

Walgett RSL Memorial Club Ltd
ABN 81 001 065 667
71 Fox Street WALGETT NSW 2832

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 49th Annual General Meeting of Walgett RSL Memorial Club Ltd (**Club**) will be held on Sunday 19th November 2023 at 10am on the Club premises at 71 Fox St Walgett NSW 2832.

BUSINESS:

1. Apologies.
2. Confirmation of the minutes of the Annual General Meeting held on 20th November 2022.
3. To receive and consider:
 - a) President's Report;
 - b) Director's Report;
 - c) Auditors Report; and
 - d) Financial statements for the year ended 30 June 2023.
4. To consider and, if thought fit, pass Ordinary Resolution 1 regarding Directors' benefits.
5. To consider and, if thought fit, pass Ordinary Resolution 2 regarding Directors' professional and educational development.
6. To consider and, if thought fit, pass Ordinary Resolution 3 regarding an honorarium to be paid to the President.
7. Election of the Board of Directors.
8. To notify members of each expression of interest in an amalgamation and unsolicited merger offer that the Club has received from another club within the prior 12 months (if any).
9. To deal with any other business of which proper notice has been given.

NOTES TO MEMBERS:

Members may request a copy of the annual reports from the Club in writing. In their request the member should specify whether they would prefer to receive either a hard copy or an electronic copy of the reports. Any such request will be a standing election made by that member for each subsequent financial year, unless the member notifies the Club otherwise in writing.

Members who do not make a request to receive the annual reports can still access them by:

1. viewing the reports on the Club's website at www.walgettrsl.com.au; or
2. obtaining a copy of the reports from the Club's office on request.

ORDINARY RESOLUTIONS

ORDINARY RESOLUTION 1

That pursuant to the Registered Clubs Act 1976 (NSW):

1. The members hereby approve and agree to the reasonable expenditure by the Club until the next Annual General Meeting of the Club for the following activities:
 - (a) the reasonable cost of a meal and beverage for each Director immediately before or immediately after a Board or committee meeting on the day of that meeting when that meeting corresponds with a normal meal time;
 - (b) the reasonable expenses incurred by Directors in travelling to and from Directors' meetings or other duly constituted committee meetings as approved by the Board from time to time on production of invoices, receipts or other proper documentary evidence of such expenditure;
 - (c) the reasonable expenses incurred by Directors in relation to such other duties including entertainment of special guests to the Club and other promotional activities performed by Directors, provided the expenses incurred are approved by the Board before payment is made on production of invoices, receipts or other proper documentary evidence such expenditure;
 - (d) the provision of blazers and associated apparel for the use of Directors in representing the Club; and
 - (e) reasonable costs of the Directors attending the annual dinner and other functions as approved by the Board.
2. The members acknowledge that the benefits in paragraph 1 above are not available to members generally but only for those who are Directors of the Club and those persons who are directly involved in the above activities.

ORDINARY RESOLUTION 2

That pursuant to the Registered Clubs Act 1976 (NSW):

1. The members hereby approve and agree to the reasonable expenditure by the Club for professional development and educational activities until the next Annual General Meeting of the Club and being:
 - (a) the reasonable cost of Directors attending the ClubsNSW Annual General Meeting and the RSL & Services Club's Annual General Meeting;
 - (b) the reasonable cost of Directors and management employees approved by the Board attending seminars, lectures, trade displays, organised study tours, fact finding tours and other similar events as may be determined by the Board from time to time, provided that the attendances are approved by the Board as being necessary for the benefit of the Club; and
 - (c) the reasonable cost of Directors, where appropriate, attending other registered clubs, hospitality and gaming venues for the purpose of viewing and assessing their facilities and methods of operation, provided such attendances are approved by the Board as being necessary for the benefit of the Club.
2. The members acknowledge that the benefits in paragraph 1 above are not available to members generally but only for those who are Directors and those persons who are directly involved in the above activities.

ORDINARY RESOLUTION 3

That pursuant to the Registered Clubs Act 1976 (NSW), the members hereby approve and agree to an honorarium of \$2,500 be paid to the President (plus any applicable superannuation).

Explanatory Notes – Ordinary Resolutions

1. Under the *Registered Clubs Act 1976* (NSW) (**Registered Clubs Act**), Directors and other members are not entitled to benefits which are not equally available to all Full Members of the Club, unless approval is given by the members under that Act.
2. If Ordinary Resolution 1 is passed, the members approve reasonable expenditure by the Club until the next Annual General Meeting, in relation to duties performed by the Club's Directors and other persons such as committee members.
3. If Ordinary Resolution 2 is passed, the members approve reasonable expenditure by the Club until the next Annual General Meeting for Directors and other relevant persons to participate in the listed professional development and education activities. This expenditure is considered necessary to keep the Club up to date with current trends and developments which may have a significant bearing on the Club's operations and the way in which the Club conducts its business, and, for the Club to play its role in the industry and community.
4. Under section 10(6)(b) of the Registered Clubs Act, honoraria can only be paid if approved by an ordinary resolution of the members entitled to vote in the election of the Board. If Ordinary Resolution 3 is passed, the members approve and agree to an honorarium of \$2,500 be paid to the President.
5. To be passed, each Ordinary Resolution must receive votes in its favour from a simple majority of those members present and voting who, being eligible to do so, vote in person on the Ordinary Resolution.
6. Financial Ordinary Members and Life Members are entitled to vote on each Ordinary Resolution. Employees of the Club are prohibited from voting and proxy voting is prohibited under the Registered Clubs Act.
7. Members are requested to address questions on the Ordinary Resolutions to the Chief Executive Officer in writing at least 7 days before the Annual General Meeting so that they can be addressed and drawn to the attention of the meeting as appropriate.

BY ORDER OF THE BOARD

Paul Clarke Dip Hos. ACCM

CHIEF EXECUTIVE OFFICER

20 October 2023