To consider and if thought fit, pass the following Special Resolution which must be passed by at least 75% of the members attending the meeting and entitled to vote on the resolution. Members who abstain from voting are excluded from the percentage count.

Motion

Part (1)

Clause 27 Board of Directors

To alter the wording of the Constitution to read Vice President to replace the word Treasurer in the following

Sub- Clause 27.1 Vice President to replace Treasurer

Sub Clause 28.1(K)(iii) Vice President to replace Treasurer

Part (2)

To alter the wording of the Constitution to read Vice President to replace the word Captain in the following

Clause 30 Proceedings of the Board

Sub Clause 30.3 Vice President to replace the word Captain

Sub Clause 30.5 Vice President to replace the word Captain

Clause 36 General Meetings

Sub Clause 36.16 Vice President to replace the word Captain

Sub Clause 36.17 Vice President to replace the word Captain

Reasons

Part (1) That the board of directors as a whole are responsible for the finances of the club and that for many years we have employed the services of a Financial Manager that takes the majority of the workload off the position of Treasurer.

Part (2) To bring the wording of the Constitution into the modern acceptance of the boards and to balance the Constitution into line with the changes to Part (1) if adopted.

Note: The Board has approved tabling this Special Resolution and recommends that members vote in favour of this resolution.

SPECIAL NOTES:

1. Questions for the AGM

Members attending the AGM will have an opportunity to provide recommendations to the Board at item 7 on the Agenda. Members wishing to ask a question at the AGM, are requested to provide advance notice of their question to the CEO (gm@portmacquariegolf.com.au) by no later than 5:00pm on Tuesday 13th October 2020. This will allow considered and properly researched replies to be provided for the benefit of all members.

Dated: 15th September 2020

By direction of the Board

Craig Cooper
Chief Executive Officer