



RULES CLUB
WAGGA WAGGA

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Notice is hereby given that the Annual General Meeting of Riverina Australian Football Club Limited will be held at the Club's Premises on Fernleigh Road, Wagga Wagga on Tuesday 23rd October 2018 at 6.00pm.

Agenda for Annual General Meeting

The following business will be dealt with at the meeting:

- 1. Confirmation of Last AGM Minutes:** To confirm the Minutes of the last Annual General Meeting.
- 2. Board of Directors Reports:** To receive and consider the reports of the Board of Directors.
- 3. Financial Report & Annual Report:** To receive and consider the Financial Report and Auditors' Report for the year ended 30th June, 2018.
- 4. Directors Election:** To elect two directors to fill the Group 1 positions on the Board in accordance with the triennial rule.

Note: The triennial rule commenced operation in 2011, with seven directors being elected and those directors drawing lots to be allocated into group 1, group 2 and group 3. Each year, the term of office for directors in a group expires and an election is held for those positions. This year, the term of office of directors allotted to group 1 will expire and an election will be held for those two positions. The directors elected to group 1 this year will, subject to the Constitution of the Club, serve a term of office of three years.

- 5. Resolution 1 – Removal of Auditor:** To consider and if thought fit pass the following ordinary resolution; To remove the Club's auditor, Adams Kenneally White (AKW) as the Club's auditor in accordance with section 329 of the Corporations Act 2001.

Explanatory Message: The Board of Directors of the Club recommends that this resolution be passed. The Club has been pleased with the service level AKW has provided during its appointment as auditor for the last 37 years, however the Board and Management consider it good governance to change auditor for the Club.

Notes to Members Regarding Resolution 1: To be passed, an Ordinary Resolution must receive a simple majority of votes in favour from those voting in person at the meeting, who are eligible to vote. Voting by proxy is not permitted.

- 6. Resolution 2 – Appointment of Auditor:** To consider and if thought fit pass the following special resolution; That subject to the passing of Resolution 1 – Removal of Auditor, to appoint National Audits Group as the Club's auditor in accordance with section 327D.

Explanatory Message: The Board of Directors of the Club recommends that this resolution be passed. The Board and Management has received and reviewed proposals from two audit firms to provide independent external audit services to the club. The Board resolved to recommend the appointment of National Audits Group as the Clubs auditors.

National Audits Group has consented to act as auditor of the Club, subject to member approval.

Notes to Members Regarding Resolution 2: To be passed, a Special Resolution must receive at least 75% of the votes cast in favour from those voting in person at the meeting, who are eligible to vote. Voting by proxy is not permitted.

- 7. Resolution 3 – Board of Directors Benefits:** To consider and if thought fit pass the following ordinary resolution: That pursuant to the Registered Clubs Act 1976, as amended, the members hereby approve and agree to the members of the Board during the twelve months preceding the 2018 Annual General Meeting receiving the following benefits. The members further acknowledge the benefits outlined in subparagraphs (i) to (viii) are not available to members generally, but only to those members who are elected to the Board of Directors of the Club, and in particular instances, staff:
 - The reasonable cost of refreshments for each Director before and after each Board or Committee meeting, or attendance at the Club to perform particular designated functions as may be determined by the Board from time to time;
 - The reasonable cost in relation to the professional development and education of Directors, including:
 - Directors attending the Annual General Meeting of Clubs NSW;
 - Directors attending the other meetings of Associations of which the Club is a member;
 - Directors attending seminars, lectures, trade displays, organised study tours, fact finding tours and other similar events as may be determined by the Board from time to time;
 - Directors attending other registered clubs or gaming venues for the purpose of observing their facilities and methods of operation;
 - Directors attending conferences and training sessions in relation to their roles and responsibilities under the Registered Clubs Act 1976, the Corporation Act 2001 and other relevant legislation; and
 - Directors attending functions with partners, where appropriate, and required to represent the Club.
 - That Club Directors be paid the following honoraria on a monthly basis –
\$9,340 per annum is paid to the President.
\$3,113 per annum is paid to each of the Senior and Junior Vice Presidents.
\$3,000 per annum is paid to each Director (including the President and Senior and Junior Vice Presidents). The honoraria are increased annually in accordance with the Sydney CPI increases.
 - 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.

- (v) The reasonable cost of the provision of blazers and associated apparel for the use of each Director when representing the Club;
- (vi) Reasonable expenses for the provision of a Directors' Dinner once a year and on such other occasions as the Board might approve with persons in attendance to comprise the Directors and their partners and persons (with their partners) chosen by the President who have supported the Club during the relevant year and thereby promoted the success of the Club;
- (vii) The payment of Directors and Officers insurance cover premiums; and
- (viii) The provision and marking out of car parking spaces for the exclusive use of Directors, disabled persons (being members, guests of members or temporary members) and staff.

Explanatory Message: Pursuant to the requirements of the Registered Clubs Act 1976, the Club is required at each Annual General Meeting to have approved by Ordinary Resolution, the benefits to be provided to the Directors of the Club. The benefits, which are provided, are the standard benefits that have been provided to Directors of the Club over a number of years.

Notes to Members Regarding Resolution 3: To be passed, an Ordinary Resolution must receive a simple majority of votes in favour from those voting in person at the meeting, who are eligible to vote. Voting by proxy is not permitted.

8. General Business: To transact any general business in accordance with the Club Constitution of which due notice has been given.

By order of the Board of Directors.

Renee Tonkin
General Manager

Riverina Australian Football Club Limited (Rules Club Wagga Wagga)

NOTICE OF ELECTION

Members are advised that Riverina Australian Football Club Limited (Rules Club Wagga) has appointed John Craig to perform the role of Returning Officer to conduct an election for the following position:

Nominations are called for: **DIRECTORS (2)**

NOMINATIONS, which must be in writing and comply with the rules of the Club, may be made at any time from Monday, 24 September 2018. Nominations close and must reach the office, postal address, or email box of the Returning Officer **no later than 5.00pm AEDT Friday, 12 October 2018**. Nominations can be withdrawn at any time prior to the close of nominations.

Note: Prospective nominees and nominators should verify their financial status and any other qualifications or eligibility requirements by the Club's Constitution prior to lodging nominations. All nominations must be accompanied with a Board Election Nominee Statutory Declaration Form.

Nomination and Board Election Nominee Statutory Declaration Forms Forms are available from the Club General Manager, Mrs Renee Tonkin, or from the Returning Officer, John Craig.

HOW TO LODGE NOMINATIONS

By Post or by hand: Returning Officer - John Craig
12 Station Place
WAGGA WAGGA NSW 2650

By Fax: 02 69 319 985

By Email: A properly completed Nomination and Board Election Nominee Statutory Declaration Forms may be scanned and submitted as a pdf file to admin@cdiaust.com.au

Note: Emails greater than 6 MB in size may not be accepted by the email's firewall. Emails to the email box that appear to be spam may be blocked. It is the responsibility of the senders to ensure that their email reaches the Returning Officer before the deadline for the nomination. You may call the contact number provided to check.

BALLOT: The Ballot, if required, will be conducted in conjunction with the Annual General Meeting on Tuesday, 23 October 2018 at 188 Fernleigh Road, Wagga Wagga. The ballot will be held between 4.00pm and 6.00pm. The ballot count will occur as soon as possible after the ballot closes and the results announced to the Annual General Meeting.

SCRUTINEERS: Appointment of scrutineers, and any other matters concerning the election should be directed to the Returning Officer.

MR John Craig
Returning Officer
Phone: 0431 519 502
17 September 2018