



## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Pitt Town and District Sports Club Limited (the Club) will be held at the Club's Premises at 139 Old Pitt Town Road, Pitt Town, NSW, 2756 on Wednesday 5<sup>th</sup> November 2025 commencing at 7pm.

### BUSINESS OF THE MEETING

1. To confirm the minutes of the Annual General Meeting held on 26<sup>th</sup> November 2024.
2. To receive and consider the Reports of Officers.
3. To receive and consider the Financial Report, the Directors' Report and the Auditor's Report for the year ended 30<sup>th</sup> June 2025.
4. Election of the following Board positions, in accordance with Clause 17 of the Constitution of Pitt Town and District Sports Club Limited:
  - (i) Director
  - (ii) Director
  - (iii) Director
5. Declaration of Ballot by the Returning Officer.
6. To consider and if thought fit to pass the following Ordinary Resolution:

### Ordinary Resolution

1. *That the ordinary members of The Pitt Town & District Sports Club Ltd (ACN 002 503 540 ) (**Club**) hereby approve expenditure by the Club to a maximum of \$15,000.00 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 as determined by the Board from time to time.*
  - (ii) *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.*
  - (iii) *The reasonable cost of directors attending any other registered club for the purpose of viewing and assessing its facilities as determined by the Board as being necessary for the benefit of the Club.*
  - (iv) *The reasonable cost of directors (and their spouses/partners if required) attending any club, community, or charity function as the representatives of the Club and authorised by the Board to do so.*
  - (v) *The reimbursement of reasonable out of pocket expenses incurred by directors travelling to and from Board meetings or other duly constituted meetings of any committee of the Board.*
  - (vi) *The reasonable cost of meals and beverages for each director at Board meetings or whilst on duty.*
  - (vii) *The reasonable expenses incurred by directors either within the Club or elsewhere in relation to such other duties including entertainment of special guests of the Club and other promotional activities approved by the Board on production of documentary evidence of such expenditure.*
  - (viii) *The reasonable cost of Club apparel being provided to directors as required.*

2. *The members acknowledge that these benefits are not available for members generally but are only for those who are directors of the Club.*

#### **Explanatory Note regarding the Ordinary Resolution**

1. Section 10(1)(i) of the Registered Clubs Act 1976 prohibits the Club from offering a benefit to any member unless it is offered equally to all members of the Club. Despite section 10(1)(i), section 10(6A) of the Registered Clubs Act 1976 allows a member to receive a benefit if the benefit is not in the form of money and is authorised by an ordinary resolution passed by a general meeting of the members of the Club prior to the benefit being provided.
2. Ordinary Resolution seeks the approval of the members for expenditure by the Club on Board members in the execution of their duties as Directors of the Club for the purposes set out in the Resolution.

#### **Procedural Matters in Relation to the proposed Ordinary Resolution**

1. In accordance with the Club's constitution only Members of the Club who are financial at the date of the Meeting or Life Members are eligible to vote on Ordinary Resolution.
2. To be passed, the Ordinary Resolution requires votes from a simple majority of members (50% + 1) present and voting on the Ordinary Resolution at the meeting.
3. Please direct any question or concerns about the Ordinary Resolution in writing to the General Manager or the President, if possible, before the meeting.
4. Proxy Votes are not allowed under the Registered Clubs Act 1976.
5. The Board of Directors of PTS recommends that members vote in favour of the proposed Ordinary Resolution.
7. To consider and if thought fit to pass the following Special Resolution:

#### **Special Resolution**

##### **Amendment to Clause 5 – Temporary Members**

That pursuant to section 10(1)(a) of the *Registered Clubs Act 1976 (NSW)* and clause 53 of the Constitution, the members of Pitt Town & District Sports Club Ltd approve the deletion of the existing clause 5 and its replacement with the following clause:

##### **5. TEMPORARY MEMBERS**

5.1 *The following persons may, in accordance with procedures established by the Board, be made Temporary Members of the Club:*

- (a) *Any person who is on any day visiting the Club and who is not a member of the Club.*
- (b) *A Full Member (as defined in the Registered Clubs Act 1976) of any registered club or of any interstate club (as defined in the Registered Clubs Act 1976) who, at the invitation of the Board or of a Full Member of the Club, attends on any day at the premises of the Club for the purpose of participating in an organised sport, competition, or meeting conducted by the Club.*
- (c) *A Full Member (as defined in the Registered Clubs Act 1976) of any other club which is registered under the Registered Clubs Act 1976 and which has objects similar to those of the Club.*
- (d) *An overseas visitor.*
- (e) *An interstate visitor.*

5.2 *Temporary Members will not pay an entrance fee, subscription, or levies.*

5.3 *Temporary Members are not entitled to attend or vote at any General Meeting, to be nominated for or elected to the Board or any office of the Club, or to participate in the management, business or affairs of the Club, but will be permitted to use the facilities of the Club as directed by the Board and, subject to Rule 7.8, may introduce guests into the Club.*

5.4 *The Director or, in the Director's absence, the senior employee of the Club may terminate the membership of any Temporary Member at any time without notice and without being required to give a reason.*

5.5 A person under the age of 18 years must not be admitted as a Temporary Member of the Club unless that person is a member of another registered club and satisfies the requirements of Rule 5.1(b).

### **Explanatory Note regarding the Special Resolution 1**

This Special Resolution proposes to amend Clause 5 of the Club's Constitution to remove the reference to the former "five-kilometre rule".

The *Registered Clubs Act 1976* and *Registered Clubs Regulation 2022* have been amended to abolish the requirement that Temporary Members must reside outside a five-kilometre radius of a club.

The proposed amendment aligns the Club's Constitution with current legislation and provides greater flexibility for the admission of visitors as Temporary Members, while maintaining compliance with all provisions of the *Registered Clubs Act 1976* and associated Regulations.

If adopted, the amended clause will replace the existing Clause 5 – Temporary Members in full.

### **Procedural Matters in Relation to the proposed Special Resolution**

1. In accordance with the Club's constitution only Members of the Club who are financial at the date of the Meeting or Life Members are eligible to vote on Special Resolution.
2. To be passed, the Special Resolution requires votes from a simple majority of members (50% + 1) present and voting on the Ordinary Resolution at the meeting.
3. Please direct any question or concerns about the Special Resolution in writing to the General Manager or the President, if possible, before the meeting.
4. Proxy Votes are not allowed under the Registered Clubs Act 1976.
5. The Board of Directors of PTS recommends that members vote in favour of the proposed Special Resolution.
8. To transact any other business which may be brought forward in conformity with the Constitution.

### **Annual Report**

The Club has opted to distribute its Annual Reports (in concise report form) by making them available electronically, unless you request a printed copy be sent to you. The Annual Report is available for Members to access and download by visiting the Club's website at: [www.pitttownsports.com.au](http://www.pitttownsports.com.au) and selecting the Annual Report link. If you elect to receive a printed copy of the Annual Report, free of charge, please contact the Club's office in person or telephone (02) 4572 3658.

Please submit any questions regarding the Club's financial statements to the club's Chief Executive Officer not less than seven (7) days before the Meeting to allow time for the Club and its Auditor to give a suitably researched response.

By Authority of the Board of Directors  
13 October 2025

**Earl Moran**  
**General Manager**

