

NOTICE ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the members of Revesby Workers' Club Ltd will be held in the Club premises, 2B Brett Street, Revesby, on **Sunday 25th October 2020 at 10:00am.**

The business of this meeting shall be to receive and consider the following:

1. Confirmation of minutes of Annual General Meeting of Members held on Sunday, 27th October 2019. *
2. Report of the Board.
3. The Annual Report and Balance Sheet for the year ended 30th June 2020. **
4. The Ordinary Resolution with regard to benefits of Directors of the Club and others. ***
5. The Ordinary Resolution with regard to benefits of foundation and life members. ***
6. The Ordinary Resolution with regard to benefits to Welfare Officers. ***
7. The Ordinary Resolution with regard to benefits of the President of the Club. ***
8. The Ordinary Resolution to elect to Life Membership Mrs Christine Butters ('Life Membership Resolution') ****
9. The Special Resolutions with regard to amending the Club's Constitution.

BY ORDER OF THE BOARD
SCOTT BENNETTS
Chief Executive Officer

Dated this 30 of June 2020

* Minutes from the 2019 Annual General Meeting of Revesby Workers' Club Ltd are available from the Office of the Club – Monday to Friday, upon request, and will also be available at the Annual General Meeting.

** Members seeking financial information are requested to advise the Chief Executive Officer, in writing, seven (7) days prior to the Annual General Meeting.

*** The following ordinary resolutions will be proposed at this year's Meeting:

FIRST ORDINARY RESOLUTION - DIRECTORS AND OTHERS

"Pursuant to sections 10(6A) and 10(7) of the *Registered Clubs Act 1976 (NSW)* for the period up to the 2021 Annual General Meeting:

- (a) That the members approve Revesby Workers' Club allowing the Duty Director and **up to three (3) guests** to partake of a meal and beverage within Revesby Workers' Club's premises.
- (b) That the members approve Revesby Workers' Club allowing the Duty Director and **up to three (3) guests** to be entertained at the premises of Revesby Workers' Club, such entertaining to be limited to internal shows.
- (c) That the members approve expenditure by Revesby Workers' Club to provide a corporate apparel for Directors consisting of **appropriate attire** and cleaning expenses of same.
- (d) That the members approve Revesby Workers' Club providing reasonable meals and beverages at Board meetings, sub-committee meetings and official functions for Directors and sub-committee members.
- (e) That the members authorise the Directors' attendance at meetings and seminars of ClubsNSW, Federation of Community Sporting and Workers Clubs, Club Managers' Association and other recognised associations within the Registered Clubs Industry and the Directors' reasonable expenses in relation to accommodation, seminar/conference fees and travel costs for themselves and their partners. In the event that overseas travel is required a maximum of two (2) Directors may be approved for such travel by the Board.
- (f) That the members approve Revesby Workers' Club paying each Director an honorarium of \$10,000.00 per annum, with an additional \$2,000.00 per annum being paid to the President, a total payment of \$72,000.00. The amounts may be paid monthly, quarterly or annually at the Director's discretion. A director may elect not to receive the payment or to receive only part of the payment at **their** discretion.

- (g) That if a Director resigns *their* position with the *Board* during the elected year (exclusive of the death of a Director) the honorarium will be reimbursed by the Director on a pro rata basis.
- (h) That the members approve Revesby Workers' Club providing each Director an allowance of \$1,000 per annum for their telephone rental fees, local and mobile phone call *and internet* charges for Club related business. A director may elect not to receive the payment or to receive only part of the payment at *their* discretion.
- (i) That the members approve Revesby Workers' Club providing each Director a mobile computing device and associated equipment, appropriate software and including 10GB (one-year) Prepaid Mobile Broadband internet and an Email address facility for Revesby Workers' Club related business.
- (j) That the members approve *each* Director receiving a car space at Revesby Workers' Club for their use.
- (k) That the members approve the patrons and life members of the club receiving a car space at Revesby Workers' Club for their use."

SECOND ORDINARY RESOLUTION - FOUNDATION AND LIFE MEMBERS

"Pursuant to sections 10(6A) and 10(7) of the *Registered Clubs Act 1976 (NSW)* for the period up to the 2021 Annual General Meeting:

- (a) That the members approve Revesby Workers' Club absorbing, to a maximum of \$500, the cost of the wake, of any Foundation or Life member, held at the premises of the Club.
- (b) That the members approve the mortality benefit for Foundation members to be \$500.

THIRD ORDINARY RESOLUTION – WELFARE OFFICERS

"Pursuant to sections 10(6A) and 10(7) of the *Registered Clubs Act 1976 (NSW)* for the period up to the 2021 Annual General Meeting:

- (a) That the members approve Revesby Workers' Club providing up to two Welfare Officers appointed by the Board, with an allowance of up to \$100.00 per month each to defray travel and incidental costs incurred by the Welfare Officers in providing members with welfare support.

FOURTH ORDINARY RESOLUTION

"Pursuant to sections 10(6A) and 10(7) of the *Registered Clubs Act 1976 (NSW)* for the period up to the 2021 Annual General Meeting:

- (a) That the members approve the Club providing storage space off the Macarthur Room in the Club's property at 22 Revesby Place, Revesby for the purpose of storing the President's parliamentary and other papers and Labor Party memorabilia.

Notes to members

1. The property at 22 Revesby Place, Revesby is a former post office. Part of that property has for many years been and is currently leased to the Commonwealth and occupied by the Federal Local Member.
2. From March 1990 to September 2003 the President of the Club, Mr Daryl Melham, was that Local (ALP) member. The current Local Member is Mr David Coleman (Liberal).
3. The remainder of the former post office property can be and is accessed by members for specific purposes with prior approval from the Club.
4. A small area within these premises has since 2006 been used as a storeroom by a number of members and members groups.
5. In September 2013 Mr Melham sought to use part of the storeroom to store his parliamentary and other papers and ALP memorabilia.

6. In order to avoid any disruption to other persons using the storeroom in 2013 the Club arranged for a secondary store room to be constructed. This involved minor building work costing \$1,100.00 which was invoiced to and paid by Mr Melham.
7. One of the objects of the Club as stated in its Constitution is:

“To promote and assist in the promotion of workers’ interests and organisations including but not limited to trade unionism and the Australia Labor Party.”
8. It is the view of the Board of the Club that Mr Melham’s parliamentary and other papers and Labor Party memorabilia are historical documents that should be properly preserved as source documents for the history of the Club and the Labor Party and therefore should be stored by the Club.
9. It is the Board’s belief that the area in question which has been used to store Mr Melham’s papers has little or no commercial value and it is not required for any other purpose.
10. The Club has not levied any fee on Mr Melham for storing his papers.
11. Mr Melham has been President of the Club since 2010 and a Board member since 1980. From 1999 the Club in successive general meetings has approved honoraria for the President and Directors of the Club. For Mr Melham the current amount is \$10,000.00 per year as a Board member and a further \$2,000.00 per year as President.
12. Mr Melham has not availed himself of any honorarium since 2003. This has not been in lieu of a fee for the storage facility but it is nevertheless a considerable saving for the Club. Mr Melham intends to continue not to claim payment of any honorarium.
13. The arrangement for storing Mr Melham’s parliamentary and other papers has recently been considered by Liquor & Gaming New South Wales which determined that the arrangement did not constitute a benefit that breached the Registered Clubs Act.
14. However, and notwithstanding this determination of Liquor and Gaming New South Wales, the Board believes that even though the matter has not previously been brought for consideration by members, it is best if there be complete transparency about this arrangement and that there be (if the members so determine) a resolution by the members approving the arrangement.
15. To be passed the Ordinary Resolution above requires votes from a simple majority (50% + 1) of those members who being eligible to do so vote on the Ordinary Resolution in person at the meeting.

In line with Agenda items 4, 5, 6 & 7 included in the Notice of Meeting, members are asked to approve the above benefits and expenses until the next Annual General Meeting of the Club in 2021.

**** The following ordinary resolutions were accepted by last year’s meeting:*

- (a) That the members approve Revesby Workers’ Club allowing the Duty Director and his/her partner and two (2) guests to partake of a meal and beverage within Revesby Workers’ Club’s premises.*
- (b) That the members approve Revesby Workers’ Club allowing the Duty Director and his/her partner and two (2) guests to be entertained at the premises of Revesby Workers’ Club, such entertaining to be limited to internal shows.*
- (c) That the members approve expenditure by Revesby Workers’ Club to provide a corporate apparel for Directors consisting of blazer and jacket, tie, trousers/skirt, shirts/blouses and cleaning expenses of same.*
- (d) That the members approve Revesby Workers’ Club providing reasonable meals and beverages at Board meetings, sub-committee meetings and official functions for Directors and sub-committee members.*

- (e) *That the members authorise the Directors' attendance at meetings and seminars of ClubsNSW, Federation of Community Sporting and Workers Clubs, Club Managers' Association and other recognised associations within the Registered Clubs Industry and the Directors' reasonable expenses in relation to accommodation, seminar/conference fees and travel costs for themselves and their partners. In the event that overseas travel is required a maximum of two (2) Directors may be approved for such travel by the Board.*
- (f) *That the members approve Revesby Workers' Club paying each Director an honorarium of \$10,000.00 per annum, with an additional \$2,000.00 per annum being paid to the President, a total payment of \$72,000.00. The amounts may be paid monthly, quarterly or annually at the Director's discretion. A director may elect not to receive the payment or to receive only part of the payment at his or her discretion.*
- (g) *That if a Director resigns his/her position with the board during the elected year (exclusive of the death of a Director) the honorarium will be reimbursed by the Director on a pro rata basis.*
- (h) *That the members approve Revesby Workers' Club providing each Director an allowance of \$1,000 per annum for their telephone rental fees, local and mobile phone call charges for Club related business. A director may elect not to receive the payment or to receive only part of the payment at his or her discretion.*
- (i) *That the members approve Revesby Workers' Club providing each Director a laptop computer with appropriate software and including 10GB (one-year) Prepaid Mobile Broadband internet and an Email address facility for Revesby Workers' Club related business.*
- (j) *That the members approve the Director each receiving a car space at Revesby Workers' Club for their use.*
- (k) *That the members approve the patrons and life members of the club receiving a car space at Revesby Workers' Club for their use.*

Foundation and Life Members

- a) *That the members approve Revesby Workers' Club absorbing, to a maximum of \$500, the cost of the wake, of any Foundation or Life member, held at the premises of the Club.*
- b) *That the members approve the mortality benefit for Foundation members to be \$500."*

Welfare Officers

- (a) *That the members approve Revesby Workers' Club providing up to two Welfare Officers appointed by the Board, with an allowance of up to \$100.00 per month each to defray travel and incidental costs incurred by the Welfare Officers in providing members with welfare support.*

****** The following resolution will be proposed at this year's Meeting for the election of one member to Life Membership:**

LIFE MEMBERSHIP RESOLUTION

"Pursuant to Rule 21(a) of the Constitution of Revesby Workers' Club Ltd, that Mrs Christine Butters is elected to Life Membership of the Club."

GENERAL NOTES REGARDING THE LIFE MEMBERSHIP RESOLUTION

1. Pursuant to Rule 21(a) of the Club's Constitution, any member who has rendered outstanding service to the Club may be elected to Life membership of the Club by resolution carried by a two-third majority of those present and voting at a general meeting following the submission to such a meeting of an appropriate recommendation by the Board.

2. In accordance with Rule 21(a) of the Club's Constitution, to be passed, the Life Membership Resolution must receive votes in its favour from not less than two-thirds of those members who being eligible to do so, vote in person at the meeting.
3. Pursuant to Rule 22 of the Club's Constitution, those members entitled to vote on the Life membership resolution are Life Members and financial Club Members who have been Full Members of the Club of at least 12 months standing.
4. Members who are employees of the Club are not entitled to vote.
5. Proxy voting is prohibited by the Registered Clubs Act.
6. The Board submits that Mrs Christine Butters is a strong candidate to Life membership and recommends her election to Life membership.

The following Special Resolutions will be proposed at this year's meeting:

FIRST SPECIAL RESOLUTION – DEFINITIONS

“That the Constitution of Revesby Workers’ Club Ltd be amended by:

Adding an apostrophe after the word Workers so as to read as follows:

*“the **Club**” means Revesby Workers’ Club Limited (ACN 000 348 121)*

Explanatory message regarding the first Special Resolution

1 The amendment to the Definition is to correct a typographical error.

SECOND SPECIAL RESOLUTION –GENERAL UPDATE AND AMENDMENTS

“That the Constitution of Revesby Workers’ Club Ltd be amended by:

Deleting Rule 45 (b) and inserting the following Rule 45 (b):

Rule 45. (b) Pursuant to section 30(1) (b1) of the Registered Clubs Act and Clause 31 of the Registered Clubs Regulation 2015 (NSW), the elected Board members and any Board members appointed to fill the position of an elected Board member may appoint up to two (2) additional persons as members of the Board. In accordance with Clause 31 of the Regulation, an additional person appointed as a member of the Board:

- (i) May be appointed for a term of no more than three (3) years;
- (ii) Must be an ordinary member of the Club at the time of, and for the duration of **their** appointment;
- (iii) Is not eligible for re-appointment under this Rule 45(b), including re-appointment after the end of **that** term.

Explanatory message regarding the second Special Resolution

1 The Registered Clubs Regulation 2009 was replaced by the Registered Clubs Regulation 2015 and Clause 23A in the 2009 Regulation is numbered Clause 31 in the 2015 Regulation

THIRD SPECIAL RESOLUTION –GENERAL UPDATE AND AMENDMENTS

“That the Constitution of Revesby Workers’ Club Ltd be amended by:

Deleting Rule 60 and inserting the following Rule 60:

The Registered Clubs Accountability Code prescribed by the Registered Clubs Regulation 2015, Schedule 2 requires that each top executive of the Club enters into a contract of employment in writing with the Club, restricts the Club from entering into contracts generally, requires management contracts to be lodged for approval by the departmental Secretary, prohibits the lending of money by the Club to the directors or

employees, restricts employment of close relatives of directors or top executives and requires the directors and employees of the Club to make certain disclosures, requires the Club to provide information to members of the Club at the end of each reporting period, to make available to members training completed by a director, club secretary or manager and to provide to the Board quarterly financial statements.

Explanatory message regarding the third Special Resolution

The third Special Resolution updates the Constitution to reflect changes made to the Registered Clubs Regulation that introduced the Registered Clubs Accountability Code that replaced the accountability provisions that were in the Registered Clubs Act 1976.

FOURTH SPECIAL RESOLUTION –GENERAL UPDATE AND AMENDMENTS

“That the Constitution of Revesby Workers’ Club Ltd be amended by:

by replacing 2009 with 2015 after the words Registered Clubs Regulation on the third (3) line and fifth line of Rule 62. (K) so as to read as follows:

62. (K) fails to complete any training for a registered club director that the person is required to complete, within the prescribed period, pursuant to the Registered Clubs Act and Registered Clubs Regulation 2015 (NSW) (provided that this Rule 62(K) shall not apply to any Director who is exempt from completing such training under the Registered Clubs Act and Registered Clubs Regulation 2015 (NSW)).

Explanatory message regarding the fourth Special Resolution

The fourth Special Resolution updates the Constitution to reflect that the Registered Clubs Regulation 2015 replaced the Registered Clubs Regulation 2009.

FIFTH SPECIAL RESOLUTION –GENERAL UPDATE AND AMENDMENTS

“That the Constitution of Revesby Workers’ Club Ltd be amended by:

Amending Rule 73 by:

Deleting the reference to (a) hidden.

So that Rule 73 reads as follows:

73. (a) If a poll is demanded it shall be taken in such manner and either at once or after the interval or adjournment or otherwise as the chairman of the meeting directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded but the poll demanded on the election of the chairman or on a question of adjournment shall be taken forthwith.

(b) A demand for the poll may be withdrawn.

Explanatory message regarding the fifth Special Resolution

The fifth Special Resolution updates the Constitution to correct a typographical error.

GENERAL NOTES TO MEMBERS ABOUT THE SPECIAL RESOLUTIONS

1. A member may on request to the Club office obtain a copy of the Constitution of the Club which contains the existing provisions that are proposed to be amended by the above Special Resolutions.
2. In accordance with Rule 22 of the Club’s Constitution, only Life Members and financial Club Members who have been Full Members of at least 12 months standing are entitled to vote on the Special Resolutions.

3. To be passed the Special Resolutions must receive votes in their favour from not less than three-quarters of those members who being eligible to do so, vote in person at the meeting.
4. As a result of the Special Resolution provisions of the Corporations Act, the Special Resolutions must be considered as a whole and cannot be altered by motions from the floor of the meeting.
5. Members who are employees of the Club are not entitled to vote.
6. Proxy voting is prohibited by the Registered Clubs Act.
7. The Board recommends that members vote in favour of the Special Resolutions to amend the Constitution.
8. Please direct any questions about the Special Resolutions to amend the Constitution to the Chief Executive Officer, if possible at least 7 days before the Annual General Meeting.