

THE GALLIPOLI MEMORIAL CLUB LTD

ABN 49 001 038 740

NOTICE OF 2023 ANNUAL GENERAL MEETING

20 APRIL 2023

**To be held in the Conference Room, Level 2, Commercial Travellers'
Association of NSW, Cnr. Castlereagh Street & Martin Place, Sydney
commencing at 11 am**

AGENDA

- 1 Open Meeting**
- 2 Apologies**
- 3 Confirmation of Minutes of Previous Annual General Meeting**
- 4 Business arising out of Minutes**
- 5 To consider the Annual Financial Report, Directors' Report and Auditor's Report for the year ended 31st December 2022**
- 6 To consider, and if thought fit, pass the Ordinary Resolution relating to Directors' benefits:**

"That pursuant to Section 10(1)(i) of the Registered Clubs Act 1996 (as amended), to consider and if thought pass the following resolution as an Ordinary Resolution:

The members hereby approve and agree to expenditure by The Gallipoli Memorial Club Limited ('the Club') until the next Annual General Meeting, of the reasonable costs of the Directors whilst representing the Club to be borne by the Club, including out-of-pocket expenses for the following activities:

- (i) The reasonable cost of a meal and beverage for each director immediately before or immediately after a Board or Committee meeting on the day of that meeting;
- (ii) Reasonable expenses incurred by directors in travelling to and from directors' meetings or other duly constituted committee meetings as approved by the Board from time to time on the production of invoices, receipts or other proper documentary evidence of such expenditure;
- (iii) Reasonable expenses incurred by the directors in relation to such other duties including entertainment of special guests, whether they be a member of the Club or not, to the Club and other promotional activities performed by directors which activities and the expenses there from are approved by the Board before payment is made on production of receipts,

invoices or other proper documentary evidence of such expenditure;

- (iv) As Directors may be required to attend Clubs NSW and other educational industry meetings or business-related conferences the costs associated with courses relating to:
 - (a) Directors' responsibilities
 - (b) Best Club Management Practices
 - (c) Latest Industry Developments
 - (d) Responsible Service of Alcohol
 - (e) Responsible Gaming Practices.
- (v) The expenses associated with travel to and accommodation associated with the annual Gallipoli Art Prize and participation in activities with the Turkey - Australia - New Zealand Friendship and Promotion Association in Turkey.:

7 Other Business

To transact any other business that may be brought forward in accordance with the Club's constitution.

By order of the Board

DAVID SCOTT,
Secretary
4th April 2023

EXPLANATORY MESSAGE TO MEMBERS

AGENDA ITEM 6

1. 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 authorised by an ordinary resolution passed by a general meeting of the members of the Club prior to the benefit being provided.
2. The members acknowledge that the benefits are not available to members generally but only for those who are directors of the Club as a reimbursement of out-of-pocket expenses in accordance with the Club's Constitution.
3. The Ordinary Resolution seeks the approval of the members of expenditure by the Club to cover Board members in the execution of their duties as Directors of the Club.