



## ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the Henry Lawson Club Limited will be held in the Auditorium at the Club, 144 Henry Lawson Avenue, Werrington County on Sunday, 26<sup>th</sup> November 2023 10.00am.

### AGENDA

1. Welcome.
2. Apologies.
3. Confirm the Minutes of the Annual General Meeting held on 30<sup>th</sup> October 2022.
4. Receive and consider the reports prescribed by section 317 of the Corporations Act 2001 being:
  - (a) The Financial report;
  - (b) The Directors' report; and
  - (c) The Auditor's report.
5. To hold an election for Directors of The Henry Sports Club for the period from the conclusion of the Annual General Meeting until the 2025 Annual General Meeting (**All Members are eligible to vote**)
6. To consider, and if thought fit, approve two (2) Ordinary Resolutions conferring benefits on directors.

**Members Please Note:** Consistent with Section 314 of the Corporations Act 2001 and 50 (a)(4) of the Club's Constitution the annual financial report, the Director's report and the Auditor's report are available for inspection on the Club's website at [www.henrysportsclub.com.au](http://www.henrysportsclub.com.au). Printed copies are also available from the administration office. Any questions of a financial nature are to be submitted in writing to the General Manager by Friday 10<sup>th</sup> November to have sufficient time for the auditor to provide a response at the AGM.

### SUMMARY OF ORDINARY RESOLUTIONS AND PROCEDURAL MATTERS

1. In accordance with the Club's Constitution only Life Members and Ordinary Club Members are entitled to vote on the Ordinary Resolutions.
2. To be passed, the Ordinary Resolutions must each receive votes in favour from not less than a simple majority of those members who being eligible to do so, vote in person at the meeting.
3. As a result of the provisions of the Corporations Act 2001, the Ordinary Resolutions must each be considered as a whole and cannot be altered by motions from the floor of the meeting.
4. Members should read the proposed Ordinary Resolutions and the Explanatory Notes contained in, and attached to, this Notice, which explain the nature and effects of each of the resolutions proposed.
6. Members of the Club, who are employees of the Club, cannot vote at the Meeting.
7. Proxy Votes are not allowed under the Registered Clubs Act 1976.

## **FIRST ORDINARY RESOLUTION**

That pursuant to the Registered Clubs Act the members hereby:

1. Approve and agree to expenditure by the Club in a sum not exceeding \$10,000 until the next Annual

General Meeting of the Club for the following:

1. The reasonable cost of a meal and beverage for each Director immediately before or immediately after a Board or Committee Meeting on the day of that meeting, where the meeting corresponds with a normal meal time.
  2. Reasonable expenses incurred by Directors in travelling by either private or public transport 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.
  3. Reasonable expenses incurred by Directors in relation to other activities as Directors including entertainment of special guests to the Club.
  4. Expenses involved in attendance at Intra-Club activities, sponsorship of sporting events deemed by the Directors to be of benefit to the Club and/or the community and other promotional activities performed by Directors.
  5. Expenses involved in the provision of a club uniform to each Director and cleaning of same.
  6. Reasonable costs of Directors attending all functions and activities at the Club deemed by the Directors to be of benefit by the Club, with expenses from any of the aforementioned activities to be approved by the Board before payment is made on production of receipts, invoices or other proper documentary evidence of such expenditure.
  7. The cost of Directors attending at functions with spouses or partners where appropriate, and/or required to represent the Club.
2. Acknowledge that benefits in paragraph 1 are not available to members generally but only to those members who are Directors of the Club and those Members directly involved in the above activities.

### **Notes to Members on First Ordinary Resolution**

1. The First Ordinary is to approve an amount no greater than \$10,000 for expenditure by the Club in relation to duties performed by the Club's Directors.
2. The Board is required by the Registered Clubs Act to meet regularly and directors attend further meetings of the Board and subcommittees of the Board. Furthermore, directors are often required to represent the Board and the Club at events and functions within the Club and outside the Club.
3. Under the Registered Clubs Act directors cannot be employees and therefore cannot earn any salary. The only payments that can be made to them is by way of Honorarium, which they are not requesting, and by payment of reasonable expenses incurred by them in the course of carrying out their duties as Directors.

4. The First Ordinary Resolution is proposed to consider the work and activities of Directors and the out of pocket expenses they incur in performing their duties.

## **SECOND ORDINARY RESOLUTION**

That pursuant to the Registered Clubs Act the members hereby:

1. Approve and agree to expenditure by the Club in a sum not exceeding \$10,000 for the development of skills and education of Directors until the next Annual General Meeting including:
  1. The reasonable cost of Directors meeting their mandatory education qualifications pursuant to the Registered Clubs Act.
  2. The reasonable cost of Directors attending the Clubs NSW Annual General Meeting.
  3. The reasonable cost of Directors attending seminars, lectures, trade displays, organized study tours, fact-finding tours and other similar events as may be determined by the Board from time to time.
  4. The reasonable cost of Directors attending other Clubs of a similar type of business for the purpose of observing their facilities and methods of operation.
2. Acknowledge that the benefits in paragraph 1 are not available to members generally but only to those members who are Directors of the Club and those Members directly involved in the above activities.

### **Notes to Members on Second Ordinary Resolution**

1. The Second Ordinary Resolution is to approve an amount no greater than \$10,000 for development of skills, education and training of directors and to enable directors to be kept abreast of current trends and developments which may have a significant bearing on the nature and way in which the Club conducts its business.
2. The IPART Review into registered clubs in 2008 recommended a higher degree of qualification and business experience be applied to the Directors and Management of registered clubs. Since then, the NSW Government has made training for club directors mandatory.

## **RECOMENDATIONS**

The Board have an interest in the First and Second resolutions and therefore abstains from making a recommendation.

Vince Le Breton OAM  
Chairman

**Henry Sports Club**  
**144 Henry Lawson Avenue, Werrington County NSW2747**  
**ABN 84000836840**