



Carlingford Bowling, Sports & Recreation Club
334 Pennant Hills Rd, Carlingford NSW 2118
ABN 67 000 110 976

Carlingford Bowling, Sports & Recreation Club

A.B.N 67 000 110 976

Notice of Special General Meeting

Notice is hereby given

That a Special General Meeting of Carlingford Bowling Sports & Recreation Club will be held in the Club House, CNR Pennant Hills & Evans Roads Carlingford On

Monday, 22 September 2025 AT 6.00pm

AGENDA

1. Opening
2. Departed Members (observance of a period of silence in respect)
3. Apologies
4. Special Resolution
5. Closing of Meeting

No alcohol will be allowed into the meeting.

Keith Smith

General Manager / Company Secretary

25 August 2025



Resolution 1 - Special Resolution

To consider, and if thought fit, to pass the following resolution as a Special Resolution:

"For the purposes of Rule 10.1(iv) of the Company's constitution and section 136 of the Corporations Act 2001 (Cth) and for all other purposes, the Company adopt the provisions of the constitution tabled at the meeting and signed for the purposes of identification by the Chairperson, as the constitution of the Company, in substitution for the present constitution of the Company (as amended from time to time), which is repealed".

Explanatory Notes to Members on Resolution 1 – Special Resolution

1. The Board determined to review and amend the Constitution to update it to reflect current legislative requirements and corporate governance practices for Registered Clubs.
2. The proposed Constitution of the Club will be available for review during normal office hours at Club reception.
3. If you have been sent this Notice of Special General Meeting by electronic means then you would have been either provided, or provided with a link to, the proposed constitution.
4. Please read this Notice of Special General Meeting and Explanatory Notes carefully. If you would like to be sent a further copy of the proposed constitution by electronic means please contact the Club.
5. The draft proposed amended Constitution has also been posted on the Club's website at www.carlosportsclub.com.au.
6. For current numbering of rules in the Constitution, please see the current version of the Constitution also posted on the Club's website at www.carlosportsclub.com.au.
7. The key changes between the existing constitution and the proposed constitution include:
 - a. updated definitions, numbering, formatting and cross referencing as required as a result of other amendments made;
 - b. amendment of rules to reflect current legislation and terminology including recent amendments to the Registered Clubs Act and Corporations Act, incorporating the Registered Clubs Accountability Code requirements, including in relation to the holding of virtual meetings and sending of information to members by electronic means;



- c. expansion and clearer rules to better set out and document the categories of Members;
- d. amendment of rules relating to the eligibility of members to vote at an election for members of the Board which now requires for members to have been a financial member for a period of at least 2 years prior to the date of the election for members of the Board;
- e. incorporation of items from existing by-laws better included in the constitution as opposed to this being in the by-laws, and setting out what is required on the Register of Members as per the Registered Clubs Act and usual practice;
- f. insertion of rules relating to the appointment of directors to the position of Chairperson, Senior Vice Chairperson and Junior Vice Chairperson at the first meeting of the Board following each Annual General Meeting;
- g. insertion of rules relating to eligibility qualifications of Directors, such as not being an employee, not being suspended, not being a prohibited director etc.

Procedural Matters in relation to Resolution 1

1. To be passed, Resolution 1 – Special Resolution requires votes of not less than 75% of those eligible members present and voting on Resolution 1.
2. Only Life Members, financial bowling members and financial social members who are also a director of CBSRC and who are present are eligible to vote on Resolution 1.
3. Employees of the Club are not eligible to vote on Resolution 1.
4. Proxy Votes are not allowed under the Registered Clubs Act or the Constitution of the Club.
5. Members should read the Explanatory Notes to Members set out above which explains the general nature and effect of Resolution 1.
6. Please direct any questions or concerns about Resolution 1 in writing to the Club's Secretary Manager at least five (5) business days before the Special General Meeting.
7. See point 2 in the explanatory notes above as to how to obtain a copy of the proposed constitution if it has not already been sent to you, or made available to you, by electronic means.
8. The Board of Directors of the Club recommends that members vote in favour of Resolution 1.