

CANLEY HEIGHTS RSL & SPORTING CLUB LIMITED
ABN 44 001 783 124

NOTICE OF ANNUAL GENERAL MEETING

**COMMENCES AT 9:30AM SHARP ON SUNDAY 9 NOVEMBER
2025 IN THE JOE KIERNAN ROOM (formerly the WAKELEY
ROOM) AT THE CLUB AT 26 HUMPHRIES RD, WAKELEY.**

ORDER OF BUSINESS

Welcome & Apologies

1. Apologies

Confirmation of Minutes of Last General Meeting

2. To confirm the minutes of the Annual General Meeting held on Sunday, 10th November 2024.

Club Update

Annual Report

3. To receive and consider the Annual report to members for the year ended 30th June 2025 including:
 - Directors Report & Declaration
 - Auditors Report
 - Income Statement
 - Balance Sheet
 - Cash Flow Statement
 - Statement of Changes in Equity
 - Notes to the Accounts

Directors Expenses, Honorariums, Sub-Clubs and Members Badges

4. To consider and if thought fit pass the following resolutions:

Resolution 1: Directors Expenses

"In accordance with Section 10 (6) and (6A) of the Registered Clubs Act the following resolution is submitted for consideration and approval:

- i) Directors be supplied with Club Directors Uniforms to be worn at Board Meetings and when representing the Club in an official capacity.
 - ii) The payment of reasonable expenses in relation to the attendance of Directors at the ClubsNSW's AGM, conferences, industry updates and other educational industry meetings or business-related conferences/club related activities to be conversant with:
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- *Directors' responsibilities*
 - *Best Club Management Practice*
 - *Latest development in the Club Industry.*
- (i) *A reasonable amount be allocated to the President (or his delegate) for the provision of refreshments "to persons in circumstances which relate to the President's duties and his role as the President of the club".*
 - (ii) *A reasonable amount be allocated for provision of food and refreshments to Directors after Board Meetings.*
 - (iii) *Attendance of Directors at functions, with spouses where appropriate, when required to represent the Club.*
 - (iv) *Directors be provided with reserved parking.*
 - (v) *Directors be provided with reserved seating, free entry to various shows, concerts, seminars, etc;*
 - (vi) *The provision of an iPad or laptop or similar device for directors to be able to access Board papers.*
 - (vii) *Directors be provided with a ham and a drinks voucher valued at \$50 at Christmas Time."*

Resolution 2: *Directors' Honorariums*

In accordance with Section 10(6) (b) of the *Registered Clubs Act*, the following resolutions are submitted for consideration:

- "(a) Subject to (b) below Members hereby approve the Directors of the Club receiving the following honorariums for the period from November 2025 until the next Annual General Meeting:
- | | |
|-----------------------|--------------------|
| <i>President</i> | <i>\$15,000.00</i> |
| <i>Vice President</i> | <i>\$12,000.00</i> |
| <i>Directors</i> | <i>\$10,000.00</i> |
- (b) The honorariums shall be paid in quarterly instalments in arrears."

Notes to Members in relation to the Resolutions 1 and 2

Resolution 1 approves the payment for expenses for directors incurred in the course of carrying on their duties. Resolution 2 approves the payment of honorariums to the directors of the Club. Pursuant to the *Registered Clubs Act* honorariums can only be given to directors if they have been approved by members at a general meeting including an Annual General Meeting of the Club.

The members acknowledge that the benefits in Resolutions 1 and 2 above are not available to members generally but only for those who are Directors of the Club and are in keeping with their role of Directors.

Resolution 3: *Sub-Clubs, Sporting Groups, Charitable Organisations, and other Intra Club Bodies*

"That the Board of Directors be authorised to make grants to support Sub-Clubs, Sporting Groups, Charitable Organisations and other Intra Club Bodies where appropriate."

Resolution 4: Members Badges

"That the Club provide to members in recognition of their length of membership at the Club (at the Club's cost) a member's badge upon twenty five years continuous membership of the Club."

Resolution 5: Life Members - Complimentary Beverage

"That in accordance with section 10(6A) of the Registered Clubs Act, each Life member of the Club will be eligible, to one complimentary beverage, (alcoholic or non-alcoholic), one lunch in each calendar year, and a Club Gift."

Resolution 6: Life Members - Designated Car Spaces

"That in accordance with section 10(6A) of the Registered Clubs Act the Club will set aside within the Club's car park a designated car space for each Life member of the Club except during any period when a Life Member is entitled to a designated space because he or she is also a Director of the Club or a member of the Sub-Branch committee."

Notes to Members in Relation to the Resolution 3 to 6

Resolutions 3 to 6 propose that members approved benefits being approved to different members and groups of members.

The members acknowledge that the benefits in Resolutions 3 to 6 above are not available to members generally, but only for those who members referred to in the relevant resolution.

Special Resolution – Proposed Amendments to the Constitution

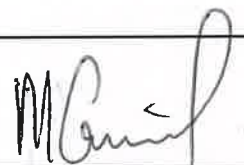
5. To consider and, if thought fit, pass the Special Resolution proposed to amend the Club's Constitution which follow on from this Notice of Annual General Meeting.

General Business

6. To transact any business that may be brought before the meeting in conformity with the constitution of the Club.

By order of the Board of Directors

25 September 2025



Mark Gavinell
Chief Executive Officer

Notes to Members

1. **The Doors to the Meeting will be closed at 9.00 am and no Members will be permitted entry to the meeting after this time**
 2. Members are reminded only financial questions on notice will be dealt with at the AGM. Any questions relating to the Annual Report must be in writing addressed to the Chief Executive Officer and received prior to the 31 October 2025 to enable the appropriate research to be undertaken on the questions by the Board. Any questions received after this date will not be addressed at the AGM.
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NOTICE OF SPECIAL RESOLUTIONS FOR ANNUAL GENERAL MEETING

Members will be asked to consider and if thought fit pass the Special Resolution set out below.

PROCEDURAL MATTERS FOR THE SPECIAL RESOLUTION

1. To be passed, each Special Resolution must receive votes in favour from not less than three quarters (75%) of those members who, being eligible to do so, vote in person on the Special Resolution at the meeting. The Special Resolution should be read in conjunction with the notes to members which follow each Special Resolution.
3. Only Life members, Financial Service members and Financial Ordinary members who have been financial Ordinary members for a continuous period of at least twelve (12) months immediately preceding this meeting may vote on the Special Resolution.
4. Under the Registered Clubs Act members who are employees of the Club are not entitled to vote and proxy voting is prohibited.
5. Amendments to the Special Resolution (other than minor typographical corrections or other changes which do not change the substance or effect of the Special Resolution) will not be permitted from the floor of the meeting.
6. The Board of the Club recommends the Special Resolution to members.

SPECIAL RESOLUTION

That the Constitution of Canley Heights RSL & Sporting Club Limited be amended by:

- (a) **deleting** Rule 9(f) and **inserting** the following new Rule 9(f):

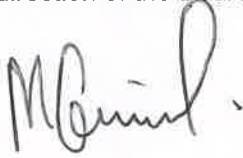
- “(f) *Notwithstanding any other provision of this Constitution, and having regard to the objects of the Liquor Act and the Gaming Machines Act, the Anti Money Laundering Counter Terrorism Funding Act, Board has power to*
- (i) *implement house policies in connection with those laws;*
- (ii) *include in those policies measures to assist in the objects and enforcement of those laws;*
- (iii) *take steps to enforce those policies; and*
- (iv) *without limiting the generality of Rule 9(f)(iii), include in those policies provisions allowing the Club to prevent anyone (including members) from entering the premises if the Board, the Secretary or the Secretary's delegate determine that such action is necessary for the purposes of these policies and the provisions of Rule 43 and 43A shall not apply to any such decision.”*

Notes to Members on Special Resolution

1. The Special Resolution updates the rules in relation to the Club's policies.
 2. Rule 9(f) currently refers to the Club's responsible gambling and responsible service of alcohol house policy. The proposed new rule also will include reference to policies
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the Club is required to have and implement under the Anti Money Laundering Counter Terrorism Funding Act to ensure the Club can implement policies, including exclusion from the premises, in accordance with its obligations under those Acts.

Dated: 25 September 2025
By direction of the Board of Directors

A handwritten signature in dark ink, appearing to read 'Mark Gavel', with a stylized flourish at the end.

Mark Gavel
Chief Executive Officer