



NOTICE OF ANNUAL GENERAL MEETING 2023

Notice is hereby given that the Annual General Meeting of the Padstow RSL Club Limited A.B.N 22001034126 will be held in the club's premises at 24-28 Howard Road Padstow at 7pm on Thursday, 30th of November 2023.

BUSINESS

- A) Apologies
- B) To receive and confirm the minutes of the Annual General Meeting 24th November 2022
- C) To receive and consider the Directors Report for the year ending 30th June 2023
- D) To receive and consider the Financial Report and the Auditors Report for the year ending 30th June 2023
- E) To consider and, if thought fit, to pass each Ordinary Resolution any resolution of which notice in writing has been received by the General Manager prior to 16th November 2023
- F) To consider and if thought fit to pass the special resolution, as further indicated.

NOMINATIONS

Nominations for directors are open Monday 30th October 2023 and must be received by the General Manager Not later than 5pm Thursday 23rd November 2023.

There are two director positions up for election at a three-year term with the directors standing down eligible to re-stand.

VOTING

Should an election be required, voting will take place at Padstow RSL Club, 24-28 Howard Road Padstow NSW between the hours of 12 Noon – 2.00pm and 5.00pm – 8.00pm Friday 24th November 2023 and between the hours of 12 Noon – 2.00pm and 5.00pm – 8pm Saturday 25th November 2023.

Eligible members must produce their current membership card to receive a ballot paper.

Thursday 23rd November 2023, cut-off date for applications for membership who will be eligible to vote for the 2023 election.

The counting of votes will take place at the Club commencing at 8.30pm on 25th November 2023. One scrutineer per candidate may be appointed to witness the count. The result of the election will be announced at the Annual General Meeting commencing at 7.00pm Thursday 30th of November 2023.

No "How to Vote" material will be allowed to be distributed within the Club's boundaries.

Any enquiries concerning this election should be directed to the General Manager on 97730528 or mitch@padstowrsl.com.au

By Direction of the Board

Mitch Nakic
General Manager.

PADSTOW RSL CLUB LIMITED
ABN 22 001 034 126

NOTICE OF SPECIAL RESOLUTIONS FOR ANNUAL GENERAL MEETING

NOTICE is hereby given that at the Annual General Meeting of **PADSTOW RSL CLUB LIMITED** which is to be held on **Thursday 30th of November 2023** commencing at **7.00pm** at the premises of the Club, 24-28 Howard Road, Padstow, New South Wales the members will be asked to consider and if thought fit pass the Special Resolutions set out below:

PROCEDURAL MATTERS

1. To be passed a Special Resolution must receive votes in its favour from not less than three quarters (75%) of those members who being eligible to do so vote in person on the Special Resolution at the meeting.
2. Each Special Resolution should be read in conjunction with the notes to members which follow each Special Resolution.
3. **Only Life members and financial Ordinary members are eligible to vote on the special resolutions.**
4. Under the Registered Clubs Act:
 - (a) members who are employees of the Club are not entitled to vote; and
 - (b) proxy voting is prohibited.
5. Amendments to a Special Resolution (other than minor typographical corrections which do not change the substance or effect of the Special Resolution) will not be permitted from the floor of the meeting.
6. The Board of the Club recommends the Special Resolution to members.

FIRST SPECIAL RESOLUTION

[The First Special Resolution is to be read in conjunction with the notes to members set out below.]

That with effect from and for the purposes of the Annual General Meeting of the Club to be held in 2024 and all Annual General Meetings thereafter, the Constitution of Padstow RSL Club Limited be amended by:


deleting Rule 93 (b) "*At any Annual General Meeting or general meeting of the Club, thirty (30) members present in person and eligible to vote shall be a quorum*"

and in lieu thereof inserting the following new Rule 93 (b):

Rule 93 (b) "*At any Annual General Meeting or general meeting of the Club, twenty (20) members present in person and eligible to vote shall be a quorum*"

Dated: 11/10/23

By direction of the Board



Mitch Nakic
Chief Executive Officer

FIRST ORDINARY RESOLUTION

That pursuant to the Registered Clubs Act, 1976:

- (a) The Members hereby agree to approve expenditure by the Club of a sum not exceeding \$30,000 excluding any GST until the next Annual General Meeting of the Club for the following activities of Directors:
 - (i) The reasonable cost of a meal and beverage for each Director before or immediately after a Board or Committee meeting on the day of that meeting where such meeting coincides with a normal meal time
 - (ii) The reasonable expenses incurred by Directors travelling to and from duly constituted meetings as approved by the Board from time to time on production of documentary evidence of such expenditure'
 - (iii) The provision of Corporate Attire to Directors, and cleaning expense of same, so that whilst on duty and on official occasions they can represent the corporate image of the Club.
 - (iv) The reasonable costs (including travel and accommodation expenses) of Directors attending the Registered Clubs Association of NSW (ClubsNSW) Annual General Meeting or similar organisations' Annual General Meetings as determined by the Board from time to time.
 - (v) The reasonable costs of Directors attending ClubsNSW Association Meetings, Western Metropolitan Region Meetings or similar organisations' Meeting as determined by the Board from time to time.
 - (vi) The reasonable costs of Directors attending the Clubs NSW Directors Institute, Educational Meetings, Gaming Conferences, Seminars, Trade Displays, Visitation to other Registered Clubs for the purpose of observing and assessing their methods of operation and facilities to enable the Board to be kept abreast with current trends and developments which may have significant bearing on the conduct of the Club.
 - (vii) The reasonable costs of Directors attending any Club, Charity or Community Function as the representatives of the Club and authorised by the Board to do so.
 - (viii) The reasonable costs associated with the attendance of Directors' spouses/partners where that attendance is appropriate and required to represent the Club as determined by the Board from time to time.
 - (ix) The reasonable expenses incurred by Directors either within the Club or elsewhere in relation to such other duties including entertainment of special guests or dignitaries of the Club and other promotional activities performed by Directors which activities and the expenses there from are approved by the Board before payment is made, on production of documentary evidence of such expenditure.
 - (x) The refreshment facilities in the Clubs' Boardroom be available for Directors to entertain guests of the Club in the Boardroom and that all beverages and refreshments in the Boardroom be at the expense of the Club.
 - (xi) The reasonable costs of Directors and their spouses or partners, Life Members and their spouses or partners and invited guests attending the Directors' Dinner and the Life Members' Dinner and authorised by the Board to do so.
- (b) The Members acknowledge that the benefits in paragraph (a) are not available to Members generally, but only for those who are Directors of the Club or in respect of paragraphs (a) (viii) Directors' spouses/partners, (a) (ix) special guests or dignitaries of the Club, (a) (x) guest of the Club (a) (xi) Directors' spouses/partners – Life Members and their spouses/partners and invited guests.

NOTES TO MEMBERS ON THE ORDINARY RESOLUTIONS

1. The First Ordinary Resolution is to have Members at the Annual General Meeting approve the expenditure by Club of not exceeding \$30,000 in relation to duties performed by the Directors and in certain cases spouses/partners of Directors, Life Members, their spouses/partners, special guests, dignitaries and invited guests.
2. The resolutions cannot be amended or added to by motions from the floor and must be passed or rejected in their entirety.

PROCEDURAL MATTERS IN RELATION TO THE ORDINARY RESOLUTIONS

1. For the Ordinary Resolution to be passed, they must receive votes in favour from not less than a simple majority (50% +1) of those members present and, being eligible to do so, vote in person on the Ordinary Resolution at the meeting.
2. Under the Registered Clubs Act, members who are employees of the Club are not eligible to vote.
3. Proxy voting is prohibited by the Registered Clubs Act.
4. Amendments (other than grammatical or clerical errors or 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.
5. The Board of the Club recommends the ordinary Resolution to the Members.