

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the 47<sup>th</sup> ANNUAL GENERAL MEETING of Griffith Leagues Club Limited will be held at the Southside Griffith Leagues Club on Tuesday 28 July 2020 commencing at 8:00pm.

Only financial members on the day of the meeting may attend the meeting and vote.

In accordance with the Registered Clubs Act, an employee of the Club cannot vote at any meeting of the Club or for the election of the Board or be a Director of the Club.

Entrance to the meeting will be by production of current membership card or receipt indicating payment of membership fees.

**AGENDA**

1. Apologies
2. Confirmation of the minutes of the forty- sixth Annual General Meeting held on the 9 April 2019
3. To receive, consider and adopt the financial report of the company for the year ending 31<sup>st</sup> December 2019, the report by the Directors and Auditors thereon.
4. Confirmation of PinnacleHPC Pty Ltd as Auditors for 2020
5. To elect officers in accordance with the requirements of the constitution of the company
  - a. President
  - b. Eight (8) directors

Note: At least five (5) officers' positions shall be Football Directors and up to four (4) officers' positions may be Floor Directors

6. To consider and, if thought fit, pass the Ordinary Resolutions set out below;

**ORDINARY RESOLUTION NO 1:**

That pursuant to Section 10 of the Registered Clubs Act 1976:

- a. The Members hereby approve and agree to the following expenditure by the Board of Directors during the twelve (12) month period preceding the 2020 Annual General Meeting:
  - i. A reasonable supper and refreshments to be associated with each Board meeting of the Club;
  - ii. The provision of a suit, shirt, tie and other official clothing to be worn by a director whilst representing the Club
  - iii. The reasonable cost of Directors attending the Registered Clubs Association 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 functions when representing the Club and at the Annual Directors/Life Members dinner;
  - vi. 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
- b. The Members acknowledge that the benefits referred to in (A) above are not available to all Members generally, but only those who are Directors of the Club.

**ORDINARY RESOLUTION NO 2:**

That pursuant to the Registered Clubs Act 1976, the members hereby approve and agree to the following honoraria being provided to the executive positions on the Board of Directors for the twelve (12) months preceding the 2020 Annual General Meeting as follows:

- a. President                                 \$5,000  
Such honoraria to be paid monthly by equal instalments to the President.

**ORDINARY RESOLUTION NO 3:**

That pursuant to the Club's constitution, the members hereby approve and agree to Life Membership being awarded to John McFadzean.

**ORDINARY RESOLUTION NO 4:**

That, for the purposes of section 41E of the Registered Clubs Act, members hereby declare all of the Club's land and buildings at 1 Ryan Street, Darlington Point (being the land recorded in Folio Identifier 276/750908) as non-core property of the Club.

**Notes to Members on Ordinary Resolution No 4**

1. The Ordinary Resolution proposes for members to declare all of the Club's land and buildings at 1 Ryan Street Darlington Point ("Fishing Lodge Land and Premises") as non-core property of the Club.
2. At present, all of the Griffith Leagues Club Land and Premises is core property of the Club.
3. If the Ordinary Resolution is passed, the Fishing Lodge Land and Premises will be non-core property of the Club.

**Background information on Core and Non-Core Property**

4. The Registered Clubs Act provides that all real property (such as land and buildings) of a registered club is classified as either core or non-core property.
5. The Registered Clubs Act allows members, at a general meeting, to declare core property as non-core property and/or non-core property as core property.
6. The major difference between core property and non-core property is the restrictions imposed by the Registered Clubs Act on the disposal of core property (which includes leasing, licensing and selling). In this regard:
  - a. Unless one of the exemptions applies, core property cannot be "disposed" (leased, licensed or sold) by the Club unless
    - i. It has been valued by a registered valuer; and
    - ii. The disposal has been approved at a general meeting of the ordinary members of the Club (by majority vote);
    - iii. If the disposal is by way of sale, the sale must be by way of open tender or public auction conducted by an independent real estate agent or auctioneer.
  - b. Non-core property can be disposed of without following the procedure set out in paragraph 6(a) above.

**Why does the Board recommend that the Fishing Lodge Land and Premises is declared as non-core property?**

7. The Board recommends all of the Fishing Lodge Land and Premises is declared as non-core property for the following reasons:
  - a. The Board wishes to consider possible additional uses for the Fishing Lodge Land and Premises.
  - b. For the avoidance of doubt, the Board is considering additional uses (over and above the operation of the Griffith Leagues Club).
  - c. The Board would like the flexibility (which is provided by converting the Fishing Lodge Land and Premises to non-core property) to be able to consider any possible commercial arrangement(s) within the footprint of the land and buildings (without having to follow the procedure set out in paragraph 6(a) above).
  - d. The possible commercial arrangement(s) is not limited however it may include such things as a lease, licence, sale, joint venture or any combination of arrangements.

**Procedural Matters**

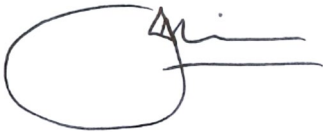
8. To be passed the Ordinary Resolution must receive votes from a simple majority (ie 50% plus 1) of those members who being eligible to do so vote in person on the Ordinary Resolution at the meeting.

9. All members (except Honorary members, Provisional members and Temporary members) are eligible to attend the meeting and vote on the Ordinary Resolution.
10. Under the Registered Clubs Act:
  - a. members who are employees of the Club are not entitled to vote.
  - b. proxy voting is prohibited.
11. The Board recommends that members vote in favour of the Ordinary Resolution.

**7. General Business:** To transact any business that may be lawfully brought forward

Nominations for Office Bearers will close at the Club's office at 8pm on Tuesday 14 July 2020. A special request is made to members who have any enquiries in relation to the financial report, to provide this in writing and sent to the Club's office no later than Tuesday 21 July 2020 so that the necessary research can be undertaken to accurately answer all questions.

By authority of the Board

A handwritten signature in black ink, appearing to read 'A. Lico', is written over a large, empty oval shape that serves as a placeholder for a stamp or seal.

Anthony Lico  
Secretary Manager