

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE is hereby given that the 64th Annual General Meeting of the Nelson Bay Golf Club Limited will be held at the Function Room in the Clubhouse, Dowling Street Nelson Bay on Monday, **24 November 2025** commencing at **7.00pm**.

AGENDA

1. Apologies
2. Confirmation of the minutes of the 63rd Annual General Meeting held on 25 November, 2024.
3. Confirmation and adoption of the Annual Report, Balance Sheet and Financial Statements and the Report of the Directors and Auditor for the year ended 30 June 2025.

The Annual Report, Balance Sheet and Financial Statements and the Report of the Directors and Auditor is available on the Club's website www.nelsonbaygolf.com or in hard copy at the Club.

4. Ordinary Resolutions

a) Confirmation of Patron

Moved: Peter Fagan

Seconded: Gavin Rocher

"That Mr. Brian Diemar be confirmed as Patron and allocated one designated car parking space"

b) Director's Benefits

Moved: John Elsworth

Seconded: Nathan Lilly

"That the meeting authorise the provision of reasonable benefits to the Directors of the Club including car parking, apparel, preferential allocation of competition and other tee times for a maximum of four (4) players, the cost of attending Club functions, seminars, lectures, trade displays, golf days and similar events as deemed reasonable by the Board from time to time, the cost of extending hospitality benefits to members on special occasions, the reasonable provision of refreshments and sustenance while carrying out their duties as Directors"

Explanation: The Registered Clubs Act requires provision of the above benefits to the Directors to be approved annually by the Members. It should be noted this Resolution gives ALL Directors approval to book 4 golf tee times prior to release of time sheets.

c) Ladies Committee Car Parking

Moved: Gavin Rocher

Seconded: Peter Fagan

"That pursuant to Section 10(i) of the Registered Clubs Act, two (2) specified car parking spaces be allocated for the exclusive use as determined by the Ladies Committee. The Ladies Committee must advise the Club Manager of the names and /or positions of whom the use of the car parking spaces have been allocated from time to time"

Explanation: The Registered Clubs Act requires provision of the above benefits to the Ladies Committee to be approved annually by the Members.

d) Increase in Annual Subscriptions for Full Playing Members

Moved: Nathan Lilly

Seconded: Stuart Phegan

"That pursuant to Clause 6.1.3 of the Constitution of The Nelson Bay Golf Club (The Constitution), in accordance with a recommendation by the Board, that the Annual Subscriptions for Full Playing Members for the Financial Year 1 July 2026 to 30 June 2027, be increased by the sum of \$400 in excess of the increase applying pursuant to clause 6.1 of The Constitution.

Explanation: Refer to the attached Explanatory Notes supporting this resolution.

5. Admission to Life Membership

Pursuant to Clause 4.3 of the Constitution of The Nelson Bay Golf Club (The Constitution), the Board recommends that Mr Gary Troon be admitted to Life Membership of the Club.

Explanation: Refer to the attached Explanatory Notes supporting this admission.

6. Declaration of the Election of the Captain (3 years), Vice-Captain (2 years – remainder of current term) and one (1) position of Director (3 years).

7. General Business

BY ORDER OF THE BOARD OF DIRECTORS

David Lulham

General Manager

31 October 2025

Note to Members

It would be appreciated if members who wish to raise any queries or seek information at the Annual General Meeting about any matters appearing in the Annual Report, give the General Manager notice in writing of their queries or requests at least 7 days prior to the meeting. This will enable properly researched replies to be prepared for the benefit of all members.

Attendance at the Annual General Meeting

Please note: Attendance at the Annual General Meeting is restricted to members with Full Playing Rights, which are the following categories of membership: Financial Life Members, Playing Members and Junior Playing Members (18 -20years).

EXPLANATORY NOTES

1. ORDINARY RESOLUTION FOR THE INCREASE OF ANNUAL SUBSCRIPTIONS FOR FULL PLAYING MEMBERS

Explanation: The Board believes that an Annual Subscription increase of \$400 in excess of the increase applying pursuant to clause 6.1 of The Constitution is essential to provide a means of covering the substantial and ongoing increases in our regular running costs, planned necessary capital expenditure and managing the Club's finances. The proposed membership subscription increase for Full Playing Members would come into effect from the 2026/2027 subscription year. Other membership categories will be increased proportionately in the same subscription year.

By way of explanation notable recent cost increases encountered by Nelson Bay Golf Club are:

- Power – December 2026 expected 20% increase (\$30k/year)
- Toro Equipment – Increase 60% (\$230k/year)
- Rent – Increase 90% (\$56k/year)
- Wages – 4% Annually (Happens every year)
- Course R&M – Increased 5% (Has increased 20% last 3 years - \$40k)
- IT Systems/Support – Doubled in 4 years (2022 - \$54k, 2026 - \$115k)
- Insurance – Estimated to increase by \$20k (currently \$150k)
- Rates increased 14% (\$6k)

These cost increases are far in excess of the current CPI which is the basis for members' annual subscription increases.

In general terms our total expenses are growing at faster rate than our revenues.

The proposed membership subscription increase will also allow the Board to implement its significant capital expenditure plan centred on increasing the quality and playability of Nelson Bay Golf Club.

A significant proportion of the revenues raised through the initial years annual subscription increase of \$400 will be allocated to the continual reinvestment required of our golf course and clubhouse, such as implementing bunker replacement programs, drainage upgrades and clubhouse improvements.

Prior to the Board seeking to increase the Full Playing Member Subscription rate, it was intended that the member competition fee be increased from \$25 to \$29, effective from 1 October 2025.

Due to the rain and golf course conditions, this was deferred to 1 November 2025. If the resolution is unsuccessful the Board will consider increasing the competition fees further at a later date.

The financial benefit to your club flowing from the proposed \$400 Annual Subscription Fee increase is estimated to be \$230k for the financial year ending 2027.

The Board recommends that the Meeting approve the ordinary resolution.

PROCEDURES FOR ORDINARY RESOLUTIONS

1. To be passed, an Ordinary Resolution must receive votes in favour from more than 50% of those members who, being eligible to do so, vote in person on the Ordinary Resolution at the meeting.
2. Amendments to the Ordinary Resolutions (other than minor typographical corrections which do not change the substance or effect of the Ordinary Resolutions) will not be permitted from the floor of the meeting.
3. Financial Life Members, Financial Playing Members and Financial Junior Playing Members (18-20years) are eligible to vote on Ordinary Resolutions.
4. Under the *Registered Clubs Act 1976* (NSW):
 - a. members who are employees of the Club are not entitled to vote; and
 - b. proxy voting is prohibited

2. ADMISSION TO LIFE MEMBERSHIP FOR MR GARY TROON

Explanation: The General Manager received a letter from Mr Max Pride and Mr Peter Arnold dated 5 August 2025, requesting the Board to consider recommending to the 2025 Annual General Meeting that Life Membership be awarded to Gary Troon. This letter and request was considered by the Board at its August meeting and it was approved.

The following is the relevant extract from the Club's Constitution:

"4.3 Life Membership

4.3.1 A member who has rendered outstanding service to the Club is eligible for admission to Life Membership if:

(a) the Board recommends to a General Meeting that the member be admitted to Life Membership; and

(b) a two-thirds majority of members present and voting at the General Meeting vote in favour of the recommendation.

4.3.2 Unless otherwise determined by the members at a General Meeting, no more than two members may be admitted as Life Members in any Financial Year, and no more than six members may hold Life Membership at any one time.

4.3.3 A person admitted as a Life Member shall be relieved from paying any subscriptions and/or fees or levies, but shall have all the rights and privileges of Playing Members."

The following is a summary of Mr Gary Troon's outstanding service to the Club:

"Gary has been a Full Playing Member of Nelson Bay Golf Club for 45 years. He was elected to the Board of Directors as Vice-President in 1995, a position he held until 2000 and remained a director until 2011, giving him a total unbroken service on the Board of 16 years. Gary represented the Club in the C Grade Pennants competition for over 30 years as both a player and later as Manager and was a member of the winning pennants teams of 2006/07 and 2017. From 2011 to March 2025 he was the Club's Delegate to the Newcastle District Golf Association and a Member of the District's Match Committee. This required him to drive to and from Newcastle for monthly meetings (not a pleasant experience on cold wet nights). He also gave of his time to volunteer to be on the roster for the Members' Tee Time ballots. Within our men's golfing members, we have several separate groups that play together regularly. One of these is the Dirty Dozen. Gary has been a member of the Dirty Dozen for around 30 years, serving as Treasurer and Tour Organiser. This group now has 25 members. It introduced the Brian & Warren Diemar Junior Scholarships, to honour the work of Club Foundation Members, Brian & Warren Diemar, who both served on the Board, with Brian being Club President for many years, awarded Life Membership and is the Club Patron. The scholarships are awarded to junior golfers at the end of each school term and donations have been made to junior pennant team prizes. In this time the Group has donated over \$15,000 to the promotion of junior golf at our Club. Gary arranged a significant financial grant from

the NDGA for leading Club Junior Lachlan Lawson who was selected in the NDGA representative team that played at Parkes in 2024 in the NSW Country Championships. He has been Master of Ceremonies at many local charity events at the Club, including the Tomaree Breast Cancer Support Group, Men of League and Family of League and was Chairman of the Westpac Rescue Helicopter Support Group for 7 years. And while he was doing all of this, he was Caller of the Friday Night Raffles for 33 years, where his dulcet tones, caring nature and outgoing personality gave enjoyment to the regular patrons and visitors. He was Mr. Raffles.

The Board recommends that Mr Gary Troon be admitted to Life Membership

PROCEDURES FOR LIFE MEMBERSHIP APPROVAL

1. To be passed, the Board Recommendation must receive votes in favour from two thirds of those members who, being eligible to do so, vote in person at the meeting.
2. Financial Life Members, Financial Playing Members and Financial Junior Playing Members are eligible to vote..
3. Under the *Registered Clubs Act 1976* (NSW):
 - a. members who are employees of the Club are not entitled to vote; and
 - b. proxy voting is prohibited