

**MINUTES OF THE 69th ANNUAL GENERAL MEETING OF SOCIETIE GROUP
RAMSGATE RSL MEMORIAL CLUB LIMITED ACN 000 088 291**

**HELD IN THE AUDITORIUM AT CNR RAMSGATE ROAD & CHUTER AVENUE, SANS SOUCI
On Sunday 4 May, 2025 @ 10.38AM**

1.0 CHAIR:

The President, Sallianne Faulkner occupied the Chair (hereafter called “the Chairperson”) and declared the 69th Annual General Meeting open at 10.38am with the following acknowledgment:

I would like to take this opportunity to show our respect and acknowledge the Traditional Custodians of the Land, of Elders past, present and emerging on which this meeting takes place.

The Chairperson welcomed all Members and Invited Guests.

The following persons occupied the head table and were introduced to the meeting: Trent Atlee (Auditor, *Maher & Partners*); Tony Johnston (Solicitor, *Pigott & Stinson*); David Moorcroft (CEO, *Societie Group*); Zoran Naumovski (CFO, *Societie Group*); and Jenna Quinn (Executive Assistant, *Societie Group - Minutes*)

The Chairperson said that the meeting will be recorded to assist in the writing of the minutes, and once these are completed the voice recording will be destroyed.

The Chairperson welcomed Director of Societie Group Keith Wills and asked the meeting to be upstanding while Keith recited the *Ode of Remembrance*.

2.0 ATTENDANCE:

The Chairperson announced that there were **20** members present.

APOLOGIES:

Margret Garvan #1,106, Brendan Faulkner #2,889, Rosaria Sciberras #14,284, Donna Macdonald #27,237 and Pamela Singleton #30,3115

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3.0 CONFIRMATION OF MINUTES & REPORTS:

3.1 It was **resolved** that the Minutes of the 68th Annual General Meeting of the **Ramsgate RSL Memorial Club Ltd** held on Sunday May, 5 2024 be received and adopted.

There were no questions or business arising from the said minutes.

Moved: J. Garvan (#2,016) **Seconded:** J. King (#86) **Carried**

3.2 CEO's Report:

The CEO's Report was received as tabled.

There were no questions or business arising from the CEO's Report.
The Chairperson asked that the meeting approve the CEO's Report as tabled

Moved: T. Hill (#21,935) **Seconded:** G. Bird (#30,551) **Carried**

3.3 It was **resolved** that the Financial report, Directors' report and Auditor's report for the year ending 31 December 2024 be received and adopted.

Moved: G. Sciberras (#9,893) **Seconded:** W. Singleton (#30,003) **Carried**

4.0 PRESIDENTS ADDRESS:

The President stated the following address:

On behalf of the Board and management of the Societie Group, I am pleased to report to this AGM, that the 2024 financial result was a solid net profit of just over \$2.7 Million.

In the 2024 year, your Board and management have continued to focus on our strategic initiatives so as to deliver success for our group, and therefore our members and our communities.

With our eye on the communities we serve, we identified that our vision for the Group '*Together, we create the Club the community chooses*' required a small adjustment to continue to drive our success and build for our future.

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As we continue to grow and diversify our Club business, our vision '*Together we create experiences the community chooses*' now reflects our intent.

Societie Group continues to experience growth within our core business of providing the best venues and experiences for our members and guests which enables greater community engagement and an ongoing endeavour for diversification. This continuing growth signifies our strengthening position in the community and across our 42,000 strong memberships. We remain focused on our people and our community and providing improved facilities for all to enjoy.

Our continuing strength not only allows us to provide great facilities but also gives us the opportunity to foster community growth through sponsorships and funding initiatives. The Board is extremely proud to have provided \$612,753.00 in much-needed funding, donations and sponsorships throughout 2024. This support helps empower and grow local organisations, and supports positive change within our communities, something we are very passionate and proud about.

As part of our strategic vision, we have placed a renewed emphasis on group branding, aiming to strengthen the identity and cohesion between our various clubs and properties. I am pleased to show you a beautifully curated video illustrating this ethos directly after my report.

With four club venues – Club Engadine RSL, Fingal Bay Sports, The Arbour, and Ramsgate RSL Memorial Club – and commercial and residential properties, we aim to build, in order to remain strong and present for our communities and to foster a sense of unity across all our ventures. As a Group, we will continue to look at good quality commercial property and club amalgamations so as to strengthen our business as we move into the future. It is our ongoing goal to ensure we serve our communities for the next 100 years plus.

So what did 2024 look like across our venues...

At Fingal Bay Sports, we've achieved a record number of members, over 5500 and revenue for a 12-month period following our renovation, bringing new life and engagement in our local community. We have seen a wonderful ability to support our local community in Port Stephens as a result of this. The Fingal Bay Sports Club is now a shining light in the community of Port Stephens and continues to blossom.

At The Arbour, once known as Club Heathcote, we received the go ahead from Sutherland Council for our \$7 million renovation to transform the Club for the local

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community early in the year and completed the build and reopened in late October 2024. The members and wider community now have a refurbished Club for all to enjoy. Just last week on ANZAC Day we were able to support the highly anticipated return of the ANZAC Day Dawn Service which had a record number in turn out. The local community is responding to our engagement.

At Club Engadine RSL, the restaurant Mike's Grill and Bar has been renovated as well as the main lounge and gaming area, in addition to an overhaul of back-of-house facilities. We continue to plan for an extension of the Club into the vacant block next door and it is likely to take another year to progress the development application to completion. We are working on the car park with future development in mind and aim to get the best possible outcome for the Club, both financially and for the wider community.

And here in Ramsgate RSL we are also planning our next improvements for our members. We are working toward improved parking facilities to help support the ongoing popularity of our great Club, with a DA submitted in early 2025 we now await further Council approval to progress. Throughout 2024, we were in constant discussions with our sub-Branch with regard to our lease at this property.

A significant reason for our success continues to be our dining facilities, which include Zen Restaurant, The Kitchen by Mike's Grill at Ramsgate and Fingal Bay, Mike's Grill and Bar at Engadine and the Oliver Street Kitchen at Heathcote. The quality and variety of food that these operations deliver is exceptional, and we thank them for their continued support.

As we move forward in 2025, it is important to recognise that the club industry is continuing to evolve. The political environment is showing uncertainty towards clubs, and the Board is focused on staying ahead of the headwinds so that we can react with agility and for the best outcomes for this business. Our team continues to embrace change and the challenges and rewards that it brings, and we are focused on being the best employers we can. A positive future for the Group is the outcome the Board and Management are working hard toward at all times.

I would like to thank my Board colleagues for their resolute support and input over the last 12 months. Governance and oversight of our businesses is critical in the work we do so that we can future proof our Clubs. The Board continues to engage in professional development to ensure we can deliver. I would also like to thank our entire team who continue to reach for higher standards of service and hospitality,

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and the management team who continue to inspire as leaders within our clubs, communities and our industry.

Most notably, I extend the Board and my thanks to our CEO David Moorcroft for his dedication to our team and our Clubs. David's initiative, guidance and steady hand allows the Board to undertake our role in the best way possible. Thank you, David.

I also thank our valued members and our communities. We work hard for your loyalty. Our values of friendliness, respect and trust remain at the heart of our entire team and demonstrates, at all our Clubs, that we care and are motivated for the best outcomes.

Societie stands for community, for connection and epitomises the spirit of our venues. We look forward to our future with immense excitement, with a concentrated view on the changing regulatory environment and with our communities' strengths in mind.

It would be remiss of me not to note here the passing of our fellow Board Director, past Vice President, Mr Harry Clegg in October 2024. Harry joined the board in 2015 after seeing the challenges we were being faced with. Over nearly 10 years he gave selflessly to this Group. He has left an indelible mark on this Club and our community. We miss him and are so grateful for his dedication. RIP Harry.

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5.0 ORDINARY RESOLUTIONS

It was moved to consider and if thought fit, pass the Ordinary Resolutions (1 – 5) set out in the Agenda. The outcomes are reported in Table 1.

Table 1: Ordinary Resolutions: Outcomes				
Ordinary Resolution	Details	Moved	Second	Carried / Not Carried
First	<p><i>"That pursuant to Section 10(6) (b) of the Registered Clubs Act, the Members hereby approve the payment, of an honorarium to the President of the Club at the monthly rate of \$833.33, payable monthly in arrears, pro-rated on a daily basis for any broken period of less than a calendar month at the start or end of the term of the President in respect of service on the Board until the next Annual General Meeting.</i></p> <p><i>The Members hereby acknowledge that the benefits in this Resolution are not available to Members generally but only to the President of the Club."</i></p>	Tanya Hill #21,935	Warren Singleton #30,003	Carried
Second	<p><i>"That pursuant to Section 10(6) (b) of the Registered Clubs Act the members hereby approve the payment of a honorarium to each Director of the Club (other than the President who will receive a different honorarium if the First Ordinary Resolution is passed) at the monthly rate of \$500, payable monthly in arrears and pro-rated on a daily basis for any broken period of less than a calendar month at the start or end of their term, in respect of service on the Board until the next Annual General Meeting.</i></p> <p><i>The Members hereby acknowledge that the benefits in this Resolution are not available to Members generally but only to those who are Directors of the Club."</i></p>	John Garvan #2,016	John King #86	Carried

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Third	<p>"That pursuant to section 10(6A) of the Registered Clubs Act the members hereby approve an amount not exceeding \$100,000 for expenditure by the Club until the next Annual General Meeting of the Club for the following:</p> <p>(a)The reasonable costs of directors attending seminars, lectures and other educational activities as determined by the Board from time to time.</p> <p>(b)The reasonable costs (including travel and accommodation expenses) of directors attending meetings, conferences and trade shows conducted by Clubs NSW, the Club Managers Association, the RSL & Services Clubs Association and such other conferences and trade shows as determined by the Board from time to time.</p> <p>(c)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.</p> <p>(d)The reasonable cost of directors (excluding spouses/partners) attending any club, community or charity function as the representatives of the Club and authorised by the Board to do so.</p> <p>(e)The reimbursement of reasonable out of pocket expenses incurred by directors travelling to and from Board meetings or other duly constituted meetings of any committee of the Board.</p> <p>(f)The reasonable cost of meals and beverages for each director at or after a Board or committee meeting on the day of that meeting when such meeting coincides with a normal mealtime.</p> <p>(g)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.</p> <p>(h)The reasonable cost of Club apparel being provided to directors as required.</p> <p>(i)The reasonable cost of an electronic device (for example a laptop computer, iPad, tablet or other similar device) and internet access being made available to directors in respect of their duties as directors of the Club.</p> <p>The members acknowledge that the benefits in this Resolution are not available for members generally but are only for those who are directors of the Club."</p>	Tanya Hill #21,935	Ken Hughes #2,129	Carried
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Fourth	<p><i>"That pursuant to Section 10(6A) of the Registered Clubs Act, the Members hereby approve the provision by the Club, at a reasonable cost, of an Annual Dinner at the Club for Life Members, Veteran Members and members who are War Widows of former Life Members or former Veteran Members.</i></p> <p>The members acknowledge that the benefits in this Resolution are not available to members generally, but only to those who are Life Members, Veteran Members or Ramsgate R.S.L. Memorial Club War Widows of former Life or former Veteran Members."</p>	Keith Wills #3,199	John King #86	Carried
Fifth	<p>"That pursuant to Section 10(6A)(b) of the Registered Clubs Act, the Members hereby approve of expenditure until the next Annual General Meeting of up to \$50,000 for the provision by the Club of non-monetary prizes, gifts, vouchers and tickets to randomly selected members in each tier of the Club's Loyalty Rewards Program (Ramsgate Rewards) as part of Ramsgate Rewards.</p> <p>The members acknowledge that the benefits in this Resolution are not available to members generally, but only to those in the selected tier/s of Ramsgate Rewards."</p>	John Garvan #2,016	John King #86	Carried

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6.0 DECLARATION OF THE ELECTION OF BOARD POSITIONS

On Thursday 6 March 2025, a Notice calling for nominations for persons wishing to be elected to the Board was placed on the Club Notice Board as required by Rule 28.1(b) of the Club's Constitution.

Nominations closed at 5.00pm, Sunday 23 March 2025. There were (2) nominations received for the two (2) positions available on the Board.

- 1. Ken Hughes**
- 2. Tanya Hill**

Accordingly, there was no requirement to conduct a ballot and the two nominees are declared elected to the Board.

8.0 GENERAL BUSINESS

The Chairperson stated that Club Management had not received any questions from the Members in relation to the 2024 Financial Report.

The Chairperson announced the meeting open for General Business and noted that where required Management will take questions on notice with a response to be provided at a later date.

John Garvan #2,016 congratulated the Board and Management on the 2024 results and for the introduction of a 4-day Members Happy Hour.

John Garvan #2,016 also noted the need to get more members to the AGM and suggested bringing back an incentive for members to attend. Eg nibbles, drink voucher

The Chairperson thanked John for his kind words and noted his comments regarding happy hour.

No further General Business was raised.

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END OF MEETING

The Chairperson thanked all attendees for their participation at the meeting and declared the meeting closed at 10.54am.

Signed as a true record:

Chairperson

Date