

LEETON SOLDIERS CLUB LTD
ACN 001 037 136

NOTICE OF ANNUAL GENERAL MEETING AND RESOLUTIONS

NOTICE is hereby given of the Annual General Meeting of **LEETON SOLDIERS CLUB LTD** to be held on **Wednesday 15 October 2025** commencing at the hour of **7:00 pm** at the premises of the Club, corner Yanco & Acacia Avenues, Leeton, New South Wales.

BUSINESS

The business of the meeting will be as follows:

1. Apologies.
2. To receive and consider the minutes of the Annual General Meeting held Wednesday 18 October 2024.
3. To receive and consider the report of the Board for the year ended 30 June 2025.
4. To receive and consider the Financial Statements of the Club and the Report of the Auditor for the year ended 30 June 2025.
5. To declare the results of the election of positions on the Board.
6. To consider and if thought fit to pass the Ordinary Resolutions set out in this Notice.
7. To consider and if thought fit pass the Specail Resolution contained in this Notice to adopt a new Constitution for the Club.

PROCEDURAL MATTERS

1. To be passed an 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 on the resolution.
2. The Resolutions should be read in conjunction with the Notes to Members which follow.
3. **Only Life members, financial Service members and financial Club members can vote on the Resolutions.**
4. Under the Registered Clubs Act, members who are employees of the Club are not entitled to vote and proxy voting is prohibited.
5. The Board of the Club recommends the Resolutions to members.
6. **Members with questions on the Annual Report or accounts are asked to submit those questions in writing to the Chief Executive Officer 7 days before the meeting. Members are entitled to ask questions at the Annual General Meeting without giving this notice. However, if you do not submit questions in writing 7 days before the meeting, it may not be possible to provide you with an answer to your question at the meeting.**
7. A copy of financial statements and reports for the year ended 30 June 2025 can be viewed online and downloaded at www.leetonsoldiersclub.com.au. A Member may by notice in writing to the Club elect to receive a hard copy or an electronic copy of the Annual Report.

FIRST ORDINARY RESOLUTION

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve and agree to expenditure by the Club in a reasonable sum until the next Annual General Meeting of the Club for the following activities of directors:
 - (i) 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, such costs not to exceed \$5,000.00.

- (ii) 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 property documentary evidence of such expenditure;
 - (iii) 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, provided that the expenses are approved by the Board before payment is made on production of receipts, invoices or other proper documentary evidence on such expenditure.
- (b) The members acknowledge that the benefits above are not available to members generally but only for those who are Directors of the Club.

SECOND ORDINARY RESOLUTION

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve and agree to expenditure by the Club in the reasonable sum for the professional development and education of Directors until the next Annual General Meeting and being:
- (i) The reasonable cost of Directors attending at the ClubsNSW 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.
- (b) The members acknowledge that the benefits above are not available to members generally but only for those who are Directors of the Club.

THIRD ORDINARY RESOLUTION

That the members approve that the Board of Directors may be supplied with a Club uniform at such reasonable cost as determined by the Board as is in keeping with the Club's current image.

FOURTH ORDINARY RESOLUTION

That the members approve the payment of an honorarium to the President pursuant to section 10(6)(b) of the Registered Clubs Act in the amount of \$2,600.00 until the next Annual General Meeting with the honorarium to be paid by weekly instalments of \$50.00.

NOTES TO MEMBERS ON THE ORDINARY RESOLUTIONS

1. The First Ordinary Resolution seeks the approval of the members in General Meeting for a reasonable amount for expenditure by the Club in relation to duties performed by the Club's Directors.
2. The Second Ordinary Resolution seeks the approval of the members in General Meeting for a reasonable amount for the expenditure by the Club for Directors to attend seminars, lectures, trade displays and other similar events including the ClubsNSW 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.
3. The Third Ordinary Resolution seeks the approval of members in General Meeting of the Directors being issued with a Club uniform.
4. The Fourth Ordinary Resolution seeks the approval of members for an honorarium to be paid to the President for the twelve month period till the next Annual General Meeting an annual amount of \$2,600.00 payable by weekly instalments of \$50.00.

SPECIAL RESOLUTION

[The Special Resolution is to be read in conjunction with the notes to members set out below.]

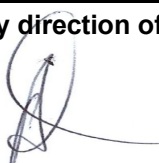
That the Constitution of Leeton Soldiers' Club Ltd (**Club**) in the form presented to the meeting (and having previously been made available to members) be adopted as the Constitution of the Club in substitution for and to the exclusion of the existing Articles and Memorandum of Association.

Notes to Members on Special Resolution

1. The Special Resolution proposes for members to approve the adoption of new Constitution of the Club.
2. Following discussions with the Club's Solicitors, the Board was advised that the Club's Articles and Memorandum of Association should be regularly reviewed and updated to ensure compliance with best practice and relevant legislation.
3. As opposed to making a number of piecemeal amendments to the Club's Articles and Memorandum of Association, the Club engaged its solicitors to prepare a new constitution which reflected best practice and the relevant legal requirements whilst retaining the existing practices and operations for the Club.
4. Copies of the current and proposed Constitution are available on request via the office.
5. An Explanatory Memorandum is also on the website and available from the office.
6. The Explanatory Memorandum outlines principal features of the proposed Constitution and its significant variations from the existing Constitution. This Explanatory Memorandum is also intended to assist members with understanding the proposed new Constitution and why it is appropriate to adopt it.
7. To be passed, a Special Resolution must receive votes in favour from three quarters (75%) of those members who, being eligible to do so, vote in favour of the Special Resolution at the meeting.

Dated: 03 September 2025

By direction of the Board



Adam McIntyre
Secretary Manager