

**NOTICE OF SPECIAL RESOLUTION FOR ANNUAL GENERAL MEETING
MONDAY 28 OCTOBER 2019**

NOTICE is hereby given that at the Annual General Meeting of the **LANE COVE COUNTRY CLUB LTD** to be held on **Monday 28 October 2019** commencing **at 7.30 pm** at the premises of the Club at 180 River Road, Northwood, NSW, the Members will be asked to consider and, if thought fit, pass the Special Resolution set out below:

PROCEDURAL MATTERS

1. To be passed the Special Resolution must receive votes from not less than three quarters of those Members who, being eligible to do so, vote in person on the Special Resolution at the meeting.
 2. The Special Resolution should be read in conjunction with the notes to Members which follow the Special Resolution. However in summary the Special Resolution proposes to reduce "***the number of Full Members having the right to vote in the election of the Board shall at all times be no less than 15% of the total number of Full Members of the Club***".
 3. The amendments will not take effect until:
 - (a) After the election of the Board in 2019; and
 - (b) The Club receives written consent of the Council of the Municipality of Lane Cove
 4. Honorary Life Members, Golf Members, First Members and Prepaid Financial Members are eligible to vote on the Special Resolution
 5. Under the Registered Clubs Act:
 - (a) Members who are employees of the Club are not entitled to vote; and
 - (b) Proxy voting is prohibited
 6. Amendments to the Special Resolution (other than minor typographical corrections which do not change the substance or effect of the Special Resolution) will not be permitted from the floor of the meeting.
 7. The Board of the Club recommends the Special Resolution to Members.
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SPECIAL RESOLUTION

(The Special Resolution is to be read in conjunction with the notes to Members set out below).

That the Constitution of the Lane Cove Country Club Ltd be amended as follows by:

Deleting Rule 20 and in its place **inserting** the following new Rule 20:

"The number of Full Members having the right to vote in the election of the Board shall at all times be no less than 15% of the total number of Full Members of the Club".

Notes to Members on the Special Resolution

1. The Special Resolution proposes to amend the Constitution by reducing the number of Full Members having the right to vote from no less than 25% of the total number of Full Members of the Club to no less than 15% of the total number of Full Members of the Club.
2. The Special Resolution will not affect the 2018-19 Annual General Meeting.
3. The Board proposes the amendment due to the drop in Golfing Members over recent years.
4. Honorary Life Members, Golf Members, First Members, Prepaid Financial Members and Social Members are "Full Members" for the purposes of the above rule.
5. In accordance with Rule 104 of the Constitution the Special Resolution will only take effect once the Club receives written consent of the Council of the Municipality of Lane Cove.
6. The Board recommends to Members the Special Resolution

Dated: 30th September 2019

By Direction of the Board

**Robyn Seale
Board Secretary**