

ORDINARY RESOLUTIONS

First Ordinary Resolution

That pursuant to the Registered Clubs Act 1976 (NSW) the members approve and agree to the payment of an honorarium to each of the Directors of the Club as follows:

- (a) \$[16,000] per annum be paid to the President (1 person);
- (b) \$[8,000] per annum be paid to each Vice President (1 person); and
- (c) \$[4,000] per annum be paid to each other Director (5 persons),

For the period up until the next Annual General Meeting, and each such amount will be paid monthly in arrears, provided that if any Director serves in office for any period of less than a calendar month, then the payment for that month will be prorated on a daily basis.

- Explanatory Notes – First Ordinary Resolution

1

Under section 10(6)(b) of the Registered Clubs Act 1976 (NSW) (Registered Clubs Act), honoraria can only be paid if approved by an ordinary resolution of the members entitled to vote in the election of the Board.

2

If the First Ordinary Resolution is passed, the members approve and agree to an honorarium of \$16,000 be paid to the President, \$8,000 be paid to the Vice President, and \$4,000 be paid to each other Director,

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Second Ordinary Resolution

That pursuant to the Registered Clubs Act 1976 (NSW):

- 1

The members hereby approve and agree to reasonable expenditure by the Club for the following expenditure and benefits:
- (a)

The reasonable cost of a meal and beverage for:

(i)

each Director immediately before, during or immediately after a Board or Committee meeting; and

(ii)

each Committee member immediately before, during or immediately after a Committee meeting;
- (b)

Reasonable expenses incurred by Directors in travelling to and from Directors’ meetings or other duly constituted committee meetings as approved by the Board from time to time on production of invoices, receipts or other proper documentary evidence of such expenditure; and
- (c)

Reasonable expenses incurred by Directors in attending Club activities and functions including entertainment with partners where appropriate, provided the expenses are approved by the Board before payment is made on production of receipts, invoices or other proper documentary evidence of such expenditure.
- 2

The members acknowledge that the benefits in paragraph 1 above are not available to members generally but only for those who are Directors of the Club and those

- Explanatory Notes – Second Ordinary Resolution

1

Under the Registered Clubs Act, Directors and other members may receive benefits which are not equally available to all Full Members of the Club, if approval is given by the members under that Act.

2

If the Second Ordinary Resolution is passed, the members approve reasonable expenditure by the Club until the next Annual General Meeting in relation to duties performed by the Club’s Directors, and other members listed in the resolution.

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Third Ordinary Resolution

That pursuant to the Registered Clubs Act 1976 (NSW):

- 1

The members hereby approve and agree to reasonable expenditure by the Club for professional development and education of Directors until the next Annual General Meeting, being:
- (a)

The reasonable cost of Directors and their partners attending at meetings of ClubsNSW and the Club Managers’ Association Australia, including their Annual General Meetings, Conferences and Trade Shows;
- (b)

The reasonable cost of Directors and their partners 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;
- (c)

The reasonable cost of Directors undertaking formal training activities as may be determined by the Board from time to time; and
- (d)

The reasonable cost of Directors attending other clubs or similar types of businesses, or other facilities similar to those operated or proposed to be operated by the Club, for the purpose of viewing and assessing their facilities and methods of operation.
- 2

The members acknowledge that the benefits in paragraph 1 above are not available to members generally but only to those who are Directors of the Club and those members directly involved in the above activities.

- Explanatory Notes – Third Ordinary Resolution

1

Under the Registered Clubs Act, Directors and other members may receive benefits which are not equally available to all Full Members of the Club, if approval is given by the members under that Act.

2

If the Third Ordinary Resolution is passed, the members approve reasonable expenditure by the Club until the next Annual General Meeting in relation to duties performed by the Club’s Directors. This expenditure is considered necessary to keep the Club up to date with current trends and developments which may have a significant bearing on the Club’s operations and the way in which the Club conducts its business, and, for the Club to play its role in the industry and community.

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General Notes

- 1

Financial members and Life members are entitled to vote on each Resolution. Employees of the Club are prohibited from voting and proxy voting is prohibited under the Registered Clubs Act.
- 2

To be passed, each Ordinary Resolution must receive votes in its favour from a simple majority of those members present and voting who, being eligible to do so, vote on the Ordinary Resolution.
- 3

The current Constitution of the Club is available for members on request from the Club’s office.
- 3

Members will be given a reasonable opportunity to speak and ask questions about each resolution at the Annual General Meeting.
- 5

All Financial members and Life members attending this meeting must produce their current financial Membership Card upon entering the AGM.

If any financial member of the Club attending the Annual General Meeting requires clarification on any matter relating to the Financial Statements, please submit your enquiries in writing to the Club Secretary no less than seven (7) days before the Annual General Meeting so that enquiries can be answered fully at the meeting.

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