



Notice of the 2025 Annual General Meeting

The Annual General Meeting for **Wahroonga Rugby Club** will be held as follows:
Wednesday 19 November, 6:30pm, Wahroonga Tigers Clubhouse Cliff Ave, North Wahroonga

Dear Members,

Notice is hereby given that the **Annual General Meeting (AGM)** of the **Wahroonga Tigers Rugby Club Inc.** will be held as follows:

AGENDA

1. Welcome
2. Confirmation of the Minutes of the previous Annual General Meeting
3. President's Report
4. Treasurer's Report and presentation of the financial statements
5. Special Resolution – Constitution Change (Information Memorandum attached)
6. Auditor Election (if any)
7. Election of Office Bearers and Committee Members
 - a. All Executive and Committee roles will be declared vacant and open for nomination.
8. Meeting Close

Notes to Members

- All Members are welcome and encouraged to attend.
- Committee roles open for nomination will be communicated to Members **no later than Wednesday, 12 November 2025.**
- The meeting will be conducted in accordance with the Club's Constitution.

Information Memorandum

An **Information Memorandum** accompanies this notice and forms a part of the Notice of Meeting. It outlines the proposed **Constitution updates and the details of the special resolution (which requires 75% of the Members to approve)** which will be tabled at the AGM. A marked-up version of the Constitution will be available to all Members at wahroongarugby.com.au **no less than seven (7) days prior to the AGM.**

Financial Statements

The Club's financial statements for the year ending 30 September 2025 will be made available to Members on wahroongarugby.com.au **at least seven (7) days before the AGM.**

We appreciate your involvement and hope you can join us at the AGM.

Warm Regards,

Rob Crowley

Secretary

Wahroonga Tigers Rugby Club Inc.

Information Memorandum

SPECIAL RESOLUTION: APPROVAL OF NEW CLUB CONSTITUTION

The Wahroonga Rugby Club Inc Constitution was revised around 18 October 1999 and then had a single amendment in relation to the process of appointing auditors at the AGM on 27 October 2004. Many of the provisions of the current Constitution reflect the time in which they were written.

The proposed amendments to the Constitution as proposed by the 2025 Committee have been included to have several functions.

The key objective has been to better explain Club governance processes and to clearly and transparently articulate the rights and responsibilities of various persons under the Constitution including the Committee, Members and various roles.

Other changes include:

- Some re-sequencing of the Constitution to enhance readability by creating headings with clear subjects
- Detailing the complaint and dispute resolution process whether with a single Member or between Members, including the process and the right of appeal
- Noting the interrelationship of the Club Constitution where relevant with its overarching duties and responsibilities within its position with governing and regulatory bodies, for example the Sydney Junior Rugby Union and its successors
- Adding definitions as needed to define key terms and concepts, such as Member, Junior Member and Committee
- Refinement of outdated terminology and reference to other regulatory bodies
- Enhancing compliance with regulatory requirements
- Removing ambiguity in current processes and removing any errors
- Simplifying language
- Clarification of the use of modern technologies to facilitate modern Club governance and compliance with record keeping
- Refreshing the look and feel of the Constitution to be more reflective of contemporary norms.

The 2025 Committee was of the view the Constitution required immediate attention to improve these matters, to enhance compliance, to increase transparency and to improve Club governance.

Due to the unique nature of the Club, it was agreed the 2025 Model Constitution provided by Fair Trading NSW under the Association Incorporation Act 2009 (NSW) did not meet all the needs of the Club, either past or present. The Model Constitution continues to not be adopted by the Club in this review and proposal.

A marked up version of the Constitution with relevant Delete Notes will be located on our Club website and will be available for review prior to the Annual General Meeting.

The Committee recommends Members vote in favour of the approval of the new Constitution.

SPECIAL RESOLUTION: APPROVAL OF NEW CLUB CONSTITUTION

To consider, and if thought fit, to pass the following special resolution:

(i) The Members adopt the new Constitution tabled at the 2025 Annual General Meeting, in substitution for and to the exclusion of the existing constitution.

Note: This is a special resolution under the Constitution and the voting majority required is at least 75% of the votes cast by Members present in person and voting at the Annual General Meeting.