

# KURRI KURRI BOWLING CLUB LIMITED

ABN 32 000 796 501

## NOTICE OF 2025 ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Kurri Kurri Bowling Club Limited will be held at the Club, 3 Tarro Street, Kurri Kurri NSW 2327 in the Function Room on Sunday 26<sup>th</sup> October 2025 at 12.30pm.

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### BUSINESS

1. To confirm the minutes of the Annual General Meeting of the Club held on Sunday 27<sup>th</sup> October 2024.
  2. To receive and consider for adoption the Directors' Report and Directors' Declaration (which form part of the Club's Annual Report for the Year Ended 31 May 2025 that is now available at [www.kkbc.club](http://www.kkbc.club)).
  3. To receive and consider for adoption the Financial Reports, Income Statement, Balance Sheet, Cash Flow Statement, Reports of Officers and Auditors (which form part of the Club's Annual Report for the Year Ended 31 May 2025 that is now available at [www.kkbc.club](http://www.kkbc.club) ).
  4. To consider and, if thought fit, pass the Ordinary Resolutions set out below.
  5. To consider and, if thought fit, pass the Special Resolutions set out below.
  6. To consider Members' recommendations to the Board.
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### SPECIAL NOTICE TO MEMBERS

Any member who has a query with regard to the Club's financial accounts should write to the Secretary Manager, Kurri Kurri Bowling Club Ltd, PO Box 59, Kurri Kurri, NSW 2327, to be received no later than 13<sup>th</sup> October 2025 so that the necessary research can be undertaken to accurately answer your query.

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### PLEASE NOTE:

1. Only Financial members of the Club are entitled to attend and vote at the Annual General Meeting. A Financial member is a person who:
    - (a) is a life member
    - (b) has applied and received Social membership prior to the Annual General Meeting; and
    - (c) has applied and received a Bowling Membership or Golf Membership prior to the Annual General Meeting
    - (d) is not an employee of the Club.
  2. All members are invited to view the Club's Annual Report for the Year Ended 31 May 2025 which is now available at [www.kkbc.club](http://www.kkbc.club).
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### ORDINARY RESOLUTION 1

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve the payment of the following annual honorariums in respect of services to the Club until the next Annual General Meeting of the Club:
  - (i) President - \$5,600.00
  - (ii) Senior & Junior Vice President - \$2,800.00 each
  - (iii) Treasurer and Directors - \$1,500.00 each

- (b) The members hereby approve the honorariums referred to in paragraph (a) to be paid by monthly or such other instalments as the Club and the relevant Director may agree from time to time.
- (c) The members hereby approve the honorariums referred to in paragraph (a) to be paid on a pro rata basis so that if a relevant Director only holds office for part of the term, the honorarium shall only be paid in respect of that part.
- (d) The members acknowledge that the benefits in paragraph (a) are not available to members generally but only for those members who are noted above.

**Notes to Members on Ordinary Resolution 1**

1. Ordinary Resolution 1 seeks member approval for a number of honorariums being paid to Directors in respect of their services to the Club.
  2. To be passed, Ordinary Resolution 1 must receive a simple majority of votes in its favour from those members present at the meeting who are eligible to vote.
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**ORDINARY RESOLUTION 2**

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve and agree to expenditure by the Club in a sum not exceeding \$15,000 (fifteen thousand dollars) until the next Annual General Meeting of the Club for the following activities of Directors:
  - (i) The reasonable cost of a meal and refreshments for each Director immediately before or after a Board or Committee meeting on the day of that meeting.
  - (ii) Reasonable expenses incurred by Directors in relation to such other duties including entertainment of special guests to the Club and other promotional activities performed by Directors including, where approved by the Board, the costs of spouses/partners of Directors attending such activities provided all such expenses are approved by the Board before payment is made on production of receipts, invoices or other proper documentary evidence of such expenditure.
  - (iii) The provision of reserved parking spaces at the Club for Directors use when attending the Club.
  - (iv) The provision of blazers and associated apparel for use by Directors when representing the Club.
  - (v) The reasonable costs of a Christmas function for Directors (and their spouses/partners) in recognition of their support.
- (b) The members acknowledge that the benefits in paragraph (a) are not available to members generally but only for those members who are noted above.

**Notes to Members on Ordinary Resolution 2**

- 1 Ordinary Resolution 2 seeks member approval for a number of expenses being incurred and a number of benefits being provided to Directors (and their spouses/partners in certain circumstances) in respect of their duties as Directors of the Club.
  - 2 To be passed, Ordinary Resolution 2 must receive a simple majority of votes in its favour from those members present at the meeting who are eligible to vote.
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**ORDINARY RESOLUTION 3**

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve and agree to expenditure by the Club in a sum not exceeding \$25,000 (twenty-five thousand dollars) until the next Annual General Meeting of the Club for the professional development and education of Directors and being:
  - (i) 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.
  - (ii) The reasonable cost of Directors attending other registered clubs or gaming venues for the purpose of viewing and assessing their facilities and methods of operation provided such attendances are approved by the Board as being necessary for the betterment of the Club.

- (b) The members acknowledge that the benefits in paragraph (a) are not available to members generally but only for those members who are noted above.

#### **Notes to Members on Ordinary Resolution 3**

- 1 Ordinary Resolution 3 seeks member approval for a number of expenses being incurred in respect of the professional development and education of Directors of the Club.
- 2 To be passed, Ordinary Resolution 3 must receive a simple majority of votes in its favour from those members present at the meeting who are eligible to vote.

#### **ORDINARY RESOLUTION 4**

That pursuant to the Registered Clubs Act:

- (a) That Pitcher Partners NH Partnership be removed as external auditors of Kurri Kurri Bowling Club Limited.

#### **Notes to Members on Ordinary Resolution 4**

1. Ordinary Resolution 4 seeks member approval to remove Pitcher Partners NH Partnership as the external auditors of the Club.
2. To be passed, Ordinary Resolution 4 must receive a simple majority of votes in its favour from those members present at the meeting who are eligible to vote.

#### **ORDINARY RESOLUTION 5**

That pursuant to the Registered Clubs Act:

- (a) That Lambourne Partners, be appointed as external auditors of Kurri Kurri Bowling Club Limited for the year ended 31 May 2026.

#### **Notes to Members on Ordinary Resolution 5**

1. Ordinary Resolution 5 seeks member approval to appoint Lambourne Partners, as the external auditors of the Club for the financial year ending 31 May 2026.
2. To be passed, Ordinary Resolution 5 must receive a simple majority of votes in its favour from those members present at the meeting who are eligible to vote.

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#### **SPECIAL RESOLUTION 1**

That, with effect from and for the purposes of the election of the Board and the Annual General Meeting to be held in 2026 and all elections of the Board and Annual General Meetings thereafter, the Constitution of Kurri Kurri Bowling Club Limited be amended by:

- (a) **inserting** at the end of the definition of Biennial General Meeting in Rule 3.1(b)" the words, up to the Annual General Meeting held in 2026"
- (b) **deleting** Rule 27.1 and inserting the following:
- (a) *Subject to Rule 27.1(b) , the Board shall comprise a President, Senior Vice President, Junior Vice President, Treasurer and six (6) Ordinary directors.*
  - (b) *With effect from and for the purposes of the election of the Board and the Annual General Meeting to be held in 2026 and all elections of the Board and Annual General Meetings thereafter the Board shall comprise a President, Senior Vice President, Junior Vice President, and six (6) Ordinary directors.*
- (c) **deleting** Rule 27.2 and inserting the following:
- (a) *Subject to Rule 27.2(b), the President, Senior Vice President, Junior Vice President, Treasurer and at least three (3) Ordinary directors shall be Bowling members or Life members who have played Pennant Bowls in three of the previous five Pennant Bowls seasons.*
  - (b) *With effect from and for the purposes of the election of the Board and the Annual General Meeting to be held in 2026 and all elections of the Board and Annual General Meetings thereafter the President,*

Senior Vice President, Junior Vice President, and at least four (4) Ordinary directors shall be Bowling members or Life members who have played Pennant Bowls in three of the previous five Pennant Bowls seasons.

(d) **inserting** at the start of Rule 27.3 the words "Subject to Rule 27.3A".

(e) **inserting** the following new Rule 27.3A:

*"The Board shall be elected triennially in accordance with this Constitution and Schedule 4 of the Registered Clubs Act (**the Triennial Rule**) which is set out below. The first meeting under the Triennial Rule will be the Annual General Meeting held in 2026.*

#### **SCHEDULE 4 OF THE REGISTERED CLUBS ACT – THE TRIENNIAL RULE**

### **Definitions**

1. In this Schedule -

**"general meeting"** means a meeting of the members of the club at which members of the governing body are to be elected;

**"triennial rule"** means the rule of the club that provides for the election of members of the governing body in accordance with this Schedule;

**"year"** means the period between successive general meetings.

2. Repealed.

#### **First general meeting under triennial rule**

3. (1) The members elected to the governing body at the first general meeting at which the triennial rule applies shall be divided into 3 groups.

(2) The groups -

- (a) shall be determined by drawing lots; and
- (b) shall be as nearly as practicable equal in number; and
- (c) shall be designated as group 1, group 2 and group 3.

(3) Unless otherwise disqualified, the members of the governing body -

- (a) in group 1 shall hold office for 1 year; and
- (b) in group 2 shall hold office for 2 years; and
- (c) in group 3 shall hold office for 3 years.

#### **Subsequent general meetings**

4. At each general meeting held while the triennial rule is in force (other than the first such meeting) the number of the members required to fill vacancies on the governing body shall be elected and shall, unless otherwise disqualified, hold office for 3 years.

#### **Casual vacancies**

5. (1) A person who fills a casual vacancy in the office of a member of the governing body elected in accordance with this Schedule shall, unless otherwise disqualified, hold office until the next succeeding general meeting.

(2) The vacancy caused at a general meeting by a person ceasing to hold office under subclause (1) shall be filled by election at the general meeting and the person elected shall, unless otherwise

*disqualified, hold office for the residue of the term of office of the person who caused the casual vacancy initially filled by the person who ceased to hold office at the general meeting.*

**Re-election**

6. *A person whose term of office as a member of the governing body under the triennial rule expires is not for that reason ineligible for election for a further term.*

**Revocation of triennial rule**

7. *If the triennial rule is revoked -*
- (a) at a general meeting - all the members of the governing body cease to hold office; or*
  - (b) at a meeting other than a general meeting - all the members of the governing body cease to hold office at the next succeeding general meeting,*
- and an election shall be held at the meeting to elect the members of the governing body."*

- (f) **inserting** in Rule 28.1 after the words "*shall be conducted*" the words "*in accordance with the triennial rule set out in Rule 27.3A and*"
- (g) **deleting** from Rule 28 the words "*Biennial General Meeting*" whenever appearing and in their place inserting the words "*Annual General Meeting*".
- (h) **deleting** Rules 28.1(f) and (k) and renumbering the paragraphs of Rule 28 accordingly.
- (i) **inserting** the following new Rule 28.1A:

*As soon as practicable after each Annual General Meeting, the Board shall meet and shall elect from among their number a President, Senior Vice President and Junior Vice President to hold those offices, subject to the Constitution, until the conclusion of the meeting of the Board held pursuant to this Rule in subsequent year.*

- (j) **deleting** from Rule 29.6 and Rule 29.12 the words "*The President, Secretary and Treasurer*" and in their place inserting the words "*The President and Secretary*"
- (k) **deleting** the second sentence from Rule 35.3 and inserting the words "*The person so appointed shall hold office in accordance with the triennial rule set out in Rule 27.3A*".
- (l) **deleting** Rule 36.9(c) and in its place inserting"

*To declare the results of the elections of positions on the Board in accordance with the triennial rule set out in Rule 27.3A.*

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**Notes to Members on First Special Resolution**

- 1 The First Special Resolution proposes to amend provisions of the Club's Constitution relating to the election of directors, with effect from and for the purposes of the Annual General Meeting and the election of the Board to be held in 2026.

**Introduction of the Triennial Rule.**

- 2 The Board is currently elected biennially, ie the whole Board is elected every two years for two year terms.
- 3 If the First Special Resolution is passed, the directors will be elected in accordance with the "Triennial Rule" contained in Schedule 4 of the Registered Clubs Act (set out in the shaded box in the Special Resolution), with effect from and for the purposes of the election of the Board and the Annual General Meeting to be held in 2026.

- 4 The Triennial Rule provides for three (3) year terms of office for directors, with one third of the Board to be elected each year.
- 5 For this purpose, the directors are divided into three groups at the Annual General Meeting to be held in 2026. As the Club has nine (9) directors, there will be three (3) groups of three (3) directors in each year.
- 6 In each year, a different group retires. Group 1 retires in the first year (at the Annual General Meeting to be held in 2027), Group 2 retires in the second year (at the Annual General Meeting to be held in 2028), Group 3 retires in the third year (at the Annual General Meeting to be held in 2029), Group 1 retires in the fourth year, Group 2 retires in the fifth year and so on.
- 7 Directors whose term of office has come to an end are, subject to the Club's Constitution, eligible for re-election.
- 8 The Board is proposing the amendment as the Triennial Rule:
- (a) allows for elections for a third of positions on the Board each year;
  - (b) gives directors the chance to develop and pass on their experience and training to new directors

#### ***Election of President, Senior Vice President and Junior Vice President***

- 9 Members currently elect the President, Senior Vice President and Junior Vice President.
- 10 If the First Special Resolution is passed, the members will elect one of the three groups each year, and the directors holding office at the end of each Annual General Meeting will then elect from among their number a President, Senior Vice President and Junior Vice President to serve in those positions for the next 12 months.
- 11 This will allow the Board to take into account any change in composition of the Board after each year's elections.

#### ***Position of Treasurer***

- 12 The First Special Resolution will also remove the position of Treasurer from the Board. This is because the role of a Treasurer in a club is no longer needed as all directors have equal responsibility for the finances of the Club and the work previously performed by a club treasurer is now undertaken by the Club's employees and accountant, with the Club subject to the annual audit by the Club's auditor.
- 13 This means the Board from next year would comprise the President, Senior Vice President, Junior Vice President and six ordinary directors. However, the minimum number of directors who must have played Pennant Bowls in three of the previous five Pennant Bowls seasons will remain at seven (7), ie the President, Senior Vice President, Junior Vice President, and at least four(4) Ordinary directors will have to meet this requirement.

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## **SPECIAL RESOLUTION 2**

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

That the Constitution of Kurri Kurri Bowling Club Limited be amended by

- (a) inserting the following new Rule 9.7

*Notwithstanding any other provision of this Constitution, and having regard to the objects of the Liquor Act and the Gaming Machines Act, the Anti Money Laundering Counter Terrorism Funding Act, Board has power to*

- (a) implement house policies in connection with those laws;*
- (b) include in those policies measures to assist in the objects and enforcement of those laws;*
- (c) take steps to enforce those policies; and*
- (d) without limiting the generality of Rule 9.7(c), include in those policies provisions allowing the Club to prevent anyone (including members) from entering the premises if the Board, the Secretary or the*

*Secretary's delegate determine that such action is necessary for the purposes of these policies and the provisions of Rule 20 shall not apply to any such decision."*

- (b) **deleting** from Rule 14.1(a) the words *from the Club's premises as may be prescribed by the Registered Clubs Act or such other greater distance*

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#### **Notes to Members on Second Special Resolution**

- 14 The Second Special Resolution proposes two amendments to the Constitution to update the document.
- 15 Paragraph (a) includes a new rule to reflect the fact that the Club must have policies for key legislative requirements in relation to responsible service of liquor, responsible gambling and anti money laundering and include in those policies rules to enforce them, including exclusion from the premises outside of the Club's disciplinary rules.
- 16 Paragraph (b) updates the rules in relation to temporary membership to reflect changes to the Registered Clubs Act. In 2024, the Registered Clubs Act was amended to remove reference to what was called the "5 kilometre rule", which provided that Temporary membership was only available to persons who lived outside of a 5 kilometre radius from the Club's premises. The effect of the Second Special Resolution is that the Club will determine what distance radius from the Club's premises, if any, will be required for temporary membership.
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Dated: 24<sup>th</sup> September

by direction of the Board

**Tahlae Ball**

Secretary Manager