Annual General Meeting
28 October 2026



1	To receive and consider the Minutes of the Annual General Meeting held on 29 October 2025 (Pages 3-7)
2	To receive and consider the Report of the Directors, the Financial Statements for the year ending 31st May 2026 and the Auditor's Report.
3	To consider Ordinary Resolutions 3.1 To consider the First, Second & Third Ordinary Resolutions relating to Directors' Benefits and related matters. (Pages 8-9)
4	To deal with any other business of which due notice has been given.
5	To deal with any other business that the meeting may approve of which due notice has not been given.
6	To declare the result of the 2026 Election of the Board of Directors (Page 10).

MINUTES OF THE ANNUAL GENERAL MEETING HELD ON 29 October 2025

1	Constitute	The meeting was constituted at 6.00pm with President, Mr Eddie Dunlop in the Chair and 30 Members present Guest: Stephen Clarke, Johnsons MME
2	Obituaries	Mr Dunlop welcomed all present and called for members to be upstanding for one minute's silence in memory of members who passed away during the Year
3	Apologies	NIL
4	Previous Minutes	The President directed members to the minutes of the Annual General Meeting held on 30 October 2024, as presented on pages 3-5 of the Order of Business It was recommended that the minutes of the Annual General Meeting held on Wednesday 30 October 2024 be accepted as presented Moved: M. Leman Seconded: C. Darts CARRIED
	4.2	Business Arising from Minutes of 30 October 2024 NIL
5	President's Report	Mr Dunlop spoke to the Executive Summary, as publicised in the 2025 Annual Report, highlighting community support, strong financial results and improvement to Club Facilities Moved: M. Ashcroft Seconded: Mrs K Dando CARRIED
6	Chief Executive Officer's Report	Mr Darmody spoke to the Financial Statements for the year ending 31 May 2025: · Report of the Directors · Financial Report · Auditors Report Mr Dunlop invited questions on the reports presented Moved: N. Sargent Seconded: M. Dando CARRIED

MINUTES OF THE ANNUAL GENERAL MEETING HELD ON 29 October 2025

7	Ordinary Resolutions 1, 2 & 3	Mr Dunlop directed members to pages 6 and 7 of the Order of Business & explained the Ordinary Resolutions and the need to present them at each year's Annual General Meeting First Ordinary Resolution "That pursuant to the Registered Clubs Act, the members hereby approve and agree to the expenditure by the Club in a sum not exceeding $40,000 until the next Annual General Meeting of the Club for the following activities of Directors: (a) The reasonable cost of meals and beverages for Directors in the Club; (b) Reasonable expenses incurred by Directors in travelling to and from Directors' meetings or other duly constituted committee meetings; (c) The provision of Board Uniforms for the use of Club Directors when representing the Club; (d) The reasonable cost of Directors travelling to attend meetings of ClubsNSW, seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time; (e) The reasonable cost of Directors travelling to attend other registered clubs and casinos for the purposes 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, and (f) Fringe Benefit Tax associated with Director's Expenses. The members acknowledge that the benefits in paragraph (a) to (f) above are not available to members generally but only for those members who are Directors of the Club." Second Ordinary Resolution "That pursuant to the Registered Clubs Act, the members hereby approve and agree to the expenditure by the Club in a sum not exceeding $20,000 until the next Annual General Meeting of the Club for the purpose of the Directors holding Strategic Board Meetings and Workshops to discuss the long-term planning of the Club." Third Ordinary Resolution "That pursuant to the Registered Clubs Act, the members hereby approve and agree to the expenditure by the Club in a sum not exceeding $10,000 until the next Annual General Meeting of the Club for the purpose of the Club holding functions for Senior Members." It was recommended that the Ordinary Resolutions One, Two and Three be accepted as presented Moved: M. Ashcroft Seconded: O. McFarlane Mr Dunlop asked those in favour of the motion to raise their hands and declared the motion carried CARRIED

MINUTES OF THE ANNUAL GENERAL MEETING HELD ON 29 October 2025

8 Special Resolution	Mr Darmody referred members to pages 8-17 of the Order of Business and explained the Special Resolution proposed amendments to the Club's Constitution to bring it into line with best practice and the requirements of the Anti Money Laundering and Counter Terrorism Funding Act (Cth). It was recommended that the Constitution of The Albury Sailors, Soldier's and Airmen's Club be amended by: (a) inserting the following new definition (b) into Rule 3.1 and renumbering the existing provisions accordingly: (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. (b) inserting the following new Rules 10.7 to 10.9: 10.7 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. 10.8 In Rule 10.7 "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. 10.9 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 21 and the principles of procedural fairness and natural justice shall not apply to the exercise of such power.

MINUTES OF THE ANNUAL GENERAL MEETING HELD ON 29 October 2025

		(c) inserting after Rule 21.1 the following new Rule 21.1A: 21.1A Any use of social media or other electronic communication by a member or their guest that is or can be construed as 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. (d) inserting the following new Rule 33.18(m) and renumbering the existing provisions accordingly: (m) the use of social media and other forms of electronic communication relating to the Club by members and guests of members; (e) inserting the following new Rule 35.4: 35.4 If the Board reasonably determines that a director has a material personal interest in a matter and the director does not comply with this Rule 35: (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 any Board meeting while the matter is being considered. (f) inserting the following new Rule 40.19: 40.19 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. (g) 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 Moved: N. Sargent Seconded: M. Leman Mr Dunlop invited members to speak on the motion. The Chairman asked those in favour of the motion to raise their hands and declared the motion carried CARRIED
9	Business with Notice	NIL
10	Business without Notice	NIL

MINUTES OF THE ANNUAL GENERAL MEETING HELD ON 29 October 2025

11 2025 Election of the Board of Directors	Stephen Clarke, Returning Officer, Johnstons MME was welcomed by the Chairman. Mr Clarke advised that on 21 July 2025 nominations were invited from members to fill the following Board Positions President (1) Directors (2) Nominations closed at 5.00pm on 13 August 2025 Mr Clarke advised that they had reviewed all nominations received and confirmed that one (1) nomination was received for the one (1) President Position available and two (2) nominations received for the two (2) director positions available. Mr Clarke declared the election a no-contest and declared the candidates listed below elected: President (1) Mr Edward Dunlop Directors (2) Mr Mark Leman Mr Murray Ashcroft Mr Dunlop thanked Mr Clarke and offered his congratulations to Mr Leman and Mr Ashcroft on their re-election.
12 Close	Mr Dunlop took the opportunity to thank Gerard Darmody, Management, Staff and Directors for their contribution on the success of the Club this year. Mr Dunlop thanked Members for their ongoing support and invited all present to joint the Board of Directors for supper and closed the meeting at 6.15pm

Eddie Dunlop
President

Gerard Darmody
Chief Executive Officer

ANNUAL GENERAL MEETING 28 October 2026

NOTICE OF RESOLUTIONS

NOTICE IS GIVEN that the Annual General Meeting (AGM) of The Albury Sailors, Soldiers & Airmen's Club Limited, ABN 47 001 042 397 (Club) will be held at:

Location:	The SS&A Club, 570-582 Olive Street, ALBURY NSW 2640
Date:	Wednesday 28 October 2026
Time:	6.00pm

The business of the AGM will include asking the members of the Club to consider and, if thought fit, pass the following three (3) Ordinary Resolutions.

FIRST ORDINARY RESOLUTION

"That pursuant to section 10(6A)(b) of the Registered Clubs Act 1976, the members hereby approve and agree to the expenditure by the Club in a sum not exceeding $40,000 until the next Annual General Meeting of the Club for the following activities of Directors:

a) The reasonable cost of meals and beverages for Directors in the Club;

b) Reasonable expenses incurred by Directors in travelling to and from Directors' meetings or other duly constituted committee meetings;

c) The provision of Board Uniforms for the use of Club Directors when representing the Club;

d) The reasonable cost of Directors travelling to attend meetings of ClubsNSW and seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time;

e) The reasonable cost of Directors travelling to attend other registered clubs and casinos for the purposes 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, and

f) Fringe Benefit Tax associated with Director's Expenses.

The members acknowledge that the benefits in paragraph (a) to (f) above are not available to members generally but only for those members who are Directors of the Club."

Explanatory Message to Members regarding the First Ordinary Resolution

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.

Section 10(6A) of the Registered Clubs Act 1976 allows a member to receive a benefit where it is not in the form of money and is approved by an ordinary resolution passed by a general meeting of the members of the Club prior to the benefit being provided.

The First Ordinary Resolution seeks the members' approval for the expenditure by the Club of a sum not exceeding $40,000 for the matters referred to in paragraphs (a) to (f) of the First Ordinary Resolution.

NOTICE OF RESOLUTIONS (continued)

SECOND ordinary resolution
"That pursuant to section 10(6A)(b) of the Registered Clubs Act 1976, the members hereby approve and agree to the expenditure by the Club in a sum not exceeding $20,000 until the next Annual General Meeting of the Club for the purpose of the Directors holding Strategic Board Meetings and Workshops to discuss the long-term planning of the Club.

The members acknowledge that the benefits referred to in this Second Ordinary Resolution are not available to members generally but only for those members who are Directors of the Club."

Explanatory Message to Members regarding the Second Ordinary Resolution
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.

Section 10(6A) of the Registered Clubs Act 1976 allows a member to receive a benefit where it is not in the form of money and is approved 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 the members' approval for the expenditure by the Club of a sum not exceeding $20,000 for the purpose of the Directors holding Strategic Board Meetings and Workshops to discuss the long-term planning of the Club.

THIRD ordinary resolution
"That pursuant to section 10(6A)(b) of the Registered Clubs Act 1976, the members hereby approve and agree to the expenditure by the Club in a sum not exceeding $10,000 until the next Annual General Meeting of the Club for the purpose of the Club holding functions for Senior Members.

The members acknowledge that the benefits referred to in this Third Ordinary Resolution are not available to members generally but only for those members who are Senior Members and Directors of the Club."

Explanatory Message to Members regarding the Third Ordinary Resolution
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.

Section 10(6A) of the Registered Clubs Act 1976 allows a member to receive a benefit where it is not in the form of money and is approved by an ordinary resolution passed by a general meeting of the members of the Club prior to the benefit being provided.

The Third Resolution seeks the members' approval for expenditure by the Club of a sum not exceeding $10,000 for the purpose of the Club holding functions for Senior Members.

SPECIAL NOTE TO MEMBERS
Ordinary Resolutions 1 to 3 inclusive reflect the requirements of the Registered Clubs Act wherein the benefits received by Directors and certain other members, but not generally by all members, must be submitted for approval at the Annual General Meeting each year.

NOTICE OF ELECTION RESULTS

JOHNSONSMME
Audit and Assurance Services

520 Swift St
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Albury NSW 2640

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NOTICE OF ELECTION RESULTS

The Albury Sailors, Soldiers and Airmen's Club Ltd

2026 Triennial Directors' Election

On 20 July 2026 nominations were invited from members to fill the following board positions:

- Directors x 2

Nominations closed at 5.00pm on Wednesday 12 August 2026.

I advise we have reviewed all nominations received and can confirm that only two (2) nominations were received for the two (2) board positions available.

Accordingly, as there were two (2) nominations received for the two (2) board positions available I declare the election a no contest.

I hereby declare the candidates listed below elected:

Directors (2)	Noel Sargent
	Mark Dando

Stephen Clarke – Returning Officer
Johnsons MME

Albury
24 August 2026

BOARD OF DIRECTORS 2026 – 2027

BOARD OF DIRECTORS 2026 – 2027		Term Expires
PRESIDENT:	Eddie DUNLOP	2028
ELECTED DIRECTORS:	Murray ASHCROFT	2028
	Mark DANDO	2029
	Colin DARTS OAM	2027
	Mark LEMAN	2028
	Noel SARGENT	2029
	Olivia McFARLANE	2027
SENIOR MANAGEMENT		
CHIEF EXECUTIVE OFFICER	Gerard DARMODY	
GENERAL MANAGER	Phillip KELLY	

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