



Iluka Bowls Club Ltd
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ILUKA BOWLS CLUB LTD

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that the General Meeting of the Iluka Bowls Club Ltd will be held in the Club Auditorium, 75-79 Spenser Street, Iluka, on Sunday 22nd October 2023 at 10.00am.

BUSINESS:

1. Apologies
2. Vote on the Ordinary Resolution presented, to:
 - i. approve of the Board proceeding with the development of a motel on the Club's land in such form as it determines; and
 - ii. acknowledge that the cost of such development will exceed \$200,000.00.
3. Declare result of the vote.
4. End of business – close meeting.

A handwritten signature in black ink, appearing to read "Nicola Donsworth", written over a horizontal line.

Nicola Donsworth
General Manager

21st September 2023

ILUKA BOWLS CLUB LIMITED
ACN 001 060 144

NOTICE OF GENERAL MEETING

NOTICE is hereby given that the General Meeting of the ILUKA BOWLS CLUB LIMITED will be held at 10am on Sunday 22nd October 2023 at the premises of the Club 75-79 Spenser Street, Iluka NSW.

BUSINESS

Members will be asked to consider and if thought fit pass the Ordinary Resolution set out below

PROCEDURAL MATTERS

1. To be passed the Ordinary Resolution must receive votes in favour from not less than a majority (50%+1) of those members who being eligible to do so vote in person on the Ordinary Resolutions at the meeting.
 2. Only Life members and financial Ordinary Bowling members, Ordinary Non-Bowling members are eligible to vote on the Ordinary Resolution.
 3. Under the Registered Clubs Act, members who are employees of the Club are not entitled to vote and proxy voting is prohibited.
 4. Amendments to the Ordinary Resolution (other than minor typographical corrections which do not change the substance or effect of the Ordinary Resolution) will not be permitted from the floor of the meeting.
 5. The Board of the Club recommends the Ordinary Resolutions to members.
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ORDINARY RESOLUTION

[The Ordinary Resolution is to be read in conjunction with the notes to members set out below.]

That for the purpose of Rule 43(c) of the Club's Constitution, the members of Iluka Bowls Club Limited:

- (a) approve of the Board proceeding with the development of a motel on the Club's land in such form as it determines; and
 - (b) acknowledge that the cost of such development will exceed \$200,000.00.
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Notes to Members on the Ordinary Resolution

1. The Ordinary Resolution seeks the approval of members of the Club for the Board of the Club to spend more than \$200,000 on the development of a motel on the Club's land.
 2. The Objects of the Club are set out in the Club's Memorandum of Association and include the following:
 3. *The objects for which the Club is established are:...*
 - d) *To acquire construct, establish, provide, maintain and conduct social educational and sporting facilities, playing areas and grounds as the club may determine and to construct, provide, establish, furnish and maintain club houses pavilions and other buildings containing such amenities, conveniences and accommodation either residential or otherwise as the Club may from time to time determine.*
 - e) *To construct, maintain and alter any buildings or works necessary or convenient for the purposes of the Club...*
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3. Whilst the Objects are not to be construed narrowly, the above Objects show that the development of a motel (and the construction of buildings) is within the scope of the objects for which the Club was established.

4. Rule 43(c) of the Club's Constitution provides:

43. *The Board may exercise its powers and do all such acts and things as the Club is by its Memorandum of Association or otherwise authorised to exercise and do and which are not hereby or by Statute directed or required to be exercised or done by the Club in General Meeting but subject nevertheless to the provisions of the Act and the Registered Clubs Act and of these Rules and to any amendments to these Rules provided that no such amendment shall invalidate any prior act of the Board which would have been valid if such amendment had not been made. In particular, but without derogating from the general powers herein before conferred, the Board shall have power from time to time:...*

(c) *purchase/sell or otherwise acquire for the club any property rights or privileges which the club is authorised to acquire or dispose of at such price and generally on such terms and conditions as it shall think fit, provided that the contract or purchase or sale price does not exceed \$200,000. In the event of such an amount of expenditure being necessary the Board will seek the approval of the members at a General Meeting....*

5. The Club's legal advice indicates that Rule 43(c) of the Constitution does not apply to the proposed development of a motel on the Club's land as the Club is not purchasing or selling land.

6. Nevertheless, there are significant costs associated with just the preparation of Development Applications for such a development. This is before construction costs are factored in.

7. Being mindful of the costs, the Board wanted to advise the members of the proposed motel development and for the avoidance of any doubt, asks members to vote on the proposal at the general meeting.

8. The proposed development entails the establishment of a two-story motel comprising of 20 rooms, to be situated on the present croquet green.

9. The anticipated construction cost is estimated at \$4.8 million. The Club is in a position to allocate \$2 million in funding towards the project, necessitating a borrowing requirement of \$2.8 million.

10. The Board is currently awaiting the outcome of the planning proposal which has been lodged with council via the NSW planning portal. The purpose of the planning proposal is to permit the motel only as an Additional Use (Tourist and Visitor Accommodation) as Club land is zoned RE2 (Private Recreation).

11. **The Board will be hosting an information session for members on Sunday 8th October 2023 at 10am in the Club Auditorium to present more specific information on the proposed project. Members are encouraged to submit questions, concerns or feedback in writing to the Board by Friday 29th September 2023 so that answers can be presented at the information session.**

Email: admin@ilukabowls.com.au Post: PO Box 39, Iluka, NSW, 2466 or via forms available at reception.

12. Members must be present at the meeting to be eligible to vote. Voting will be conducted via secret ballot.

Dated: 21st September 2023

By direction of the Board



Nicola Donsworth
General Manager