



NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 65th Annual General Meeting of CRONULLA-SUTHERLAND DISTRICT RUGBY LEAGUE CLUB LIMITED (the "Club") will be held on Wednesday 30 March 2022 commencing immediately after the conclusion of the Annual General Meeting of the Cronulla Sutherland Leagues Club Limited (which will commence at 7:00pm) at the premises of Sharks @ Kareela, 1 Bates Drive, Kareela, New South Wales.

BUSINESS TO BE TRANSACTED AT THE MEETING WILL BE AS FOLLOWS:

1. To confirm the Minutes of the previous Annual General Meeting held on Wednesday 31 March 2021.
2. To receive and consider the Year Ended 31 October 2021 Financial Report, Directors' Report and Auditors' report.
3. Declaration of Directors – to declare the names of directors for the ensuing year.
4. To consider and determine the Ordinary Resolution ("Resolution 1") set out below in relation to directors' expenses.
5. To consider and determine the Ordinary Resolution ("Resolution 2") set out below in relation to the proposed election of Mr Barry Russell to Life Membership of the Club.
6. To consider and determine the Special Resolution ("Resolution 3") set out below in relation to updating the constitution.
7. To deal with any other business of which due notice has been given to members.
8. General Business.

NOTE 1. Members can receive the Annual Report (including the reports referred to in agenda item 2 above) if they give a notice in writing to the Club requesting a copy of the report. Members who have previously requested a copy of the report will be sent a copy and do not have to make a further request. Alternatively, members can access the Annual Report on the Club's website where it will be published not less than twenty-one (21) days before the Annual General Meeting.

NOTE 2. The meeting will be open to all full members of the Club. Voting privileges will only be extended to those members who have been financial members of the club for at least three (3) years or more. Members will be required to produce their current membership card to gain admission.

NOTE 3. If members have questions on the Financial Report they are respectfully requested to submit them to the Group Chief Executive Officer, Mr Dino Mezzatesta, at least seven (7) days before the Annual General Meeting so that if necessary the matter can be appropriately researched before the Annual General Meeting.

RESOLUTION 1: ORDINARY RESOLUTION

(a) That the members hereby approve of reasonable expenditure by the Club until the next Annual General Meeting of the Club for the following:

- (i) The reasonable costs of directors attending seminars, lectures and other educational activities and training as determined by the Board from time to time.
- (ii) The reasonable cost of a meal and beverage for each director before and after a Board or Committee meeting on the day of that meeting when such meeting coincides with a normal meal time.
- (iii) The reasonable costs (including travel and accommodation expenses) of directors attending meetings, conferences and trade shows conducted by Clubs NSW, the Club Managers Association and such other conferences and trade shows as determined by the Board from time to time.
- (iv) The reimbursement of reasonable out of pocket expenses incurred by directors travelling to and from directors meeting or other duly constituted meetings of any committee of the Board.

(b) The members acknowledge that the benefits in paragraph (a) are not available for members generally but are only for those who are Directors of the Club."



CRONULLA SHARKS

PO Box 2219, Taren
Point, NSW, 2229

Ph: (02) 9521 5555

ABN: 86 002 692 186

PROCEDURAL MATTERS

1. To be passed, the Resolution must receive a simple majority of votes from those members present and voting either in person or by proxy.

RESOLUTION 2: ORDINARY RESOLUTION

Life Membership

To consider, and if thought fit, to pass the following resolution to elect Mr Barry Russell (Membership Number 648) as a Life Member of the Club:

“That Mr Barry Russell (Member Number 648) is elected to Life membership of the Club”

EXPLANATORY NOTES

1. The nomination of Mr Barry Russell (Member Number 648) for Life Membership has been made in writing by member Peter Gow (Member Number 6684) and seconded by Chris Weeks (Member Number 535815) in accordance with the Constitution of the Club.
2. The Board has resolved to approve the nomination of Mr Barry Russell for submission to members at this Annual General Meeting for consideration under Rule 23 of the Club’s Constitution.

PROCEDURAL MATTERS

1. To be passed, the Resolution must receive a simple majority of votes from those members present and eligible to vote.
2. A member elected as a Life member shall be presented with a suitable memento in recognition of his service to the Club.
3. Every Life member shall be exempt from payment of annual membership subscriptions to the Club. Every Life member shall be entitled to all the rights and privileges of membership of the Club.

RESOLUTION 3: SPECIAL RESOLUTION

1. That the Constitution of the Club be amended as follows:

- (a) Rule 71A is deleted and replaced with “71A In accordance with, and subject to satisfying the requirements of, section 253Q of the Act the Club may hold a meeting of its members using virtual meeting technology provided the technology gives the persons entitled to attend the meeting, as a whole, a reasonably opportunity to participate without being physically present in the same place.”.
- (b) Rule 90A is deleted and replaced with “Any notice, notice of meeting, or information about, a meeting or election of the Club, the Board or a committee of the Club sent by electronic means is taken to be given on the business day after it is sent and may be given in a manner permitted by section 253RA of the Act.”.

2. To make any formatting, cross referencing, typographical, cross-referencing and numbering changes to the Constitution to give effect to the intention of the prior resolutions.

EXPLANATORY NOTES

1. The amendments to the Constitution result in the Constitution being updated to reflect and accommodate recent changes to the Corporations Act and to remove redundant legislative references.



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PROCEDURAL MATTERS

1. To be passed, a Special Resolution must receive votes in its favour from not less than three quarters (75%) of those members who being eligible to do so vote in person on the Special Resolution at the meeting.
2. The Special Resolution should be read in conjunction with the notes that follow the Special Resolution.
3. Only Ordinary members, Perpetual members, Life members and Playing members in each case who have been members of the Club for three consecutive years (other than as Junior members) shall be eligible to attend and vote at any general meeting of the Club.
4. A member shall not be eligible to attend or vote at any meeting of the Club unless all monies due by that member to the Club have been paid as at the date of the meeting.
5. If members have questions on the Special Resolution, they are respectfully requested to submit them to the Group Chief Executive Officer, Mr Dino Mezzatesta, at least seven (7) days before the Annual General Meeting.
6. The Board of the Club recommends the Special Resolution to members.

By Order of the Board

Dino Mezzatesta
Group Chief Executive Officer

VINCENT COSTA
Secretary – Football Club

Dated this **7th** day of **March 2022**