



**STRATHFIELD RECREATION CLUB LIMITED**  
**ABN: 67 000 001 178**

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that an Annual General Meeting of Strathfield Recreation Club Limited will be held on **Sunday, 24<sup>th</sup> of February 2019** commencing at **12noon** at the premises of the Club, 4A Lyons Street, Strathfield.

**AGENDA**

- 1 Members to sign the attendance book.
- 2 Opening of the meeting.
- 3 Welcome to guests.
- 4 Confirmation and adoption of the minutes of the Annual General Meeting held on the 4<sup>th</sup> of February 2018.
- 5 President's Report.
- 6 To receive and consider the Financial Report (which includes the Financial Statement and the Director's Declaration), the Directors' Report and the Auditor's Report in respect of the financial year ended 30 September 2018.
- 7 To consider and if thought fit pass the special resolution set out below.
- 8 To consider and if thought fit pass the ordinary resolutions set out below (relating to honorariums and directors' expenses).
- 9 Development Update.
- 10 General Business.
- 11 To declare the results of the election of the Board and conduct any further election that may be necessary.

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**ELECTION OF THE BOARD**

If more than the required number of candidates nominate for election to the Board, voting shall take place between 10:00 am and 12 noon on Sunday 24 February 2018 at the Club's premises.

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**COPIES OF THE ANNUAL REPORT**

Copies of the Club's Annual Report are available on the Club's website <http://www.strathfieldsportsclub.com.au/membership/>

Should you wish to be sent a copy, please email [chris@strathfieldsportsclub.com.au](mailto:chris@strathfieldsportsclub.com.au)

Additionally, the Club has printed a limited number of copies of the Annual Report which are available on request at the Club.

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## QUESTIONS RELATING TO THE ANNUAL REPORT

Members who have any questions relating to the Annual Report are requested to submit their questions by email to the General Manager, Chris Dunn at [chris@strathfieldsportsclub.com.au](mailto:chris@strathfieldsportsclub.com.au), by no later than Wednesday, 13 February 2019.

If questions are not submitted in this manner, the Club may not be able to provide a complete answer at the Annual General Meeting.

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## SPECIAL RESOLUTION

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

That the Constitution of Strathfield Recreation Club Limited be amended by:

- (a) **inserting** in Rule 17(b) after the words “*Junior Tennis Full member*” the words “*Junior Tennis Competition member.*”
- (b) **inserting** the following new Rule 18(a1) immediately after Rule 18(a):  
*“Tennis Competition members.”*
- (c) **inserting** the following new Rule 18(e2) immediately after Rule 18(e1):  
*“Junior Tennis Competition members.”*
- (d) **inserting** the following new Rule 22A immediately after Rule 22:

### ***“TENNIS COMPETITION MEMBER***

- 22A. (a) *Tennis Competition members shall be persons who have attained the age of eighteen (18) years and are elected or transferred by the Board to Tennis Competition membership of the Club.*
- (b) *Tennis Competition members shall pay such entrance fee (if any) and annual subscription as the Board may determine from time to time.*
- (c) *Tennis Competition members are entitled to:*
  - (i) *playing privileges in “Badge” competitions organised by Tennis NSW;*
  - (ii) *Public Tennis Privileges (as defined in Rule 5(a)) together with such other playing privileges as may be determined by the Board from time to time;*
  - (iii) *all the social privileges and advantages of the Club;*
  - (iv) *attend and vote at Annual General Meetings and general meetings of the Club;*

- (v) *vote in the election of the Board;*
  - (vi) *introduce guests to the Club.*
- (d) *Tennis Competition members are not entitled to:*
- (i) *vote on any special resolution to amend this Constitution;*
  - (ii) *propose, second or nominate any person for membership of the Club;*
  - (iii) *propose, second or nominate any eligible member for any office of the Club;*
  - (iv) *propose, second or nominate any eligible member for Life membership; and*
  - (v) *vote on any special resolution to amend this Constitution;*
  - (vi) *nominate for and be elected to hold office on the Board.”*

(e) **inserting** the following new Rule 25A immediately after Rule 25A:

***JUNIOR TENNIS COMPETITION MEMBERS***

- (a) *Junior Tennis Competition members shall be persons who have not attained the age of eighteen (18) years who have been elected by the Board to Junior Tennis Competition membership of the Club.*
- (b) *Junior Tennis Competition members shall pay such entrance fee (if any) and subscription as the Board may determine from time to time.*
- (c) *A person shall not be admitted as a Junior Tennis Competition member of the Club unless the Board:*
  - (i) *is satisfied that the person is joining the Club for the purposes of playing sport as a member of the Club or a sub club of the Club; and*
  - (ii) *has received from that persons parent or guardian written consent to that person becoming a Junior Tennis Competition member of the Club and taking part in the sporting activities organised by the Club or a sub club of the Club;*
  - (iii) *is satisfied that that person will take part in regular sporting activities organised by the Club or a sub club of the Club.*
- (d) *Subject to the provisions of the Registered Clubs Act, a Junior Tennis Competition member shall be entitled playing privileges in “Badge” competitions organized by Tennis NSW and to Public Tennis Privileges (as defined in Rule 5(a)) together with such social facilities of the Club as the Board shall determine from time to time but shall not be entitled to:*
  - (i) *attend and vote at Annual General Meetings and General Meetings of the Club; or*
  - (ii) *nominate for or be elected to the Board;*
  - (iii) *propose, second or nominate any person for membership of the Club;*

- (iv) *propose, second or nominate any eligible member for any office of the Club;*
  - (v) *propose, second or nominate any eligible member for Life membership;*
  - (vi) *introduce guests to the Club.*
- (e) *Upon attaining the age of eighteen (18) years a Junior Tennis Competition member shall be transferred to another category of Full membership of the Club.*
- (f) **inserting** in Rule 28(b) after the words “*Junior Tennis Day member*” the words “*or a Junior Tennis Competition member*”
- (g) **inserting** the following new Rule 36(a)(iv) and renumbering the remaining provisions of Rule 36 accordingly:  
*“Financial Tennis Competition members”.*
- (h) **inserting** in Rule 37(a) after the words “*Tennis day member*” the words “*and Competition Tennis member*”.
- (i) **inserting** in Rule 37(a) after the words “*Junior Tennis Day member*” the words “*, Junior Competition Tennis member*”.
- (j) **inserting** in Rules 38(a) and Rule 39(b) after the words “*Tennis Day membership*” the words “*and Tennis Competition membership,*”.
- (k) **inserting** in Rules 38(b), 39(c) and 39(d) after the words “*Junior Tennis Day member*” the words “*, Junior Competition Tennis member*”.
- (l) **inserting** in Rule 52(a) after the words “*Junior Tennis Day members*” the words “*, Junior Competition Tennis members*”.

### **Notes to members on the Special Resolution**

1. The Special Resolution proposes to introduce two new categories of membership into the Club, being “*Tennis Competition members*” and “*Junior Tennis Competition members*”
2. These new categories of membership are directed to those persons who wish to play in Badge competition matches for the Club. If the Special Resolution is passed, Tennis Competition membership will be available to adults and Junior Tennis Competition membership will be available to minors.
3. Such persons will be eligible to play in badge competition tennis matches organised by Tennis NSW. However, they will not be eligible to become directors, vote on any special resolution to amend the Constitution, propose, second or nominate any person for membership of the Club, propose, second or nominate any eligible member for any office of the Club or propose, second or nominate any eligible member for Life membership. Restrictions on the other forms of Junior membership in the Club will also apply to Junior Tennis Competition members.
4. The Board is proposing this change to encourage more people to take up the opportunity of becoming members and playing badge competition tennis for the Club.

### **Procedural Matters**

5. To be passed, the Special Resolution must receive votes from at least three quarters (75%) of members who being eligible to do so vote in person on the Special Resolution at the meeting.
6. Only Life members, financial Tennis Full members and financial Tennis Day members are eligible to vote on the Special Resolution.
7. The Registered Clubs Act provides that:

- (a) members who are employees of the Club are not entitled to vote; and
  - (b) proxy voting is prohibited.
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## **FIRST ORDINARY RESOLUTION**

That:

- (c) members hereby approve expenditure by the Club until the next Annual General Meeting of the Club for the following:
  - (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 ClubsNSW, 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 (and their spouses/partners if required) attending any club, community or charity function as the representatives of the Club and authorised 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 meals and beverages 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 on production of documentary evidence of such expenditure.
  - (viii) The reasonable cost of Club blazers being provided to directors as required.
  - (ix) The provision of designated car parking spaces for directors in the Club's car park.
  - (x) The reasonable cost of a Christmas dinner for directors and their spouses/partners.
- (d) 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 on First Ordinary Resolution**

1. The First Ordinary Resolution is to have the members in general meeting approve expenditure by the Club on directors.
2. Included in the First Ordinary Resolution is the cost of:
  - (a) directors attending 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
  - (b) directors attending functions as representatives of the Club and, if required, the costs of their spouses/partners also attending those functions.

**Procedural Matters**

- 3. To be passed, the First Ordinary Resolution must receive votes from not less than a majority of those members who being eligible to do so vote in person on the First Ordinary Resolution at the meeting.
- 4. The Registered Clubs Act provides that:
  - (a) members who are employees of the Club are not entitled to vote; and
  - (b) proxy voting is prohibited.

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**SECOND ORDINARY RESOLUTION**

That:

- (a) members hereby approve the payment of an honorarium to directors of the Club of an amount equivalent to the annual subscription payable in respect of “Tennis Adult Full Membership” of the Club for services as directors of the Club until the following Annual General Meeting.
- (b) members acknowledge that the honorarium in paragraph (a) is not available for members generally but is only for those who are directors of the Club.

**Notes to Members on Second Ordinary Resolution**

- 1. The Second Ordinary Resolution is to have the members approve honorariums for the directors of the Club for duties to be performed by them until the next Annual General Meeting.
- 2. The honorariums will be an amount equivalent to the annual subscription payable in respect of “Tennis Adult Full membership” of the Club.

**Procedural Matters**

- 3. To be passed, the Second Ordinary Resolution must receive votes from not less than a majority of those members who being eligible to do so vote in person on the Second Ordinary Resolution at the meeting.
- 4. The Registered Clubs Act provides that:
  - (a) members who are employees of the Club are not entitled to vote; and
  - (b) proxy voting is prohibited.

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Dated: 25 January 2019

By direction of the Board



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Chris Dunn  
General Manager