



SUTHERLAND UNITED SERVICES CLUB LTD (trading as Club on East) ABN 79 001 028 771

7 East Parade, Sutherland NSW 2232 • Telephone: (02) 9521 4700 • www.cluboneast.com.au

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of Sutherland United Services Club Ltd ("Club") will be held in the clubrooms, 7 East Parade, Sutherland, on Sunday 29th November 2026 at 11.00am.

BUSINESS

1. To confirm the minutes of the Annual General Meeting held on Sunday 30 November 2025.
2. To receive and consider the Report and Statement of the Board of Directors.
3. To receive and consider the Balance Sheet at 30th June 2026 and supporting financial statement for the year ended, together with the Auditor's Report thereon.
4. To consider and if thought fit, pass the ordinary resolutions appearing under the heading "Ordinary Resolution" regarding benefits to Directors and others.
5. To deal with any other business that the meeting may approve of which due notice has not been given.
6. To consider and if thought fit, pass the special resolution appearing under the heading 'Special Resolution' regarding adopting an updated Constitution of the Club in substitution for the existing Constitution.
7. To declare the results of the election of Directors and the names of persons elected to the Board.
8. The members elected to the governing body at the first general meeting at which the triennial rule applies shall be divided into 3 groups.

The groups:

- (a) shall be determined by drawing lots, and
- (b) shall be as nearly as practicable equal in number, and
- (c) shall be designated as group 1, group 2 and group 3.

Unless otherwise disqualified, the members of the governing body:

- (a) in group 1 shall hold Office for 1 year, and
- (b) in group 2 shall hold Office for 2 years, and
- (c) in group 3 shall hold Office for 3 years.

Note: All business and Notice of Motion to be dealt with at the Annual General Meeting shall be handed to the Chief Executive Officer at least 28 days prior to the date of the meeting.

REFRESHMENTS WILL BE SERVED IN THE CLUBROOMS AFTER THE MEETING

Notice to Members

Questions in regard to the Financial Report must be in writing and be in the hands of the Chief Executive Officer no later than 5pm on Friday 20th November 2026.

Special Note Regarding AGM

Only Full Members (being Ordinary Members and Life Members) who are Financial Members may attend the Annual General Meeting and current Membership Cards may be required to be shown in order to gain attendance.

Voting for 2026 election of the Board of Directors

Nomination forms for the 2026 election of the Board of Directors will be available from the Chief Executive Officer on Monday 26th October, 2026.

All nominations must be handed to the Chief Executive Officer no later than 5pm Friday 6th November 2026.

For the purposes of conducting the election of the Board of Directors, the following voting dates and times will apply:

Voting will be conducted in the Club during the following dates and times:

- **Saturday 21st November 2026**
between 3.00pm – 6.00 pm
- **Sunday 22nd November 2026**
between 3.00pm – 6.00pm
- **Wednesday 25th November 2026**
between 11.00am – 2.00pm
- **Thursday 26th November 2026**
between 3.00pm – 6.00pm
- **Friday 27th November 2026**
between 5.00pm – 8.00pm

Club's 2026 Annual Report (including financial reports) and Minutes of the 2025 AGM

The Club's Annual Report to include the Financial Documents to be presented and adopted by the members at the AGM, Minutes from the previous AGM to be adopted by the members at the AGM and Executive Reports will be available from Monday 2nd November 2026 from either:

- Emailing info@cluboneast.com.au (name & membership number required)
- Request a copy in person at the reception desk (membership card required).

ORDINARY RESOLUTIONS

FIRST ORDINARY RESOLUTION

1. That for the purposes of sections 10(6)(d) and 10(6A) of the Registered Clubs Act 1976 the members hereby approve and agree to the reasonable expenditure by the Club until the next Annual General Meeting of the Club for the following activities:
 - (a) reasonable expenses incurred by Directors in attending to business for the Club including without limitation:
 - the reasonable cost of a meal and beverage for each Director when attending to Club business including immediately before or immediately after a Board or committee meeting on the day of that meeting when that meeting corresponds with a normal meal time;
 - travelling to and from Directors' meetings, committee meetings and to such places necessary to attend to Club business of the Club as approved by the Board from time to time on production of invoices, receipts or other proper documentary evidence of such expenditure;
 - (b) the provision of blazers and associated apparel for the use of Directors in representing the Club;
 - (c) reasonable costs of the Directors and their partners attending the annual Christmas luncheon and other functions as approved by the Board; and
 - (d) the reasonable costs of Directors undertaking Directors Mandatory training required under Clubs NSW continuing Professional Development Program.
2. The members acknowledge that the benefits in paragraph 1 above are not available to members generally but only for those who are Directors of the Club and those persons who are directly involved in the above activities.

SECOND ORDINARY RESOLUTION

1. That for the purposes of section 10(6)(b) of the Registered Clubs Act 1976 the members hereby approve that the Board of the Club be granted Honoraria as follows, subject to paragraph (b) below:

(a) President	\$200 per week;
(b) Vice-President	\$180 per week;
(c) Treasurer	\$150 per week;
(d) Other Directors	\$100 per week.
2. The members acknowledge that the benefits in paragraph 1 above are not available to members generally but only for those who are Directors of the Club.

Explanatory Message Regarding the First and Second Ordinary Resolution

1. Under the Registered Clubs Act 1976 (NSW), Directors and other members may receive benefits which are not equally available to all Full Members of the Club, if approval is given by the members under that Act.
2. If the First Ordinary Resolution is passed, the members approve reasonable expenditure by the Club until the next Annual General Meeting, in relation to duties performed by the Club's Directors and other persons such as committee members.

3. If the Second Ordinary Resolution is passed, the members approve of the honoraria in the amounts specified being paid to the Directors at the frequency specified.

GENERAL NOTES TO MEMBERS REGARDING THE ORDINARY RESOLUTIONS

1. In accordance with the Registered Clubs Act and the Club's Constitution, (eligible) Ordinary Members (being Club Members, Ex-Service Members, Aged Members, Perpetual Members) and Life Members who are Financial Members are entitled to vote on the Ordinary Resolutions.
2. To be passed, the Ordinary Resolutions must receive votes in their favour from not less than a simple majority (50%+1) of those members who being eligible to do so, vote in person at the meeting.
3. Pursuant to the Registered Clubs Act and the Club's Constitution, members who are employees of the Club are not entitled to vote.
4. Proxy voting is prohibited by the Registered Clubs Act.
5. The Board recommends that members vote in favour of the Ordinary Resolutions.

SPECIAL RESOLUTIONS

FIRST SPECIAL RESOLUTION

1. To consider and, if thought fit, pass the following resolution as special resolution:

"That, for the purposes of Rule 42 of the Constitution of the Club, section 136 of the Corporations Act 2001 (Cth) and all other purposes, the existing Constitution of the Club be repealed and the updated constitution described as the 'Constitution of Sutherland United Services Club Limited' — as made available to members on the Club's website and at the Club's premises with this Notice, and tabled at the meeting and signed by the Chairperson for the purposes of identification — be adopted as the Constitution of the Club in substitution for and to the exclusion of the existing Constitution, with effect from the close of the meeting."

Explanatory Message Regarding the First Special Resolution

1. The proposed updated Constitution will be available for review during normal office hours at Club reception from Monday 2nd November 2026, including a marked-up version showing every change to the current Constitution. 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 marked-up Constitution. Please read this Notice of Annual General Meeting and Explanatory Message carefully. If you would like to be sent a copy, or a further copy of the marked-up Constitution by electronic means please contact the Club.
2. The key changes reflected in the amended Constitution include:
 - (a) current and newly inserted defined terms and definitions have been replaced or

inserted to improve readability, and references to legislation;

- (b) a new anti-money laundering and counter-terrorism financing rule confirms the Club is a reporting entity for the purposes of the AML/CTF Act, and allows the Club to require identity, source of funds and other information, and to decline to provide any service (including the payment of any prize or other money, subject to Law) until the person complies;
- (c) the Club may take any action necessary to comply with the law (including the AML/CTF Act), including refusing entry, ceasing services and, with Board approval, suspending or terminating membership, and in these cases the disciplinary provisions do not apply, the rules of procedural fairness and natural justice are excluded, and the Club is not required to give reasons;
- (d) a new responsible service of alcohol and gambling rule allows the Club to exclude persons, including those subject to self-exclusion schemes or exclusion/banning under a Liquor Accord;
- (e) new restriction on the disposal of Core Property has been added consistent with section 41E of the Registered Clubs Act;
- (f) grounds for removing persons from the Club's premises who smokes but also vapes while on a smoke-free part of the premises and also breaches the gaming area rules;
- (g) a new whistleblower protection has been added, confirming the Club's disclosure obligations in disciplinary matters, now limited under Part 9.4AAA of the Corporations Act;
- (h) membership application procedures have been modernised, allowing applications in physical or electronic form or in any other form the Board determines, and accepting photo identification in such form as determined by the Board;
- (i) nomination forms must include the candidates director identification number and a statutory declaration of ineligibility under Part 6A of the Registered Clubs Act;
- (j) the Board may provide for election voting by ballot at the Club's premises or by postal ballot or by electronic means;
- (k) financial reporting to members has been streamlined so the Club only needs to send the financial, directors, sustainability and auditors reports to a member who elects to receive them;
- (l) the indemnity for officers has been extended to cover investigations, examinations or inquiries by a regulatory authority (including AUSTRAC, the Authority and ASIC), to the extent permitted by the Corporations Act;
- (m) execution of documents has been modernised, confirming the Club may (but need not) have a common seal, and documents may be executed by electronic means and in counterparts;
- (n) class rights may be varied by Special Resolution for the purposes of section 246B of the Corporations Act; and
- (o) specific legislation prevails rule has been expanded so that the Constitution is expressly subject to the Registered Clubs Act, the Liquor Act, the Gaming Machines Act, the AML/CTF Act and the Corporations Act.

Procedural Matters

1. In order for the Special Resolution to be passed, at least 75% of the votes cast by Ordinary Members (being Club Members, Ex-Service Members, Aged Members and Perpetual Members) and Life Members entitled to vote, who are present at the meeting and vote on the resolution, must vote in favour of the Resolution.
2. Members of the Club who are employees are not entitled to vote as per the requirements of the Registered Clubs Act.
3. No proxy voting is permitted as per the requirements of the Registered Clubs Act.
4. Members should read the Explanatory Message above which explains the general nature and effect of the Special Resolution.
5. Please direct any questions or concerns about the Special Resolution by writing to the Chief Executive Officer at least three (3) business days before the Annual General Meeting.
6. See point 1 in the Explanatory Message above as to how to obtain a copy of the Constitution if it has not already been sent to you, or made available to you, by electronic means.
7. The Board of the Club recommends that members vote in favour of the Special Resolution.

Scott Lindsay

Chief Executive Officer
By direction of the Board
12th October 2026