

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Annual General Meeting** of the **John Edmondson V.C. Memorial Club Limited** will be held at Club Liverpool 185 George Street, Liverpool on **Friday 22nd April 2022 at 10.30am.**

BUSINESS

1. To confirm the Minutes of the Annual General Meeting held Friday, 16th April 2021.
2. Receive and consider the Board of Directors Report.
3. Receive and consider the Financial Statements and Auditor's Report.
4. To consider and if thought fit pass the following Ordinary Resolutions:-

FIRST ORDINARY RESOLUTION

That the members approve the payment of the following honoraria to the Directors of the Club to the total sum of \$41,860 for their services as members of the Board of the Club until the next Annual General Meeting of the Club, such honoraria to be paid by equal monthly instalments whilst the Director/s is/are members of the Board:

President	\$8,840
Deputy President	\$7,020
Directors (x5)	\$5,200
	<u>\$41,860</u>

Note to Members

The First Ordinary Resolution deals with payment of honoraria to the President, Deputy President and Directors of the Club for their services as members of the Board of Directors, which is permitted under the Registered Clubs Act, provided the payment is approved by a Resolution passed at a General Meeting of the Club at which the persons entitled to vote are the same as have the right to vote in the election of the Board

SECOND ORDINARY 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 \$145,000 until the next Annual General Meeting of the Club for the following reasons:-
 - (i) Expenses involved in sponsorship of Intra Clubs.
 - (ii) 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 when that meeting corresponds with a normal meal time.
 - (iii) Reasonable expenses 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.
 - (iv) Reasonable expenses incurred by Directors in relation to such other duties including entertainment of special guests to the Club and other promotional activities performed by Directors which activities and expenses therefrom are approved by the Board before payment is made on production of receipts, invoices or other proper documentary evidence of such expenditure.
- (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.

Note to Members

The Second Ordinary Resolution is to have the members in General Meeting approve an amount no greater than \$145,000 for expenditure on sponsorship of intra-clubs and expenses incurred by Directors in the performance of their duties.

THIRD ORDINARY RESOLUTION

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve and agree to the expenditure by the Club in a sum not exceeding \$75,000 for the professional development and education of Directors until the next Annual General Meeting and being:
 - (i) The reasonable cost of Directors attending the Registered Clubs Association's Annual General Meeting.
 - (ii) The reasonable cost of Directors attending seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time;
 - (iii) The reasonable cost of Directors 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.
 - (iv) Attendance at functions with spouses where appropriate and required to represent the Club.
- (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.

Note to Members

The Third Ordinary Resolution is to have the members in General Meeting approve an amount no greater than \$75,000 for the expenditure by the Club for Directors to attend seminars, lectures, trade displays and other similar events including the Registered Clubs Association of New South Wales Annual General Meeting and to visit other clubs to enable the Club's governing body 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. Included in the above would be the attendances at functions with spouses, where appropriate and required, to represent the Club.

FOURTH ORDINARY 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 \$20,000 until the next Annual General Meeting of the Club for the following reasons:-
 - (i) The reasonable cost of providing a uniform to each Director.
 - (ii) The reimbursement to Directors for their telephone rental.
 - (iii) That the members hereby approve provision for 7 Directors car parking spaces.
 - (iv) Provision of a mobile phone for the use of the President.
- (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.

Note to Members

The Fourth Ordinary Resolution is to have the members in General Meeting approve the provision to each Director a Club uniform to enable Directors to represent the Club in a professional and responsible manner.

The payment of telephone rental and the provision of a mobile phone for the President ensures that Directors are contactable in the event of Special Board Meeting being called and provision of Directors car parking spaces is a courtesy extended to the Directors.

GENERAL NOTES TO MEMBERS

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.

ANNUAL FINANCIAL REPORT

In accordance with the *Corporations Act*, the Annual Financial Report for the year ended 31 December 2021, will be made available on the Club's website at www.clubliverpool.com.au for you to view at your convenience.

Should a member wish to receive a copy of the Annual Financial Report in printed form or electronically, please write to the Club with your request.

BY DIRECTION OF THE BOARD

PETER SUGGETT

Chief Executive Officer & Secretary