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## NOTICE OF ANNUAL GENERAL MEETING 2024

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, 7<sup>th</sup> of November 2024.

### BUSINESS

- A) Apologies
- B) To receive and confirm the minutes of the Annual General Meeting 30<sup>th</sup> November 2023
- C) To receive and consider the Directors Report for the year ending 30<sup>th</sup> June 2024
- D) To receive and consider the Financial Report and the Auditors Report for the year ending 30<sup>th</sup> June 2024
- 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 26<sup>th</sup> October 2024
- F) To consider and if thought fit to pass the special resolution, as further indicated.

### NOMINATIONS

Nominations for directors are open Monday 14<sup>th</sup> October 2024 and must be received by the General Manager Not later than 5pm Thursday 31<sup>st</sup> October 2024.

There are three 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 1<sup>st</sup> November 2024 and between the hours of 12 Noon – 2.00pm and 5.00pm – 8pm Saturday 2<sup>nd</sup> November 2024.

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

Thursday 31<sup>st</sup> October 2024, cut-off date for applications for membership who will be eligible to vote for the 2024 election.

The counting of votes will take place at the Club commencing at 8.30pm on 2<sup>nd</sup> of November 2024. 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 7<sup>th</sup> of November 2024.

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](mailto:mitch@padstowrsl.com.au)

By Direction of the Board

Mitch Nakic  
General Manager.



**PADSTOW RSL CLUB LIMITED**

**ABN 22 001 034 126**

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**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 mealtime.
    - (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 organization's Annual General Meetings as determined by the Board from time to time.
    - (v) The reasonable costs of Directors attending Clubs SW Association Meetings, Western Metropolitan Region Meetings or similar organization's Meeting as determined by the Board from time to time.
    - (vi) The reasonable costs of Directors attending the ClubsNSW 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 authorized 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 authorized 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, (ix) special guests or dignitaries of the Club, (x) guest of the Club (xi) Directors' spouses/partners, Life Members and their spouses/partners and invited guests.
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### **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.
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**PADSTOW RSL CLUB LIMITED**

**ABN 22 001 034 126**

**NOTICE OF SPECIAL RESOLUTIONS FOR ANNUAL GENERAL MEETING**

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**PROCEDURAL MATTERS FOR SPECIAL RESOLUTION**

1. To be passed, the Special Resolution must receive votes in 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. **Only Life members and financial Ordinary members can vote on the Special Resolution.**
  3. Under the Registered Clubs Act, members who are employees of the Club are not entitled to vote and proxy voting is prohibited.
  4. The Board recommends the Special Resolution to members.
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**SPECIAL RESOLUTION**

That the Constitution of Padstow R.S.L. Club Limited be amended by **deleting** Rule 30(a) and **inserting** the following new Rule 30(a):

*“(a) Any person whose permanent place of residence in New South Wales is not less than such minimum distance from the Club as set out by the Board by By-law pursuant to this Constitution.”*

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**NOTES TO MEMBERS ON SPECIAL RESOLUTION**

1. The Registered Clubs Act currently provides that a person cannot be admitted to Temporary membership of the Club if they reside within a five (5) kilometre radius of the Club (**5 Kilometre Rule**).
  2. In practical terms, the 5 Kilometre Rule means that a person who resides within a five (5) kilometre radius of the Club can only attend the Club if they are a member of the Club or a guest of a member of the Club.
  3. Rule 30(a) of the Club's Constitution provides that a person can only be admitted to Temporary membership if their place of residence is not less than five (5) kilometres from the Club (which reflects the 5 Kilometre Rule) or such other greater distance determined by the Board.
  4. The NSW Government has recently announced that the 5 Kilometre Rule will shortly be abolished.
  5. Accordingly, the Special Resolution proposes to amend Rule 30(a) of the Club's Constitution by deleting the section of the rule which reflects the 5 Kilometre Rule.
  6. Therefore, if the Special Resolution is passed, a person may only be admitted to Temporary membership of the Club if their place of residence is not less than such distance from the Club as determined by the Board (subject to any requirements which may exist in the Registered Clubs Act from time to time).
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Dated: **11/10/2024**

By direction of the Board

Mitch Nakic



24 – 28 Howard Road Padstow 2211 NSW – Ph. 9773 0528 email. [info@padstowrsl.com.au](mailto:info@padstowrsl.com.au)

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## 2024 ELECTION OF THE BOARD OF DIRECTORS

**NOMINATIONS** are invited for the following positions under Rules 50, 51 & 52 of the Padstow RSL Club Constitution

**DIRECTORS (3)** For a 3-year term

50(b) only financial ordinary and life members who have been members of the club for at least two years prior to their nomination for an appointment to the board are eligible to be elected or appointed to the board of directors. A copy of the club's constitution is on the clubs notice board. Nomination forms are available from the clubs General Manager or duly authorized nominee.

### **FUTURE DIRECTORS**

Successful candidates will be obliged to complete the Mandatory Club Directors training as determined by the Office of Liquor Gaming and Racing within 12 months of their appointment.

### **LODGEMENT OF NOMINATIONS**

Padstow RSL Club LTD is regulated by ASIC and registered under the Corporations Act 2001, as such it is a requirement that all interested candidates must have a mandatory Director Identification Number. Candidates can apply for a Director Identification Number (DIN) online through the Australian Business Registry Service (ABRS) website to receive the 16-digit number prior to the issuance of a nomination form and eligibility to stand.

Nominations will open on **Monday 14<sup>th</sup> October 2024** and must be received by the General Manager **Not later than 5pm Thursday 31<sup>st</sup> October 2024**.

If required a draw for ballot positions will be drawn for public viewing by the returning officer at 5:30pm.

### **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 1<sup>st</sup> November 2024 and between the hours of 12 Noon – 2.00pm and 5.00pm – 8pm Saturday 2<sup>nd</sup> November 2024.

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

Thursday 29<sup>th</sup> October 2024, cut-off date for applications for membership who will be eligible to vote for the 2024 election.

The counting of votes will take place at the Club commencing at 8.30pm on 2<sup>nd</sup> of November 2024. 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 7<sup>th</sup> of November 2024.

### **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 9773 0528 or [mitch@padstowrsl.com.au](mailto:mitch@padstowrsl.com.au)**

**Mitch Nakic**

General Manager