ECHUCA-MOAMA RSL & CITIZENS CLUB LIMITED
TRADING AS MOAMA RSL
ACN 003 684 624

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of **ECHUCA-MOAMA RSL & CITIZENS CLUB LIMITED** will be held on **Monday 10th November 2025** commencing at the hour of **6:00 pm** at the premises of the Club, 56 Merool Road, Moama, New South Wales.

BUSINESS

The business of the Annual General Meeting shall be as follows:

1. Apologies.
2. To receive and consider the Minutes of the Annual General Meeting of the Club held on 18th November 2024.
3. To receive and consider the Report of the Board of Directors for the year ended 30 June 2025.
4. To receive and consider the Financial Report and Auditor's Report for the year ended 30 June 2025.
5. To declare the results of the election of two (2) positions on the Board of Directors in accordance with the triennial election of directors.
6. To consider and if thought fit pass the Special Resolution to amend the Club's Articles of Association in this Notice.
7. To consider and if thought fit pass the 3 Ordinary Resolutions in relation to directors' honorariums, expenses and benefits contained in this Notice.
8. To consider and if thought fit pass 2 resolutions for Life membership.
9. General business and questions.

Dated: 29 September 2025

By direction of the Board

Ashley Menzies
Chief Executive Officer

Important Notice regarding Notices of Annual General Meeting and Annual Reports

Members who previously requested a hard copy of the Notice of Meeting or directors' report, financial statements and auditor's report will receive them in the form requested. Members can also access the notice and reports at **www.moamarsl.com.au**

Important Note regarding Questions for the Annual General Meeting

Members with questions on the Annual Report or accounts are asked to submit those questions in writing to the Chief Executive Officer 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.

Notes on Resolutions and Voting at the Annual General Meeting

1. Below are 1 Special Resolution, 3 Ordinary Resolutions, and 2 resolutions for Life membership which will be considered at the Annual General Meeting.
2. Life members, financial RSL members and financial Associate members shall be eligible to attend and vote on the resolutions.
3. The Special Resolution will be passed if at least 75% of the votes cast on the resolution by eligible members present at the meeting are cast in favour of the resolution.
4. Each Ordinary Resolution, and the resolutions for Life membership, will be passed if at least a majority (ie. 50% plus 1) of the votes cast on the resolution by eligible members present at the meeting are cast in favour of the resolution.
5. Under the Registered Clubs Act:
   (a) proxy voting is prohibited; and
   (b) employees cannot vote.
6. Notes on the resolutions follow each Resolution.
7. The Board recommends the Resolutions to members.

SPECIAL RESOLUTION

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

That the Articles of Association of Echuca-Moama RSL & Citizens Club Limited be amended by:

(a) **deleting** Rules 2(i) and 2(j) and **inserting** the following new Rule 2(i):

"Notwithstanding any other provision of these Articles of Association, and having regard to the objects of the Liquor Act and the Gaming Machines Act, the Anti Money Laundering Counter Terrorism Funding Act, Board has power to

(i) implement house polices in connection with those laws;

(ii) include in those polices measures to assist in the objects and enforcement of those laws;

(iii) take steps to enforce those policies; and

(iv) without limiting the generality of Article 2(i)(iii) include in those polices provisions allowing the Club to prevent anyone (including members) from entering the premises if the Board, the Secretary or the Secretary's delegate determine that such action is necessary for the purposes of these policies and the provisions of Articles 13 to 13F shall not apply to any such decision."

(b) **deleting** from Article 22A(a)(i) the words "5 kilometers from the Club or such greater distance as may be determined from time to time by the Board by By-law pursuant to these Articles" and **inserting** in their place the words "such distance from the Club's premises as may be determined by the Board from time to time."

Notes to Members on Special Resolution

1. The Special Resolution proposes two amendments to the Articles of Association.
2. First, the Special Resolution will update the Articles in relation to policies the Club is required to have in relation to key legislative obligations to include reference to the Club's obligations under anti-money laundering legislation. This is an increasing growing area of club compliance.
3. Second, the Special Resolution will update the rules in relation to temporary membership. In 2024, the Registered Clubs Act was amended to remove what was commonly referred to as the "5 kilometre rule". This rule stated that persons whose permanent place of residence was in New South Wales within 5 kilometres of the Club's premises could not be admitted as temporary members.
4. The Special Resolution proposes to amend the Club's Articles of Association to remove the reference to the 5 kilometre rule so that temporary membership will be available to any person whose place of residence is greater than any such distance as determined by the Board from time to time.

FIRST ORDINARY RESOLUTION

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

That pursuant to Section 10(6)(b) of the Registered Clubs Act the members hereby approve the payment of an honorarium to the President of the Club in the sum of $12,000 plus the compulsory superannuation guarantee levy in respect of his services as President of the Club until the Annual General Meeting of the Club in the year 2026.

Notes to Members on First Ordinary Resolution

1. The First Ordinary Resolution, if passed, will authorise the payment of an honorarium to the President of the Club for his services over the next 12 months in the sum of $12,000 plus the compulsory superannuation guarantee levy.

SECOND ORDINARY RESOLUTION

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

That pursuant to Section 10(6)(b) of the Registered Clubs Act the members hereby approve the payment of an honorarium to each director of the Club apart from the President in the sum of $5,000 plus the compulsory superannuation guarantee levy in respect of each Director's services on the Board of Directors of the Club until the Annual General Meeting of the Club in the year 2026.

Notes to Members on Second Ordinary Resolution

1. The Second Ordinary Resolution, if passed, will authorise the payment of an honorarium to each director of the Club for their services in the sum of $5,000 each.

THIRD ORDINARY RESOLUTION

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

That pursuant to Section 10(6) and (6A) of the Registered Clubs Act the members hereby approve the following benefits to directors until the Annual General Meeting of the Club in the year 2026:

(a) the reasonable costs of directors and their spouses attending the Annual General Meeting of ClubsNSW;

(b) the reasonable costs of directors attending meetings of associations of which the Club is a member provided such attendance by directors is approved by a current resolution of the Board of the Club;

(c) the reasonable costs of directors attending seminars, trade displays, organised study tours, fact finding tours and other similar events provided the same are beneficial to the Club or contribute to the professional development and education of directors and such attendance is approved by a current resolution of the Board of the Club;

(d) the reasonable costs of directors attending other clubs for the purpose of observing their facilities and methods of operation provided such attendance is approved by a current resolution of the Board of the Club;

(e) the reasonable costs of directors attending with their spouses at functions to represent the Club provided such attendance is approved by a current resolution of the Board;

(f) the provision of a meal and refreshment at reasonable cost to the Club for each director either before or after a Board or Committee meeting when that meeting occurs at a normal meal time;

(g) the provision at reasonable cost to the Club of a blazer and associated apparel for each director for use when representing the Club;

(h) the provision of a meal and refreshment at reasonable cost to the Club for each Director whilst on duty during a normal mealtime;

(i) the provision of an annual dinner at reasonable cost to the Club for each Director and their spouse to attend during the year in recognition of their services to the Club;

(j) the reasonable cost of an electronic device (such as a laptop, iPad or other similar device) and internet access (if required) made available to the directors of the Club;

PROVIDED HOWEVER, that the total cost to the Club of the benefits in paragraphs (a) to (j) above does not exceed $50,000 inclusive of any fringe benefits or other tax.

The members hereby acknowledge that the benefits in this resolution are not available to members generally but only to those who are directors of the Club or as indicated are spouses of directors.

Notes to Members on Third Ordinary Resolution

1. The Third Ordinary Resolution, if passed, will authorise the Club paying for various expenses for directors to attend meetings of ClubsNSW and associations of which the Club is a member, seminars and trade shows, attend at functions to represent the Club, the provision of a meal and a refreshment for each director attending a meeting when that meeting occurs at a normal meal time and various other expenses as set out in the resolution. The maximum amount which can be spent pursuant to this resolution is $50,000. This amount is the same as the amount approved by members last year.

RESOLUTION FOR LIFE MEMBERSHIP NO. 1

That Colin Thorpe (Member No. 16471) be elected to Life membership of the Club.

Notes to Members on Resolution for Life membership

1. The Club received a nomination by two eligible members that Mr Colin Thorpe be elected to Life membership of the Club.
2. Mr Thorpe's nomination was forwarded to the Board and the Board resolved to approve the nomination.
3. It is therefore submitted to members for approval at the Annual General Meeting.

RESOLUTION FOR LIFE MEMBERSHIP NO. 2

That Ken Jones (Member No. 19329) be elected to Life membership of the Club.

Notes to Members on Resolution for Life membership

1. The Club received a nomination by two eligible members that Mr Ken Jones be elected to Life membership of the Club.
2. Mr Jones' nomination was forwarded to the Board and the Board resolved to approve the nomination.
3. It is therefore submitted to members for approval at the Annual General Meeting.

Dated: 29 September 2025

By direction of the Board

Ashley Menzies
Chief Executive Officer