

# **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 28 May 2023 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 2022 Annual General Meeting held on Sunday 29 May 2022.
- (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 \$11,917 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 \$14,299 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, Golfing, Blacktown Bowling Club and Bowling 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 18 May 2023 11am to 7pm  
Friday 19 May 2023 11am to 7pm  
Saturday 20 May 2023 11am to 7pm  
Sunday 21 May 2023 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.

Joseph Bayssari

**GENERAL MANAGER**

### **Please Note:**

Members who wish to view the Annual Report can access the 2022 Concise Report on the Club's website [www.7hillsgroup.com.au](http://www.7hillsgroup.com.au) or alternatively contact the Club on 02 9622 2800 and request a copy to be mailed.



SEVEN HILLS  
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# FITZROY

- LANE -

**NOW OPEN**

**Seven Hills - Toongabbie RSL Club's \$30M massive revamp is now complete with a fresh, new club look featuring four new expansive spaces.**

The Glass House is a light-filled dining terrace which will be home to our club's LIVE music and entertainment every Friday, Saturday and Sunday.

If you're looking for a place to unwind and relax, the Atrium is the perfect place to hang out with friends and family, with all natural ambience, an outdoor fireplace and seating provided.



**Fitzroy 360°**



**The Glass House**



**The Atrium**



**Wilson's Sportsbar**

The completion of our club will also come with an alfresco Sports Bar terrace, where you will get to enjoy all the sporting action LIVE directly from our selection of indoor and outdoor club screens.

For all your catering needs, our bistro and Fitzroy 360° bar, will feature a live cooking station with rotating seasonal cuisines.



SEVEN HILLS  
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GOLF CLUB

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FOX HILLS  
GOLF CLUB

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PENNANT HILLS  
BOWLING CLUB

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