



Notice of ANNUAL GENERAL MEETING

ABN 25 001 559 548

Notice is hereby given that the Annual General Meeting of Cessnock Rugby League Supporters Club Limited is to be held on **SUNDAY 20th NOVEMBER 2011** commencing at **9:15am** at the premises of the registered office of the Club at Darwin Street, Cessnock in the State of New South Wales.

- A. Apologies.
- B. Observe one minute silence in memory of Members who have passed away over the past year.
- C. To confirm and adopt the Minutes of the Annual General Meeting of the Club held on 21st November 2010.
- D. To receive and consider the Reports of the Board of Directors.
- E. To receive and consider the Balance Sheet, Profit and Loss Account and the Auditor's Report for the year ended 30th June 2011.
- F. To make such other appointments as are appropriate to the business of the Club.
- G. To consider and, if thought fit, pass any resolutions in relation to Directors benefits, honorarium and expenditure limits pursuant to the requirements of the Registered Club Act.
- H. To deal with any business of which due notice has been given to the CEO on or before 22 October 2011.

MEMBERS PLEASE NOTE

1. Annual Reports and Financial Statements will be available at the office or can be downloaded at www.cessnockleaguesclub.com.au from 12:00pm Friday 14th October 2011.

By direction of the Board,

Paul Cousins, Chief Executive Officer, Thursday, 22nd September 2011



Notice of SPECIAL RESOLUTION

ABN 25 001 559 548

Notice is hereby given that at the Annual General Meeting of Cessnock Rugby League Supporters Club Limited (“the Club”) to be held on **SUNDAY 20th NOVEMBER 2011** commencing at **9:15am** at the premises of the registered office of the Club at Darwin Street, Cessnock in the State of New South Wales, Members will be asked to consider, and if thought fit, pass the following resolution which is proposed as a Special Resolution:

SPECIAL RESOLUTION

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

That with effect from and for the purposes of the Annual General Meeting to be held in 2012, the Constitution of Cessnock Rugby League Supporters Club Limited be amended by:

(a) **deleting** Rule 47(a) and in lieu thereof **inserting** the following new Rule 47(a):

“(a) The Board shall consist of seven (7) Directors, being the President, a Vice-President, a Treasurer and four (4) Ordinary Directors.”

(b) **deleting** Rule 59 and in lieu thereof **inserting** the following new Rule 59:

“59 The Board may meet together for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit, provided that the Board shall meet whenever it deems it necessary but at least once in each calendar month for the transaction of business and a record of all members of the Board present and of all resolutions and proceedings of the Board shall be entered in a Minute Book provided for that purpose. The President shall preside as Chairman at every meeting of the Board or if at any meeting he or she is not present or is unwilling or unable to act, then the Vice-President shall act as Chairman. If the Vice-President is not present or is unwilling or unable to act, then the members of the Board present may elect their own Chairman.”

(c) **deleting** Rule 60 and in lieu thereof **inserting** the following new Rule 60:

“60 The quorum for meetings of the Board shall be four (4) members of the Board.”

(d) **deleting** Rule 76 and in lieu thereof **inserting** the following new Rule 76:

“76 The President shall be entitled to take the Chair at every General Meeting. If the President is not present within 15 minutes after the time appointed for holding such meeting or is unwilling or unable to act, then the Vice-President shall act as Chairman. If the Vice-President is not present within 15 minutes after the time appointed for holding the meeting or is unwilling or unable to act, then the members of the Club present shall elect a member of the Board or one of their number to be Chairman of the meeting.”

EXPLANATORY NOTES REGARDING THE SPECIAL RESOLUTION

1. These explanatory notes have been prepared to assist members in understanding the details and effect of the Special Resolution to be considered at the Annual General Meeting.
2. These notes are to be read in conjunction with the proposed Special Resolution.
3. The Special Resolution proposes to reduce the size and alter the composition of the Board with such amendments to take effect from and for the purposes of the Annual General Meeting to be held in 2012.
4. The Board is currently made up of nine (9) directors comprising the President, two (2) Vice Presidents, a Treasurer and five (5) Ordinary Directors.
5. If the Special Resolution is passed, the Board will be reduced from nine (9) directors to seven (7) directors and will be made up of the President, a Vice-President, a Treasurer and four (4) Ordinary Directors.
6. Consistent with the reduction of the Board from nine (9) to seven (7) directors, the Special Resolution also proposes to reduce the quorum required for a meeting of the Board from five (5) to four (4) directors with such amendment to take effect from and for the purposes of the Annual General Meeting to be held in 2012.
7. Consistent with the reduction of Vice Presidents from two (2) to one (1), the Special Resolution also proposes to amend Rules 59 and 76 to clarify that the Vice President (as opposed to a Vice President) will take the Chair at meetings if the President is not available. This amendment will also take effect from and for the purposes of the Annual General Meeting to be held in 2012.
8. The Special Resolution has been proposed by the Board of Directors to ensure the efficient operation of future Board proceedings and to maintain a high standard of skills, knowledge and experience across future Boards.

By order of the Board of Directors,
Paul Cousins | Chief Executive Officer
Wednesday, 19 October 2011