



Pittwater



PITTWATER RSL CLUB LIMITED

ABN: 31 001 052 802

Notice of the 54th Annual General Meeting Sunday, 24th May 2026 - 10.00am in the Auditorium

Notice is hereby given that the 54th Annual General Meeting of Pittwater RSL Club Limited ABN 31 001 052 802 (Club) will be held in the Auditorium at the Club's premises, 82 Mona Vale Road, Mona Vale on Sunday 24th May 2026 at 10.00am sharp.

AGENDA

1. Apologies.
2. Confirmation of the Minutes of the 53rd Annual General Meeting of the Club held on Sunday 25th May 2025.
3. To receive and consider the Income and Expenditure Accounts, Balance Sheet and Report of the Auditor. (Note: Financial reports are available to members on the Club's website or may be sent, on written request, to members electronically or by post).
4. To consider and, if thought fit, pass each of Ordinary Resolutions 1 & 2 which appear under the heading 'Ordinary Resolutions', which concern benefits to be provided to Directors of the Club until the next Annual General Meeting.
5. To consider and, if thought fit, pass an Ordinary Resolution for Life Membership, electing Dorothy Clark to Life Membership of the Club.
6. 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).
7. To declare the results of the 2026 election of the Board.
8. Any other business of which at least 42 days' written notice has been duly given and which may be considered at the Annual General Meeting.

ORDINARY RESOLUTIONS

ORDINARY RESOLUTION 1

- 1 That pursuant to the *Registered Clubs Act 1976* (NSW), the members hereby approve expenditure by the Club until the next Annual General Meeting for the following expenses and benefits subject to approval by the Board of Directors:
 - (a) sponsorship of sporting clubs, sporting events, sports persons and presentations to members or other persons acknowledging service deemed by the Directors as being of benefit to the Club and/or the community;
 - (b) reasonable expenses incurred by Directors in travelling by either private or public transport, to and from Directors' or other duly constituted meetings, either within the Club or elsewhere on production of documentary evidence of such expenditure;
 - (c) reasonable expenses incurred by Directors either within the Club or elsewhere in relation to such duties including entertainment of special guests of the Club and other promotional activities on production of documentary evidence of such expenditure;
 - (d) reasonable expenditure on a Pittwater RSL Club uniform for each Director who does not possess such items of clothing;
 - (e) the reasonable cost of Directors attending meetings of the Registered Clubs Association (ClubsNSW) and other associations of which the Club is a member or to which they have been invited;
 - (f) the reasonable cost of Directors attending seminars, lectures, trade displays, organised study tours and other similar events, including the costs of air fares and hotel accommodation where appropriate or required;
 - (g) attendance at functions with spouses/partners where appropriate and required to represent the Club;
 - (h) the reasonable cost of providing internet access to each Director for carrying out their duties as a Director of the Club; and
 - (i) the allocation of dedicated parking spaces for Directors at the Club's premises.
- 2 The members acknowledge that the benefits in paragraphs (a) to (i) above are not available to members generally, but only for those who are Directors of the Club and those members directly involved in the above activities.

ORDINARY RESOLUTION 2

That pursuant to the *Registered Clubs Act 1976* (NSW), the members hereby approve and agree to the members of the Board during the period up to the next Annual General Meeting receiving honoraria to the positions named and for the sums referred to below in respect of services rendered to the Club:

- (a) \$5,500 per annum (payable by calendar monthly instalments) to the President plus any applicable superannuation; and
- (b) \$5,000 per annum (payable by calendar monthly instalments) to each other Director, plus any applicable superannuation,

and members further acknowledge that the honoraria are not available to members generally, but only to those members who are elected to the Board of Directors of the Club.

EXPLANATORY NOTES - ORDINARY RESOLUTIONS 1 & 2

- 1 These explanatory notes have been prepared to assist members in understanding the details and effect of the Ordinary Resolutions to be considered at the Annual General Meeting.
- 2 These notes are to be read in conjunction with the proposed Ordinary Resolutions.
- 3 *The Registered Clubs Act 1976* (NSW) (**Registered Clubs Act**) prohibits a profit, benefit or advantage being offered to a member of the Club, whether or not the person is a member of the Board of Directors, or of any Committee of the Club unless the profit, benefit or advantage is offered equally to every full member of the Club or unless the profit, benefit or advantage is approved by the members in general meeting.
- 4 If Ordinary Resolution 1 is passed, the Club will pay for the expenses listed in the resolution, including expenses for the professional development and education of Directors, until the next Annual General Meeting.
- 5 If Ordinary Resolution 2 is passed, honoraria may be paid to the Directors in the amounts specified in the resolution until the next Annual General Meeting.
- 6 To be passed, each Ordinary Resolution must receive votes in its favour from not less than a simple majority of the members present, who being entitled to do so, vote in person at the meeting.

ORDINARY RESOLUTION FOR LIFE MEMBERSHIP

That pursuant to Article 14(a) of the Articles of Association of Pittwater RSL Club Ltd ABN 31 001 052 802 (**Club**), the members resolve to elect Dorothy Clark (Member No. 3894) to Life Membership of the Club.

EXPLANATORY NOTES - ORDINARY RESOLUTION FOR LIFE MEMBERSHIP

- 1 The Board has resolved to recommend Dorothy Clark to the members for election to Life Membership of the Club. This is in recognition of her outstanding service to the Club.
- 2 Dorothy Clark has been a member of the Club since 1995. For more than 30 years, Dorothy has been an integral member of the Pittwater RSL Club community, dedicating her time to serving members, guests and the broader community with warmth, professionalism and genuine passion. For decades, Dorothy has demonstrated unwavering commitment through continuous volunteer service, including managing the wreath handling to all VIPs at all the Sub-Branch's Commemorative Services at the Club, participating as an Executive of the Women's Auxiliary where she cooked breakfasts for the ANZAC Day Dawn Service and assisted in patient welfare in the Ryde Mental Health Nursing Home.
- 3 Dorothy was also a Women's Bowler, where she sold tickets for the Club's Meat Raffle every Wednesday and Friday nights and Sunday lunch, which raised funds for the Women's Bowling Club. Dorothy's decades of service to the Club and its wider community reflects not just her dedication, but a genuine willingness to serve with passion and humility.
- 4 To be passed, the Life Membership Resolution must receive votes in its favour from not less than a simple majority of the members present, who being entitled to do so, vote in person at the meeting.
- 5 Financial Class A members, Class B members and Life Members are entitled to vote on the Life Membership Resolution.

GENERAL NOTES FOR MEMBERS

- 1 Under the Registered Clubs Act and the Club's Memorandum and Articles of Association, members who are employees of the Club are not entitled to vote. Proxy voting is prohibited by the Registered Clubs Act.
- 2 As per Article 13 of the Articles of Association, only Class A members, Class B members and Life Members are entitled to vote on each Ordinary Resolution (including the Ordinary Resolution for Life Membership).
- 3 A copy of the current Constitution is available to members on request from the Club's office.
- 4 Members are requested to send any questions regarding the Resolutions to the Chief Executive Officer in writing at least 5 business days prior to the Annual General Meeting so that they can be addressed, and brought to the attention of the meeting where appropriate.
- 5 Members wishing to attend must register at the Annual General Meeting to verify their eligibility and obtain voting cards (if any), and registration will open at 9.00am on the day. Members are reminded to be in attendance in time to register before the meeting commences at 10.00am sharp.
- 6 Members are required to submit items of business which they wish to have included in the Annual General Meeting at least 42 days beforehand. If not, if such items of business are raised at the meeting, then the Board and/or Chief Executive Officer may take those items or questions on notice and address them at a later date.

BY ORDER OF THE BOARD

JASON MANNING - Chief Executive Officer

9 April 2026

7th April 2026

PITTWATER RSL CLUB LTD

ELECTION OF DIRECTORS

Nominations for the position of Director at Pittwater RSL Club Ltd opened on 16th March 2026, and closed at 5 pm on 31st March 2026. Nominations were called for the position of Director, with seven (7) Director positions declared vacant. The following nominations were received and accepted from the Candidates below:

For a Two (2) Year Term, Seven (7) to be Elected:

- | | |
|------------------|-------------------|
| 1. Julie Emerson | 2. Roberta Conroy |
| 3. Mark Neilsen | 4. Phil Ashworth |
| 5. Leigh Arnold | 6. Norm Calthorpe |
| 7. Darren Crabb | |

As there were only seven (7) nominations received and accepted for 7 available positions, no election is required. All seven (7) Candidates are declared elected for a two (2) year term.



Brad Farr
Returning Officer
AUSTRALIAN ELECTION COMPANY