



**Murray Downs Golf & Country Club Limited**

Licensed under the N.S.W. Liquor Act  
Postal Address: P.O. Box 496 SWAN HILL 3585  
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# NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 36th Annual General Meeting of the Club will be held at the Club premises, Murray Downs Drive, Murray Downs, New South Wales on Tuesday, 21 May 2024 at 7:30pm.

## AGENDA

1. To confirm the Minutes of the previous Annual General Meeting.
2. To receive and consider the President's Report.
3. To receive and consider the financial report, directors' report and auditor's report for the year ended 31 December 2023.
4. Declaration of the results of the election of the Board.
5. To consider and if thought fit pass the Ordinary Resolution and the Resolution for Country Life membership which are set out below in this notice.
6. To deal with any other business of which due notice has been given to members.
7. To deal with any other business that the meeting may approve, of which due notice has not been given.

## RESOLUTIONS

Ordinary Resolution:

That pursuant to the Registered Club Act:

- (a) The members hereby approve expenditure by the Club over the following 12 months for the following activities of directors in their service as members of the Club's Board of Directors.
  - (i) The reasonable cost of a meal and beverage for each Director, and their partner, before or immediately after Raffle Duty, a Board or Committee Meeting on the day of that meeting.
  - (ii) Reasonable expenses incurred by directors in relation to other events including entertainment of special guests of the Club and promotional activities in relation to the Club for which expenses are approved by the Board before payment is made, on production of invoices, receipts or other proper documentary evidence of such expenditure.
- (b) The provision and marking out of car parking spaces for the

exclusive use of directors, and such other persons as the directors shall from time to time approve.

- (c) The provision of a Club directors' uniform.
- (d) The professional development and education of directors over the following twelve months including:
  - (i) The reasonable cost of directors and their partners attending at the Registered Clubs Association Annual General Meeting.
  - (ii) The reasonable cost of directors and their partners attending seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time.
  - (iii) The reasonable costs of directors and their partners attending other Clubs or Casinos throughout the State or relevant interstate venues for the purpose of observing their facilities and methods of operation as organised by the Club, provided that a director who represents the Club at venues described under (d) (i), (ii) or (iii) must provide a written report within 14 days.
- (e) The members acknowledge that the benefits in paragraphs (a), (b), (c) and (d) above are not available to members generally but only for those who are directors of the Club.

## Explanatory Note for Ordinary Resolution

Ordinary Resolution proposes for members to approve the expenditure by the Club on the matters set out in the resolution and the provision of benefits to directors as set out in the resolution.

Please note this resolution is required under the Registered Clubs Act 1976 and is procedural in nature.

## Procedural Matters for Ordinary Resolution

1. To be passed, the Ordinary Resolution must receive votes from 50% +1 of those members who being eligible to do so vote in person on the Ordinary Resolution at the meeting.
2. Only Life Members and financial Full Members (other than Junior Sports members) shall be eligible to vote on the Ordinary Resolution.
3. Under the Registered Clubs Act 1976 members who are employees of the Club are not entitled to vote on the Ordinary Resolution.

4. Proxy voting is prohibited by the Registered Clubs Act 1976.
5. Amendments (other than minor typographical corrections which do not alter the substance or effect of the Resolution) will not be permitted from the floor of the meeting.
6. If the Ordinary Resolution is passed it will take effect immediately.
7. The Board of the Club recommends this Ordinary Resolution to the members.

#### **Resolution for Country Life membership:**

That Colin Hedwards be elected to Country Life membership of Murray Downs Golf & Country Club Limited.

#### **Explanatory Note on Resolution for Country Life membership**

Mr Ian Read and Mr Gary Slater proposed and seconded Colin Hedwards for admission to Country Life membership of the Club.

At the board meeting held on 30 January 2024, the Board unanimously resolved to nominate Colin Hedwards for Country Life membership and in accordance with the Club's Constitution, the resolution proposes for members to admit him to Country Life membership of the Club.

Colin Hedwards has provided long and meritorious service to the Club. His contribution to the Club has been significant over the past 38 years, having held positions as President, Vice President, Treasurer, Director, Captain, and Golf Committee member.

Additionally, his passion and commitment to the Club and the surrounding region has also resulted in his deserved nomination for Country Life Membership.

#### **Procedural Matters for Resolution for Country Life membership**

1. To be passed, the Resolution for Life membership must receive votes from a two thirds majority of those members who being eligible to do so vote in person on the Resolution for Life membership at the meeting.
2. Only Life Members and financial Full Members (other than Junior Sports members) shall be eligible to vote on the Ordinary Resolution.
3. Under the Registered Clubs Act 1976 members who are employees of the Club are not entitled to vote on the Resolution for Life membership.
4. Proxy voting is prohibited by the Registered Clubs Act 1976.
5. Amendments (other than minor typographical corrections which do not alter the substance or effect of the Resolution for Life membership) will not be permitted from the floor of the meeting.
6. If the Resolution for Life membership is passed, Colin Hedwards will become a Country Life member of the Club with immediate effect.
7. The Board of the Club strongly recommends this Resolution for Life membership to the members.

Dated: 26 March 2024 - By direction of the Board



Gregory Roberts  
Chief Executive Officer

#### **DIRECTORS' NOMINATIONS**

Any eligible Country Club Sports – Golf & Bowls, Country Club Sports – Golf, Country Club Sports – Bowls or Country Club Life Members of the Club shall be at liberty to nominate an eligible member to serve as a member of the Board. The nomination, on the prescribed form, shall be signed by the member and his or her proposer and seconder, and lodged with the Chief Executive Officer no later than 6pm, Monday 29 April 2024.

Only Country Club Sports – Golf & Bowls, Country Club Sports – Golf, Country Club Sports – Bowls or Country Club Life Members shall be eligible to be elected to the Board, provided they have been a financial member of the Club for a consecutive period of at least twelve (12) months.

Additionally, no more than two members of the Board can be Country Club Sports -Bowls only members.

In accordance with section 24 and 25 of the Constitution, this year three positions as a Director shall be elected. The three elected directors shall hold office for a period of three (3) years.

Nomination forms will be available from the Club's Front Reception.

#### **VOTING**

If there is more than the required number of nominations a Ballot shall be conducted at the Club premises on the day of the Annual General Meeting, Tuesday 21 May 2024, from 10am and closing at 6pm. Membership cards and photo identification must be produced in order to vote.

#### **QUERIES ON THE REPORTS**

All questions relating to reports stated in the Agenda should be submitted in writing to the Chief Executive Officer at least 7 days prior to the Annual General Meeting. This will allow sufficient time for information to be gathered or research undertaken. If questions are not submitted in this manner, the Club may not be able to provide a complete answer at the Annual General Meeting

#### **ANNUAL REPORTS**

Copies of the annual report (which contains copies of the reports stated in the Agenda) will be made available on the Club's website ([www.murraydownsgolf.com.au](http://www.murraydownsgolf.com.au)) from 30 April 2024.

Copies of the annual report (both hard copies and email copies) are also available on request from the Club free of charge to members.