



Forster Tuncurry Golf Club Limited

Strand Street, Forster NSW 2428

(02) 6554 6799

ABN 42 000 952 492

Notice of Annual General Meeting

Monday 26th May 2025

On behalf of Sue Bellamy, Club President and the Forster Tuncurry Golf Club Limited Board of Directors – Notice is given that the Annual General Meeting of Forster Tuncurry Golf Club Limited ABN 42 000 952 492 will be held at **6.30pm** on **Monday 26th May 2025** in the Club's Function Room Strand Street, Forster.

Agenda

- Receipt and adopting of the minutes of the previous Annual General Meeting held Monday 27th May 2024.
- Receipt of the Audited Financial Statements for year ending 28th February 2025
- To declare the results of the election of the Board
- To appoint the Clubs Auditor for the 2025/2026 financial year
- To consider and if thought fit pass the Ordinary Resolutions of which due notice has been given.
- To consider and if thought fit pass the Special Resolutions of which due notice has been given.
- To transact any other general business which may be transacted pursuant to the Constitution of which due notice has been given.

Financial Reports

2024/2025 Audited Financial Reports will be available via:

- The Clubs Website www.forstertuncurrygolf.com.au
- Email to the General Manager gm@ftgc.com.au
- In person from Forster Tuncurry Golf Club Limited
- Please submit questions to the General Manager seven days prior to the meeting.

Notes to Members

- In accordance with the Clubs Constitution only Playing Members and Life Members (subject to Rule 12.1, Rule 10.4 and 3.1q) are entitled to vote:
 - (a) Full Playing Member.
 - (b) Restricted Playing Member.
 - (c) Special Honorary Playing Member.
 - (d) Veteran Playing Member.
 - (e) Intermediate #2 Playing Member.
 - (f) Intermediate #1 Playing Member.
 - (h) Country Playing Member
 - (i) Social Playing Member.
- As a result of the provisions of the Corporations Act 2001, the Ordinary Resolutions must each be considered as a whole and cannot be altered by motions from the floor of the meeting.
- Members should read the proposed Ordinary Resolutions and the Explanatory Notes contained in, and attached to, this notice, which explain the nature and effects of each of the resolutions proposed.
- A copy of the current constitution is available on request at the Club's office or via the Clubs website.
- Members of the Club, who are employees of the Club, cannot attend or vote at the Annual General Meeting.
- Please direct any question or concerns about the Ordinary Resolutions to the General Manager of the Club, seven days prior to the meeting.
 - gm@ftgc.com.au

Ordinary Resolutions

First Ordinary Resolution

That pursuant to the Registered Clubs Act 1976 as amended:

- a) The Members approve and agree to reasonable expenditure by the Club of a sum not exceeding \$10,000.00, until the next Annual General Meeting for the following activities of Directors:
 - i. The reasonable cost of a meal and beverage for each Director immediately before and/or immediately after a Board or Committee meeting on the day of the meeting,
 - ii. Attendance at Functions and Activities deemed by the Board to be a benefit to the Club and/or the Community,
 - iii. The reasonable cost of provision for Director Uniform for use when representing the Club.
 - iv. The reasonable cost for events/functions where it is appropriate for Directors to represent the Club and their Spouses to attend.
 - v. Directors shall be entitled to utilise “Director” car parking spaces in the Club carpark for his/her use whilst carrying out the duties of a Director.
- b) The members acknowledge that the benefits in paragraph (a) above are not available to Members generally but only to those Members who are also Directors of the Club.

Explanatory Note regarding the First Ordinary Resolution

The purpose of the First Ordinary Resolution is to have the members in the General Meeting approve, in accordance with section 10(6) of the Registered Clubs Act 1976, reasonable expenditure by the Club in relation to the duties performed by the Club’s Directors. The adoption of this First Ordinary Resolution by members will confirm and set an upper limit on the amount to be expended.

Second Ordinary Resolution

That pursuant to the Registered Clubs Act 1976 as amended:

- a) The Members approve and agree to reasonable expenditure by the Club of a sum not exceeding \$5,000.00, for the professional development and education of Directors until the next Annual General Meeting including:
 - i. The reasonable cost of Directors attending conferences and training sessions in relation to their role and responsibilities under the Registered Clubs Act 1976, the Corporations Act 2001 and any other relevant legislation as approved by the Board.
 - ii. The reasonable cost of Directors attending Clubs NSW (or similar organisations) Conferences, Annual General Meeting or similar events.
 - iii. The reasonable cost of Directors attending seminars, lectures, trade displays, organised study tours and other similar events may be approved by the Board as being necessary or desirable for the betterment of the Club.
 - iv. The reimbursement of all reasonable costs incurred for travel, meals, accommodation and out of pocket expenses with appropriate documentary evidence when attending an approved educational/professional development event.
- b) The Members acknowledge that the benefits in paragraph (a) above are not available to Members generally but only to those Members who are also Directors of the Club.

Explanatory Note regarding the Second Ordinary Resolution

The purpose of the Second Ordinary Resolution is to have the members in the General Meeting approve, in accordance with section 10(6) of the Registered Clubs Act 1976, reasonable expenditure by the Club in relation to professional development and education of the Club’s Directors.

The adoption of this Second Ordinary Resolution by members will confirm and set an upper limit on the amount to be expended.

Special Resolutions

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

That with effect from and for the purposes of the Annual General Meeting of the Club to be held in 2025 and all Annual General Meetings thereafter until otherwise amended, the Constitution of Forster-Tuncurry Golf Club Limited be amended by:

(a) **deleting** Rule 29.2 and **inserting** the following new Rule 29.2:

"29.2 The Board shall be elected triennially in accordance with Rule 30 and Schedule 4 of the Registered Clubs Act (which is set out below) and the first meeting under the triennial rule will be the Annual General Meeting held in 2026.

SCHEDULE 4

Definitions

1. In this Schedule -

"general meeting" means a meeting of the members of the club at which members of the governing body are to be elected;

"triennial rule" means the rule of the club that provides for the election of members of the governing body in accordance with this Schedule;

"year" means the period between successive general meetings.

2. Repealed.

First general meeting under triennial rule

3. (1) The members elected to the governing body at the first general meeting at which the triennial rule applies shall be divided into 3 groups.

(2) The groups -

(a) shall be determined by drawing lots; and

(b) shall be as nearly as practicable equal in number; and

(c) shall be designated as group 1, group 2 and group 3.

(3) Unless otherwise disqualified, the members of the governing body -

(a) in group 1 shall hold office for 1 year; and

(b) in group 2 shall hold office for 2 years; and

(c) in group 3 shall hold office for 3 years.

Subsequent general meetings

4. At each general meeting held while the triennial rule is in force (other than the first such meeting) the number of the members required to fill vacancies on the governing body shall be elected and shall, unless otherwise disqualified, hold office for 3 years.

Casual vacancies

5. (1) A person who fills a casual vacancy in the office of a member of the governing body elected in accordance with this Schedule shall, unless otherwise disqualified, hold office until the next succeeding general meeting.
- (2) The vacancy caused at a general meeting by a person ceasing to hold office under subclause (1) shall be filled by election at the general meeting and the person elected shall, unless otherwise disqualified, hold office for the residue of the term of office of the person who caused the casual vacancy initially filled by the person who ceased to hold office at the general meeting.

Re-election

6. A person whose term of office as a member of the governing body under the triennial rule expires is not for that reason ineligible for election for a further term.

Revocation of triennial rule

7. If the triennial rule is revoked -
- (a) at a general meeting - all the members of the governing body cease to hold office; or
- (b) at a meeting other than a general meeting - all the members of the governing body cease to hold office at the next succeeding general meeting,
- and an election shall be held at the meeting to elect the members of the governing body.”

- (b) **deleting** the word, “annual” before the words, “election of the Board” at the start of Rule 30.1 and by **inserting** the words, “in accordance with the Triennial Rule set out in Rule 29.2” after the words, “election of the Board” in Rule 30.1.
- (c) **inserting** at the end of Rules 37.2 and 40.1 (c) the words “in accordance with the Triennial Rule set out in Rule 29.2.”

Notes to Members on the Special Resolution Introduction of Triennial Rule

1. The Special Resolution proposes to amend the provisions of the Constitution relating to the election of directors.
2. At present, all directors are elected annually.
3. If the Special Resolution is passed, directors will be elected in accordance with the “Triennial Rule” contained in Schedule 4 of the *Registered Clubs Act* (which is set out in the shaded box in the Special Resolution).
4. If the Special Resolution is passed, the Triennial Rule will take effect from the Annual General Meeting in 2026 and the directors elected to office at the Annual General Meeting in 2026 will be the first directors elected under the Triennial Rule.
5. If the Special Resolution is not passed, the Board will continue to be elected annually and the current one (1) year term for directors will continue to apply.
6. The Triennial Rule provides for three (3) year terms of office for directors, with one third of the Board to be elected each year.
7. For this purpose, the directors are divided into three (3) groups. Each group has to be as nearly as practicable equal in number. As the Board consists of eight (8) directors when the triennial rule is adopted, there will be two (2) groups of three (3) directors and one (1) group of two (2) directors.
8. In each year, a different group retires. Group 1 retires in the first year, Group 2 retires in the second year, Group 3 retires in the third year, and Group 1 retires in the fourth year, Group 2 in the fifth year and so on.
9. In the first year of the triennial rule’s operation, lots are drawn to determine which group a director falls into. Those directors allotted to Group 1 will only hold office for one year. Directors allotted to Group 2 will only hold office for two years. Directors allotted to Group 3 will be the only directors who, in the first year, are elected to office for three years.
10. Directors whose term of office has come to an end are, subject to the Constitution, eligible for re-election for a further three-year term.
11. Members will continue to elect persons to the positions of President, Vice President, Captain and Treasurer and ordinary director but instead of electing them for a period of 1 year they will be electing them for a term of 3 years.



Election Notice

Nominations

In accordance with Rule 29 of the Clubs Constitution, nominations are invited for the following positions:

- President – Chair of Board
- Captain – Chair of Match Committee
- Vice President – Acting Chair in the absence of the President
- Treasurer – Chair of Finance
- Ordinary Directors (Four)

Mandatory Director Training

As a Director Forster Tuncurry Golf Club Limited, in accordance with rule 29.7 it is a requirement of the position to agree to undertake external training to comply with legislation regarding Mandatory Director Training. Mandatory Director Training modules are:

- Finance for Club Boards
- Director Foundation and Management Collaboration

Director Identification Number

As a Director of Forster Tuncurry Golf Club Ltd, in accordance with proposed rule 46(c) a member shall not be entitled to be elected or appointed to the Board if he or she does not hold a Director Identification Number on the proposed date of election or appointment to the Board.

Nominations open Monday 14th April 2025, 10am

Nomination forms are available on the Clubs website or from the Reception Desk at Forster Golf Club. Nominations shall be in writing and signed by two (2) Members of the Club. The candidate shall signify his/her consent to the nomination.

Nominations close Friday 2nd May 2025, 5pm

Nominations must be lodged by placing the completed nomination form in the nomination box located at Forster Golf Club, Reception area, no later than 5pm Friday 2nd May 2025.

Should more than the required number of nominations be received a draw will be conducted to determine the order of Candidates names on the ballot paper at the Club at 5.15pm, Friday 2nd May 2025 (Forster Golf Club). Candidates or their representatives are invited to witness the draw.

Electronic Voting (if required)

Voting will be conducted by TrueVote and all members who have an email address or phone number will be contacted via electronic means. If you do not have an email address or phone number lodged with the club, Members will be able to attend the club and vote in person.

- **Electronic Voting Commences**
 - 9.00am Friday 16th May 2025
- **Electronic Voting Closes**
 - 5.00pm Saturday 24th May 2025

The result of the election will be announced at the Annual General Meeting Monday 26th May 2025, 6.30pm.

TRUEVOTE Privacy Policy can be reviewed by clicking the link <https://truevote.com.au/Home/Privacy>

Should you have any questions regarding the Voting Instructions – please contact Karen Butler (02) 6554 6799 or gm@ftgc.com.au

Nominated Returning Officer

Marilyn Lambden
mlambden@bigpond.net.au

Mrs Sue Bellamy

Mrs Sue Bellamy
Club President