

**WENTWORTHVILLE LEAGUES
CLUB**

ACN: 000 244 459

**NOTICE OF
67TH ANNUAL GENERAL MEETING**



Notice is given that the 67th Annual General Meeting (“AGM”) of Wentworthville Leagues Club Limited (“The Club”) will be held on Sunday 25th May 2025 at 10am on the club’s premises at 50 Smith Street, Wentworthville New South Wales.

BUSINESS OF MEETING

The Business of the AGM shall be as follows:

1. MINUTES OF PREVIOUS ANNUAL GENERAL MEETING

To approve the Minutes of the Annual General Meeting held on 26th May 2024.

2. PRESENTATIONS

1. President – Ian McCann
2. CEO – Glenn Kovacs
3. CFO – Ian Dengate

3. ANNUAL REPORT AND AUDITOR

1. *To receive and consider the Annual Report of Wentworthville Leagues Club for the financial year ended 31 December 2024.*
2. *Appointment of an Auditor for the Financial Year 2025 in accordance with Rule 161 of the Constitution and the Corporations Act.*

4. ORDINARY RESOLUTIONS

To consider and, if thought fit, pass the 4 Ordinary Resolutions set out in this Notice.

5. SPECIAL RESOLUTION - CONSTITUTIONAL AMENDMENT

To consider and, if thought fit, pass the Special Resolutions for the outlined constitutional amendment as set out in this Notice.

6. DECLARATION OF THE RESULTS OF THE 2025 BOARD ELECTION

To declare the results of the 2025 election of the Board

7. GENERAL BUSINESS

To receive questions and comments from Members for consideration by the Board.

FIRST ORDINARY RESOLUTION

“That pursuant to sections 10(6)(b) and section 10(6A) of the Registered Clubs Act 1976, and Clause 86 of the Wentworthville Leagues Club Constitution the Members hereby:

- a) *Approve*
 - i. *the payment of an honorarium to the President, Vice-President and other Directors of the Club in the sum of \$93,916, in respect of the services as a member of the Board of Directors of the Club until the next Annual General Meeting of the Club.*
- b) *Acknowledge that the benefit referred to in (a) above are not available to Members generally, but only to the President, Vice-President and other Directors of the Club”.*

Explanatory Notes – First Ordinary Resolution

The First Ordinary Resolution is to approve an annual honorarium for the President, Vice-President and other Directors as approved by the members at the previous Annual General Meeting. The total amount of the President, Vice-President and other Director’s honorarium has been increased from last year in accordance with the Consumer Price Index.

SECOND ORDINARY RESOLUTION

“That pursuant to sections 10(6)(a), section 10(6)(d) and section 10(6A) of the Registered Clubs Act 1976 and Clause 87 of the Wentworthville Leagues Club Constitution, the Members hereby:

- a) *Approve expenditure by Wentworthville Leagues Club of a sum not exceeding \$173,958 in aggregate over the period to the next Annual General Meeting, for the reasonable expenditure for Directors on meals, drinks, accommodation, entertainment, transport, admission charges and other incidental expenses in attending League Club conference (2 per year), gaming conferences, conventions, seminars, lectures, trade displays, educational, fact finding, study and information tours at venues anywhere in Australia or overseas in order to obtain knowledge of the gaming and entertainment facilities or to plan future club extensions and to improve the quality of amenities and services to the members of Wentworthville Leagues Club, including where required or appropriate reasonable expenses for Directors’ partners/spouses at attend.*
- b) *Acknowledge that the benefits referred to in (a) above are not available to members generally, but only for those who are Directors of Wentworthville Leagues Club”.*

Explanatory Notes – Second Ordinary Resolution

The second ordinary resolution is to approve other forms of expenditure by Directors.

THIRD ORDINARY RESOLUTION

“That pursuant to section 10(6)(a) and also for the purpose of sections 10(6)(d) and section 10(6A) of the Registered Clubs Act 1976, the Members hereby:

- a) *Approve the reasonable expenditure by Wentworthville Leagues Club in respect of the Directors with regard to the following matters in the period to the next Annual General Meeting:*
 - i. *a provision of eight (8) especially reserved parking spaces in the Club carpark.*
 - ii. *meal, drink, accommodation, entertainment, transport, admission and other reasonable expenditure, including where required and appropriate for Directors’ partners/spouses to attend functions when the Directors are attending as representatives for Wentworthville Leagues Clubs.*
 - iii. *attend meetings for the board and sub-committees.*
 - iv. *attending meetings and functions, including community, charity and other meetings and functions approved by the Board at Wentworthville Leagues Club or elsewhere, as an official delegate or representative of Wentworthville Leagues Club, including attendance of partners/spouses where required or appropriate for Directors’ partners/spouses to attend.*
- b) *Acknowledge that the benefits referred to in (a) above are not available to members generally, but only for those who are Directors of Wentworthville Leagues Club”.*

Explanatory Notes – Third Ordinary Resolution

The Third Ordinary Resolution is to approve out-of-pocket expenses for Directors.

FOURTH ORDINARY RESOLUTION

“That pursuant to section 10(6) and section 10(6A) of the Registered Clubs Act 1976, the Members hereby:

- a) *Approve*
 - i. *The reasonable expenditure by the Board of Directors with regard to the period to the next Annual General Meeting of funds not exceeding \$2.3M to sponsor and support the sub-clubs which operate within the Leagues Club.*
 - ii. *The club paying reasonable costs of Directors and senior management attending functions of commercial partners or other or conventions or other activities where attendance is considered to be a benefit to the Leagues Club and in the normal conduct of its commercial business, including the attendance of partners/spouses where required or appropriate for Directors’ partners/spouses to attend.*
- c) *Acknowledge that the benefits referred to in (a) above are not available to members generally, but only for those who are Directors of Wentworthville Leagues Club.”*

Explanatory Notes – Fourth Ordinary Resolution

The Fourth Ordinary Resolution is to approve other forms of expenditure by Directors.

SPECIAL RESOLUTION - CONSTITUTIONAL AMENDMENT

“That the following resolution be considered and, if thought fit, passed as a Special Resolution. That pursuant to Rule 9 of the Constitution of Wentworthville Leagues Club Ltd ACN 000 244 459 (Club) the Constitution be amended by:

Amending Clause 43 (i)(i) by removing current clauses (a) to (d) and replacing with only subclause (a) and retaining subclause (3) (to be called (b)) as below:

The following persons may be admitted as Temporary members of the Club in accordance with procedures established by the Board from time to time:

- (a) ~~———— a person whose permanent place of residence in New South Wales is at least five (5) kilometers from the Club’s Premises or such greater distance as may be determined from time to time by the Board, by By-Law pursuant to this Constitution; or~~*
- (b) ~~———— a Full member (as defined in the Registered Clubs Act) of any other Club which is registered under the Registered Clubs Act, and which has Objects similar to those of the Club;~~*
- (c) ~~———— Full member (as defined in the Registered Clubs Act) of any Registered Club or any Interstate Club (as defined in the Registered Clubs Act) whok, at the invitation of the Board okr of a Full member of the Club, attends onn any day for the purpose of participating in an organised sport or competition to be conducted by the Club on that day; or~~*

(a) A person whose permanent residence is New South Wales; or

~~(d) (b) An interstate or overseas visitor”.~~

Explanatory Notes – Constitutional Amendment

In November 2024, Member clubs were advised that the removal of the five-kilometre (5km) rule has received Royal Assent.

Clubs were advised that they could keep or remove the five-kilometre rule until 31 December 2025 (without the need to amend the club’s constitution). After then, clubs must ensure their constitutions reflect their decision on whether to retain the rule.

Any changes to the constitution will need to follow the usual process, including member approval at a general meeting.

Wentworthville Leagues Club Board of Directors resolved the club would remove the 5km from November 2024.

The removal of current subclauses (b) and (c) is also recommended as Wentworthville Leagues Club does not accept other registered clubs’ memberships as entry identification.

Procedural Notes

1. The resolutions in this notice are to be passed by either an Ordinary Resolution,, or a Special Resolution. (as applicable).
2. To be passed, each Resolution will be voted on separately.
3. To be passed, each Ordinary I Resolution requires votes from a simple majority (50% + 1) of those members who being eligible to vote on the Resolution at the meeting.
4. To be passed, the Special Resolution requires votes from 75% of the members who are eligible to vote on the Resolution at the meeting.
5. Proxy voting is prohibited by the Registered Clubs Act.
6. Under the Registered Clubs Act Members who are employees of Wentworthville Leagues Club are not eligible to vote at the meeting.
7. Under Wentworthville Leagues Club Constitution, Foundation Members, Honorary Life Member, 50 Year Members, 25 Year Members, Concession Members and Standard Class members (Consistent for 2 years) are entitled to vote on the Ordinary Resolution.
8. If members have any questions regarding any of the Resolutions above, they are requested to direct them to the Chief Executive Officer before the Annual General Meeting.

Financial Reporting

Members can obtain the Wentworthville Leagues Club Financial Report, Directors' Report and Auditors Report ("the reports") at least 28 days before the AGM, on Leagues Club website (www.wentyleagues.com.au) or by written request to the Leagues Club Chief Executive Officer.

If members have questions on the Financial Report, they are respectfully requested to submit them to the Chief Financial Officer at least seven (7) days before the Annual General Meeting so that, if necessary, the matter can be appropriately researched before the Annual General Meeting.

Registration to Attend

Registration for attendance at the Annual General Meeting will open at 9.00am on Sunday 25th May 2025. Members are requested to be registered and be in attendance for the start of the meeting at 10.00am. Members are requested to have their current membership card available to swipe on registration.

By Direction of the Board
Glenn Kovacs
Chief Executive Officer