

NOTICE TO MEMBERS OF ANNUAL GENERAL MEETING

Notice is hereby given that the 44th Annual General Meeting of Bay Street 4145 Limited will be held in the Church Hall, Rockdale Uniting Church, Bay Street Rockdale (entrance via rear of Church from Chapel Street) on Sunday 31st March 2019 commencing at 12.30 pm

AGENDA

The business of the Annual General Meeting will be as follows:

1. To accept apologies
2. To receive, consider and adopt the minutes of the Annual General Meeting held on 29th May 2018*
3. To receive the Chairman's Report on behalf of The Board of Directors;
4. To receive, consider and adopt the Financial Report, including the Annual Income and Expenditure Accounts and Balance Sheet for the period ending 31st December 2018*. **Questions relating to the accounts must be in writing forwarded to the Club by mail to PO Box 747, Rockdale 2216 at least seven (7) days prior to the meeting.**
5. To receive, consider and adopt the Auditors Report.
6. To consider for adoption the Resolution in accordance with part 10(1) (i) of the Registered Clubs Act as amended.
7. To consider for adoption the Special Resolution in relation to the term for election of Directors for the 2019 and 2020 calendar years
8. Declare the Directors for the forthcoming year
9. Consideration to be given to honorariums
10. Confirmation of Patrons and Auditor for the forthcoming year
11. General Business, **of which seven (7) days prior notice in writing to the Club by mail to PO Box 747 Rockdale 2216 has been given.**

For and on behalf of the Board of Directors

Andrew P Dale
President

*Copies of the minutes and Financial Reports are on the Club's website – clubrockys.com.au via the Club Information/AGM and Reports/AGM 2018 tab - and will be available in printed format at the AGM

NOTICE OF RESOLUTION

In accordance with part 10(1) (i) of the Registered Clubs Act 1993 as amended, the following motion is submitted for consideration:

- (i) That for their time and services involved in conducting the business affairs of the club and related duties, the directors receive the same benefits as they presently enjoy;
 - (ii) Directors be supplied with Club Directors Uniforms which can be worn at Board Meetings and when representing the Club in an official capacity;
 - (iii) Directors be authorised to attend Registered Clubs Association and other education industry meetings or business related conferences and club related activities in order to be conversant with:
 - (a) Directors' responsibilities;
 - (b) Best club management practice;
 - (c) Latest developments in the club industry;
 - (iv) All reasonable costs incurred by Directors whilst on duty or representing the Club, to be borne by the Club.
 - (v) The Board of Directors be authorised to make grants to support sub-club sporting groups, charitable organisations and other intra-club bodies.
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Notes to the Resolution:

1. This is an annual requirement under the Registered Clubs Act.
2. The resolution must be passed in its entirety and cannot be amended by motions from the floor of the meeting or divided into two or more separate resolutions

NOTICE OF SPECIAL RESOLUTION

That Clause 43 (a) of the Club's Articles of Association be amended as follows:

1. The current Clause 43 (a) (i) remain unaltered.
2. The current Clause 43 (a) (ii) be amended to read -
 - (ii) As for the 2018 Annual General Meeting of the Club, the Board of Directors shall be elected for a two-year period at an election by those members entitled to vote
3. The current Clause 43 (a) (iii) be amended to read –
 - (iii) Clause 43 (a) (ii) shall not apply to the 2021 election or any election thereafter of the Board of Directors unless these Articles of Association are further amended

Notes to the Special Resolution:

1. This change to the Articles of Association will allow for the Directors elected at the 2018 Annual General Meeting to continue as Directors during the construction of the new Club. This will ensure continuity of the experience the Directors have gained over the development period.
2. Clause 80 of the Club's Articles of Association states that only RSL and/or Life Members may vote on changes to the Articles of Association and requires 75% of those eligible members present to approve the motion.
3. Should the Special Resolution be passed, the Club's Articles of Association will read –
 - Clause 43 (a) (i): The Board of Directors shall be elected annually at an election in which the members entitled to vote consist of a majority of the Full members of the Club.
 - (ii) As for the 2018 Annual General Meeting of the Club, the Board of Directors shall be elected for a two-year period by those members entitled to vote at an election
 - (iii) Clause 43 (a) (ii) will not apply to the 2021 election or any election thereafter unless these Articles of Association are further amended
4. The Board of Directors strongly support and recommend the approval of the Special Resolution.