



CHATSWOOD RSL CLUB LTD

2024 ANNUAL GENERAL MEETING | ACN 000 797 437

BOARD OF DIRECTORS

President: Craig Murray

Deputy President: Garry Brigden

Directors: Margaret Wilton, Robert McLeod, Malcolm Dimmock, William Coombes, Bretton Pack

Notice is hereby given that the Annual General Meeting of the Chatswood RSL Club Limited will be held on Tuesday 22 October 2024 at 7pm in the Multi-Purpose Room at the Company premises, 1 Thomas Street, Chatswood. In accordance with Rule 35.17 of the Constitution, Notice is hereby formally given.

BUSINESS

1. Apologies
2. To approve Minutes of the November 2023 AGM.
3. To receive and consider the Annual Financial Report
4. To receive the Directors' Report and Director's Declaration
5. To receive the Auditor's Report
6. Notice of Resolutions – refer Annexure 'A' – see overleaf for Notices of Ordinary Resolutions regarding, Proposed payment of Honorariums to Directors, Professional Development and Communication Expenses
7. To receive the Declaration of the Ballot for Office Bearers
8. Appointment of Returning Officers and Scrutineers for 2024/2026
9. General Business (including Members' Recommendations to the Board)

Any member who wishes to raise questions at the Annual General Meeting regarding the Reports referred to above please, in all fairness to the Finance Director, put the same in writing in a sealed envelope and present this to the Club's Duty Manager no later than one week before the Annual General Meeting. This will allow for a more accurate answer to be presented to you at the Annual General Meeting.

ANNEXURE A – ORDINARY RESOLUTIONS PROCEDURAL MATTERS

1. To be passed, an Ordinary Resolution must receive votes from not less than a majority of those members who, being eligible to do so, vote in person on the Ordinary Resolution at the meeting.
2. The Registered Clubs Act provides that:
 - a. members who are employees of the Club are not entitled to vote; and
 - b. proxy voting is prohibited.

FIRST ORDINARY RESOLUTION

That the members hereby approve:

- a. The payment of the following honorariums to directors of the Club (plus the superannuation contributions payable by the Club under the Superannuation Guarantee (Administration) Act 1992) for services as directors of the Club from the Annual General Meeting held in 2024 until the Annual General Meeting held in 2025:
 - (i). President - \$13,500 (plus superannuation at 11.5% until 30 June 2025 and then 12% from July 2025)
 - (ii). Deputy President - \$12,500 (plus superannuation at 11.5% until 30 June 2025 and then 12% from July 2025)
 - (iii). Finance Director - \$12,500 (plus superannuation at 11.5% until 30 June 2025 and then 12% from July 2025)
 - (iv). House Director - \$12,500 (plus superannuation at 11.5% until 30 June 2025 and then 12% from July 2025)
 - (v). Promotions Director - \$11,500 (plus superannuation at 11.5% until 30 June 2025 and then 12% from July 2025)
 - (vi). Membership Director - \$11,500 (plus superannuation at 11.5% until 30 June 2025 and then 12% from July 2025)
 - (vii). Ordinary Directors - \$11,500 (plus superannuation at 11.5% until 30 June 2025 and then 12% from July 2025)
- b. Such honorariums to be paid on a pro-rata basis if a director only holds office for part of the term.

Notes to Members on First Ordinary Resolution

1. The First Ordinary Resolution is to have members approve honorariums to be paid to directors (plus the superannuation contributions payable by the Club under the Superannuation Guarantee (Administration) Act 1992) in respect of duties performed by them from the Annual General Meeting to be held in 2024 until the Annual General Meeting to be held in 2025.
2. If a director only holds office for part of the term, the honorarium paid to that director will be paid on a pro-rata basis (which means that the director will only receive part of the honorarium).
3. The honorariums are to enable directors to pay for their travelling expenses and other out of pocket expenses incurred by them in relation to their duties as directors of the Club.
4. The Board believes that, provided each honorarium is sufficient, this is the simplest way of providing for the out-of-pocket expenses of directors and avoids the complexity of the Registered Clubs Act in relation to the procedures for reimbursing directors for their out-of-pocket expenses.
5. A director shall only be entitled to one honorarium. Therefore, if a director performs the duties of multiple directors that director will not receive multiple honorariums.

SECOND ORDINARY RESOLUTION

That the members hereby:

- a. Approve expenditure by the Club of an amount not exceeding \$50,000 until the next Annual General Meeting for the following:
 - (i). The reasonable cost of directors attending seminars, lectures and other educational activities as determined by the Board from time to time.
 - (ii). The reasonable costs (including travel and accommodation expenses) of directors attending meetings, conferences and trade shows conducted by ClubsNSW and the Club Managers Association and of attending seminars, lectures, trade displays, organised study tours, fact finding tours some of which may involve overseas travel and other similar events as determined by the Board from time to time.

- (iii). The reasonable cost of directors attending any other venue for the purpose of viewing and assessing its facilities as determined by the Board as being necessary for the benefit of the Club.
 - (iv). The reasonable cost of directors (and their spouses/partners if required) attending any club, community or charity function as the representatives of the Club and authorised by the Board to do so.
 - (v). The reasonable cost of Club apparel being provided to directors as required.
 - (vi). The reasonable cost of meals after Board meetings being provided to directors as required.
- b. Acknowledge that the benefits in paragraph (a) are not available for members generally but are only for those who are directors of the Club.

Notes to Members on Second Ordinary Resolution

1. The Second Ordinary Resolution is to have members approve an amount no greater than \$50,000 for expenditure by the Club on directors attending seminars, lectures, trade displays and other similar events (including the ClubsNSW Annual Conference and Annual General Meeting) some of which may include overseas travel and to visit other venues to enable the Board to be kept abreast of current trends and developments which may have a significant bearing on the nature of the Club's business and the way it conducts that business.
2. Although the Second Ordinary Resolution sets an upper limit of \$50,000, there will still be an obligation on the Board of the Club to ensure that all costs of professional development and education and other matters mentioned are reasonable and are properly incurred and documented. It may well be the case that the upper limit will not be reached.

THIRD ORDINARY RESOLUTION

That the members hereby approve expenditure by the Club until the next Annual General Meeting for the following:

- a. The reasonable cost of a mobile phone and phone calls for the President, Deputy President and Directors in respect of their duties as President, Deputy President and Directors of the Club;
- b. The reasonable cost of an electronic device (for example a laptop computer, iPad, tablet or other similar device) and an electronic storage device (for example a flash drive or portable hard drive) being made available to directors in respect of their duties as directors of the Club;
- c. The reasonable cost of internet access being provided to the directors in respect of their duties as the directors of the Club.

Notes to Members on Third Ordinary Resolution

1. The Third Ordinary Resolution is to have members approve expenditure by the Club on electronic equipment for directors to use in respect of their duties as directors of the Club
2. Included in the Third Ordinary Resolution is the reasonable cost of:
 - a. A mobile phone (and phone calls) for the President, Deputy President and Directors in respect of their duties;
 - b. An electronic device (laptop, iPad or similar device) and an electronic storage device (flash drive or portable hard drive) being made available to directors in respect of their duties as directors;
 - c. The reasonable cost of internet access being made available to the directors in respect of their duties as directors.
3. The electronic devices will reduce the Club's environmental impact. They significantly reduce the paper used by the Club and enhance communications between Club management and directors.

BY ORDER OF THE BOARD

Andrew Hoschke
Chief Executive Officer
27th August 2024

ELECTION OF THE BOARD OF DIRECTORS 2024-2026

In accordance with Rule 28.1 (g) of the Club's Articles of Association notice is hereby given that the following Club members have been proposed as nominees for the 2024-2026 election for the Board of Directors.

NAME OF NOMINEE	ADDRESS OF NOMINEE	POSITION(S) NOMINATED FOR
CRAIG D. MURRAY	LANE COVE 2066	PRESIDENT
GARRY C. BRIGDEN	LANE COVE 2066	DEPUTY PRESIDENT
MARGARET (PEGGY) E. WILTON	LANE COVE 2066	DIRECTOR
MALCOLM J. DIMMOCK	MARSFIELD 2122	DIRECTOR
ROBERT L. McLEOD	BEROWRA HEIGHTS 2082	DIRECTOR
WILLIAM L. COOMBES	ROZELLE 2039	DIRECTOR
BRETTON J. PACK	NORTH MANLY 2100	DIRECTOR

Andrew Hoschke
Secretary Manager
Chatswood RSL Club Ltd
17th September 2024

ELECTION OF OFFICE BEARERS / DIRECTORS 2024/2026

NOTICE

Dear Club Members,

In accordance with Rule 28.1 (h) of the Club's Constitution I wish to formally advise you that

(h) If the number of candidates duly nominated for any office on the Board does not exceed the number required to be elected, the Secretary shall so advise the Returning Officer who shall so report to the Biennial General Meeting at which the result of the election is to be announced. The Returning Officer shall declare such candidate or candidates duly elected to the office for which they were nominated.

In the case of the 2024/2026 Election for Directors the situation described in 28.1 (h) above has arisen.

Accordingly, I wish to advise that there will be no 2024/2026 Election for Directors as the nominees does not exceed the number required to be elected and are therefore elected unopposed.

If you have any queries please address them to the Club's Secretary Manager who will be able to further explain the situation to you.

BERNARD (STEVE) GRACE / PETER KUSKIS
Returning Officer / Deputy Returning Officer
Chatswood RSL Club Ltd
17th September 2024