

# NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 68th Annual General Meeting of **CRONULLA-SUTHERLAND DISTRICT RUGBY LEAGUE FOOTBALL CLUB LIMITED (the "Club")** will be held on **Wednesday 26 March 2025** commencing immediately after the conclusion of the Annual General Meeting of the Cronulla-Sutherland Leagues Club Limited (which will commence at 6:30pm) 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 27 March 2024.
2. To receive and consider the Year Ended 31 October 2024 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 Special Resolution (Resolution 2) set out below in relation to updating the constitution.
6. To consider and determine the Ordinary Resolution (Resolution 3) set out below in relation to the proposed election of Mr Mathew Rogers to Life Member – Ex-Player Membership of the Club.
7. To consider and determine the Ordinary Resolution (Resolution 4) set out below in relation to the proposed election of Mr Jason Stevens to Life Member – Ex-Player Membership of the Club.
8. To consider and determine the Ordinary Resolution (Resolution 5) set out below in relation to the proposed election of Mr Thomas Bishop to Life Member – Ex-Player Membership of the Club.
9. To consider and determine the Ordinary Resolution (Resolution 6) set out below in relation to the proposed election of Mr Brett Kimmorley to Life Member – Ex-Player Membership of the Club.
10. To deal with any other business of which due notice has been given to members.
11. To receive by way of general business questions and comments from members in relation to the management of the Club.

**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 meetings, 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 meetings 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.”

#### PROCEDURAL MATTERS FOR ORDINARY RESOLUTION

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.
2. Only Ordinary members, Perpetual members, Life members, Life members – Ex-Player 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.
3. 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.

#### RESOLUTION 2:

##### SPECIAL RESOLUTION

1. That the Constitution of the Club be amended as follows:  
“Rule 9(a)(ii) is amended by:
  - a. deletion of the words ‘to the Cronulla Caringbah Junior Rugby League Football Club and failing that then’.”
2. To make any formatting, cross referencing, typographical, lettering and numbering changes to the Constitution to give effect to the intention of the prior resolution.

#### EXPLANATORY NOTES

- The amendments proposed are to provide greater flexibility in the allocation of funds and assets in the event of dissolution of the Club.
- By removing the specific reference to a particular junior club this allows the Club to distribute assets to a broader range of beneficiaries and ensures that if the junior club ceases to operate the assets can still be distributed with less difficulty or uncertainty.

#### PROCEDURAL MATTERS FOR SPECIAL RESOLUTION

1. To be passed, a Special Resolution must receive not less than 75% of votes from those members present and voting either in person or by proxy.
2. Only Ordinary members, Perpetual members, Life members, Life members – Ex-Player 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.
3. 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.
4. 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.
5. The Board of the Club recommends Special Resolution 2 to members.

#### RESOLUTION 3:

##### ORDINARY RESOLUTION

To consider, and if thought fit, to pass the following resolution to elect Mr Mathew Rogers (Membership Number 30047871 as a Life Member – Ex-Player of the Club:

“That Mr Mathew Rogers (Member Number 30047871) is elected to Life Member – Ex-Player membership of the Club.”

**RESOLUTION 4:****ORDINARY RESOLUTION**

To consider, and if thought fit, to pass the following resolution to elect Mr Jason Stevens (Membership Number 710 as a Life Member – Ex-Player of the Club:

“That Mr Jason Stevens (Member Number 710) is elected to Life Member – Ex-Player membership of the Club.”

**RESOLUTION 5:****ORDINARY RESOLUTION**

To consider, and if thought fit, to pass the following resolution to elect Mr Thomas Bishop (Membership Number 30003489 as a Life Member – Ex-Player of the Club:

“That Mr Thomas Bishop (Member Number 30003489) is elected to Life Member – Ex-Player membership of the Club.”

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**RESOLUTION 6:****ORDINARY RESOLUTION**

To consider, and if thought fit, to pass the following resolution to elect Mr Brett Kimmorley (Membership Number 652 as a Life Member – Ex-Player of the Club:

“That Mr Brett Kimmorley (Member Number 652) is elected to Life Member – Ex-Player membership of the Club.”

**Explanatory Notes Resolutions 3, 4, 5 and 6**

- The nominations of Mr Matthew Rogers, Mr Jason Stevens, Mr Thomas Bishop and Mr Brett Kimmorley for Life Member – Ex-Player membership were all made in writing by member Mr Ashely Taylor (Member Number 1084) and seconded by member Mr Dino Mezzatesta (Member Number 562869) in accordance with the Constitution of the Club.
- The Board has resolved to approve the nominations of Mr Matthew Rogers, Mr Jason Stevens, Mr Thomas Bishop and Mr Brett Kimmorley for submission to members at this Annual General Meeting for consideration under Rule 35 of the Club’s Constitution.

**PROCEDURAL MATTERS FOR ORDINARY RESOLUTIONS 3,4,5 and 6.**

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.
2. Only Ordinary members, Perpetual members, Life members, Life members – Ex-Player 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.
3. 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.

By Order of the Board



Dino Mezzatesta  
Group Chief Executive Officer



Vincent Costa  
Secretary – Football Club

Dated this [ 3rd ]<sup>h</sup> day of [ March ] 2025