

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the ANNUAL GENERAL MEETING of the Company will be held at "the Club" premises Albert Street, Moree on 19th October 2025 at 10 a.m.

BUSINESS

1. Confirm Minutes of the Meeting of 2024 Annual General Meeting.
2. Business arising therefrom.
3. To consider reports of President, Treasurer and Manager's on the year's activities.
4. To receive the Financial Report of the Company for the year ended 30th June 2025.
5. To declare the results of the election of Directors
6. To consider proposed Resolutions:
 - (a) To consider, and if thought fit, to pass the Resolution appearing under the heading "Resolution 1 – Ordinary Resolution – relating to Board car parking and entitlements (Constitution Vote).
 - (b) To consider, and if thought fit, to pass the Resolution appearing under the heading "Resolution 2 – Ordinary Resolution – relating to t relating to Board car parking and entitlements (Registered Club Act Vote)
 - (c) To consider, and if thought fit, to pass the Resolution appearing under the heading 'Resolution 3 – Ordinary Resolution' to elect Mr Robert Bartell (Membership Number 3949) as a Life Member of the Club.
 - (d) To consider, and if thought fit, to pass the Resolution appearing under the heading 'Resolution 4 – Ordinary Resolution' to elect Mrs Lorraine Bartell (Membership Number 3950) as a Life Member of the Club.
 - (e) To consider and, if thought fit, pass the Special Resolution appearing under the heading 'Resolution 5 – Special Resolution' regarding the amendment of the Constitution of the Club to update it to cover recent changes the Registered Clubs Act and Corporations Act, to improve the structure of the document and to make some other minor changes to the Constitution.
7. Forum for Member Questions and Comments

The Chairman will open the AGM to member questions and comments. Directors, management and a representative of the Auditors, PKF Lawler, will be in attendance at the meeting to respond to questions from members.

RESOLUTION 1 – ORDINARY RESOLUTION 1 DIRECTORS BENEFITS NOT BEING RECEIVED BY OTHER MEMBERS (CONSTITUTION VOTE)

To consider, and if thought fit, to pass the following resolution:

- a) That the meeting approves the provision of four car parking spaces for the use of the Board of Directors and one for the use of the Chairman.
- b) That the meeting approves the provision of snacks and refreshments after each monthly board meeting and two dinners during the year.
- c) That the meeting approves an allowance as set at past meetings that the board receive an increase of 5% per year."

Explanatory Notes to Members on Resolution 1 – Ordinary Resolution 1

1. Due to requirements in the Registered Club Act, the minor benefits that have been given to the Members of the Board of Directors should now be approved by the general meeting of the members of the club each year.
2. These benefits are offered to all directors and are to offset the duties and expenses of the position.

Procedural Matters in relation to Resolution 1

1. To be passed, Resolution 1 – Ordinary Resolution requires votes of not less than 50%+1 majority of those members present and voting on Resolution 1.
 2. Only Ex-Servicemen members who are also members of the RSL Moree Sub-branch and Life Members shall be entitled to vote on this resolution. 1.
 3. Employees of the Club are not eligible to vote on Resolution 1.
 4. Proxy Votes are not allowed under the Registered Clubs Act or the Constitution of the Club.
 5. Members should read the Explanatory Notes to Members set out above which explains the general nature and effect of Resolution 1.
 6. The Board of Directors of the Club recommends that members vote in favour of Resolution 1.
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RESOLUTION 2 – ORDINARY RESOLUTION 2 DIRECTOR BENEFITS NOT BEING RECEIVED BY OTHER MEMBERS (REGISTERED CLUBS ACT VOTE)

If Resolution 1 is passed, to consider, and if thought fit, to pass the following resolution:

- a) That the meeting approves the provision of four car parking spaces for the use of the Board of Directors and one for the use of the Chairman.
- b) That the meeting approves the provision of snacks and refreshments after each monthly board meeting and two dinners during the year.
- c) That the meeting approves an allowance as set at past meetings that the board receive an increase of 5% per year."

Explanatory Notes to Members on Resolution 2 – Ordinary Resolution 2

1. Due to requirements in the Registered Club Act, the minor benefits that have been given to the Members of the Board of Directors should now be approved by the general meeting of the members of the club each year.
2. These benefits are offered to all directors and are to offset the duties and expenses of the position
3. This resolution as the same as the first resolution put to members, but the Registered Clubs Act requires such resolution to be voted on by the same members who are entitled to vote in Board elections.

.Procedural Matters in relation to Resolution 2

1. To be passed, Resolution 2 – Ordinary Resolution requires votes of not less than three quarters majority of those members present and voting on Resolution 2.
 2. Only Full Members (Ordinary Members and Life Members) of the Club who are Financial Members, and who are present, are entitled to vote on Resolution 2.
 3. Employees of the Club are not eligible to vote on Resolution 2.
 4. Proxy Votes are not allowed under the Registered Clubs Act or the Constitution of the Club.
 5. Members should read the Explanatory Notes to Members set out above which explains the general nature and effect of Resolution 2.
 6. The Board of Directors of the Club recommends that members vote in favour of Resolution 2.
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RESOLUTION 3 – ORDINARY RESOLUTION 3 LIFE MEMBERSHIP

To consider, and if thought fit, to pass the following resolution:

"That Mr Robert Bartell (Member Number 3949) is elected as a Life Member of the Club in recognition of his long and meritorious service."

Explanatory Notes to Members on Resolution 3 – Ordinary Resolution

1. The Board has resolved to recommend to members that Mr Robert Bartell be elected as a Life Member in recognition of his long and meritorious services to the Club.

Procedural Matters in relation to Resolution 3

1. To be passed, Resolution 3 – Ordinary Resolution requires votes of not less than three quarters majority of those members present and voting on Resolution 3.
 2. Only Full Members (Ordinary Members and Life Members) of the Club who are Financial Members, and who are present, are entitled to vote on Resolution 3.
 3. Employees of the Club are not eligible to vote on Resolution 3.
 4. Proxy Votes are not allowed under the Registered Clubs Act or the Constitution of the Club.
 5. Members should read the Explanatory Notes to Members set out above which explains the general nature and effect of Resolution 3.
 6. The Board of Directors of the Club recommends that members vote in favour of Resolution 3.
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RESOLUTION 4 – ORDINARY RESOLUTION 4 LIFE MEMBERSHIP

To consider, and if thought fit, to pass the following resolution:

"That Mrs Lorraine Bartell (Member Number 3950) is elected as a Life Member of the Club in recognition of his long and meritorious service."

Explanatory Notes to Members on Resolution 4 – Ordinary Resolution

1. The Board has resolved to recommend to members that Mrs Lorraine Bartell be elected as a Life Member in recognition of his long and meritorious services to the Club.

Procedural Matters in relation to Resolution 4

1. To be passed, Resolution 4 – Ordinary Resolution requires votes of not less than three quarters majority of those members present and voting on Resolution 4.
 2. Only Full Members (Ordinary Members and Life Members) of the Club who are Financial Members, and who are present, are entitled to vote on Resolution 4.
 3. Employees of the Club are not eligible to vote on Resolution 4.
 4. Proxy Votes are not allowed under the Registered Clubs Act or the Constitution of the Club.
 5. Members should read the Explanatory Notes to Members set out above which explains the general nature and effect of Resolution 4.
 6. The Board of Directors of the Club recommends that members vote in favour of Resolution 4.
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RESOLUTION 5 – SPECIAL RESOLUTION 1 – REGISTERED CLUBS ACT, REGULATIONS AND CORPORATE GOVERNANCE CHANGES

To consider, and if thought fit, to pass the following resolution as a Special Resolution:

"For the purposes of Rule 33(b) of the Company's constitution and section 136 of the Corporations Act 2001 (Cth) and for all other purposes, the Company adopt the provisions of the constitution tabled at the meeting and signed for the purposes of identification by the Chairperson, as the constitution of the Company, in substitution for the present constitution of the Company (as amended from time to time), which is repealed"

Explanatory Notes to Members on Resolution 5 – Special Resolution 1

1. The Board determined to review and amend the Constitution to update it to reflect current legislative requirements and corporate governance practices for Registered Clubs.

2. The proposed Constitution of the Club will be available for review during normal office hours at Club reception.
3. If you have been sent this Notice of Annual General Meeting by electronic means then you would have been either provided, or provided with a link to, the proposed constitution.
4. Please read this Notice of Annual General Meeting and Explanatory Notes carefully. If you would like to be sent a copy a further copy of the proposed constitution by electronic means, please contact the Club.
5. The draft proposed amended Constitution, showing changes made to the wording of the rules when compared to the existing Constitution, has also been posted on the Club's website at www.moreeservicesclub.com.au.
6. For current numbering of rules in the Constitution, please see the current version of the Constitution, also posted on the Club's website at www.moreeservicesclub.com.au.
7. The key changes between the existing constitution and the proposed constitution include:
 - a. updated definitions, numbering, formatting and cross referencing as required as a result of other amendments made;
 - b. amendment of rules to reflect current legislation and terminology including recent amendments to the Registered Clubs Act and Corporations Act, incorporating the Registered Clubs Accountability Code requirements, including in relation to the holding of virtual meetings and sending of information to members by electronic means;
 - c. expansion and clearer rules to better set out and document the categories of Members, renamed Associate Member to Club Members, and set out what is required on the Register of Members as per the Registered Clubs Act and usual practice; and
 - d. insertion of rules relating to eligibility qualifications of Directors, such as not being an employee, not being suspended, not being a prohibited director etc.

Procedural Matters in relation to Special Resolution 1

1. To be passed, Resolution 5 – Special Resolution 1 requires votes of not less than 75% of those eligible members present and voting on Resolution 5.
2. Only financial Ex-Servicemember Members and Life Members who are present are eligible to vote on Resolution 5.
3. Employees of the Club are not eligible to vote on Resolution 5.
4. Proxy Votes are not allowed under the Registered Clubs Act or the Constitution of the Club.
5. Members should read the Explanatory Notes to Members set out above which explains the general nature and effect of Resolution 5.
6. Please direct any questions or concerns about Resolution 5 in writing to the Club's Secretary Manager at least three (3) business days before the Annual General Meeting.
7. See point 2 in the explanatory notes above as to how to obtain a copy of the proposed constitution if it has not already been sent to you, or made available to you, by electronic means.
8. The Board of Directors of the Club recommends that members vote in favour of Resolution 5.

Robert Shields **CEO**

Date: 26th September 2025

FINANCIAL REPORT Printed copies can be obtained from the Club Office During office hours

IN ACCORDANCE WITH THE PROVISIONS OF THE CORPORATIONS ACT, THE CLUBS
FINANCIAL REPORT HAS BEEN POSTED ON THE WEBSITE.

IT IS AVAILABLE AT: www.moreeservicesclub.com.au