

YARRAWONGA & BORDER GOLF CLUB LIMITED

ACN 000 996 930

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of **YARRAWONGA & BORDER GOLF CLUB LIMITED** will be held on **Sunday, October 25, 2026**, at **10am** in the Willow Room at the premises of the Club, Golf Club Road, Mulwala, NSW.

Note: Registration is from 9am.

AGENDA

1. Welcome.
2. Apologies.
3. President's Report.
4. To receive and confirm the Minutes of the Club's 2025 Annual General Meeting.
5. Election of the Board Executive Positions of Captain and Vice-Captain in accordance with the Triennial Rule.
6. Election of Two (2) Board positions in accordance with the Triennial Rule.
7. To receive and consider the report of the Board of Directors.
8. To receive and consider the Financial Statements (recording a net operating gain from ordinary activities of \$664,456) and Auditor's Report.
Note: The 2025/26 Annual Report is available on the Club's website www.yarragolf.com.au
(Members are asked to submit to the Club any questions they may have regarding the Financial Statements, Directors Report and Auditors Report for the financial year ended 30 June 2026 at least seven (7) days prior to the date of the Annual General Meeting (**October 18, 2026**) to allow the Club time to prepare a response. Email peter.savy@yarragolf.com.au If your question is not submitted by this time, it may not be possible to answer your question at the meeting).
9. CEO's Report.
10. To consider and if thought fit pass the Ordinary Resolution as set out below in this Notice.
11. General business of which due notice has been given.

PROCEDURAL MATTERS

1. **Life members, financial Full members, financial (6) day members, financial Young Adult members and financial Intermediate members can vote in the election of the Board.**
2. **Life members, financial Full members, financial (6) day members, financial Young Adult members and financial Intermediate members can vote on the Ordinary Resolution.**
3. The Ordinary Resolution will be passed if a simple majority, that is 50% + 1 of the votes cast by eligible members present at the meeting are cast in favour of the resolution.
4. **Financial Country members are eligible to vote in the election of the Board.**
5. **However, Country members are not eligible to be nominated for election to the Board and they are not able to nominate a member for election to the Board.**
6. Under the Registered Clubs Act, members who are employees of the Club are not entitled to vote and proxy voting is prohibited.
7. The Board recommends the Ordinary Resolution to members.

ORDINARY RESOLUTION

That pursuant to section 10(6A) (b) of the Registered Clubs Act 1976, the members hereby:

1. Approve and agree to expenditure by the Club in a sum not to exceed \$40,000 until the next Annual General Meeting of the Club for the following activities of the Directors:
 - (a) reasonable expenses incurred by Directors in relation to such duties including entertainment of special guests to the Club and other promotional activities performed by Directors, provided that such activities and expenses are approved by the Board before payment is made as that payment is only made on the production of receipts, invoices or other proper documentary evidence of such expenditure;

- (b) the reasonable cost of a meal and beverage for each Director or Senior Management Officer at an appropriate time before or after a Board or Committee Meeting and which is incurred the day of that meeting.
 - (c) the reasonable cost (including the cost of meals, accommodation and travel) of Directors attending at meetings, including the Annual General Meeting of ClubsNSW and the Club Managers Association or when attending seminars, lectures trade displays and other similar events, as may be determined by the Board, from time to time;
 - (d) the cost of Directors attending other registered clubs for the purpose of viewing and assessing their facilities and methods of operation provided such attendances are approved by the board as being necessary for the betterment of the Club.
 - (e) the cost of each Director's Club membership and subscription fees for the period during which they are elected and hold office as a Director of the Club. For the avoidance of doubt, all other applicable utility fees, charges and Club House Credits associated with Club membership are to be paid by each Director in accordance with the Club's applicable membership fees and requirements.
2. The members acknowledge that the benefits in paragraph 1 above are unavailable to members generally but only for those who are Directors of the Club.

NOTES TO MEMBERS ON THE ORDINARY RESOLUTION

1. These notes are to be read in conjunction with the proposed First Ordinary Resolution set out above:
- (a) Section 10(6)(d) of the Registered Clubs Act allows Directors to be paid out of pocket expenses reasonably incurred by them in the course of carrying out their duties provided the expenditure is approved by a current resolution of the Board. The purpose of the Ordinary Resolution is to disclose the nature of such expenditure and to seek members' approval for it.
 - (b) Section 10(6A) of the Registered Clubs Act provides that the Club can provide different benefits for different classes of members provided the benefit is not in the form of money or a cheque or promissory note and the benefit is approved by a general meeting of the members prior to the benefit being provided.
 - (c) The \$40,000 limit is consistent with the Club's budget for Directors that was approved by members at the last Annual General Meeting.
 - (d) The Ordinary Resolution also seeks members' approval for the Club to meet the cost of each Director's Club membership and subscription fees for the period during which that person is elected and holds office as a Director. This benefit is in recognition of the time and responsibilities imposed on Directors of the Club fulfilling their duties to the Club and confirms that Directors are not required to personally pay the ordinary membership subscription while performing those duties. All other applicable utility fees, charges and Club House Credits associated with membership will continue to be paid by each Director in the same way as other members.

01/10/2026

Dated: _____

By direction of the Board



Peter Savy
Chief Executive Officer