

CENTRAL LEAGUES CLUB LIMITED

ACN 000 964 849

NOTICE OF ANNUAL GENERAL MEETING AND RESOLUTIONS

NOTICE is hereby given of the Annual General Meeting of **CENTRAL CHARLESTOWN LEAGUES CLUB LIMITED** to be held on **Sunday 18 October 2026** commencing at **10:00am** at the premises of the Club, Bula Street, Charlestown, New South Wales.

AGENDA

The business of the meeting will be as follows:

1. Acknowledgement of Country
2. Minute Silence to remember our lost Members
3. Apologies.
4. To confirm the minutes of the previous Annual General Meeting.
5. To receive and consider the directors' report, financial report and auditors' report on the financial report for the last financial year, and any other reports of the Board or of individual officers of the Club. Copies of these reports are available on request at the Club.

Note: Members who may have any queries in relation to the report are requested to submit their questions in writing to Scott Hudson (Chief Executive Officer) by **5:00pm 7th October 2026**. This will allow sufficient time for information to be gathered, or research undertaken. If questions are not submitted in this manner, the Club may not be able to provide a complete answer at the Annual General Meeting.

6. To conduct the election of the Board (if required) and to declare the results of the election to the Board.
7. To consider and if thought fit pass the Ordinary Resolution set out in this Notice.
8. To consider and if thought fit pass the Special Resolution set out in this Notice.
9. To appoint an Auditor for the ensuing year

PROCEDURAL MATTERS FOR RESOLUTIONS AT ANNUAL GENERAL MEETING

1. **Ordinary Resolution** – To be passed, the 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 Ordinary Resolution at the meeting.
 2. **Special Resolution** – To be passed, the Special Resolution must receive votes in its favour from not less than three-quarters (75%) of those members who, being eligible to do so, vote in person on the Special Resolution at the meeting.
 3. **Life membership Resolution** – To be passed, a resolution for Life membership must receive votes in its favour from not less than three-quarters (75%) of those members who, being eligible to do so, vote in person on the Resolution at the meeting.
 4. **Voting on Resolutions** – Life members, Foundation members, Original members and Ordinary members are eligible to vote on the resolutions.
 5. Under the Registered Clubs Act:
 - (a) members who are employees of the Club are not entitled to vote; and
 - (b) proxy voting is prohibited.
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ORDINARY RESOLUTION

That:

- (a) That the members hereby approve expenditure by the Club until the next Annual General Meeting of the Club for the following:
- (i) The reasonable costs of Directors or Club sub-committee members attending seminars, lectures and other educational activities as determined by the Board from time to time including mandatory training for directors required by the Registered Clubs Act and Regulations.
 - (ii) The reasonable costs (including travel and accommodation expenses) of directors attending meetings, conferences and trade shows conducted by ClubsNSW, the Club Managers Association and such other conferences and trade shows as determined by the Board from time to time.
 - (iii) 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, when that meeting corresponds with a normal mealtime, or when conducting raffles or promotions approved by the Board.
 - (iv) Reasonable expenditure by the Club to give thanks to directors of the Club and their spouses/partners.
 - (v) The reasonable expenses incurred by directors either within the Club or elsewhere in relation to such other duties including entertainment of special guests of the Club and other promotional activities approved by the Board on production of documentary evidence of such expenditure.
 - (vi) The reasonable cost of directors attending any other registered club for the purpose of viewing and assessing its facilities as determined by the Board as being necessary for the benefit of the Club.
 - (vii) The reasonable cost of directors (and their spouses/partners if required) attending any club, community or charity function as the representatives of the Club and authorised by the Board to do so.
 - (viii) The reasonable cost of Club uniforms being provided to directors as required.
- (b) The members acknowledge that the benefits in paragraph (a) are not available for members generally but are only for those who are directors (and their spouses/partners in certain circumstances) of the Club.
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Notes to Members on Ordinary Resolution

1. The Ordinary Resolution is to have the members in general meeting approve expenditure by the Club on directors (and their spouses/partners in certain circumstances) in respect of the matters set out in the Ordinary Resolution.
 2. Included in the Ordinary Resolution is the cost of directors attending seminars, lectures, trade displays and other similar events to be kept abreast of current trends and developments which may have a significant bearing on the Club.
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SPECIAL RESOLUTION

That the Constitution of Central Charlestown Leagues Club Limited be amended as shown:

Rationale for Proposed Constitution Changes

The proposed amendments to the Club Constitution are intended primarily to improve the clarity, consistency and practical operation of the document. The changes modernise the Constitution to reflect the way the Club operates today, while providing greater clarity for members and the Board.

A significant part of the proposed amendment is the **reorganisation and reformatting of the Constitution**. Related provisions have been grouped together into more logical sections, such as **Membership, Board, Finance and Meetings**. This will make the document easier to navigate and understand.

As a result of this restructuring, the numbering throughout the Constitution has been updated. An **Index has also been included at the front of the document** to assist members in locating particular provisions.

The amendments also update the Constitution to recognise **current methods of communication and administration**. This includes provisions relating to **digital membership records and electronic messaging**, ensuring that the Constitution reflects the Club's use of contemporary digital practices.

A number of provisions have also been clarified to remove potential uncertainty. In particular, the amendments provide greater clarity around **Board elections and the election process**, helping members and Board members understand how elections are to be conducted.

The Constitution's provisions relating to **smoking have been updated to specifically include vaping**. This ensures that the Club's existing approach to smoking-related conduct also clearly applies to vaping and avoids uncertainty about the application of the provision.

The proposed amendments also clarify the term of office for the **Executive**, providing for Executive members to be elected for a **two-year term**. This brings the Executive election cycle into alignment with the Club's **biennial Board elections** and provides greater consistency in the timing of elections.

Overall, the proposed changes are designed to:

- Make the Constitution easier to read, navigate and administer;
- Group related provisions together in a logical and consistent manner;
- Modernise the Constitution to reflect digital membership and electronic communication;
- Clarify the Board election process;
- Clarify the application of the smoking provisions to vaping; and
- Align the Executive's two-year term with the Club's biennial election cycle.

The amendments are therefore intended to provide a clearer, more contemporary and easier-to-administer Constitution, while maintaining the underlying governance and operation of the Club.

Members will receive a clean copy of the proposed revised Constitution for their review.

<https://centralleagues.com.au/constitution-2026/>

Due to the extent of the amendments and reformatting, the marked-up version is difficult to read and may cause unnecessary confusion. For this reason, the clean version is being circulated to provide members with a clear and accessible document.

A marked-up copy showing the proposed changes is available to any member upon request. Please contact the Club if you would like a copy.

To view our current constitution please visit our website <https://centralleagues.com.au/about-us/ceo-directors/>

Dated: 23/09/26 By direction of the Board
Scott Hudson – Chief Executive Officer

PRESIDENT'S REPORT 2026

It is my pleasure to present the President's Report for the 2026 Annual General Meeting.

After several challenging years, I am pleased to report that the Club has recorded a small profit for the financial year. This is a positive result and reflects the commitment, careful management and continued support of everyone associated with our Club.

As a result of this improved financial position, we have been able to make several improvements throughout the Club, including the installation of new carpet, the purchase of new chairs and several other minor upgrades. These improvements have helped create a more comfortable and welcoming environment for our members and guests.

On behalf of the Club, I extend my sincere thanks to my fellow Board members for their commitment, guidance and support throughout the year. I also thank our CEO and staff for their continued dedication, professionalism and hard work. Their efforts play an important role in the ongoing success of our Club.

Most importantly, I thank our members for their loyalty and continued support. Our members are at the heart of the Club, and we remain committed to providing a welcoming place where our community can come together.

I would also like to congratulate the Football Club on its outstanding achievements and great wins throughout the season. We sincerely appreciate its continued support of the Club and are proud of our longstanding association.

We also acknowledge and thank all the other sporting bodies and community organisations supported by the Club during 2026. We are proud to continue supporting local sport and contributing to our wider community.

The return to a small profit and the improvements made during the year provide a positive foundation for the future. We look forward to 2027 with confidence and enthusiasm and to the opportunities it will bring for the Club and its members.

Thank you once again to everyone who has contributed to the Club throughout the year.

Take care and stay safe.

Dianne Pascoe OAM
President

CEO'S REPORT 2026

Firstly, I would like to sincerely thank the Board of Directors for giving me the opportunity to lead this great Club. It is a responsibility I am incredibly proud of and one that I do not take lightly. For more than 50 years, Central Leagues Club has been an important part of our community, and I believe we have a responsibility to honour that history while continuing to build a stronger future for the generations to come.

Over the past 12 months, we have made positive progress.

Financially, we are moving in the right direction and laying a stronger foundation for the future. However, for me, success is about more than financial results. It is about creating a Club that our members enjoy visiting, a workplace our staff are proud to be part of, and an organisation our community is proud to support.

We have brought entertainment back to the Club, reintroduced the Club bus, and continue to explore new ways to deliver greater value to our members and give back to the community that has supported us for so many years. There is still plenty of work ahead, and I am certainly not standing here tonight claiming that everything is perfect, because it is not. What I can say, however, is that we have momentum. We have a dedicated team, a clear direction, and a shared commitment to making this Club better every day. That gives me great confidence in what we can achieve together.

I would also like to acknowledge and thank all our sporting groups and associations for their ongoing support over the past 12 months. Sport has always been at the heart of this Club, and the contribution these organisations make to our community is something we are incredibly proud to support.

I would also like to recognise our management team:

- Vikki Dickinson, Administration Manager
- Natalie Hills, Financial Manager
- Billy, Head Chef
- Lee-Anne Metcalfe, Janeta Croese, Kim Campbell – Duty Managers

Thank you for your leadership, commitment and hard work.

To all our staff, thank you. You are the face of this Club. You create the experience our members enjoy every day. Your professionalism, dedication and willingness to go the extra mile are what make Central Leagues Club such a welcoming place. Without your efforts, this Club simply could not operate.

And finally, to our members, thank you. You are the reason this Club exists.

Your support over the past 12 months has been greatly appreciated. Whether you visit every day, once a week, or whenever you have the opportunity, you are an important part of the Central Leagues Club family.

Our responsibility is to ensure you have a Club that you can enjoy, a Club where you feel welcome, and a Club you can be proud to call your own.

We have a proud history. We have a strong and supportive community. We have a dedicated team. And most importantly, we have an exciting opportunity to build something even better for the future.

I am genuinely excited about where we are heading and look forward to working alongside the Board, our staff, our sporting organisations, and most importantly, our members, as we continue to strengthen Central Leagues Club for many years to come.

Thank you.

Scott Hudson
Chief Executive Officer
Central Leagues Club