

DOYALSON WYEE RSL CLUB LIMITED
ACN 000 985 008
NOTICE OF ANNUAL GENERAL MEETING AND RESOLUTIONS

NOTICE is hereby given of the **Annual General Meeting** of **DOYALSON-WYEE RSL CLUB LIMITED** to be held on **Monday 13 October 2025** commencing at the hour of **5:30 pm** at the premises of the Club, Pacific Highway, Doyalson, New South Wales.

BUSINESS

The business of the meeting will be as follows:

1. Apologies.
2. To receive and consider the minutes of the previous Annual General Meeting.
3. To receive and consider the directors' report, financial report, auditor's report and any other report of the Board for the financial year ended 30 June 2025. Copies of these reports are available on the Club's website (www.doyle.com.au) or on request at the Club.

Note: Members who may have any questions in relation to any report are requested to submit their questions in writing to the Chief Executive Officer by 5:00pm on Friday 3rd October 2025. This will allow sufficient time for information to be gathered, or research undertaken. If questions are not submitted in this manner, the Club may not be able to provide a complete answer at the Annual General Meeting.

4. To conduct a ballot for the election of the positions on the Board if necessary and declare the results of the election. (Board nominations opens 10am Monday 8th September 2025 – Closes 10am Thursday 25th September 2025)
 5. To consider and if thought fit pass a special resolution to amend the Club's Constitution.
 6. To consider and if thought fit pass the Ordinary Resolutions set out in this Notice in relation to Directors expenses, honorariums for directors and honorarium, for Northmead Committee members.
 7. General business.
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PROCEDURAL MATTERS FOR RESOLUTIONS AT ANNUAL GENERAL MEETING

1. **Special Resolution** – To be passed, a Special Resolution must receive votes from not less than 75% of those members who, being eligible to do so, vote in person on the resolution at the meeting.
 2. **Ordinary Resolutions** – To be passed, an Ordinary Resolution must receive votes from not less than a majority (50% + 1) of those members who, being eligible to do so, vote in person on the resolution at the meeting.
 3. **Voting**– Life members, financial RSL members, financial Social members and financial Tunkuwallin Tennis & Sports Club members and Northmead members shall be eligible to vote on the Special Resolution and the Ordinary Resolutions at the meeting.
 4. Under the Registered Clubs Act:
 - (a) members who are employees of the Club are not entitled to vote; and
 - (b) proxy voting is prohibited.
 5. The Board recommends the resolution to members.
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SPECIAL RESOLUTION

That the Constitution of Doyalson-Wyee RSL Club Limited be amended by deleting from Rule 12.1 the words *as may be prescribed by the Registered Clubs Act or such other greater distance*

Notes to Members on the First Ordinary 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.

FIRST ORDINARY RESOLUTION

That:

- (a) The members hereby approve expenditure by the Club until the next Annual General Meeting of the Club for the following:
 - (i) The reasonable costs of directors attending seminars, lectures and other educational activities as determined by the Board from time to time.
 - (ii) The reasonable costs (including travel and accommodation expenses) of directors and their spouses/partners attending meetings, conferences and trade shows conducted by ClubsNSW, the Club Managers Association and the RSL & Services Clubs Association and such other conferences and trade shows as determined by the Board from time to time.
 - (iii) Reasonable expenditure by the Club to give thanks to directors of the Club and their spouses/partners.
 - (iv) The reasonable cost for directors to attend ClubsNSW regional meetings and Club Managers Association zone meetings as required.
 - (v) The reasonable expenses incurred by directors either within the Club or elsewhere in relation to such other duties including entertainment of special guests of the Club and other promotional activities approved by the Board on production of documentary evidence of such expenditure.
 - (vi) The reasonable cost of a mobile phone for the Club President.
 - (vii) The reasonable cost of an electronic device (for example a laptop computer, iPad, tablet or other similar device) and internet access being made available to directors in respect of their duties as directors of the Club.
 - (viii) The reasonable cost of directors attending any other registered club for the purpose of viewing and assessing its facilities as determined by the Board as being necessary for the benefit of the Club.
 - (ix) The reasonable cost of directors (and their spouses/partners if required) attending any club, community or charity function as the representatives of the Club and authorised by the Board to do so.

- (x) The reimbursement of reasonable out of pocket expenses incurred by directors travelling to and from Board meetings or other duly constituted meetings of any committee of the Board.
 - (xi) The reasonable cost of Club uniforms being provided to directors as required.
 - (xii) The provision of designated car parking spaces for directors in the Club's car park.
- (b) The members acknowledge that the benefits in paragraph (a) are not available for members generally but are only for those who are directors (and their spouses/partners in certain circumstances) of the Club.

Notes to Members on the First Ordinary Resolution

1. The First Ordinary Resolution is to have the members in general meeting approve expenditure by the Club on directors (and their spouses/partners in certain circumstances) in respect of the matters set out in the First Ordinary Resolution.
2. Included in the First Ordinary Resolution is the cost of directors attending seminars, lectures, trade displays and other similar events to be kept abreast of current trends and developments which may have a significant bearing on the Club.

SECOND ORDINARY RESOLUTION

That the members hereby approve:

- (a) The payment of the following honorariums to directors of the Club for services as directors of the Club until the next Annual General Meeting:
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|-------|--------------------|---|---------------|
| (i) | President | - | \$20,000 |
| (ii) | Vice President | - | \$15,000 each |
| (iii) | Ordinary Directors | - | \$15,000 each |
- (b) Such honorariums to be paid by weekly or such other instalments as the Club and the President, Vice Presidents or the Ordinary directors may agree from time to time.
- (c) If the President, Vice President or an Ordinary director only holds office for part of the term, the honorarium shall be paid on a pro-rata basis.

Notes to Members on Second Ordinary Resolution

1. The Second Ordinary Resolution is to have the members approve honorariums for the directors of the Club for duties to be performed by them until the next Annual General Meeting.
2. The honorariums will be paid on a pro-rata basis which means that if the President, Vice Presidents or an Ordinary director only holds office for part of the year, that person will only receive part of the honorarium.

THIRD ORDINARY RESOLUTION

That the members hereby approve the payment of an honorarium for members of the Northmead Advisory Committee of \$100.00 per meeting of the Advisory Committee they attend.

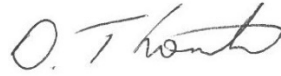
Notes to Members on Second Ordinary Resolution

1. The Club amalgamated with Northmead Bowling, Recreation and Sporting Club Limited in 2025.

2. As part of the Memorandum of Understanding entered into between the two clubs, the parties agreed that the Club would establish an Advisory Committee for the Northmead premises, to provide advice to the Board on matters in connection with those premises.
3. As part of those services, the Board is proposing that members of that Committee be paid an honorarium of \$100.00 per meeting they attend.

Dated: 27 August 2025 by Direction of the Board

Darren Thornton

A handwritten signature in black ink, appearing to read "D. Thornton", written in a cursive style.

Chief Executive Officer