



LIGHTNING RIDGE DISTRICT BOWLING CLUB LIMITED

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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 45th Annual General Meeting of this Club will be held in the Auditorium of the Club on Sunday 10th December 2017 at 10am.

Financial statements are available from the club reception, online at www.lrbc.com.au or via email at scott@lrbc.com.au from Friday 17th November 2017.

AGENDA

1. Notice convening meeting
2. Apologies
3. Confirmation of the Minutes of the previous Annual General Meeting held Sunday 25th September 2016
4. CEO's Report
5. President's Report
6. To receive and consider the Financial Statements, Directors Report and Auditors Report for the financial year ended 30th June 2017.

Please Note: Any questions pertaining to the accounts **must** be in writing and in the hands of the CEO at least 7 days prior to the Annual General Meeting.

7. Appointment of Returning Officer and at least two scrutineers.
8. Declarations of the Positions Vacant and the Election of Directors.
9. Declaration of the Poll for the election of Directors.

10. Ordinary Resolutions

The members of the Club will be asked to consider and if thought fit to pass the following resolutions:

FIRST ORDINARY RESOLUTION – Honorariums for Directors.

That pursuant to section 10(6) of the Registered Clubs Act members hereby approve the payment of the following honorariums for the period up until the next Annual General Meeting:

The President \$200 per month
Other Directors \$100 per month.

SECOND ORDINARY RESOLUTION - Directors expenses

- (a) That the members hereby approve and agree to expenditure over the following 12 months for the following expenses by the Club subject to approval by the Board of Directors:
 - (i) The reasonable costs of directors attending seminars, lectures and other educational activities as determined by the Board from time to time.
 - (ii) The reasonable costs (including travel and accommodation expenses) of directors attending meetings, conferences and trade shows conducted by Clubs NSW, the Club Managers Association and such other conferences and trade shows as determined by the

- Board from time to time.
- (iii) The reasonable cost of directors attending any other registered club for the purpose of viewing and assessing its facilities as determined by the Board as being necessary for the benefit of the Club.
 - (iv) The reasonable cost of directors attending any club, community, or charity function as the representatives of the Club and authorized by the Board to do so.
 - (v) The reimbursement of reasonable out of pocket expenses incurred by directors travelling to and from Board meetings or other duly constituted meetings of any committee of the Board.
 - (vi) The reasonable cost of a meal and beverage for each director before and after a Board or committee meeting on the day of that meeting when such meeting coincides with a normal meal time.
 - (vii) The 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 from time to time.
 - (viii) The provision of 4 designated car parking spaces for Directors within the Clubs carpark.
- (b) The members acknowledge that the benefits in paragraph (a) are not available for members generally but are only for those who are Directors of the Club.

Notes to Members -Second Ordinary Resolution

The Second Ordinary Resolution is to have the members in general meeting approve expenditure by the Club for directors to attend seminars, lectures, trade displays and other similar events to be kept abreast of current trends and developments which may have a significant bearing on the Club and for other out of pocket expenses. Included in the Second Ordinary Resolution is the cost of directors attending functions as representatives of the Club and the costs of their spouses/partners also attending those functions.

THIRD ORDINARY RESOLUTION-Directors car parking spaces

That the Members approve that Directors be entitled to reserve car parking spaces as designated by the Board of Directors in the Club's car park.

The members acknowledge that the benefits are not available for members generally but are only for those who are Directors of the Club.

FOURTH ORDINARY RESOLUTION – Life Membership

A motion has been moved by Lyn Carney and seconded by Annie Barclay and endorsed by the Board that Life Membership of the Lightning Ridge & District Bowling Club be bestowed upon Betty LeCudennec.

Procedural Matters

- (a) To be passed The First, Second, and Third Ordinary Resolutions must receive votes from not less than a simple majority, **whilst the Fourth Ordinary Resolution receives not less than a two-third majority**, of those members who being eligible to do so vote in person on the Ordinary Resolutions at the meeting.
- (b) Under the Registered Clubs Act members who are employees of the Club are not entitled to vote.
- (c) Proxy voting is prohibited by the Registered Clubs Act.
- (d) Amendments (other than minor corrections which do not change the substance or effect of the Ordinary Resolution) will not be permitted from the floor of the meeting.
- (e) The Board of the Club recommends each of the Ordinary Resolutions

11. **LIGHTNING RIDGE DISTRICT BOWLING CLUB LIMITED**
ABN 92 001 065 210

NOTICE OF SPECIAL RESOLUTIONS FOR ANNUAL GENERAL MEETING

NOTICE is hereby given that during the Annual General Meeting of the **LIGHTNING RIDGE DISTRICT BOWLING CLUB LIMITED** members will be asked to consider and if thought fit pass the Special Resolution set out below.

PROCEDURAL MATTERS FOR SPECIAL RESOLUTIONS

1. Only Life members and financial Bowling members are entitled to vote on the Special Resolutions.
2. To be passed, a Special Resolution must receive votes in favour from three quarters (75%) of those members who, being eligible to do so, vote in person on the Special Resolution at the meeting.
3. Under the Registered Clubs Act:
 - (a) members who are employees of the Club are not entitled to vote.
 - (b) proxy voting is prohibited.
4. Amendments to a 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.

SPECIAL RESOLUTION

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

That the Constitution of Lightning Ridge District Bowling Club Limited Club Limited by amended by:

- (a) **deleting** Rules 10.6 to 10.18 inclusive, **inserting** the following new Rules 10.6 to 10.12 and renumbering the remaining provision of Rule 10:

“Full Voting Members

10.6 Full Voting Members shall be persons who:

(a) were recorded in the Register of members as Bowling members or Non-Bowling members or Pensioner members at the date of the Annual General meeting of the Club held in 2017; or

(b) have attained the age of eighteen (18) years and who have made application for membership of the Club in accordance with the Constitution and been duly elected or transferred to Full Voting Membership of the Club.

10.7 Full Voting Members shall pay such entrance fee and annual subscriptions as the Board may determine from time to time.

10.8 Full Voting members are entitled to:

(a) all the playing and social privileges and advantages of the Club; and

(b) attend and vote at Annual General Meetings and general meetings of the Club;

(c) subject to Rule 24, nominate for and be elected to hold office on the Board;

- (d) *vote in the election of the Board;*
- (e) *vote on any special resolution to amend this Constitution;*
- (f) *propose, second or nominate any eligible member for any office of the Club;*
- (g) *propose, second or nominate any eligible member for Life membership;*
- (h) *introduce guests to the Club.*

Associate Members

10.9 *Associate members shall be persons who have attained the age of eighteen (18) years and are elected to Associate membership of the Club.*

10.10 *Associate members shall pay such entrance fee (if any) and annual subscription as the Board may determine from time to time.*

10.11 *Associate members are entitled to:*

- (a) *such playing and social privileges and advantages of the Club as the Board may determine from time to time; and*
- (b) *vote in the election of the Board, and for that purpose attend the Annual General Meeting;*
- (c) *vote in respect of any other matter as provided for in the Registered Clubs Act or Gaming Machines Act.*
- (d) *introduce guests to the Club.*

10.12 *Associate members are not entitled to:*

- (a) *except for those matters provided for in 10.11(b) and 10.11(c) above, attend and vote at Annual General Meetings and general meetings of the Club; or*
- (b) *nominate for and be elected to hold office on the Board;*
- (c) *vote on any special resolution to amend this Constitution;*
- (d) *propose, second, or nominate any eligible member for any office of the Club;*
- (e) *propose, second or nominate any eligible member for Life membership."*

(b) **deleting** Rule 10.3(a)(i) and (ii) and in their place **inserting** the words "*Full Voting Members*" and renumbering Rule 10.3 accordingly.

(c) **inserting** the following new Rule 16.10:

"Any member who has attained the age of eighteen (18) years and who has qualified for an age or invalid pension provided by the Commonwealth of Australia may be entitled to such discounts in annual subscriptions and joining fees and levies as the Board may determine from time to time."

(d) **deleting** Rule 24.4 and in its place **inserting** the following new Rule:

"(a) Persons shall not be elected to hold office as a member of the Club unless they are a Full Voting member or Life member of the Club.

(b) The President, two Vice Presidents, Treasurer, and one Ordinary Board member shall either be Life members or Full Voting members who are bowlers who have played at least ten (10) games of bowls during the twelve (12) months prior to the close of nominations or proposed date of appointment.

(c) Full Voting members and Life members who do not satisfy the bowling requirement in Rule 24 (b), are eligible for the remaining two (2) positions on the Board."

(e) **deleting** the second sentence of Rule 45.1 and in its place **inserting** the following:

“Life members and Full Voting members shall be the only members eligible to vote on any special resolution to amend this Constitution.”

Notes to Members on the Special Resolution

5. The Special Resolution proposes a number of amendments to the Club’s Constitution to change the membership structure.

6. Currently, the categories of full membership of Club are as follows:

- (a) Life members;
- (b) Bowling members;
- (c) Non-Bowling members;
- (d) Associate members;
- (e) Pensioner members;
- (f) Short Term members.

7. The Special Resolution proposes that the Constitution only have one category of Full Voting membership, to be called “Full Voting Membership”.

8. Members currently in the category of Bowling members, Non-Bowling members and Pensioner members would be transferred to the new category of full voting membership.

9. Bowling members and Non-Bowling members currently have the same rights apart from the fact that only Bowling members can fill the position of President, Vice Presidents or Treasurer. Furthermore, an additional Ordinary director position on the Board must be filled by a Bowling member. This currently ensures that there will be five Bowling members on the Board.

10. However, it is not necessary to have separate categories of membership to do this.

11. Accordingly, the Special Resolution proposes one category of Full Voting membership, but retains the requirement that the President, the 2 Vice Presidents, the Treasurer and at least one other Ordinary director must be a bowler who has played at least 12 games of bowls in the 12 months preceding the election.

12. If the Special Resolution is passed, all current Bowling, Non Bowling and Pensioner members would be transferred to the new category of Full Voting membership.

13. Associate membership will remain for those members who do not wish to be eligible to attend and vote and meetings, or be elected or appointed to the Board. As is currently the case, Associate members will be eligible to vote in the election of the Board, and on matters where the Registered Clubs Act or Gaming Machines Act provides that they can vote.

14. The Special Resolution also will insert a new rule that provides that members in all categories of membership who have qualified for an age or invalid pension provided by the Commonwealth of Australia will be entitled to such discounts on their annual subscription as determined by the Board.

12. To deal with further business for which due notice is given i.e. written notice of such must be in the hands of the CEO at least 7 clear days prior to the Annual General Meeting.
13. To deal with any other business that the Meeting may approve being brought forward without notice provided such business does not aim at the alteration or addition to the rules, for a rescission thereof, or removal of any office bearer from office or member from membership of the Club.

NOMINATIONS FOR THE POSITION OF TWO BOARD MEMBERS

Senior Vice President x1 Director x 1

- a) A person shall not be elected to or hold office as a member of the Board unless they are a Bowling Member, Non-Bowling Member, Pensioner Member or Life Member of the Club. The Vice -President shall be either a Life Member, or in the case of Bowling Members, Bowling Members who shall have played ten (10) games of bowls during the year prior to election in order to be eligible for nomination to the Board. Persons eligible for nomination for the remaining Board Position shall be Bowling, Non-Bowling Pensioner or Life Member of the Club.
- b) Nominations for election to the Board shall be made on the available forms, in writing and signed by two Life Members, Bowling Members, Non-Bowling Members or Pensioner Members and by the nominee who shall thereby signify his or her consent to the nomination.
- c) Nomination forms will be available from the office, from Wednesday 15th November 2017.
- d) Nominations close Thursday 30th November 2017.
- e) Nominations MUST be received by the CEO on or before the above date.

Dated: 13th November 2017 by the direction of the Board

Scott Franklin

Chief Executive Officer