

NOTICE OF ANNUAL GENERAL MEETING
LEO MCCARTHY MEMORIAL SMITHFIELD RSL SUB-BRANCH CLUB LTD
ACN 000 926 661

Notice is hereby given that the Annual General Meeting of Leo McCarthy Memorial Smithfield RSL Sub-Branch Club Ltd (the Club) will be held on **Sunday 27th March 2022 at 10am** in the Club's Auditorium, Corner of Cumberland Highway & Neville Street, Smithfield, New South Wales.

BUSINESS

1. Apologies.
2. To Confirm the Minutes of the previous Annual General Meeting held on 28th March 2021.
3. To receive and consider the Financial Report for the year ended 31st December 2021, the Directors' Report for the year ended 31st December 2021 and the Auditor's Report on the Financial Report for the year ended 31st December 2021.
4. To Declare the results of the biennial election of the Board of Directors
5. To consider and if thought fit pass the six (6) Ordinary Resolutions set out in this Notice.
6. To deal with any other business of which due notice has been given to members.
7. To receive by way of general business recommendations and comments for the incoming Board.

BUSINESS AND ANNUAL REPORTS

All Business to be dealt with at the Annual General Meeting must be handed to the Chief Executive Officer by the close of business two (2) months prior to the Annual General Meeting.

Members can receive the Annual Report (which include the documents in Agenda Item 3 above) if they give notice in writing to the Club requesting a copy of the Annual Report. If such a written request has previously been made by a member a copy of the Annual Report will be sent to that member.

Alternatively members can access the Annual Report through the Club's website where the reports in Agenda Item 3 will be published not less than 21 days before the Annual General Meeting.

MEMBERSHIP RENEWALS

Subscriptions for membership renewals for the year 2021 must have been paid by **1st January 2022**. If subscriptions were not paid by **31st January 2022** membership of defaulting members is automatically cancelled. If in doubt about your membership status, please contact the Club.

By direction of the Board

Shane Atkins
Chief Executive Officer

ORDINARY RESOLUTIONS

FIRST ORDINARY RESOLUTION

That the members hereby approve the payment of an honorarium for the President of the Club for the year 2022/2023 in the sum of \$8,225. *(Plus the superannuation Guarantee Levy of 9.5%)*

SECOND ORDINARY RESOLUTION

That the members hereby approve the payment of an honorarium for the Senior Vice President of the Club for the year 2022/2023 in the sum of \$5,275

THIRD ORDINARY RESOLUTION

That the members hereby approve the payment of an honorarium for the Vice President of the Club for the year 2022/2023 in the sum of \$5,275

FOURTH ORDINARY RESOLUTION

That the members hereby approve the payment of an honorarium for the ordinary directors of the Club for the year 2022/2023 in the sum of \$2,855

FIFTH ORDINARY RESOLUTION

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

- (a) The provision of uniforms for directors.
 - (b) The reasonable expenses incurred by directors travelling to or from meetings or functions (including taxi fares or cab charges) approved by the Board on production of documentary evidence of such expenditure.
 - (c) The provision of designated car parking spaces for directors.
 - (d) The provision of mobile phones and reasonable associated expenses for the President, and Senior Vice President.
 - (e) The reasonable costs of directors (and their spouses/partners) and Club Patrons attending a Mid-Year Board Dinner and Christmas Board Dinner.
 - (f) The reasonable costs of directors' spouses or partners, Club Patrons and special guests receiving gifts of appreciation at the Christmas Board Dinner.
 - (g) The reasonable cost of a meal and beverage for each director before and after a Board or Committee meeting on the day of that meeting where such meeting coincides with a normal meal time.
 - (h) The reasonable expenses incurred by directors either within the Club or elsewhere in relation to other duties including entertaining special guests or dignitaries of the Club and other promotional activities approved by the Board on production of documentary evidence of such expenditure.
 - (i) The provision of free reserved seating to shows, concerts or other events for directors and their spouses/partners as approved by the Board.
 - (j) The reasonable costs of directors attending seminars, lectures and other educational activities as determined by the Board from time to time.
 - (k) The reasonable costs (including travel and accommodation expenses) of directors attending meetings, conferences and trade shows conducted by ClubsNSW, the Club Managers Association and such other conferences and trade shows, some of which may involve overseas travel as determined by the Board from time to time.
 - (l) The reasonable cost of directors attending any other registered club for the purpose of viewing and assessing its facilities as determined by the Board as being necessary for the benefit of the Club.
 - (m) The reasonable costs of directors (and their spouses/partners) attending any club, community or charity function as the representatives of the Club and authorised by the Board to do so.
 - (n) The reasonable cost of providing a bar service in the boardroom of the Club which is available to directors whether or not incidental to their attendance at a Board meeting or other duties as directors.
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Notes to Members on Ordinary Resolutions for Directors' Benefits

1. The First, Second, Third and Fourth Ordinary Resolutions are to approve honorariums for the President, Senior Vice President, Vice President and remaining members of the Board.
2. The Registered Clubs Act entitles a member of the governing body or of any committee of the Club to receive an honorarium if it has been approved by a resolution passed at a general meeting.
3. The Fifth Ordinary Resolution is to approve various items of expenditure relating to directors and in certain cases spouses/partners of directors, club patrons and special guests.
4. Notwithstanding approval in the terms of the Fifth Ordinary Resolution by the members at the Annual General Meeting, the Registered Clubs Act still requires out of pocket expenses, reasonably incurred by directors in the course of carrying out their duties, to be also authorised by a current resolution of the Board.

ORDINARY RESOLUTION FOR HONORARY LIFE MEMBERSHIP

That **Eugene Kajan membership #994, Shane Atkins membership #2, and William (Bill) Cruwys membership #725** having been nominated for Honorary Life Membership and that nomination(s) having been approved by the Board as required by the Constitution is hereby approved by this Annual General Meeting as an Honorary Life Member of the Leo McCarthy Memorial Smithfield RSL Sub-Branch Club Limited.

Notes to Members on Ordinary Resolution for Life Membership

1. In accordance with Rule 7(c) of the Club's Constitution, Eugene Kajan, Shane Atkins and William (Bill) Cruwys have been nominated for Honorary Life Membership by one member, being Perry Mansfield membership #6954, and seconded by another member, being Steve Todeski membership #5605, and that nomination has been approved by the Board of the Club.
2. Rule 7(c) provides that Honorary Life Membership may be conferred on a member who has rendered outstanding service to the Club.
3. An Honorary Life Member has all the privileges of membership of the class of that person immediately before becoming an Honorary Life Member, but is also not required to pay an annual subscription.

Procedural Matters for all Ordinary Resolutions

1. To be passed each ordinary resolution must receive votes from not less than a simple majority (50% + 1) of those members who being eligible to do so vote in person on the resolution at the meeting.
 2. Financial Service members, financial Associate members and Honorary Life members are all eligible to vote on each of the Resolutions.
 3. Under the Registered Clubs Act, members who are employees of the Club are not eligible to vote and proxy voting is prohibited.
 4. The Board of the Club recommends to members each of the five Ordinary Resolutions for Directors' benefits and the Ordinary Resolution for Life Membership.
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Dated: 21st January 2022

By direction of the Board

Shane Atkins
Secretary CEO