

Notice is hereby given that the 76TH ANNUAL GENERAL MEETING OF CITY OF SYDNEY RSL AND COMMUNITY CLUB LIMITED will be held on **Sunday 5 May 2024** at the hour of **10:00 am** in the premises of the Club Level 2, 565 George Street Sydney NSW.

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## **BUSINESS**

The business of the Annual General Meeting shall be as follows:

- (a) To confirm the minutes of the previous Annual General Meeting.
- (b) To receive and consider a report from the President.
- (c) To receive and consider the Statement of Comprehensive Income and Statement of Financial Position and the report of the Auditor for the year ended 31 December 2023.
- (d) To confirm the auditors Pitcher Partners Newcastle for 2024.
- (e) To conduct the election of the Board for the next 2-year term comprising a President, Vice-President and four (4) Directors for the next two years.
- (f) To consider and if thought fit pass the Ordinary Resolution for the approval of Directors expenditure contained in this notice.

### **ALL MEMBERS ATTENDING THIS MEETING MUST PRODUCE THEIR MEMBERSHIP CARD**

**The Club's annual financial report will be published on the Club's website at least 21 days before the date of the meeting. Members can also request a copy from the office.**

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## **NOTE TO MEMBERS - ELECTION OF THE BOARD AND VOTING AT THE MEETING**

Approved and completed nominations for election to the Board must be delivered to the Chief Executive Officer by 4pm 20<sup>th</sup> April 2024.

If required, the draw to determine the order of the names of candidates on the ballot paper will be held at 10:30am on Monday 9am 22<sup>nd</sup> April 2024 at the Club's administrative offices on level 3.

The Registered Clubs Act does not permit proxy voting and therefore members must personally attend the Annual General Meeting to cast their vote in the election of the Board and to vote on any other matter considered at the meeting.

A member is not entitled to attend or vote at the Annual General Meeting of the Club, nominate persons for election to the Board of the Club, vote in the election of the Board, or be elected or appointed to the Board if they are suspended, unfinancial or have not been a member of the Club for at least five (5) consecutive years since their last election to membership.

## **NOTE TO MEMBERS- QUESTIONS FOR THE MEETING**

Members are requested to advise the Chief Executive Officer, in writing, seven days (7) days prior to the date of the Annual General Meeting of any questions relating to the Financial Report. This is to allow the Club to obtain information from the Club's records to provide an answer at the Annual General Meeting. If you do not provide your question to the Club prior to the Annual General Meeting, it may not be possible to answer your question at the meeting.

## **PROCEDURAL NOTES TO MEMBERS ON THE RESOLUTIONS**

1. To be passed, an ordinary resolution must receive votes in favour a majority at least (50% plus) of those members who, being eligible to do so, vote in person on the resolution at the meeting.

2. Only:
    - (a) Life Members.
    - (b) Permanent members and
    - (c) Financial club members and financial social members who have been members of the club for at least five (5) consecutive years since their last election to membership.
  3. Are entitled to attend the meeting and vote on the resolutions.
  4. Under the Registered Clubs Act:
    - (a) Members who are employees of the Club are not entitled to vote.
    - (b) Proxy voting is prohibited.
  5. The Board of the Club recommends the resolutions to members:
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## **ORDINARY RESOLUTION**

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve and agree to expenditure by the Club until the next Annual General Meeting of the Club for the following activities of Directors and advisory committee members:
  - (i) 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.
  - (ii) Reasonable expenses incurred by Directors in travelling to and from Directors' meetings or other duly constituted committee meetings or Club events as approved by the Board from time to time including airfares and accommodation from the 2023 financial year on the production of invoices, receipts, or other proper documentary evidence of such expenditure.
  - (iii) Reasonable expenses incurred by the Directors in relation to such other duties to the Club, including entertainment of special guests, whether or not they be members of the Club, and other promotional activities performed by Directors and advisory Committee Members, which activities and the expenses therefore are approved by the Board before payment is made on production of receipts, invoices or other proper documentary evidence of such expenditure.
  - (iv) Reasonable expenses incurred for Directors' uniforms and associated apparel as may be necessary for current and new Directors and advisory Committee Members.
  - (v) The reasonable cost of an electronic device (for example a laptop computer, iPad, tablet or other similar device) and internet access being made available to Directors and advisory Committee Members in respect of their duties as Directors of the Club
  - (vi) The reasonable cost of Directors attending the Clubs NSW Annual General Meeting;
  - (vii) The reasonable cost of the Directors attending seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time;
  - (viii) The reasonable cost of Directors attending other registered clubs for the purpose of viewing and assessing their facilities and methods of operation, providing such attendances are approved by the Board as being necessary for the betterment of the Club;
  - (ix) The reasonable cost of Directors and their partners, attending any community or charity function as the representatives of the Club and authorised by the Board to do so;

- (x) The bar in the Club Boardroom being available for Directors to entertain guests of the Club in the Boardroom and that all reasonable drinks and refreshments in the Boardroom be at the expense of the Club.
  - (xi) The costs of Directors entertaining up to three (3) guests whilst on duty at the Club, whether or not they be members of the Club. Such entertaining is to be reasonable and limited to meals, drinks and internal shows
  - (xii) The costs of the Club providing to the President of the Club a mobile phone and the Club paying for all costs of such phone.
  - (xiii) The costs of the Club providing to the Vice President of the Club a mobile phone and the Club paying for all costs of such phone.
  - (xiv) The reasonable costs of directors in travelling to and from Board and Committee meetings.
- (b) The members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are Directors and advisory Committee Members of the Club.

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### NOTES TO MEMBERS ON ORDINARY RESOLUTION

1. The Ordinary Resolution is to have the members in General Meeting expenditure by the Club in relation to:
- (a) duties performed by the Club's Directors and advisory Committee Members.
  - (b) Directors attending seminars, lectures, trade displays and other similar events, including the Clubs NSW Annual General Meeting, and visiting other clubs, to enable the Club's governing body to be kept abreast of current trends and developments which may have a significant bearing on the nature and way in which the Club conducts its business.
  - (c) the entertainment of guests of the Club by Directors in the Club Boardroom at the expense of the Club.
  - (d) the entertainment of up to three guests by a director whilst on duty at the Club.
  - (e) the Club providing mobile phones to the President and the Vice President of the Club and paying all costs for those phones.
  - (f) the cost of directors in travelling to and from Board and Committee meetings.

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Dated 20<sup>th</sup> March 2024

By Order of the Board



*D.J. O'Dwyer*

**Chief Executive Officer**