

**ASSYRIAN SPORTS & CULTURAL CLUB LIMITED**  
**(ACN 001 063 716)**

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE** is hereby given of the Annual General Meeting of the **Assyrian Sports & Cultural Club Limited** to be held on **Sunday, 1 December 2024** commencing at the hour of **2 pm** at the premises of the Club, 52-54 Stanbrook Street, New South Wales.

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**AGENDA**

1. Welcome;
  2. Apologies;
  3. To receive and consider the minutes of the previous Annual General Meeting held on 25 February 2024;
  4. To receive and consider:
    - (a) the financial report of the Club;
    - (b) the directors' report;
    - (c) the auditor's report;for the financial year ending 30 June 2024.
  5. Questions in relation to the Financial Report must be in writing (via email to **ceo@culturalclub.com.au**) and in the hands of the Chief Executive Officer no later than 5:00pm on Sunday, 24 November 2024. This requirement is necessary to enable accurate and factual answers to be researched and prepared for members' information prior to the Annual General Meeting.
  6. To consider and, if thought fit, pass the Ordinary Resolutions (set out below) conferring benefits on Directors;
  7. To consider and, if thought fit pass the Third Ordinary Resolution to elect to Life Membership Mr Diryawosh Shlymon.
  8. To transact and deal with any other business the general nature of which has been notified to the members in writing not less than twenty-one (21) days prior to the meeting.
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**FIRST ORDINARY RESOLUTION**

That pursuant to the Registered Clubs Act 1976, the members hereby:

1. approve expenditure by the club in a sum not exceeding \$20,000 until the next Annual General Meeting for the following expenses, subject to approval by the Board of Directors:
    - (a) The cost of a meal and beverage for each Director at a reasonable time before or after a Board or Committee meeting, on the day of that meeting.
    - (b) The cost of a meal and beverage for each Director at a reasonable time before or after a Board or Committee meeting, on the day of that meeting.
    - (c) 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.
  2. The members acknowledge that the benefits in paragraph 1 above are unavailable to members generally but only for those who are Directors of the Club.
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## **SECOND ORDINARY RESOLUTION**

That pursuant to the Registered Clubs Act 1976, the members hereby:

1. The members hereby approve and agree to expenditure by the Club in a sum not exceeding \$30,000 for:
  - I. The professional development and education of Directors and officers of the Club until the next Annual General Meeting and being:
    - a. The reasonable cost of Directors, the Chief Executive Officer, and their partners, where appropriate, attending Clubs NSW meetings and seminars and Annual General Meetings and Conferences of other associations of which the Club is a member;
    - b. The reasonable cost of Directors, the Chief Executive Officer, and their partners, where appropriate, attending seminars, conferences, lectures, trade displays, organised study tours, fact- finding tours and other similar events, in Australia or overseas as may be determined by the Board from time to time;
    - c. The reasonable cost of Directors, the Chief Executive Officer, and their partners, where appropriate, attending other registered clubs and hospitality and gaming venues for the purpose of viewing and assessing their facilities and methods of operation provided such attendances are approved by the Board as being necessary for the betterment of the Club;
    - d. The reasonable cost of Directors, the Chief Executive Officer, and their partners, where appropriate, attending industry related functions where required to represent the Club; and
    - e. The reasonable cost of Directors attending training sessions in relation to their roles and responsibilities under the Registered Clubs Act 1976 (NSW), the Corporations Act 2001 (Cth) and any other relevant legislation.
  - II. Induction training of nominees for election to the Board as may be required.
2. The members acknowledge that the benefits in paragraph 1 above are not available to members generally but only for those who are Directors and those persons (being members of the Club) who are directly involved in the above activities.

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### **NOTES TO MEMBERS ON THE FIRST AND SECOND ORDINARY RESOLUTIONS**

These notes are to be read in conjunction with the proposed two Ordinary Resolutions set out above:

1. To be passed, each Ordinary Resolution must receive votes in its favour from not less than a majority (50%+1) of those members who being eligible to do so, vote in person at the meeting.
2. Because of the provisions of the Corporations Act 2001, the Ordinary Resolutions must each be considered as a whole and cannot be altered by motions from the floor of the meeting.
3. Section 10(6)(d) of the *Registered Clubs Act* allows Directors to be paid out of pocket expenses reasonably incurred by them in the course of carrying out their duties provided the expenditure is approved by a current resolution of the Board. The purpose of the Ordinary Resolution is to disclose the nature of such expenditure and to seek members' approval for it.
4. Section 10(6A) of the *Registered Clubs Act* provides that the Club can provide different benefits for different classes of members provided the benefit is not in the form of money or a cheque or promissory note and the benefit is approved by a general meeting of the members prior to the benefit being provided.

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## **THIRD ORDINARY RESOLUTION**

That pursuant to rule 10.20 of the Club's Constitution, Mr Diryawosh Shlymon (Membership #194) is elected to Life Membership of the Club.

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### **NOTES TO MEMBERS ON THE THIRD ORDINARY RESOLUTIONS**

These notes are to be read in conjunction with the proposed two Ordinary Resolutions set out above:

1. Pursuant to rule 10.17 of the Club's Constitution, any Full Club member who has rendered outstanding service to the Club may be elected to Life membership of the Club by resolution carried by a simple majority of those present and voting at a general meeting (including an Annual General Meeting) following the submission to such a meeting of an appropriate recommendation by the Board.

2. Pursuant to rule 10.22 of the Club's Constitution, to be passed, the Life Membership Resolution must receive votes in its favour from not less than half of those members who being eligible to do so, vote in person at the meeting.
  3. The Board submits that Mr Diryawosh Shlymon is a strong candidate to Life membership and recommends his election to Life membership.
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#### **Procedural matters**

1. Under the Club's Constitution only Life and financial Full Club members are eligible to vote on the Special Resolutions.
  2. Under the *Registered Clubs Act* proxy voting is prohibited and members who are employees of the Club are ineligible to vote.
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By direction of the Board

Dated: 31 October 2024



**Andrew Anoih**  
Chief Executive Officer