

**WESTERN SUBURBS LEAGUE CLUB (CAMPBELLTOWN) LTD**  
**ACN 000 841 958**

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Annual General Meeting of Western Suburbs League Club (Campbelltown) Ltd, will be held on **Sunday 19 February 2012**, commencing at **9.00 am** at the premises of the Club at 10 Old Leumeah Road, Leumeah, New South Wales.

**BUSINESS TO BE CONDUCTED**

1. To confirm the Minutes of the previous Annual General Meeting held on 27 February 2011 and the Minutes of the General Meeting held on 23 November 2011.
2. To receive and consider the Report of the Board of Directors.
3. To receive and consider the Report of the General Manager.
4. To receive and consider the Financial Report and the Independent Auditor's Report for the year ended 31 October 2011.
5. To consider and if thought fit, pass each of the Ordinary Resolutions set out below under the heading "Notice of Ordinary Resolutions".
6. Election of two (2) members of the Board of Directors (conducted under the triennial election rule as set out in Schedule 4 of the Registered Clubs Act 1976 (NSW)) and declaration of the result of the election.
7. Any other business which may be dealt with at the Annual General Meeting of which notice has been given to the members.

**NOTE TO MEMBERS REGARDING NOMINATION FORMS FOR ELECTION OF DIRECTORS**

Nomination forms for the Board of Directors may be obtained from the Reception Desk and must be in the hands of the General Manager not later than 5.00pm on Monday, 6 February, 2012.

**ANNUAL REPORT**

In accordance with the *Corporations Act*, the Annual Report of the Club for the year ended 31 October 2011, which includes the Directors' Report, the Financial Report and the Auditor's Report, will be provided to those members who make a written request for them. A copy of the Annual Report will also be published on the Club's website not less than 21 days prior to the Annual General Meeting.

**NOTE TO MEMBERS REGARDING FINANCIAL QUERIES**

Members who wish to raise any queries or seek information at the meeting about the Financial Report or other matters pertaining to the affairs of the Club, are asked to give the General Manager notice in writing of their queries or requests by 13 February 2012. This will enable properly researched replies to be prepared for the benefit of Members.

## **NOTICE OF ORDINARY RESOLUTIONS**

### **FIRST ORDINARY RESOLUTION**

The members hereby approve expenditure by the Club in a sum not exceeding \$750,000 (excluding Goods and Services tax) until the next Annual General Meeting for the following expenses, (but subject to approval by the Board of Directors),

- (i) the sponsorship of affiliated sporting clubs and members of the affiliated sporting clubs;
- (ii) presentations to members or other persons to acknowledge services deemed by the Board as being of benefit to the Club;
- (iii) sponsorship of sporting events and sports persons deemed by the Board to be of benefit to the Club and/or the community.

The members acknowledge that the benefits above are not available to members generally but only to those who are members directly involved in the aforementioned activities and/or of the affiliated sporting clubs.

### **SECOND ORDINARY RESOLUTION**

(a)The members hereby approve expenditure by the Club in a sum not exceeding \$6,000 (excluding any Goods and Services Tax) for the:

- (i) Reasonable cost of a meal and beverages 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.
- (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 proper 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 which activities and the expenses approved by the Board before payment is made on production of invoices, receipts or other proper documentary evidence of such expenditure.
- (iv) The provision of blazers and associated apparel for the use of directors in representing the Club;
- (v) Reasonable costs of the directors and their partners attending the annual dinner and other functions as approved by the Board.

The members acknowledge that the benefits are not available to members generally but only to those who are directors of the Club and those members directly involved in the aforementioned activities.

### **THIRD ORDINARY RESOLUTION**

The members hereby approve and agree to expenditure by the Club in a sum not exceeding \$52,000 (excluding any Goods and Services Tax) for the professional development and education of Directors until the next Annual General Meeting of the Club and being:

- (i) The reasonable cost of such directors as approved by the Board attending the Clubs NSW Annual General Meeting.
- (ii) The reasonable cost of such directors as approved by the Board attending meetings of other Associations of which the Club is a member.
- (iii) The reasonable cost of such directors as approved by the Board attending seminars, lectures, trade displays, organised study tours, fact- finding tours and other similar events as may be determined by the Board from time to time.
- (iv) 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 benefit of the Club;
- (v) The reasonable cost of attendances by Directors at functions with spouses or partners where appropriate and required to represent the Club.

The members acknowledge that the benefits above are not available to members generally but only for those who are directors and those persons directly involved in the above activities.

### **FOURTH ORDINARY RESOLUTION**

That the Chairman of the Club receive an Honorarium in the sum of \$10,000 (inclusive of Superannuation Guarantee Levy) in recognition of his/her services as a member of the Board of Directors in respect of the period commencing from the conclusion of the Annual General Meeting and ending at the next Annual General Meeting of the Club, payable in instalments and intervals to be determined by the Board.

### **FIFTH ORDINARY RESOLUTION**

That the Deputy Chairman of the Club receive an Honorarium in the sum of \$8,000 (inclusive of Superannuation Guarantee Levy) in recognition of his/her services as a member of the Board of Directors in respect of the period commencing from the conclusion of the Annual General Meeting and ending at the next Annual General Meeting of the Club, payable in instalments and intervals to be determined by the Board.

### **SIXTH ORDINARY RESOLUTION**

That other Directors of the Club receive an Honorarium in the sum of \$5,000 (inclusive of Superannuation Guarantee Levy) in recognition of his/her services as a member of the Board of the Club in respect of the period commencing from the conclusion of the Annual General Meeting and ending at the next Annual General Meeting of the Club, payable in instalments and intervals to be determined by the Board.

## **SEVENTH ORDINARY RESOLUTION**

That the Sports Ambassador of the Club receive an Honorarium in the sum of \$2,500 in recognition of his/her services as the Sports Ambassador in respect of the period commencing from the conclusion of the Annual General Meeting and ending at the next Annual General Meeting of the Club, payable in instalments and intervals to be determined by the Board.

## **EXPLANATORY NOTES REGARDING THE ORDINARY RESOLUTIONS**

These notes are to be read in conjunction with the proposed Ordinary Resolutions:

1. The First Ordinary Resolution is to have the members approve a sum not exceeding \$750,000 for the expenditure by the Club until the next Annual General Meeting in relation to the sponsorships, expenses and donations set out in that resolution.
2. The Second Ordinary Resolution is to have the members approve a sum not exceeding \$6,000 for reasonable costs and expenses related to the Directors carrying out their duties as directors of the Club.
3. The Third Ordinary Resolution is to have the members approve a sum not exceeding \$52,000 for the expenditure by the Club until the next Annual General Meeting for directors to attend seminars, lectures, trade displays, and other similar events including the Clubs NSW Annual General Meeting and to visit other clubs to enable the Board 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.
4. The Fourth, Fifth, Sixth and Seventh Ordinary Resolutions seek the members' approval in General Meeting for honoraria for the services provided by the Chairman, Deputy Chairman, each Director and the Sports Ambassador.

## **PROCEDURAL NOTES REGARDING THE ORDINARY RESOLUTIONS**

1. 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.
2. The Registered Clubs Act 1976 (NSW) prohibits proxy voting at any General Meeting (including the Annual General Meeting) of the Club and at any election of the Board of Directors.
3. The Registered Clubs Act 1976 (NSW) prohibits employees who are also members from voting.

By Order of the Board of Directors.



---

**Tony Mathew**  
General Manager