

Notice of Annual General Meeting

NOTICE is hereby given that the Annual General Meeting of **Wyong Rugby League Club Limited (Club)**, will be held in the Club premises at Lakehaven Drive, Kanwal on **Monday 24 November 2025 at 6:00pm**.

Members can also attend virtually at Avoca Beach Bowling Club (Avoca Beach Drive, Avoca Beach), Woolgoolga Diggers Club (17 Beach Street, Woolgoolga) and Goulburn Railway Bowling Club (270 Sloan Street, Goulburn).

BUSINESS

1. Apologies.
 2. To confirm the minutes of the previous Annual General Meeting held on 25 November 2024.
 3. To receive the Director's Report for the year ended 30 June 2025.
 4. To receive and consider the Financial Report and the Auditors Report for the year ended 30 June 2025.
 5. To conduct and declare the results of the election of Directors.
 6. To consider and if thought fit pass each of the Ordinary Resolutions set out in this Notice.
 7. To consider and vote on any nominations for Life Membership.
 8. To deal with any other business which may be dealt with at the Annual General Meeting.
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FIRST ORDINARY RESOLUTION

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

Pursuant to section 10(6A) of the Registered Clubs Act the Members hereby:

- (a) approve and agree to expenditure by the Club in a sum not exceeding \$50,000 excluding GST until the next Annual General Meeting of the Club for the following benefits for Directors:
 - (i) the reasonable cost of a meal and drinks for each Director either immediately before, during or immediately after a Board/Committee and Special Meetings.
 - (ii) the reasonable expenses incurred by Directors for travelling in relation to their duties as Directors and as approved by the Board from time to time provided such expenses are supported by the production of invoices, receipts or other documentary evidence of such expenditure.
 - (iii) reasonably priced Club shirts and Club jackets for each Director.
 - (b) acknowledge that the benefits in paragraph (a) above are not available to Members generally but only to those who are Directors of the Club.
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Notes to Members on First Ordinary Resolution

Section 10(1)(i) of the Registered Clubs Act 1976 prohibits the Club from offering a benefit to any Member unless it is offered equally to all Members of the Club. Section 10(6A) of the Registered Clubs Act 1976 allows a Member to receive a benefit if the benefit is not in the form of money and is approved by an ordinary resolution passed by a general meeting of the Members of the Club prior to the benefit being provided.

The First Ordinary Resolution is for the Members to approve an amount no greater than \$50,000 excluding GST for expenditure by the Club on Directors in relation to the matters listed.

SECOND ORDINARY RESOLUTION

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

Pursuant to section 10(6A) of the Registered Clubs Act the Members hereby:

- (a) approve and agree to expenditure by the Club in a sum not exceeding \$150,000 excluding GST for the professional development and education of Directors until the next Annual General Meeting such as:

- (i) the reasonable cost of Directors attending the Annual General Meeting and Trade Conference of Clubs NSW, the Annual General Meeting and National Conference of Leagues Clubs Australia, the Annual General Meeting and Conferences of the RSL and Services Clubs Association and other similar events;
 - (ii) the reasonable cost of Directors attending training, seminars, lectures, trade displays and other similar events, both in Australia and overseas; and
 - (iii) the reasonable cost of Directors attending other venues for the purpose of viewing and assessing their facilities and methods of operation in the interests of the Club, as determined by the Board.
- (b) acknowledge that the benefits in paragraph (a) are not available to Members generally but only those who are Directors of the Club.
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Notes to Members on Second Ordinary Resolution

Section 10(1)(i) of the Registered Clubs Act 1976 prohibits the Club from offering a benefit to any Member unless it is offered equally to all Members of the Club. Section 10(6A) of the Registered Clubs Act 1976 allows a Member to receive a benefit if the benefit is not in the form of money and is approved by an ordinary resolution passed by a general meeting of the Members of the Club prior to the benefit being provided.

The Second Ordinary Resolution is for Members to approve an amount no greater than \$150,000 excluding GST for the expenditure by the Club for Directors to attend compulsory training as required by law and also seminars, lectures, trade displays and other similar events, both in Australia and Overseas, including the RSL and Services Clubs Association, Leagues Club Australia and ClubsNSW Annual General Meetings, G2E Asia, G2E USA and to visit other clubs to enable the Club's governing body to be kept abreast of current trends and developments, which may have significant bearing on the nature of the way in which the Club conducts its business.

THIRD ORDINARY RESOLUTION

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

Pursuant to section 10(6A) of the Registered Clubs Act the Members hereby:

- (a) approve and agree to expenditure by the Club in a sum not exceeding \$40,000 excluding GST until the next Annual General Meeting of the Club for the following benefits for Directors, Members and Staff:
 - (i) The holding of the annual Chairman's Dinner attended by Life members, Directors, Senior Management and employees selected by the CEO and Chairman.
 - (ii) The reasonable cost of food and drinks for each Director and Member either immediately before, during or immediately after an AGM, EGM, Information or Special Meeting.
 - (iii) \$500 points value on the membership card of each Life Member and Director on the 1st of December for them to use to attend different Club venues (directors that are Life Members will only receive this once)
 - (b) acknowledge that the benefits in paragraph (a) above are not available to Members generally but only to those who are Directors, Life members and other Members attending meetings entitled to attend the annual Chairman's Dinner or who attend the various meetings .
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Notes to Members on Third Ordinary Resolution

Section 10(1)(i) of the Registered Clubs Act 1976 prohibits the Club from offering a benefit to any Member unless it is offered equally to all Members of the Club. Section 10(6A) of the Registered Clubs Act 1976 allows a Member to receive a benefit if the benefit is not in the form of money and is approved by an ordinary resolution passed by a general meeting of the Members of the Club prior to the benefit being provided.

The Third Ordinary Resolution is for Members to approve expenditure up to \$40,000 for expenditure by the Club on Directors and Members in relation to the matters listed.

FOURTH ORDINARY RESOLUTION

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

Pursuant to section 10(6)(b) of the to the Registered Clubs Act the Members hereby:

- (a) approve and agree to the payment, at intervals agreed by the Board, of the following Honorariums for their services to the Club until the date of the next Annual General Meeting.

- (i) Chairperson \$20,000 + PAYG tax + SGL and the use of a Club mobile phone in accordance with the Club mobile phone policy;
 - (ii) Two (2) Vice Chairpersons \$10,000 + PAYG tax + SGL and the use of a mobile phone each in accordance with the Club mobile phone policy;
 - (iii) Chairperson of the Rugby League Committee \$10,000 + PAYG tax + SGL and the use of a company mobile phone in accordance with the Club mobile phone policy;
 - (iv) Vice Chairperson of the Rugby League Committee \$8,000 + PAYG tax + SGL and the use of a company mobile phone in accordance with the Club mobile phone policy;
 - (v) Ordinary Directors \$6,000+ PAYG tax each + SGL and the use of a company mobile phone in accordance with the Club mobile phone policy.
- (b) acknowledge that the benefits in paragraph (a) are not available to Members generally but only to those who are Directors of the Club and the Chairperson and Vice Chairperson of the Football Committee.
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Notes to Members on Fourth Ordinary Resolution

Section 10(1)(i) of the Registered Clubs Act 1976 prohibits the Club from offering a benefit to any Member unless it is offered equally to all Members of the Club. Section 10(6)(b) of the Registered Clubs Act 1976 allows a Member to receive a benefit if the benefit consists only of a sum of money paid to the member in respect of his or her services as a member of the governing body or of any committee of the Club and that payment has been approved by a resolution passed at a general meeting of the Members of the Club prior to the benefit being provided.

The Fourth Ordinary Resolution is for Members to approve the honorariums and the cost of mobile phones for directors and Rugby League Committee Chairperson and Vice Chairperson until the next Annual General Meeting in 2026. Under the relevant legislation the Club is required to make the PAYG and SGL payments. The letters "PAYG" refer to pay as you go income tax and "SGL" refers to the Superannuation Guarantee Levy (currently 11.5%).

FIFTH ORDINARY RESOLUTION

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

Pursuant to section 10(6A) of the Registered Clubs Act the Members hereby:

- (a) approve and agree to the conferral of various benefits and advantages to members participating in the Club's membership loyalty program 'Real Rewards' and in the different tiers of the Real Rewards in accordance with By-Laws approved by the Board from time to time.
 - (b) acknowledge that the benefits in paragraph (a) above are not available to Members generally but only to those who are participants in the Club's member loyalty program 'Real rewards'.
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Notes to Members on Fifth Ordinary Resolution

Section 10(1)(i) of the Registered Clubs Act 1976 prohibits the Club from offering a benefit to any Member unless it is offered equally to all Members of the Club. Section 10(6A) of the Registered Clubs Act 1976 allows a Member to receive a benefit if the benefit is not in the form of money and is approved by an ordinary resolution passed by a general meeting of the Members of the Club prior to the benefit being provided.

The Fifth Ordinary Resolution is for the Members to approve benefits and advantages conferred on those members who are participants in the Club's membership loyalty program 'Real Rewards'. The program is separated into different tier groupings and each tier confers different benefits on the members of it.

Procedural Matters for Ordinary Resolutions

1. To be passed, each 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.
2. Only Life Members and financial Rugby League Members and Associate Members are eligible to vote on the Ordinary Resolutions.
3. Members who are employees of the Club are prohibited from voting by the Registered Clubs Act.
4. Proxy voting is prohibited by the Registered Clubs Act.
5. The Board of the Club recommends the Ordinary Resolutions be adopted by Members.

COPIES OF ANNUAL REPORTS

1. Rule 21.1 of the Constitution of the Club provides that the Club must comply with the reporting requirements required by the Registered Clubs Act, the Corporations Act, and good commercial practice.
 2. In accordance with section 317 of the Corporations Act, the Board is required to lay before the Annual General Meeting in respect of the financial year ending on the last day of June immediately prior to the Annual General Meeting:
 - (a) the financial report of the Club; and
 - (b) the Directors' report;
 - (c) the auditor's report on the financial report.
 3. The Club's Annual Report which incorporates the reports referred to above will be on display on the Club's website at www.wyongleaguesgroup.com.au. Members can download a copy of the Annual Report if they wish.
 4. There is no legal requirement placed on the Club to send the reports to Members who do not request them by written notice to the Club to that effect.
 5. If Members have questions in relation to anything contained in these reports they are requested to submit those questions in writing to the Chief Executive Officer no later than fourteen (14) days before the date of the meeting. However Members who have not given such notice are not prevented from asking questions at the meeting but without prior notice the ability of the Board or Management to answer those questions may be limited.
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NOMINATIONS FOR BOARD OF DIRECTORS

Nominations from Rugby League Members interested in standing for the three (3) vacant positions on the Board of Directors (3 for 3 years) will open on Monday 27 October and close at midday on Monday 10 November 2025. Nominations must be in the hands of the Chief Executive Officer by that time. The Board of Directors will represent all Members, sporting bodies and other interested groups of Members within the Club. Director nomination forms are available from Wyong Rugby League Club administration Monday – Friday 9:00am to 4:00pm or by emailing admin@wyongleagues.com.au.

Only Life Members and Financial Rugby League Members are entitled to:

1. Nominate for the Board of Directors;
2. Propose or Second a nomination for the Board of Directors;
3. Consider and vote in relation to a special resolution.

Please further note that pursuant to the provisions of the Constitution of the Club no employee of the Club shall be eligible to be elected to the Board or be entitled to vote at any meeting of the Club.

NOMINATIONS FOR LIFE MEMBERSHIP

Life Membership nomination forms are available from Wyong Rugby League Club administration Monday – Friday 9:00am – 4:00pm or by emailing admin@wyongleagues.com.au.

Only Rugby League Members are eligible to be nominated for Life Membership.

In accordance with clause 4.2 of the Constitution Nominations for Life Membership must be:

- a. Made by filling out the prescribed nomination form;
- b. Signed by at least two Rugby League Members of the Club (other than the nominee); and
- c. Submitted to the Secretary of the Club.

Nominations must be received no later than 12pm on 3rd November 2025 to allow the Board to consider the nomination as required by clause 4.3 of the Constitution.

For a member to be elected as a Life Member at least 75% of the financial Rugby League Members present at the meeting must approve the election of the Life Member.

Dated at Wyong: 13th October 2025

By Direction of the Board

Ben Coghlan
Chief Executive Officer and Company Secretary