



**Ipswich Greyhounds  
Racing Club Inc**  
IA 10806

**EGM Booklet**

In relation to an extraordinary general meeting to be held  
on 21<sup>st</sup> September 2021  
at 7.30pm (Brisbane Time) by  
meeting at Ipswich Greyhound  
Racing Club Inc.

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NOTE: Capitalised terms used in this document are defined in the Glossary (Section 2).

## Key dates

Event	IPSWICH
Extraordinary general meeting	7.30pm (Brisbane time) on 21 <sup>st</sup> September 2021

**NOTE:** The above timetable is indicative only. Ipswich may vary any of the above dates at their discretion.

## Important information

The EGM Booklet is dated 31<sup>st</sup> August 2021.

This EGM Booklet does not take into account the individual objectives, financial situation or particular needs of any person.

Financial amounts in this EGM Booklet are expressed in Australian dollars unless otherwise stated.

The EGM Booklet is governed by the law in force in Queensland, Australia.

## Enquiries

If you have any queries about the matters set out in this EGM Booklet, please contact Colin Fry on 0481 222 751.

## 1. Explanatory Notes

These explanatory notes have been prepared for the information of Ipswich Greyhound Racing Club Members in connection with the business to be transacted at the Ipswich Greyhound Racing Club EGM.

### 1.1 Background

Ipswich Greyhound Racing Club Inc (**Ipswich**) was registered as an incorporated association on 30 September 1992. The aim of Ipswich is to carry on the business of greyhound racing and encourage and foster greyhound racing (amongst other matters). Ipswich is currently made up of Ordinary and Life members, and has elected a Committee of Management of the Club (**Committee**).

Given the time that has passed since Ipswich was established in 1992, the Committee:

- (a) has arranged a review of the corporate governance of Ipswich with assistance from its professional advisers; and
- (b) recommends that Ipswich's constitution be updated so that it is consistent and compliant with good governance principles, legislative and regulatory requirements.

The Committee has met and discussed the above recommendations and resolved to put the resolutions set out in the enclosed Ipswich Notice of EGM (in **Annexure A**) to Ipswich Members in an Extraordinary General Meeting on 21<sup>st</sup> September 2021.

For ease of reference, the Extraordinary General Meeting will be known forthwith as the Extraordinary General Meeting (**EGM**) and the information pertaining to the EGM will be known as the **EGM Booklet**.

The EGM and the EGM Booklet have been organised in accordance with 18.2 and 27 of the existing Constitution of Ipswich (**Constitution**).

The purpose of these explanatory notes is to provide further information about those resolutions, which can be categorised as set out below.

### 1.2 Updating Ipswich's constitution

Resolution 1 of the Ipswich Notice of EGM seeks to repeal Ipswich existing constitution and to adopt a new constitution in its place.

Ipswich's existing constitution was adopted on Ipswich's incorporation on 30 September 1992. It is noted that Ipswich's constitution has not changed since it was adopted.

The constitution, being the rules by which Ipswich operates, needs to continue to evolve in line with the regulatory environment in which Ipswich operates. As such, the Ipswich Committee have, in conjunction with professional advisers, reviewed Ipswich's existing constitution and recommended adopting a new constitution.

A summary of the proposed new constitution is set out in the table below.

**Summary of new Ipswich constitution:**

<p><b>Purpose and Objects</b></p>	<p>Ipswich Greyhound Racing Club Inc is an incorporated association (<b>Club</b>).</p> <p>In summary, the objects of Ipswich are to provide members with a unified and collective voice to assist in promoting the interests of the Club and greyhound racing.</p>
<p><b>Membership and fees</b></p>	<p>The membership of the Club is unlimited and divided into two classes, namely Ordinary members and Honorary Life members.</p> <p>The Club's Management Committee is responsible for admitting and removing persons as members of Ipswich, as well as determining each member's type or classification of membership from time to time.</p> <p>A member can resign at any time upon providing written notice to the Club. Membership is not transferrable.</p> <p>The Management Committee is responsible for determining any fees payable by members from time to time.</p>
<p><b>Honorary Life Members</b></p>	<p>The Management Committee may admit persons as Honorary Life Members in negotiation of those persons' contribution to the Club. Honorary Life Members will not be required to pay any fee during the period of their membership following admission as an Honorary Life Member.</p>
<p><b>Voting</b></p>	<p>Ordinary members have the right to attend and to vote at all general meetings on all resolutions.</p> <p>A resolution put to a vote at a general meeting must be decided on a show of hands.</p>
<p><b>General meetings and notices</b></p>	<p>The Management Committee has the power to convene general meetings.</p> <p>The Management Committee will provide notice of a general meeting and any proxy form for the meeting to members entitled to attend general meetings in the form and in the manner determined by the Management Committee.</p> <p>A quorum for a general meeting is 3 members entitled to vote on a resolution at that meeting.</p>
<p><b>Management Committee Members – appointment, retirement and removal</b></p>	<p>The number of Management Committee Members must not be less than 4 nor more than 9.</p> <p>Management Committee Members may be appointed and removed by resolution of the members at a general meeting. A Management Committee Member appointed by the Management Committee must retire at the next general meeting occurring after the appointment and will be eligible for re-election at that general meeting.</p>

	<p>Each Management Committee Member will hold office for a maximum of 3 terms of 5 years. On the expiry of each 5-year term a Management Committee Member will retire as a Management Committee Member and will be eligible for re-election (unless that Management Committee Member has already been re-elected twice as a Management Committee Member).</p>
<p><b>Decisions of Management Committee</b></p>	<p>A quorum for a meeting of the Management Committee is 3 Management Committee Members.</p> <p>A resolution of the Management Committee will be passed if more votes are cast by Management Committee Members entitled to vote in favour of the resolution than against it. Each Management Committee Member will have 1 vote.</p>
<p><b>Committees</b></p>	<p>The Management Committee may establish committees and may determine the by-laws and/or rules governing the composition and conduct or procedures of committees.</p>
<p><b>Winding-up</b></p>	<p>Subject to any applicable law or any court order, any surplus assets that remain after the Club is wound up must be distributed to one or more charities as determined by special resolution of members.</p>

## 2. Glossary

In this EGM Booklet, unless the context or subject matter otherwise requires:

<b>Business Day</b>	A day which is not a public holiday, Saturday or Sunday in Brisbane, Australia.
<b>Corporation Act</b>	<i>Corporations Act 2001 (Cth)</i> as amended or replaced from time to time.
<b>EGM Booklet</b>	This document, including all annexures.
<b>Club</b>	Ipswich Greyhound Racing Club Inc. (IA 10806).
<b>Management Committee</b>	The management committee of Management Committee Members.
<b>Management Committee Member</b>	A member of the management committee.
<b>Ipswich EGM</b>	The extraordinary general meeting of Ipswich to be held at the time and place specified in the Ipswich Notice of EGM.
<b>Member</b>	A person who is registered in the Ipswich Register as a member from time to time.
<b>Ipswich Notice of EGM</b>	The notice of Ipswich EGM set out in Annexure A and the explanatory notes in this EGM Booklet.
<b>Ipswich Register</b>	The register of members of Ipswich.
<b>Brisbane time</b>	The time in Brisbane, Australia.

## Annexure A: Ipswich Notice of EGM

Notice is hereby given that an extraordinary general meeting of the members of Ipswich Greyhound Racing Club Inc. (IA 10806) (**Ipswich**) will be held at Ipswich Greyhound Club, Australia on 21<sup>st</sup> September 2021 at 7.30pm (Brisbane time) for the purpose of transacting the business set out in this Ipswich Notice of EGM.

- **Implementation of Club Constitution**

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

**Resolution 1:** "To approve the repeal of Ipswich's existing constitution and the adoption of the new constitution in the form tabled at this meeting and initialled by the President for the purposes of identification, with effect from the close of this meeting."

By the order of the Ipswich Committee:

Colin James Fry  
President of Ipswich  
30<sup>th</sup> August 2021

**1. Ipswich Committee's recommendations**

The Ipswich Committee believe that the passing of the Resolution set out in this Ipswich Notice of EGM is in the best interests of Ipswich and Ipswich Members as a whole.

The Ipswich Committee unanimously recommend that Ipswich Members vote in favour of the Resolution.

**2. President's voting intentions**

The President of the Ipswich EGM intends to vote in favour of all the proposed resolutions set out in this Ipswich Notice of EGM.

**3. Voting entitlement**

Any person registered as an Ipswich Member on the Ipswich Register at 5pm (Brisbane time) on 30<sup>th</sup> August 2021 who is present at the Ipswich EGM is entitled to vote.

**4. Voting in person**

In line with Rule 37 of the Model Rules as incorporated into the Constitution by operation of the *Associations Incorporations Act 1981* (Qld), a member will be treated as being "present" at the Ipswich EGM if they;

- (a) Attend the EGM;
- (b) vote by proxy in accordance with the procedure set out in rule 40 of the Model Rules;  
or
- (c) vote by using technology that reasonably allows the member to hear and take part in the discussions of the EGM as they happen.