

# NOTICE OF ANNUAL GENERAL MEETING

ACN 001 559 548



**NOTICE** is hereby given that the Annual General Meeting of **CESSNOCK HOSPITALITY GROUP LTD.** is to be held on **Sunday, 14 November 2021** commencing at **10:30am** at the premises of the registered office of the Club at Darwin Street, Cessnock in the State of New South Wales.

## COVID-19 NOTICE

If due to COVID-19 Health Regulations, a face to face AGM cannot be held, a virtual AGM will be held on online via Zoom. Members who wish to participate in this virtual AGM are required to email Paul Cousins (CEO) on [pcousins@CessnockHG.com.au](mailto:pcousins@CessnockHG.com.au) to obtain the Zoom login details.

## **AGENDA**

1. Apologies.
2. To confirm and adopt the Minutes of the Annual General Meeting of the Club.
3. To receive and consider the Directors' report, financial report and auditors' report on the financial report for the last financial year, and any other reports of the Board or of individual officers of the Club. Copies of these reports are available on request at the Club and on the Club's website.

**Note:** Members who may have questions in relation to any report are requested to submit their questions in writing to the Club Manager **by 12pm on Friday, 12 November 2021**. This will allow sufficient time for information to be gathered or research undertaken. If questions are not submitted in this manner, the Club may not be able to provide a complete answer at the Annual General Meeting.

4. To consider the Ordinary Resolution set out below.
5. To deal with any business of which due notice has been given.
6. General Business.

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## **PROCEDURAL MATTERS FOR RESOLUTIONS**

1. The Resolutions should be read in conjunction with the Notes to Members that follow each resolution.
2. To be passed, the Ordinary Resolution must receive votes in its favour from a majority (50%+1) of those members who being eligible to do so vote in person on the Ordinary Resolution at the meeting.
3. To be passed, a Special Resolution must receive votes in its favour from three quarters (75%) of those members who, being eligible to do so, vote in person on the Special Resolution at the meeting.
4. The Registered Clubs Act provides that members who are employees of the Club are not entitled to vote and proxy voting is prohibited.
5. The Board recommends the Resolutions to members.

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## **ORDINARY RESOLUTION**

- (a) That the members hereby approve expenditure by the Club until the next Annual General Meeting of the Club for the following:
  - (i) The President and Treasurer receive a **\$3,000 honorarium** and the Vice Presidents and Directors receive a **\$2,500 honorarium** for services rendered since the date of the Club's previous Annual General Meeting.
  - (ii) The reasonable costs of Directors attending seminars, lectures and other educational activities as determined by the Board from time to time.
  - (iii) The reasonable costs (including travel, accommodation, meals and beverage expenses) of Directors (and their spouses/partners if required) attending meetings, conferences and trade shows conducted by ClubsNSW, the Club Managers Association, the Leagues Clubs Association and such other conferences and trade shows as determined by the Board from time to time. Also, that each Director attending these meetings, conferences and trade shows be provided with an allowance of \$100 per night to cover any additional out of pocket expenses.
  - (iv) The reasonable cost of Directors (and their spouses/partners if required) 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.
  - (v) 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.

- (vi) 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.
  - (vii) The reasonable cost of meals for each Director in respect of a Board or committee meeting on the day of that meeting, when such meeting coincides with a normal meal time.
  - (viii) 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.
  - (ix) The reasonable cost of Club apparel being provided to Directors as required.
  - (x) The reasonable cost of an annual Christmas Dinner, including meals and beverage expenses, for Directors and their Partners.
  - (xi) Access to a credit card for the use of the President in respect of his duties as President of the Club.
  - (xii) The reasonable cost of an electronic device (iPad) being made available to Directors in respect of their duties as Directors of the Club.
- (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 (and their spouses/partners in the circumstances set out in (ii), (iii) and (iv) above).

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#### **Notes to Members on Ordinary Resolution**

1. The Ordinary Resolution is to have the members in general meeting approve expenditure by the Club for Directors to attend seminars, lectures, trade displays and other similar events to be kept abreast of current trends and developments which may have a significant bearing on the Club and for other out of pocket expenses.
2. Included in the Ordinary Resolution is the reasonable cost of:
  - (a) Directors attending functions as representatives of the Club and, if required, the costs of their spouses/partners also attending those functions;
  - (b) an electronic device (iPad) being made available to Directors in respect of their duties as Directors;

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By direction of the Board,  
Paul Cousins | Chief Executive Officer  
Friday, 22 October 2021

