



NOTICE OF MEETING

NOTICE is hereby given that the Annual General Meeting of Members of Club Jervis Bay Ltd ABN 16 001 023 132 (**Club**) will be held at the Club's premises, 8 Currambene Street, Huskisson at **10:00 a.m. on Sunday, 24th of September 2023**. Members, please note that the doors of the meeting will close at 10:00 a.m. SHARP and the meeting will start at that time.

AGENDA:

- ITEM 1.** Chairman to open the meeting followed by the recitation of the Ode of Remembrance.
- ITEM 2.** To confirm the Minutes of the Annual General Meeting held on the 23rd of October 2022.**
- ITEM 3.** To receive and consider the Directors' Report, Financial Statements and the Auditors Report for the year ending 30th of June 2023.*
- ITEM 4.** To consider and if thought fit, to pass the Ordinary Resolutions appearing under the heading "Ordinary Resolutions".
- ITEM 5.** For the purposes of clause 4(4) of the *Registered Clubs Regulation 2015* (NSW), notice will be given of any expressions of interest in an amalgamation along with any unsolicited merger offers received by the Club in the previous 12 months (if any).
- ITEM 6.** To declare the result of the ballot for the positions on the Board of Directors for 2023/24.
- ITEM 7:** To consider, and if thought fit, to pass the Life Membership Resolution appearing under the heading "Life Membership Resolution".
- ITEM 8.** General Business.

ORDINARY RESOLUTIONS:

1. That pursuant to the *Registered Clubs Act 1976* (NSW), the members hereby approve and agree to the members of the Board during the period preceding the 2024 Annual General Meeting receiving the following benefits and the members further acknowledge that the benefits outlined in subparagraphs (i) to (ix) are not available to members generally but only to those members who are elected Directors of the Club or appointed by the Board to fill a casual vacancy.
 - (i) A reasonable meal and refreshments to be associated with each Board Meeting of the Club;
 - (ii) The right for Directors to incur reasonable expenses in travelling to and from Director's meetings or to other constituted meetings as approved by the Board from time to time on the production of invoices, receipts, or other proper documentary evidence of such expenditure;
 - (iii) The reasonable cost of two Directors attending the Clubs NSW Annual General Meeting;
 - (iv) 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;
 - (v) The reasonable cost of Directors attending other registered clubs for the purpose of viewing and assessing their facilities and the method of operation provided such attendances are approved by the Board as being necessary for the benefit of the Club;
 - (vi) The provision of apparel for the use of the Club Directors when representing the Club;

- (vii) The provision of car parking spaces adjacent to the Club for the President and Duty Director;
 - (viii) The reasonable costs of the provision of a meal for each Duty Director whilst on duty and such meals be allowed to be removed from the premises; and
 - (ix) The reasonable costs of Directors, Life Members and invited guests attending an Annual Dinner.
2. That pursuant to the *Registered Clubs Act 1976* (NSW), the members hereby approve and agree to payment of a total amount of \$26,400 (plus any superannuation contributions to be made by the Club at a level sufficient to ensure that the Club is compliant with superannuation guarantee legislation) as honoraria to the Board of Directors in respect of the Directors' services for the period preceding the 2024 Annual General Meeting, such total amount to be divided/allocated amongst the Directors as determined by a resolution of the Board and to be paid in equal monthly instalments so that the honorarium of each Director is paid in full by 30 June 2024.

LIFE MEMBERSHIP NOMINATION

That pursuant to rule 24(a) of the Constitution of Club Jervis Bay Ltd (**Club**), Mr Gary Elliott (member number 02122) is elected as a Life Member of the Club.

Explanatory notes regarding the Life Membership Resolution

1. Pursuant to rule 24(a) of the Club's Constitution, Life membership may be conferred on any Ordinary member who has rendered outstanding service to the Club. The Board has received a nomination for Gary Elliott, President of the Club, to be elected as Life Member pursuant to rule 24(a) of the Club's Constitution.
2. Aside from being President of the Club since 2016, Gary has been a member of the Club since 2011.

Gary became President at a time when the Club was experiencing severe financial pressures, was unable to reinvest in its assets, and on the verge of voluntary administration.

Gary, along with the Board and the incoming CEO, John West, was instrumental in driving the development of the Club's Vision, Mission and Values, the first 5-year Strategic Plan and the first budget, which has allowed the Club to rebuild its identity. It is now held in high regard both within the Community and within the membership – which has grown from approx. 5000 members in 2017 to approx. 17000 today.

The Club has turned around financially and is now in a position to invest in its members assets, the community and its people.

Gary has gone above and beyond, dedicating his time and expertise ensuring the Club is sustainable, both now and into the future.
3. Gary's nomination is subject to approval of the Life Membership Resolution above being approved by a two-thirds majority of those members present and voting at the Annual General Meeting. If approved, Gary will be elected as a Life Member.
4. All financial Ordinary Members and Life Members who have been Full Members for at least 3 consecutive years at the date of the Annual General Meeting are eligible to vote on the Life Membership Resolution.

NOTICE TO MEMBERS:

Questions at the Annual General Meeting

*Members are asked to submit any questions they have 7 days in advance of the meeting to the Chief Executive Officer or President so that informed responses can be given at the meeting.

Nominations for election of 2 Ordinary Director and conduct of the election

Nominations for the election of 2 Ordinary Director positions on the Board of Directors must be in writing and signed by the Proposer and Secunder, and the Nominee to signify their consent to the nomination. The Nominee must also complete the Statutory Declaration on the reverse of the Nomination Form and include a brief Resume stating the nominee's skills, qualifications and experience and a short statement. Nomination forms can be collected by the Chief Executive Officer or, in the absence of the Chief Executive Officer, the Manager on Duty.

Please note: All nominees should apply for a Director Identification Number (**DIN**) prior to the Annual General Meeting, as it a requirement of Part 9. 1A of the *Corporations Act 2001* (Cth) for a person who is appointed as a Director either to have their DIN or to have applied for their DIN by the time of their appointment. Nominees can apply online using the myGovID app to log in to ABRS (Australian Business Registry Services) online.

Nominations must be in my hands no later than 10:00 a.m. on Sunday, 10th of September 2023. Nomination Forms may be obtained from me upon request. Election of the Board of Directors shall take place at the premises of the Club during the three (3) days immediately prior to the date set for the Annual General Meeting.

Voting will be conducted on the following dates:

THURSDAY, 21st September 2023 (10am to 7pm)

FRIDAY, 22nd September 2023 (10am to 7pm)

SATURDAY, 23rd September 2023 (10am to 6pm)

2022 AGM Minutes

**Please note a copy of the unconfirmed 2022 AGM Minutes can be obtained at the office.

Dated 1 September 2023 - By Direction of the Board of Directors



JOHN WEST, Chief Executive Officer