

**ADAMSTOWN BOWLING CLUB CO-OP LIMITED**  
**NSWC00417**  
**NOTICE OF ANNUAL GENERAL MEETING**

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**NOTICE** is hereby given that the Annual General Meeting of **ADAMSTOWN BOWLING CLUB CO-OP LIMITED** will be held on **Sunday 31 May 2026** commencing at **10:00 am** at the premises of the Club, Glebe Road, Adamstown.

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**BUSINESS FOR ANNUAL GENERAL MEETING**

The business of the meeting will be as follows:

1. Apologies.
  2. To confirm the minutes of the previous Annual General Meeting.
  3. To receive and consider the directors' report, financial report and auditors' report on the financial report for the last financial year and any other reports of the Board or of individual officers of the Club. Copies of these reports are available on request at the Club and on the Club's website.  
**Note:** Members who may have questions in relation to any of the reports are requested to submit their questions in writing to the Secretary Manager **by 5:00pm on Friday 22 May 2026**. This will allow sufficient time for information to be gathered or research to be undertaken. If questions are not submitted in this manner, the Club may not be able to provide a complete answer at the meeting.
  4. To consider and if thought fit pass the Ordinary Resolutions and the Special Resolutions set out in this Notice.
  5. To declare the results of the election to the Board.
  6. To deal with any other business of which due notice has been given to members.
  7. General business.
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**NOTES FOR ELECTION TO BOARD**

1. The Board is elected under the Triennial Rule whereby a third of the Board is elected each year for a three (3) year term on a rotating basis.
  2. Three (3) directors will be elected this year for a three (3) year term of office.
  3. Nomination forms may be obtained from the On Shift Manager at the main bar of the Club's premises from 11:00am on Sunday 10 May 2026.
  4. Nominations will close at midday on Saturday 16 May 2026 and all nomination forms must be returned to the Club before that time.
  5. If the number of nominations exceeds the number of positions to be elected to the Board, then a ballot (vote) will be conducted.
  6. The ballot (voting) will take place on the Club's premises between Tuesday 19 May 2026 and Saturday 30 May 2026 during the following times:
    - (a) Thursday 20 May 2026 – 4:00pm to 6:00pm; and
    - (b) Friday 21 May 2026 – 4:00pm to 6:00pm;
    - (c) Saturday 22 May 2026 – 10:00am to 1:00pm;
    - (d) Thursday 28 May 2026 – 4:00pm to 6:00pm;
    - (e) Friday 29 May 2026 – 4:00pm to 6:00pm;
    - (f) Saturday 30 May 2026 – 10:00am to 12:00 midday.
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**PROCEDURAL MATTERS FOR RESOLUTIONS**

1. Only Life members and financial Active members who have attained the age of eighteen (18) years can vote on the Resolutions.
  2. Under the Registered Clubs Act, members who are employees of the Club are not entitled to vote and proxy voting is prohibited.
  3. To be passed, an Ordinary Resolution must receive votes from not less than a majority (50% + 1) of those members who, being eligible to do so, vote in person on the Ordinary Resolution at the meeting.
  4. To be passed, a Special Resolution must receive votes in favour from not less than two thirds of those members who, being eligible to do so, vote in person on the Special Resolution at the meeting.
  5. If a Special Resolution is passed, the amendments contained in that Special Resolution will not take effect until the amendments are registered with the Registry of Co-operatives and Associations.
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## **FIRST ORDINARY RESOLUTION**

That:

- (a) the members hereby approve expenditure by the Club between the Annual General Meeting held in 2026 and the Annual General Meeting to be held in 2027 for an amount not exceeding twenty thousand dollars (\$20,000.00) for the following:
- (i) The reasonable costs of Directors or Club sub-committee members attending seminars, lectures and other educational activities as determined by the Board from time to time including mandatory training for directors required by the Registered Clubs Act and Regulations.
  - (ii) The reasonable costs (including travel and accommodation expenses) of directors attending meetings, conferences and trade shows conducted by ClubsNSW, the Club Managers Association and such other conferences and trade shows as determined by the Board from time to time.
  - (iii) The reasonable cost for directors to attend Clubs NSW regional meetings and Club Managers Association zone meetings as required.
  - (iv) The reasonable cost of directors (and their spouses/partners if required) attending any club, community or charity function as the representatives of the Club and authorised by the Board to do so.
- (b) the members acknowledge that the benefits in paragraph (a) are not available for members generally but are only for those who are directors (and their spouses/partners in certain circumstances) of the Club.

## **SECOND ORDINARY RESOLUTION**

That:

- (a) the members hereby approve the provision of complimentary beverages by the Club to Bowling members after participating in the finals of the Club honour board bowling events.
- (b) the members acknowledge that the benefit in paragraph (a) is not available for members generally but is only for those Bowling members who participate in the finals of Club honour board events.

## **Notes to Members on First and Second Ordinary Resolutions**

1. The Registered Clubs Act provides that the Club cannot provide a benefit to a member which is not equally offered to all members unless members have first approved the provision of that benefit by way of passing an ordinary resolution at a general meeting (including Annual General Meeting).
2. Accordingly, to ensure compliance with the Registered Clubs Act:
  - (c) the First Ordinary Resolution proposes to have the members approve expenditure by the Club on directors for an amount not exceeding twenty thousand dollars (\$20,000) in respect of the matters set out in the Ordinary Resolution (which includes the cost of mandatory director training and other expenditure arising from directors discharging their obligations as directors of the Club); and
  - (d) the Second Ordinary Resolution proposes to have members approve the provision of complimentary beverages to Bowling members who participate in the finals of Club honour board events.

## **FIRST SPECIAL RESOLUTION**

That the Rules of Adamstown Bowling Club Co-op Limited be amended by:

- (a) **deleting** the headings “*Suspension of Members*” and “*Expulsion of Members*” and Rules 28 and 29 and **inserting** the following new heading and Rules 28 and 29:
- “DISCIPLINARY PROCEEDINGS**
28. *Subject to Rule 29, the Board shall have power to reprimand, fine, suspend, expel or accept the resignation of any member, if that member:*
- (a) *in the reasonable opinion of the Board, has wilfully refused or neglected to comply with any of the provisions of this Constitution or any By-Law; or*
  - (b) *is, in the reasonable opinion of the Board;*
    - (i) *guilty of any conduct prejudicial to the interests of the Club; or*
    - (ii) *guilty of conduct which is unbecoming of a member;*
    - (iii) *guilty of any conduct which renders a member unfit for membership of the Club.*
29. *The following procedure shall apply to disciplinary proceedings of the Club:*
- (a) *A member shall be notified of:*
    - (i) *any charge against the member pursuant to Rule 28(a); and*
    - (ii) *the date, time and place of the meeting of the Board at which the charge is to be heard.*
  - (b) *The member charged shall be notified of the matters in Rule 29(a) by notice in writing at least seven (7) days before the meeting of the Board at which the charge is to be heard.*
  - (c) *The member charged shall be entitled to:*

- (i) attend the meeting for the purpose of answering the charge; and
  - (ii) submit to the meeting written representations for the purpose of answering the charge.
  - (d) If the member fails to attend such meeting:
    - (i) the charge may be heard and dealt with and the Board may decide on the evidence before it; and
    - (ii) the Board may impose any penalties, the member's absence notwithstanding, but having regard to any representations which may have been made to it in writing by the member charged.
  - (e) After the Board has considered the evidence put before it, the Board must come to a decision as to whether the member is guilty or not of the charge.
  - (f) When the Board has made a decision as to whether the member is guilty or not, if the member charged is at the meeting, the Board must inform the member of the Board's decision.
  - (g) If the member charged has been found guilty and is at the meeting, the member must be given a further opportunity at the meeting to address the Board in relation to an appropriate penalty for the charge of which the member has been found guilty.
  - (h) No motion by the Board to reprimand, fine, suspend or expel a member shall be deemed to be passed unless a two thirds majority of the directors present in person vote in favour of such motion.
  - (i) The Board shall have the power to adjourn, for such period as it considers fit, a meeting pursuant to this Rule 29.
  - (j) Any decision of the Board on such hearing shall be final and the Board shall not be required to give any reason for its decision".
- (b) **deleting** from Rule 30 the words "Rule 29" and **inserting** the words "Rules 28 and 29".

#### Notes to Members on First Special Resolution

1. The First Special Resolution amends existing provisions in the Club's Rules dealing with disciplinary proceedings (which includes the suspension and expulsion of members) to:
  - (c) bring them into line with best practice for registered clubs; and
  - (d) remove the requirement for members to pass a special resolution in general meeting to expel a member from membership of the Club.

#### Current procedure for disciplining members

2. The Club's Rules currently contain two (2) separate procedures for disciplinary proceedings against members (being one procedure for the suspension of members and another procedure for the expulsion of members).
3. In summary, the current procedure for the suspension of members is as follows:
  - (a) The Club issues a member with a notice of disciplinary charge and hearing; and
  - (b) The member attends a disciplinary hearing and/or makes written submissions defending the charge against them;
  - (c) The Board determines whether or not the member is guilty of the charge;
  - (d) If the member is found guilty of the charge, the Board may suspend the member from membership of the Club (noting that any suspension requires a two thirds majority of directors to vote in favour of the suspension).
4. However, in summary, the current procedure for the expulsion of members is as follows:
  - (a) The Club must issue a notice of general meeting to members which must include the proposed special resolution to expel the member from membership of the Club (**expulsion resolution**);
  - (b) The Club must hold a general meeting for members to vote on the expulsion resolution;
  - (c) At the general meeting, the member may make submissions to members regarding why they should not be expelled from membership;
  - (d) After the member has made their submissions (and other persons have made their submissions), members will vote on the expulsion resolution (noting a two thirds majority is required for an expulsion resolution to be passed).

#### Proposed procedure for disciplining members

5. The Board proposes to adopt one procedure for all disciplinary proceedings.
6. In summary, the proposed procedure for disciplinary proceedings will be as follows:
  - (a) The Club issues a member with a notice of disciplinary charge and hearing; and
  - (b) The member attends a disciplinary hearing and/or makes written submissions defending the charge against them;
  - (c) The Board determines whether or not the member is guilty of the charge;

- (d) If the member is found guilty of the charge, the Board may suspend or expel the member from membership of the Club (noting that any suspension or expulsion will require a two thirds majority of directors to vote in favour of the suspension or expulsion).

7. This procedure is consistent with the disciplinary procedure adopted by most clubs in NSW.

**Why does the Board propose these amendments?**

8. The Board proposes these amendments for the following reasons:

- (a) there is no legal requirement to have separate disciplinary procedures for the suspension and expulsion of members; and
- (b) it is best practice for clubs to have a single uniform procedure for conducting disciplinary proceedings against members and this practice has been adopted by most clubs;
- (c) the Board is best placed to deal with all disciplinary matters and it is unnecessary for members to be involved in such matters;
- (d) the proposed procedure will:
- (i) ensure all disciplinary matters are dealt with in accordance with the Club's Constitution; and
  - (ii) ensure members receive procedural fairness and natural justice when their disciplinary matter is being dealt with;
  - (iii) ensure the outcome of disciplinary matters (including an expulsion from membership) is determined objectively (and not by a popularity contest or "factional vote");
  - (iv) ensure confidential and sensitive information is not publicly disclosed;
  - (v) reduce the possibility of any legal and reputational risk to the Club and members;
  - (vi) avoid unnecessary division within the Club's membership;
  - (vii) bring the Club's Rules into line with best practice for club disciplinary proceedings.

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**SECOND SPECIAL RESOLUTION**

That the Rules of Adamstown Bowling Club Co-op Limited be amended by:

- (a) **deleting** Rule 18(II)(d)(B) and **inserting** the following new Rule 18(II)(d)(B):  
*"(B) A person whose ordinary place of residence in New South Wales is not less than such minimum distance from the Club's premises as may be determined by the Board".*
- (b) **deleting** Rule 22(b)(iii) and **inserting** the following new Rules 22(b)(iii) and (iv):  
*"(iii) be payable by monthly, quarterly or half yearly instalments, in advance, or for more than one (1) year in advance as determined by the Board*  
*(iv) be due and payable on a date or dates, determined by the Board".*

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**Notes to Members on Second Special Resolution**

1. **Paragraph (a)** removes the restriction on persons who reside within five (5) kilometres of the Club's premises from being admitted to Temporary membership of the Club. In this regard, the Registered Clubs Act has been amended and the "five (5) kilometre restriction" for Temporary membership no longer applies.
2. **Paragraph (b)** clarifies that annual subscriptions are payable:
- (a) by monthly, quarterly or half yearly instalments, in advance, or for more than one (1) year in advance as determined by the Board; and
  - (b) on a date or dates, determined by the Board.

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Dated: 6 May 2026

By direction of the Board




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Glynn Haslam  
Secretary Manager