



CENTRAL  
COAST

LEAGUES CLUB

# 2023 Notice of General Meeting



**NOTICE IS GIVEN** that the fifty first Annual General Meeting of Central Coast League's Limited ACN 001 036 068 (Club) will be held at:

**Location:** Central Coast Leagues Club, Dane Drive, Gosford NSW 2250

**Date:** Wednesday 22 November 2023

**Time:** 7.00pm

## **AGENDA**

1. Opening.
2. Attendance and quorum.
3. Apologies.
4. To confirm the Minutes of the previous Annual General Meeting.
5. To receive and consider the Financial Report, the Directors' Report and the Auditor's Report for the year ended 30 June 2023.
6. To consider and, if thought fit, to pass Ordinary Resolution 1 regarding Directors' honoraria.
7. To consider and, if thought fit, to pass Ordinary Resolution 2 regarding Directors' benefits.
8. To notify members of each expression of interest in an amalgamation and unsolicited merger offer that the Club has received from another club within the prior 12 months (if any).
9. Election of the Board of Directors. See explanatory note at end of notice.
10. The way forward.
11. Any other business of which notice has been duly given

## **AGENDA ITEM 6: ORDINARY RESOLUTION 1**

That pursuant to the *Registered Clubs Act 1976* (NSW):

1. The members hereby approve and agree to the payment of an honorarium at the rate of \$1,102.50 per month, payable monthly in arrears and pro-rated on a daily basis for any broken period of less than a calendar month at the start or end of their term, to each Director of the Club in respect of each Director's service on the Board until the next Annual General Meeting. The Chairman is to receive an additional \$551.25 per month.
2. The members acknowledge that the benefits in paragraph 1 above are not available to members generally but only for those who are Directors of the Club.

## **Explanatory Notes – Ordinary Resolution 1**

1. Under the *Registered Clubs Act 1976* (NSW) (**Registered Clubs Act**), Directors and other members may receive benefits which are not equally available to all Full Members of the Club, if approval is given by the members under that Act by a resolution passed at a general meeting.

2. The amount proposed for the approval of members is the same as the amount approved for the Directors and Chairman by the members at the 2022 AGM.
3. It is at the discretion of an individual Director as to whether they accept the honorarium.
4. In addition, a compulsory superannuation contribution may be payable.
5. If Ordinary Resolution 1 is passed, the members approve the payment of the honorarium by the Club until the next Annual General Meeting.

## **AGENDA ITEM 7: ORDINARY RESOLUTION 2**

That pursuant to the *Registered Clubs Act 1976* (NSW):

1. The members hereby approve and agree to the reasonable expenditure by the Club of up to \$80,000 until the next Annual General Meeting in respect of each Director of the Club (including the Chairman) for the following:
  - a. the reasonable cost of clothing for the use of Directors in representing the Club;
  - b. the reasonable cost of attendance at trade shows, industry conferences and meetings, conferences and training in relation to their role and responsibilities as a Director;
  - c. the reasonable cost of meals and beverages before, during and at the conclusion of Board and committee meetings;
  - d. reasonable out-of-pocket expenses incurred by Directors when carrying out their duties in relation to the Club including (without limitation) the reasonable costs of the entertainment of special guests of the Club and participation in Club promotional activities (whether at the Club's premises or elsewhere), and attending study tours of other clubs and similar venues to inspect those venues and their operations, provided that all such out-of-pocket expenses are approved by the Board;
  - e. the reasonable cost of attending, at Club premises or elsewhere, as representatives of the Club such sporting, community, charity, special functions or occasions as the Board from time to time authorises and determines to be reasonably incurred in the course of their respective duties in relation to the Club;
  - f. the reasonable cost of providing functions to recognise service and support to the Club or to promote the Club or otherwise further the objectives of the Club;
  - g. the reasonable cost of attendance at national and international gaming, entertainment, leisure and recreation venues, provided that the attendance of Directors at such

venues will, in the opinion of the Board, produce significant benefits to the planning and development of the Club, and provided also that the expenditure is assessed and approved in advance by the Board as being reasonable; and

- h. preferential bookings or reservations for Club functions.
2. The members acknowledge that the benefits in paragraph 1 above are not available to members generally but only for those who are Directors of the Club and those persons who are directly involved in the above activities.

### **Explanatory Notes – Ordinary Resolution 2**

1. Under the *Registered Clubs Act 1976* (NSW) (**Registered Clubs Act**), Directors and other members may receive benefits which are not equally available to all Full Members of the Club, if approval is given by the members under that Act.
2. Directors' out-of-pocket expenses reasonably incurred in the course of carrying out their duties, are able to be authorised by the Board under section 10(6)(d) of the Registered Clubs Act. However, in the interests of transparency, the proposed resolution makes disclosure of some of the types of expenses likely to be incurred.
3. If Ordinary Resolution 2 is passed, the members approve reasonable expenditure by the Club until the next Annual General Meeting, in relation to duties performed by the Club's Directors. This expenditure is considered as reasonable and necessary for the Directors to be active in performing their duties and pursuing the Club's long-term viability.

### **AGENDA ITEM 9: ELECTION OF DIRECTORS**

To elect three Ordinary Directors, in accordance with the Constitution (if elections are required) and to announce the results and declare those persons elected to take office from the conclusion of the meeting.

In accordance with rule 19 of the Club's Constitution, there are three vacancies to be filled on the Board. The three vacancies arise under Rule 19 in the usual course. The successful candidates who fill those vacancies will have three year terms of office.

The retiring directors Andrew Dickson, Stephen Naven, and Kath Casey are eligible to stand for election.

### **GENERAL NOTES FOR MEMBERS**

1. To be passed, each Ordinary Resolution must receive votes in its favour from a simple majority of those members who, being eligible to do so, vote on the Ordinary Resolution.
2. Life Members, financial Club members and financial Special

members are entitled to vote on each Ordinary Resolution.

3. Members who are employees of the Club are not entitled to vote and proxy voting is prohibited under the Registered Clubs Act.
4. Members will be given a reasonable opportunity to speak and ask questions about each resolution at the Annual General Meeting.
5. A copy of the current Constitution is available to members on request from the Club's office.
6. The Club's Annual Report (including the Financial Report) for the year ended 30 June 2023 can be accessed on the 'Member Reports' page at [www.cclc.com.au](http://www.cclc.com.au).
7. Members are requested to address questions on matters to be considered at the Annual General Meeting to the Chief Executive Officer in writing at least 14 days before the Annual General Meeting, so that they can be addressed and drawn to the attention of the meeting as appropriate.
8. In accordance with recent changes to the Corporations Act, this notice is being sent electronically to those members for whom the Club holds an electronic address or means of communication. However, a member may elect the method by which they wish to receive a notice from the Club. A paper copy of this notice can be posted to a member provided they make the request at least 30 days prior to the date the Club is required by the Corporation Act to send this notice to members. A member may also make a standing request to receive hard copies of notices of general meeting.

## **BY ORDER OF THE BOARD**

### **EDWARD CAMILLERI**

Company Secretary & Chief Executive Officer

GOSFORD

26 October 2023



DANE DRIVE GOSFORD

[www.cclc.com.au](http://www.cclc.com.au)