



SHOALHAVEN HEADS BOWLING AND RECREATION CLUB LTD ABN 71 000 620 431

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 58th Annual General Meeting of the Shoalhaven Heads Bowling and Recreation Club Ltd ABN 71 000 620 431 ("Club") will be held in the Auditorium, at Shoalhaven Heads Bowling Club,
76 Shoalhaven Heads Road Shoalhaven Heads NSW 2535,
on Sunday 11 October 2026 at 10:00am

The Agenda:

1. President to open the meeting, welcome all present and call for apologies recorded to be accepted.
2. A minute silence for members who have passed during this past year.
3. Adopt minutes of the previous Annual General Meeting, Sunday 12th October 2025 10:00am.
4. To receive and adopt the financial report required under section 295 of the Act, a copy of the Directors report required under section 298 of the Act and a copy of the Auditors report required under section 308 of the Act, for the year ended 30th June 2025.
5. To consider recommendations from the Board of Directors for Life membership.
6. To consider proposed special resolutions:
 - a. Members to consider and, if thought fit, pass Resolution 1 (set out below) as a special resolution to amend the Constitution of the Club by inserting a new provision into section 31 relating to Life Membership nominations.
7. To consider proposed ordinary resolutions:
 - a. Members to consider and, if thought fit, pass Resolution 2 (set out below) as an ordinary resolution concerning directors' benefits.
8. Notices of Motion received.
9. Recommendations to the Board.

NOTE 1: Members can view the Annual Report on the Club's website. Alternatively, members can access the Annual Report by asking at the Club's reception or by calling the Club and asking for a copy to be emailed to them.

NOTE 2: Members can view background information regarding the proposed Life Member, Mr Robert Ashby (Badge #3), on the Club's website. Alternatively, members may obtain a copy by requesting one at the Club's reception or by contacting the Club to have a copy emailed. Voting for this item will be conducted via paper ballot. To be passed, this item requires votes of not less than two thirds of those eligible members present and voting on this item.

NOTE 3: Members can view the marked-up extract of section 31(a) of the Constitution showing the proposed amendment relating to Life Membership nominations. This extract is available on the Club's website, or members may obtain a copy by requesting one at the Club's reception or by contacting the Club to have a copy emailed.

QUESTIONS: The Club requests that any questions or matters members intend to ask or raise at the meeting be advised to the General Manager in writing at least seven (7) days prior to the meeting. This will allow for the Club to be able to properly answer such questions, or comment on matters raised, at the meeting.

RESOLUTION 1 – SPECIAL RESOLUTION

To consider, and if thought fit, to pass the following special resolution:

That, for the purposes of section 136 of the Corporations Act 2001 (Cth) and for all other purposes, the members approve an amendment to section 31 of the Constitution of the Shoalhaven Heads Bowling and Recreation Club Ltd to insert the following new provision: "If a nominated member is unsuccessful in obtaining Life Membership, that member cannot be nominated again for Life Membership for a further period of three (3) years."

EXPLANATORY NOTES TO MEMBERS ON RESOLUTION 1

1. Resolution 1 proposes a single amendment to the Constitution of the Shoalhaven Heads Bowling and Recreation Club Ltd. This amendment has been recommended by the Board following a review of the Club's Life Membership nomination process.

The proposed amendment inserts an additional provision into section 31(a) of the Constitution to clarify the eligibility period for re-nomination for Life Membership. The intent of this amendment is to ensure that unsuccessful nominations are not repeatedly submitted in short succession, and to provide an appropriate period before a member may be nominated again.

Members can view the a marked-up extract of this change on the Club's website. Alternatively, members can view the marked-up extract by asking at the Club's reception or by calling the Club and asking for a copy to be emailed to them.

Members should read these Explanatory Notes to understand the nature and effect of Resolution 1 before voting.

RESOLUTION 2 – ORDINARY RESOLUTION

1. That pursuant to the Registered Clubs Act, the members hereby approve and agree to the members of the board during the period preceding the 2026 Annual General Meeting receiving the following benefits and the members further acknowledge that the benefits outlined in sub-paragraph (i) to (ix) are not available to members generally but only those members selected to the Board of subsequently appointed in accordance with article 48 of Association:
 - (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 approve by the Board meeting of the Club; other constituted meetings as approved by the Board from time to time on production of invoices, receipts or other proper documentary evidence of such expenditure.
 - (iii) The Reasonable cost of Directors attending the Clubs NSW Annual Conference and General Meeting;
 - (iv) The Reasonable cost of Directors attending seminar, 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 their method of operation provided such attendance are approved by the Board as being necessary for the benefit of the Club;
 - (vi) The provision of blazers and associated apparel for the use of the Directors when representing the Club; and
 - (vii) The provision of car parking spaces adjacent to the Clubhouse for the President and Board Members
 - (viii) A Christmas Dinner involving the provision of meals and drinks for members of the Board and their partners;
 - (ix) A Dinner involving the provision of meals and drinks for the benefit of members of the Board and their partners towards the conclusion of the month preceding the Annual General Meetings.
2. That pursuant to the Registered Clubs Act, the members hereby approve and agree to the following honoraria being provided to the Members of the Board of Directors for the period preceding 2025 Annual General Meeting as follows:

President	Honoraria	$\$3,993 + \text{CPI (3.5\%)} = \$4,133$
Vice Presidents	Honoraria	$\$3,072 + \text{CPI (3.5\%)} = \$3,179$
Directors	Honoraria	$\$1,903 + \text{CPI (3.5\%)} = \$1,970$

EXPLANATORY NOTES TO MEMBERS ON RESOLUTION 2

These Ordinary Resolutions reflect the requirements of the Registered Club Act wherein the benefits received by Directors must be submitted for approval at the Annual General Meeting each year. The Benefits sought above are those currently enjoyed and do not represent any increased cost to the club (apart from annual CPI increases to Honoraria, as approved by members at 2018 AGM).

Procedural Matters in relation to Resolution 1 & 2

1. To be passed, Resolution 1 & 2 require votes of not less than 75% of those eligible members present and voting on Resolution 1 & 2.
2. Only Life members and, in accordance with rule 29 of the Constitution, Ordinary members who have been financial Ordinary members of the Club for a period of at least 2 years shall be eligible to attend and vote at the Annual General Meeting, nominate for and be elected to hold office on the Board, vote in the election of the Board and propose, second or nominate any eligible member for any office of the Club.
3. Employees of the Club are not eligible to vote on Resolution 1 & 2.
4. Members should read the Explanatory Notes to Members set out above which explains the general nature and effect of Resolution 1 & 2.
5. Please direct any question or concerns about Resolution 1 & 2 in writing to Club's General Manager at least seven (7) before the Annual General Meeting.
6. Proxy Votes are not allowed under the Registered Clubs Act or the Constitution of the Club.
7. The Board of Directors of the Club recommends that members vote in favour of Resolution 1 & 2.

By Order of the Board of Directors

Doug McCallum
General Manager

Shoalhaven Heads Bowling & Recreation Club Ltd

Date: 17/9/2026