

SURFERS PARADISE GOLF CLUB LIMITED

A.B.N. 70 010 077 246

EXPLANATORY MEMORANDUM - AGM 2018

Notice of Annual General Meeting, business item 5, calls for the Members to consider and resolve the following two special resolutions proposed by the Board to amend the Constitution.

Consideration of Resolution 2 is contingent on Resolution 1 being passed. If Resolution 1 is not passed, Resolution 2 will lapse.

Resolution 1 – Summary of Proposal

This proposal is to change the main membership categories from being that of ‘members and associates’ to ‘7 day and 5 day members’; thereby being totally gender neutral and each category (plus all other restricted categories) being open to men and ladies.

The position will remain in this proposal that only 7 day members can attend and vote at the AGM or any other general meeting of the club, plus be on the Board of directors. So no 5 day member or age length ladies member can attend and vote at general meetings or stand for the Board.

This proposal also introduces a new category called ‘age length ladies’ which is purely a transitional measure to accommodate current and future age length associate members. It will gradually phase out in significance over time and this category can eventually be removed from the constitution.

Resolution 1 - To consider, and if thought fit, pass the following special resolution.

To delete in current Rule 2(1);

"Member" shall mean Full Member and Full Member A, B or C.

Insert in current Rule 2(1);

"Member" shall mean 7 day Member and 7 day Member A, B or C.

To delete current Rule 6 – Classes of Members;

(1) Membership of the Club shall be open to any person of good character and repute and whose membership is likely to be compatible with existing members of the Club.

(2) There shall be the following classes of membership—

- (a) Honorary Life Members; and
- (b) Full Members; and
- (c) Full Members A; and
- (d) Full Members B; and
- (e) Full Members C; and
- (f) Provisional members; and
- (g) Honorary members; and
- (h) Visiting members; and
- (i) Temporary members; and
- (j) Restricted Golf Playing members; and
- (k) Associate members classified similarly to (a), (d), (e), (f), (g), (h), (j); and
- (l) Junior members; and
- (m) Social members; and
- (n) such other class or classes of members as the Club may at a general meeting on the recommendation of the Board approve by a simple majority vote of Members entitled to vote attending at such general meeting provided however that in making provision for any other

classes of members it shall be firstly ascertained that it shall be lawful to do so having regard to the provisions of relevant Acts and in particular but without limitation the provisions of the Queensland *Liquor Act 1992*.

(3) Employees and full time contractors of the Club shall only be eligible for membership as a subclass of Restricted Golf Playing member, see Rule 7(7)(l), with the rights and privileges as determined by the Board from time to time or as an Associate member.

(4) An applicant for membership who is or has been a member of any other golf club must, if required, satisfy the Board that he or she is a financial member of that club or was a financial member thereof at the time of his or her resignation there from otherwise his or her application for membership may be rejected.

(5) No person shall be permitted to become an Honorary or Temporary member of the Club or be relieved of the payment of the proper subscription except those possessing the qualifications in these Rules set forth and subject to the conditions and provisions in these Rules prescribed.

Insert new Rule 6 – Classes of Members;

(1) Membership of the Club shall be open to any person of good character and repute and whose membership is likely to be compatible with existing members of the Club.

(2) There shall be the following classes of membership—

- (a) Honorary Life Members; and
- (b) 7 day Members; and
- (c) 7 day Members A; and
- (d) 7 day Members B; and
- (e) 7 day Members C; and
- (f) 5 day Members; and
- (g) Age length ladies members; and
- (h) Provisional members; and
- (i) Honorary members; and
- (j) Visiting members; and
- (k) Temporary members; and
- (l) Restricted Golf Playing members; and
- (m) Junior members; and
- (n) Social members; and
- (o) such other class or classes of members as the Club may at a general meeting on the recommendation of the Board approve by a simple majority vote of Members entitled to vote attending at such general meeting provided however that in making provision for any other classes of members it shall be firstly ascertained that it shall be lawful to do so having regard to the provisions of relevant Acts and in particular but without limitation the provisions of the Queensland *Liquor Act 1992*.

(3) Employees and full time contractors of the Club shall only be eligible for membership as a subclass of Restricted Golf Playing member, see Rule 7(7)(j), with the rights and privileges as determined by the Board from time to time.

(4) An applicant for membership who is or has been a member of any other golf club must, if required, satisfy the Board that they are a financial member of that club or was a financial member thereof at the time of their resignation there from otherwise their application for membership may be rejected.

(5) No person shall be permitted to become an Honorary or Temporary member of the Club or be relieved of the payment of the proper subscription except those possessing the qualifications in these Rules set forth and subject to the conditions and provisions in these Rules prescribed.

To delete current Rule 7 – Members Rights and Privileges;

(1) Honorary Life Members, Full Members and Full Members A, B and C only shall be entitled to all privileges connected therewith.

(2) A Member whose subscriptions and fees are due and unpaid shall have no voting rights.

(3) The rights and privileges of all other classes of members shall be such as may be prescribed by these Rules and such as may be determined by the Board from time to time.

(4) Sub-rule (5) does not apply to—

(a) any person joining the Club in any category after 8pm Monday 17th October 2011; or

(b) any person re-joining the Club in any category of membership who was not a financial member at 8pm Monday 17th October 2011.

(5) Subject to sub-rule (4) Full Members, Full Members B and Associate members who have attained the age of sixty-five (65) years and who have been financial members of the Club for twenty (20) consecutive years, or for twenty-five (25) years in aggregate, shall be entitled to a rebate of one third of the amount of the annual subscription applicable to their particular class of membership.

(6) It is the individual responsibility of each member seeking a rebate under the provisions of sub-rule (5) to complete the necessary arrangements with the Secretary/Manager.

(7) The qualifications for and the rights, privileges and obligations attached to the various classes of membership shall be as follows—

(a) **Honorary Life members**— On the recommendation of the Board, honorary life membership, exempt from the payment of entrance fee and subscriptions and any other fees, may be granted by special resolution passed at a general meeting to any person who has rendered special service to the Club provided that notice of intention to move such special resolution shall have been given with the notice of the meeting. Any such special resolution shall be deemed to have been defeated unless 75% of the Members present and voting at the meeting shall vote in favour of it. Honorary Life Members shall be entitled to the same privileges and shall be bound by these Rules of the Club in the same manner as Full Members. A Honorary Life Member shall ipso facto be and become a Life Member of any Club formed for the purpose of carrying on any other sport or game. No more than one (1) Honorary Life Member may be recommended by the Board for election in any one calendar year commencing with the 1989 calendar year; and

(b) **Full Members**—

(i) This class of membership closed for new applications at 8pm Monday October 17th 2011; and

(ii) financial Full Members at 8pm Monday October 17th 2011 shall be entitled to re-join this class of membership after resignation and shall pay such re-admission fee as the Board shall determine. See Rule 13(4); and

(iii) Full Members shall be liable to pay such annual subscription or other charge as may be determined by the Board from time to time and shall enjoy full rights, privileges and benefits and be subject to all disabilities and obligations as a Full Member; and

(c) **Full Members A**—

(i) This class of membership opened for new applications at 8pm Monday October 17th 2011; and

(ii) unless an intending member is qualified to apply for any other class of membership that person shall apply for Full Membership A and if elected shall be liable to pay such entrance fee subscription or other charge as may be determined by the Board from time to time and shall enjoy full rights, privileges and benefits and be subject to all disabilities and obligations as a Full Member A; and

(d) **Full Members B**—

(i) This class of membership opened for new applications from 8pm Monday October 12th 2015: and applies to Associate members who were financial members at 8pm Monday October 17th 2011: and

(ii) financial Associate members at 8pm Monday October 17th 2011 shall be entitled to re-join this class of membership after resignation and shall pay such re-admission fee as the Board shall determine. See Rule 13(4); and

(iii) Full Members B shall be liable to pay such annual subscription or other charge as may be determined by the Board from time to time and shall enjoy full rights, privileges and benefits and be subject to all disabilities and obligations as a Full Member; and

(iv) provisions of sub-rule (k) (ii) and (iii) apply: and

(e) Full Member C—

(i) This class of membership opened for new applications from 8pm Monday October 12th 2015: and

(ii) unless an intending member is qualified to apply for any other class of membership that person shall apply for Full Membership C and if elected shall be liable to pay such entrance fee subscription or other charge as may be determined by the Board from time to time and shall enjoy full rights, privileges and benefits and be subject to all disabilities and obligations as a Full Member C; and

(iii) provisions of sub-rule (k) (ii) and (iii) apply: and

(f) **Provisional members**— Persons desirous of membership of the Club as Full Members A where no vacancy exists in that class of membership may be admitted as Provisional members. Provisional members shall be entitled to such limited use of the Club's golf course, clubhouse and premises of the Club, and shall be subject to such other restrictions as the Board may from time to time determine. Subject to the approval of the Board Provisional members shall be transferred to full membership in their respective classes as and when vacancies occur and in the order of priority in which they were elected as Provisional members. This class of membership shall be limited to persons eligible for the membership class of Full Member A and for no other persons who may be eligible for other classes of membership; and

(g) **Honorary members**— The Board may grant for such term and subject to such conditions as it sees fit Honorary membership without payment of entrance fee or subscription to any person temporarily visiting the Gold Coast who is a member of a golf club with which the Club has entered into reciprocal arrangements or is a person whom the Board desires to honour by granting such Honorary membership provided that such person possesses the qualifications which would be required of a person seeking membership of the Club; and

(h) **Visiting members**— The Board may grant for such term as it may see fit visiting honorary membership without payment of fees to any person temporarily visiting the Gold Coast who is a member of a golf club with which the Club has entered into reciprocal arrangements or who is a person whom being a member of another golf club the Board desires to honour by granting visiting honorary membership. Visiting honorary members shall be subject to such restrictions as the Board may from time to time determine and no such membership shall exceed three (3) months in any one (1) year; and

(i) **Temporary members**— The following may be admitted to the Club as Temporary members

(i) Overseas or interstate visitors, for a period of one day at a time only; and

(ii) intrastate visitors whose principal place of residence is located at least 40 kilometres from the Club, for a period of one day at a time only; and

(iii) members of other clubs and their guests provided that appropriate reciprocal rights are in force with those clubs for a period of one day at a time only; and

(iv) persons who have made application for membership of the Club who have also paid the prescribed application fee, during the period they are awaiting a decision from the Board, for a period not exceeding 30 days from the date of receipt of such application; and

(v) members of other Clubs who are either the managers or the members of a sporting team visiting the Club for the purpose of taking part in sporting competitions or social functions for the days of the competitions or functions only.

Provided that before those persons are admitted as Temporary members they provide to a person appointed by the Club, some adequate form of proof that they fall within at least one of the above categories.

After an acceptable form of proof is given, those persons may be admitted as Temporary members and the application date, their names and addresses, name of their Clubs in the case of sub-rule (7)(g)(iii) and (7)(g)(v) above, the category of Temporary membership and the expiry date of their Temporary membership must be transcribed into the Temporary members register.

The Temporary members register must be in bound form and each entry separately numbered.

After those details are placed in the Temporary members register those persons who have been granted Temporary membership must be given a Temporary membership card transcribed with the entry number, category of Temporary membership, issue date and expiry date.

All Temporary members must show their Temporary membership card when purchasing liquor or when requested to do so by a Club employee or a member of the Club's Board; and

(j) Restricted Golf Playing members— Shall take no part in the management of the Club and shall not be entitled to hold office, vote at or attend meetings of the Club.

This class of membership shall be open to persons who wish to maintain a current registered golf handicap with the Club and use the Club's golf course on a restricted basis, and shall be entitled to such limited use of the course, clubhouse and premises of the Club, and be liable to pay such entrance fees, subscription, levy or other charges and green and competition fees and be subject to such other restrictions as the Board may from time to time determine.

The Board in determining the rights and privileges of this class of membership may further divide the restricted golf playing members classes into such further classes as the Board may from time to time determine provided that such restricted golf playing members shall not be entitled to compete in honour board events nor play on the golf course on Saturdays with the exception of those persons described in rule 6(3) who may play on the golf course on Saturdays and those classes of restricted golf playing members that the Board approves of by by-law.

Restricted Golf Playing members shall not be entitled to change their class of membership other than by resigning and re-applying for another class of membership; and

(k) Associate members—

(i) this class of membership shall take no part in the management of the Club and shall not be entitled to hold office, vote at or attend meetings of the Club: and

(ii) shall be entitled to exercise such powers as are delegated to them by the Board of the Club from time to time in connection with the conduct of their own exclusive affairs including the right to elect their own office bearers and committee annually and to attend and vote at their own meetings: and

(iii) the use of the clubhouse and the course by members of this class shall be at the discretion of the Board at all times: and

(iv) this class of membership shall be liable to pay such entrance fee, subscription, levy or other charges and green and competition fees as may be determined by the Board from time to time; and

(l) Junior members—

(i) Young persons who have attained the age of eight (8) years up to the age of eighteen (18) years, desirous of membership of the Club, may only be admitted as Junior members on approval of the Board.

This class shall take no part in the management of the Club and who shall not be entitled to hold office or vote at or attend meetings of the Club.

The use of the clubhouse and the course by members of this class shall at all times be at the discretion of the Board who shall set By Laws for this class of member from time to time. Junior members shall be liable to pay such entrance fees, subscriptions, or other charges or green and competition fees as may be determined by the Board from time to time.

Junior membership has the following sub-groups, conditions and privileges—

(a) Junior members – Cadets: Young person's admitted as Junior members who have attained the age of eight (8) years but not more than thirteen (13) years shall be classified as Junior member - Cadets of the Club as a traineeship for further advancement within the Junior member class; and

(b) on turning fourteen (14) years of age, the Junior member – Cadets of the Club must prove to the Board that they have reached a golf standard sufficient to enable them to play golf with other members of the full Junior member class Any and other members, to then enable them to advance to full Junior membership; and

(c) Junior member – Cadets may also, at the discretion of the Board, advance to full Junior membership prior to turning fourteen (14) years of age after having shown outstanding golfing ability and exhibiting maturity sufficient to enable them to play golf with other members of the Club.

(ii) A Junior member who has attained the age of eighteen (18) years may, on approval of the Board, transfer to Full Membership A, Full Membership C or Associate membership as appropriate. The entrance fee on transfer of the Junior member to Full Membership A, Full Membership C or Associate membership shall be reduced by—

(a) the amount of the initial entrance fee paid by the Junior member at the time of joining the Club; plus

(b) in the case of consecutive and continuous Junior membership in the years preceding transfer an amount of twenty (20) % of the current entrance fee for membership as a Full Member A, Full Member C or Associate member (as the case may be) for each full year of consecutive and continuous membership.

(m) **Social members**— Shall take no part in the management of the Club and shall not be entitled to hold office, vote at or attend meetings of the Club. They may enjoy the use of the Clubhouse facilities, but shall not be allowed to play on the Golf Course without payment of the standard visitors green fee. Notwithstanding the provisions of Rule 13(2) hereof Social members shall not be entitled to change their class of membership other than by resigning and reapplying for membership.

Notwithstanding the provisions of Rule 12(5) hereof Social members, should they join anytime in the first half of the financial year, shall pay the full annual subscription rate. Should they join anytime in the second half of the financial year, they shall pay half of the annual subscription rate.

(8) (a) The following classes of members shall be limited in number to—

- (i) Full Members and Full Members A 625 in combined total; and
- (ii) Provisional members 150; and
- (iii) Restricted Golf Playing members 500; and
- (iv) Full Members B, C and Associate members 400 in combined total; and
- (v) Junior members 170; and
- (vi) Social members - a number to be determined by the Board from time to time.

(b) The Members may vary the total number of members that shall be admitted to each of the classes in sub-rule (a) by resolution at a general meeting of the Club.

(9) Any Full member A, Full Member C or Associate member aged between 18 to 24 shall be relieved of part payment of the annual subscription for membership of their class of membership, based on their age, in the percentage amounts of—

18 years - 70%	19 years - 60%	20 years - 50%	21 Years - 40%
22 years - 30%	23 years - 20%	24 Years - 10%	

Insert new Rule 7 – Members Rights and Privileges;

(1) Honorary Life Members, 7 day Members and 7 day Members A, B and C only shall be entitled to all privileges connected therewith.

(2) A Member whose subscriptions and fees are due and unpaid shall have no voting rights.

(3) The rights and privileges of all other classes of members shall be such as may be prescribed by these Rules and such as may be determined by the Board from time to time.

(4) Sub-rule (5) does not apply to—

(a) any person joining the Club in any category after 8pm Monday 17th October 2011; or

(b) any person re-joining the Club in any category of membership who was not a financial member at 8pm Monday 17th October 2011.

(5) Subject to sub-rule (4)

(a) 7 day Members and 7 day Members B who have attained the age of sixty-five (65) years and who have been financial members of the Club for twenty (20) consecutive years, or for twenty-five (25) years in aggregate, shall be entitled to a rebate of one third of the amount of the annual subscription applicable to their particular class of membership.

(b) 7 day Members who have switched to being 5 day Members and have attained the age of sixty-five (65) years and who have been financial members of the Club for twenty (20) consecutive years, or for twenty-five (25) years in aggregate, shall be entitled to switch back to being a 7 day Member and then be entitled to a rebate of one third of the amount of the annual subscription applicable to their particular class of membership.

(c) 7 day Members B who have switched to being 5 day Members and 5 day ladies Members who have attained the age of sixty-five (65) years and who have been financial members of the Club for twenty (20) consecutive years, or for twenty-five (25) years in aggregate, shall be entitled to switch across to being age length associate Members and then be entitled to a rebate of one quarter of the amount of the annual subscription applicable to the 5 day Member class of membership.

(6) It is the individual responsibility of each member seeking a rebate under the provisions of sub-rule (5) to complete the necessary arrangements with the Secretary/Manager.

(7) The qualifications for and the rights, privileges and obligations attached to the various classes of membership shall be as follows—

(a) **Honorary Life members**— On the recommendation of the Board, honorary life membership, exempt from the payment of entrance fee and subscriptions and any other fees, may be granted by special resolution passed at a general meeting to any person who has rendered special service to the Club provided that notice of intention to move such special resolution shall have been given with the notice of the meeting. Any such special resolution shall be deemed to have been defeated unless 75% or more of the Members present and voting at the meeting shall vote in favour of it. Honorary Life Members shall be entitled to the same privileges and shall be bound by these Rules of the Club in the same manner as 7 day Members. An Honorary Life Member shall ipso facto be and become a Life Member of any Club formed for the purpose of carrying on any other sport or game. No more than one (1) Honorary Life Member may be recommended by the Board for election in any one calendar year commencing with the 1989 calendar year; and

(b) **7 day Members**

(i) This class of membership closed for new applications at 8pm Monday October 17th 2011; and

(ii) financial 7 day Members at 8pm Monday October 17th 2011 shall be entitled to re-join this class of membership after resignation and shall pay such re-admission fee as the Board shall determine. See Rule 13(4); and

(iii) 7 day Members shall be liable to pay such annual subscription or other charge as may be determined by the Board from time to time and shall enjoy full rights, privileges and benefits and be subject to all disabilities and obligations as a 7 day Member; and

(c) **7 day Members A**

(i) This class of membership opened for new applications at 8pm Monday October 17th 2011; and

(ii) unless an intending member is qualified to apply for any other class of membership that person shall apply for 7 day Membership A and if elected shall be liable to pay such entrance fee subscription or other charge as may be determined by the Board from time to time and shall enjoy full rights, privileges and benefits and be subject to all disabilities and obligations as a 7 day Member; and

(d) 7 day Members B

(i) This class of membership opened for new applications from 8pm Monday October 12th 2015 and applies to members previously referred to as “Associates” who were financial members at 8pm Monday October 17th 2011; and

(ii) financial Associate members at 8pm Monday October 17th 2011 shall be entitled to re-join this class of membership after resignation and shall pay such re-admission fee as the Board shall determine. See Rule 13(4); and

(iii) 7 day Members B shall be liable to pay such annual subscription or other charge as may be determined by the Board from time to time and shall enjoy full rights, privileges and benefits and be subject to all disabilities and obligations as a 7 day Member; and

(e) 7 day Members C

(i) This class of membership opened for new applications from 8pm Monday October 12th 2015; and

(ii) unless an intending member is qualified to apply for any other class of membership that person shall apply for 7 day Membership C and if elected shall be liable to pay such entrance fee subscription or other charge as may be determined by the Board from time to time and shall enjoy full rights, privileges and benefits and be subject to all disabilities and obligations as a 7 day Member; and

(f) 5 day Members

(i) this class of membership opened for new applications from 8pm Monday November 19th 2018; and

(ii) shall take no part in the management of the Club and shall not be entitled to hold office, vote at or attend meetings of the Club; and

(iii) shall be entitled to exercise such powers as are delegated to them by the Board of the Club from time to time; and

(iv) the use of the clubhouse and the course by members of this class shall be at the discretion of the Board at all times; and

(v) this class of membership shall be liable to pay such entrance fee, subscription, levy or other charges and green and competition fees as may be determined by the Board from time to time; and

(g) Age length ladies Members

(i) this class of membership opened for new applications from 8pm Monday November 19th 2018; and

(ii) shall take no part in the management of the Club and shall not be entitled to hold office, vote at or attend meetings of the Club; and

(iii) shall be entitled to exercise such powers as are delegated to them by the Board of the Club from time to time; and

(iv) the use of the clubhouse and the course by members of this class shall be at the discretion of the Board at all times; and

(v) this class of membership shall be liable to pay such entrance fee, subscription, levy or other charges and green and competition fees as may be determined by the Board from time to time; and

(h) Provisional members— Persons desirous of membership of the Club as 7 day Members A, 7 day Members C or 5 day Members where no vacancy exists in that class of membership may

be admitted as Provisional members. Provisional members shall be entitled to such limited use of the Club's golf course, clubhouse and premises of the Club, and shall be subject to such other restrictions as the Board may from time to time determine. Subject to the approval of the Board Provisional members shall be transferred to membership in their respective classes as and when vacancies occur and in the order of priority in which they were elected as Provisional members. This class of membership shall be limited to persons eligible for the membership classes of 7 day Member A, 7 day Members C and 5 day Members and for no other persons who may be eligible for other classes of membership; and

(i) **Honorary members**— The Board may grant for such term and subject to such conditions as it sees fit Honorary membership without payment of entrance fee or subscription to any person temporarily visiting the Gold Coast who is a member of a golf club with which the Club has entered into reciprocal arrangements or is a person whom the Board desires to honour by granting such Honorary membership provided that such person possesses the qualifications which would be required of a person seeking membership of the Club; and

(j) **Visiting members**— The Board may grant for such term as it may see fit visiting honorary membership without payment of fees to any person temporarily visiting the Gold Coast who is a member of a golf club with which the Club has entered into reciprocal arrangements or who is a person whom being a member of another golf club the Board desires to honour by granting visiting honorary membership. Visiting honorary members shall be subject to such restrictions as the Board may from time to time determine and no such membership shall exceed three (3) months in any one (1) year; and

(k) **Temporary members**— The following may be admitted to the Club as Temporary members

(i) Overseas or interstate visitors, for a period of one day at a time only; and

(ii) intrastate visitors whose principal place of residence is located at least 40 kilometres from the Club, for a period of one day at a time only; and

(iii) members of other clubs and their guests provided that appropriate reciprocal rights are in force with those clubs for a period of one day at a time only; and

(iv) persons who have made application for membership of the Club who have also paid the prescribed application fee, during the period they are awaiting a decision from the Board, for a period not exceeding 30 days from the date of receipt of such application; and

(v) members of other Clubs who are either the managers or the members of a sporting team visiting the Club for the purpose of taking part in sporting competitions or social functions for the days of the competitions or functions only.

Provided that before those persons are admitted as Temporary members they provide to a person appointed by the Club, some adequate form of proof that they fall within at least one of the above categories.

After an acceptable form of proof is given, those persons may be admitted as Temporary members and the application date, their names and addresses, name of their Clubs in the case of sub-rule (7)(g)(iii) and (7)(g)(v) above, the category of Temporary membership and the expiry date of their Temporary membership must be transcribed into the Temporary members register.

The Temporary members register must be in bound form and each entry separately numbered.

After those details are placed in the Temporary members register those persons who have been granted Temporary membership must be given a Temporary membership card transcribed with the entry number, category of Temporary membership, issue date and expiry date.

All Temporary members must show their Temporary membership card when purchasing liquor or when requested to do so by a Club employee or a member of the Club's Board; and

(l) **Restricted Golf Playing members**— Shall take no part in the management of the Club and shall not be entitled to hold office, vote at or attend meetings of the Club.

This class of membership shall be open to persons who wish to maintain a current registered golf handicap with the Club and use the Club's golf course on a restricted basis, and shall be entitled to such limited use of the course, clubhouse and premises of the Club, and be liable to pay such entrance fees, subscription, levy or other charges and green and competition fees and be subject to such other restrictions as the Board may from time to time determine.

The Board in determining the rights and privileges of this class of membership may further divide the restricted golf playing members classes into such further classes as the Board may from time to time determine provided that such restricted golf playing members shall not be entitled to compete in honour board events nor play on the golf course on Saturdays with the exception of those persons described in rule 6(3) who may play on the golf course on Saturdays and those classes of restricted golf playing members that the Board approves of by-law.

Restricted Golf Playing members shall not be entitled to change their class of membership other than by resigning and re-applying for another class of membership; and

(m) Junior members—

(i) Young persons who have attained the age of eight (8) years up to the age of eighteen (18) years, desirous of membership of the Club, may only be admitted as Junior members on approval of the Board.

This class shall take no part in the management of the Club and who shall not be entitled to hold office or vote at or attend meetings of the Club.

The use of the clubhouse and the course by members of this class shall at all times be at the discretion of the Board who shall set By Laws for this class of member from time to time. Junior members shall be liable to pay such entrance fees, subscriptions, or other charges or green and competition fees as may be determined by the Board from time to time.

Junior membership has the following sub-groups, conditions and privileges—

(a) Junior members – Cadets: Young person's admitted as Junior members who have attained the age of eight (8) years but not more than thirteen (13) years shall be classified as Junior member - Cadets of the Club as a traineeship for further advancement within the Junior member class; and

(b) on turning fourteen (14) years of age, the Junior member – Cadets of the Club must prove to the Board that they have reached a golf standard sufficient to enable them to play golf with other members of the full Junior member class Any and other members, to then enable them to advance to full Junior membership; and

(c) Junior member – Cadets may also, at the discretion of the Board, advance to full Junior membership prior to turning fourteen (14) years of age after having shown outstanding golfing ability and exhibiting maturity sufficient to enable them to play golf with other members of the Club.

(ii) A Junior member who has attained the age of eighteen (18) years may, on approval of the Board, transfer to 7 day Membership A, 7 day Membership C or 5 day Membership as appropriate. The entrance fee on transfer of the Junior member to 7 day Membership A, 7 day Membership C or 5 day Membership shall be reduced by—

(a) the amount of the initial entrance fee paid by the Junior member at the time of joining the Club; plus

(b) in the case of consecutive and continuous Junior membership in the years preceding transfer an amount of twenty (20) % of the current entrance fee for membership as a 7 day Member A, 7 day Member C or 5 day Member (as the case may be) for each full year of consecutive and continuous membership.

(n) Social members— Shall take no part in the management of the Club and shall not be entitled to hold office, vote at or attend meetings of the Club. They may enjoy the use of the Clubhouse facilities but shall not be allowed to play on the Golf Course without payment of the standard visitors green fee. Notwithstanding the provisions of Rule 13(2) hereof Social members shall not be entitled to change their class of membership other than by resigning and reapplying for membership.

Notwithstanding the provisions of Rule 12(5) hereof Social members, should they join anytime in the first half of the financial year, shall pay the full annual subscription rate. Should they join anytime in the second half of the financial year, they shall pay half of the annual subscription rate.

(8) (a) The following classes of members shall be limited in number to—

(i) All 7 day Members 625 in combined total; and

- (ii) Provisional members 150; and
- (iii) Restricted Golf Playing members 500; and
- (iv) 5 day Members and age length ladies Members 400 in combined total; and
- (v) Junior members 170; and
- (vi) Social members - a number to be determined by the Board from time to time.

(b) The Members may vary the total number of members that shall be admitted to each of the classes in sub-rule (a) by resolution at a general meeting of the Club.

(9) Any 7 day Member A, 7 day Member C or 5 day Member aged between 18 to 24 shall be relieved of part payment of the annual subscription for membership of their class of membership, based on their age, in the percentage amounts of—

18 years - 70%	19 years - 60%	20 years - 50%	21 Years - 40%
22 years - 30%	23 years - 20%	24 Years - 10%	

To delete current Rule 10(3) – Nominations for Membership;

(3) Candidates for Associate membership may be nominated and seconded by Honorary Life or financial Associate members.

Insert new Rule 10(3) – Nominations for Membership;

(3) Candidates for 5 day membership may be nominated and seconded by Honorary Life, financial 7 day or 5 day members.

To amend in current Rule 11(3) – Admission and Rejection of New Members;

By deleting the reference to “his or her” and replacing it with “their”

To delete current Rule 13 – Membership Absence, Status, Resignation, Suspension and Termination;

(1) **Leave of absence**— the Board shall have power to grant any member leave of absence for any period which it considers in its discretion to be reasonable in the circumstances. The subscription, if any, payable by a member granted leave of absence shall be determined by the Board from time to time.

(2) **Change of membership status**— any member desirous of changing their class of membership may do so, subject to any limitations imposed by Rule 7(7) hereof and subject to a vacancy existing in the class desired, upon payment, excepting in the case of Junior members as herein otherwise provided, of the difference, if any between the entrance fee and current subscription already paid and the entrance fee and amount of subscription payable for the class of membership he or she desires to enter provided however that the member's membership has been continuous in one class of membership or another.

(3) **Resignation**—

(a) any member wishing to resign shall notify the Secretary/Manager in writing before the first day of any financial year otherwise they shall be liable for his or her subscription for the current year; and

(b) any member resigning or ceasing to be a member shall as from the date of his or her resignation or ceasing to be a member cease to have any claim or interest whatever in or to the funds or property of the Club or any part thereof but shall be subject to Rule 2(6) provided always that the assets of the Club shall be expended before any claim is made against a former member.

(4) **Rejoining After resignation**— a member who has resigned from the Club and desires to rejoin shall be subject to such conditions or re-election as the Board may from time to time determine and shall pay such re-admission fee as the Board shall determine. The Board may also determine that a person who resigned and is now re-applying for Full Membership will have priority over other new applicants or Provisional members.

(5) **Disciplinary powers, suspension and termination**— if any member shall be convicted of an indictable offence, be adjudged a bankrupt, or being engaged in any profession that shall be prohibited by the governing body of such profession from continuing to practise, or cease to be a golfer of amateur status, or shall infringe any rule of this Constitution or By-law in force from time to time, or in the opinion of the Board be guilty of conduct considered prejudicial to the interests of the Club, the Board may call upon such member for an explanation or to answer any complaint made against such member, or should such member fail to attend or to so explain or to answer to the Board's satisfaction, the Board may reprimand him or her, suspend him or her for such period as it shall determine, or may expel him or her, in which case his or her name shall be forthwith removed from the register of members.

Insert new Rule 13 – Membership Absence, Status, Resignation, Suspension and Termination;

(1) **Leave of absence**— the Board shall have power to grant any member leave of absence for any period which it considers in its discretion to be reasonable in the circumstances. The subscription, if any, payable by a member granted leave of absence shall be determined by the Board from time to time.

(2) **Change of membership status**— any member desirous of changing their class of membership may do so, subject to any limitations imposed by Rule 7(7) hereof and subject to a vacancy existing in the class desired, upon payment, excepting in the case of Junior members as herein otherwise provided, of the difference, if any between the entrance fee and current subscription already paid and the entrance fee and amount of subscription payable for the class of membership they desire to enter provided however that the member's membership has been continuous in one class of membership or another.

(3) **Resignation**—

(a) any member wishing to resign shall notify the Secretary/Manager in writing before the first day of any financial year otherwise they shall be liable for their subscription for the current year; and

(b) any member resigning or ceasing to be a member shall as from the date of their resignation or ceasing to be a member cease to have any claim or interest whatever in or to the funds or property of the Club or any part thereof but shall be subject to Rule 2(6) provided always that the assets of the Club shall be expended before any claim is made against a former member.

(4) **Rejoining after resignation**— a member who has resigned from the Club and desires to rejoin shall be subject to such conditions or re-election as the Board may from time to time determine and shall pay such re-admission fee as the Board shall determine. The Board may also determine that a person who resigned and is now re-applying for 7 day Membership or 5 day Membership will have priority over other new applicants or Provisional members.

(5) **Disciplinary powers, suspension and termination**— if any member shall be convicted of an indictable offence, be adjudged a bankrupt, or being engaged in any profession that shall be prohibited by the governing body of such profession from continuing to practise, or cease to be a golfer of amateur status, or shall infringe any rule of this Constitution or By-law in force from time to time, or in the opinion of the Board be guilty of conduct considered prejudicial to the interests of the Club, the Board may call upon such member for an explanation or to answer any complaint made against such member, or should such member fail to attend or to so explain or to answer to the Board's satisfaction, the Board may reprimand them, suspend them for such period as it shall determine, or may expel them, in which case their name shall be forthwith removed from the register of members.

To delete current Rule 16 – Associate Membership;

(1) Persons may be admitted as Associate members of the Club in classes similar to those set out in Rule 6 (2) (a), (d), (e), (f), (g), (h) and (j). Such membership shall be subject to such conditions and restrictions as are prescribed from time to time by the Board of the Club.

(2) Associate Life members, Full members B, Full Members C, and Associate members only shall be entitled to attend and vote at an Associates General Meeting or hold office on the Associates' committee.

(3) The Associate members entitled to vote shall elect an Associates' committee which shall consist of a President, a Vice-President, Captain, Vice-Captain, Secretary, Treasurer, Handicap Manager and four Associate Members, six of whom shall form a quorum. The provision of Rule 18 shall apply to elections of the Associates' committee with the following modifications—

- (a) the words "Associates' committee" shall be read in place of the word "Board"; and
- (b) the words Associate members shall be read in place of the word "Members"; and
- (c) the words "Secretary of the Associates' committee" shall be read in place of the word "Secretary/Manager"; and
- (d) the words "Associates' club room" shall be read in place of the word "clubhouse".

(4) (a) The office of any Associate committee member shall be declared vacant if that member—

- (i) Fails to attend three consecutive meetings of the Associates' committee without having obtained leave of absence or without a reason acceptable to the Associates' committee; or
- (ii) resigns; or
- (iii) dies; or
- (iv) ceases to be a member of the Club; or
- (v) is removed from office by a vote of a simple (50%) majority of the Associate members present and voting by resolution at a general meeting of the Associate members called for that purpose.

(b) In the event of a vacancy occurring on the Associates' committee, the Associates' committee may appoint an Associate member to fill such vacancy and such appointee shall hold office until the next annual general meeting of Associate members.

(5) Subject to any restrictions or conditions imposed by the Board of the Club the Associates' committee shall have power to arrange matches, handicap Associate members, to receive nominations and arrange for submission of candidates for Associate membership, to suggest alterations and improvements and subject to these Rules to deal with any other matter relating exclusively to Associate membership.

(6) The Associates' committee shall meet at least once a month and more often when necessary.

(7) An annual general meeting of Associate members in respect of which twenty-one (21) days notice will be given shall be held once in every year not later than the Thirtieth Day of November. The Associates' committee shall present a report to the annual general meeting of Associate members and the Treasurer shall submit an audited statement of accounts for the then preceding financial year. Thirty (30) Associate members entitled to vote shall form a quorum.

(8) A general meeting may be called at any time by the Associates' committee and shall be called by the Secretary thereof on her receiving a written request by at least five (5) % of the financial Associate members entitled to vote. At least twenty-one (21) days notice of such meeting and the business to be brought before it (to which at such meeting discussion shall be strictly confined) shall be sent by the Associates' Secretary to the Associate members by post. Twenty (20) Associate members present and entitled to vote shall form a quorum for a meeting called by the Associates' committee. Forty (40) Associate members present and entitled to vote shall form a quorum when the meeting is called upon the requisition of five (5) % of the financial Associate members.

(9) The Associates President, or in her or his absence the Associates Vice-President, shall preside at all general meetings of Associates. In the absence of both President and Vice-President the Associate members shall choose one of their number to preside.

(10) In the case of equality of votes the Chairperson of the general or committee meeting shall have both a primary and casting vote.

(11) Save for the provisions set down in this Rule 16 no Associate member shall take any part in the management of the Club, the election of Members, or the alterations of the Rules of the Club.

(12) The Rules of the Club shall apply mutatis mutandis to Associate members so far as the same are applicable.

(13) No Associate member can be a candidate for election to the position of Associates President in respect of the year following the completion of three (3) consecutive years of service in that office. No Associate member can be a candidate for election to the position of Associates Captain in respect of the year following the completion of three (3) consecutive years of service in that office.

(14) The immediate Past-President of the Associate committee shall be an ex-officio member of that Committee until succeeded by another or for a period of two (2) years from the date of her or his retirement as Associates President whichever shall be the earlier. A person shall not be eligible to hold office of immediate Associates Past-President unless she or he has served as Associates President for a period of at least one year.

Insert new Rule 16 – Ladies Members

(1) The class of “Associate” membership closed for new applications at 8pm Monday November 19th 2018 and previous references herein this rule to “associates” are now referred to as “ladies members”.

(2) Ladies Life members, 7 day Members B, 7 day Members C, and 5 day ladies Members only shall be entitled to attend and vote at a Ladies General Meeting or hold office on the Ladies committee.

(3) The Ladies members entitled to vote shall elect a Ladies committee which shall consist of a President, a Vice-President, Captain, Vice-Captain, Secretary, Treasurer and four Ladies Members, six of whom shall form a quorum. The provision of Rule 18 shall apply to elections of the Ladies committee with the following modifications—

- (a) the words "Ladies committee" shall be read in place of the word "Board"; and
- (b) the words “Ladies members” shall be read in place of the word "Members"; and
- (c) the words "Secretary of the Ladies committee" shall be read in place of the word "Secretary/Manager"; and
- (d) the words "Ladies club room" shall be read in place of the word "clubhouse".

(4) (a) The office of any Ladies committee member shall be declared vacant if that member—

- (i) Fails to attend three consecutive meetings of the Ladies committee without having obtained leave of absence or without a reason acceptable to the Ladies committee; or
- (ii) resigns; or
- (iii) dies; or
- (iv) ceases to be a member of the Club; or
- (v) is removed from office by a vote of a simple (50%) majority of the Ladies members present and voting by resolution at a general meeting of the Ladies members called for that purpose.

(b) In the event of a vacancy occurring on the Ladies committee, the Ladies committee may appoint a Lady member to fill such vacancy and such appointee shall hold office until the next annual general meeting of Ladies members.

(5) Subject to any restrictions or conditions imposed by the Board of the Club the Ladies committee shall have power to arrange matches, handicap Ladies members, to suggest alterations and

improvements and subject to these Rules to deal with any other matter relating exclusively to Ladies membership.

(6) The Ladies committee shall meet at least once a month and more often when necessary.

(7) An annual general meeting of Ladies members in respect of which twenty-one (21) days notice will be given shall be held once in every year not later than the Thirtieth Day of November. The Ladies committee shall present a report to the annual general meeting of Ladies members and the Treasurer shall submit an audited statement of accounts for the then preceding financial year. Thirty (30) Ladies members entitled to vote shall form a quorum.

(8) A general meeting may be called at any time by the Ladies committee and shall be called by the Secretary thereof on her receiving a written request by at least five (5) % of the financial Ladies members entitled to vote. At least twenty-one (21) days notice of such meeting and the business to be brought before it (to which at such meeting discussion shall be strictly confined) shall be sent by the Ladies Secretary to the Ladies members by post. Twenty (20) Ladies members present and entitled to vote shall form a quorum for a meeting called by the Ladies committee. Forty (40) Ladies members present and entitled to vote shall form a quorum when the meeting is called upon the requisition of five (5) % of the financial Ladies members.

(9) The Ladies President, or in her absence the Ladies Vice-President, shall preside at all general meetings of Ladies. In the absence of both President and Vice-President the Ladies members shall choose one of their number to preside.

(10) In the case of equality of votes the Chairperson of the general or committee meeting shall have both a primary and casting vote.

(11) Save for the provisions set down in this Rule 16 no 5 day Ladies member shall take any part in the management of the Club, the election of Members, or the alterations of the Rules of the Club.

(12) The Rules of the Club shall apply mutatis mutandis to Ladies members so far as the same are applicable.

(13) No Ladies member can be a candidate for election to the position of Ladies President in respect of the year following the completion of three (3) consecutive years of service in that office. No Ladies member can be a candidate for election to the position of Ladies Captain in respect of the year following the completion of three (3) consecutive years of service in that office.

(14) The immediate Past-President of the Ladies committee shall be an ex-officio member of that Committee until succeeded by another or for a period of two (2) years from the date of her or his retirement as Ladies President whichever shall be the earlier. A person shall not be eligible to hold office of immediate Ladies Past-President unless she has served as Ladies President for a period of at least one year.

To delete current Rule 17 (5);

(5) A person shall not be eligible to nominate for or hold office as a Board member of the Club unless such person has been a financial Full Member or financial Full Member A, B or C of the Club for a period of not less than two (2) consecutive years immediately prior to the date of nomination for such office.

Insert new Rule 17 (5);

(5) A person shall not be eligible to nominate for or hold office as a Board member of the Club unless such person has been a financial 7 day Member or financial 7 day Member A, B or C of the Club for a period of not less than two (2) consecutive years immediately prior to the date of nomination for such office.

Any financial 7 day Member, financial 7 day Member A, B or C who transfers to another membership category and then wishes to nominate for or hold office as a Board member will have to firstly rejoin as a financial 7 day Member and remain in that category for a period of not less than two (2) years immediately prior to the date of nomination for such office.

To delete current Rule 39(1) - Voting at General Meeting;

(1) Only Honorary Life members, Full Members, Full Members A, B and C shall be entitled to attend and vote at a general meeting—

(a) Each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the Honorary Life members and Members present; and

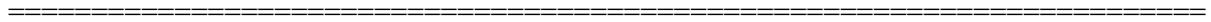
(b) no special resolution at a general meeting shall be carried unless three-quarters (75%) of the Honorary Life Members and Members present vote in its favour.

Insert new Rule 39(1) – Voting at General Meeting;

(1) Only Honorary Life members, 7 day Members, 7 day Members A, B and C shall be entitled to attend and vote at a general meeting—

(a) Each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the Honorary Life members and Members present; and

(b) no special resolution at a general meeting shall be carried unless three-quarters (75%) or more of the Honorary Life Members and Members present vote in its favour.



To delete current Rule 40(1) - Proxies;

(1) An instrument appointing a proxy must be in writing and be in the following or similar form—

SURFERS PARADISE GOLF CLUB LIMITED

I, _____ of _____
_____ an Honorary Life Member/Full Member of the Surfers
Paradise Golf Club Limited hereby appoint _____ of
_____ as my proxy to vote at the annual
general meeting or general meeting to be held on the _____ day of
_____ 20 _____ and at any adjournment of the meeting.

Signed this _____ day of _____ 20 _____

Signature: _____

Insert new Rule 40(1) - Proxies;

(1) An instrument appointing a proxy must be in writing and be in the following or similar form—

SURFERS PARADISE GOLF CLUB LIMITED

I, _____ of _____
_____ an Honorary Life Member/7 day Member of the
Surfers Paradise Golf Club Limited hereby appoint _____ of

_____ as my proxy to vote at the annual general meeting or general meeting to be held on the _____ day of _____ 20_____ and at any adjournment of the meeting.

Signed this _____ day of _____ 20_____

Signature: _____

=====

Resolution 2 – Summary of Proposal

This resolution will only be considered if Resolution 1 has been passed by the meeting.

This proposal is to allow both 5 day members and age length associate members the right to attend and vote at any AGM or general meeting of the club, plus nominate candidates for the Board of directors.

The position remains the same that only 7 day members (men or ladies) can be nominated for and elected to the Board of directors.

Resolution 2 - To consider, and if thought fit, pass the following special resolution.

To delete in current Rule 2(1);

"Member" shall mean 7 day Member and 7 day Member A, B or C.

Insert in current Rule 2(1);

"Member" shall mean 7 day Member, 7 day Member A, B or C, 5 day Member and age length Ladies Member.

To delete current Rule 7 (1) – Members Rights and Privileges;

(1) Honorary Life Members, 7 day Members and 7 day Members A, B and C only shall be entitled to all privileges connected therewith.

Insert new Rule 7 (1) – Members Rights and Privileges;

- (1) Honorary Life Members, 7 day Members and 7 day Members A, B and C only shall be entitled to all privileges connected therewith.

5 day Members and age length Ladies Members shall be entitled to all privileges connected herewith with the exception that they will not be eligible to be nominated for or elected to the Board of Directors of the Club.

To delete current Rule 7 (7) (f) & (g) – Members Rights and Privileges;

(f) 5 day Members

- (i) this class of membership opened for new applications from 8pm Monday November 19th 2018; and
- (ii) shall take no part in the management of the Club and shall not be entitled to hold office, vote at or attend meetings of the Club: and
- (iii) shall be entitled to exercise such powers as are delegated to them by the Board of the Club from time to time; and
- (iv) the use of the clubhouse and the course by members of this class shall be at the discretion of the Board at all times; and
- (v) this class of membership shall be liable to pay such entrance fee, subscription, levy or other charges and green and competition fees as may be determined by the Board from time to time; and

(g) Age length ladies Members

- (i) this class of membership opened for new applications from 8pm Monday November 19th 2018; and
- (ii) shall take no part in the management of the Club and shall not be entitled to hold office, vote at or attend meetings of the Club: and
- (iii) shall be entitled to exercise such powers as are delegated to them by the Board of the Club from time to time; and
- (iv) the use of the clubhouse and the course by members of this class shall be at the discretion of the Board at all times; and
- (v) this class of membership shall be liable to pay such entrance fee, subscription, levy or other charges and green and competition fees as may be determined by the Board from time to time; and

Insert new Rule 7 (7) (f) & (g) – Members Rights and Privileges;

(f) 5 day Members

- (i) This class of membership opened for new applications at 8pm Monday November 19th 2018; and

(ii) unless an intending member is qualified to apply for any other class of membership that person shall apply for 5 day Membership and if elected shall be liable to pay such entrance fee subscription or other charge as may be determined by the Board from time to time and shall enjoy the same rights, privileges and benefits and be subject to all disabilities and obligations as a 7 day Member (with the exception of only having 5 day playing rights as determined by the Board from time to time and not being eligible to be nominated for or elected to the Board of Directors of the Club); and

(g) Age length ladies Members

(i) This class of membership opened for new applications at 8pm Monday November 19th 2018; and

(ii) unless an intending member is qualified to apply for any other class of membership that person shall apply for age length ladies Membership and if elected shall be liable to pay such entrance fee subscription or other charge as may be determined by the Board from time to time and shall enjoy the same rights, privileges and benefits and be subject to all disabilities and obligations as a 7 day Member (with the exception of not being eligible to be nominated for or elected to the Board of Directors of the Club); and

To delete current Rule 16 (11);

(11) Save for the provisions set down in this Rule 16 no 5 day Ladies member shall take any part in the management of the Club, the election of Members, or the alterations of the Rules of the Club.

Insert new Rule 16 (11);

(11) Save for the provisions set down in this Rule 16 any 7 day Ladies member can take part in the management of the Club, the election of Members, or the alterations of the Rules of the Club. 5 day Ladies members and age length Ladies members can attend and vote at general meetings of the Club, and can take part in the election of Members or the alterations of the Rules of the Club.

To delete current Rule 39 - Voting at General Meeting;

(1) Only Honorary Life members, 7 day Members, 7 day Members A, B and C shall be entitled to attend and vote at a general meeting—

- (a) Each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the Honorary Life members and Members present; and
- (b) no special resolution at a general meeting shall be carried unless three-quarters (75%) of the Honorary Life Members and Members present vote in its favour.

Insert new Rule 39 – Voting at General Meeting;

(1) Only Honorary Life Members, 7 day Members, 7 day Members A, B and C, 5 day Members and age length Ladies Members shall be entitled to attend and vote at a general meeting—

- (a) Each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the Honorary Life members and Members present; and
- (b) no special resolution at a general meeting shall be carried unless three-quarters (75%) or more of the Honorary Life Members and Members present vote in its favour.

To delete current Rule 40(1) - Proxies;

(1) An instrument appointing a proxy must be in writing and be in the following or similar form—

SURFERS PARADISE GOLF CLUB LIMITED

I, _____ of _____
_____ an Honorary Life Member/7 day Member of the
Surfers Paradise Golf Club Limited hereby appoint _____ of
_____ as my proxy to vote at the annual

general meeting or general meeting to be held on the _____ day of _____ 20_____ and at any adjournment of the meeting.

Signed this _____ day of _____ 20_____

Signature: _____

Insert new Rule 40(1) - Proxies;

(1) An instrument appointing a proxy must be in writing and be in the following or similar form—

SURFERS PARADISE GOLF CLUB LIMITED

I, _____ of _____
_____ an Honorary Life Member/7 day Member/5 day member or age length Ladies Member of the Surfers Paradise Golf Club Limited hereby appoint
----- of
_____ as my proxy to vote at the annual
general meeting or general meeting to be held on the _____ day of
_____ 20_____ and at any adjournment of the meeting.

Signed this _____ day of _____ 20_____

Signature: _____

END OF DOCUMENT