

# NOTICE OF AGM

**WEST TAMWORTH LEAGUE CLUB LIMITED**  
ACN 001 037 832

**NOTICE** is hereby given of the Annual General Meeting of **WEST TAMWORTH LEAGUE CLUB LIMITED** to be held on **Tuesday 28 November 2023** commencing at **6:30pm** at the premises of the Club, 58 Phillip Street, West Tamworth, New South Wales.

## AGENDA

The following business will be dealt with at the Annual General Meeting:

1. MEETING OPENING
2. APOLOGIES
3. CONFIRMATION of the minutes of the previous Annual General Meeting held on Tuesday 29 November 2022.
4. REPORTS: To lay the Directors' Report, Auditors' Report and Financial Report for the 52-week period ended 27 June 2023 before the meeting. Please note: These reports can be viewed in PDF format on the Club's website [www.wtlc.com.au](http://www.wtlc.com.au) or on written request to the chief executive officer – company secretary.
5. ORDINARY RESOLUTIONS: To consider and if thought fit pass **two (2)** Ordinary Resolutions.
6. SPECIAL RESOLUTION: To consider and if thought fit pass **one (1)** Special Resolution.
7. ELECTION RESULTS FOR THE BOARD OF DIRECTORS
8. GENERAL BUSINESS (of which due notice has been given) that may be brought before the meeting in accordance with the Club's Constitution.
9. MEETING CLOSURE

## QUESTIONS ON THE REPORTS

Members who have questions in relation to any report referred to in Item 4 are requested to submit their questions in writing to the chief executive officer – company secretary by **5:00pm on Friday 17 November 2023**. This will allow sufficient time for information to be gathered or research undertaken. If questions are not submitted in this manner, the Club may not be able to provide a complete answer at the Annual General Meeting.

## PROCEDURAL MATTERS FOR RESOLUTIONS

1. **ORDINARY RESOLUTIONS:** To be passed, an Ordinary Resolution must receive votes in favour from not less than a majority (50% + 1) of those members who, being eligible to do so, vote in person on the Ordinary Resolution at the meeting.
2. **SPECIAL RESOLUTIONS:** To be passed, a 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.
3. The Resolutions should be read in conjunction with the notes which follow the Resolutions.
4. **VOTING ON RESOLUTIONS:** Financial Full Fee, Pensioner, Tamworth RSL, Tamworth Tennis, Honorary Life and Gold Life members are eligible to vote on the Resolutions.
5. Under the Registered Clubs Act, members who are employees of the Club are not entitled to vote and proxy voting is prohibited.
6. Amendments to a Special Resolution (other than minor typographical corrections which do not change the substance or effect of the Resolution) will not be permitted from the floor of the meeting.
7. The Board of Directors recommends each of the Resolutions to members.

## FIRST ORDINARY RESOLUTION

That the members hereby:

- (a) approve that the Club's Board of Directors are entitled to receive the following benefits for the twelve (12) month period preceding the 2024 Annual General Meeting:
  - (i) reasonable food and refreshments for each Director at Board or Committee meetings.
  - (ii) payment by the Club of reasonable costs or expenses of attending functions whilst representing the Club (with spouses or partners where appropriate) or in relation to such other duties including entertainment of special guests of the Club and other promotional activities as may be approved from time to time by the Board.
  - (iii) reasonable costs or expenses in relation to the professional development and education of Directors, including (but not limited to):
    - (1) attending meetings of associations of which the Club is a member or Directors are members;
    - (2) attending conferences, seminars, lectures, trade displays, organised study tours, fact finding tours and other similar events (whether held within Australia or overseas) as may be determined by the Board from time to time;
    - (3) attending other registered Clubs or gaming venues for the purpose of observing their facilities and methods of operation;
    - (4) attending conferences and training sessions (including mandatory training) in relation to Director's roles and responsibilities under the *Registered Clubs Act 1976*, the *Corporations Act 2001* and any other relevant legislation.
  - (iv) payment by the Club for provision of a blazer and associated apparel.
- (b) acknowledge that the benefits in paragraph (a) are not available for members generally but are only for those who are Directors of the Club (and their spouses or partners in the circumstances set out in paragraph (a)(ii) above).

## Explanatory Note

1. The First Ordinary Resolution is to have the members approve expenditure by the Club on Directors (and their spouses or partners in certain circumstances) in respect of the matters set out in the First Ordinary Resolution.
2. Included in the First Ordinary Resolution is the cost of Directors attending seminars, lectures, trade displays and other similar events to be kept abreast of current trends and developments which may have a significant bearing on the Club.

## SECOND ORDINARY RESOLUTION

That the members hereby approve:

- (a) payment of the following honorariums (inclusive of any superannuation guarantee levy if payable) to the Club's Directors for services as Directors for the twelve (12) month period preceding the 2023 Annual General Meeting:
  - (i) President - \$7000;
  - (ii) Vice President - \$3500; and
  - (iii) Directors (including any Board appointed Directors) - \$2000 each.
- (b) such honorariums to be paid on a pro-rata basis if the President, Vice President or a Director only held office for part of the twelve (12) month period preceding the 2023 Annual General Meeting.

## Explanatory Note

1. The Second Ordinary Resolution is to have the members approve honorariums for the Directors of the Club for duties to be performed by them during the twelve (12) month period preceding the 2023 Annual General Meeting.
2. The honorariums will be paid on a pro-rata basis which means that if the President, Vice President or an Ordinary Director (including a Board appointed Director) only held office for part of the year, that person will only receive a proportional part of the honorarium.

## SPECIAL RESOLUTION

That the members hereby approve Kevin O'Toole member no. 3514 be admitted as an Honorary Life member of West Tamworth League Club Limited.

## Notes to Members on Special Resolution

1. A Honorary Life member shall be any member who has rendered long or meritorious service to the Club or for any other commendable reason.
2. Honorary Life membership may only be conferred at a general meeting.
3. A proposal from Gregory O'Toole member no. 24566 and Peter Gambrell member no. 11138 nominating Kevin O'Toole for Honorary Life membership was received on 14 June 2023.
4. The nomination was approved by the Board of Directors on 29 June 2023.
5. A Honorary Life member is relieved from the payment of any annual subscription.

DATED: 31 August 2023  
BY direction of the Board



Rod Laing  
Chief Executive Officer – Company Secretary

