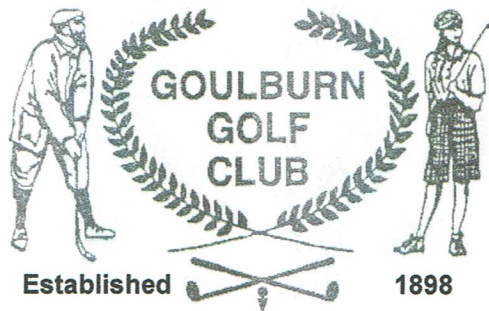


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## Notice of Special General Meeting

Dear Member,

Notice is hereby given to the Members that a Special General Meeting of Goulburn Golf Club Limited will be held in the Club House on Tuesday, 24th November 2020 at 6.00pm.

The business of the Meeting will be to discuss the below proposed resolution(s) which affect the Constitution which were raised at the previous Annual General Meeting. No other business will be transacted at this Special General Meeting other than the motions below.

We need a quorum of at least 25 members to be present and then a majority of three quarters of those present must vote in favour of the resolution(s) to be passed.

### Business

To consider the following proposed resolution(s):

**1. That Clause 37 of the existing Constitution be replaced in entirety with the following Clause:**

*The Board shall consist of President and Vice President and four (4) Directors, elected in accordance with Clause 38 hereof. The Club Captain and Vice Captain are to be elected annually in November and prior to the end of the Calendar year. Such election to be held in accordance with Clause 38 hereof. The Club Captain and Vice Captain may be Board Members if duly elected as a Director to the Board but are not otherwise a member of the Board.*

*At the direction of the Board from time to time the management of the Club by the Board shall be delegated to Committees in such areas as the Board may determine from time to time by resolution covering areas such as Match, Greens, House, Finance & Ladies appointed under Clause 41 hereof. The Club Captain and the Vice Captain shall be in charge of all golf.*

This motion, if passed, will replace the current Clause 37 which read as follows:

37. *The Board shall consist of nine (9) Directors, elected in accordance with clause 38 hereof, which directors will meet as soon as practicable (but not later than one month) after the election is declared to elect from amongst themselves the persons who will hold the positions of President, Two (2) Vice Presidents, Club Captain and Vice Captain.*

*At the discretion of the Board, from time to time, the management of the Board shall be divided into sections such as finance, greens, match and house. The Club Captain and the Vice Captain shall always be in charge of golf.*

The reasons expressed at the AGM by members for, and the purpose of the proposed amendment is three-fold:

- I. To reduce the required number of Directors on the Board from nine (9) to six (6).
  - II. To enable the President and the Vice President to be elected by the Club Members and not by the elected Directors.
  - III. To allow the Club Captain and Vice Captain to be elected separately from the Board so they are not required to form part of the Board.
2. **That the word and figure in Clause 43 "Five (5)" be replaced with the word and figure "Four (4)".**

The reason for this is simply to allow for a workable quorum with a reduced number of Directors on the Board if Motion 1 is passed

3. **That Clause 41(a) of the Constitution be amended by replacing the sentence "*the Chairman shall be ex officio a member of all such committees*" with the words "*the President shall be ex officio a member of all such committees*"**

The reason for this proposed change is simply to make it clear that the President is ex officio a member of all committees of the Club. The wording was ambiguous.

4. **That Clause 43 be altered by deleting the word "a" where it appears in line 2.**

The reason for this is that the Constitution, if amended by these proposed motions, will bring about the situation where there is only one Vice President and Clause 43 (as it was) presupposed that there might be two Vice Presidents.

Carol Cabot  
Secretary/Manager