

Notice of Annual General Meeting & Resolutions

The Annual General Meeting of the Club will be held on 22nd May 2022 in the Club Function Rooms at 11 am.

Note – Entrance to the meeting will be by production of current Membership Card or receipt indicating payment of membership fees.

Business:

1. To confirm the minutes of the last Annual General Meeting held on 23rd May 2021
2. To receive and consider the reports of the Board of Directors
3. To receive and adopt the Financial Report for the year ended 31st December 2021.
4. To confirm the appointment of the Auditors
5. To discuss business properly brought forward of which due notice has been given.
6. To consider and, if thought fit, pass the following ordinary resolutions:-

First Resolution

That approval is given to a budget provision of an annual sum (not exceeding \$50,000) to meet such of the following expenses of the Club that may be approved by the Board of the Directors from time to time.

(i) Presentations to members (other than in form of money) or other persons to acknowledge services which, in the opinion of the Directors, were of benefit to the Club.

(ii) Sponsorship by payment of money or provision of benefits to such sporting events, sports persons or community organisations which, in the opinion of Directors, will be of benefit to the Club or the Community.

(iii) The reasonable cost of meal and beverages for each Director or Senior Management Officer at an appropriate time before or after a Board or Committee Meeting and which is incurred on the day of the meeting.

(iv) Reasonable expense incurred by a Director either within the Club or elsewhere in relation to the duties of a Director including the entertainment of special guests of the Club in relation to Club business and such other promotional activities as may be approved by the Board.

(v) Reasonable expenditure for food and refreshments for Directors and Senior Management Officers in entertaining guests of the Club in the Club dining rooms, where such expenditure is reasonable and properly incurred in the course of that Director's or Senior Management Officers' Club duties.

The Board of Directors shall, where appropriate, obtain production of proper documentary evidence of expenditure before authorising payment.

Notes to Members

Items (i) and (ii) are inserted to meet the disclosure requirements of the Registered Clubs Act and Corporations Law. Items (iii), (iv) and (v) need not be included in the resolution as the Act allows those resolutions to be approved by the Board, but the Directors would prefer to inform members clearly of the type of expenses that may be approved by the Board and adoption of this resolution will confirm and set an upper limit on the amount to be expended.

Second Resolution

That approval is given to a budget provision of an annual sum (not exceeding \$20,000) to be used for such professional developments and education of Directors, the Secretary/Manager or any other employee of the Club, as shall be approved by the Board of Directors, from time to time.

- (i) The reasonable cost (including the cost of meals, accommodation and travel) of selected Directors attending ClubsNSW Meetings, the Meetings of other Associations of which the Club is a member, as well as educational industry meetings.
- (ii) The cost of selected Directors attending formal functions to represent the Club (including but not limited to functions and dinners conducted by ClubsNSW in conjunction with its Annual General Meeting) and the cost associated with the attendance of Directors' spouses at any function, where that attendance is expected or required.
- (iii) Costs of and incidental to Directors' fact finding and information tours including, but not limited to Seminars, Trade Displays, Lectures, Organised Study tours and other like events as may be approved by the Board from time to time.
- (iv) Attendance of selected Directors at gaming conferences and other educations or business related activities on behalf of the Club.
- (v) Such other reasonable out of pocket expenses incurred by the Secretary/Manager, an Employee or Director of the Club in the course of carrying out their duties in relation to the Club.
- The Board of Directors shall, where appropriate, obtain production of proper documentary evidence of expenditure before authorising payment.

Notes to Members

The second resolution is also not strictly necessary under the Act as all the specified expenditure can be approved by the Board of Directors without reference to a general meeting of members.

However once more the Directors seek to set out clearly for the benefit of the members the type of expenditure that is being incurred to ensure that Directors keep up to date with current Club industry developments and that the Club is represented by selected Directors and employees at the various meetings of associations of which the Club is a member.

The adoption of this resolution of members will confirm and set an upper limit on the amount to be expended.

Third Resolution

That the President be paid an honorarium of \$3,000 in respect of his/her services as President of the Club, such sum to be paid \$750 quarterly in arrears.

Notes to Members

- (i) Each resolution must be passed as a whole and cannot be amended by a motion from the floor of the meeting or divided into separate resolutions.
- (ii) To be passed, each resolution must receive votes in favour from not less than a simple majority of those members who, being entitled to do so, vote in person.
- (iii) The payments and benefits referred to in resolutions one to three are not available to members generally but only to persons or organisations specified in those resolutions..

7. Other General Business

Please Note: Due to our biennial elections for the board of directors and in accordance with our constitution there will be no voting taking place at the meeting

A special request is made to members who have any enquiries in relation to the financial report, to provide information in writing no later than 15th May 2022, so that the necessary research can be undertaken to accurately answer all questions.

By direction of the Board
Michael Bolger
General Manager
Gundagai District Services Club Ltd