



NOTICE OF ANNUAL GENERAL MEETING 2025

Patrons: M. Cameron, A. Jansen

Directors: B. Tyers, T. Galvin, D. Cole, J. Broadley

Chief Executive Officer: D. Egan

Notice is hereby given that the 52nd Annual General Meeting of the Muswellbrook RSL Sub-Branch Club Limited ACN 000 992 012 (**Club**) will be held on Sunday the 12th October 2025 at 9.30am at the Club's premises, 113 Bridge Street, Muswellbrook NSW 2333.

Business

1. To confirm the minutes of the previous Annual General Meeting.
2. To receive and consider the Directors' Report, the Financial Report and the Report of the Auditors for the year ended 30 June 2025.
3. To elect Patron/s.
4. To approve the President's honorarium.
5. To consider and, if thought fit, to pass each of the First to Third Ordinary Resolutions to approve Directors' benefits.
6. To deal with any other business brought forward in accordance with the Club's Constitution.

Ordinary Resolutions

First Ordinary Resolution

That pursuant to the *Registered Clubs Act 1976* (NSW):

- a) The Members hereby approve and agree to expenditure by the Club until the next Annual General Meeting for the following expenses of the Board of Directors, subject to specific amounts being authorised by the Board of Directors of the Club:
 - I. Reasonable expenses incurred by Directors either within the Club or elsewhere in relation to such duties, including entertainment of special guests of the Club and other promotional activities approved by the Board, on production of documentary evidence of such expenditure.
 - II. Reasonable expenditure on food and beverages incurred by Directors in entertaining Members and guests of the Club in the course of their duties as Directors.
 - III. Reasonable expenditure on food and beverages for Directors and partners for two dinners per year, and other functions where appropriate, and required to represent the Club.
 - IV. Reasonable cost of a meal and beverages for Directors immediately before, during or after a Board or Committee meeting or Club related meeting where the meeting corresponds to a normal mealtime.
 - V. Reasonable cost of providing each Director items of clothing displaying the Clubs logo, name or other distinguishing feature to be worn at official functions and on occasions when Directors are required to represent the Club.
- 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 the *Registered Clubs Act 1976* (NSW):

- a) The Members hereby approve and agree to expenditure by the Club for the professional development and education of the Board of Directors until the next Annual General Meeting of the Club and subject to specific amounts being authorised by the Board of Directors of the Club being:
 - i. The reasonable cost of Directors and the Secretary attending the ClubsNSW Annual General Meeting and conference and meetings and conferences of other Associations of which the Club is a member.
 - ii. The reasonable cost of Directors and the Secretary attending seminars, trade displays, organised study tours, fact finding tours and other similar events as may be determined by the Board.
 - iii. The reasonable cost of Directors and Secretary attending other Registered Clubs or similar types of businesses for the purpose of observing their facilities and methods of operation provided such attendances are approved by the Board as being necessary for the betterment of the Club.
 - iv. Attendance at functions with partner/spouse held in association with the activities in paragraph i, ii and iii where appropriate and required to represent the Club including the reasonable cost of accommodation for Directors, the Secretary and their partner/spouse.
- b) The Members acknowledge that the benefits in paragraph a) above are not available to Members generally, but only those who are Directors of the Club and those Members directly involved in the above activities.

Third Ordinary Resolution

That pursuant to the *Registered Clubs Act 1976* (NSW):

- a) Members hereby approve the setting aside of one designated parking space for the President of the Club, one designated parking space for the President of the Muswellbrook RSL Sub-Branch and one designated parking space for a Director in the Club's premises.
- b) The Members acknowledge that the benefits in paragraph a) above are not available to Members generally, but only those Members who hold the offices listed in paragraph a) above.

NOTES TO MEMBERS IN RELATION TO ORDINARY RESOLUTIONS RELATING TO BENEFITS TO DIRECTORS

- 1 Under section 10 of the *Registered Clubs Act (1976)* (NSW) (**RCA**), benefits can only be provided to Directors and certain Members that are not offered equally to all Full Members of the Club if the giving of such benefits by the Club has been approved by ordinary resolution of the Club's Members. The First to Third Ordinary Resolutions are put to the Members for approval under that section of the RCA.
- 2 To be passed, each Ordinary Resolution must receive votes from a simple majority who, being eligible to do so, vote in person on the Ordinary Resolution at the meeting.
- 3 Honorary Life Members and financial Ordinary Members are eligible to vote on each of the Ordinary Resolutions.
- 4 Under the Registered Clubs Act Members who are employees of the Club are not entitled to vote.
- 5 Proxy voting is prohibited by the RCA.
- 6 Each of the Ordinary Resolutions must be considered and voted on separately.
- 7 Each of the Ordinary Resolutions has been proposed by the Board.

BY ORDER OF THE BOARD

Daryl Egan

Secretary

9th September 2025