



MANGROVE MOUNTAIN

MEMORIAL CLUB LTD.

18 Hallards Road Central Mangrove NSW 2250

PH: (02)43731129

16 October 2025

ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Members will be held at the Clubhouse on **Sunday 9th November, commencing at 10.00 am.**

Business

- 1 To confirm the Minutes of the Annual General Meeting, 11th November 2024.
- 2 To receive and consider the Report of the Board.
- 3 To receive and consider the Balance Sheet and Accounts and the Report of the Auditor.
 - 3.1 Any Member wishing to raise questions with the Auditor which could involve him in a detailed analysis of accounts or other records is requested to give Notice of those questions to the Chief Executive Officer within five (5) days of the Annual General Meeting.
- 4 The adoption of the Balance Sheet.
- 5 To consider and if thought fit to pass as Special Resolutions, the one (1) resolution as set out in "Annexure A" seeking to amend the Clubs Constitution.
- 6 To consider and if thought fit to pass as Ordinary Resolutions, the eight (8) resolutions relative to Directors and particular members benefits as detailed in "Annexure B" hereto.
- 7 Announcement of Returning Officers and Scrutineers.
- 8 Election of Patrons
- 9 Election of three Board Members for the year 2025 – 2028.

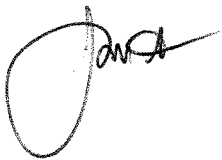
Noting that due to our rotation, three (3) Directors of the Board will be standing down but will be offering their services as a Director for this year's re-election. They are Bill Elliot, Garry Morris & Nathan Cooke

- 10 To deal with any business of which due notice has been given.
- 10.1 Any Member wishing to raise an item of general business is requested to give written notice of the nature of the business to the Chief Executive Officer within five (5) working days of the Annual General Meeting.
- 11 To deal with any business of which due notice has not been given.

Nominations for the two Board members will be available from the Club Office from Monday 20th October and will close at 10.30 am on Saturday 25th October 2025.

The Financial Statement for 2024/2025 is available on the Clubs website at www.mmmclub.com.au or if you would like a printed copy, please contact the Club on 02 4373 1129.

Notice is hereby given that the Annual General Meeting of the **Men's Golf Club** will be held at the Clubhouse on Sunday 9th November 2025, following the Memorial Club's Annual General Meeting.



MICHAEL EKERT
CEO

ANNEXURE A

MANGROVE MOUNTAIN MEMORIAL CLUB LIMITED
ACN 001 039 765

NOTICE OF SPECIAL RESOLUTION

NOTICE is hereby given that at the Annual General Meeting members will be asked to consider and vote upon the Special Resolution set out below which seeks to amend the Club's Constitution.

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 Resolutions should be read in conjunction with the notes to members which follow the Special Resolution.
3. Only Honorary Life members and financial Ordinary members are eligible to vote on the Special Resolutions.
4. Under the Registered Clubs Act:
 - (a) members who are employees of the Club are not entitled to vote; and
 - (b) proxy voting is prohibited.
5. Amendments to a Special Resolution (other than minor typographical corrections which do not change the substance or effect of the Special Resolution) will not be permitted from the floor of the meeting.
6. The Board of the Club recommends the Special Resolutions to members.

SPECIAL RESOLUTION

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

That the Constitution of Mangrove Mountain Memorial Club Limited be amended by:

- (a) **deleting** Article 19 (as below) which deals with the Annual Subscription due date and replacing it with the following new Article 19:

The Board proposes to replace the current Clause 19 below

The Annual Subscription shall fall due on the first day of June in each year. If any fee or subscription or call or any instalment thereof shall remain unpaid for a period of one month after it becomes due the member concerned shall be notified by the Secretary in writing of the default. If such subscription still remains unpaid for a further period of one (1) month the member's name shall be removed from the Register.

with the new Clause 19 below

The Annual Subscription shall fall due on the first day of June in each year. If any fee or subscription or call or any instalment thereof shall remain unpaid for a period of one month after it becomes due the member concerned shall be notified by the Secretary in writing of the default. The member's name shall be removed from the Register effective the first day of July that same year.

"ANNEXURE B" TO THE NOTICE OF ANNUAL GENERAL MEETING TO BE HELD ON SUNDAY 9TH NOVEMBER 2025

FIRST RESOLUTION

- a) The members hereby approve and agree to expenditure not exceeding \$6,000.00 by the Club until the next Annual General Meeting of the Club on the following activities of Directors;
- i) The reasonable cost of a meal and beverage for each Director immediately before or immediately after a Board or Committee meeting on the day of the meeting when that meeting corresponds with a normal meal time and for each Duty Director when on Duty.
 - ii) Reasonable expenses incurred by Directors in travelling to and from Directors meetings or other duly constituted Committee meetings as approved by the Board from time to time on production of invoices, receipts or other proper documentary evidence of such expenditure;
 - iii) 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 attending functions at other Clubs to represent the Club which activities and the expenses therefrom are approved by the Board before reimbursement is made and then only on production of receipts, invoices or other proper documentary evidence of such expenditure.
- b) The members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are Directors of the Club.

SECOND RESOLUTION

- a) The Members hereby approve and agree to the expenditure by the Club not exceeding \$5,000.00 for the professional development and education of Directors until the next Annual General Meeting and being;
- i) the reasonable cost of Directors attending at the Registered Clubs Association's Annual General Meeting;
 - ii) 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;
 - iii) The reasonable cost of Directors attending other Registered Clubs for the purpose of viewing and assessing their facilities and methods of operations provided such attendance's are approved by the Board as being necessary for the betterment of the Club.
- b) The members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are Directors of the Club.

THIRD RESOLUTION

- (a) The members hereby approve and agree to expenditure by the Club of a sum not exceeding \$2,000.00 on a President's Night in order to give thanks to various members of the Club who have assisted the Club including;
- Voluntary helpers
 - Representatives from the Club's sporting sections
 - Representatives from other R.S.L., Services, Memorial & Golf Sections
 - Directors and their spouses

- Managers and their spouses
- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to members generally but only to those who are invited to attend the President's Night.

FOURTH RESOLUTION

- (a) The Members hereby approve and agrees to the provision of reasonable free drinks (been not more than three standard drinks per person per day) for members of the Club who perform voluntary work for the Club on completion of the particular work for each day.
- (b) The members acknowledge that the benefits in paragraph (a) above are not available to members generally but only to those who perform voluntary work for the Club.

FIFTH RESOLUTION

- (a) The members hereby approve and agree to the provision of designated carparking spaces for each of the Directors of the Club and limited designated carparking spaces for Life Members.
- (b) The members acknowledge that the benefits in paragraph (a) above are not available to members generally but only to those who are Directors of the Club or Life Members.

SIXTH RESOLUTION

- (a) The Members hereby approve an Honorarium for the President in the sum of \$750.00.
- (b) The Members hereby approve an Honorarium for the Vice President in the sum of \$300.00.
- (c) The Members hereby approve an Honorarium for the Honorary Treasurer in the sum of \$300.00.
- (d) The Members acknowledge that the benefits in paragraph (a) and (b) and (c) above are not available to members generally but only to the President, Vice President and Treasurer of the Club.

SEVENTH RESOLUTION

- (a) The Members approve of and agree to the expenditure by the Club of a sum not exceeding \$2,000 over the following year for the provision of Club apparel, golf balls, lunch and beverages to members of Teams and respective Presidents and Captains representing the Club in any competition or event as determined by the Board.
- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to members generally but only to those who represent the club in competition.

EIGHTH RESOLUTION

- (a) The Members hereby approve of and agree to the expenditure by the Club of a sum not exceeding \$500.00 for a meal for the Ladies and Men's Golf Committees prior to the completion of their term on said Committees.
- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to members generally but only to those who serve on the Ladies and Men's Golf Committees.