

Notice to Members

Results of the 2023 Election (Group 1)

Under rule 26.7 of the Club constitution, to be eligible to be elected to the Board of Directors, a member nominating must first attend a pre-nomination session.

The Club received two (2) nominations for the vacant two (2) Service Director positions (Group 1). The two (2) members who nominated, all attended the pre-nomination session on Tuesday 14th March 2023. Because the Club did not receive more than the required number of nominations (2), a ballot is not required this year.

Re-elected unopposed

**Terry Goldsworthy
Geoffrey Grimes**

Glenn Cushion
Chief Executive Officer
Returning Officer
Thursday 20th April 2023



Ingleburn
RSL Club

Notice to Members

2022 – 2023 Board Executive Members

President: Terry Goldsworthy

Vice President: Warren Verity

Director: Geoff Grimes

Director: Tony Rogers

Director: John McCarthy

Director: Ray O'Neill

Director: Jason Ellsmore

Director: Aileen Christie

Chief Executive Officer: Glenn Cushion

**INGLEBURN RSL SUB-BRANCH CLUB LIMITED
ABN 38 163 551 086**

NOTICE OF ANNUAL GENERAL MEETING

Annual General Meeting

Notice is hereby given to members of the Annual General Meeting of the Club which is to be held in the Bardia Room of the Club 70 Chester Road Ingleburn on Thursday 20th April 2023 commencing at 8pm.

The Agenda

1. To confirm the minutes of the previous Annual General Meeting held on Thursday 28th April 2022.
2. To receive apologies.
3. To receive and consider for adoption the President's Annual Report.
4. To receive and consider for adoption the Statement of Financial Performance for the year ended 31st December 2022, and the Statement of Financial Position as at 31st December 2022, together with the Auditor's Report thereon.
5. To announce the result of the Ballot for Directors and declare Directors elected in accordance with the triennial rule.
6. To consider and vote upon the Ordinary Resolutions as set out below.
7. To deal with any other business that the meeting approves of, of which due notice has not been given.

Voting for Directors

Election Voting for Club Directors will take place in the Club foyer and will be conducted by Australian Electoral Company during the following times:

Friday	14 th April 2023	10am to 8pm
Saturday	15 th April 2023	10am to 8pm
Sunday	16 th April 2023	10am to 8pm
Monday	17 th April 2023	10am to 8pm
Tuesday	18 th April 2023	10am to 8pm

Election results will be declared at the Club's AGM held on Thursday 20th April 2023.

First Ordinary Resolution

- “(a) That pursuant to the Registered Clubs Act the members hereby approve and agree to expenditure by the Club in a sum not exceeding (\$90,000) over the following 12 months until the next Annual General Meeting of the Club for the following expenses subject to approval by the Board of Directors:
- (i) The reasonable costs of Directors attending seminars, lectures and other educational activities as determined by the Board from time to time.
 - (ii) The reasonable costs (including travel and accommodation expenses and other reasonable out of pocket expenses) of Directors attending meetings, conferences and trade shows conducted by ClubsNSW, the Clubs Directors Institute, the Club Managers Association, RSL Clubs Association and the Leagues Clubs Association and such other conferences and trade shows as determined by the Board from time to time.

- (iii) The reasonable cost of Directors attending any other registered Clubs for the purpose of viewing and assessing its facilities as determined by the Board as being necessary for the benefit of the Club.
 - (iv) The reasonable cost of Directors and partners of Directors attending any Club, Club industry, community, or charity functions as the representatives of the Club and authorised by the Board to do so and the reimbursement to Directors of reasonable out of pocket expenses when representing the Club at these functions.
 - (v) The reimbursement of reasonable out of pocket expenses incurred by Directors travelling to and from any additional or special Board meetings or other duly constituted meetings of any committee of the Board.
 - (vi) 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 when such meeting coincides with a normal meal time.
 - (vii) The reasonable expenses incurred by Directors either within the Club or elsewhere in relation to such other 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.
 - (viii) The reasonable cost of Directors entertaining guests whilst they are on duty at the Club provided such entertaining is limited to meals, beverages, and internal shows.
 - (ix) The reasonable cost of supplying Directors with a Club blazer, a Club tie, trousers, and a Club shirt.
 - (x) The provision of designated car parking spaces for Directors in the Club's car park.
- (b) The members acknowledge that the benefits in paragraph (a) are not available for members generally but are only for those who are Directors of the Club."

Notes to Members on the First Ordinary Resolution

1. The first Ordinary Resolution is to have the members in general meeting approve various expenditure by the Club for Directors including to attend seminars, lectures, trade displays and other similar events to be kept abreast of current trends and developments which may have a significant bearing on the Club and for other out of pocket expenses. Included in the First Ordinary Resolution is the cost of Directors attending functions as representatives of the Club and the costs of their spouses/partners also attending those functions.

Second Ordinary Resolution

- "(a) That the members hereby approve the payment of the following honorariums to the Directors of the Club for services as directors of the Club until the Annual General Meeting in 2024:
- (i) President - \$10,000.00; and
 - (ii) Directors other than the President - \$5,000.00 each.
- (b) Such honorariums to be paid by monthly or other instalments as the Club and President and the Club and each Director may agree from time to time.
- (c) If the President or a Director only holds office for part of the term, the honorarium shall be paid on a pro-rata basis."

Notes to Members on the Second Ordinary Resolution

1. The Second Ordinary Resolution is to have the members in General Meeting approve honorariums for the Directors of the Club for duties to be performed by them until the next Annual General Meeting. However, the honorariums will be paid on a pro-rata basis which means that a Director who only holds office for part of the year will only receive part of the honorarium. The honorarium proposed this year for the President is \$10,000 and for Directors is \$5,000 which is in recognition of the many hours of voluntary service provided by the President and the other Directors in attending to the Club's business.

Third Ordinary Resolution

That the members approve Ingleburn RSL Club adsorbing, to a maximum of \$500, the catering cost of the wake of any Life Member of the Club held at the premises of the Club.

Procedural Matters in relation to all the Ordinary Resolutions

1. To be passed each ordinary resolution must receive votes in its favour from not less than a simple majority of those members, who being entitled to do so, vote in person at the meeting.
2. Under the Registered Clubs Act, members who are employees of the Club are not entitled to vote.
3. Proxy voting is prohibited by the Registered Clubs Act.

Note to members regarding financial queries.

Members who wish to raise any queries or seek information at the Annual General Meeting about the Financial Report or other matters pertaining to the affairs of the Club, are asked to give the Chief Executive Officer notice in writing of their queries or requests by Friday 14th April 2023. This will enable properly researched replies to be prepared for the benefit of Members.

Dated: 15th February 2023

By direction of the Board

Glenn Cushion
Chief Executive Officer

INGLEBURN RSL SUB-BRANCH CLUB LIMITED

2023 ELECTION OF DIRECTORS

ELECTION NOTICE

Members are advised that the Club's Annual General Meeting and the election of Directors will be conducted in the manner set out in this notice and in accordance with the Club's Constitution.

The date for this year's Annual General Meeting is **Thursday 20th April 2023**.

The Annual General Meeting will be held in the Bardia Room at 8.00pm.

This Notice sets out important information about the election process and the ballot for the election of the Board of Directors of the Club.

The Club's Chief Executive Officer is the Returning Officer for the election and the Australian Electoral Company are assisting with the conduct of the ballot.

Closing of the Roll of eligible members

The roll of eligible members will close at midnight on Friday 31st March 2023.

Nominations:

The Board is elected pursuant to the Triennial Rule (i.e., where a third of the Board is elected each year on a rotating basis).

Two (2) directors will be elected this year for a term of three (3) years.

Members can nominate for election to the Board as directors only.

In accordance with the Club's Constitution, the elected directors will elect a President and Vice President from amongst themselves after the Annual General Meeting.

Members should review the Constitution and the Qualifications section of this notice to determine whether or not they can stand for and be elected to the Board.

If members have any queries regarding their eligibility to nominate for or be elected to the Board, they should contact the Returning Officer as soon as reasonably practicable.

Opening of nominations

Nomination forms are available from the Returning Officer between the hours of 10:00 am and 10:00 pm daily during the nomination period which shall be from **10.00 am on Wednesday 15th March 2023 until 10.00 pm on Wednesday 29th March 2023**.

Completed nomination forms must be returned to the Returning Officer via the Duty Manager (or such other authorised employee of the Club) between the hours of 10.00 am and 10.00 pm daily during the nomination period.

Closing of nominations

Nominations shall be made on the nomination form and shall be signed by 2 financial members and must be lodged with the Returning Officer (or the Duty Manager or such other authorised employee of the Club) no later than **10.00 pm on Wednesday 29th March 2023**. Each nomination must be accompanied by a recent 100 mm wide and 150 mm deep colour photograph of the

nominee that will be posted along with the nominee's name on the Club nomination board in the Club's foyer.

A nomination cannot be withdrawn after the close of nominations and any anomalies contained in the nominations form must be rectified before this time.

Members are responsible for ensuring their nomination form has been correctly completed and their proposers and seconders are eligible to nominate members for election to the Board.

Qualifications for Election to the Board:

Members should be aware that the Club's Constitution contains the following qualifications in respect of nominating for and being elected to the Board:

1. **Rule 26.4** provides that, subject to any restrictions contained in the Club's Constitution, Honorary Life members, Service members, Social members, Bowling members and Ingleburn Bowling Club Bowling members who have been financial members of the Club for the three (3) calendar years immediately preceding the date on which they are nominated for election shall be entitled to stand for and be elected to the Board.
2. **Rule 26.5** provides that:
 - (a) five (5) directors of the Board (including the President and Vice President and three (3) Ordinary director) must be Service Members or Honorary Life members who were previously Service Members, Ordinary Members or Ordinary "A" Class Members; and
 - (b) the remaining two (2) Ordinary directors may be Social members, Bowling members or Ingleburn Bowling Club Bowling members or Honorary Life Members who were previously Social Members of the Club. For the avoidance of doubt, Service Members and Honorary Life members who were previously Service Members, Ordinary Members or Ordinary "A" Class Members can also nominate for and be elected to these positions.
3. **Rule 26.6** provides that a member shall not be eligible to nominate for or be elected to the position of President unless he or she has been a member of the Board for a minimum period of two (2) years immediately prior to such nomination or election.
4. **Rule 26.7** provides that any member nominating for the Board must first attend a Pre-Nomination Information Session held at the Club's premises in order to be eligible for election to the Board.
5. **Rule 26.8** provides that a member who is an employee, who is currently under suspension or who is not a financial member of the Club cannot nominate for or be elected to the Board.
6. **Rule 26.9** provides that a member cannot nominate for or be elected to the Board if that member:
 - (a) has been cited to appear before the Board or a disciplinary committee on any charge and has been found guilty of such charge and either expelled or suspended for a period in excess of twelve (12) months within the period of two (2) years immediately prior to the date determined for the next Annual General Meeting; or
 - (b) has at any time been convicted of an indictable offence; or
 - (c) is a former employee of the Club whose services were terminated by the Club for misconduct;
 - (d) was an employee of the Club, or any club that has amalgamated with the Club,

within the period of three (3) years prior to nomination, election or appointment to the Board.

7. **Rule 26A.1** A member shall not be entitled to be elected or appointed to the Board unless he or she holds a Director Identification Number.

For the purposes of Rule 26.7, the pre-nomination session will be held in the Boardroom at the Club on **Tuesday 14th March 2023 at 6.00 pm**.

If more than the required number of nominations are received for election to the Board, a draw will be conducted by the Returning Officer to determine the order of candidates' names on the ballot paper at the Club's premises on **Noon, Thursday 30th March 2023**. Candidates or their representatives and other members are invited to witness the draw.

Ballot:

If a ballot is necessary, voting will be conducted over the following dates and at the following times:

- Friday 14th April 2023 10.00 am to 8.00 pm
- Saturday 15th April 2023 10.00 am to 8.00 pm
- Sunday 16th April 2023 10.00 am to 8.00 pm
- Monday 17th April 2023 10.00 am to 8.00 pm
- Tuesday 18th April 2023 10.00 am to 8.00 pm

The results will be announced at the Annual General Meeting on Thursday 20th April 2023.

Note to members regarding financial queries:

Members who wish to raise any queries or seek information at the Annual General Meeting about the Financial Report or other matters pertaining to the affairs of the Club, are asked to give the Chief Executive Officer notice in writing of their queries or requests by Friday 14th April 2023. This will enable properly researched replies to be prepared for the benefit of Members. If questions are not submitted in this manner, the Club may not be able to provide a complete answer at the Annual General Meeting.

Any enquiries concerning this election should be directed to the Club's Chief Executive Officer.

Glenn Cushion

Chief Executive Officer

Returning Officer