

REVESBY WORKERS' CLUB LTD - ACN 000 348 121

# **NOTICE OF ANNUAL GENERAL MEETING**

**SUNDAY, 26 OCTOBER 2025**

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the members of Revesby Workers' Club Ltd will be held on Club premises, 2B Brett Street, Revesby, on **Sunday 26<sup>th</sup> October 2025 at 10:00am.**

### BUSINESS

1. Confirmation of minutes of the Annual General Meeting of Members held on Sunday, 27<sup>th</sup> October 2024. \*
2. To consider the Report of the Board and CEO for the year ended 30<sup>th</sup> June 2025. \*\*
3. To consider the financial statements and auditor's report for the year ended 30<sup>th</sup> June 2025. \*\*
4. To consider and if thought fit pass the First Ordinary Resolution with regard to benefits of Directors of the Club and others.
5. To consider and if thought fit pass the Second Ordinary Resolution with regard to benefits of Foundation and Life members.
6. To consider and if thought fit pass the First Special Resolution to amend the Club's Constitution.
7. To consider and if thought fit pass the Second Special Resolution to amend the Club's Constitution.
8. To consider and if thought fit pass the Ordinary Resolution to appoint Daryl Melham AM as a patron of the Club.

BY ORDER OF THE BOARD  
SCOTT BENNETTS  
Company Secretary

Dated this 30 of June 2025

- \* **Minutes from the 2024 Annual General Meeting of Revesby Workers' Club Ltd are available from the Office of the Club – 9am to 5pm Monday to Friday, upon request, and will also be available at the Annual General Meeting.**
- \*\* **Copies of the Directors' Report, financial statements and auditor's report are available on the Club's website and hard copies are available from reception 21 days prior to AGM.**

### Important Note regarding Questions for the Annual General Meeting

**Members with questions for the Annual General Meeting are asked to submit those questions in writing to the Company Secretary 7 days before the meeting. Members are entitled to ask questions at the Annual General Meeting without giving this notice. However, if you do not submit questions in writing 7 days before the meeting, it may not be possible to provide you with an answer to your question at the meeting.**

### EXPLANATORY NOTES ON VOTING ON RESOLUTIONS

1. To be passed, an Ordinary Resolutions 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 on the resolution at the meeting.
2. To be passed, a Special Resolution requires votes from not less than three quarters of those members who being eligible to do so, vote in person on the Special Resolution at the Annual General Meeting.
3. Pursuant to Rule 22, financial Club Members and Life Members who have been Full Members of at least 12 months standing may vote upon the Resolutions.
4. The Registered Clubs Act provides that:
  - (a) members who are employees of the Club are not entitled to vote; and
  - (b) proxy voting is prohibited.
5. The Board recommends that members vote in favour of all Resolutions.

## FIRST ORDINARY RESOLUTION - DIRECTORS AND OTHERS

*Pursuant to sections 10(6), 10(6A) and 10(7) of the Registered Clubs Act 1976 (NSW) for the period up to the 2026 Annual General Meeting the members of Revesby Workers' Club Limited (Club) hereby approve:*

- (a) the allowing the Duty Director and up to three (3) guests to partake of a meal and beverage within Revesby Workers' Club's premises.*
- (b) the 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) expenditure by the Club to provide corporate apparel for Directors, Past Directors, Patrons and Life Members consisting of appropriate attire and cleaning expenses of same.*
- (d) the providing reasonable meals and beverages at Board meetings, sub-committee meetings and official functions for Directors and sub-committee members.*
- (e) and authorise the Directors' attendance at meetings and seminars of ClubsNSW, Federation of Community, Sporting and Workers Clubs 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) the Club paying each Director an honorarium of \$15,360 per annum, with an additional \$5,120 per annum being paid to the President and additional \$2,560 per annum being paid to the Vice President, a total payment of \$115,200. 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, but provided that if a Director resigns their position with the Board (exclusive of the death of a Director) the honorarium will be reimbursed by the Director on a pro rata basis.*
- (g) the Club providing each Director a Laptop and / or a tablet device and associated equipment, appropriate software and including internet accessibility and an email address facility for Club related business.*
- (h) each Director receiving a car space at the Club's premises for their use.*
- (i) the Patrons and Life members of the Club receiving a car space at the Club's premises 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 2026 Annual General Meeting the members of Revesby Workers' Club Limited (Club) hereby approve:*

- (a) the Club absorbing, to a maximum of \$500, food and beverage costs associated with a wake of any Foundation or Life member held at the premises of the Club and that the cost of room hire be waived.*
- (b) that the members approve the mortality benefit for Foundation members to be \$500.*

## EXPLANATORY NOTES ON THE FIRST AND SECOND ORDINARY RESOLUTIONS

1. In accordance with the requirements of section 10 of the *Registered Clubs Act 1976 (NSW)* ("**Registered Clubs Act**"), members are asked to approve the above benefits and expenses for the Board and others up to the next Annual General Meeting.
2. The First Ordinary Resolution proposes approval for benefits for members who are Directors, Past Directors, Patrons, and Life Members as set out in the resolution. The proposed benefits for Directors include the costs of providing a corporate uniform, the costs of attending industry and educational seminars and conferences, and an honorarium for each director.
3. The Second Ordinary Resolution proposes benefits to Foundation and Life members for the costs of a wake and the mortality fund.

## **FIRST SPECIAL RESOLUTION**

*[The Special Resolution is to be read in conjunction with the notes to members set out below.]*

That the Constitution of Revesby Workers Club Limited be amended by:

- (a) **deleting** Rule 47(c) and its place **inserting** the following new rule:

*"If the number of candidates nominated at the close of nominations is less than that required to fill all positions on the Board, those candidates nominated shall be declared elected and any remaining vacancy shall be casual vacancies to be filled by the Board in accordance with Rule 63."*

- (b) **deleting** from Rule 47(j) and in its place **inserting** the following new Rule:

*"Voting shall be on the "first past the post" system. The ballot papers shall be completed by a member placing a tick against the name of the candidate or candidates of their choice. A member may vote for as many candidates as there are positions to be filled."*

- (c) **deleting** Rule 63 in its place inserting the following new rule:

*"The Board shall have power at any time and from time to time to fill any casual vacancies on the Board that arise. Any member appointed to fill a casual vacancy shall hold office until the conclusion of the next Biennial General Meeting."*

## **Notes to Members on the First Special Resolution**

1. The First Special Resolution proposes to amend three Rules in relation to the election and appointment of directors.
2. First, the First Special Resolution amends the Rule that governs what is to happen when there are insufficient nominations as at the close of nominations to fill all positions. Currently, the Constitution provides that if this does happen, candidates who have nominated are declared elected and additional nominations are made from the floor of the Annual General Meeting. If the First Special Resolution is passed, any vacancies that exist at the close of nominations become casual vacancies to be filled by the Board after the Annual General Meeting.
3. Second, the First Special Resolution deletes the method of voting as set out in the Constitution. Currently, the Constitution provides that the only way members can cast a vote is to strike through the names of candidates they do not wish to vote for. So instead of recording a vote for the candidates they wish to vote for, members have to strike through those candidates they do not wish to vote for. Feedback from members has stated that this can be confusing and unclear. Accordingly, the Special Resolution proposes to delete this rule and provide that members have to record a vote by placing a tick next to the names of the candidates they wish to vote for.
4. Third, the First Special Resolution proposes to amend how casual vacancies on the Board can be filled. Currently, the Constitution provides that if there is any casual vacancy, the Board must hold a by election to fill that vacancy in an especially convened general meeting. This requires the Club to call the meeting, and have an electoral process, even if, for example, there remains a sufficient number of directors for quorum for board meetings.
5. Accordingly, the First Special Resolution proposes to amend this requirement to provide that the Board has the power to fill casual vacancies by appointing a member for the remainder of the term. This reflects the common rule in club constitutions whereby casual vacancies are filled by the Board, and there is no need to have a separate election or general meeting to elect a member to fill the casual vacancy.

## **SECOND SPECIAL RESOLUTION**

*[The Second Special Resolution is to be read in conjunction with the notes to members set out below.]*

That the Constitution of Revesby Workers Club Limited be amended by:

- (a) **deleting** Rule 28(a) and renumbering the remaining clauses of Rule 28 accordingly.

- (b) **inserting** the following new Rule 28(d):

Any other person or classes of person who the Board determines may be admitted to temporary membership.

### **Notes to Members on the Second Special Resolution**

1. The Special Resolution will amend the Rules in relation to Temporary membership. In 2024, the Registered Clubs Act was amended to remove reference to what was called the “5 kilometre rule”, which provided that Temporary membership was only available to persons who lived outside of a 5 kilometre radius from the Club’s premises.
2. The effect of that amendment is that persons who live within that radius can now be admitted to Temporary membership.

### **ORDINARY RESOLUTION TO ELECT A PATRON**

That in accordance with Rule 39 of the Constitution of Revesby Workers’ Club Limited (Club), the members hereby appoint Mr Daryl Melham AM as a patron of the Club.

### **Notes to members**

1. This Ordinary Resolution is proposed to elect Mr Daryl Melham AM as a Patron of the Club.
2. Mr. Melham has been a member of the Club since June 1976. His service to the Club began even earlier, as he worked as a Barman and Tray Steward from 1974 to 1978. In 1980, he commenced his long-standing contribution to the Club’s governance, serving on the Board of Directors for an exceptional 44 years. During this time, he held key leadership roles, including Vice President from 1982 to 2010 and President from 2010 to 2024.
3. Mr. Melham’s unwavering commitment and leadership over nearly five decades have left an indelible mark on the Club’s history and community.
4. Mr Melham also served as the Federal Member of Parliament for the Seat of Banks from 1990 to 2013, a period of 23 years.
5. Mr Melham was appointed a Member in the General Division of the Order of Australia (AM) on 12 June 2017.
6. During his time on the Board, Mr Melham played a pivotal role in guiding the Club’s growth, including major redevelopment projects, expansion of community services, and maintaining strong financial performance and governance standards.
7. Mr Melham has been a strong advocate for local charities, schools, and sporting groups, overseeing millions of dollars in community contributions through the ClubGRANTS scheme and other charitable efforts.
8. Having stepped down from the Board in 2024 after choosing not to seek re-election, the Board now unanimously proposes Mr Melham as a Patron in recognition of his outstanding commitment and dedicated service to the Club over many decades.

