

BAY STREET 4145 LIMITED (ABN 48 001 286 228)
(FORMERLY ROCKDALE R S L SUB-BRANCH CLUB LIMITED)
NOTICE OF RECONVENING ADJOURNED ANNUAL GENERAL MEETING

NOTICE is hereby given in accordance with Rule 62 of the Constitution reconvening the adjourned 49th Annual General Meeting of **Bay Street 4145 Limited (ABN 48 001 286 228) formerly Rockdale R S L Sub-Branch Club** to be held on Wednesday 22nd May 2024 in the office of Hales Redden Chartered Accountants 386 Princes Highway Rockdale commencing at 9.30am.

BUSINESS FOR MEETING

The business of the Annual General Meeting will be as follows:

1. To accept apologies
2. To receive, consider and adopt the minutes of the Annual General Meeting held on 18 June 2023*
3. To receive the Chairman's Report on behalf of The Board of Director's. *
4. To receive, consider and adopt the Financial Report, including the Annual Income and Expenditure Accounts and Balance Sheet for the period ending 31st December 2023*.
Questions relating to the accounts must be in writing forwarded to the Club by mail to PO Box 747, Rockdale 2216, or email to apdale1@aapt.net.au
5. To receive, consider and adopt the Auditors Report.
7. To consider for adoption the Ordinary Resolution set out below in accordance with part 10(1) (i) of the Registered Clubs Act.
8. Declare the Director's for the forthcoming year. If more nominations for Director than positions available are received, a ballot will be held during the AGM. Nomination forms are available from the Club website.
9. Consideration to be given to honorariums. The Chairman currently receives the only Honorarium of \$5,000 approved at last year's AGM.
10. Confirmation of Auditor for the forthcoming year.
11. General Business, of which prior notice in writing to the Club has been given by mail to PO Box 747 Rockdale 2216 or by email to apdale1@aapt.net.au

ORDINARY RESOLUTION

That, in accordance with sections 10(6)(b) and 10(6A) of the Registered Clubs Act 1976, the members approve of the following:

- (a) That in recognition of the time and services involved in conducting the business affairs of the Club and related duties, the Directors of the Club receive the same benefits as they presently enjoy;
- (b) Directors be supplied with Club Directors Uniforms which can be worn at Board Meetings and when representing the Club in an official capacity;
- (c) Directors be authorised to attend ClubsNSW and other education industry meetings or business-related conferences and club related activities to be conversant with:
 - (i) Directors' responsibilities;
 - (ii) Best club management practice;
 - (iii) Latest developments in the club industry.
- (d) All reasonable costs incurred by Directors whilst on duty or representing the Club, to be borne by the Club.
- (e) The Board of Directors be authorised to make grants to support sub-club sporting groups, charitable organisations, and other intra-club bodies.

PROCEDURAL MATTERS

1. The Annual General Meeting of Rockdale RSL was held 4 May 2024 but adjourned due to a lack of quorum.
2. Under Rule 62 of Rockdale RSL's Constitution, at the reconvened Annual General Meeting on 22nd May 2024, if a quorum is not present, the members who are present and entitled to vote will be a quorum and may transact the business for which the Annual General Meeting was called.

3. To be passed the Ordinary Resolution requires votes from a simple majority (50% plus one) of those members who being eligible to do so are present and vote on the Ordinary Resolution at the meeting.
4. All Life members, Associate Life members, financial RSL members and financial Associate members of the Club (except Honorary, Temporary and Provisional members) can vote on the Ordinary Resolution.
5. Under the *Registered Clubs Act*, employees are not eligible to vote and proxy voting is prohibited.
6. The Board of the Club unanimously recommends that the members vote in favour of the Ordinary Resolution.
7. The Resolution must be passed in its entirety and cannot be amended by motions from the floor of the meeting or divided into two or more separate resolutions.

EXPLANATORY NOTES REGARDING THE ORDINARY RESOLUTION

The **Ordinary Resolution** seeks to confer upon directors of the Club:

- payment of an honorarium in respect of their services as a member of the Board; and
- benefits of a kind not comprising a sum of money (i.e. not an honorarium).

Section 10(1) (i) of the *Registered Clubs Act* 1976 prohibits the Club from offering a benefit to any member unless it is offered equally to all members of the Club.

However, section 10(6)(b) of the *Registered Clubs Act* 1976 allows a member to receive a profit, benefit or advantage that consists only of a sum of money paid to the member in respect of his or her services as a member of the governing body of the Club where that payment has been approved by a resolution passed at a general meeting of the members of the Club prior to the benefit being provided.

Section 10 (6A) of the *Registered Clubs Act* 1976 allows a member to receive a benefit if the benefit is not in the form of money and is authorised by an ordinary resolution passed by a general meeting of the members of the Club prior to the benefit being provided.

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- The minutes of the AGM held 18 June 2023, the Presidents' report and the Financial accounts for the period ending 31 Dec 23 are on the Club's website. Please print and bring a copy with you as there will only be limited copies available on the day.

Dated: 15 May 2024

By direction of the Board



Andrew P Dale
Chairman/President