

Point Lonsdale Surf Life Saving Club Inc.

Notice of Special General Meeting

Point Lonsdale Surf Life Saving Club Inc. (ABN 90 650 713 800)
Season 2020/2021



POINT LONSDALE
Surf Life Saving Club

In accordance with rule 14.1 of the Constitution, the Executive Committee invite you to attend a Special General Meeting to be held at
4pm on Saturday 22 May 2021 at Point Lonsdale Lawn Bowls Club

Agenda

Meeting opening & welcome

Attendance

Special Resolution to adopt an altered constitution

Members are asked to consider, and if thought fit, to pass the following resolution as a **special** resolution:

'That the altered constitution, as tabled at the Meeting be approved and adopted as the constitution of the Association in place of the current constitution with effect from the commencement of the next Annual General Meeting.'

Meeting Close

Proxies must be registered with the Secretary prior to the commencement of the meeting.

IMPORTANT NOTE:

If you intend to dial in via teleconference, please advise the Secretary in advance.

Catherine Carrigan

Secretary@plslsc.com.au

Point Lonsdale Surf Life Saving Club Inc.

Explanatory Note

Special Resolution to adopt an altered constitution

The constitution of PLSLSC was last updated in 2018. Considerable governance reform has occurred in Australia in the past decade leading to an increasing demand on Boards. This has led to governance becoming a bigger issue in the non-profit sector and led to heightened expectations for Not for Profit (NFP) boards, particularly those organisations without a CEO/General Manager, such as PLSLSC. A large proportion of our directors are volunteers who do not necessarily have business financial or directorship experience.

Directors of NFPs face similar legal liabilities as company directors, despite many being volunteers. A significant challenge for PLSLSC is for the Board (Executive Committee) to maintain an appropriate focus on governance while also providing the more hands-on role of running and managing the Club's operations. This has often led to a focus by the EC on management and tactical issues. This often distracts from the need to provide effective governance.

With a \$5.4 million dollar club house about to be completed; an evolving membership base; and a more complex stakeholder base that includes donors and funders, government agencies, consumer donations, interest groups and the community at large; the importance of good governance practice is becoming more important. As we move into a new stage of the Club's history, we risk not having appropriate skills, knowledge and experience to guide the organisation forward.

Proposed Organisational structure

The recommendation is that PLSLSC should move away from a 'Executive' and 'General' Committee structure and instead develop a small strategic and agile Board supported by operational sub-committees. The Board will focus on key areas of governance, risk and strategy.

The Board will be comprised of a minimum five elected officers, elected at the annual general meeting for a term of two years. It may also comprise of up to two additional non-executive directors as required from time-to-time.

The minimum elected directors are:

1. President
2. Secretary
3. Club Captain
4. Director (Programs)
5. Treasurer

The supporting operational subcommittees will be defined by charters and reporting to the Board. The key aspects of the charters will include:

- Meet on a monthly basis;
- Submit area reports to the rest of the committee prior to the meeting;
- Record minutes of meetings; and
- Submit both the minutes of meetings and area reports to the board at the conclusion of each meeting.

The elected office holders, in addition to the Board will comprise "the Committee". The Committee will be governed by way of a charter established by the Board. It will meet at least twice annually, once prior to the season and once prior to the AGM. Further to the above, each of the committees will also appoint 'Officers' in supporting roles. A member will only be entitled to be appointed to a role where there is a requirement determined by the sub-committee and endorsed by the Board.

A copy of the proposed changes are available on the club website. Please contact the Secretary if you have any further questions or require any clarification.

The Chair of the meeting intends to vote all available proxies **in favour** of the resolution.

Point Lonsdale Surf Life Saving Club Inc.

Proxy Form



POINT LONSDALE
Surf Life Saving Club

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Special General Meeting - **4pm, Saturday 22 May 2021**

STEP 1 - APPOINT A PROXY

I, being a member of Point Lonsdale Surf Life Saving Club Inc. and entitled to attend and vote hereby appoint:

the **Chair of the Meeting (tick box)**

OR if you are not appointing the Chair of the Meeting as your proxy, please write the name of the person you are appointing as your proxy below:

or failing the individual, or if no individual is named, the Chair of the Meeting as my proxy at the Annual General Meeting of the Association to be held at 4pm on Saturday 22 May 2021 and at any adjournment of that meeting, to act generally at the meeting on my behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

The Chair of the Meeting intends to vote all available proxies in favour of the resolution. If you have appointed the Chair of the Meeting as your proxy (or the Chair of the Meeting becomes your proxy by default), and you wish to give the Chair specific voting directions on an item, you should mark the appropriate box opposite that item in step 2 below (directing the Chair to vote for, against or to abstain from voting). If you wish to direct your proxy how to vote, you can provide a direction by marking the 'For', 'Against' or 'Abstain' box opposite that resolution.

If you wish to direct your proxy how to vote, you can provide a direction by marking the 'For', 'Against' or 'Abstain' box opposite the resolution.

STEP 2 - VOTING DIRECTIONS

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority on a poll.

		For	Against	Abstain*
Resolution 1	To adopt an altered constitution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 2 - SIGNING

Name

Signature

Date:

Proxies must be registered with the Secretary prior to the commencement of the meeting.

Catherine Carrigan

Secretary@plslsc.com.au