



NSW LEAGUES' CLUB



12th March 2019

Dear Member

In accordance with the rules of NSW Leagues' Club Limited, please be advised that a copy of the Annual Financial Report for the year ended 31 December 2018 that complies with the Corporations Act 2001, is now available for viewing on the Clubs' website at www.nswleagues.com.au

Should you wish to receive a paper copy of the annual report, would you kindly advise me by email at chris@nswleagues.com.au or call me on the Clubs' telephone number 8756 7012.

Any matters you may wish to have clarified with respect to the annual financial report should be directed to me fourteen (14) days before the Annual General Meeting, so as to ensure that a full and comprehensive response can be given by the Auditors.

Notice of Annual General Meeting:

Wednesday 17th April 2019 at 10.00am in the Board Room, 12-14 Dawn Fraser Avenue Sydney Olympic Park NSW 2127.

Business

- 1 Apologies
- 2 Minutes of the previous Annual General Meeting
- 3 To receive and consider the Annual Report of the Board of Directors
- 4 To receive and consider the Annual Financial Report for the year ended 31 December 2018, as well as the Independent Auditor's Report thereon
- 5 To report the result of the Ballot of Directors
- 6 To declare Directors elected for the ensuing year
- 7 To consider and if thought fit, pass the Ordinary Resolution set out below under the heading "Ordinary Resolution"
- 8 General Business

Ballot of Directors

The Ballot for Directors will be conducted at the Club's office and will open each day from 9am to 12pm on Friday 12th April and Monday 15th April 2019.

By order of the Board,

Chris Bowden
COMPANY SECRETARY

Nominations: Nominations for the Office of Director must be in the prescribed form and delivered to the Company Secretary not later than 11am Thursday 21st March 2019.

Chris Bowden - Company Secretary



ORDINARY RESOLUTION

“That pursuant to section 10(6)(b) of the Registered Clubs Act, and also for the purposes of section 10(6)(d) of the Registered Clubs Act, the members hereby approve that between the date of this ordinary resolution and the date of the Annual General Meeting in 2020, the sum of \$60,000 (including superannuation if applicable) be applied as follows:

- (a) In such amounts as may be determined by the Board in payment to directors of honorariums in respect of their services as directors of the Club; and
- (b) In payment of out of pocket expenses incurred by directors in the course of carrying out their duties in relation to the Club, as approved by the Board, upon production of appropriate documentation supporting such out of pocket expenses.”

Notes to Members on the Ordinary Resolution

1. The Ordinary Resolution seeks to set a fixed amount to be applied from the date of the resolution until the next Annual General meeting in respect of honorariums for directors and out of pocket expenses for directors.
2. By way of background:
 - (a) Section 10(6)9b) of the Registered Clubs Act allows clubs to pay honorariums to directors provided the honorarium has been approved at a general meeting of members;
 - (b) Section 10(6)(d) of the Registered Clubs Act permits reasonable out of pocket expenses to be paid to directors provided the expenses are incurred in the course of carrying out their duties as directors and are approved by a current resolution of the Board.
3. The total amount of \$60,000 specified in the resolution, will be allocated as honorariums for individual directors as decided by the Board and as reimbursement for out of pocket expenses as approved by the Board, upon production of appropriate documentation in support of those expenses.
4. The Board requests that members vote in favour of the resolution in order to continue the transparency as to how much is expended on directors each year.

Procedural Notes

5. To be passed the Ordinary Resolution requires votes from a simple majority (50% + 1) of those members who being eligible to do so vote in person on the Resolution at the meeting.
6. Under the Registered Clubs Act members who are employees are ineligible to vote and proxy voting is prohibited.

Chris Bowden - Company Secretary