



NOTICE OF ANNUAL GENERAL MEETING

Members are hereby notified that the 54th Annual General Meeting of the members of the Murwillumbah Golf Club Limited will be held in the Clubhouse at 233 Byangum Road Murwillumbah NSW on Sunday 30th November 2025 commencing at 11.00am AEDST.

BUSINESS:

1. Apologies:
2. Confirmation of the Minutes of the Annual General Meeting held on Sunday 24th November 2024.
3. Matters Arising:
4. Directors' Report: To receive, consider and adopt the Directors' Report for the year ended 30th June 2025.
5. Auditor's Report: To receive, consider and adopt the Financial Report for the year ended 30th June 2025 and the Auditor's Report thereon.
6. **Ordinary Resolution:** "That no honorariums be paid to Directors in respect of their services as members of the Board". To be resolved needs to be passed by a simple majority of members at the meeting.

7. **Ordinary Resolution:** "That pursuant to the Registered Clubs Act the members approve entitlements and other benefits as permitted by law to directors, volunteer workers, Club committee members and employees.

Such benefits to include:

- a) That each volunteer be entitled to reasonable refreshments at the end of each day's work
- b) That the Chairman be entitled to an allowance to cover out of pocket expenses in carrying out Club duties. Such expenses to be agreed to by the Board and to be properly documented
- c) That the Directors, employees and representatives of the Men's, Veterans and Women's Committees be entitled to reasonable out of pocket expenses when carrying out their duties
- d) That Directors are supplied with a Club shirt to wear when representing the Club at meetings and events
- e) That Directors be entitled to reserved car parking spaces as designated by the Board
- f) That Directors and employees be entitled to represent the Club at sponsored golf day events by invitation
- g) That all members of the "Staff Membership" category be entitled to purchase goods other than consumables such as drinks and food from the Golf shop at a discount. The discount is not to exceed more than 50% of the difference between cost price and the normal sale price offered to members.

8. **Special Resolution:** To consider and, if thought fit, pass the following resolutions as special resolutions, each of which is to take effect at the conclusion of the meeting and is independent of the others (save that an amendment to the constitution will not be adopted to the extent that it is dependent on another amendment that has not been adopted):

- **Special resolution 1 – Voting rights of members**
That clause 12.1 of the constitution of the Company be amended and adopted as set out in *Annexure A*.
- **Special resolution 2 – Temporary members**
That clause 15.1(a) of the constitution of the Company be deleted as set out in *Annexure A*.
- **Special resolution 3 – Unfinancial members notice**
That clause 22.2 of the constitution of the Company be amended and adopted as set out in *Annexure A*.
- **Special resolution 4 – Vacancies on the Board**
That clause 38.1(c) of the constitution of the Company be amended and adopted as set out in *Annexure A*.

Each special resolution listed above needs to be carried by a 75% majority of members at the meeting to be resolved.

9. Election of Officers: To declare the results of the election of the Board.

10. Appointment of a Patron of the Club for 2025 / 2026

11. General Business

The Club's annual report, including financial accounts are available on the Club's website and hard copies can be collected from the Club.



Shaun Breheny
General Manager
Murwillumbah Golf Club Limited
31st October 2025

ANNEXURE A



Amendments to the Constitution.

The Company's constitution is reviewed at regular intervals – generally every three to five years. This is done to ensure its continued effectiveness, to address (Where appropriate) issues identified by Members or the Board and to assess its currency in view of contemporary governance practices.

The changes proposed at this year's meeting are designed to address current legal requirements, contemporary practices and technology, and matters of governance policy considered by the Board to be in the best interests of the club and its members.

The below table explains the changes proposed to be made to the constitution.

Clause number	Existing wording	Proposed wording	Rationale
SPECIAL RESOLUTION 1 – VOTING RIGHTS OF MEMBERS			
12.1	Playing Members and Life Members shall be the only members entitled to attend and vote at General Meetings and vote in the election of the Board of the Club and must at all times be at least 25% of all Full Members of the Club.	Playing Members and Life Members shall be the only members entitled to attend and vote at General Meetings and vote in the election of the Board of the Club.	This change <u>does not</u> impact who can attend or vote at general meetings and vote in Club elections. Social members can not attend or vote at a general meeting and vote in Club elections. This means the requirement that Playing Members and Life Members must be at least 25% of all Full Members of Club has no relevance. Hence the proposed removal of the sentence 'and must at all times be at least 25% of all Full Members of the Club' .

SPECIAL RESOLUTION 2 – TEMPORARY MEMBERS			
15.1(a)	A person whose permanent place of residence in New South Wales is not less than such minimum distance from the Club's premises as may be prescribed by the Registered Clubs Act or at least a radius of 5 kilometres from the Club's premises or a greater distance as the Board may determine by By-law pursuant to this Constitution.	Clause 15.1(a) is proposed to be deleted.	On 31 October 2024 the NSW club 5km rule was removed. This means that clause 15.1(a) is not required, hence it is proposed that this clause is deleted.
SPECIAL RESOLUTION 3 -UNFINANCIAL MEMBERS NOTICE			
22.2	The Club shall give a written notice by prepaid post to the member's address recorded in.....	The Club shall give a written, or electronic , notice to the member's address recorded in.....	This change allows for the Club to inform member's that they have become unfinancial by email or written notice. Previously, the only option was to provide written notice. Providing an email option allows for a more efficient and cost-effective way to notify members.
SPECIAL RESOLUTION 4 – VACANCIES ON THE BOARD			
38.1(c)	The office of a member of the Board shall automatically be vacated if the person holding that office: (c) is absent from meetings of the Board for a continuous period of three (3) months without leave of absence from the Board and the Board resolves that the office be vacated.	The office of a member of the Board shall automatically be vacated if the person holding that office: (c) is absent from meetings of the Board for three (3) consecutive Board meetings , without leave of absence from the Board and the Board resolves that the office be vacated.	The current constitution states that a Director shall be removed from office if they are absent from Board meetings for a continuous period of three (3) months, along with other conditions. The constitution also allows for the Board to have a minimum of one Board meeting every 3 months. This effectively means that if a Board member missed one Board meeting, they could be removed from office (along with other conditions). The proposed change means that the Board members would have to miss 3 consecutive Board meetings in order to be possibly removed from office.