

NOTICE OF

ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF THE MERRYLANDS R.S.L. CLUB LIMITED **WILL BE HELD IN THE CLUB'S AUDITORIUM AT 8-12 MILLER STREET, MERRYLANDS ON SUNDAY MAY 2 2021 AT 9.30A.M.**

BUSINESS:

1. To confirm the Minutes of the previous Annual General Meeting.
2. To receive reports from the Board of Management.
3. To receive and consider the Financial Performance Report and Financial Report from the Auditor.
4. To deal with Business of which due notices has been given: -
 - (i.) Consider the following Ordinary Resolutions in relation to Directors & Members Benefits. (See the following pages).
 - (ii.) Consider the Ordinary Resolution Regarding Non-Core Property
5. To deal with any other General Business.

B. MILLER
CHIEF EXECUTIVE OFFICER

FIRST RESOLUTION:

That pursuant to the Registered Clubs Act:

- (a) the members hereby approve and agree to expenditure by the Club in a sum not exceeding \$150,000.00 until the next Annual General Meeting of the Club for the following:-
- (i) Reasonable expenditure incurred by Directors in travelling to and from Directors Meetings 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.
 - (ii) Reasonable expenditure in the form of a meeting allowance for each Director incurred with the attendance at Board or Committee Meetings in the course of that persons duties in relation to the Club.
 - (iii) Reasonable expenditure on a Merrylands R.S.L. Club Ltd. uniform for each Director or Officer of the Club who does not possess such items of clothing.
 - (iv) Reasonable expenditure of food and refreshments for each Director, Club officers and various guests of the Club who have previously attributed to the service of the Club and their partners at the following Club functions:-
 - The Board of Directors & Sub-Branch Dinner.
 - The Christmas Cabaret Night.
 - The Golden Oldies Luncheon.
 - Gallipoli Scholarship Luncheon
 - ANZAC & Remembrance Day Luncheons
 - Veterans Luncheon
 - (v) Provision of a Cab Charge Credit Card to all Directors to be used for attendance at Club Special functions, meetings and events as determined by the Board.
 - (vi) Reasonable expenditure for Directors entertaining guests who visit the Club, where the Board determines such expenditure is in the interests of the Club, including its commercial business.
 - (vii) Provision of reserved car parking at the Club for the President, plus additional spaces for Directors and Welfare Officer & Lucky Triple Eight Recipients.
 - (viii) Provision and payment of a mobile phone, to be used by the President, and the payment of the rental and operating charges of the home phone of the President, to assist the President in discharging his duties.
 - (ix) Provision of a Christmas hamper to each Director and each member who conducts welfare duties in the Club.
- (b) The Members acknowledge that the benefits in paragraph (c) above are not available to members generally but only for those who are Directors or other Officers of the Club.

SECOND RESOLUTION:

That pursuant to the Registered Clubs Act:

- (a) The Members hereby approve and agree to expenditure by the Club in a sum not exceeding \$165,000.00 for the professional development and education of Directors until the next Annual General Meeting and being:

- (i) The reasonable cost of seminars, educational workshops, and professional development courses.
 - (ii) The reasonable cost of food, travel & accommodation for not more than nine Officers of the Club and not more than six management staff attending: The RSL & Services Clubs Association Annual General Meeting & Conference and the RSL National Conference.
 - (iii) The reasonable cost of Directors and Officers attending, in Australian or Overseas, seminars, lectures, trade displays, commemorations and other similar events as may be determined by the Board from time to time.
 - (iv) The reasonable cost of Directors & Officers of the Club attending other Registered Clubs for the purpose of viewing and assessing their facilities and methods of operation provided such attendances are approved by the Board as being necessary for the betterment of the Club.
 - (v) The reasonable cost of Directors and Officers of the Club attending any community or charity function as the representatives of the Club and authorised by the Board to do so.
- (b) The members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are Directors or other Officers of the Club.

THIRD RESOLUTION:

- (a) That pursuant to Section 10(6) (b) of the Registered Clubs Act, 1976 the Members agree to the payment of the following honoraria for the period until the next Annual General Meeting:-
- (i) President \$1083 per month = \$13,000 pa
 - (ii) Vice-Presidents, \$750 each per month = \$9,000 pa
 - (iii) Directors, \$500 each per month = \$6,000 pa
- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are Directors or other Officers of the Club.

FOURTH RESOLUTION:

That pursuant to the Registered Clubs Act:

- (a) The Members hereby approve and agree to expenditure in a sum not exceeding \$10,000.00 and being:-
- (i) The Pension subsidy for Club members after five years continuous membership to the Club.
 1. Full Member Pensioner.
 2. Full Member 25 yr.
 3. Life Member Club 25yr.
- (b) The Members hereby approve and agree to the payment of \$200.00 Mortality Benefit Payment to members who were registered joining the Club before February 1st 1979.
- (c) The Members acknowledge that the benefits in paragraph (a) & (b) above are not available to members generally but only for those members listed in the above categories of membership of the Club.

FIFTH RESOLUTION:

That pursuant to the Registered Clubs Act:

- (a) The Members hereby approve and agree to expenditure in a sum not exceeding \$12,000 and being:-
- (i) The RSL Widow's Christmas Gift Vouchers valued at \$75 each paid to wives (who are current financial members of the Club) & whose late husbands were financial RSL Members.
- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those members listed in the above categories.

SIXTH RESOLUTION:

The pursuant to the Registered Clubs Act:

- (a) The Members hereby approve and agree to expenditure for "Length of Service" to retiring Board Members or in the event of the death of a Director whilst serving in office expenditure towards the cost of a "Wake" held at the Club as per formula listed below not exceeding \$2,000 per individual:-

Years of Service	Value of Gift		Death In Office
5 yrs	Nil		Nil
5 + yrs	\$500 + \$100 pa	OR	\$500 + \$100pa
10 yrs	\$1,000		\$1,000
20 + yrs	\$2,000		\$2,000

- (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.

SEVENTH RESOLUTION:

- (a) That pursuant to Section 10(6) (b) of the Registered Clubs Act, 1976 the Members agree to the payment of the following honoraria for the period until the next Annual General Meeting:-

Umina Beach Men's Bowling Club:

Men's Bowls	Honorariums	Allowances	Recommended Payments	Total
President	\$1,200 p.a.	\$900 p.a.	-	\$2,100 p.a.
Bowls Secretary	\$5,500 p.a.	\$1,260 p.a.	\$2,500	\$9,260 p.a.
Assistant Bowls Secretary	\$2,200 p.a.	\$660 p.a.	-	\$2,860 p.a.
Secretary	\$750 p.a.	\$900 p.a.	-	\$1,650 p.a.
Treasurer	\$750 p.a.	\$900 p.a.	-	\$1,650 p.a.
Vice-Presidents x 2	\$300 p.a.	-	\$300 p.a.	\$1,200 p.a.
Match Chairman	-	\$660 p.a.	-	\$660 p.a.
Committee member x 3	-	-	\$300 p.a.	\$900 p.a.
Selectors x 5	-	-	\$800 p.a.	\$800 p.a.
Umpires	-	-	\$1,600 p.a.	\$1,600 p.a.
Coaches	-	-	\$50 p.a.	\$50 p.a.
Welfare Officer	-	-	\$1,380 p.a.	\$1,380 p.a.
Publicity Officer	-	-	\$110 p.a.	\$110 p.a.

- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are Directors or other Officers of the Club.

EIGHTH RESOLUTION:

- (a) That pursuant to Section 10(6) (b) of the Registered Clubs Act, 1976 the Members agree to the payment of the following honoraria for the period until the next Annual General Meeting:-

Umina Beach Ladies Bowling Club:

An annual estimated maximum amount of \$4,647.50 in honoraria and payments.

Ladies Bowls	Total p.a.
President	\$550.00 p.a
Vice-Presidents x 2	\$440.00 p.a
Secretary	\$550.00 p.a
Treasurer	\$440.00 p.a
Delegate	\$55.00 p.a
Match C/P	\$220.00 p.a
Match Committee	\$220.00 p.a
Selection C/P	\$220.00 p.a
Selection Committee	\$440.00 p.a
Social C/P	\$220.00 p.a
Social workers	\$660.00 p.a
Welfare	\$82.50 p.a
Communications	\$55.00 p.a
Website	\$55.00 p.a

- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are Directors or other Officers of the Club.

NINTH RESOLUTION:

NON-CORE PROPERTY RESOLUTION

"That the members declare, for the purposes of section 41E of the Registered Clubs Act 1976 (NSW), that part of the land known as Club Umina located at 5 Carawa Street, Umina Beach, consisting of lot 480 in Deposited Plan 755251, and being only that part of the land on which the new gymnasium building is constructed, including the gymnasium building itself, not to be core property of the Club."

Explanatory Notes:

- The Non-Core Property Resolution is to declare, for the purposes of section 41E of the Registered Clubs Act 1976 (NSW) (Registered Clubs Act), party of the Club's land known as Club Umina located at 5 Carawa Street, Umina Beach and consisting of lot 1 in Deposited Plan 755251, being that part of the land on which the new gymnasium building is constructed, including the gymnasium building itself, not to be core property of the Club.
- At present, the whole of Club Umina is 'core property' of the Club under the Registered Clubs Act. Under section 41E(6) of the Registered Clubs Act, 'core property' includes:
 - the (licensed) premises of the Club;
 - any facility provided by the Club for the use of its members and their guests; or

c) any other property declared, by a resolution passed by a majority of the members present at a general meeting of the ordinary members of the Club, to be core property,

unless it has been declared not to be core property by resolution of the ordinary members of the Club in General Meeting.

3. Under section 41E of the Registered Clubs Act 'core property' cannot be disposed of (which under section 41E includes by sale, a lease or a licence) unless:
 - a) the property has been valued by a qualified valuer;
 - b) the disposal has been approved at a general meeting of the ordinary members of the Club at which a majority of the votes cast supported the approval; and
 - c) any sale is by way of public auction or open tender conducted by an independent real estate agent or auctioneer,

except in circumstances specified in the Registered Clubs Regulation 2015 (NSW), (Registered Clubs Regulation), which does not cover all aspects of developments undertaken by a registered club.
4. Clause 29B of the Registered Clubs Regulation contains a list of exceptions to compliance with section 41E for the disposal of core property of a registered club. These exceptions include leasing of core property for a period of up to 10 years (including any options of renewal), subject to a valuation by a qualified valuer being obtained.
5. If the Non-Core Property Resolution is passed, then the Club will be able to vary the existing lease to grant a longer term to the tenant and in return negotiate a higher rental for the gymnasium building. The Board considered a lease of the Gymnasium Land of up to 20 years but this was constrained by the Registered Clubs Act and Registered Clubs Regulation. However, this is optional and subject to discussions with the tenant, and if the Non-Core Property Resolution is passed the Board can consider the commercial terms of any lease of the Gymnasium Land which is appropriate at the time of any future negotiations.
6. The existing lease to Francis Health & Fitness Pty Ltd provides additional income to the Club from the Club Umina site whilst also providing an additional facility which can be used by members and guests and members of the public.
7. The Gymnasium Land is part of the overall lot and title of the Club Umina site. Therefore, it cannot be sold or transferred without a subdivision of the Umina site. The Board has no intention of either subdividing the Umina site or selling or transferring the Gymnasium Land or the Umina site.
8. Under section 41E of the Registered Clubs, all Ordinary (and Life) Members are eligible to vote on the Non-Core Property Resolution.
9. To be passed, the Non-Core Property 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.

NOTES TO MEMBERS:

1. These notices are to be read in conjunction with the proposed Resolutions: 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.

By Direction of the Board

B. MILLER
CEO

Dated: 15-03-2021

ATTENTION MEMBERS:

At the Annual General Meeting any member will have the opportunity of asking questions concerning the accounts.

It is requested however, that those members requiring an in-depth explanation, which would need some research, give notice in writing to the CEO by 5pm on Friday April 23 2021.

Written enquires will be dealt with at the Meeting and in no way will restrict any member requesting clarification from the floor of any items shown in the Financial Statement.