

SEVEN HILLS - TOONGABBIE RSL CLUB LIMITED

ABN 65 000 862 680

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Seven Hills – Toongabbie RSL Club Limited (Club) will be held on Sunday 23 May 2021 at 10.00am on the Club premises at the corner of Best Road and William Street, Seven Hills.

BUSINESS OF MEETING

- (a) To confirm the Minutes of the 2020 Annual General Meeting held on Sunday 26 July 2020.
- (b) To receive and consider the Reports of the Board of Directors.
- (c) To receive and consider the Financial Statements and the Report of the Auditor.
- (d) To consider, and if thought fit, pass four Ordinary Resolutions (set out below).
- (e) To finalise the Election of the Board of Directors.
- (f) To deal with any business of which due notice has been given.
- (g) To deal with any business that the Meeting may approve of for which due notice has not been given.

First Ordinary Resolution

That pursuant to section 10(6A)(b) of the Registered Clubs Act 1976:-

- (a) The Members hereby approve expenditure by the Club in a sum not exceeding \$50,000 over the following 12 months for the following activities of the Directors:
 - (i) The cost of the meal and beverage for each Director immediately before or immediately after a Board of Committee Meeting on the day of the Meeting.
 - (ii) Reasonable expenses incurred by Directors in travelling to and from Directors' or other duly constituted Committee Meetings as approved by the Board from time to time on production of invoices, receipts or other proper documentary evidence of such expenditure.
 - (iii) Reasonable expenses incurred by Directors in relation to such other duties including entertainment of special guests of the Club and other promotional activities as is performed as a Director in relation to the Club which expenses are approved by the Board before payment is made on production of receipt, invoices or other proper documentary evidence of such expenditure.
- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to Members generally but only for those who are Directors of the Club.

Second Ordinary Resolution

That pursuant to section 10(6A)(b) of the Registered Clubs Act 1976:

- (a) The Members hereby approve expenditure by the Club in a sum not exceeding \$40,000 for the professional development and education of Directors over the following 12 months including:
 - (i) The reasonable cost of Directors attending at the Registered Clubs' Association Annual General Meeting.
 - (ii) The reasonable cost of Directors attending seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time.
 - (iii) The reasonable cost of Directors attending other Clubs throughout the State for the purpose of observing their facilities and methods of operations.
- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to Members generally but only for those who are Directors of the Club.

Third Ordinary Resolution

That pursuant to section 10(6A)(b) of the Registered Clubs Act 1976:

- (a) That the Members hereby approve provision for 8 Directors car parking spots, provision for 3 Sub Branch car parking spots and provision for 1 Welfare Officer car parking spot.
- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to Members generally but only for those who are Directors of the Club, the Sub Branch and the Welfare Officer.

Fourth Ordinary Resolution

That pursuant to section 10(6)(b) of the Registered Clubs Act 1976:

- (a) That the Members approve the payment of an honorarium to each Director of the Club in the sum of \$10,682 for his/her service as a Member of the Board of the Club until the next Annual General Meeting of the Club, such honorarium to be paid by equal instalments at each Board Meeting. This honorarium will increase by CPI at each AGM.
- (b) That the Members approve the payment of an honorarium to the Chairman of the Club in the sum of \$12,818 for his/her service as a Chairman and a Member of the Board of the Club until the next Annual General Meeting of the Club, such honorarium to be paid by equal instalments at each Board Meeting. This honorarium will increase by CPI at each AGM.
- (c) The Members acknowledge that the benefits in paragraph (a) and (b) above are not available to Members generally but only for those who are Directors of the Club.

Explanatory Message to Members regarding Ordinary Resolutions One to Four

Section 10(1)(i) and (j) of the *Registered Clubs Act 1976* prohibits the Club from offering a benefit or advantage to any member unless it is offered equally to all members of the Club.

Section 10(6A)(b) of the *Registered Clubs Act 1976* allows a member to receive a benefit if the benefit conferred is not in the form of money (ie is in the form of meals, drinks, car parking spaces etc) and those benefits are approved by an ordinary resolution of the members of the Club in general meeting prior to the benefit being provided.

Section 10(6)(b) of the *Registered Clubs Act 1976* provides an exception to section 10(1)(i) and (j) where the benefit comprises an honorarium conferred on Directors of the Club.

The First Ordinary Resolution is to have the members in general meeting approve, in accordance with section 10(6A)(b) of the *Registered Clubs Act 1976*, reasonable expenditure by the Club in relation to the conferral of non-monetary benefits on Directors and specific members as specified in the resolution.

The Second Ordinary Resolution is to have the members in general meeting approve, in accordance with section 10(6A)(b) of the *Registered Clubs Act 1976* non-monetary benefits including the reasonable expenditure by the Club for the Directors to attend seminars, lectures, trade displays and other similar events, including the registered club industry's peak industry association (ClubsNSW) Annual General Meeting, to enable the Club's Board to keep abreast of current trends and developments which have a significant bearing on the nature and the way in which the Club conducts its business.

The Third Ordinary Resolution is to have the members in general meeting approve, in accordance with section 10(6A)(b) of the *Registered Clubs Act 1976* non-monetary benefits being the provision of specified car parking spaces for directors, sub-branch members and Welfare Officer.

The Fourth Ordinary Resolution is to have the members in general meeting approve, in accordance with section 10(6)(b) of the *Registered Clubs Act 1976*, the conferral of a specified amount of money (ie honorarium) on the President and directors of the Board in recognition of their services as members of the Board.

General Notes to Members

1. All Life Members, and financial Category 1, Category 2, Fox Hills Golf Club, Blacktown Bowling Club, Pennant Hills Bowling Club and Penrith Golf Club members (except employees of the Club and members under the age of 18 years) are entitled to vote on the Ordinary Resolutions.
2. To be passed, each Ordinary Resolution must receive votes in its favour from not less than a majority (50%+1) of those members who being eligible to do so, vote in person at the meeting.
3. As a result of the provisions of the Corporations Act 2001, the Ordinary Resolutions must be considered as a whole and cannot be altered by motions from the floor of the meeting.
4. Members should read the Explanatory Message to Members following the Ordinary Resolutions which explains the nature and effect of each Ordinary Resolution.
5. Please direct any question or concerns about the Ordinary Resolutions in writing at least seven (7) days in advance of the Annual General Meeting to the General Manager, so informed responses can be provided at the meeting.

6. Members of the Club, who are employees of the Club, cannot vote on the Ordinary Resolutions.
7. Members are asked to respectfully submit any questions they may have regarding the Financial Statements in writing at least seven (7) days in advance of the Annual General Meeting to the General Manager, so informed responses can be provided at the meeting.
8. Proxy Votes are not allowed under the Registered Clubs Act 1976.

Election of Directors

Election of Directors consisting of:
1 President (elected unopposed)
1 Vice- President (elected unopposed)
5 other Category 1 Members
2 Category 2 Members

Please note:

1. Full Members of the Club are permitted to vote.
2. Voting will be conducted over four days at Seven Hills Toongabbie RSL Club:
Thursday 13 May 2021 11am to 7pm
Friday 14 May 2021 11am to 7pm
Saturday 15 May 2021 11am to 7pm
Sunday 16 May 2021 11am to 7pm
3. No Member of the Club who is a Servant of the Club shall be eligible to vote at any Meeting of the Club

Notice of Motion

That Mr William North be made a Life Member of Seven Hills - Toongabbie RSL Club Limited.

Moved: G Black #6
Second: P Harrington #18

Joseph Bayssari
GENERAL MANAGER

Please Note: Members who wish to view the Annual Report can access the 2020 Concise Report on the Club's website www.7hillsgroup.com.au or alternatively contact the Club on 02 9622 2800 and request a copy to be mailed.

SEVEN HILLS-TOONGABBIE RSL CLUB LIMITED
ABN 65 000 862 680
ANNUAL GENERAL MEETING
Held Sunday 26 July 2020 at 10.00am

Chairman: B Wilson

Attendance 71 (as per attendance sheet)

In Attendance: Board of Directors
J Bayssari, General Manager
BDO, Club Auditor
A Holmes, Finance Manager

Chairman The Chairman welcomed the Members, thanked them for attending the Annual General Meeting and asked them to turn off their mobile phones or put them on silent mode. He asked those Members who wished to speak to state clearly their name and membership number. He then introduced the General Manager, Board of Directors, Club Auditor and Finance Manager.

Agenda Item (a)

To confirm the Minutes of the 2019 General Meeting held on Sunday 26 May 2019.

Chairman

Asked the Members to move and second that the minutes of the 2019 General Meeting be received and adopted.

Moved: J Evans #64
Second: B Black #1603
Result:

The minutes of the 2019 General Meeting to be received and adopted.
Carried.

Agenda Item (b)

To receive and consider the Reports of the Board of Directors

Chairman

Asked if any of the Members had any questions. There were none.

He then asked for a mover and seconder for the Reports of the Board of Directors to be received.

Moved: A Vaughan #300
Second: B Black #1603
Result:

The Reports of the Board of Directors to be received and adopted.
Carried.

Agenda Item (c)

To receive and consider the Financial Statements and the Reports of the Auditor

Chairman

The Chairman asked if anyone had any questions relating to the Financial Statements and Reports of the Auditor. There were none.

He then asked for a mover and seconder for them to be received and adopted.

SEVEN HILLS-TOONGABBIE RSL CLUB LIMITED
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ANNUAL GENERAL MEETING
Held Sunday 26 July 2020 at 10.00am

Moved: G Hanson #4079 The Financial Statements and Reports of the Auditor to
Second: J Evans #64 be received and adopted.
Result: Carried.

Agenda Item (d)

To deal with any business of which due notice has been given

There was none.

Chairman

Said there were five resolutions to be received and adopted and asked the Members to move and second the First Resolution.

First Resolution

Moved: B Black #1996 The First Resolution be received and adopted.
Second: G Hanson #4079
Result: Carried.

Chairman

Asked the Members to move and second the Second Resolution.

Second Resolution

Moved: J Evans #64 The Second Resolution be received and adopted.
Second: B Black #1603
Result: Carried.

Chairman

Asked the Members to move and second the Third Resolution.

Third Resolution

Moved: A Vaughan #300 The Third Resolution be received and adopted.
Second: G Hanson #4079
Result: Carried.

Chairman

Asked the Members to move and second the Fourth Resolution.

Fourth Resolution

Moved: B Black #1603 The Fourth Resolution be received and adopted.
Second: J Evans #64
Result: Carried.

Chairman

Asked the Members to move and second the Fifth Resolution.

Fifth Resolution

Moved: A Vaughan #300 The Fifth Resolution be received and adopted.
Second: G Hanson #4079
Result: Carried

SEVEN HILLS-TOONGABBIE RSL CLUB LIMITED
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ANNUAL GENERAL MEETING
Held Sunday 26 July 2020 at 10.00am

Notice of Motion

Moved: B Mackay #8
Second: G Black #6

That Mrs Anne Moore be made a Life Member of Seven Hills Toongabbie RSL Club Limited.

Chairman

Asked Anne More to leave the meeting and invited Bob Mackay to speak on his motion that Anne Moore be made a Life Member of Seven Hills Toongabbie RSL Club Limited.

B Mackay #8

Greeted the members present. He said he wished to nominate Mrs Anne Moore, a fellow director, who was elected in 2008 and had served on the Board for twelve consecutive years. He added that she had always been there when needed, has a passion for the colour schemes in the ladies toilets and added that she had been involved in many social activities within the Club and had earned the honour of life membership.

Chairman

The Chairman then invited Mr Graham Black, as seconder of the motion to speak.

G Black #6

Said he concurred with everything Bob had said.

Chairman

Asked for the members to raise their hands and the motion was carried.

He then asked for Mrs Anne Moore to come back to the meeting and informed her that her life membership had been granted.

A Moore #9

Greeted the members present and said she felt honoured to receive life membership. She thanked her fellow directors and said she was looking forward to the future, although these were trying times. She again said thank you to the members.

Agenda item (f)

To deal with any business that the Meeting may approve of for which due notice has not been given.

Chairman

Asked if anyone had any general business for which due notice had not been given.

D Parker #12151

Said it was his understanding that the Club should spend it's profits on the Members and asked what about the Fox Hills Veterans Social Club.

P Coffey #1996
G Purse #366

Both Members said Mr Parker's comments were out of order.

SEVEN HILLS-TOONGABBIE RSL CLUB LIMITED
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ANNUAL GENERAL MEETING
Held Sunday 26 July 2020 at 10.00am

Chairman:

Said this was not permitted and was out of order.

There being no further business the Chairman declared the meeting closed at 10.10 am.

Signed

B Wilson (Chairman)

Signed

J Bayssari (General Manager)

SEVEN HILLS-TOONGABBIE RSL CLUB LIMITED
ABN 65 000 862 680
ELECTION OF DIRECTORS

PRESIDENT



BARRY WILSON *UNOPPOSED*
Life Member
Current President of Club

VICE PRESIDENT



GRAHAM BLACK *UNOPPOSED*
Life Member
Current Vice President of Club

SEVEN HILLS-TOONGABBIE RSL CLUB LIMITED
ABN 65 000 862 680
ELECTION OF DIRECTORS

CATEGORY 1 ORDINARY DIRECTOR



JOHN BURGESS

Life Member
Age: 78 D.O.B 8.8.1942
Occupation: Retired
Previous Occupation: Warehouse Manager
Current Director of Club



GRAEME QUINN

Life Member
Age: 70 D.O.B 22.12.1950
Occupation: Retired
Previous Occupation: Area Manager
Current Director of Club



WARREN EVANS

Life Member
Age: 77 D.O.B 1.11.1943
Occupation: Retired
Previous Occupation: Pre Print Media Technician
Current Director of Club



PETER HARRINGTON

Age: 73 D.O.B 23.9.1947
Occupation: Retired
Previous Occupation: Shell Oil Refinery
Current Director of Club



WILLIAM NORTH

Age: 88 D.O.B 5.10.1932
Occupation: Retired
Previous Occupation: State Sales Manager
Current Director of Club



CHARLES SALA

Age: 69 D.O.B 11.4.1951
Occupation: Retired
Previous Occupation: Financial Planner

SEVEN HILLS-TOONGABBIE RSL CLUB LIMITED
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ELECTION OF DIRECTORS

CATEGORY 2 ASSOCIATE DIRECTOR



ROBERT MACKAY

Life Member

Age: 65 D.O.B 12.7.1955

Occupation: Retired

Previous Occupation: Information Technology and Telecoms Manager

Current Director of Club



ANNE MOORE

Life Member

Age: 62 D.O.B 19.9.1958

Occupation: Retired

Previous Occupation: Accounts Manager, Real Estate

Current Director of Club



DENNIS ENTRIKEN

Age: 51 D.O.B 16.01.1970

Occupation: Director Data Analytics, Commonwealth Government

Previous Occupation: Senior Manager Information & Data Analytics, NSW

Government

IN BALLOT ORDER DRAWN

Voting will be conducted over four days at Seven Hills-Toongabbie RSL Club

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