

NOTICE OF 2023 ANNUAL GENERAL MEETING

Notice is hereby given that the **2023 Annual General Meeting** of the Paddington – Woollahra R.S.L. Memorial & Community Club Co-Operative Ltd.,

Will be held in the **Club Auditorium** at 220 - 232 Oxford, Street, Paddington on

Sunday, 30th April 2023 commencing at 2:00pm

The Club's Annual Report/Finance Report for 2022 is available on the website www.paddorsl.com.au or alternatively a copy can be obtained from the Club.

All questions to the Auditor must be submitted to the General Manager in writing at least five (5) days prior to the AGM by delivery, post or email to stuart@paddorsl.com.au

BUSINESS

1. Opening and quorum
2. Vale – Minute silence for members who have passed
3. Apologies
4. Confirmation of the minutes of the previous general meeting
5. To receive and consider the Executive and Management reports.
6. To receive and consider the Financial Report and Auditor's report, including the Club's response.
7. To declare elected the Directors and conduct an election for a vacant position.
8. To confirm the Auditor.
9. The members consider and approve Ordinary Resolution 1, expenditure for the following period as set out in the attached information.
10. The members consider and approve Special Resolution 1 & 2, as set out in the attached information.
11. General Business - A reasonable opportunity shall be allowed for the members to ask questions about, or make comments on, the management of the club.
12. Closure

Notes

1. Members may submit a written question to the auditor if the question is relevant to the content of the auditor's report. The question shall be submitted no later than five (5) business days before the annual general meeting.
2. The club's auditor may be heard on any part of the accounts including the process of the club's audit.
3. If the Club's Auditor or his representative is at the meeting, a reasonable opportunity will be provided for members to ask the Auditor or his representative, questions relevant to the conduct of the audit and the preparation and content of the Auditor's Report.

By Order of the Board of Directors
Stuart Cairns – General Manager.
Date: 12 April 2023

Attached Information – Paddo RSL AGM 29 May 2022

ORDINARY RESOLUTION 1.

That pursuant to the Registered Clubs Act:

The members hereby approve and agree to reasonable expenses for the Board of Directors in a sum not exceeding \$25,000 until the next Annual General Meeting of the Club, for the following expenses subject to the approval by the Board of Directors:

- (a) The reasonable cost of beverages for each Director, whenever they are duly performing at the club.
- (b) The reasonable expense of safe transport incurred in traveling to the club for meetings and other functions as required and approved by the Board.
- (c) The reasonable expense incurred by Directors either within or elsewhere in relation to such duties including entertainment of special guests of the Club and other promotional duties as approved by the Board.
- (d) The reasonable expenses of supply of Christmas fare to the Directors as approved by the Board.
- (e) The reasonable costs of Directors and/or Officers attending meetings of other Associations of which the club is a member.
- (f) The reasonable cost of attendance at functions with partners where appropriate and required to represent the club and authorised by the Board to do so.
- (g) The reasonable cost of Directors and or Officers attending at the Registered Clubs Association and Clubs NSW AGM, conferences and Trade Exhibitions.
- (h) The reasonable cost of issuing each Director clothing apparel for wear while representing the club.
- (i) The reasonable cost of Directors attending other clubs, lectures, trade displays and organized study programs and fact finding visits as approved by the Board.
- (j) The reasonable cost of Directors completing mandatory Director Training as required by the Registered Clubs Act

The members acknowledge that the benefits as listed above are not available to members generally, but only for those who are Directors and/or Officers of the Club and those members who are directly involved in the above activities.

Explanatory Notes – Ordinary Resolution 1

1. Under the Registered Clubs Act 1976 (NSW)(Registered Clubs Act) benefits may only be given to Directors and others representing the Club, which are not also available to every Full Member of the Club, when those benefits are approved by ordinary resolution of the members.
2. Ordinary Resolution 1 seeks to have the members at the AGM approve of an amount of up to \$25,000.
3. This amount had remained at \$20,000 for a number of years and has been increased this year to catch up with inflation and will also now include the cost of mandatory Director training.

SPECIAL RESOLUTION –

That the Club's Constitution be amended to recognise long serving members by amending the following Rules as indicated.

1. 1 X Board Member of the (nine available) to be under the age of 35 years old to be elected or chosen as a Director – *Rule 63 (a) (1)*.
2. Every nomination for Director must be accompanied by qualifications (not more than 3 years old) of a Club Director as approved by the Director of Liquor Gaming & Racing – *Rule 64 (b) (1)*.

Notes to Members

1. All Life members and active Ordinary members are entitled to attend the AGM.
2. To be passed, the Ordinary Resolution must receive votes in its favour from not less than a majority (50% + 1) of those Life members and active Ordinary members who are present and vote in person at the AGM.
3. To be passed, the Special Resolution must receive votes in its favour from not less than a two thirds of those Life members and active Ordinary members who are present and vote in person at the AGM, and will come into effect when registered with the Registrar of Co-operatives.
4. The Resolutions must be considered as a whole and cannot be altered by motions from the floor of the AGM.
5. Members of the Club, who are employees of the Club, cannot vote at the AGM.
6. Proxy Votes are not allowed under the Registered Clubs Act 1976.