

# Notice of Annual General Meeting 2020

**NOTICE is hereby given that the 61st ANNUAL GENERAL MEETING of the SOUTH SYDNEY GRAPHIC ARTS CLUB LIMITED will be held on Sunday, 5<sup>th</sup> July 2020 commencing at 12.Noon at the Club premises at 182 Coward Street Mascot.**

## **AGENDA**

The business of the Annual General Meeting shall be:

1. Apologies
2. Presidents Report
3. To receive and adopt the minutes of the 60th Annual Meeting held on 18th April 2019. The minutes of the 60th Annual Meeting can be viewed on the Clubs website [www.ssgac.com.au](http://www.ssgac.com.au) or a copy can be requested
4. To receive and consider the Income and Expenditure Accounts, the Balance Sheet, Report of Directors and the report of the Auditors.
5. To elect Auditors and fix the remuneration payable to such Auditors.
6. To receive the results of the ballot for positions of Directors and declare the successful nominees elected.
7. To consider and, if thought fit, pass the First Ordinary Resolution to approve and fix Directors' expenses for the forthcoming year.
8. To consider, and if thought fit, pass the Second Ordinary Resolution conferring Life Membership on the members as set out in this notice.

## **FROM THE PRESIDENT**

I can't believe that it's already 2020!

A belated Happy New Year to you all! I hope you had a wonderful Christmas and New Year, and even better if you enjoyed it with family or friends at the Graphic Arts Club as that's what your club's here for.

Over the break we watched on anxiously as the bushfires took homes, habitats, livelihoods and sadly people's lives. A big thankyou to our fire fighters, volunteers, service personnel and all those who worked behind the scenes. We are all very grateful for the brilliant job that they did.

As there is still more to be done in the wake of the bushfires, the Graphic Arts Club has already contributed to a bushfire fundraiser organised by Matraville RSL and is planning a special members day out to the South Coast community of Culburra which was badly affected by the bushfires. Keep an eye out for more information on the Club's Facebook page, email and the Members Information Board at the Club.

Throughout 2019 the Club traded well against increasing competition and rising costs. The Club provided over \$206,552 in member benefits which included discounts on drinks, birthday dinners, Uber, Members Day Out, special dining events such as Mother's Day and Father's Day, not forgetting our Member's Scottish Night and New Year's Eve and still managed to make a profit before depreciation of \$517,147 and \$95,422 after depreciation.

Last year your Club was also able to provide sponsorship, funding and support well above the legislated required amount to Mascot Junior Rugby League Football Club, Mascot Netball Club, Bayside Family Support, The Deli and Mascot Senior Citizens as well as primary and high schools in our local area. The South Sydney Graphic Arts Club looks forward to continuing financial support to its local community's social and sporting groups and is pleased to see that this support is reciprocated with each groups patronage.

And so what is in store for 2020? It's a significant year for your Club as we celebrate 20 years since the amalgamation of the South Sydney Businessmen's Club and the Printer's Union (Graphic Arts) Club! You can read more about the club's fascinating history in the preamble to the Club's Constitution at [ssgac.com.au](http://ssgac.com.au). Read it and you will understand the significance of the club's mixed DNA and how the Club has evolved.

This year all members will enjoy 10% off food as well as recognising your years of loyalty with discounts on our special occasion dining experiences and not forgetting our legendary Tight Arse Tuesday dinner that has been extended to include Tight Arse Tuesday lunch provided you book in advance. There will also be a price freeze on all house beer throughout 2020 and because we all love to party, plans are underway to celebrate the 20 years since amalgamation! So keep an eye out for your invitation via email (the money the club saves in postage goes back to you the members). If you don't have an email or you have a new email address then please contact the club so that we can keep in touch and you don't miss out!

In closing, a huge thankyou to the club's dedicated governance and management teams and our wonderful staff who keep the club ticking along so well and of course a huge thank-you to you, our members, who patronise the club and spread the word about the great value, service and atmosphere that is on offer at the South Sydney Graphic Arts Club.

Deborah Atkins  
President

## **ORDINARY RESOLUTIONS**

[The ordinary resolutions should be read in conjunction with the Explanation to Members as below.]

### **First Ordinary Resolution**

That pursuant to Section 10 (6)(b) of the Registered Clubs Act, the Members hereby approve and fix Directors' expenses for the forthcoming year as follows:

**A. Directors Honorariums**

President \$14,400.00

Vice President \$5,280.00

Directors (5) \$18,000.00 \$3,600

**B. Reasonable meals and beverages at board meetings or at sub-committee meetings for directors and subcommittee members.**

**C. Reasonable expenses in relation to accommodation, meals and beverages allowances, seminar and conference fees, travelling costs for directors attending annual general meetings and extraordinary general meetings, seminars, official meetings held or approved by the Clubs NSW or any affiliated body. Reasonable expenses for partners attending any or all of the above where approved by the Board will also apply.**

**D. Reasonable expenses for directors and their partners at the club's annual dinner.**

**E. The reasonable cost of Directors attending other Clubs for the purpose of observing their facilities and methods of operation.**

**F. Attendance at functions with partners where appropriate and required to represent the club.**

The members acknowledge that the benefits in paragraphs A,B,C,D,E and F are not available to members generally but only available to those who are directors of the club.

**Second Ordinary Resolution**

That pursuant to Rule 10.11, the Members hereby confer life Membership of the Club on Graeme Robinson and Ross Marshall.

**EXPLANATION TO MEMBERS REGARDING THE ORDINARY RESOLUTIONS**

The First Ordinary Resolution seeks to confer upon directors of the Club payment of an honorarium in respect of their services as a member of the Board. It also seeks to impose upon those members specified in the resolution, benefits of a kind not comprising a sum of money (i.e. not an honorarium).

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.

However, Section 10 (6)(b) of the Registered Clubs Act allows a member to receive a profit, benefit or advantage that 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 of the Club where 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.

Section 10 (6A) of the Registered Clubs Act 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.

The Second Ordinary Resolution seeks to confer Life Membership of the Club on Graeme Robinson and Ross Marshall. The Board of Directors of the South Sydney Graphic Arts Club at its meeting held on Tuesday 11th February 2020 received nominations for Graeme Robinson and Ross Marshall for Life Membership in recognition of their outstanding service to the Club. The nominations were proposed and seconded by eligible members in accordance to Rule 10.10 and the Board recommends the Ordinary Resolution to members.

### **PROCEDURAL MATTERS IN RESPECT OF ALL RESOLUTIONS**

All financial members and Life members are entitled to vote on the Ordinary Resolutions. Under the Registered Clubs Act, members who are employees of the Club are not entitled to vote. Proxy voting is prohibited by the Registered Clubs Act.

To be passed, each Ordinary Resolution must receive votes in favour from not less than a simple majority of those members, who being entitled to do so, vote in person at the meeting.

As a result of the notice provisions under the Corporations Act 2001, each Ordinary Resolution must be considered as a whole and cannot be changed by amendments from the floor of the meeting.

Members should read the proposed Ordinary Resolutions and the Explanation to Members on the Ordinary Resolutions which explains the nature and effect of each resolution.

The Board of the Club recommends the approval of all the Ordinary Resolutions to members.

### **ANNUAL REPORT, DIRECTORS' REPORT AND AUDITOR'S REPORT**

In accordance with Rule 36.4 of the Club's Constitution, the 2019 Annual Report containing the Directors' Report, Financial Statements for the year ending 31 December 2019 and the Auditor's Report is available to members;

On the Club's website: [www.ssgac.com.au](http://www.ssgac.com.au)

From the reception desk at the Club

Mailed on request: email - [info@sssgac.com.au](mailto:info@sssgac.com.au), phone - 02 9667 4321

Information for members is also displayed on the 'Important Information for Members' Notice Board located at the entrance to the Club. This Notice Board was approved by the Office of Liquor and Gaming NSW (OLGA) in 2012 as meeting all requirements.

### **QUESTIONS FOR THE ANNUAL GENERAL MEETING**

Any notice of motion for the Annual General Meeting shall be in writing and delivered to the Club Secretary not less than (14) days prior to the date set for the Annual General Meeting.

### **INFORMATION FOR THE ELECTION OF DIRECTORS**

In accordance with the requirement of the biennial election rule outlined at Rule 24.1(b) of the Club's Constitution, seven (7) directors will be up for election in 2020.

#### **Pre-Nomination Information Session**

In accordance with Rule 24.5 of the Club's Constitution, a member is ineligible to be nominated for or elected to the Board if that Member has not within six months preceding the nomination for election to the Board attended a course of instruction as to the role, duties and responsibilities of directors of clubs, such course to be arranged by the Club.

For the purpose of Rule 24.5, the Club will conduct a Pre-Nomination Information Session at the premises of the Club prior to calling for nominations of persons wishing to be elected to the Board. Notice setting out details of the Pre-Nomination Information Session will be displayed on the Club's noticeboard and website on or before Monday 20th January 2020.

*Please Note: To be eligible for nomination or election to the Board of the Club, each nominee must have attended the Pre-Nomination Information Session.*

### **NOMINATIONS**

On Friday 28th February 2020, a notice calling for nominations of persons wishing to be elected to the Board will be placed on the Club's Notice Board and on the Club's website as required by Rule 25.1 of the Club's Constitution.

Nominations are scheduled to close at 12:00noon on Friday 6th March 2020. A notice will then be placed on the Members Notice Board and the Club's website advising members as to whether a secret ballot will be required or not.

#### **Ballot for Election of Directors**

If the Club receives more than seven (7) nominations from members wishing to be elected as directors, a secret ballot will be conducted in accordance with Rule 25.1 of the Club's Constitution.

If a secret ballot is required, a notice will be placed on the Club's noticeboard advising of such. Financial members and Life members of the Club will be eligible to attend the Club's premises to vote in the ballot. The result of the election will then be declared at the Annual General Meeting as required by Rule 25.1 of the Club's Constitution.

Alternatively, if the Club receives seven (7) or fewer nominations there will be no requirements to conduct a secret ballot and the nominees will be declared elected at the Annual General Meeting.

Dated this 6th March 2020

By Direction of the Board:

Ian McMillan  
Club Secretary  
South Sydney Graphic Arts Club