



## **RICHMOND CLUB LIMITED**

**ACN 001 034 911**

### **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE is hereby given that the Annual General Meeting of the RICHMOND CLUB LIMITED will be held on Wednesday, 20 November 2024 commencing at the hour of 8:00 pm at the premises of the Club, Cnr Francis & East Market Streets, Richmond, New South Wales.**

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#### **BUSINESS**

1. To receive and confirm the minutes of the 51st Annual General Meeting of the Richmond Club held on 13 December 2023.
  2. To receive and consider the reports of the Board of Directors and Chief Executive Officer for the year ended 30 June 2024.
  3. To receive and consider the Financial Statements, Directors' Report and Auditor's Report for the year ended 30 June 2024.
  4. To consider and if thought fit to pass the Ordinary Resolution set out in this Notice.
  5. To deal with any other general business that the meeting may deal with without notice to the members of that business.
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#### **MEMBERS' QUESTIONS FOR ANNUAL GENERAL MEETING**

Members are asked to submit to the Club any questions they may have regarding the Financial Statements, Directors Report and Auditors Report for the financial year ended 30 June 2024 at least seven (7) days prior to the date of the Annual General Meeting to allow the Club time to prepare a response. This does not prevent members asking questions without notice at the meeting, but if your question is not submitted by the time above, it may not be possible to answer your question at the meeting.

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#### **ANNUAL REPORT**

The Annual Report containing the reports of the Board of Directors, the Financial Statements and Auditor's report, for the financial year ended 30 June 2024 will be available on the Club's website and noticeboard at least 21 days prior to Annual General Meeting.

Members who have previously elected in writing to receive annual reports will receive the reports directly in the manner selected by them (either in hard copy or electronically).

Members who have not previously elected to receive the reports directly can access them on the Club's website or by requesting a copy of the reports at the Club's reception or by writing to the Club and requesting a copy be sent in hard copy or electronically. A written request for the reports is a standing request and will apply into the future.

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## PROCEDURAL MATTERS FOR ORDINARY RESOLUTION

1. To be passed, the Ordinary Resolution below must receive votes from not less than a simple majority (i.e. 50% + 1) of those members who, being eligible to do so vote in person on the Ordinary Resolution at the Meeting.
  2. Life members and Financial Ordinary members are eligible to vote on the Ordinary Resolution.
  3. Under the Registered Clubs Act:
    - (a) members who are employees of the Club are not entitled to vote; and
    - (b) proxy voting is prohibited.
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## ORDINARY RESOLUTION

That pursuant to the Registered Clubs Act:

- (a) The members hereby approve expenditure by the Club of a sum not exceeding \$60,000 for the professional development and education of Directors and other costs relating to Directors until the Annual General Meeting in 2025 including:
  - (i) The reasonable cost of Directors attending the ClubsNSW Annual General Meeting and trade show;
  - (ii) The reasonable cost of Directors attending meetings of other associations of which the Club is a member;
  - (iii) The cost of a reasonable meal and beverage for each Director at a reasonable time before or after a Board or committee meeting on the day of that meeting;
  - (iv) Reasonable expenditure on a Richmond Club Blazer, tie, and slacks for each Director who does not possess such items of clothing;
  - (v) The reasonable cost of 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;
  - (vi) The reasonable cost of Directors undertaking training as required by the Registered Clubs Act and Regulations;
  - (vii) The reasonable cost of Directors attending functions with their partners where appropriate and required to represent the Club.
- (b) The members acknowledge that the benefits in paragraph (a) above are not available to members generally, but only for those who are Directors of the Club and their partners.

### Notes to Members on the Ordinary Resolution

1. The Ordinary Resolution relates to the costs of professional development and education of Directors and other costs and expenses relating to directors.
2. Directors need to keep up to date with current developments in the club industry, including the numerous statutes that affect club operations. It is important that Directors keep abreast of their responsibilities to members, employees, suppliers and the community. Also certain training for directors is mandatory under the Registered Clubs Act and Regulations.
3. If passed the Ordinary Resolution allows the Club to pay for the costs of Directors attending various meetings of associations of which the Club is a member.
4. Approval of the members is required for Directors to receive reasonable benefits that are not offered equally to other Club members. The passing of the Ordinary Resolution by members will confirm and set an upper limit on the amount that can be expended.
5. The amount of \$60,000 is the same upper limit as approved by the members at Annual General Meetings going back many years, including last year.

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**Dated: 30/10/2024**

**By direction of the Board**



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**Kimberley Talbot**  
Chief Executive Officer