

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the ANNUAL GENERAL MEETING of NORTH SYDNEY LEAGUES' CLUB LIMITED ACN 000 147 544 (Club) will be held at 12 Abbott Street, Cammeray NSW and by video link at seagulls Club, Gollan Drive, Tweed Heads NSW on MONDAY, 14 MAY 2018 AT 7.00PM.

BUSINESS

1. Apologies.
2. To receive and consider the Financial Report, President and CEO's Report and Auditor's Report for the year ended 31 December 2017.
3. To consider, and if thought fit, to pass each of the two Ordinary Resolutions appearing under the heading "Ordinary Resolutions" with regard to benefits of Directors of the Club and others.
4. To declare the results of the biennial election of the Board and conduct any further election which may be necessary.
5. To consider and if thought fit, pass a resolution to elect David O'Farrell to a Life membership of North Sydney Leagues Club Limited.
- IV. The reasonable costs of Directors attending seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time.
- V. The reasonable costs of Directors undertaking training as required by the Registered Clubs Act.
- VI. The reasonable costs 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;
- VII. The reasonable costs of blazers and associated apparel for the use of Directors when representing the Club;
- VIII. The reasonable cost of Directors and their partners attending an annual dinner and other functions relating to the club industry where appropriate and required to represent the Club."

The Club's Annual Report for 2017 containing the Financial Report, President and CEO's Report and Auditor's Report may be viewed on the Club's website.

ORDINARY RESOLUTIONS

FIRST ORDINARY RESOLUTION

"That the members hereby approve expenditure not exceeding \$50,000 (plus Goods and Services Tax) during the period from this Annual General Meeting to the Annual General Meeting in 2019 to provide the benefits in paragraphs (i) to (viii) below which are not available to members generally but only to those members who are Directors of the Club (and in relation to paragraph (viii) also their spouses):

- I. The reasonable costs of providing meals and refreshments for Directors in respect of each Board or committee meeting of the Club;
- II. The reimbursement of reasonable expenses incurred by Directors in travelling to and from Directors' meetings or other meetings as approved by the Board from time to time on the production of invoices, receipts or other proper documentary evidence of such expenditure;
- III. The reasonable costs of Directors attending club industry association conferences and meetings;

Explanatory Note for Members Regarding the First Ordinary Resolution

In accordance with the requirements of section 10 of the Registered Clubs Act, members are asked to approve the above benefits and expenses for Directors up to the Annual General Meeting in 2019.

SECOND ORDINARY RESOLUTION

"That the members approve the payment of the following honorariums (plus superannuation) to Directors in the period from this Annual General Meeting to the Annual General Meeting of the Club in 2019."

President:	\$13,750
Vice President:	\$7,920
Each other director:	\$6,600

Explanatory Note for Members Regarding the Second Ordinary Resolution

1. Under section 10(6)(b) of the Registered Clubs Act, honorariums may be paid to the Directors if they are approved by an ordinary resolution of the members.
2. The Superannuation Guarantee (Administration) Act 1992, requires superannuation contributions to be paid at the current statutory rate on all three honorariums. These contributions will be in addition to the amounts of the honorariums stated above.
3. The honorariums are the same as those approved at last year's Annual General Meeting.



RESOLUTION FOR LIFE MEMBERSHIP

“That David O’Farrell be elected to Life Membership of North Sydney Leagues Club Limited.”

Explanatory Note for Members Regarding the Resolution for Life Membership

1. Rule 20 of the Club’s Constitution provides that a member who has rendered outstanding service to the Club may be elected to Life membership of the Club.
2. David has been proposed for Life Membership. The Board recommend that members vote in favour of the resolution.
3. David joined the North Sydney Leagues Club in the early 1970’s and shortly after joined the Club’s golf club. He served on the golf club committee holding at various times the positions of Club Captain, Treasurer, Secretary and President over a period of 35 years.
4. In 1986 the North Sydney Leagues Club Board invited David to represent NORTHS on the Board of The Rugby League Country Club and Narellan Properties Limited. He resigned in 2004 from those positions.
5. He was then invited to join the Board of NORTHS in 2002 on which he served until the end of 2015. During that time David represented the Club at Leagues Club Association Meetings and Clubs NSW.
6. During this service he oversaw challenging times in the Club’s history. His wisdom and guidance has assisted the Club to help lay a strong platform underpinning its current success. His contribution at Board level was always constructive and appreciated.
7. David has shown and continues to show unswerving commitment to our golf club and NORTHS. The Board of North Sydney Leagues Club Ltd strongly supports this resolution.

PROCEDURAL NOTES REGARDING THE ORDINARY RESOLUTIONS AND RESOLUTION FOR LIFE MEMBERSHIP

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 eligible to do so, vote in person at the meeting.
2. To be passed, a Resolution for Life Membership must receive votes in its favour from at least two thirds of those members who being eligible to do so vote in person at the meeting.
3. Under the Registered Clubs Act, the members entitled to vote on the Ordinary Resolutions are the members who are eligible to vote at Board elections (i.e. Life Members and financial Club members).
4. Life Members and financial Club members are eligible to vote on the Resolution for Life Membership.
5. Under the Registered Clubs Act and the Club’s Constitution:
 - (a) Members who are employees of the Club are not entitled to vote; and
 - (b) Proxy voting is prohibited.

QUESTIONS

Members are requested to direct any questions or issues about the business to be conducted at the Annual General Meeting (including any questions on the Financial Reports) to the Chief Executive Officer at least 7 days before the Annual General Meeting.

By direction of the Board



Luke Simmons
Chief Executive Officer
Dated: 23 March 2018