

**WELLINGTON SOLDIERS MEMORIAL CLUB LTD
(ACN 000 977 891)**

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given of the Annual General Meeting of the **Wellington Soldiers Memorial Club Ltd** to be held on Tuesday **28 APRIL 2026** commencing at the hour of **7.30pm** at the premises of the Club, 75 Arthur Street, Wellington, New South Wales.

AGENDA

1. Welcome.
2. Apologies.
3. To receive and consider the Minutes of the Annual General Meeting of the Club held on 27 May 2025.
4. To receive and consider for the financial year ending 31 December 2025:
 - (a) the financial report of the Club; and
 - (b) the directors' report;
 - (c) the auditor's report.
5. To declare the results for the election of directors.
6. To consider and if thought fit pass the Ordinary Resolutions set out below.
7. To consider and if thought fit pass the Special Resolution set out below.
8. To consider and if thought fit pass the Life Member Resolutions set out below.
9. General business.

PLEASE NOTE: Any questions on the financial statements or any members wishing to raise an item in general business is requested to give written notice of the nature of that business to the Secretary Manager 10 days prior to the Annual General Meeting.

A copy of the 2025 Annual Account is available for collection from reception or via <https://www.wellingtonsoldiers.com.au>

NOMINATIONS FOR THE BOARD

Nominations for election to the Board will open on 13th April 2026 and will close at 6.00pm 19th April 2026.

Nomination forms will be available from the Secretary's office at Wellington Soldiers Memorial Club during the hours of 10.30am to 5.00pm Monday to Friday.

The Secretary shall post the name of the candidates and their proposers on the Club Notice Board within 48 hours of the close of nominations.

FIRST ORDINARY RESOLUTION

That pursuant to section 10(6)(b) of the Registered Clubs Act 1976:

- (a) The members approve the payment of **\$5,500** as the honorarium to the President in relation to services to the Club until the Annual General Meeting to be held in 2026.
- (b) The members approve the payment of **\$1,375** as the honorarium to the Vice President in relation to services to the Club until the Annual General Meeting to be held in 2026.
- (c) The members approve the payment of **\$4,950** as the honorarium to the Treasurer in relation to services to the Club until the Annual General Meeting to be held in 2026.
- (d) The members approve the payment of **\$825 each** as the honorarium to the Directors in relation to services to the Club until the Annual General Meeting to be held in 2026.

NOTES TO MEMBERS ON THE FIRST ORDINARY RESOLUTION

[These notes are to be read in conjunction with the proposed First Ordinary Resolution set out above:]

1. The First Ordinary Resolution proposes that the members approve an honorarium payment to the President, the Vice President, the Treasurer and to the ordinary Directors for their considerable contribution to their duties as directors until the next Annual General Meeting.
2. These provisions are not contained in the Constitution and members must decide annually on the payment of an honorarium to Directors for each year. The amounts of the honorariums proposed above are the same as those approved by members at the Annual General Meeting held in 2025.
3. The total amount for honorariums approved by members at the annual general meeting held in 2025 was \$16,775.
4. The members acknowledge that the benefits in the First Ordinary Resolution above are not available to members generally but only for those who are Directors of the Club and are in keeping with their role of Directors.

SECOND ORDINARY RESOLUTION

That pursuant to the Registered Clubs Act 1976 the members hereby approve expenditure by the Board of Wellington Soldiers Memorial Club Ltd the sum not exceeding **\$20,000** until the next Annual General Meeting of the Club for the following expenses subject to approval by the Board of Directors:

- (a) Directors education and training, including seminars, attendance at other clubs for the purpose of research and benchmarking, courses and conferences to comply with Club governance legislation.
- (b) The provision of reasonable refreshments and travel expenses (upon production of a valid receipt) associated with each Board or Committee meeting of the Club.
- (c) Reasonable expenses incurred by Directors either within the Club or other venues in relation to such other duties including entertainment of special guests of the Club.
- (d) Provision of corporate director uniform and laundering including suit, shirt and tie.

The members acknowledge the benefits above are not available to members generally, but only for those who are elected to the Board of directors.

NOTES TO MEMBERS ON THE SECOND ORDINARY RESOLUTION

[These notes are to be read in conjunction with the proposed Second Ordinary Resolution set out above:]

1. The Second Ordinary Resolution is to have the members in general meeting approve expenditure by the Club for Directors to attend 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 and for other out of pocket expenses. Included in the Second Ordinary Resolution is the cost of Directors attending functions as representatives of the Club.

2. 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 Second Ordinary Resolution is to disclose the nature of such expenditure and to seek members' approval for it.
 3. 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.
 4. The benefits in the Second Ordinary Resolution above are not available to members generally but only for those who are Directors of the Club and are in keeping with their role of Directors.
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Procedural Notes

1. To be passed each Ordinary Resolution must receive votes from a majority of those members who being eligible to do so vote in person on the Ordinary Resolutions at the meeting.
 2. Only Life members and financial Club members are eligible to attend and vote at the Annual General Meeting.
 3. Members who are employees of the Club are not entitled to vote.
 4. Proxy voting is prohibited by the Registered Clubs Act.
 5. Amendments (other than minor typographical corrections which do not change the substance or effect of the Ordinary Resolutions) will not be permitted from the floor of the meeting.
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SPECIAL RESOLUTION

[The Special Resolution is to be read in conjunction with the notes to members set out below.]

That the Constitution of Wellington Soldiers Memorial Club Ltd be amended by:

- (a) **inserting** the following new definitions into Rule 3.1 and renumbering the remaining provisions as follows:
 - (b) **"AML/CTF Act"** means the Anti-Money Laundering and Counter Terrorism Financing Act 2006. Any reference to a provision of the AML/CTF Act includes a reference to the same or similar provision in any legislation replacing, amending or modifying the AML/CTF Act however that provision may be amended in that legislation.
 - (j) **"Director Identification Number"** means the number that is referred to by the same words in section 1272C of the Act that a member of the club must have before that member can be elected or appointed to office as a director of the Club."
- (b) **deleting** Rule 9.7 and in its place **inserting** the following new Rules 9.7 to 9.9 inclusive:
 - 9.7 *Under the AML/CTF Act the Club:*
 - (a) *is a reporting entity;*
 - (b) *provides a designated service to its members and patrons;*
 - (c) *may be required to carry out such enquiries of members and other patrons, as considered necessary by the Club, to verify the member or patrons' identity; and*
 - (d) *may be required to undertake "enhanced due diligence" of certain members and patrons, in certain circumstances.*
 - 9.8 *In Rule 9.7 "enhanced due diligence" means implementing measures including but not limited to obtaining more detailed information about the member or patron and verifying the nature of*

any business relationship, the source of funds, source of wealth and conducting more frequent and thorough monitoring of the member or patron's transactions within the Club.

9.9 *Notwithstanding any other provision of this Constitution, the Club has power to implement and enforce:*

(a) *its obligations under the AML/CTF Act; and*

(b) *any Liquor or Gaming Policy,*

which may include preventing anyone (including members) from entering or remaining on any of the premises or any part of the premises of the Club and the provisions of Rule 20 and the principles of procedural fairness and natural justice shall not apply to the exercise of such power."

(c) **deleting** from Rule 12.2 the words "*within six (6) weeks from the date of the nomination form being given to the Secretary or should that person's application for membership be refused (whichever is the sooner).*"

(d) **inserting** the following new Rule 12.5:

"12.5 The Secretary or senior employee then on duty may refuse a Provisional member admission to the Club's premises or terminate the membership of any Provisional member at any time without notice and without having to provide any reason. If the membership of a Provisional member is terminated in accordance with this Rule, the Club must return any joining fee and annual subscription (if any) paid by the Provisional member when applying for membership of the Club."

(e) **deleting** Rule 14.1 and in this place **inserting** the following new Rule 14.1:

"14.1 The following persons may in accordance with procedures established by the Board may be made Temporary members of the Club:

(a) *Any person whose ordinary place of residence in New South Wales is not less than such minimum distance from the Club's premises as may be determined from time to time by the Board by By-law pursuant to this Constitution.*

(b) *A full member (as defined in the Registered Clubs Act) of any registered club which has objects similar to those of the Club.*

(c) *A full member (as defined in the Registered Clubs Act) of any registered club who, at the invitation of the Board of the Club, attends on any day at the premises of the Club for the purpose of participating in an organised sport or competition to be conducted by the Club on that day from the time on that day when he or she so attends the premises of the Club until the end of that day.*

(d) *Any interstate or overseas visitor."*

(f) **deleting** Rule 14.6 and in its place **inserting** the following new Rule 14.6:

"14.6 The Secretary or senior employee then on duty may at any time refuse a Temporary member admission to the Club, remove a Temporary member from the premises of the Club at any time and/or terminate the membership of any Temporary member and/or terminate the membership of any Temporary member at any time without notice and without having to provide any reason."

(g) **deleting** Rule 16.5.

(h) **deleting** Rules 20.2 and 20.3 and in their place **inserting** the following new Rules 20.2 to 20.4 inclusive and renumbering the remaining provisions accordingly:

"20.2 Any use of social media or other electronic communication by a member or their guest that is or can be construed as:

- (a) *negative about the Club or any of its facilities, amenities, services, strategies, employees, officers or members, will be conduct prejudicial to the interests of the Club; or*
- (b) *impinging or intruding upon the privacy of any employees, officers, members or guests of the Club, will be conduct unbecoming a member of the Club.*

20.3 *The following procedure shall apply to disciplinary proceedings of the Club:*

- (a) *A member shall be notified of:*
 - (i) *any charge against the member pursuant to Rule 20.1; and*
 - (ii) *the particulars of the charge, including the alleged facts and circumstances which give rise to the charge against the member;*
 - (iii) *the date, time and place of the meeting of the Board at which the charge is to be heard.*
- (b) *The member charged shall be notified of the matters in paragraph (a) of this Rule 20.3 by notice in writing at least seven (7) days before the meeting of the Board at which the charge is to be heard.*
- (c) *The member charged shall be entitled to:*
 - (i) *attend the meeting for the purpose of answering the charge; and*
 - (ii) *submit to the meeting written representations for the purpose of answering the charge;*
 - (iii) *call witnesses provided that:*
 - (1) *if a proposed witness fails to attend the hearing or provide evidence at the hearing, the Board can still hear and determine the charge; and*
 - (2) *the Club cannot and will not force any person (including a member) proposed by the member charged as a witness to attend and provide evidence at the hearing. The member charged must act in an appropriate manner at the meeting (and in particular and without limitation, the member must not act in an offensive or disruptive manner).*
- (d) *If the member fails to attend such meeting:*
 - (i) *the charge may be heard and dealt with and the Board may decide on the evidence before it; and*
 - (ii) *the Board may impose any penalties,*
even though the member is absent, but having regard to any representations which may have been made to it in writing by the member charged.
- (e) *After the Board has considered the evidence put before it, the Board may:*
 - (i) *immediately come to a decision as to the member's guilt or in relation to the charge; or*
 - (ii) *advise the member that the Board requires additional time to consider the evidence put before it in order to determine whether or not the member is guilty of the charge.*
- (f) *After the Board has come to a decision as to the member's guilt in relation to the charge it must:*

- (i) *In the case of a decision under Rule 20.3(e)(i) of this Rule, immediately inform the member of the Board's decision; or*
 - (ii) *In the case of a decision under Rule 20.3(e)(ii), inform the member of the Board's decision in writing within seven (7) days of the date of the decision of the Board.*
- (g) *If the member charged has been found guilty and is at the meeting, the member must be given a further opportunity at the meeting to address the Board in relation to an appropriate penalty for the charge of which the member has been found guilty. The Board shall, in its absolute discretion, determine whether or not the member will address the issue of penalty:*
- (i) *At the meeting or afterwards; and*
 - (ii) *By way of verbal or written submissions or a combination thereof.*
- (h) *After the Board has made a decision on the issue of penalty, the Board must advise the member of its decision.*
- (i) *No motion by the Board to reprimand, fine, suspend or expel a member shall be deemed to be passed unless a simple majority of the directors present in person vote in favour of such motion by secret ballot.*
- (j) *The Board shall have the power to adjourn, for such period as it considers fit, a meeting pursuant to this Rule 20.*
- (k) *Any decision of the Board on such hearing shall be final and the Board shall not be required to give any reason for its decision.*
- (l) *The Board may authorise the Secretary and other persons to attend the meeting to assist the Board in considering and dealing with the charge but those persons shall not be entitled to vote at the meeting.*

20.4 *The outcome of disciplinary proceedings shall not be invalidated or voided if the procedure set out in Rule 0 is not strictly complied with provided that there was no substantive injustice for the member charged."*

- (i) **inserting** above renumbered Rule 20.5 the heading "*Provisional Suspension pending Disciplinary Hearing*".
- (j) **deleting** Rule 23.1(c) and in its place **inserting** the following new Rule 23.1(c):
 - "(c) *whose presence on the premises of the Club renders the Club or the Secretary liable to a penalty under the Registered Clubs Act or the Liquor Act or any other law;*"
- (k) **deleting** Rule 23.1(f) and in its place **inserting** the following new Rule 23.1(f):
 - "(f) *who uses, or has in his or her possession, while on the premises of the Club any substance that the Secretary or an employee exercising this power suspects of being a prohibited drug or prohibited plant;*"
- (l) **inserting** the following new Rule 24.4:
 - "24.4 *Any person who remains a Non-financial member for more than fourteen (14) days may by resolution of the Board be removed from membership of the Club and the provisions of Rule 20.1 and Rule 20.3 shall not apply to such resolution.*"
- (m) **inserting** the following new Rule 27.6(f):
 - "(f) *is disqualified from being a director by reason of any order or declaration made under the Act, Liquor Act, Registered Clubs Act or any other applicable legislation.*"
- (n) **inserting** the following new Rule 30.3(a) and **renumbering** the remaining provisions accordingly:

- “(a) delegate any of its powers to directors, employees, committees, sub clubs or any combination thereof;”*
- (o) **inserting** the following new Rule 30.10:
“30.10 The Board has the power to dissolve committees or remove committee members from office.”
- (p) **inserting** the following new Rule 30.11(g):
“(g) dissolve Sub clubs or remove committee members from office of Sub clubs.”
- (q) **inserting** the following new Rule 30.17 and renumbering the remaining provisions accordingly:
“30.17 All assets in the possession and control of a Sub club (including cash reserves) are owned by the Club.”
- (r) **inserting** the following new Rule 32.4:
“32.4 If the Board reasonably determines that a director has a material personal interest in a matter and the director does not comply with Rule 32.1:
(a) the director’s failure will constitute conduct prejudicial to the interests of the Club and may be the subject of disciplinary proceedings; and
(b) the Board may remove or have removed, the director from the Board meeting while the matter is being considered.”
- (s) **deleting** Rule 33 and in its place **inserting** the following new Rule 33:
“33.1 The Club must comply with the requirements of the Registered Clubs Accountability Code (as amended from time to time) and the provisions of this Rule 33. If there is any inconsistency between the Registered Clubs Accountability Code and this Constitution, the provisions of the Registered Clubs Accountability Code shall prevail to the extent of that inconsistency.”
- (t) **deleting** Rule 34 and **renumbering** the remaining provisions of the Constitution accordingly.
- (u) **deleting** Rule 35.1(d) and in its place **inserting** the following new Rule 35.1(d):
“(d) by notice in writing resigns from office as a director;”
- (v) **inserting** the following new Rules 35.1(j) to (n) inclusive and **renumbering** the remaining provision accordingly:
“(j) was not eligible to stand for or be elected or appointed to the Board;
(k) ceases to hold the necessary qualifications to be elected or appointed to the Board;
(l) is convicted of an indictable offence (unless no conviction is recorded);
(m) becomes a Non-financial member of the Club;
(n) is found guilty of a disciplinary charge and suspended from membership of the Club for a period exceeding three (3) months; or”
- (w) **inserting** the following new Rules 36.18 and 36.19:
“36.18 (a) Despite Rules 36.15 to 36.17, the Board of the Club may, by resolution, elect any individual present (including a non-member of the Club) to chair a general meeting of the Club (or any part of it).
(b) A person elected under Rule 36.18(a) who is not a member of the Club is not entitled to vote at the general meeting.

36.19 *The Chairman:*

- (a) *is responsible for the conduct of the general meeting; and*
- (b) *shall determine the procedures to be adopted and followed at the meeting;*
- (c) *may refuse a member admission to a general meeting or require a member to leave a general meeting if in his or her opinion, the member is not complying with reasonable directions and/or is acting in an offensive and disruptive manner at the meeting."*

(x) **deleting** Rule 36.34 and in its place **inserting** the following new Rule 36.34:

"36.34 At a general meeting of the Club:

- (a) *convened by the Board, twenty (20) members present in person and eligible to vote shall be a quorum.*
- (b) *convened at the request of members pursuant to Rule 36.4, forty (40) members present in person and eligible to vote shall be a quorum."*

(y) **deleting** Rule 44.1(d) and in its place **inserting** the following new Rule 44.1(d):

"(d) by notifying the member, either personally, by post, or electronically, that the notice is available and how the member can access the notice."

(z) **inserting** the following new Rule 47.2:

"47.2 For the purposes of section 246B of the Act, it is agreed that the rights of members in any class of membership may be varied or cancelled by a special resolution passed at a general meeting of the members, without a separate meeting of the members of that class. A special resolution that amends this Constitution is sufficient."

(aa) by making such other consequential amendments necessary to give effect to this Special Resolution including ensuring that the accuracy of all Rule numbers and cross referencing of Rules and paragraphs in the Constitution.

NOTES TO MEMBERS ON THE SPECIAL RESOLUTION

[These notes are to be read in conjunction with the proposed Special Resolution set out above]

1. The Special Resolution proposes a series of amendments to the Club's Constitution to bring it into line with best practice and the requirements of the Corporations Act, Liquor Act and Registered Clubs Act (RCA).
2. Paragraphs Error! Reference source not found. and (b) are necessary to ensure that the Club can effectively comply with its legal obligations under the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth) (AML/CTF Act) and related regulatory frameworks.

As a registered club, the Club is considered a "reporting entity" under the AML/CTF Act, as it provides certain designated services such as gaming and financial transactions to members and patrons. Under this legislation, the Club is subject to strict regulatory obligations, including the need to:

- Verify the identity of members and patrons engaging in relevant transactions;
- Conduct "enhanced due diligence" in higher-risk situations, such as large or unusual transactions;
- Monitor and report suspicious activities to AUSTRAC (Australian Transaction Reports and Analysis Centre);
- Implement and enforce internal compliance procedures, including restrictions on access to the Club's premises.

The proposed amendment:

- Clarifies the Club's status and responsibilities under the AML/CTF framework;
- Provides transparency and certainty to members and patrons that the Club may need to request additional personal information or undertake enhanced due diligence in certain cases;
- Confirms the Club's power to take appropriate action, including restricting access to the premises, to comply with AML/CTF and relevant Liquor or Gaming policies;
- Ensures the Club can act swiftly and lawfully, where necessary, without being constrained by other provisions of the Constitution (e.g. disciplinary processes under Rule 21), which may not be appropriate or practical in such regulatory contexts.

These amendments are both protective and proactive. They safeguard the Club from regulatory risk and potential penalties, while reinforcing the Club's commitment to responsible conduct and compliance with national and state laws.

3. Paragraph (c) removes the requirement for a membership application to be determined within 6 weeks. This is because the Board is now only required to meet once in every Quarter.
4. Paragraph (d) allows the Secretary of senior employee to refuse admission or terminate the membership of a Provisional member. This Rule reflects standard industry practice.
5. Paragraphs (e) and (f) updates the Rules applying to Temporary Membership to reflect amendments to the Registered Clubs Act and industry standards.
6. Paragraph (g) deletes a Rule that is irrelevant.
7. Paragraph (h) updates the disciplinary procedures applying to members of the Club to ensure they reflect procedural fairness and natural justice. In particular, the Rule seeks to address the growing use and impact of social media and electronic communication, and to ensure that all members and their guests uphold standards of conduct that support the reputation, integrity, and operational stability of the Club.

Under these new Rule, any use of social media or electronic communication by a member or their guest that is negative or can be reasonably construed as negative toward the Club — including its facilities, services, employees, officers, members or strategies — will be deemed conduct prejudicial to the interests of the Club.

This amendments are important for the following reasons:

- **Protecting the Club's reputation:** Negative or disparaging comments made online can spread rapidly and damage the Club's standing in the community, its relationships with stakeholders, and its ability to attract and retain members.
- **Supporting staff and member wellbeing:** Public or semi-public criticism of staff or other members can cause unnecessary distress, undermine morale, and create a hostile environment that is inconsistent with the Club's values and objectives.
- **Reinforcing member responsibilities:** Membership in the Club carries with it certain privileges and responsibilities. These Rules ensure that members and their guests understand the importance of expressing concerns or feedback through appropriate internal channels rather than through public forums.
- **Modernising the Constitution:** The inclusion of these Rules bring the Club's Constitution into alignment with contemporary standards of governance and conduct, recognising the potential real-world impact of online behaviour on the Club, its employees and members.

Importantly, this rule does not prevent members from raising genuine concerns with management or the Board. Rather, it encourages such matters to be dealt with constructively and respectfully through the appropriate internal processes.

8. Paragraph (i) inserts a new heading.

9. Paragraphs (j) and (k) updates Rule 23.1 to reflect legislation and industry practice.
10. Paragraph (l) inserts a new Rule 24.4 to allow a "Non-financial member" to be removed by a resolution of the Board after 14 days.
11. Paragraph (m) inserts a new ground preventing a person becoming a director of the Club and reflects legislation.
12. Paragraph (n) confirms that the Board can delegate powers to directors, employees, committees and sub-clubs.
13. Paragraph (o) confirms that the Board can dissolve committees or remove committee members from office of Sub clubs.
14. Paragraph (p) confirms that the Board can dissolve Sub clubs or remove committee members from office of Sub clubs.
15. Paragraph (q) confirms that all assets in the possession and control of a Sub club (including cash reserves) are owned by the Club.
16. Paragraph (r) provides the Board with power to remove a director from a meeting if they reasonably determine that the person has a material personal interest in the matter.
17. Paragraph (s) requires the Club to comply with the Registered Clubs Accountability Code.
18. Paragraph (v) inserts additional grounds on which the office of a director will be automatically vacated.
19. Paragraph (w) inserts a new Rule permitting the Board to appoint any person to chair a general meeting or part of it. The Rule reflects the Corporations Act.
20. Paragraph (x) amends the quorums required for general meetings of the Club.
21. Paragraph (y) updates the notice requirements to reflect the Corporations Act.
22. Paragraph (z) inserts a new Rule confirming that the rights of a class of membership may be varied or cancelled by a special resolution of members passed at a general meeting of the Club, without the need to hold a separate meeting of the members of that class.

In practical terms, this means that if the Constitution is amended by a special resolution of members, that resolution will be sufficient to satisfy the requirements of section 246B.
23. Paragraph (aa) permits any necessary amendments to be made to address any anomaly in rule numbering and cross referencing throughout the Constitution.

Procedural Notes

1. Amendments to the Special Resolution will not be permitted from the floor of the meeting other than for minor typographical or clerical corrections which do not change the substance or effect of the Special Resolution.
2. To be passed, the Special Resolution requires votes from not less than three quarters of those members who being eligible to do so, vote in person on the Special Resolution at the Annual General Meeting.
3. Under the Club's Constitution only Life members and financial Club members are eligible to vote on the Special Resolution.
4. Under the *Registered Clubs Act* proxy voting is prohibited and members who are employees of the Club are ineligible to vote.
5. The Board of the Club recommends that members vote in favour of the Special Resolution as it will keep the Club's Constitution current with relevant legislation affecting clubs.

LIFE MEMBER RESOLUTION

That, in accordance with Rule 10.13 of the Club's Constitution, Mr Victor (Vic) Howe, Member number: 372, having been a member of the Club for more than 50 years and having rendered long and meritorious service to the Club during that period, be elected to Life Membership of the Club.

NOTES TO MEMBERS ON THE LIFE MEMBER RESOLUTION

[These notes are to be read in conjunction with the proposed Life Member Resolution set out above]

In January 2026, Mr Terence Dray, (Member number: 292) and Mrs Donna Dray, (Member number: 293) presented to the Board for recommendation, a written nomination for Mr Victor (Vic) Howe (Member number: 372) to be elected as a Life member of the Club.

In accordance with Rule 10.11, the Board considered the nomination at the February 2026 Board meeting and resolved to accept the recommendation and to put the Life Member Resolution set out above, to the members for consideration at the Annual General Meeting of the Club in May 2026.

By way of background, the nominee for Life Membership, Mr Victor (Vic) Howe, joined the Club over 50 years ago and has been a continuous member since that time. Mr Howe was also a director of the Club for 18 years including:

- Director of the Club from 2008 to 2017;
- Vice President of the Club from 2017 to 2018;
- President of the Club from 2019 to 2024.

During his time as a director of the Club, Mr Howe:

- was an active member of the Club's:
 - Finance Committee;
 - Building Committee; and
 - Catering Committee.
- represented the Club as Central West ClubsNSW meetings and the ClubsNSW Annual Conference and AGM; and
- was instrumental in working with his fellow directors to ensure the Club's prosperity and current trading position.

The Board commends the Life Member Resolution to the members.

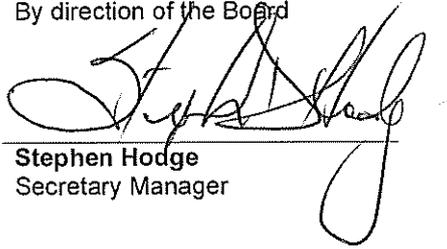
Procedural Notes

1. To be passed the Life Member Resolution must receive votes from a majority of those members who being eligible to do so vote in person on the Life Member Resolution at the meeting.
2. Under the Club's Constitution all Life members and financial Club members are eligible to attend and vote at the Annual General Meeting.
3. Members who are employees of the Club are not entitled to vote.
4. Proxy voting is prohibited by the Registered Clubs Act.
5. Amendments (other than minor typographical corrections which do not change the substance or effect of the Life Member Resolution) will not be permitted from the floor of the meeting.

Dated: _____

12/3/26

By direction of the Board



Stephen Hodge
Secretary Manager