



Key liquor licence details recorded as at 29 August 2013

Licence number: LIQC300200396
Licence name: Triglav Mounties Group
Licence type: Liquor - club licence
Licence sub-type: N/A
Licence status: Current
Duration: Unlimited duration
Licence start date: 23/09/1983
Licence expiry date:

Licensee

Organisation name: MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB LTD
ABN: 98 000 458 622 **ACN:** 000 458 622
Phone - daytime: 02 9822 3544 **Fax number:** 02 9610 9472
Email address: ceo@mountiesgroup.com.au **Website:** www.mounties.com.au
Business address: 101 Meadows Rd MOUNT PRITCHARD NSW 2170
Postal address: Locked Bag 1 WETHERILL PARK BC NSW 2164
Start date: 03/04/2013

Secretary

Title: Mr
Surname: Pickering
Given name: Gregory
Middle name: James
Start date: 06/04/2001

Manager

Title: Mr
Surname: Vu
Given name: Huy
Middle name: Tuan
Start date: 03/04/2013

Contact Person

Title: Mr
Surname: Vu
Given name: Huy
Middle name: Tuan
Phone - daytime: 02 9426 1000

Independent Liquor & Gaming Authority

Mobile: 0421 590 527 **Fax number:** 02 9823 2522
Email address
Start date: 03/04/2013

Premises

Address: 80-84 Brisbane Rd ST JOHNS PARK NSW 2176
Phone number: 02 9426 1000 **Fax number:** 02 9823 2522
Email address: **Website:**
LGA: Fairfield City Council
ABS SLA:
Start date: 23/09/1983

Authorisations

Name: Non-restricted area authorisation **Start date:** 01/07/2008
Name: Club functions authorisation **Start date:** 24/08/2013

Trading Hours

Consumption on premises

Unrestricted on premises hours **Start date:** 1/7/2008

Take away sales

Monday to Saturday 05:00 AM - 12:00 midnight
Sunday 10:00 AM - 10:00 PM
Good Friday Not permitted
Christmas Day Not permitted
December 31st Normal trading

Conditions

Licence conditions imposed by the Liquor Act and Regulation apply. To view a copy of these conditions, go to www.olgr.nsw.gov.au.

Additional licence conditions.

Condition type: Condition **Condition source:** Authority
Applies to: Non-restricted area authorisation
Reference: 3010
Condition: Area:
Ground Floor – whole floor excluding indoor and outdoor gaming areas;
First Floor – whole floor.
Start date: 25/01/2013

Condition type: Condition **Condition source:** Authority
Reference: 3020
Condition: The licensee or its representative must join and be an active participant in the local liquor accord.
Start date: 28/02/2013

Condition type: Condition **Condition source:** Authority
Applies to: Club functions authorisation
Reference: 3050

Independent Liquor & Gaming Authority

Condition: Areas:
Ground Floor – Whole floor excluding Indoor and Outdoor Gaming Areas;
First Floor – Whole floor.

Start date: 24/08/2013

Condition type: Approval

Condition source: Authority

Reference: 65010

Condition: The licensee must ensure that the maximum amount of money that can be held in a player account or stored on a Smartcard does not exceed \$1,000. The licensee must also ensure that the system in place, as approved by the Authority for the safeguarding of the money held or stored, is maintained.

Start date: 22/03/2013

Premises owner

Organisation name: MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB LTD

ABN: 98 000 458 622

ACN: 000 458 622

Phone - daytime: 02 9822 3544

Fax number: 02 9610 9472

Email address: ceo@mountiesgroup.com.au

Website: www.mounties.com.au

Business address: 101 Meadows Rd MOUNT PRITCHARD NSW 2170

Postal address: Locked Bag 1 WETHERILL PARK BC NSW 2164

Start date: 03/04/2013

Gaming machine details

LGA classification: Metropolitan

LGA band: 3

Gaming machine threshold: 54

Gaming machine entitlements: 54

Maximum gaming machine authorisations allowed: 54

There are no current quotas for this licence

Gaming machine shutdown hours

Day	Start Time	End Time
Monday	04:00 AM	- 10:00 AM
Tuesday	04:00 AM	- 10:00 AM
Wednesday	04:00 AM	- 10:00 AM
Thursday	04:00 AM	- 10:00 AM
Friday	04:00 AM	- 10:00 AM
Saturday	04:00 AM	- 10:00 AM
Sunday	04:00 AM	- 10:00 AM
Public holiday	04:00 AM	- 10:00 AM

- Existing Defined Area
- Existing Non-Restricted Area
- Proposed Functions Area

Page 2 of 2

First Floor

Triglav Marmes Group
 80-84 Brisbane Rd
 St Johns Park NSW

ANTHONY APPROVAL

A 004

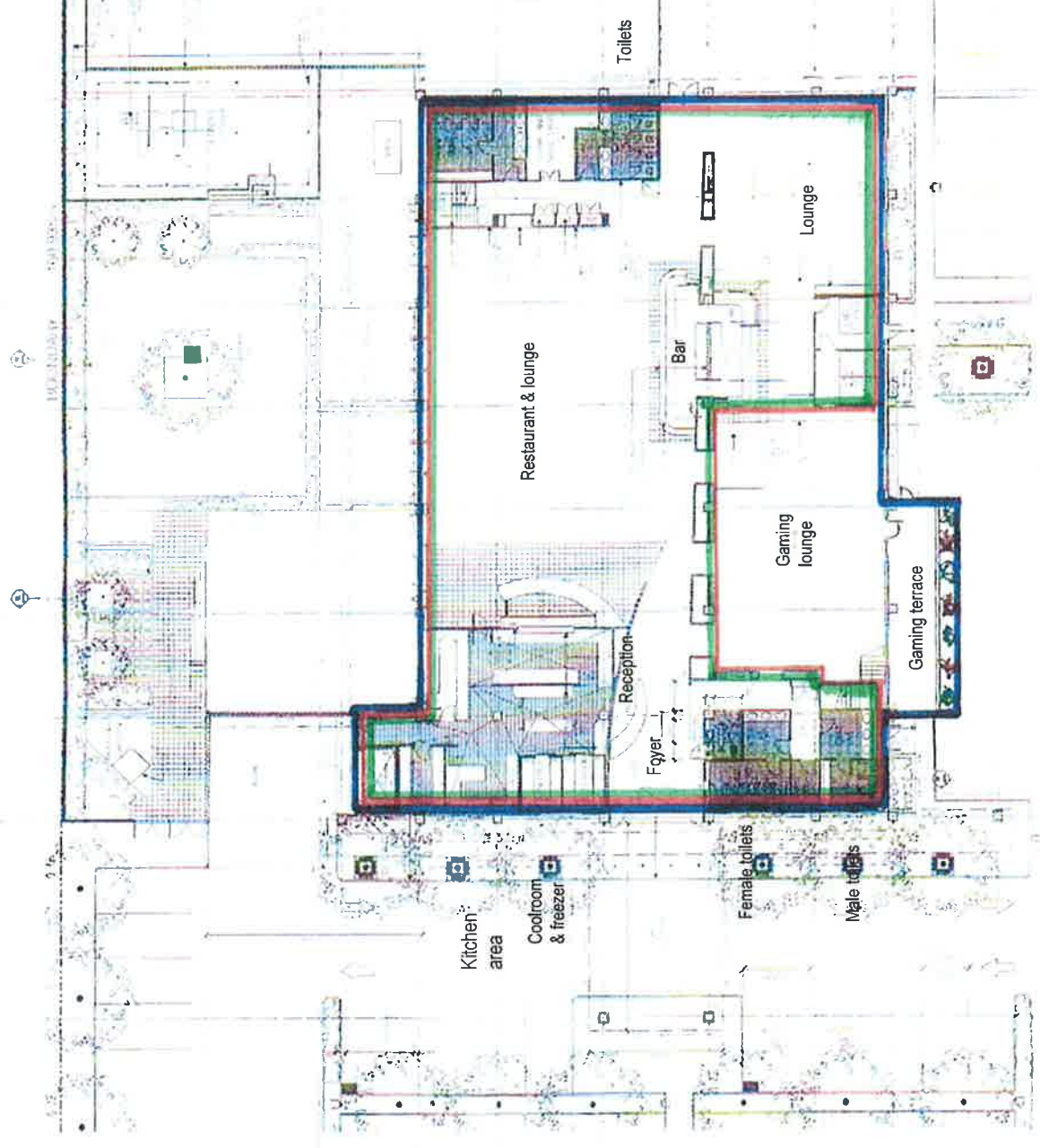


Existing Defined Area

Existing Non-Restricted Area

Proposed Functions Area

L1AC300200396
page 1 of 2




GROUND FLOOR

Triglav Mounties Group
80-84 Brisbane Rd
St Johns Park NSW



AUTHORITY APPROVAL

77	<p><u>From 26/8/2013 Triglav Meeting Minutes</u></p> <p><u>Matters raised with CEO</u></p> <p>77.1 <u>Pokies</u>: No one plays the card games (BJ) Investigate the possibility of more gaming machines. </p> <p>77.2 What are the future development plans for Triglav.</p> <p>77.3 <u>Triglav Sub-Club Rules</u>: clause 7.1 States we elect president and other roles can this clause be amended to remain as is? CEO explained that this is a draft and will consider a recommendation that "7.1 The Committee will comprise of..... The Committee will elect the President." Treasury, Secretary etc positions can be eliminated.</p> <p>77.4 Sub-club membership: includes Foundation Member, Life Member, etc... GMTM to check that all members under this criteria has been listed to retain their membership status. Peter issued list to GMTM to check against the ebet records.</p> <p>77.5 Sub Committee requested that a financial report is tabled at every meeting for sponsorship and Slovenian funds.</p> <p>CEO Greg Pickering next visit is at October meeting.</p>	<p>GMTM & CEO</p> <p>GMTM & CEO GMTM & CEO</p> <p>GMTM & CEO</p> <p>GMTM</p>
----	--	--

TRIGLAV SUB CLUB RULES

- 6.5.2.3 report of the auditor;
 - 6.5.3 to elect the Committee members for the following year
 - 6.5.4 to deal with any other business of which due notice has been given to the Committee; and
 - 6.5.5 to deal with any other business that the Committee may approve of which due notice has not been given to the Committee.
- 6.6 The Committee may whenever it thinks fit call a General Meeting and it must, on the request of not less than 10% of the members of the Sub-Club having at the date of the deposit of the request at the office a right to vote at General Meetings, within twenty eight (28) days proceed to call and hold a General Meeting after the deposit of the request. All Sub-Club members will be given at least seven (7) days notice of the General Meeting.

7. THE COMMITTEE

- 7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President, Vice-President, ~~Secretary and Treasurer from among its own number at the first meeting of the Committee after each election.~~
- 7.2 The founding Committee members will be the members of the Triglav Home Club Board of Panthers (as defined in the Panthers Constitution) on completion of the amalgamation between Mounties and THCL, who are also members of this Sub-Club, and such other Sub-Club Members as may be appointed by the Board. The founding Committee will hold office, subject to these rules, up until the conclusion of the first Annual General Meeting of the Sub-Club which will be held in conjunction with the next Mounties AGM at which Board elections will be conducted after completion of the Amalgamation.
- 7.3 On and from the first Annual General Meeting of the Sub-Club:
- 7.2.1 The Committee will be elected bi-ennially at the Annual General Meeting of the Sub-Club.
 - 7.2.2 The Board of Mounties shall appoint a Returning Officer to conduct elections and that person shall not be eligible to be a nominee in any elections.
 - 7.2.3 The members of the Committee will be elected to hold office until the conclusion of the next Annual General Meeting of the Sub-Club when they will retire, and will be eligible for re-election.
 - 7.2.4 Nominations for the positions of Committee persons shall open twenty one (21) days before the time and date fixed for the Annual General Meeting of the Sub-Club and shall close seven (7) days before the date and time fixed for the Annual General Meeting of the Sub-Club.
 - 7.2.5 All Nominations shall given to the Secretary, who will deliver them to the Sports Director not less than six (6) days prior to the Annual General Meeting.
 - 7.2.6 Nominations for election to the Committee shall be made in writing and signed by two (2) Sub-Club members and by the nominee who must

BYLAWS OF THE
MOUNT PRITCHARD & DISTRICT TRIGLAV SUB CLUB

- 1 These by-laws govern the operation of the **TRIGLAV SUB CLUB**, and its members where they are involved in any activity, or are in any way associated with the Mt Pritchard and District Community Club (the Club)
- 2 Where the following abbreviations appear they shall have the meanings set out below: -

AGM	Annual General Meeting
GM	General Meeting
Committee	Committee of the sub club
TSCCM	Triglav Sub Club Committee Meeting
- 3 Any matter not specifically covered by the Constitution and by the By-Laws shall be determined by the MC.

4. **Officials of the Club**

Officials of the club shall be:

President
Vice-Presidents - 2

5. **Membership of the Club**

Upon payment of the Annual Membership fee (advised annually for each member category), and presentation of valid Mount Pritchard and District Community Club Ltd (Mounties) full membership card, any person 18 years of age and over may apply to become a member of the **TRIGLAV SUB CLUB**. The committee may determine an application for membership at any Committee Meeting. The term of membership will be until the end of the current financial year of the sub club, or such other time that may be determined by the committee.

Member categories :-

Sub-Club Membership Class	Eligibility Criteria
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).
Life (Honourable)	A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU.
Triglav Ordinary	A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU.
Triglav Associate	Any Member of Mounties.

a.
Unless specifically approved and advised in writing by the Sub Club Committee, no person may become a member of the Sub Club, or retain existing membership, if they are or become a member of any other Club or body in an official capacity.

Should a member have their membership of the Mount Pritchard and District Community Club Ltd (Mounties) suspended or if that membership lapses for any reason, then their membership of the **(Triglav)** Club shall also be suspended, until reinstated by a resolution of the TSCCM.

Disciplinary Proceedings may be taken against a member of the sub club in accordance with the constitution of Mount Pritchard and District Community Club.

6. **Committee**

Triglav Sub Club Committee (TSCC)

The TSCC shall consist of those members elected to the committee by the members of Triglav Sub Club.

The Triglav Sub Club Committee shall meet whenever deemed necessary.

A TSCCM may be called by the Secretary by giving not less than 48 hours notice to members of the TSCC.

A quorum shall exist if a majority of members of the TSCC, including the chairperson, are present.

Except as otherwise provided, members of the TSCC shall hold office during the period for which they were appointed and until the conclusion of the AGM in that year.

The order of business at any TSCCM shall include the following:-

Admission or rejection of applications by persons for membership

A review of the financial activities of the sub Club.

The control and management of all sub club activities.

Other committees may be appointed by the TSCC as required for such purposes and periods as considered necessary.

7. **Meetings**

All meetings shall commence at 7:30pm and finish not later than 10.00pm. Variation of times will be granted at the discretion of the Chairperson.

8. **Voting Rights**

Only Financial members of the sub club shall be entitled to vote at any meeting of the sub Club.

To be Eligible to Vote a person must be a current member of the Club and have been a member for at least two (2) years, and also be a member of the sub club, prior to the meeting at which a vote is to be taken.

- a. Member – one vote.
- b. Elected Officials – one vote.
- c. Life Members – one vote

An employee of the Club (including registered players who are paid), shall not be entitled to vote at any meeting of the Club.

Absentee and Proxy Voting is not permitted.

9. Eligibility for Executive Committee

- a. To stand for a position on Committee a nominee must have been a member of the sub club for at least two (2) years prior to the date set down for the AGM at which the nomination will be presented. Except for the election conducted in 2014, in which case the nominee must have been a member for at least 1 year.
- b. A member cannot stand for a committee position for two (2) years after resigning during a term.

10. Alterations to the By-Laws

Any financial member shall have the right to apply for a variation, alteration or amendment to these By-Laws.

Any such application shall be made to the Secretary in writing and be countersigned by two (2) eligible members. A resolution dealing with the proposed variation, alteration or amendment will be considered by the members at the next Annual General Meeting or at an Extraordinary General Meeting specifically called for this purpose by the committee.

The By-Laws shall only be varied by a vote of a two-third majority of persons present and entitled to vote at a GM. Such variation is then subject to approval by the Board of Directors of the Mount Pritchard and District Community Club Ltd.

11. Fees

Membership Fees (where applicable) will be determined by the TSCC each year.

Life Members are entitled to exemption from the membership fee. All other fees and costs levied on members for playing and any other activities or functions still apply.

12. **Liability of the Club**

The Club will not accept liability for any loss, accident or injury sustained by or caused by any official club member, player or spectator at any match, meeting, function or training session under its jurisdiction.

13. **Club Colours**

The Club colours shall be:

Western Sites: Black and Gold.

TRIGLAV SUB CLUB RULES

RULES FOR THE OPERATION OF THE MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB
TRIGLAV SUB-CLUB

1. NAME

- 1.1 The name of the sub-club is the 'Triglav Sub-Club', part of the Mounties Group of Sub Clubs.
- 1.2 The Sub-Club shall not, without the consent of the Board of Directors of Mount Pritchard & District Community Club Limited (Mounties), change the name of the Sub-Club.
- 1.3 The Sub-Club acknowledges that it holds no right, title or interest in the name of the Sub-Club.

2. INTERPRETATION

- 2.1 Unless the context or subject matter otherwise requires:
 - 2.1.1 words indicating the male gender include the female gender and vice versa; and
 - 2.1.2 words indicating the singular include the plural and vice versa.
- 2.2 Headings and the index are included for convenience only and do not form part of these Rules.

3. OBJECTS

- 3.1 The objects of the Sub-Club are to:
 - 3.1.1 encourage social activities among members of the Slovenian community in Australia;
 - 3.1.2 assist generally in the advancement of the Slovenian community and the establishment of good relationships among persons of Slovenian extraction, and, between them and persons of all other nationalities;
 - 3.1.3 materially support needy Australian Slovenians in necessitous circumstances; and
 - 3.1.4 carry out the activities listed in Rule 3.2 below, in the Sub-Club's Local Government Area and such other places as determined appropriate by the Board and within Mounties.
- 3.2 The social activities to be carried on by the Sub-Club (Sub-Club Social Activities) will include to:
 - 3.2.1 provide support to the Historical Archives for Slovenian Australians (NSW);
 - 3.2.2 provide support to the Slovenian Journal Misli;
 - 3.2.3 provide support to the Slovenian Media Services in Australia;
 - 3.2.4 conduct monthly dances at the Triglav Premises of Mounties;
 - 3.2.5 hold an ANZAC Day ceremony at the Triglav Premises of Mounties each year;

- 3.2.6 hold a Home Wine Tasting Day at the Triglav Premises of Mounties each year;
 - 3.2.7 support the Slovenian of the Year Awards each year (NSW and ACT);
 - 3.2.8 hold a traditional 'St Nicholas Day' for Member's children around Christmas time at the Triglav Premises of Mounties each year;
 - 3.2.9 arrange for traditional music performances and bands (local and overseas) to perform at the Triglav Premises of Mounties;
 - 3.2.10 hold a '10 hours sunset' event at the Triglav Premises of Mounties; and
 - 3.2.11 provide support to the Bossley Sports Soccer Club, Wetherill Park Cricket Club, Smithfield Panthers Netball Club, Pretenders Golf Club, and the local FE & FC Holden Car Club.
- 3.3 The Sub-Club must:
- 3.3.1 obtain the approval of the Board of Mounties for each function or event that it holds;
 - 3.3.2 conduct all its functions and events in accordance with all applicable laws and the requirements of all relevant government agencies;
 - 3.3.3 not sell or supply liquor without the prior approval of the Board of Mounties and subject to the conditions of any relevant liquor licence; and
 - 3.3.4 make reasonable endeavours to incorporate its activities into the Mounties events calendar for the benefit of Mounties and its members as a whole.

4. ACKNOWLEDGEMENT

- 4.1 This Sub-Club and these Rules are created pursuant to Rules 63-69 of the Constitution of Mounties.
- 4.2 Notwithstanding these Rules, the Board of Mounties, may, by resolution, issue any directive to the Sub-Club that it considers is in the best interests of the Sub-Club and / or that of Mounties. For the avoidance of doubt, the control of the Sub-Club is subject to the absolute control and supervision of the Board of Directors (or their delegated representative) and Chief Executive Officer (or his delegated representative) of Mounties.
- 4.3 It is hereby acknowledged that the Sub-Club is a sub-club (i.e. a section) of Mounties.
- 4.4 Nothing contained within these Rules is intended to create the Sub-Club as a separate entity from Mounties. For the avoidance of doubt, the Sub-Club is not a separate entity in a legal sense or otherwise from Mounties and the members of the Sub-Club will at all times remain answerable to the Chief Executive Officer on behalf of the Board of Mounties.
- 4.5 The Sub-Club is subject to the Constitution and By-laws of Mounties as amended from time to time. In the event of any inconsistency between these Rules and the Constitution and By-laws of Mounties, the latter documents will prevail.

5. MEMBERSHIP

- 5.1 Membership of the Sub-Club will only be open to current financial members of Mounties who agree to be bound by the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club. Any person who ceases to be a financial member of Mounties or has his or her membership of Mounties suspended will automatically cease to be a member of the Sub-Club or will automatically have his or her membership of the Sub-Club suspended for the same duration as his or her suspension from membership of Mounties (as the case may be).
- 5.2 The Sub-Club will have the classes of membership, subject to the eligibility criteria, set out in the following table:

Sub-Club Membership Class	Eligibility Criteria
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).
Life (Honourable)	A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU .
Triglav Ordinary	A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU .
Triglav Associate	Any Member of Mounties.

- 5.3 Except as provided in the **MOU**, a person must not be admitted as a member of the Sub-Club unless that person is elected to membership at a meeting of the Committee by a three-quarters majority of the Committee members present and voting, who may reject any application for membership without giving any reason for the rejection.
- 5.4 When a person has been elected to membership of the Sub-Club, the Committee (or their delegated representative) will enter that person's name and details in the Sub-Club's Register of Members. The member so elected is deemed to have agreed to the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club.

- 5.5 The Annual Subscription of the Sub-Club shall be an amount determined by the Committee.
- 5.6 Only members of the Sub-Club who have attained the age of 18 years will be entitled to vote and to stand for or hold office on the Committee. Proxy voting is not permitted.
- 5.7 A member is ineligible to be nominated for or elected to the Committee if that member receives a financial benefit for the provision of services to the Sub-Club from Mounties, except any honorarium approved at a General Meeting of Mounties
- 5.8 The Sub-Club will consist of not more than 1500 members, however the Board of Mounties may authorise an increase in the maximum number of members allowable in the Sub-Club from time to time.

6. ADMINISTRATION AND MANAGEMENT

- 6.1 The Sub-Club is not formed for, nor shall it conduct its business or affairs for private gain.
- 6.2 Subject to the absolute control and supervision of the Board, the Sub-Club shall manage its own business and affairs (including the custody and control of the Sub-Club's funds) only for the purpose of promoting its Objects, but must make regular reports to the Board of Mounties.
- 6.3 The Committee may, but without limiting its general powers, from time to time:
 - 6.3.1 delegate any of its powers (other than this power of delegation) to sub-committees consisting of such persons, being members of the Sub-Club, as it may from time to time think fit and may from time to time revoke such delegation;
 - 6.3.2 make rules not inconsistent with the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club which in the Committee's opinion is necessary or desirable for the proper control, administration and management of the Sub-Club provided that the Board of Mounties, by resolution, approves such rules; and
 - 6.3.3 appoint any delegate or delegates to represent the Sub-Club for any purpose with such powers as may be thought fit.
- 6.4 The Sub-Club shall, hold a general meeting known as the Annual General Meeting not later than 2 calendar months after the end of the financial year in Rule 9.1 of these Rules, subject to Rule 7.2 below. The Committee will determine the date, time and place the meeting. All Sub-Club members will be given at least twenty one (21) days notice of the Annual General Meeting. All general meetings other than the Annual General Meeting are known as General Meetings
- 6.5 The business of the Annual General Meeting will be as follows:
 - 6.5.1 to receive and table reports from the Committee;
 - 6.5.2 to receive and consider the Sub-Club's:
 - 6.5.2.1 income and expenditure accounts;
 - 6.5.2.2 balance sheet; and

- 6.5.2.3 report of the auditor;
- 6.5.3 to elect the Committee members for the following year
- 6.5.4 to deal with any other business of which due notice has been given to the Committee; and
- 6.5.5 to deal with any other business that the Committee may approve of which due notice has not been given to the Committee.
- 6.6 The Committee may whenever it thinks fit call a General Meeting and it must, on the request of not less than 10% of the members of the Sub-Club having at the date of the deposit of the request at the office a right to vote at General Meetings, within twenty eight (28) days proceed to call and hold a General Meeting after the deposit of the request. All Sub-Club members will be given at least seven (7) days notice of the General Meeting.

7. THE COMMITTEE

- 7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President, Vice-President, Secretary and Treasurer from among its own number at the first meeting of the Committee after each election.
- 7.2 The founding Committee members will be the members of the Triglav Home Club Board of Panthers (as defined in the Panthers Constitution) on completion of the amalgamation between Mounties and THCL, who are also members of this Sub-Club, and such other Sub-Club Members as may be appointed by the Board. The founding Committee will hold office, subject to these rules, up until the conclusion of the first Annual General Meeting of the Sub-Club which will be held in conjunction with the next Mounties AGM at which Board elections will be conducted after completion of the Amalgamation.
- 7.3 On and from the first Annual General Meeting of the Sub-Club:
 - 7.2.1 The Committee will be elected bi-ennially at the Annual General Meeting of the Sub-Club.
 - 7.2.2 The Board of Mounties shall appoint a Returning Officer to conduct elections and that person shall not be eligible to be a nominee in any elections.
 - 7.2.3 The members of the Committee will be elected to hold office until the conclusion of the next Annual General Meeting of the Sub-Club when they will retire, and will be eligible for re-election.
 - 7.2.4 Nominations for the positions of Committee persons shall open twenty one (21) days before the time and date fixed for the Annual General Meeting of the Sub-Club and shall close seven (7) days before the date and time fixed for the Annual General Meeting of the Sub-Club.
 - 7.2.5 All Nominations shall given to the Secretary, who will deliver them to the Sports Director not less than six (6) days prior to the Annual General Meeting.
 - 7.2.6 Nominations for election to the Committee shall be made in writing and signed by two (2) Sub-Club members and by the nominee who must

signify his or her consent to the nomination to the Returning Officer of the Sub-Club.

7.2.7 If there are insufficient nominations to fill all vacancies on the Committee, those duly nominated will be declared elected and additional nominations will be received at the Annual General Meeting of the Sub-Club.

7.2.8 In addition to the reservations contained in this Rule 7, the election of members to the Committee will be in accordance with the Constitution of Mounties and shall be conducted under the supervision of the Sub-Club's Returning Officer.

7.2.9 If there are more than the required number nominated, an election by ballot shall take place, but if there are only the requisite number nominated, the Returning Officer of the Sub-Club shall declare those nominated duly elected.

7.3 In the event of a vacancy on the Committee, the remaining members of the Committee will be empowered to appoint a member of the Sub-Club to fill the vacancy.

7.4 If any Committee member should die or fail to attend three (3) consecutive Committee meetings without reasonable cause or leave of absence or if they should resign or become bankrupt or of unsound mind, their office shall be declared vacant and the Committee may appoint a successor to hold the office until the next Annual Meeting of the Sub-Club at which Committee elections are to be held under these Rules.

7.5 No member of the Committee shall receive any remuneration for their service in their capacity as a member of the Committee.

7.6 The Committee will keep and maintain a Register of Sub-Club Members.

8. MEETINGS OF THE COMMITTEE

8.1 The Committee shall meet at least once in every month for the transaction of business (which meetings shall be called regular meetings) and the names of all members of the Committee present and voting and minutes proceedings of the Committee shall be entered in a book provided for this purpose. The minutes must be submitted to the Mounties Chief Executive Officer to be tabled at Board meetings and will contain reports on the effectiveness of the operations of the Sub-Club and the financial operations of the Sub-Club.

8.2 The Chairperson of the Sub-Club shall preside at all meetings of the Committee. In the absence of the Chairperson, the meeting shall elect a member of the Committee to Chair the meeting.

8.3 A majority of the Committee shall constitute a quorum at a regular meeting. If a quorum is not present within fifteen minutes of the time fixed for the meeting it shall stand adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within fifteen minutes from the time appointed for the meeting the members present shall be deemed to be a quorum.

8.4 The Committee may make recommendations and representations to the Board about:

8.4.1 the Triglav Premises of Mounties;

- 8.4.2 Membership at those premises;
- 8.4.3 Mounties' strategic plan as it relates to the Sub-Club;
- 8.4.4 the allocation of funding in furtherance of the Sub-Club purposes; and
- 8.4.5 recommendations for donations to be made by Mounties under the ClubGrants scheme, but will not have any management or governance rights or duties (unless specifically delegated by the Board).

9. ACCOUNTS OF THE SUB-CLUB

- 9.1 The financial year of the Sub-Club shall commence on the first day of July and end on the last day of June in each year.
- 9.2 The Board of Mounties may empower the Sub-Club to open and operate an account in the name of the Sub-Club in such bank or financial institution as the Board or Chief Executive Officer of Mounties may from time to time approve, provided that the persons eligible to operate upon any such account must be approved by the Board or Chief Executive Officer of Mounties, which from time to time may remove and replace such persons or any of them.
- 9.3 The Committee shall cause correct accounts and books to be kept showing the correct financial affairs of the Sub-Club, including but not limited to, income and expenditure, conduct of all correspondence and a property register of the Sub-Club. Such books and accounts shall be kept at such place or places as the Committee may think fit and shall always be open for the inspection of Committee members and the Board of Mounties and their appointed agents.
- 9.4 The Board of Mounties will, in each financial year, provide funding of up to \$100,000 to the Sub-Club as reasonably required for it to engage in and carry out the Sub-Club Social Activities:
 - 9.4.1 subject to a budget approved by the Board (acting reasonably) in accordance with its usual procedures from time to time for funding of sub-clubs; and
 - 9.4.2 provided that the Sub-Club continues to promote its purposes as set out in Rule 3.1 above, and, engage in and carry out the Sub-Club Social Activities.
- 9.5 The Sub-Club must:
 - 9.5.1 only apply its funds for the purposes set out in Rule 3.1 above and engaging in the Sub-Club Social Activities; and
 - 9.5.2 only make payments to third parties by way of support in accordance with any ClubGrants or other community donations/support rules or guidelines approved by the Board from time to time.
- 9.4 The Committee shall once every year submit its accounts and books to the Chief Executive Officer of Mounties for review.
- 9.5 The Committee and each member of it shall upon request by the Chief Executive Officer or the Board of Mounties produce to the said Chief Executive Officer, or the Board or such other person nominated by the Chief Executive Officer, or the Board, any documents or other records held by the Committee or any member of it on behalf of the Sub-Club.

10. AMENDMENT OF RULES OF THE SUB-CLUB

10.1. These Rules may be amended from time to time by a seventy five percent (75%) majority of the members of the Sub-Club present and voting at an Annual General Meeting of the Sub-Club or at a meeting of the members of the Sub-Club convened specifically for such purpose, provided that no amendment proposed to and approved by the meeting of the members of the Sub-Club shall have effect unless and until it has been approved by resolution of the Board of Mounties.

Name of Sub Club:

TRISLAV

Sub-Club ^{President.} Secretary:

Peter Kropf

Signature

Print Name:

PETER KROPE

Date:

31 / 03 / 14

Signed by Chairman of the Board Meeting
at which these Rules were approved:

H. Engman

Date:

12/3/2013

TRIGLAV SUB CLUB RULES

RULES FOR THE OPERATION OF THE MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB
TRIGLAV SUB-CLUB

1. NAME

- 1.1 The name of the sub-club is the 'Triglav Sub-Club', part of the Mounties Group of Sub Clubs.
- 1.2 The Sub-Club shall not, without the consent of the Board of Directors of Mount Pritchard & District Community Club Limited (Mounties), change the name of the Sub-Club.
- 1.3 The Sub-Club acknowledges that it holds no right, title or interest in the name of the Sub-Club.

2. INTERPRETATION

- 2.1 Unless the context or subject matter otherwise requires:
 - 2.1.1 words indicating the male gender include the female gender and vice versa; and
 - 2.1.2 words indicating the singular include the plural and vice versa.
- 2.2 Headings and the index are included for convenience only and do not form part of these Rules.

3. OBJECTS

- 3.1 The objects of the Sub-Club are to:
 - 3.1.1 encourage social activities among members of the Slovenian community in Australia;
 - 3.1.2 assist generally in the advancement of the Slovenian community and the establishment of good relationships among persons of Slovenian extraction, and, between them and persons of all other nationalities;
 - 3.1.3 materially support needy Australian Slovenians in necessitous circumstances; and
 - 3.1.4 carry out the activities listed in Rule 3.2 below, in the Sub-Club's Local Government Area and such other places as determined appropriate by the Board and within Mounties.
- 3.2 The social activities to be carried on by the Sub-Club (Sub-Club Social Activities) will include to:
 - 3.2.1 provide support to the Historical Archives for Slovenian Australians (NSW);
 - 3.2.2 provide support to the Slovenian Journal Misli;
 - 3.2.3 provide support to the Slovenian Media Services in Australia;
 - 3.2.4 conduct monthly dances at the Triglav Premises of Mounties;
 - 3.2.5 hold an ANZAC Day ceremony at the Triglav Premises of Mounties each year;

- 3.2.6 hold a Home Wine Tasting Day at the Triglav Premises of Mounties each year;
 - 3.2.7 support the Slovenian of the Year Awards each year (NSW and ACT);
 - 3.2.8 hold a traditional 'St Nicholas Day' for Member's children around Christmas time at the Triglav Premises of Mounties each year;
 - 3.2.9 arrange for traditional music performances and bands (local and overseas) to perform at the Triglav Premises of Mounties;
 - 3.2.10 hold a '10 hours sunset' event at the Triglav Premises of Mounties; and
 - 3.2.11 provide support to the Bossley Sports Soccer Club, Wetherill Park Cricket Club, Smithfield Panthers Netball Club, Pretenders Golf Club, and the local FE & FC Holden Car Club.
- 3.3 The Sub-Club must:
- 3.3.1 obtain the approval of the Board of Mounties for each function or event that it holds;
 - 3.3.2 conduct all its functions and events in accordance with all applicable laws and the requirements of all relevant government agencies;
 - 3.3.3 not sell or supply liquor without the prior approval of the Board of Mounties and subject to the conditions of any relevant liquor licence; and
 - 3.3.4 make reasonable endeavours to incorporate its activities into the Mounties events calendar for the benefit of Mounties and its members as a whole.

4. ACKNOWLEDGEMENT

- 4.1 This Sub-Club and these Rules are created pursuant to Rules 63-69 of the Constitution of Mounties.
- 4.2 Notwithstanding these Rules, the Board of Mounties, may, by resolution, issue any directive to the Sub-Club that it considers is in the best interests of the Sub-Club and / or that of Mounties. For the avoidance of doubt, the control of the Sub-Club is subject to the absolute control and supervision of the Board of Directors (or their delegated representative) and Chief Executive Officer (or his delegated representative) of Mounties.
- 4.3 It is hereby acknowledged that the Sub-Club is a sub-club (i.e. a section) of Mounties.
- 4.4 Nothing contained within these Rules is intended to create the Sub-Club as a separate entity from Mounties. For the avoidance of doubt, the Sub-Club is not a separate entity in a legal sense or otherwise from Mounties and the members of the Sub-Club will at all times remain answerable to the Chief Executive Officer on behalf of the Board of Mounties.
- 4.5 The Sub-Club is subject to the Constitution and By-laws of Mounties as amended from time to time. In the event of any inconsistency between these Rules and the Constitution and By-laws of Mounties, the latter documents will prevail.

5. MEMBERSHIP

- 5.1 Membership of the Sub-Club will only be open to current financial members of Mounties who agree to be bound by the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club. Any person who ceases to be a financial member of Mounties or has his or her membership of Mounties suspended will automatically cease to be a member of the Sub-Club or will automatically have his or her membership of the Sub-Club suspended for the same duration as his or her suspension from membership of Mounties (as the case may be).
- 5.2 The Sub-Club will have the classes of membership, subject to the eligibility criteria, set out in the following table:

Sub-Club Membership Class	Eligibility Criteria
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).
Life (Honourable)	A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU.
Triglav Ordinary	A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU.
Triglav Associate	Any Member of Mounties.

- 5.3 Except as provided in the MOU, a person must not be admitted as a member of the Sub-Club unless that person is elected to membership at a meeting of the Committee by a three-quarters majority of the Committee members present and voting, who may reject any application for membership without giving any reason for the rejection.
- 5.4 When a person has been elected to membership of the Sub-Club, the Committee (or their delegated representative) will enter that person's name and details in the Sub-Club's Register of Members. The member so elected is deemed to have agreed to the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club.

- 5.5 The Annual Subscription of the Sub-Club shall be an amount determined by the Committee.
- 5.6 Only members of the Sub-Club who have attained the age of 18 years will be entitled to vote and to stand for or hold office on the Committee. Proxy voting is not permitted.
- 5.7 A member is ineligible to be nominated for or elected to the Committee if that member receives a financial benefit for the provision of services to the Sub-Club from Mounties, except any honorarium approved at a General Meeting of Mounties
- 5.8 The Sub-Club will consist of not more than 10,000 members, however the Board of Mounties may authorise an increase in the maximum number of members allowable in the Sub-Club from time to time.

6. ADMINISTRATION AND MANAGEMENT

- 6.1 The Sub-Club is not formed for, nor shall it conduct its business or affairs for private gain.
- 6.2 Subject to the absolute control and supervision of the Board, the Sub-Club shall manage its own business and affairs (including the custody and control of the Sub-Club's funds) only for the purpose of promoting its Objects, but must make regular reports to the Board of Mounties.
- 6.3 The Committee may, but without limiting its general powers, from time to time:
 - 6.3.1 delegate any of its powers (other than this power of delegation) to sub-committees consisting of such persons, being members of the Sub-Club, as it may from time to time think fit and may from time to time revoke such delegation;
 - 6.3.2 make rules not inconsistent with the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club which in the Committee's opinion is necessary or desirable for the proper control, administration and management of the Sub-Club provided that the Board of Mounties, by resolution, approves such rules; and
 - 6.3.3 appoint any delegate or delegates to represent the Sub-Club for any purpose with such powers as may be thought fit.
- 6.4 The Sub-Club shall, hold a general meeting known as the Annual General Meeting not later than 2 calendar months after the end of the financial year in Rule 9.1 of these Rules, subject to Rule 7.2 below. The Committee will determine the date, time and place the meeting. All Sub-Club members will be given at least twenty one (21) days notice of the Annual General Meeting. All general meetings other than the Annual General Meeting are known as General Meetings
- 6.5 The business of the Annual General Meeting will be as follows:
 - 6.5.1 to receive and table reports from the Committee;
 - 6.5.2 to receive and consider the Sub-Club's:
 - 6.5.2.1 income and expenditure accounts;
 - 6.5.2.2 balance sheet; and

- 6.5.2.3 report of the auditor;
 - 6.5.3 to elect the Committee members for the following year
 - 6.5.4 to deal with any other business of which due notice has been given to the Committee; and
 - 6.5.5 to deal with any other business that the Committee may approve of which due notice has not been given to the Committee.
- 6.6 The Committee may whenever it thinks fit call a General Meeting and it must, on the request of not less than 10% of the members of the Sub-Club having at the date of the deposit of the request at the office a right to vote at General Meetings, within twenty eight (28) days proceed to call and hold a General Meeting after the deposit of the request. All Sub-Club members will be given at least seven (7) days notice of the General Meeting.

7. THE COMMITTEE

- 7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President from among its number at the first meeting of the Committee after each election.
- 7.2 The founding Committee members will be the members of the Triglav Home Club Board of Panthers (as defined in the Panthers Constitution) on completion of the amalgamation between Mounties and THCL, who are also members of this Sub-Club, and such other Sub-Club Members as may be appointed by the Board. The founding Committee will hold office, subject to these rules, up until the conclusion of the first Annual General Meeting of the Sub-Club which will be held in conjunction with the next Mounties AGM at which Board elections will be conducted after completion of the Amalgamation.
- 7.3 On and from the first Annual General Meeting of the Sub-Club:
- 7.2.1 The Committee will be elected bi-ennially at the Annual General Meeting of the Sub-Club.
 - 7.2.2 The Board of Mounties shall appoint a Returning Officer to conduct elections and that person shall not be eligible to be a nominee in any elections.
 - 7.2.3 The members of the Committee will be elected to hold office until the conclusion of the next Annual General Meeting of the Sub-Club when they will retire, and will be eligible for re-election.
 - 7.2.4 Nominations for the positions of Committee persons shall open twenty one (21) days before the time and date fixed for the Annual General Meeting of the Sub-Club and shall close seven (7) days before the date and time fixed for the Annual General Meeting of the Sub-Club.
 - 7.2.5 All Nominations shall given to the Secretary, who will deliver them to the Sports Director not less than six (6) days prior to the Annual General Meeting.
 - 7.2.6 Nominations for election to the Committee shall be made in writing and signed by two (2) Sub-Club members and by the nominee who must

signify his or her consent to the nomination to the Returning Officer of the Sub-Club.

7.2.7 If there are insufficient nominations to fill all vacancies on the Committee, those duly nominated will be declared elected and additional nominations will be received at the Annual General Meeting of the Sub-Club.

7.2.8 In addition to the reservations contained in this Rule 7, the election of members to the Committee will be in accordance with the Constitution of Mounties and shall be conducted under the supervision of the Sub-Club's Returning Officer.

7.2.9 If there are more than the required number nominated, an election by ballot shall take place, but if there are only the requisite number nominated, the Returning Officer of the Sub-Club shall declare those nominated duly elected.

7.3 In the event of a vacancy on the Committee, the remaining members of the Committee will be empowered to appoint a member of the Sub-Club to fill the vacancy.

7.4 If any Committee member should die or fail to attend three (3) consecutive Committee meetings without reasonable cause or leave of absence or if they should resign or become bankrupt or of unsound mind, their office shall be declared vacant and the Committee may appoint a successor to hold the office until the next Annual Meeting of the Sub-Club at which Committee elections are to be held under these Rules.

7.5 No member of the Committee shall receive any remuneration for their service in their capacity as a member of the Committee.

7.6 The Committee will keep and maintain a Register of Sub-Club Members.

8. MEETINGS OF THE COMMITTEE

8.1 The Committee shall meet at least once in every month for the transaction of business (which meetings shall be called regular meetings) and the names of all members of the Committee present and voting and minutes proceedings of the Committee shall be entered in a book provided for this purpose. The minutes must be submitted to the Mounties Chief Executive Officer to be tabled at Board meetings and will contain reports on the effectiveness of the operations of the Sub-Club and the financial operations of the Sub-Club.

8.2 The Chairperson of the Sub-Club shall preside at all meetings of the Committee. In the absence of the Chairperson, the meeting shall elect a member of the Committee to Chair the meeting.

8.3 A majority of the Committee shall constitute a quorum at a regular meeting. If a quorum is not present within fifteen minutes of the time fixed for the meeting it shall stand adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within fifteen minutes from the time appointed for the meeting the members present shall be deemed to be a quorum.

8.4 The Committee may make recommendations and representations to the Board about:

8.4.1 the Triglav Premises of Mounties;

- 8.4.2 Membership at those premises;
- 8.4.3 Mounties' strategic plan as it relates to the Sub-Club;
- 8.4.4 the allocation of funding in furtherance of the Sub-Club purposes; and
- 8.4.5 recommendations for donations to be made by Mounties under the ClubGrants scheme, but will not have any management or governance rights or duties (unless specifically delegated by the Board).

9. ACCOUNTS OF THE SUB-CLUB

- 9.1 The financial year of the Sub-Club shall commence on the first day of July and end on the last day of June in each year.
- 9.2 The Board of Mounties may empower the Sub-Club to open and operate an account in the name of the Sub-Club in such bank or financial institution as the Board or Chief Executive Officer of Mounties may from time to time approve, provided that the persons eligible to operate upon any such account must be approved by the Board or Chief Executive Officer of Mounties, which from time to time may remove and replace such persons or any of them.
- 9.3 The Committee shall cause correct accounts and books to be kept showing the correct financial affairs of the Sub-Club, including but not limited to, income and expenditure, conduct of all correspondence and a property register of the Sub-Club. Such books and accounts shall be kept at such place or places as the Committee may think fit and shall always be open for the inspection of Committee members and the Board of Mounties and their appointed agents.
- 9.4 The Board of Mounties will, in each financial year, provide funding of up to \$100,000 to the Sub-Club as reasonably required for it to engage in and carry out the Sub-Club Social Activities:
 - 9.4.1 subject to a budget approved by the Board (acting reasonably) in accordance with its usual procedures from time to time for funding of sub-clubs; and
 - 9.4.2 provided that the Sub-Club continues to promote its purposes as set out in Rule 3.1 above, and, engage in and carry out the Sub-Club Social Activities.
- 9.5 The Sub-Club must:
 - 9.5.1 only apply its funds for the purposes set out in Rule 3.1 above and engaging in the Sub-Club Social Activities; and
 - 9.5.2 only make payments to third parties by way of support in accordance with any ClubGrants or other community donations/support rules or guidelines approved by the Board from time to time.
- 9.4 The Committee shall once every year submit its accounts and books to the Chief Executive Officer of Mounties for review.
- 9.5 The Committee and each member of it shall upon request by the Chief Executive Officer or the Board of Mounties produce to the said Chief Executive Officer, or the Board or such other person nominated by the Chief Executive Officer, or the Board, any documents or other records held by the Committee or any member of it on behalf of the Sub-Club.

10. AMENDMENT OF RULES OF THE SUB-CLUB

- 10.1. These Rules may be amended from time to time by a seventy five percent (75%) majority of the members of the Sub-Club present and voting at an Annual General Meeting of the Sub-Club or at a meeting of the members of the Sub-Club convened specifically for such purpose, provided that no amendment proposed to and approved by the meeting of the members of the Sub-Club shall have effect unless and until it has been approved by resolution of the Board of Mounties.

Name of Sub Club:

1.1 **Triglav Sub club**

Chairman:



Signature

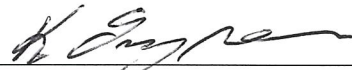
Print Name:

Peter Krope

Date:

30/6/2014

Signed by Chairman of the Board Meeting
at which these Rules were approved:



Date:

8-7-2014

Document History Table			
Version Number	Date of Issue	Board Approval Date	Description of Changes
Original	27/5/2013	Item 26 (Triglav SC approval)	Original – Deferred due to further changes see 7.1
001	8/4/2014	*4116: 643 (8/4/2014)	<p>This version reproduced as changes below were not executed by Board to 8/7/2014).</p> <p>7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President from among its number at the first meeting of the Committee after each election.</p>
002	8/7/2014	646 (8/7/2014)	<p>7.1 As above approved</p> <p>Alter clause 5.8 to 10,000 - approved</p>

NOTICE OF THE INAUGURAL ANNUAL GENERAL MEETING OF TRIGLAV MOUNTIES GROUP SUB CLUB

Notice is hereby given that the 1ST Annual General Meeting of Triglav Mounties Group Sub Club will be held in the Auditorium, 80-84 Brisbane Rd, St Johns Park, NSW 2176, on Sunday 24 August 2014 at 10.00am.

AGENDA

1. Opening
2. Apologies
3. President's Report
4. To receive and consider the Financial Report of the Triglav Mounties Group Sub Club for the period ending 30 June 2014.
5. Other Business
6. Election of Committee Members
7. Closure



G Pickering
CEO / Returning Officer



Locked Bag 1
Wetherill Park BC NSW 2164

Telephone
(02) 9426 1000
Facsimile
(02) 9823 2522
Email
triglav@mountiesgroup.com.au

www.triglav.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

FINANCIAL STATEMENTS

Financial Statements will be made available at the meeting.

ELECTION OF SUB CLUB COMMITTEE

Please refer to the election notice on the noticeboard (Triglav) for information on the conduct of this election.

Following the announcement of the election (item 6) the Committee will meet to determine committee office bearers.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 1st Annual General Meeting of Triglav Mounties Group Sub Club will be held in the Auditorium, 80-84 Brisbane Rd, St Johns Park, NSW 2176, on Sunday 24 August 2014 at 10:00am.

Business

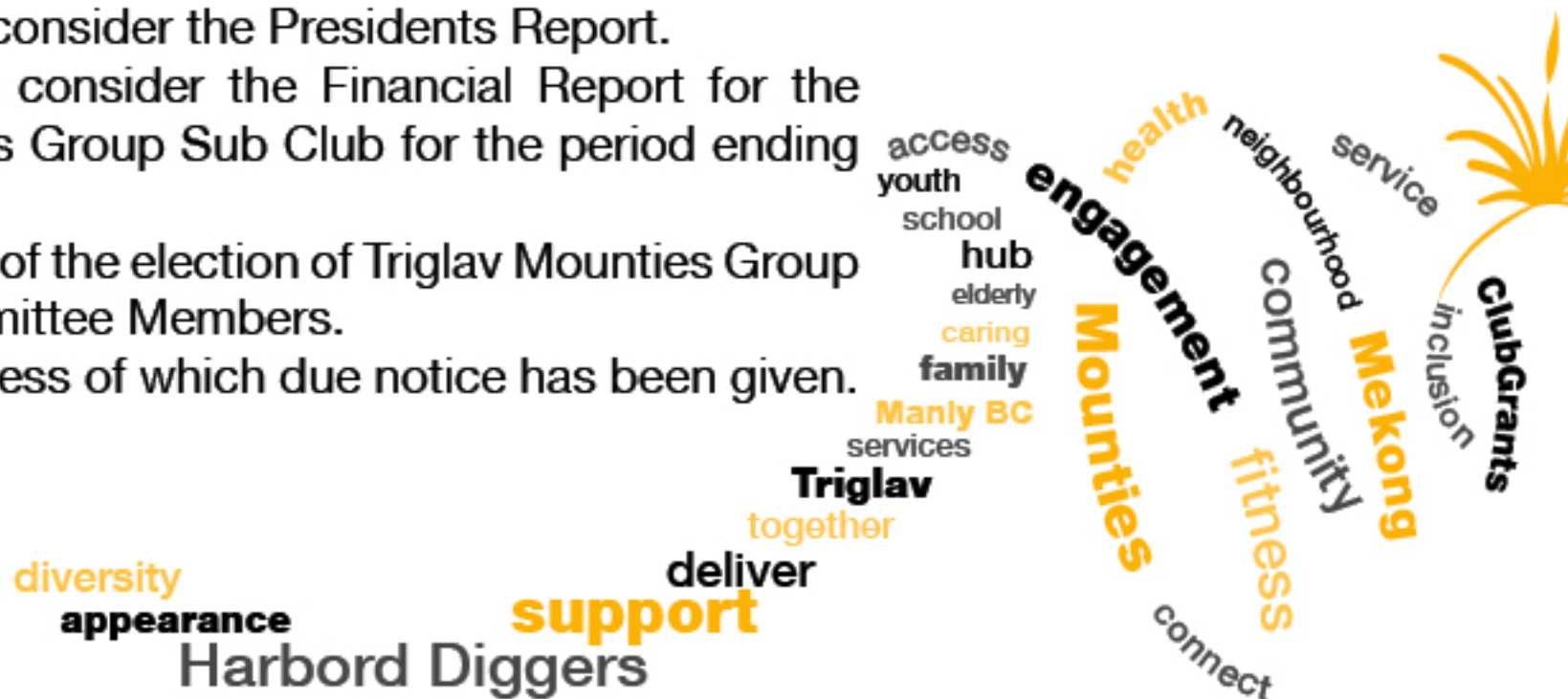
1. To receive and consider the Presidents Report.
2. To receive and consider the Financial Report for the Triglav Mounties Group Sub Club for the period ending 30 June 2014.
3. Announcement of the election of Triglav Mounties Group Sub Club Committee Members.
4. Any other business of which due notice has been given.



G.J. Pickering

Chief Executive Officer

10 July 2014



Distribution List:	Board of Directors, Triglav Committee, G Pickering, H Vu	
Committee:	TRIGLAV SC AGM	Location: Back room (80-84 Brisbane Road, St Johns Park NSW 2176)
Date:	24 August 2014	Time: 19:00 hrs
Present:	Peter Krobe, Silvo Pahor, Louis Magajna, Alice Tant, John Rapinette, Emil Fabjancic & Branko Fabjancic	
In Attendance:	Greg Pickering	
Apologies:		
Leave of Absence:		

Subject matter		Action	Recommendation
AGM		<p>Annual General Meeting of the Triglav Mounties Group Sub Club held on 24 August 2014.</p> <ul style="list-style-type: none"> <i>A quorum shall exist if a majority of members of the TSCC, including the chairperson, are present.</i> <i>Confirm Total Members Registered for Meeting (after meeting)</i> 	
Business		To receive and consider the Financial Report for the Triglav Club for the Period ending 30 June 2014	
President's Report		That the President's Report is received and tabled.	Note
Financial Report		That the financial report for the Triglav Sub Club for the period ending 30 June 2014 is received and noted.	Note

		<u>Sub Club Activity Funding</u>				
		Activity	Funding		Activity	Funding
		HASA	\$3,000		Bossley Sports Soccer Club	\$2,577
		MISLI	\$3,000		Wetherill Park Cricket Club	\$250
		Slovenian Media Services	\$7,520		Smithfield Netball Club	\$50
		Anzac Day	\$0		Pretenders Golf	\$842
		Wine Tasting	\$4,563		FE/FC Car Club	\$458
		Slovenian of the Year Awards	\$6,899		Bocce	\$30,682
		St Nicholas Day	\$3,745		ClubGRANTS / Donations	\$52,305
		Traditional Music	\$12,070			
		Committee Expenses	\$1,068			

Election of the Sub Club Committee		<p>The Returning Officer declared the following nominations elected on the Triglav Sub Club Committee.</p> <table border="1" data-bbox="616 245 1319 564"> <tr> <td>Branko</td> <td>Fabjancic</td> <td>103077</td> </tr> <tr> <td>Peter</td> <td>Krope</td> <td>19093</td> </tr> <tr> <td>Louis</td> <td>Magajna</td> <td>108743</td> </tr> <tr> <td>Silvo</td> <td>Pahor</td> <td>103182</td> </tr> <tr> <td>John</td> <td>Rapinette</td> <td>104185</td> </tr> <tr> <td>Alice</td> <td>Tant</td> <td>2988</td> </tr> </table>	Branko	Fabjancic	103077	Peter	Krope	19093	Louis	Magajna	108743	Silvo	Pahor	103182	John	Rapinette	104185	Alice	Tant	2988	
Branko	Fabjancic	103077																			
Peter	Krope	19093																			
Louis	Magajna	108743																			
Silvo	Pahor	103182																			
John	Rapinette	104185																			
Alice	Tant	2988																			
General Business																					
		Signed:																			
		Date:																			

Ref	Subject	Action	Who	Status

Annual General Meeting

Triglav Mounties Group Sub Club

24 August 2014

GP Documents for AGM

1. *AGM minute template*
2. *Chair report and financials*
3. *Nominations received*
4. *Mounties Constitution*
5. *Sub Club Rules*
6. *By laws*
7. *Other Business*
8. *Close*



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au
www.mountiesgroup.com.au

mounties

***mounties
bowling club***

harbord diggers

***manly
bowling club***

club italia

mekong

triglav

Distribution List:	Board of Directors, Triglav Committee, G Pickering, H Vu		
Committee:	TRIGLAV SC AGM	Location:	Back room (80-84 Brisbane Road, St Johns Park NSW 2176)
Date:	24 August 2014	Time:	19:00 hrs
Present:	Peter Krobe, Silvo Pahor, Louis Magajna, Alice Tant, John Rapinette, Emil Fabjancic & Branko Fabjancic		
In Attendance:	Greg Pickering		
Apologies:			
Leave of Absence:			

Subject matter		Action	Recommendation
AGM		<p>Annual General Meeting of the Triglav Mounties Group Sub Club held on 24 August 2014.</p> <ul style="list-style-type: none"> <i>A quorum shall exist if a majority of members of the TSCC, including the chairperson, are present.</i> <i>Confirm Total Members Registered for Meeting (after meeting)</i> 	
Business		To receive and consider the Financial Report for the Triglav Club for the Period ending 30 June 2014	
President's Report		That the President's Report is received and tabled.	Note
Financial Report		That the financial report for the Triglav Sub Club for the period ending 30 June 2014 is received and noted.	Note

Sub Club Activity Funding

Activity	Funding	Activity	Funding
HASA	\$3,000	Bossley Sports Soccer Club	\$2,577
MISLI	\$3,000	Wetherill Park Cricket Club	\$250
Slovenian Media Services	\$7,520	Smithfield Netball Club	\$50
Anzac Day	\$0	Pretenders Golf	\$842
Wine Tasting	\$4,563	FE/FC Car Club	\$458
Slovenian of the Year Awards	\$6,899	Bocce	\$30,682
St Nicholas Day	\$3,745	ClubGRANTS / Donations	\$52,305
Traditional Music	\$12,070		
Committee Expenses	\$1,068		

3

Ref	Subject	Action	Who	Status

TRIGLAV MOUNTIES GROUP

CHAIRMAN'S REPORT 2014

As 2014 comes to an end I am pleased to provide you with my closing report.

It is just over a year from the day when Club Triglav became a new member of a great Mounties group of Clubs, and what a year it was.

Firstly, the club through an amalgamation successfully changed its name from Triglav Panthers to Triglav Mounties with great satisfaction and approval among the loyal members of the Club, especially the traditional members.

Secondly, this year has been a fantastic success and gives Triglav Mounties a solid base in which to meet challenges that are on the horizon. Despite transition time through last year the club operated in full capacity to meet the needs and expectations for all Club members.

I am also pleased to report continuation of support to various groups whenever possible. During last year generous donations were made to Wetherill Park Cricket Club, Bossley Sports AGM, Kidney Car Rally, FE FC Holden Car Club, Pretenders Social G Bar TAB, HASA – NSW, Bi-Monthly Magazine in Slovenian Language – Thoughts and WPCC Community - Sport.

It has just been over a year since Triglav become a proud member of the Mounties family with many improvements and changes. However the traditional family atmosphere in the Club and heritage of the Club remains. Through the Club funding, the Mountie Slovenian dance and the traditional Mother's Day, Father's Day functions have continued, as did the Anzac Day sunset service. Recently the Club hosted The Slovenian National Day and Slovenian of the Year Awards and coming up shortly we will enjoy the annual St. Nicholas, Christmas and New Year Eve festivities.

Congratulations to our bocce team for their representation of the Club throughout the year a special thanks to the group of dedicated people who make this possible.

In closing, I would like to congratulate and say thank you to Management, staff and volunteers who have been involved with the Club's progress this year. Last but not least a special thanks to Greg Pickering CEO of Mounties Group for his help, understanding and guidance which is greatly appreciated.

Soon we will be welcoming Caroline Lumley, at present being Group Marketing & Communications Manager to become our new General Manager. Have a safe Christmas and Happy New Year.

Sincerely,

**Peter Kroke - Chairman of SUB Committee
Triglav Mounties**

**Greg Pickering - Chief Executive Officer
Mounties Group**
p\ 9822 3544 (pa / direct) f\ 9610 9472
e\ ceo@mountiesgroup.com.au
w\ mounties.com.au



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

triglav

TRIGLAV CLUB

INCOME AND EXPENDITURE STATEMENT

FOR THE YEAR ENDING 30TH JUNE 2014

	Actual	Budget
Income	\$	\$
Total Income	\$4,618,949	\$4,943,808
Facilities Profit / (Loss)		
Profit / (Loss) Poker machines	2,385,188	2,585,476
Profit / (Loss) Keno	53,509	52,167
Profit / (Loss) T.A.B.	-	-
Profit / (Loss) Bingo & Raffles	(37,074)	(19,054)
Profit / (Loss) Giftshop	5,298	6,652
Profit / (Loss) Tiered Loyalty	(186,814)	(21,476)
Profit / (Loss) Bars	117,205	(116,424)
Profit / (Loss) Nightclub	-	-
Profit / (Loss) Resort Facilities	-	-
Profit / (Loss) Contracted Car Wash	-	-
Profit / (Loss) Catering	(188,127)	(43,327)
Profit / (Loss) Fitness Centre	-	-
Profit / (Loss) Functions & Entertainment	(97,463)	(76,233)
Profit / (Loss) Memberships	-	192,000
Profit / (Loss) Childrens Amusements	-	-
Sundry Income		
Interest Received	-	-
Sports Activities	-	-
Commissions	4,373	24,000
Other	38,291	30,197
Total Club Contribution	2,094,386	2,613,978



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email

info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

triglav

TRIGLAV CLUB

INCOME AND EXPENDITURE STATEMENT

FOR THE YEAR ENDING 30TH JUNE 2014

Expenses	Actual \$	Budget \$
Member & Club Services		
Operations, Transport & Security	467,529	1,180,200
Booking Office	88,082	-
Child Care	-	-
Advertising & Promotions	158,741	354,830
Gardening, Landscaping	8,257	2,300
Repairs & Maintenance	112,693	251,400
Total	835,302	1,788,730
Community Expenses		
Sports Area Expenses	-	-
Childrens Christmas Party	-	-
Senior Citizens Christmas Party	-	-
Carols by Candlelight	-	-
Community Services	-	-
Community Donations	60,801	94,649
Sporting Sub Club Expenses	55,768	54,881
Sporting Sub Club Grants	-	-
Total	116,569	149,530
Administration, Finance Etc.		
Management - Administration	25,561	56,400
Depreciation Building & General	84,956	90,000
Human Resources	2,191	11,600
Information Technology	27,871	24,000
Utilities	39,043	191,265
Salaries & Wages On - Costs	76,338	15,000
Total	255,960	388,265
Total Expenses	1,207,831	2,326,525



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

triglav

TRIGLAV CLUB

INCOME AND EXPENDITURE STATEMENT FOR THE YEAR ENDING 30TH JUNE 2014

Profit/(Loss)	Actual \$	Budget \$
Net Profit for the Period	886,555	287,453
ADD BACK		
Interest / Rental Expenses	2,021	-
Tax Expense	-	-
Donations Expenses	116,569	149,530
Depreciation Expense	201,459	210,000
E.B.I.T.D.A.R.D.	1,206,604	646,983

Financial Indicators

E.B.I.T.D.A.R.D. %	26.1%	13.1%
Total Income	\$4,618,949	\$4,943,808
Wages	1,006,277	1,322,584
Wages %	21.8%	26.8%



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au

www.mountiesgroup.com.au

Accountants' Report

In my opinion the attached special purpose financial statements:

- give a true and fair view of the Club's financial performance at 30 June 2014
- comply with Australian Accounting Standards

Mt Pritchard & District Community Club Ltd

Ralph Wearne - Financial Controller

Sydney, 11 August 2014

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

triglav

AGM Triglav
Page 10

[illegible]

I, Gregory James Pickering, Secretary Manager, certify that this and the following 31 pages is a true and correct copy of the Constitution of Mount Pritchard & District Community Club Ltd as amended at the Annual General Meeting of the Club held on 27 October 2013.

Gregory James Pickering

Date 31/10/2013

CORPORATIONS ACT 2001

**A Public Company Limited by Guarantee
and not having a Share Capital**

CONSTITUTION

of

MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB LIMITED

ABN 98 000 458 622

NAME

- 1 The name of the company (referred to as "the Club") is "Mount Pritchard & District Community Club Limited".

DEFINITIONS

- 2(a) Unless the context or subject matter otherwise requires:

"the Act" means the Corporations Act 2001.

"Australian Defence Force" includes the armed forces of the Commonwealth however described.

"the Board" means the members for the time being of the Board of Directors of the Club.

"By-law" means and includes regulations.

"the club noticeboard" means a board or boards designated as such within the Club's premises on which notices for the information of members are posted.

"Club Licence" means a licence held by the Club under the Liquor Act.

"Constitution" means and includes rules.

"Director" means a member of the Board.

"financial member" means any full member who has paid all money payable by him or her to the Club by the due date for payment thereof.

"full member" means a person who is an ordinary member or a life member of the Club.

"General Meeting" includes Annual General Meeting.

"in writing" and "written" include any mode of representing or reproducing words, figures, drawings or symbols in a visible form.

"Liquor Act" means the Liquor Act 2007.

"month" means calendar month.

"the office" means the registered office for the time being of the Club.

"officer" means an officer as defined in the Act.

"ordinary member" means a member of the Club other than a life member, honorary member, temporary member or provisional member.

"the Registered Clubs Act" means the Registered Clubs Act 1976.

"RSL" means the Returned and Services League of Australia.

"RSL or Services Club" means:

- (a) an RSL, services, ex-services, memorial, Legion or other similar club that is a registered club; or
- (b) a registered club that has objects similar to, or that amalgamated with, a club of the kind referred to in paragraph (a).

"seal" means the common seal of the Club.

"Secretary" includes Chief Executive Officer, General Manager, Secretary Manager or Honorary Secretary.

"special resolution" has the same meaning as in the Act.

INTERPRETATION

- 3 This Constitution is subject to the Act and the Registered Clubs Act. To the extent that any of the provisions in this Constitution are inconsistent with these Acts and might prevent the Club being registered under these Acts, those provisions will be inoperative and have no effect.
- 4 A decision of the Board on the construction or interpretation of this Constitution, or on any By-laws of the Club made pursuant to this Constitution or on any matter arising therefrom, is conclusive and binding on all members of the Club, subject to such construction or interpretation being varied or revised by the members of the Club in General Meeting or by the Supreme Court of New South Wales.
- 5 The "replaceable rules" contained in the Act are hereby excluded and do not apply to the Club except in so far as they are repeated or contained in this Constitution.

- 6 In this Constitution, the following rules of interpretation apply unless the context requires otherwise:
- (a) headings and the index are for convenience only and do not affect interpretation;
 - (b) the singular includes the plural and conversely;
 - (c) a reference to a gender includes the other gender;
 - (d) if a word or phrase is defined, then its other grammatical forms have a corresponding meaning; and
 - (e) a reference to legislation includes but is not limited to a modification or re-enactment of it, a legislative provision substituted for it and a regulation or statutory instrument under it.

REQUIREMENTS OF THE REGISTERED CLUBS ACT

- 7 The Club is established for the objects set out in this Constitution.
- 8
- (a) The Club is a non-proprietary Club.
 - (b) Subject to the provisions of sections 10(6) and 10(6A) of the Registered Clubs Act, a member of the Club, whether or not the person is a member of the Board, or of any committee, of the Club, is not entitled, under the rules of the Club or otherwise, to derive, directly or indirectly, any profit, benefit or advantage from the Club that is not offered equally to every full member of the Club.
 - (c) Subject to section 10(1)(j), section 10(7), and any other applicable section of the Registered Clubs Act, only the Club and its members are entitled to derive, directly or indirectly, any profit, benefit or advantage from the ownership or occupation of the licensed premises of the Club.
 - (d) The Secretary, or an employee, or a member of the Board or of any committee, of the Club, is not entitled, under the rules of the Club or otherwise, to receive, directly or indirectly, any payment calculated by reference to the quantity of liquor purchased, supplied, sold or disposed of by the Club or the receipts of the Club for any liquor supplied or disposed of by the Club.
- 9
- (a) An employee of the Club must not vote at any meeting of the Club or of the Board or at any election of the Board, or nominate for or hold office as a member of the Board.
 - (b) Any profits or other income of the Club must be applied only to the promotion of the objects of the Club and must not be paid to or distributed among the members of the Club.
- 10
- (a) Liquor must not be sold, supplied, or disposed of on the premises of the Club to any person, other than a member, except on the invitation and in the company of a member; provided that this paragraph does not apply in respect of the sale, supply or disposal of liquor to any person at a function in respect of which an authority is granted to the Club under section 23 of the Registered Clubs Act.
 - (b) Liquor must not be sold, supplied or disposed of on the premises of the Club to any person under the age of 18 years.
 - (c) A person under the age of 18 years must not use or operate poker machines or any other forms of gaming devices on the premises of the Club.

11 Voting by proxy is not permitted:

- (a) at any election of the Board;
- (b) at any meeting of the Board or of a committee of the Club; or
- (c) at any General Meeting.

OBJECTS

12 The objects for which the Club is established are:

- (a) To provide for members and for members' guests a social and sporting club with all the usual facilities of a club including residential and other accommodation, liquid and other refreshment, libraries and provision for sporting, musical and educational activities and other social amenities.
- (b) To assist generally in the promotion of education, sport and culture in the Municipality of Fairfield, City of Liverpool, Warringah Shire, Manly and such other places as determined appropriate by the Board.
- (c) To purchase, hire, lease or otherwise acquire for the purposes of the Club any real or personal property and any rights or privileges which the Club may think necessary or convenient for the carrying out of its objects or parts thereof.
- (d) To give, sell, mortgage, exchange, hire, lease or otherwise dispose of the property of the Club or any part or parts thereof.
- (e) To invest and deal with any of the money of the Club not immediately required for the purposes thereof upon such securities and in such manner as may be deemed fit and from time to time to vary and realise such investments.
- (f) To make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- (g) To borrow money from time to time and for such purposes to give debentures, liens, mortgages, charges or other security over the whole or any part of the property real or personal of the Club.
- (h) To apply for and obtain and hold a certificate of registration or any other licence or licences under the Registered Clubs Act or any other Act or law for the time being operative and for such purpose or purposes to appoint, if necessary or desirable, a Secretary to act as licensee and hold the certificate of registration or other licence or licences on behalf of the Club.
- (i) To obtain and hold any licence or permission necessary for and to carry on the business of restaurant keepers and sellers of tobacco, cigars and cigarettes and of all kinds of goods, services and provisions required, used or desired by members.
- (j) To take or reject any gift or property, monies or goods whether subject to any special trust or not.
- (k) To erect, maintain, improve or alter any building or buildings for the purpose of the Club.
- (l) To render aid, either financial or by other means, to persons in necessitous circumstances in the Municipality of Fairfield and City of Liverpool or elsewhere.

- (m) To indemnify any person or persons, whether members of the Club or not, who may incur or have incurred any personal liability for the benefit of the Club and for that purpose to give such person or persons mortgages, charges or other security over the whole or any part of the real or personal property present or future of the Club.
 - (n) To establish, support or aid in the establishment and support of associations, funds, trusts and conveniences calculated to benefit the members of the Club or the dependants or connections of such members and to make payments towards insurance for any purpose and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public, general or useful object.
 - (o) To carry on all such activities as may be necessary or convenient for the purposes of the Club or any of them.
 - (p) To do such acts, deeds, matters and things and to enter into and make all such agreements as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club or any of them.
- 13 The income and property of the Club, howsoever derived, must be applied solely towards the promotion of the objects of the Club as set out in this Constitution and no portion thereof is to be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or among the members of the Club. Provided that nothing herein prevents the payment in good faith of interest to any such member in respect of money advanced by that member to the Club or otherwise owing by the Club to the member, or of remuneration of any officer or employee of the Club or to any member of the Club or other person in return for services actually rendered to the Club. Provided further that no member of the Board or of any committee is to be appointed to any salaried office of the Club or any office of the Club paid by fees while still a member of the Board or of that committee. Provided further that nothing herein is to be construed as preventing the payment of an honorarium in respect of special honorary services rendered, repayment of out-of-pocket expenses, payment of interest on money lent, payment for sale or hire of goods or payment of rent for premises let to the Club.

WINDING UP

- 14 The liability of the members of the Club is limited.
- 15 Each member of the Club undertakes to contribute to the assets of the Club in the event of the Club being wound up during the time that he or she is a member, or within one year thereafter for payment of the debts and liabilities of the Club contracted before the time at which he or she ceases to be a member and of the costs, charges and expenses of winding up the Club, and for the adjustment of the rights of the contributories among themselves, such amount as may be required, not exceeding \$2.
- 16 If upon the winding up or deregistration of the Club there remains after the satisfaction of all its debts and liabilities any property whatsoever the property must not be paid to or distributed among the members of the Club but must be given up or transferred to some other institution or institutions which has or have objects similar to the objects of the Club and which prohibits or prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Club under or by virtue of this Constitution. The institution or institutions will be determined by the members of the Club at or before the time of deregistration, and in default thereof by such Judge of the Supreme Court of New South Wales as may have or acquire jurisdiction in the matter, and if and so far as effect cannot be given to the aforesaid provision, then that property will be given to some charitable object.

MEMBERSHIP

- 17 The number of full members of the Club must not exceed the maximum number permissible under the Registered Clubs Act.
- 18 A majority of full members of the Club must at all times have the right to vote at the election of the Board.
- 19 A person must not be admitted to membership of the Club except as an ordinary member, life member, honorary member, temporary member or provisional member.
- 20 A person who is under the age of 18 years will not be admitted to any class of ordinary membership other than Junior Sporting membership.
- 21 All classes of membership are open to both male and female genders.
- 22 Unless and until otherwise determined by the Board, the classes of ordinary membership are:
 - (a) Club Members;
 - (b) Junior Sporting Members.
- 23
 - (a) The persons whose names at the date of the special resolution adopting this Constitution are entered in the Club's Register of Members and other persons as the Board admits to membership in accordance with this Constitution are the members of the Club. As at that date, persons who are classified in the Register as Ordinary Members will be reclassified as Club Members.
 - (b) Those persons who were financial full members The Harbord Diggers' Memorial Club Limited, and whose names were entered in the Register of Members of The Harbord Diggers' Memorial Club Limited, on the date of conditional approval by the Licensing Court of New South Wales of the amalgamation of Mount Pritchard & District Community Club Limited and The Harbord Diggers' Memorial Club Limited shall, for the purposes of the Registered Clubs Act, be identified in the Register of Members of Mount Pritchard & District Community Club Limited as 'Harbord Diggers members'
 - (c) A person who:
 - (i) is a financial full member of the Club, or, who makes application and is elected as a full member of the Club in accordance with the Deed of Amalgamation between the Club and Abruzzi Friuli Veneto Sports Club Limited ABN 68 000 654 955 (**Club Italia**); and
 - (ii) is a financial full member (as defined in the Registered Clubs Act) of Club Italia and whose name is entered in the register of members of Club Italia, on the date of transfer of the club licence of Club Italia to the Club by the Independent Liquor and Gaming Authority;will:
 - (iii) for the purposes of the Registered Clubs Act only, be identified in the Club's register of members as a 'Club Italia Member'; and
 - (iv) be given credit for any annual subscription paid in respect of their membership of Club Italia, up to the end of the current financial year of the Club in which the club licence of Club Italia was transferred to the Club.

- (d) A person who:
- (i) is a financial full member of the Club, or, who makes application and is elected as a full member of the Club in accordance with the Memorandum of Understanding for amalgamation between the Club and Temporary Holding Club (No.1) Limited (**THCL**); and
 - (ii) is a financial full member (as defined in the Registered Clubs Act) of THCL and whose name is entered in the register of members of THCL, on the date of transfer of the club licences of THCL to the Club by the Independent Liquor and Gaming Authority;
- will:
- (iii) for the purposes of the Registered Clubs Act only, be identified in the Club's register of members as a 'THCL Member'; and
 - (iv) be given credit for any annual subscription pre-paid in respect of their membership of THCL or Penrith Rugby League Club Ltd.

ORDINARY MEMBERSHIP

24 The eligibility requirements for election to the following classes of ordinary membership are:

(a) Club Members

Any person who has attained the age of 18 years is eligible for election to Club membership if that person has made an application for Club membership in accordance with this Constitution.

(b) Junior Sporting Members

Any person who has not attained the age of 18 years is eligible for election to Junior Sporting membership if that person has made an application for Junior Sporting membership in accordance with this Constitution and also fulfils the following requirements:

- (i) the person must satisfy the Board that he or she has an interest in taking an active part in the Club's sporting activities on a regular basis;
- (ii) the Board must receive written consent from the person's parent or guardian to that person becoming a Junior Sporting Member and taking part in the Club's sporting activities; and
- (iii) the person must, in the opinion of the Board, be suitable to be elected to Junior Sporting membership.

LIFE MEMBERSHIP

25 (a) A financial member in the class of Club membership is eligible for election to Life membership if that person:

- (i) has rendered distinguished, exceptional or meritorious services to the Club; and
- (ii) is recommended by the Board for election to Life membership.

- (b) A person who satisfies the eligibility requirements in paragraph (a) will be duly elected to Life membership if a resolution to that effect is carried by a two-thirds majority of members who are present and voting at a General Meeting.

RIGHTS OF MEMBERS

- 26 A Life Member will have all the entitlements, rights and privileges of a Club Member. In addition, a Life Member will be exempt from payment of subscriptions or levies.
- 27
 - (a) Subject to Rule 109 herein, financial members in the classes of Life membership and Club membership are entitled to attend and vote on all matters at General Meetings provided that such members have at least 24 continuous months membership of the Club as at the date of the General Meeting and such members are also entitled to vote at the election of the Board of Directors provided that such members have at least 24 continuous months membership of the Club as at the date of the closing of the role in relation to the election of the Board of Directors.
 - (b) Junior Sporting Members are not entitled to vote at any General Meeting, to be nominated for or elected to the Board or any office of the Club or participate in the management, business and affairs of the Club in any way.
- 28 Each member who is entitled to vote has one vote, but cannot vote by proxy.
- 29
 - (a) The rights of members to use the facilities and amenities of the Club are as the Board may determine from time to time by By-law or otherwise.
 - (b) Without limiting the general powers of the Board conferred in paragraph (a), all members hereby acknowledge and accept that the Board has the power from time to time to organise and enforce the exclusion from the Club's premises of any member or other person (either with or without that member's or person's agreement) in accordance with:
 - (i) the Club's responsible service of alcohol policy (as adopted and amended by the Board from time to time); or
 - (ii) the Club's responsible service of gambling policy (as adopted and amended by the Board from time to time).

HONORARY MEMBERSHIP

- 30 The following persons may be admitted as Honorary Members of the Club in accordance with procedures established by the Board from time to time:
 - (a) the Patron or Patrons for the time being of the Club;
 - (b) any prominent citizen or local dignitary; and
 - (c) any person attending the Club's premises who:
 - (i) produces evidence that the person is a serving member of the Australian Defence Force; or
 - (ii) is a former member of the Australian Defence Force and produces evidence that the person is a Service Member of the RSL and a member of at least one other RSL or Services Club,
- provided that such a person will be admitted as an Honorary Member only for the day the person attends the Club's premises.

- 31 (a) Honorary members may be relieved by the Board of any obligation or liability with respect to the payment of entrance fees and subscriptions.
- (b) Honorary members are entitled only to those facilities and amenities of the Club as determined by the Board from time to time. Honorary members are not entitled to vote at any General Meeting, to be nominated for or elected to the Board or any office of the Club or participate in the management, business and affairs of the Club in any way.
- (c) The Board has power to cancel the membership of any Honorary Member without notice and without being required to give reason.
- (d) When Honorary membership is conferred on any person, the following particulars must be entered in the Club's Register of Honorary Members:
- (i) the name in full, or the surname and initials, of the Honorary Member;
 - (ii) the residential address of the Honorary Member;
 - (iii) the date on which Honorary membership is conferred;
 - (iv) the date on which Honorary membership is to cease.

TEMPORARY MEMBERSHIP

- 32 The following persons may be admitted as temporary members of the Club in accordance with procedures established by the Board from time to time:
- (a) a person whose permanent place of residence in New South Wales is at least 5 kilometres from the Club's premises or such greater distance 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 other club which is registered under the Registered Clubs Act and which has objects similar to those of the Club;
 - (c) a full member (as defined in the Registered Clubs Act) of any registered club or any interstate club (as defined in the Registered Clubs Act) who, at the invitation of the Board or of a full member 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 the person so attends the premises of the Club until the end of that day;
 - (d) an interstate or overseas visitor.
- 33 (a) Temporary members are not required to pay an entrance fee or subscription, but may be required to pay a temporary membership fee as determined by the Board from time to time.
- (b) Temporary members are entitled only to those facilities and amenities of the Club as determined by the Board from time to time. Temporary members are not entitled to attend or vote at any General Meeting, to be nominated for or elected to the Board or any office of the Club or participate in the management, business and affairs of the Club in any way.
- (c) The Secretary, or in the Secretary's absence the senior employee of the Club then on duty, may terminate the membership of any temporary member at any time without notice and without being required to give reason.

- (d) A person under the age of 18 years will not be admitted as a temporary member other than pursuant to rule 32(c).
- (e) When a temporary member (other than a temporary member admitted pursuant to rule 32(c)) first enters the Club's premises on any day, the following particulars must be entered in the Club's Register of Temporary Members:
 - (i) the name in full, or the surname and initials, of the temporary member;
 - (ii) the residential address of the temporary member;
 - (iii) the date on which temporary membership is granted;
 - (iv) the signature of the temporary member.
- (f) Notwithstanding rule 33(e), in accordance with the Registered Clubs Act an eligible person may be admitted as a temporary member for a period of up to, but not exceeding, 7 consecutive days (or for such longer period as the Casino, Liquor & Gaming Control Authority may approve in writing). A person admitted under this rule 33(f) is only required to sign the register on the first day when they enter the Club's premises during that period.

PROVISIONAL MEMBERSHIP

- 34 (a) A person may be admitted to Provisional membership of the Club pending the decision of the Board in relation to his or her application for ordinary membership. The requirements for admission to Provisional membership are:
 - (i) the person has applied for a class of ordinary membership on the Club's nomination form; and
 - (ii) the person has paid the appropriate entrance fee (if any) and subscription.
- (b) Should a person who is admitted as a provisional member not be elected to ordinary membership of the Club within 6 weeks from the date of depositing the nomination form at the office or should that person's application for membership be rejected (whichever is the earlier), that person will cease to be a provisional member. The entrance fee (if any) and subscription submitted with the nomination form will be returned to that person.
- (c) If the Board approves the application for membership, that person will cease to be a provisional member and from the date of approval the person will be admitted to the class of ordinary membership applied for.
- (d) Provisional members are entitled only to those facilities and amenities of the Club as determined by the Board from time to time. Provisional members are not entitled to attend or vote at any General Meeting, to be nominated for or elected to the Board or any office of the Club or participate in the management, business and affairs of the Club in any way.

GUESTS

- 35
- (a) All members other than Junior Sporting Members will have the privilege of introducing guests to the Club. However, a temporary member may only introduce (but not sign in) a guest who is under the age of 18 years and in relation to whom the temporary member is a responsible adult.
 - (b) A member must not introduce guests more frequently or in a greater number than may for the time being be provided by By-law, and must not introduce any person as a guest who has been expelled from the Club for misconduct or non-payment of any subscription or other money due to the Club or who is currently under suspension.
 - (c) A member is responsible for the conduct of any guest that he or she may introduce to the Club.
 - (d) The Board has power to make By-laws from time to time, not inconsistent with the Registered Clubs Act, regulating the terms and conditions on which guests may be admitted to the Club.
 - (e) A guest must at all times remain in the reasonable company of the member who introduced that guest.
 - (f) A guest must not remain on the Club's premises any longer than the member who introduced that guest.
 - (g) The Secretary, or in the Secretary's absence the senior employee of the Club then on duty, may refuse a guest admission to the Club's premises (or any part thereof) at any time without notice and without being required to give reason.
 - (h) On each occasion on any day on which a person of or above the age of 18 years enters the Club's premises as the guest of a member, the following particulars must be entered in the Club's Register of Guests:
 - (i) the name in full, or the surname and initials of the given names, of the guest;
 - (ii) the residential address of the guest;
 - (iii) the date of that day;
 - (iv) the signature of that member.
 - (i) If an entry in the Register of Guests is made on any day in respect of the guest of a member, it is not necessary for an entry to again be made in the Register if that guest subsequently enters the Club's premises on that day as the guest of that member.

PATRON

- 36
- (a) The members in General Meeting may appoint or remove one or more Patrons from time to time upon a recommendation being made by the Board to the meeting.
 - (b) A Patron who is not a member of the Club will be deemed to be an Honorary Member while he or she remains a Patron.

ELECTION OF MEMBERS

- 37 A person must not be admitted as an ordinary member of the Club unless that person is elected to membership at a meeting of the Board or of a duly appointed committee by a three-quarters majority of the Directors present and voting, the names of those Directors present and voting at that meeting being recorded by the Secretary.
- 38 A candidate for ordinary membership of the Club must make application in accordance with this Constitution and the Registered Clubs Act.
- 39
- (a) A nomination form must be completed in respect of every application for ordinary membership.
 - (b) The nomination form will contain such particulars as are from time to time prescribed by the Board. The nomination form will as a minimum include the full name, address and occupation of the candidate and a statement that the candidate, if admitted, will be bound by the Constitution of the Club.
 - (c) The nomination form must be signed by the candidate.
 - (d) The appropriate entrance fee (if any) and subscription must be lodged with the nomination form.
 - (e) The nomination form must be deposited at the office. The Secretary must cause the name and address of the candidate to be displayed on the club noticeboard or in some other conspicuous place in the clubhouse for a continuous period of not less than 7 days before the election of the candidate as a member of the Club. An interval of at least 14 days must elapse between the proposal of a candidate for election and the candidate's election.
 - (f) The Board may reject any application for membership without giving any reason for the rejection. The Secretary will as soon as practicable return to a rejected candidate the amount of the entrance fee (if any) and subscription lodged with the application.
 - (g) A person whose application for membership has been rejected will not be entitled to again apply for membership within one year from the date of the rejection, and any such application will be void.
 - (h) The Board has the power to make By-laws regulating all matters in connection with the election of a member not otherwise provided by this Constitution.
- 40 When a person has been elected to membership, the Secretary will enter that person's name and details in the Club's Register of Members. The member so elected is deemed to have agreed to be bound by this Constitution and the By-laws from time to time in force.

TRANSFER OF MEMBERSHIP

- 41
- (a) The Board may, at its discretion, on the written application of a member who has the qualifications for and wishes to become a member of a different class, transfer that member from any class of ordinary membership to another class of ordinary membership. The Board may, if thought appropriate, make an adjustment in the entrance fee (if any) and subscription paid or payable by that member so transferred for the membership year in which the transfer takes place.
 - (b) The Board may appoint a committee to exercise the powers of the Board in relation to the transfer of membership.

ENTRANCE FEES, SUBSCRIPTIONS AND LEVIES

- 42 Membership subscriptions must be paid annually in advance or may, if the Board so directs and approves, be paid by monthly, quarterly or half-yearly instalments in advance or for more than one year in advance. The Board will from time to time prescribe the time and manner of payment and all other related matters not especially provided for in this Constitution.
- 43 The Board will from time to time prescribe the entrance fees, subscriptions, levies, charges and other amounts payable by members of the Club. However, the amount payable by ordinary members must not be less than \$2 per annum or such other minimum amount prescribed from time to time by the Registered Clubs Act.
- 44 The Board may at any time or times suspend the payment of entrance fees either generally or in respect of individual cases, and has the discretionary power to fix and determine or waive the entrance fee chargeable to any member under any special circumstances that may arise.
- 45
- (a) If a member has not paid the subscription or any other money due to the Club on or before the due date for payment, the member ceases to be a financial member.
 - (b) If the member pays the subscription or other money within one month after the due date for payment, that member will again be a financial member.
 - (c) If the subscription or other money remains unpaid after one month from the due date for payment (or any further time which the Club in its absolute discretion may permit), the defaulting member will be debarred from all privileges of membership and will cease to be a member of the Club.

ABSENTEE LIST

- 46 The Board may make special arrangements not inconsistent with the Registered Clubs Act as to the amount and payment of subscriptions of any member leaving or returning to the Commonwealth of Australia or residing outside Australia. The member will be placed on an Absentee List.

ADDRESSES OF MEMBERS

- 47 A member must advise the Secretary of any change in his or her address.

REGISTERS OF MEMBERS AND GUESTS

- 48 The Club must keep the following registers:
- (a) a register of persons who are full members of the Club, which will set out the name in full, the occupation and address of each full member and, if the member is an ordinary member, the date on which that member last paid the fee for membership of the Club;
 - (b) a register of persons who are Honorary Members;
 - (c) registers of persons who are temporary members;
 - (d) a register of persons of or above the age of 18 years who enter the Club's premises as guests of members.

DISCIPLINARY PROCEEDINGS

- 49 (a) The Board has the power to reprimand, suspend from any or all privileges of membership for such period as it considers fit, expel or accept the resignation of any full member if, in its opinion, that member:
- (i) has refused or neglected to comply with any provision of this Constitution or of the By-laws; or
 - (ii) is guilty of any conduct prejudicial to the interests of the Club; or
 - (iii) is guilty of any conduct which is unbecoming of a member; or
 - (iv) is guilty of any conduct which renders the member unfit for membership.
- (b) The Board must comply with the following procedure when exercising its powers under paragraph (a):
- (i) The Club must give written notice to the member of any charge against that member under this rule, at least 7 clear days before the meeting of the Board at which the charge is to be heard. The notice will set out the facts, matters and circumstances giving rise to the charge and include details of the range of potential penalties if the member is found guilty.
 - (ii) The member charged is entitled to attend the meeting for the purpose of answering the charge or may answer the charge in writing.
 - (iii) At the meeting, the member charged is entitled to call witnesses in his or her defence.
 - (iv) The voting by the Directors present at the meeting will be in that manner as is decided by the Board. A resolution at the meeting will not be passed unless a majority of the Directors present vote in favour of that resolution.
 - (v) If the member fails to attend the meeting, the Board may hear the charge and, on the evidence before it, make a decision as to the member's guilt and, if found guilty, the separate decision as to penalty. However, the Board must have regard to any representations made to it in writing by the member charged.
 - (vi) After the Board has considered all the evidence put against the member it must come to a decision as to the member's guilt in relation to the charge. Once it has decided the issue of guilt, the Board must, if the member has attended the meeting and has been found guilty, inform the member prior to considering any penalty.
 - (vii) If the member has attended the meeting, he or she must be given a further opportunity at the meeting to address the Board in relation to the penalty appropriate to the charge of which he or she has been found guilty.
 - (viii) Any decision of the Board at the meeting or any adjournment thereof is final and the Board is not required to give any reason for its decision.
- (c) In the event that a notice of charge is issued to a member pursuant to paragraph (b)(i), the Board has the power to immediately suspend that member from any or all privileges of membership until the charge is heard and determined. Notice of an immediate suspension imposed by the Board on a member must be notified in writing to that member.

- (d) The powers of the Board under this Rule may be exercised by a Disciplinary Committee appointed by the Board. Any such Disciplinary Committee shall be comprised of not less than 3 persons, who may be either members of the Board, members of the Harbord Advisory Committee, or management or any combination of persons from those 3 areas.

The quorum of a Disciplinary Committee shall be 3 persons present.

- 50
- (a) The Secretary, or in the Secretary's absence the senior employee of the Club then on duty ('the senior employee') has the power to suspend any person's membership and remove that member from the premises of the Club if:
 - (i) in the opinion of the Secretary or the senior employee, the member is intoxicated, violent, quarrelsome, indecent or disorderly;
 - (ii) the member's presence on the Club's premises, in the opinion of the Secretary or the senior employee, may render the Club or the Secretary liable to a penalty under any applicable law;
 - (iii) the member has engaged or used any part of the Club's premises for an unlawful purpose;
 - (iv) the member smokes, within the meaning of the Smoke-Free Environment Act 2000, while on any part of the Club's premises that is a smoke-free area within the meaning of that Act;
 - (v) the member uses, or has in his or her possession, while on the Club's premises, any substance that the Secretary or senior employee suspects of being a prohibited plant or a prohibited drug;
 - (vi) the member is a person whom the Secretary or senior employee, under the conditions of the Club Licence or according to a term (of the kind referred to in section 134 of the Liquor Act) of a local liquor accord, is authorised or required to refuse access to the Club's premises; or
 - (vii) the member has engaged in conduct which may be prejudicial to the interests of the Club or which may be conduct unbecoming of a member.
 - (b) The Secretary or the senior employee of the Club who has exercised the power referred to in paragraph (a) must make a written report to the Board within 7 days of the date of the suspension and removal of the member. The report must set out the facts, matters and circumstances giving rise to the suspension and removal.
 - (c) Any suspension of a member by the Secretary or the senior employee pursuant to paragraph (a) will continue until further notice is given to the member pursuant to rule 49 or for 6 weeks, whichever is the earlier.

RESIGNATION AND CESSATION OF MEMBERSHIP

- 51 (a) A member may at any time by giving notice in writing to the Secretary resign from membership of the Club. The member's resignation will take effect from the date on which it is received by the Secretary.
- (b) Every person who ceases to be a member of the Club (whether by resignation, expulsion, neglecting to pay the entrance fee or subscription, or for any other reason) will upon and by reason of such cessation of membership forfeit all rights as a member of the Club. However, the person will remain liable for any subscription and all arrears thereof due and unpaid at the date of cessation of membership and any other money due by that person at the date of cessation of membership or for which that person is or may become liable under this Constitution.
- (c) When a person ceases to be a member of the Club, the Secretary will make a notation to that effect against the person's name in the Register of Members.

THE BOARD

- 52 (a) The business and affairs of the Club and the custody and control of its funds and property is to be managed by a Board of 11 Directors.
- (b) Unless otherwise determined by the Board, the positions on the Board will be the President and 10 Ordinary Directors. The Board will elect a Director to the position of President from time to time as the occasion may require.
- 53 (a) Subject to Rule 53(b), only financial members in the classes of Life membership or Club membership and of at least five (5) years continuous membership standing are eligible to be nominated for, elected to, and hold office on the Board.
- (b) A person elected to membership of the Club after the conclusion of the Annual General Meeting in 2012 is eligible to be nominated for, elected to and hold office on the Board only if the person is a financial Life Member or Club Member of at least ten (10) years continuous membership standing. Nothing in this Rule 53(b) affects the rights of any person elected to membership of the Club prior to the conclusion of the Annual General Meeting in 2012.
- 54 A member is ineligible to be nominated for election to the Board of Directors, to be elected to the Board of Directors or to vote upon the election of the Board of Directors if that member:
- (a) as at the date of the closing of the roll of members eligible to vote in the election of the Board of Directors is either currently suspended from the rights and privileges of membership or has been cited to appear before the Board or the Board's duly constituted disciplinary committee on any charge and has been found guilty of that charge within a period of 8 years immediately prior to the date of the closing of the roll of members eligible to vote on that election; or
- (b) has at any time been convicted of an indictable offence; or
- (c) is a former employee of the Club whose services were terminated by the Club for misconduct; or
- (d) is a director or top executive (as defined in the Registered Clubs Act and regulations to it) of another registered club; or
- (e) is the licensee or manager of a hotel; or

- (f) is a director of, or controls the composition of the board of directors of, any company which holds a liquor licence for a hotel; or
 - (g) is a sole trader, or partner in a partnership, which is a party to a contract with the Club; or
 - (h) is the director of, or controls the composition of the board of, any company which is a party to a contract with the Club; or
 - (i) controls more than 50% of the voting rights in any entity which is a party to a contract with the Club.
- 54A (a) At each election of the Board held after 7 March 2010 in accordance with this Constitution, at least 9 members elected to the Board at any such election must be members whose principal place of residence is located not more than 15 kilometres (measured point to point and not by road distance) from the Club's premises at 101 Meadows Road Mount Pritchard NSW.
- (b) If the principal place of residence of any member elected to the Board with the qualification referred to in Rule 54A(a) during that member's term of office as a Director, changes to a residence located outside the area specified in rule 54A(a), that member will not vacate office as a Director only for that reason.
- (c) If a member elected to the Board with the qualification referred to in Rule 54A(a) vacates office as a Director, and the Board determines to appoint an eligible member to fill the casual vacancy so created in accordance with Rule 81, the Board must only appoint an eligible member whose principal place of residence is within the area specified in Rule 54A(a).
- 55 (a) The Directors' terms of office will be until the conclusion of the next annual General Meeting after that at which they were elected when they will retire, provided that from the election of the Board of Directors in 2008 and thereafter, the Board shall be elected under the biennial election system and shall have a term of 2 years, and the Board of Directors shall retire at the second Annual General Meeting after they were elected
- (b) A retiring Director will (subject to this Constitution) be eligible for re-election.

ELECTION OF THE BOARD

- 56 The election of the Board, when required, will be conducted in the following manner:
- (a) A nomination for election of a member to the Board must:
 - (i) be in writing and be signed by 2 nominators who must each be financial members in the classes of Life membership or Club membership, and, be signed by the nominee to signify consent to the nomination; and
 - (ii) include the following information (and by signing the nomination the nominee consents to the communication of this information to members as part of the election process);
 - (A) the nominee's full name;
 - (B) the nominee's membership number and years of membership of the Club;

- (C) a profile of no more than 50 words describing the nominee's involvement in Club activities and the experience and skills the nominee will bring to the role of Director of the Club; and
 - (D) a recent passport style photograph of the nominee.
- (b) Nominations for election will open not less than 30 days prior to the date set down for the Annual General Meeting and will close at 12 noon on the day which is 14 days prior to the date set down for the Annual General Meeting.
- (c) After the close of nominations, the Returning Officer will declare the candidates for the election and post the name of each candidate and their nominators on the club noticeboard. The profile and photograph of each candidate must be displayed in the polling place during the voting period set out in Rule 56(g).
- (d) If at the close of nominations under Rule 56(b) the number of candidates duly nominated is equal to the number required to be elected, those candidates duly nominated shall be declared elected at the Annual General Meeting.
- (e) If at the close of nominations under Rule 56(b) the number of candidates duly nominated is less than the number required to be elected, those candidates duly nominated shall be declared elected at the Annual General Meeting and additional nominations shall be called for at the Annual General Meeting. If the number of candidates duly nominated at the Annual General Meeting is less than or equal to the number of vacancies, then those candidates shall be declared elected. If the number of candidates duly nominated at the Annual General Meeting exceeds the vacancies remaining, then an election by ballot determined on the "first past the post system" to fill the vacancies will be conducted at the Annual General Meeting under the supervision of the Returning Officer.
- (f) If at the close of nominations under Rule 56(b) the number of candidates duly nominated exceeds the number required to be elected, then an election by ballot to be determined on the "first past the post system" shall be conducted in the manner provided for in Rules 56(g) to 56(p).
- (g) If required, the ballot for Board elections will commence 7 days prior to the date set down for the Annual General Meeting at 12 noon, and will close at 8pm on the day prior to the date set down for the Annual General Meeting.
- (h) The Board will appoint a Returning Officer for each Board election. The Returning Officer will appoint at least 4 polling officers to assist the Returning Officer. The Returning Officer and polling officers must not be candidates or current Directors.
- (i) The Returning Officer will prepare a roll of those members entitled to vote as at the commencement of the voting period set out in Rule 56(g).
- (j) The order in which the candidates' names appear on the ballot, will be determined by a draw conducted in the presence of 20 members (who must not include candidates or current Directors).
- (k) A member will only be permitted to vote if the Returning Officer or a polling officer determines the member is eligible and the member produces a current membership card. The Returning Officer or a polling officer will mark the name of each member who votes on the voting roll. The Returning Officer's decision as to a member's eligibility to vote is final and no objection will be raised by any member by reason of the failure on the part of the Returning Officer to permit a member to vote.

- (l) All votes will be cast secretly at the polling place and will be securely stored under the direction of the Returning Officer.
 - (m) A member will vote by placing a ☒ in the square against the names of the 11 candidates he or she most prefers.
 - (n) After the close of voting under Rule 56(g), the votes will be counted by the Returning Officer and at least 2 polling officers in a part of the Club's premises open to the view of members but which is closed to access by members. The Returning Officer and at least 2 polling officers will be present at all times when counting takes place.
 - (o) Any vote which does not meet the requirements of this Rule 56 will be rejected as informal. The Returning Officer has the discretion to determine whether a voter's clear intention has been shown, in determining whether a vote is validly cast. The Returning Officer's decision in respect to the formality or informality of any vote is final.
 - (p) The 11 candidates receiving the highest number of votes will be elected as Directors. In the event of an equality of votes in favour of 2 or more candidates, a draw for the remaining position or positions (as the case may be) will be conducted by the Returning Officer at the Annual General Meeting. The candidate whose name is drawn first for each such position will be declared elected to that position.
 - (q) A sealed statement showing the votes recorded in favour of each candidate and signed by the Returning Officer, will be delivered to the chairman at the Annual General Meeting and the results of the election will be announced at the Annual General Meeting.
 - (r) The votes will be stored securely under the direction of the Returning Officer for a period of 7 days after the result of the election is announced, after which they will be destroyed.
 - (s) The Board may authorise the Electoral Commissioner (as defined by the Registered Clubs Act) or any organisation properly accredited to conduct elections, to conduct the election of the Board.
 - (t) A person must not canvass for votes (on their own behalf or on behalf of another person) or distribute 'how to vote' material relating to a Board election within the Club's premises.
- 57 The Board has the power to make By-laws regulating all matters in connection with the conduct of any election not otherwise provided by this Constitution.

POWERS OF THE BOARD

- 58 The Board is responsible for the management of the business and affairs of the Club.
- 59 The Board may exercise its powers and do all such acts and things as the Club is by law or this Constitution authorised to exercise and do and which are not by law or this Constitution required to be exercised or done by the Club in General Meeting. In particular, but without limiting its general powers, the Board has power from time to time:
- (a) To delegate any of its powers (other than this power of delegation) to committees consisting of such Director or Directors or such full members of the Club as it may from time to time think fit and may from time to time revoke such delegation.

- (b) To appoint any delegate or delegates to represent the Club for any purpose with such powers as may be thought fit.
- (c) To institute, conduct, defend, compound or abandon any legal proceedings by or against the Club or its officers or otherwise concerning the affairs of the Club and also to compound or allow time for payment and satisfaction of any debts due to any claims or demands by or against the Club and to refer any claims or demands by or against the Club to arbitration and to observe and perform the award.
- (d) To determine who will be entitled to sign or endorse on the Club's behalf contracts, receipts, acceptances, cheques, bills of exchange, promissory notes and other documents or instruments.
- (e) To appoint, discharge and arrange the duties and powers of the Secretary and to determine the remuneration and terms of employment of such Secretary and to specify and define his or her duties.
- (f) To engage, appoint, control, remove, discharge, suspend and dismiss managers, officers, representatives, agents or other employees or contractors in respect of permanent, temporary or special services as it may from time to time think fit and to determine the duties, pay, salary, emoluments or other remuneration and to terminate with or without compensation any contract of service or for service or otherwise.
- (g) To fix the maximum number of persons who may be admitted to each class of membership of the Club.
- (h) To create sections and committees for the conduct, management and control of all or any games or sporting or other activities in which the Club from time to time is engaged or interested and to define and limit the persons eligible for membership of all or any such sections and committees, and to fix or approve any supplementary subscription or any charge for membership of such sections and committees or any of them, and from time to time to terminate and dissolve any such sections or committees or to reconstitute the same on a similar or different basis.
- (i) To set the entrance fees, subscriptions and other fees, charges and levies payable by members.
- (j) To impose any restrictions or limitations on the rights and privileges of members relating to their use of the premises or relating to their conduct, behaviour and dress while on the premises.
- (k) To recommend the amount of honorarium payable to any Director or to any other member in respect of his or her services rendered to the Board or to any committee of the Club and subject to approval by a General Meeting to pay such honorarium.
- (l) To repay out-of-pocket expenses that are of a kind authorised by a current resolution of the Board and are reasonably incurred by any Director or any other person in the course of carrying out his or her duties in relation to the Club.

BY-LAWS

- 60 The Board has power to make By-laws not inconsistent with this Constitution which in the Board's opinion are necessary or desirable for the proper control, administration and management of the Club's finances, affairs, interests, effects and property and for the convenience, comfort and well-being of the members of the Club, and from time to time to amend or rescind any such By-laws. Without limiting the generality of the Board's power, the By-laws may relate to the following matters:
- (a) those matters as the Board is specifically by this Constitution empowered to regulate by By-law;
 - (b) the general management and control of the trading activities of the Club;
 - (c) the management and control of the Club's premises;
 - (d) the management and control of play and dress on the Club's premises;
 - (e) the upkeep and control of the Club's property;
 - (f) the management and control of all competitions;
 - (g) the conduct of members and guests of members;
 - (h) the privileges to be enjoyed by members;
 - (i) the relationship between members and the Club's employees;
 - (j) the control and regulation of the Club's sections and committees and the conduct and activities thereof;
 - (k) generally all those matters as are commonly the subject matter of club constitutions or by-laws or which are not reserved either under the Act, the Registered Clubs Act or this Constitution for decision by the Club in General Meeting.
- 61 The Board has power to enforce the observance of all By-laws in accordance with the disciplinary proceedings provisions of this Constitution.
- 62
- (a) Any By-law made under this Constitution comes into force and has the full authority of a By-law of the Club on being posted upon the club noticeboard.
 - (b) Any By-law made under this Constitution may be revoked by ordinary resolution of the members at a General Meeting, subject to a notice of intention to propose the resolution having been given to the Secretary in writing at least 2 months prior to the meeting and being included in the notice of that meeting.
 - (c) The revocation of a By-law pursuant to paragraph (b) will not affect the validity of any action taken by the Board, an officer or employee prior to that revocation.

SECTIONS AND COMMITTEES

- 63 The Board may permit any section of the Club to adopt a name distinctive of that section and to become affiliated with the body controlling the game or activity on such terms and conditions (not inconsistent with the Registered Clubs Act or this Constitution) as that controlling body may from time to time require and to pay on behalf of the Club, capitation fees to that controlling body or as required by that body.
- 64 A person is ineligible to be a member of any section of the Club unless he or she is a financial member of the Club.

- 65 The Board may empower any section or committee of the Club to open and operate an account in the name of the section in a financial institution approved by the Board from time to time. However, the persons eligible to operate that account must be approved by the Board which from time to time may remove and replace those persons or any of them.
- 66 Subject to the absolute control and supervision of the Board, each section or committee of the Club may manage its own affairs but must make regular reports to the Board (or otherwise as the Board may require from time to time). The minutes and records of the section or committee must also be produced regularly and promptly for inspection by or on behalf of the Board.
- 67 Subject to this rule, the constitutions and rules or by-laws of each section of the Club may be amended from time to time by a majority of the members for the time being of the section at a general meeting of the section. However, an amendment proposed to and approved by a general meeting of the section will not have effect unless and until it has been approved by resolution of the Board.
- 68 A committee of the Club must in the exercise of those powers delegated to it, conform to any regulation or restriction that the Board may impose upon it from time to time. The President or his or her nominee, who must be a Director, has by virtue of his or her office the right to be a member of all committees. A committee may meet and adjourn as it thinks proper. The meetings and proceedings of a committee consisting of 2 or more members will, as far as practicable, be governed by the proceedings of the Board provisions of this Constitution unless otherwise prescribed by the Board.
- 69 Any disciplinary action which is taken by a section or committee of the Club in respect of any member of that section or committee must at once be reported to the Board together with the reasons for that action and with a recommendation as to further action (if any) to be taken by the Board.

PROCEEDINGS OF THE BOARD

- 70 The Board may meet for the transaction of business, adjourn and otherwise regulate its meetings as it thinks fit, provided that the Board will meet whenever it deems it necessary but at least once in each month. A record of all Directors present and of all resolutions and proceedings of the Board must be entered in a Minute Book provided for that purpose.
- 71 A meeting of the Board may be called or held using any technology consented to by all the Directors. The consent may be a standing one. A Director may only withdraw his or her consent within a reasonable period before the meeting.
- 72 The President is entitled to preside as the chairman at any meeting of the Board. If the President is not present or being present is unwilling or unable to act, then the Directors present may elect their own chairman.
- 73 The quorum for a meeting of the Board is a majority of the Directors.
- 74 The President may at any time call a meeting of the Board. The Secretary must call a meeting of the Board upon the request of not less than 2 Directors.
- 75 Subject to this Constitution, questions arising at any meeting of the Board will be decided by a majority of votes, and a determination by a majority of the Directors will for all purposes be deemed to be a determination of the Board. In the event of an equality of votes, the chairman of the meeting will have a second vote in addition to a first vote.
- 76 All acts done by a Director or by any person acting as a Director will, notwithstanding that it is afterwards discovered that there was some defect in the appointment of the Director or

person acting as aforesaid, or that the Directors or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Director.

- 77 (a) The Board may pass a resolution without a meeting of the Board being held if all the Directors entitled to vote on the resolution sign a document containing a statement that they are in favour of the resolution set out in the document. Such a resolution is as valid and effectual as if it had been passed at a meeting of the Board duly called and held.
- (b) Separate copies of a document may be used for signing by the Directors if the wording of the resolution and statement is identical in each copy.
- (c) The resolution is passed when the last Director signs.
- 78 (a) A Director must in accordance with sections 191 or 192 of the Act disclose to the first practicable meeting of the Board any material personal interest which that Director has in a matter that relates to the affairs of the Club. "Material personal interest" for the purposes of this Constitution includes but is not limited to an interest in a contract or proposed contract which involves the Club.
- (b) The disclosure must include details of the nature and extent of the Director's material personal interest and the relation of that interest to the affairs of the Club. The disclosure must be recorded in the Minutes of that meeting of the Board.
- (c) Without limiting the application of section 191(2) of the Act, paragraph (b) does not apply to an interest:
- (i) which the Director has as a member of the Club and which is held in common with the other members of the Club; or
 - (ii) which relates to a contract that insures, or would insure, the Director against liabilities the Director incurs as an officer of the Club (but only if the contract does not make the Club or a related body corporate the insurer).
- (d) A Director who has a material personal interest in a matter that is being considered at a meeting of the Board:
- (i) must not vote on the matter (or in relation to a proposed resolution under paragraph (e)(i) in relation to the matter, whether in relation to that or a different Director); and
 - (ii) must not be present while the matter (or a proposed resolution of that kind) is being considered at the meeting.
- (e) Paragraph (d) does not apply if:
- (i) the Board has passed a resolution that identifies the Director, the nature and extent of the Director's interest in the matter and its relation to the affairs of the Club, and states that those other Directors voting for the resolution are satisfied that the interest should not disqualify the Director from voting or being present; or
 - (ii) the Australian Securities and Investments Commission has declared or ordered in accordance with section 196 of the Act that the Director may be present while the matter is being considered at the meeting, vote on the matter, or both be present and vote.

- (f) A Director who has a material personal interest in a matter that relates to the affairs of the Club, must disclose that interest in accordance with section 41 of the Registered Clubs Act.

VACANCIES ON THE BOARD

- 79 Subject to compliance with the Act, the members in General Meetings may by ordinary resolution of which at least 2 months notice has been given, remove any Director before the expiration of his or her term of office and may by ordinary resolution appoint another person in his or her place. The member so appointed will hold office for the balance of the term of the Director whom they replace.
- 80 The office of a Director will be immediately vacated, and a casual vacancy thereby created, if that person:
- (a) dies;
 - (b) becomes disqualified from managing any company under Part 2D.6 of the Act and is not given permission to manage the Club under sections 206F or 206G of the Act;
 - (c) fails to disclose in accordance with the Act the nature of any material personal interest in a matter that relates to the affairs of the Club;
 - (d) becomes of unsound mind or is a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
 - (e) is absent from meetings of the Board for a continuous period of 3 months without leave of absence from the Board;
 - (f) by notice in writing given to the Secretary, resigns from office;
 - (g) becomes prohibited from being a Director by reason of any order made under the Registered Clubs Act;
 - (h) becomes an employee of the Club;
 - (i) ceases to hold a qualification by which that person was appointed to or elected to office;
 - (j) ceases to be a member entitled to hold office on the Board; or
 - (k) ceases to be a member of the Club; or
 - (l) is a director or top executive (as defined in the Registered Clubs Act and regulations to it) of another registered club;
 - (m) is the licensee or manager of a hotel;
 - (n) is a director of, or controls the composition of the board of directors of, any company which holds a liquor licence for a hotel;
 - (o) is a sole trader, or partner in a partnership, which is a party to a contract with the Club;
 - (p) is a director of, or controls the composition of the board of, any company which is a party to a contract with the Club; or

- (q) controls more than 50% of the voting rights in any entity which is a party to a contract with the Club.

- 81 The Board has the power at any time to appoint any eligible member to fill a casual vacancy on the Board. If the Board appoints a Director to fill a position on the Board which has become vacant, the appointee's original position will become vacant and may be filled as a casual vacancy. The person who is appointed to fill a casual vacancy will hold office for the balance of the term of the Director whom they replaced.
- 82 The continuing Directors may act notwithstanding any vacancy in the Board, but if and so long as their number is reduced below the quorum required for a meeting of the Board, the continuing Director or Directors must not act for any purpose except:
 - (a) to increase the number of Directors to the quorum; or
 - (b) to call a General Meeting.

GENERAL MEETINGS

- 83 A general meeting known as the Annual General Meeting must be held at least once in every calendar year at such date, time and place as may be determined by the Board but within 5 months of the end of the Club's financial year. All general meetings other than Annual General Meetings are known as General Meetings.
- 84 The Board may whenever it thinks fit call a General Meeting and it must, on the request of not less than 5% of the members of the Club or 100 members of the Club (whichever is the lesser) having at the date of the deposit of the request at the office a right to vote at General Meetings, within 21 days proceed to call a General Meeting to be held as soon as practicable, but in any case not later than 2 months after the deposit of the request. In the case of a members' request, the following provisions will have effect:
 - (a) The request must state any resolution to be proposed at the meeting and must be signed by the members making the request and deposited at the office. The request may consist of several documents in identical wording each signed by one or more of those members.
 - (b) If the Board does not within 21 days from the date of the request being so deposited duly proceed to call the meeting, the members who made the request or any of them representing more than 50% of the members who made the request may themselves call the meeting. However, any meeting called by the members must not be held after the expiration of 3 months from the date of such deposit.
 - (c) In the case of a meeting at which a resolution is to be proposed as a special resolution, the Board will be deemed not to have duly called the meeting if it does not give notice of that special resolution as is required by the Act.
 - (d) Any meeting called under this rule by the members must be called in the same manner or as nearly as possible as that in which meetings are called by the Board.
 - (e) Any reasonable expenses incurred by the members in convening any meeting under this rule must be repaid to the members by the Club.
- 85 (a) Subject to the Act, the Club must give each member who is entitled to attend and to vote at a General Meeting at least 21 days written notice specifying the place, date and time for the meeting. The Club's Auditor must also receive notice of the meeting.

- (b) A notice of a General Meeting will specify the general nature of the meeting's business and, if applicable, will set out an intention to propose a special resolution and state that special resolution.
 - (c) A General Meeting will not be invalidated by reason only of the accidental omission to give notice of the meeting to or the non-receipt of the notice of the meeting by any member, unless the Court, on the application of the member concerned or any other person entitled to attend the meeting or the Australian Securities and Investments Commission, declares proceedings at the meeting invalid.
- 85A
- (a) A General Meeting called by the Board of its own volition may be postponed or cancelled at any time before the day of the meeting by the Board as it may determine.
 - (b) A General Meeting called by the Board on the request of the members under the Act or under this Constitution, may be postponed or cancelled by the Board at any time before the day of the meeting, on the request of those members. The members must pay the expenses of the cancellation unless the Board determines otherwise.
 - (c) A General Meeting called by the members under the Act or under this Constitution, may be cancelled by those members so notifying the Club in writing at least 14 days prior to the date for which the General Meeting has been called. The members must pay the expenses of the cancellation unless the Board determines otherwise.
 - (d) The Board must give notice of the postponement or cancellation of a General Meeting to all persons entitled to receive notices of that meeting.

QUORUM FOR GENERAL MEETINGS

- 86 No business is to be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. The quorum requirements are:
- (a) for a General Meeting which is called on the request of members, not less than 5% of the members of the Club or 100 members of the Club (whichever is the lesser) who are present and entitled to vote; and
 - (b) for a General Meeting which is not called on the request of members and for an Annual General Meeting, not less than 20 members of the Club who are present and entitled to vote.
- 87 If within 30 minutes from the time appointed for any General Meeting a quorum is not present, the meeting if called upon the request of members will be dissolved. In any other case the meeting will stand adjourned to the same day in the next week at the same time and place or to such other date, time and place as the Board may determine, but such period must be less than one month. If at the adjourned meeting a quorum is not present, the members who are present and entitled to vote will be a quorum and may transact the business for which the meeting was called.

PROCEEDINGS AT GENERAL MEETINGS

- 88 The business of any Annual General Meeting may include:
- (a) confirmation of the Minutes of the previous General Meeting;
 - (b) receipt and consideration of the reports prescribed by section 317 of the Act;
 - (c) election (if required) of the Board;

- (d) appointment (if required) of the Auditor;
- (e) any business of which due notice has been given;
- (f) any business approved by the meeting.

- 89 The President is entitled to preside as the chairman at any General Meeting. If the President is not present within 15 minutes after the time appointed for holding the meeting or being present is unwilling or unable to act, then the Directors present will elect a Director to preside as the chairman. If a Director is not present within 15 minutes after the time appointed for holding the meeting or being present is unwilling or unable to act, then the members of the Club present will elect one of their number to preside as the chairman.
- 90 At a General Meeting, a poll on any resolution may be demanded by the chairman of the meeting or by not less than 5 members who are entitled to vote on that resolution. In the event of an equality of votes, the chairman will have a second vote in addition to a first vote.
- 91 At a General Meeting (unless a poll is demanded), a declaration by the chairman of the meeting that a resolution has been carried or carried by a particular majority or lost or not carried by a particular majority and an entry to that effect in the book containing the Minutes of the proceedings of the Club, is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against such resolution.
- 92 (a) If at a General Meeting a poll is demanded, the poll must be taken in such manner and either at once or after an interval or adjournment or otherwise as the chairman of the meeting directs. The result of the poll will be the resolution of the meeting at which the poll was demanded. However, a poll demanded on the election of the chairman or on a question of adjournment must be taken immediately.
- (b) A demand for a poll may be withdrawn.
- (c) In the case of any dispute as to the admission or rejection of a vote, the chairman of the meeting will determine the dispute, and such determination made in good faith will be final and conclusive.
- 93 The chairman of a General Meeting may with the consent of the meeting at which a quorum is present (and must if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business will be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. A resolution passed at any adjourned meeting must for all purposes be treated as having been passed on the date when it was in fact passed and must not be deemed to have been passed on any earlier date. It is not necessary to give any notice of any adjournment or of the business to be transacted at an adjourned meeting except when a meeting is adjourned for one month or more, when notice of the adjourned meeting must be given as in the case of an original meeting.
- 94 Minutes of all resolutions and proceedings at a General Meeting must be entered within one month of the meeting in a book provided for that purpose. The Minutes must be signed by the chairman of the meeting to which it relates or by the chairman of the next meeting, and if purporting to be so signed is evidence of the proceedings to which it relates.

FINANCIAL RECORDS AND AUDIT

- 95 The Board must cause written financial records to be kept with respect to the financial affairs of the Club in accordance with the Act and the Registered Clubs Act.
- 96 The financial records will be kept at the office or at such other place as the Board thinks fit. The Club must at all reasonable times make its financial records available in writing for the

inspection of Directors and any other persons authorised or permitted by or under the Act, the Registered Clubs Act or any other law to inspect such records.

- 97 The Club must send or otherwise make available to each member, as required by the Act, a copy of the financial report, a copy of the directors report and a copy of the auditors report for the relevant financial year of the Club.
- 98 The Club's financial year commences on the first day of July and ends on the last day of June in each year.
- 99 An Auditor must be appointed in accordance with the Act. The Auditor's duties will be regulated in accordance with the Act and the Registered Clubs Act.

SECRETARY

- 100 The Board must appoint one but not more than one Secretary who is the Chief Executive Officer of the Club.

EXECUTION OF DOCUMENTS

- 101 The Board must provide for the safe custody of the seal.
- 102 (a) The Club may execute a document (including a deed) with the seal by fixing the seal to the document and having the fixing of the seal witnessed by:
- (i) 2 Directors; or
 - (ii) one Director and the Secretary.
- (b) The Club may execute a document (including a deed) without using the seal if that document is signed by:
- (i) 2 Directors; or
 - (ii) one Director and the Secretary.
- 103 The Club may only fix the seal to a document after a resolution of the Board to that effect.

NOTICES

- 104 A notice may be given by the Club to any member either:
- (a) personally;
 - (b) by sending the notice by pre-paid post to the address of the member recorded for that member in the Register of Members;
 - (c) by sending the notice to the facsimile number or electronic address (if any) nominated by the member; or
 - (d) by notifying the member that the notice of meeting is available and how the member may use the nominated access means to access that notice of meeting, if the member has nominated electronic means by which the member may be notified that notices of meeting are available and electronic means by which the member may access such notices.
- 105 (a) Where the Club gives a notice personally, the notice is taken to have been given to the member on that day.

- (b) Where the Club sends a notice by post, the notice is taken to have been given to the member:
 - (i) in the case of a notice of meeting, on the day following that on which the notice was posted; or
 - (ii) in any other case, at the time at which the notice would have been delivered in the ordinary course of post.
- (c) Where the Club sends a notice by facsimile or by other electronic means, the notice is taken to have been given to the member on the day following that on which the notice was sent.
- (d) Where the Club gives the member notice in accordance with rule 104(d), the notice is taken to have been given to the member on the day after the day on which the member is notified that the notice of meeting is available.

106 If a member has an address outside the Commonwealth of Australia and has not supplied the Club an address within Australia for the giving of notices to him or her, a notice posted up on the club noticeboard is deemed to be notice to the member at the expiration of 24 hours after it is so posted up.

INDEMNITY TO OFFICERS

- 107 (a) Every person who is or was an officer of the Club may if the Board so determines be indemnified, to the maximum extent permitted by law, out of the property of the Club against any liability (other than a liability for legal costs) to another person incurred as such an officer except in relation to:
- (i) a liability owed to the Club or a related body corporate; or
 - (ii) a liability for a pecuniary penalty order under section 1317G of the Act or a compensation order under section 1317H of the Act; or
 - (iii) a liability that is owed to someone other than the Club or a related body corporate and did not arise out of conduct in good faith.
- (b) Every person who is or was an officer of the Club may if the Board so determines be indemnified, to the maximum extent permitted by law, out of the property of the Club against any legal costs incurred as such an officer except:
- (i) in defending or resisting proceedings in which the person is found to have a liability for which the person could not be indemnified under section 199A(2) of the Act; or
 - (ii) in defending or resisting criminal proceedings in which the person is found guilty; or
 - (iii) in defending or resisting proceedings brought by the Australian Securities and Investments Commission or a liquidator for a court order if the grounds for making the order are found by the Court to have been established; or
 - (iv) in connection with proceedings for relief to the person under the Act in which the Court denies the relief.
- (c) The Club may pay a premium for a contract insuring a person who is or was an officer of the Club against a liability (other than one for legal costs) arising out of that person's conduct as such an officer except in relation to:

- (i) conduct involving a wilful breach of duty in relation to the Club; or
- (ii) a contravention of sections 182 or 183 of the Act.

COPY OF CONSTITUTION

- 108 The Club will give a copy of this Constitution to any full member within 7 days if that member:
- (a) asks the Club, in writing, for a copy; and
 - (b) pays a fee (up to the fee prescribed by the Act) if required by the Club.

AMENDMENTS TO CONSTITUTION

- 109 This Constitution may only be amended by a resolution which is proposed as a special resolution and passed by a three-quarters majority of financial members in the classes of Life membership or Club membership, such Club Members having at least five (5) years continuous membership of the Club as at the date of the General Meeting and who are present and vote at the General Meeting.

TRIGLAV SUB CLUB RULES

RULES FOR THE OPERATION OF THE MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB
TRIGLAV SUB-CLUB

1. NAME

- 1.1 The name of the sub-club is the 'Triglav Sub-Club', part of the Mounties Group of Sub Clubs.
- 1.2 The Sub-Club shall not, without the consent of the Board of Directors of Mount Pritchard & District Community Club Limited (Mounties), change the name of the Sub-Club.
- 1.3 The Sub-Club acknowledges that it holds no right, title or interest in the name of the Sub-Club.

2. INTERPRETATION

- 2.1 Unless the context or subject matter otherwise requires:
 - 2.1.1 words indicating the male gender include the female gender and vice versa; and
 - 2.1.2 words indicating the singular include the plural and vice versa.
- 2.2 Headings and the index are included for convenience only and do not form part of these Rules.

3. OBJECTS

- 3.1 The objects of the Sub-Club are to:
 - 3.1.1 encourage social activities among members of the Slovenian community in Australia;
 - 3.1.2 assist generally in the advancement of the Slovenian community and the establishment of good relationships among persons of Slovenian extraction, and, between them and persons of all other nationalities;
 - 3.1.3 materially support needy Australian Slovenians in necessitous circumstances; and
 - 3.1.4 carry out the activities listed in Rule 3.2 below, in the Sub-Club's Local Government Area and such other places as determined appropriate by the Board and within Mounties.
- 3.2 The social activities to be carried on by the Sub-Club (Sub-Club Social Activities) will include to:
 - 3.2.1 provide support to the Historical Archives for Slovenian Australians (NSW);
 - 3.2.2 provide support to the Slovenian Journal Misli;
 - 3.2.3 provide support to the Slovenian Media Services in Australia;
 - 3.2.4 conduct monthly dances at the Triglav Premises of Mounties;
 - 3.2.5 hold an ANZAC Day ceremony at the Triglav Premises of Mounties each year;

- 3.2.6 hold a Home Wine Tasting Day at the Triglav Premises of Mounties each year;
 - 3.2.7 support the Slovenian of the Year Awards each year (NSW and ACT);
 - 3.2.8 hold a traditional 'St Nicholas Day' for Member's children around Christmas time at the Triglav Premises of Mounties each year;
 - 3.2.9 arrange for traditional music performances and bands (local and overseas) to perform at the Triglav Premises of Mounties;
 - 3.2.10 hold a '10 hours sunset' event at the Triglav Premises of Mounties; and
 - 3.2.11 provide support to the Bossley Sports Soccer Club, Wetherill Park Cricket Club, Smithfield Panthers Netball Club, Pretenders Golf Club, and the local FE & FC Holden Car Club.
- 3.3 The Sub-Club must:
- 3.3.1 obtain the approval of the Board of Mounties for each function or event that it holds;
 - 3.3.2 conduct all its functions and events in accordance with all applicable laws and the requirements of all relevant government agencies;
 - 3.3.3 not sell or supply liquor without the prior approval of the Board of Mounties and subject to the conditions of any relevant liquor licence; and
 - 3.3.4 make reasonable endeavours to incorporate its activities into the Mounties events calendar for the benefit of Mounties and its members as a whole.

4. ACKNOWLEDGEMENT

- 4.1 This Sub-Club and these Rules are created pursuant to Rules 63-69 of the Constitution of Mounties.
- 4.2 Notwithstanding these Rules, the Board of Mounties, may, by resolution, issue any directive to the Sub-Club that it considers is in the best interests of the Sub-Club and / or that of Mounties. For the avoidance of doubt, the control of the Sub-Club is subject to the absolute control and supervision of the Board of Directors (or their delegated representative) and Chief Executive Officer (or his delegated representative) of Mounties.
- 4.3 It is hereby acknowledged that the Sub-Club is a sub-club (i.e. a section) of Mounties.
- 4.4 Nothing contained within these Rules is intended to create the Sub-Club as a separate entity from Mounties. For the avoidance of doubt, the Sub-Club is not a separate entity in a legal sense or otherwise from Mounties and the members of the Sub-Club will at all times remain answerable to the Chief Executive Officer on behalf of the Board of Mounties.
- 4.5 The Sub-Club is subject to the Constitution and By-laws of Mounties as amended from time to time. In the event of any inconsistency between these Rules and the Constitution and By-laws of Mounties, the latter documents will prevail.

5. MEMBERSHIP

- 5.1 Membership of the Sub-Club will only be open to current financial members of Mounties who agree to be bound by the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club. Any person who ceases to be a financial member of Mounties or has his or her membership of Mounties suspended will automatically cease to be a member of the Sub-Club or will automatically have his or her membership of the Sub-Club suspended for the same duration as his or her suspension from membership of Mounties (as the case may be).
- 5.2 The Sub-Club will have the classes of membership, subject to the eligibility criteria, set out in the following table:

Sub-Club Membership Class	Eligibility Criteria
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).
Life (Honourable)	A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU.
Triglav Ordinary	A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU.
Triglav Associate	Any Member of Mounties.

- 5.3 Except as provided in the MOU, a person must not be admitted as a member of the Sub-Club unless that person is elected to membership at a meeting of the Committee by a three-quarters majority of the Committee members present and voting, who may reject any application for membership without giving any reason for the rejection.
- 5.4 When a person has been elected to membership of the Sub-Club, the Committee (or their delegated representative) will enter that person's name and details in the Sub-Club's Register of Members. The member so elected is deemed to have agreed to the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club.

- 5.5 The Annual Subscription of the Sub-Club shall be an amount determined by the Committee.
- 5.6 Only members of the Sub-Club who have attained the age of 18 years will be entitled to vote and to stand for or hold office on the Committee. Proxy voting is not permitted.
- 5.7 A member is ineligible to be nominated for or elected to the Committee if that member receives a financial benefit for the provision of services to the Sub-Club from Mounties, except any honorarium approved at a General Meeting of Mounties
- 5.8 The Sub-Club will consist of not more than 10,000 members, however the Board of Mounties may authorise an increase in the maximum number of members allowable in the Sub-Club from time to time.

6. ADMINISTRATION AND MANAGEMENT

- 6.1 The Sub-Club is not formed for, nor shall it conduct its business or affairs for private gain.
- 6.2 Subject to the absolute control and supervision of the Board, the Sub-Club shall manage its own business and affairs (including the custody and control of the Sub-Club's funds) only for the purpose of promoting its Objects, but must make regular reports to the Board of Mounties.
- 6.3 The Committee may, but without limiting its general powers, from time to time:
 - 6.3.1 delegate any of its powers (other than this power of delegation) to sub-committees consisting of such persons, being members of the Sub-Club, as it may from time to time think fit and may from time to time revoke such delegation;
 - 6.3.2 make rules not inconsistent with the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club which in the Committee's opinion is necessary or desirable for the proper control, administration and management of the Sub-Club provided that the Board of Mounties, by resolution, approves such rules; and
 - 6.3.3 appoint any delegate or delegates to represent the Sub-Club for any purpose with such powers as may be thought fit.
- 6.4 The Sub-Club shall, hold a general meeting known as the Annual General Meeting not later than 2 calendar months after the end of the financial year in Rule 9.1 of these Rules, subject to Rule 7.2 below. The Committee will determine the date, time and place the meeting. All Sub-Club members will be given at least twenty one (21) days notice of the Annual General Meeting. All general meetings other than the Annual General Meeting are known as General Meetings
- 6.5 The business of the Annual General Meeting will be as follows:
 - 6.5.1 to receive and table reports from the Committee;
 - 6.5.2 to receive and consider the Sub-Club's:
 - 6.5.2.1 income and expenditure accounts;
 - 6.5.2.2 balance sheet; and

- 6.5.2.3 report of the auditor;
 - 6.5.3 to elect the Committee members for the following year
 - 6.5.4 to deal with any other business of which due notice has been given to the Committee; and
 - 6.5.5 to deal with any other business that the Committee may approve of which due notice has not been given to the Committee.
- 6.6 The Committee may whenever it thinks fit call a General Meeting and it must, on the request of not less than 10% of the members of the Sub-Club having at the date of the deposit of the request at the office a right to vote at General Meetings, within twenty eight (28) days proceed to call and hold a General Meeting after the deposit of the request. All Sub-Club members will be given at least seven (7) days notice of the General Meeting.

7. THE COMMITTEE

- 7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President from among its number at the first meeting of the Committee after each election.
- 7.2 The founding Committee members will be the members of the Triglav Home Club Board of Panthers (as defined in the Panthers Constitution) on completion of the amalgamation between Mounties and THCL, who are also members of this Sub-Club, and such other Sub-Club Members as may be appointed by the Board. The founding Committee will hold office, subject to these rules, up until the conclusion of the first Annual General Meeting of the Sub-Club which will be held in conjunction with the next Mounties AGM at which Board elections will be conducted after completion of the Amalgamation.
- 7.3 On and from the first Annual General Meeting of the Sub-Club:
- 7.2.1 The Committee will be elected bi-ennially at the Annual General Meeting of the Sub-Club.
 - 7.2.2 The Board of Mounties shall appoint a Returning Officer to conduct elections and that person shall not be eligible to be a nominee in any elections.
 - 7.2.3 The members of the Committee will be elected to hold office until the conclusion of the next Annual General Meeting of the Sub-Club when they will retire, and will be eligible for re-election.
 - 7.2.4 Nominations for the positions of Committee persons shall open twenty one (21) days before the time and date fixed for the Annual General Meeting of the Sub-Club and shall close seven (7) days before the date and time fixed for the Annual General Meeting of the Sub-Club.
 - 7.2.5 All Nominations shall given to the Secretary, who will deliver them to the Sports Director not less than six (6) days prior to the Annual General Meeting.
 - 7.2.6 Nominations for election to the Committee shall be made in writing and signed by two (2) Sub-Club members and by the nominee who must

signify his or her consent to the nomination to the Returning Officer of the Sub-Club.

7.2.7 If there are insufficient nominations to fill all vacancies on the Committee, those duly nominated will be declared elected and additional nominations will be received at the Annual General Meeting of the Sub-Club.

7.2.8 In addition to the reservations contained in this Rule 7, the election of members to the Committee will be in accordance with the Constitution of Mounties and shall be conducted under the supervision of the Sub-Club's Returning Officer.

7.2.9 If there are more than the required number nominated, an election by ballot shall take place, but if there are only the requisite number nominated, the Returning Officer of the Sub-Club shall declare those nominated duly elected.

7.3 In the event of a vacancy on the Committee, the remaining members of the Committee will be empowered to appoint a member of the Sub-Club to fill the vacancy.

7.4 If any Committee member should die or fail to attend three (3) consecutive Committee meetings without reasonable cause or leave of absence or if they should resign or become bankrupt or of unsound mind, their office shall be declared vacant and the Committee may appoint a successor to hold the office until the next Annual Meeting of the Sub-Club at which Committee elections are to be held under these Rules.

7.5 No member of the Committee shall receive any remuneration for their service in their capacity as a member of the Committee.

7.6 The Committee will keep and maintain a Register of Sub-Club Members.

8. MEETINGS OF THE COMMITTEE

8.1 The Committee shall meet at least once in every month for the transaction of business (which meetings shall be called regular meetings) and the names of all members of the Committee present and voting and minutes proceedings of the Committee shall be entered in a book provided for this purpose. The minutes must be submitted to the Mounties Chief Executive Officer to be tabled at Board meetings and will contain reports on the effectiveness of the operations of the Sub-Club and the financial operations of the Sub-Club.

8.2 The Chairperson of the Sub-Club shall preside at all meetings of the Committee. In the absence of the Chairperson, the meeting shall elect a member of the Committee to Chair the meeting.

8.3 A majority of the Committee shall constitute a quorum at a regular meeting. If a quorum is not present within fifteen minutes of the time fixed for the meeting it shall stand adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within fifteen minutes from the time appointed for the meeting the members present shall be deemed to be a quorum.

8.4 The Committee may make recommendations and representations to the Board about:

8.4.1 the Triglav Premises of Mounties;

- 8.4.2 Membership at those premises;
- 8.4.3 Mounties' strategic plan as it relates to the Sub-Club;
- 8.4.4 the allocation of funding in furtherance of the Sub-Club purposes; and
- 8.4.5 recommendations for donations to be made by Mounties under the ClubGrants scheme, but will not have any management or governance rights or duties (unless specifically delegated by the Board).

9. ACCOUNTS OF THE SUB-CLUB

- 9.1 The financial year of the Sub-Club shall commence on the first day of July and end on the last day of June in each year.
- 9.2 The Board of Mounties may empower the Sub-Club to open and operate an account in the name of the Sub-Club in such bank or financial institution as the Board or Chief Executive Officer of Mounties may from time to time approve, provided that the persons eligible to operate upon any such account must be approved by the Board or Chief Executive Officer of Mounties, which from time to time may remove and replace such persons or any of them.
- 9.3 The Committee shall cause correct accounts and books to be kept showing the correct financial affairs of the Sub-Club, including but not limited to, income and expenditure, conduct of all correspondence and a property register of the Sub-Club. Such books and accounts shall be kept at such place or places as the Committee may think fit and shall always be open for the inspection of Committee members and the Board of Mounties and their appointed agents.
- 9.4 The Board of Mounties will, in each financial year, provide funding of up to \$100,000 to the Sub-Club as reasonably required for it to engage in and carry out the Sub-Club Social Activities:
 - 9.4.1 subject to a budget approved by the Board (acting reasonably) in accordance with its usual procedures from time to time for funding of sub-clubs; and
 - 9.4.2 provided that the Sub-Club continues to promote its purposes as set out in Rule 3.1 above, and, engage in and carry out the Sub-Club Social Activities.
- 9.5 The Sub-Club must:
 - 9.5.1 only apply its funds for the purposes set out in Rule 3.1 above and engaging in the Sub-Club Social Activities; and
 - 9.5.2 only make payments to third parties by way of support in accordance with any ClubGrants or other community donations/support rules or guidelines approved by the Board from time to time.
- 9.4 The Committee shall once every year submit its accounts and books to the Chief Executive Officer of Mounties for review.
- 9.5 The Committee and each member of it shall upon request by the Chief Executive Officer or the Board of Mounties produce to the said Chief Executive Officer, or the Board or such other person nominated by the Chief Executive Officer, or the Board, any documents or other records held by the Committee or any member of it on behalf of the Sub-Club.

10. AMENDMENT OF RULES OF THE SUB-CLUB

- 10.1. These Rules may be amended from time to time by a seventy five percent (75%) majority of the members of the Sub-Club present and voting at an Annual General Meeting of the Sub-Club or at a meeting of the members of the Sub-Club convened specifically for such purpose, provided that no amendment proposed to and approved by the meeting of the members of the Sub-Club shall have effect unless and until it has been approved by resolution of the Board of Mounties.

Name of Sub Club:

1.1 **Triglav Sub club**

Chairman:



Signature

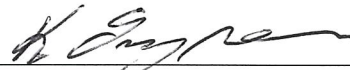
Print Name:

Peter Krope

Date:

30/6/2014

Signed by Chairman of the Board Meeting
at which these Rules were approved:



Date:

8-7-2014

Document History Table			
Version Number	Date of Issue	Board Approval Date	Description of Changes
Original	27/5/2013	Item 26 (Triglav SC approval)	Original – Deferred due to further changes see 7.1
001	8/4/2014	*4116: 643 (8/4/2014)	This version reproduced as changes below were not executed by Board to 8/7/2014). 7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President from among its number at the first meeting of the Committee after each election.
002	8/7/2014	646 (8/7/2014)	7.1 As above approved Alter clause 5.8 to 10,000 - approved

-1-

BYLAWS OF THE
MOUNT PRITCHARD & DISTRICT TRIGLAV SUB CLUB

- 1 These by-laws govern the operation of the **TRIGLAV SUB CLUB**, and its members where they are involved in any activity, or are in any way associated with the Mt Pritchard and District Community Club (the Club)
- 2 Where the following abbreviations appear they shall have the meanings set out below: -

AGM	Annual General Meeting
GM	General Meeting
Committee	Committee of the sub club
TSCCM	Triglav Sub Club Committee Meeting
- 3 Any matter not specifically covered by the Constitution and by the By-Laws shall be determined by the MC.

4. **Officials of the Club**

Officials of the club shall be:

President
Vice-Presidents - 2

5. **Membership of the Club**

Upon payment of the Annual Membership fee (advised annually for each member category), and presentation of valid Mount Pritchard and District Community Club Ltd (Mounties) full membership card, any person 18 years of age and over may apply to become a member of the **TRIGLAV SUB CLUB**. The committee may determine an application for membership at any Committee Meeting. The term of membership will be until the end of the current financial year of the sub club, or such other time that may be determined by the committee.

Member categories :-

Sub-Club Membership Class	Eligibility Criteria
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).
Life (Honourable)	A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU.
Triglav Ordinary	A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU.
Triglav Associate	Any Member of Mounties.

-2-

a.
Unless specifically approved and advised in writing by the Sub Club Committee, no person may become a member of the Sub Club, or retain existing membership, if they are or become a member of any other Club or body in an official capacity.

Should a member have their membership of the Mount Pritchard and District Community Club Ltd (Mounties) suspended or if that membership lapses for any reason, then their membership of the **(Triglav)** Club shall also be suspended, until reinstated by a resolution of the TSCCM.

Disciplinary Proceedings may be taken against a member of the sub club in accordance with the constitution of Mount Pritchard and District Community Club.

6. **Committee**

Triglav Sub Club Committee (TSCC)

The TSCC shall consist of those members elected to the committee by the members of Triglav Sub Club.

The Triglav Sub Club Committee shall meet whenever deemed necessary.

A TSCCM may be called by the Secretary by giving not less than 48 hours notice to members of the TSCC.

A quorum shall exist if a majority of members of the TSCC, including the chairperson, are present.

Except as otherwise provided, members of the TSCC shall hold office during the period for which they were appointed and until the conclusion of the AGM in that year.

The order of business at any TSCCM shall include the following:-

- Admission or rejection of applications by persons for membership
- A review of the financial activities of the sub Club.
- The control and management of all sub club activities.

Other committees may be appointed by the TSCC as required for such purposes and periods as considered necessary.

7. **Meetings**

All meetings shall commence at 7:30pm and finish not later than 10.00pm. Variation of times will be granted at the discretion of the Chairperson.

8. **Voting Rights**

Only Financial members of the sub club shall be entitled to vote at any meeting of the sub Club.

-3-

To be Eligible to Vote a person must be a current member of the Club and have been a member for at least two (2) years, and also be a member of the sub club, prior to the meeting at which a vote is to be taken.

- a. Member – one vote.
- b. Elected Officials – one vote.
- c. Life Members – one vote

An employee of the Club (including registered players who are paid), shall not be entitled to vote at any meeting of the Club.

Absentee and Proxy Voting is not permitted.

9. Eligibility for Executive Committee

- a. To stand for a position on Committee a nominee must have been a member of the sub club for at least two (2) years prior to the date set down for the AGM at which the nomination will be presented. Except for the election conducted in 2014, in which case the nominee must have been a member for at least 1 year.
- b. A member cannot stand for a committee position for two (2) years after resigning during a term.

10. Alterations to the By-Laws

Any financial member shall have the right to apply for a variation, alteration or amendment to these By-Laws.

Any such application shall be made to the Secretary in writing and be countersigned by two (2) eligible members. A resolution dealing with the proposed variation, alteration or amendment will be considered by the members at the next Annual General Meeting or at an Extraordinary General Meeting specifically called for this purpose by the committee.

The By-Laws shall only be varied by a vote of a two-third majority of persons present and entitled to vote at a GM. Such variation is then subject to approval by the Board of Directors of the Mount Pritchard and District Community Club Ltd.

11. Fees

Membership Fees (where applicable) will be determined by the TSCC each year.

Life Members are entitled to exemption from the membership fee. All other fees and costs levied on members for playing and any other activities or functions still apply.

-4-

12. **Liability of the Club**

The Club will not accept liability for any loss, accident or injury sustained by or caused by any official club member, player or spectator at any match, meeting, function or training session under its jurisdiction.

13. **Club Colours**

The Club colours shall be:

Western Sites: Black and Gold.

Distribution List:	Board of Directors, Triglav Committee, G Pickering, C Lumley	
Committee:	TRIGLAV SC AGM	Location: 80-84 Brisbane Road, St Johns Park
Date:	24 August 2014	Time: 10:00
Present:	Peter Krobe, (chair), plus 22 members as recorded on the attendance sheet	
In Attendance:	Greg Pickering	
Apologies:		
Leave of Absence:		

Subject matter		Action	Recommendation
Meeting Open	1	The Chairman declared the meeting open at 10:07 and welcomed Club President Mr Kevin Ingram, and members of the Triglav Sub Club	Note
Business	2	<p>Agenda:</p> <p>To receive and consider reports from the committee</p> <p>To receive and Consider:</p> <ul style="list-style-type: none"> - Income and Expenditure Accounts - Balance Sheet - Report of the Auditor <p>To elect the committee for the following period</p> <p>To deal with any other business of which due notice has been given</p> <p>To deal with any other business that the committee may approve of which due notice has not been given.</p>	Note
President's Report	3	That the President's Report is received and noted.	Note
		<p>Matters Arising:</p> <p>The chairman spoke to key points in his written report which was circulated to members at the meeting.</p> <ul style="list-style-type: none"> • First Full Year of Trading since a successful amalgamation in April 2013 	Note

		<ul style="list-style-type: none"> • Ongoing support of many members has ensured that the club has operated with a positive financial result for the Financial Year ended 30/6/2014. • Ongoing financial support of the clubs traditional member base and cultural events. • Special thanks conveyed to the Board and Management of Mounties for their support during the year. 	
Financial Report	4	That the financial report for the Triglav Sub Club for the period ending 30 June 2014 is received and noted.	Note
		<p>Matters Arising:</p> <p>The CEO addressed the meeting regarding the financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> • Confirmed that the result had been prepared and audited by the clubs financial controller. • Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. <p>His report highlighted the following Key Result Areas:</p> <ul style="list-style-type: none"> • Some anomalies between the Panthers and Mounties methods of reporting have resulted in discrepancies which are evident in the report. • Revenue: -\$325,000 (6.6%) to budget (Gaming -\$232,000) • Expenses: Well contained. Bar +\$153,000 better than budget / Wages -\$316,000. • Overheads well contained to produce a good resuly. • EBITDARD: \$1.20m v \$647k. • EBITDARD %: 26.1% 	Note

Sub Club Activity Funding

The CEO confirmed that strong financial performance of the Triglav premises had enabled the following funding to be made available to local organisations:

Activity	Funding	Activity	Funding
HASA	\$3,000	Bossley Sports Soccer Club	\$2,577
MISLI	\$3,000	Wetherill Park Cricket Club	\$250
Slovenian Media Services	\$7,520	Smithfield Netball Club	\$50
Anzac Day	\$0	Pretenders Golf	\$842
Wine Tasting	\$4,563	FE/FC Car Club	\$458
Slovenian of the Year Awards	\$6,899	Bocce	\$30,682
St Nicholas Day	\$3,745	ClubGRANTS / Donations	\$52,305
Traditional Music	\$12,070		
Committee Expenses	\$1,068		

Note

		Matters Arising: Nil	Note																		
Election of the Sub Club Committee	5	<div>The Returning Officer declared the following members elected to the Committee of the Triglav Sub Club.</div> <table><tr><td>Branko</td><td>Fabjancic</td><td>103077</td></tr><tr><td>Peter</td><td>Krope</td><td>19093</td></tr><tr><td>Louis</td><td>Magajna</td><td>108743</td></tr><tr><td>Silvo</td><td>Pahor</td><td>103182</td></tr><tr><td>John</td><td>Rapinette</td><td>104185</td></tr><tr><td>Alice</td><td>Tant</td><td>2988</td></tr></table>	Branko	Fabjancic	103077	Peter	Krope	19093	Louis	Magajna	108743	Silvo	Pahor	103182	John	Rapinette	104185	Alice	Tant	2988	Note
Branko	Fabjancic	103077																			
Peter	Krope	19093																			
Louis	Magajna	108743																			
Silvo	Pahor	103182																			
John	Rapinette	104185																			
Alice	Tant	2988																			
		<div>Matters Arising</div> <div>The CEO advised the meeting as to the process of the election and noted that the casual vacancy would be addressed by the committee at their next meeting.</div> <div>There were no other matters arising.</div>	Note																		
General Business	6	<div>General Vote of thanks</div> <div>Member (Emil): Congratulated the committee, the board, and management for a job well done, and thanked Mounties for the ongoing success of Triglav.</div>	Note																		
Closure		There being no further business the chairman declared the meeting closed at 10:20.	Note																		

MOUNTIES GROUP 101 MEADOWS ROAD MT PRITCHARD 2170

		Signed: <i>Peta Rupe</i> Date: <i>24 / 8 / 014</i>	

REGISTER OF ATTENDANCE ANNUAL GENERAL MEETING OF

TRIGLAV MOUNTIES GROUP SUB CLUB

Held in the Auditorium, 80-84 Brisbane Rd, St
Johns Park, NSW 2176.

Sunday 24 August 2014 at 10.00am.

mounties

Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

ANNUAL GENERAL MEETING – 24 AUGUST 2014

	Print Name	Member No.	Signature
1	DIANA KROPE	19069	L. Kope
2	GLICE TANK	2988	G. Tank
3	KEN TANK	3723	K. Tank
4	Emrejan Hukovec	10/90102899	E. Hukovec
5	Karlo Samša	102921	K. Samša
6	Medvina Samša	103188	M. Samša
7	MARCELA TESSEGA	102273	M. Tessega
8	BRUNO POSSEGA	102271	B. Tessega
9	Monta Karbić	47441	M. Karbić
10	# KERAJO	103451	I. Kerajo
11	DORCHUVOTIN	103102	D. Kuvotin
12	E. HUVOTIN	103085	E. Kuvotin
13	J. PANTON	103075	J. Pantan
14			
15			
16			

ANNUAL GENERAL MEETING – 24 AUGUST 2014

	Print Name	Member No.	Signature
1	PETER KLOPE	14093	Peter Klope
2	BRANKO TABJANCIC	103077	B. Tabjan
3	ALANA KLOPE RAPINETTE	104200	A. Rapinette
4	JOHN RAPINETTE	104185	J. Rapinette
5	DANILO SAJN	103288	D. Sajn
6	SOFIA SAJN	103265	S. Sajn
7	IZIDOR KARBIC	103165	I. Karbic
8	ANGELA KUKIC	101922	A. Kukic
9	MILKA POKOR	29211	M. Pokor
10			
11			
12			

Ref	Subject	Action	Who	Status

Distribution List:	Board of Directors, Triglav Committee, G Pickering, C Lumley	
Committee:	TRIGLAV SC AGM	Location: 80-84 Brisbane Road, St Johns Park
Date:	24 August 2014	Time: 10:00
Present:	Peter Krobe, (chair), plus 22 members as recorded on the attendance sheet	
In Attendance:	Greg Pickering	
Apologies:		
Leave of Absence:		

Subject matter		Action	Recommendation
Meeting Open	1	The Chairman declared the meeting open at 10:07 and welcomed Club President Mr Kevin Ingram, and members of the Triglav Sub Club	Note
Business	2	<p>Agenda:</p> <p>To receive and consider reports from the committee</p> <p>To receive and Consider:</p> <ul style="list-style-type: none"> - Income and Expenditure Accounts - Balance Sheet - Report of the Auditor <p>To elect the committee for the following period</p> <p>To deal with any other business of which due notice has been given</p> <p>To deal with any other business that the committee may approve of which due notice has not been given.</p>	Note
President's Report	3	That the President's Report is received and noted.	Note
		<p>Matters Arising:</p> <p>The chairman spoke to key points in his written report which was circulated to members at the meeting.</p> <ul style="list-style-type: none"> • First Full Year of Trading since a successful amalgamation in April 2013 	Note

		<ul style="list-style-type: none"> • Ongoing support of many members has ensured that the club has operated with a positive financial result for the Financial Year ended 30/6/2014. • Ongoing financial support of the clubs traditional member base and cultural events. • Special thanks conveyed to the Board and Management of Mounties for their support during the year. 	
Financial Report	4	That the financial report for the Triglav Sub Club for the period ending 30 June 2014 is received and noted.	Note
		<p>Matters Arising:</p> <p>The CEO addressed the meeting regarding the financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> • Confirmed that the result had been prepared and audited by the clubs financial controller. • Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. <p>His report highlighted the following Key Result Areas:</p> <ul style="list-style-type: none"> • Some anomalies between the Panthers and Mounties methods of reporting have resulted in discrepancies which are evident in the report. • Revenue: -\$325,000 (6.6%) to budget (Gaming -\$232,000) • Expenses: Well contained. Bar +\$153,000 better than budget / Wages -\$316,000. • Overheads well contained to produce a good result. • EBITDARD: \$1.20m v \$647k. • EBITDARD %: 26.1% 	Note

Sub Club Activity Funding

The CEO confirmed that strong financial performance of the Triglav premises had enabled the following funding to be made available to local organisations:

Activity	Funding	Activity	Funding
HASA	\$3,000	Bossley Sports Soccer Club	\$2,577
MISLI	\$3,000	Wetherill Park Cricket Club	\$250
Slovenian Media Services	\$7,520	Smithfield Netball Club	\$50
Anzac Day	\$0	Pretenders Golf	\$842
Wine Tasting	\$4,563	FE/FC Car Club	\$458
Slovenian of the Year Awards	\$6,899	Bocce	\$30,682
St Nicholas Day	\$3,745	ClubGRANTS / Donations	\$52,305
Traditional Music	\$12,070		
Committee Expenses	\$1,068		

Note

		Matters Arising: Nil	Note																		
Election of the Sub Club Committee	5	<div>The Returning Officer declared the following members elected to the Committee of the Triglav Sub Club.</div> <table><tr><td>Branko</td><td>Fabjancic</td><td>103077</td></tr><tr><td>Peter</td><td>Krope</td><td>19093</td></tr><tr><td>Louis</td><td>Magajna</td><td>108743</td></tr><tr><td>Silvo</td><td>Pahor</td><td>103182</td></tr><tr><td>John</td><td>Rapinette</td><td>104185</td></tr><tr><td>Alice</td><td>Tant</td><td>2988</td></tr></table>	Branko	Fabjancic	103077	Peter	Krope	19093	Louis	Magajna	108743	Silvo	Pahor	103182	John	Rapinette	104185	Alice	Tant	2988	Note
Branko	Fabjancic	103077																			
Peter	Krope	19093																			
Louis	Magajna	108743																			
Silvo	Pahor	103182																			
John	Rapinette	104185																			
Alice	Tant	2988																			
		<div>Matters Arising</div> <div>The CEO advised the meeting as to the process of the election and noted that the casual vacancy would be addressed by the committee at their next meeting.</div> <div>There were no other matters arising.</div>	Note																		
General Business	6	<div>General Vote of thanks</div> <div>Member (Emil): Congratulated the committee, the board, and management for a job well done, and thanked Mounties for the ongoing success of Triglav.</div>	Note																		
Closure		There being no further business the chairman declared the meeting closed at 10:20.	Note																		

MOUNTIES GROUP 101 MEADOWS ROAD MT PRITCHARD 2170

		Signed: <i>Peta Rupe</i> Date: <i>24 / 8 / 014</i>	

REGISTER OF ATTENDANCE ANNUAL GENERAL MEETING OF

TRIGLAV MOUNTIES GROUP SUB CLUB

Held in the Auditorium, 80-84 Brisbane Rd, St
Johns Park, NSW 2176.

Sunday 24 August 2014 at 10.00am.

mounties

Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

ANNUAL GENERAL MEETING – 24 AUGUST 2014

	Print Name	Member No.	Signature
1	DIANA KROPE	19069	L. Kope
2	GLICE TANK	2988	G. Tank
3	KEN TANK	3723	K. Tank
4	Emrejan Hukovec	10/90102899	E. Hukovec
5	Karlo Samša	102921	K. Samša
6	Medvina Samša	103188	M. Samša
7	MARCELA TESSEGA	102273	M. Tessega
8	BRUNO POSSEGA	102271	B. Tessega
9	Monta Karbić	47441	M. Karbić
10	# KERAJO	103451	I. Kerajo
11	DORCHUVOTIN	103102	D. Kuvotin
12	E. HUVOTIN	103085	E. Kuvotin
13	J. PANTON	103075	J. Panton
14			
15			
16			

ANNUAL GENERAL MEETING – 24 AUGUST 2014

	Print Name	Member No.	Signature
1	PETER KLOPE	14093	Peter Klope
2	BRANKO TABJANCIC	103077	B. Tabjan
3	ALANA KLOPE RAPINETTE	104200	A. Rapinette
4	JOHN RAPINETTE	104185	J. Rapinette
5	DANILO SAJN	103288	D. Sajn
6	SOFIA SAJN	103265	S. Sajn
7	IZIDOR KARBIC	103165	I. Karbic
8	ANGELA KUKIC	101922	A. Kukic
9	MILKA POKOR	29211	M. Pokor
10			
11			
12			

Ref	Subject	Action	Who	Status

TRIGLAV SUB CLUB RULES

RULES FOR THE OPERATION OF THE MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB
TRIGLAV SUB-CLUB

1. NAME

- 1.1 The name of the sub-club is the 'Triglav Sub-Club', part of the Mounties Group of Sub Clubs.
- 1.2 The Sub-Club shall not, without the consent of the Board of Directors of Mount Pritchard & District Community Club Limited (Mounties), change the name of the Sub-Club.
- 1.3 The Sub-Club acknowledges that it holds no right, title or interest in the name of the Sub-Club.

2. INTERPRETATION

- 2.1 Unless the context or subject matter otherwise requires:
 - 2.1.1 words indicating the male gender include the female gender and vice versa; and
 - 2.1.2 words indicating the singular include the plural and vice versa.
- 2.2 Headings and the index are included for convenience only and do not form part of these Rules.

3. OBJECTS

- 3.1 The objects of the Sub-Club are to:
 - 3.1.1 encourage social activities among members of the Slovenian community in Australia;
 - 3.1.2 assist generally in the advancement of the Slovenian community and the establishment of good relationships among persons of Slovenian extraction, and, between them and persons of all other nationalities;
 - 3.1.3 materially support needy Australian Slovenians in necessitous circumstances; and
 - 3.1.4 carry out the activities listed in Rule 3.2 below, in the Sub-Club's Local Government Area and such other places as determined appropriate by the Board and within Mounties.
- 3.2 The social activities to be carried on by the Sub-Club (Sub-Club Social Activities) will include to:
 - 3.2.1 provide support to the Historical Archives for Slovenian Australians (NSW);
 - 3.2.2 provide support to the Slovenian Journal Misli;
 - 3.2.3 provide support to the Slovenian Media Services in Australia;
 - 3.2.4 conduct monthly dances at the Triglav Premises of Mounties;
 - 3.2.5 hold an ANZAC Day ceremony at the Triglav Premises of Mounties each year;

- 3.2.6 hold a Home Wine Tasting Day at the Triglav Premises of Mounties each year;
 - 3.2.7 support the Slovenian of the Year Awards each year (NSW and ACT);
 - 3.2.8 hold a traditional 'St Nicholas Day' for Member's children around Christmas time at the Triglav Premises of Mounties each year;
 - 3.2.9 arrange for traditional music performances and bands (local and overseas) to perform at the Triglav Premises of Mounties;
 - 3.2.10 hold a '10 hours sunset' event at the Triglav Premises of Mounties; and
 - 3.2.11 provide support to the Bossley Sports Soccer Club, Wetherill Park Cricket Club, Smithfield Panthers Netball Club, Pretenders Golf Club, and the local FE & FC Holden Car Club.
- 3.3 The Sub-Club must:
- 3.3.1 obtain the approval of the Board of Mounties for each function or event that it holds;
 - 3.3.2 conduct all its functions and events in accordance with all applicable laws and the requirements of all relevant government agencies;
 - 3.3.3 not sell or supply liquor without the prior approval of the Board of Mounties and subject to the conditions of any relevant liquor licence; and
 - 3.3.4 make reasonable endeavours to incorporate its activities into the Mounties events calendar for the benefit of Mounties and its members as a whole.

4. ACKNOWLEDGEMENT

- 4.1 This Sub-Club and these Rules are created pursuant to Rules 63-69 of the Constitution of Mounties.
- 4.2 Notwithstanding these Rules, the Board of Mounties, may, by resolution, issue any directive to the Sub-Club that it considers is in the best interests of the Sub-Club and / or that of Mounties. For the avoidance of doubt, the control of the Sub-Club is subject to the absolute control and supervision of the Board of Directors (or their delegated representative) and Chief Executive Officer (or his delegated representative) of Mounties.
- 4.3 It is hereby acknowledged that the Sub-Club is a sub-club (i.e. a section) of Mounties.
- 4.4 Nothing contained within these Rules is intended to create the Sub-Club as a separate entity from Mounties. For the avoidance of doubt, the Sub-Club is not a separate entity in a legal sense or otherwise from Mounties and the members of the Sub-Club will at all times remain answerable to the Chief Executive Officer on behalf of the Board of Mounties.
- 4.5 The Sub-Club is subject to the Constitution and By-laws of Mounties as amended from time to time. In the event of any inconsistency between these Rules and the Constitution and By-laws of Mounties, the latter documents will prevail.

5. MEMBERSHIP

- 5.1 Membership of the Sub-Club will only be open to current financial members of Mounties who agree to be bound by the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club. Any person who ceases to be a financial member of Mounties or has his or her membership of Mounties suspended will automatically cease to be a member of the Sub-Club or will automatically have his or her membership of the Sub-Club suspended for the same duration as his or her suspension from membership of Mounties (as the case may be).
- 5.2 The Sub-Club will have the classes of membership, subject to the eligibility criteria, set out in the following table:

Sub-Club Membership Class	Eligibility Criteria
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).
Life (Honourable)	A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU.
Triglav Ordinary	A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU.
Triglav Associate	Any Member of Mounties.

- 5.3 Except as provided in the MOU, a person must not be admitted as a member of the Sub-Club unless that person is elected to membership at a meeting of the Committee by a three-quarters majority of the Committee members present and voting, who may reject any application for membership without giving any reason for the rejection.
- 5.4 When a person has been elected to membership of the Sub-Club, the Committee (or their delegated representative) will enter that person's name and details in the Sub-Club's Register of Members. The member so elected is deemed to have agreed to the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club.

- 5.5 The Annual Subscription of the Sub-Club shall be an amount determined by the Committee.
- 5.6 Only members of the Sub-Club who have attained the age of 18 years will be entitled to vote and to stand for or hold office on the Committee. Proxy voting is not permitted.
- 5.7 A member is ineligible to be nominated for or elected to the Committee if that member receives a financial benefit for the provision of services to the Sub-Club from Mounties, except any honorarium approved at a General Meeting of Mounties
- 5.8 The Sub-Club will consist of not more than 10,000 members, however the Board of Mounties may authorise an increase in the maximum number of members allowable in the Sub-Club from time to time.

6. ADMINISTRATION AND MANAGEMENT

- 6.1 The Sub-Club is not formed for, nor shall it conduct its business or affairs for private gain.
- 6.2 Subject to the absolute control and supervision of the Board, the Sub-Club shall manage its own business and affairs (including the custody and control of the Sub-Club's funds) only for the purpose of promoting its Objects, but must make regular reports to the Board of Mounties.
- 6.3 The Committee may, but without limiting its general powers, from time to time:
 - 6.3.1 delegate any of its powers (other than this power of delegation) to sub-committees consisting of such persons, being members of the Sub-Club, as it may from time to time think fit and may from time to time revoke such delegation;
 - 6.3.2 make rules not inconsistent with the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club which in the Committee's opinion is necessary or desirable for the proper control, administration and management of the Sub-Club provided that the Board of Mounties, by resolution, approves such rules; and
 - 6.3.3 appoint any delegate or delegates to represent the Sub-Club for any purpose with such powers as may be thought fit.
- 6.4 The Sub-Club shall, hold a general meeting known as the Annual General Meeting not later than 2 calendar months after the end of the financial year in Rule 9.1 of these Rules, subject to Rule 7.2 below. The Committee will determine the date, time and place the meeting. All Sub-Club members will be given at least twenty one (21) days notice of the Annual General Meeting. All general meetings other than the Annual General Meeting are known as General Meetings
- 6.5 The business of the Annual General Meeting will be as follows:
 - 6.5.1 to receive and table reports from the Committee;
 - 6.5.2 to receive and consider the Sub-Club's:
 - 6.5.2.1 income and expenditure accounts;
 - 6.5.2.2 balance sheet; and

- 6.5.2.3 report of the auditor;
 - 6.5.3 to elect the Committee members for the following year
 - 6.5.4 to deal with any other business of which due notice has been given to the Committee; and
 - 6.5.5 to deal with any other business that the Committee may approve of which due notice has not been given to the Committee.
- 6.6 The Committee may whenever it thinks fit call a General Meeting and it must, on the request of not less than 10% of the members of the Sub-Club having at the date of the deposit of the request at the office a right to vote at General Meetings, within twenty eight (28) days proceed to call and hold a General Meeting after the deposit of the request. All Sub-Club members will be given at least seven (7) days notice of the General Meeting.

7. THE COMMITTEE

- 7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President from among its number at the first meeting of the Committee after each election.
- 7.2 The founding Committee members will be the members of the Triglav Home Club Board of Panthers (as defined in the Panthers Constitution) on completion of the amalgamation between Mounties and THCL, who are also members of this Sub-Club, and such other Sub-Club Members as may be appointed by the Board. The founding Committee will hold office, subject to these rules, up until the conclusion of the first Annual General Meeting of the Sub-Club which will be held in conjunction with the next Mounties AGM at which Board elections will be conducted after completion of the Amalgamation.
- 7.3 On and from the first Annual General Meeting of the Sub-Club:
- 7.2.1 The Committee will be elected bi-ennially at the Annual General Meeting of the Sub-Club.
 - 7.2.2 The Board of Mounties shall appoint a Returning Officer to conduct elections and that person shall not be eligible to be a nominee in any elections.
 - 7.2.3 The members of the Committee will be elected to hold office until the conclusion of the next Annual General Meeting of the Sub-Club when they will retire, and will be eligible for re-election.
 - 7.2.4 Nominations for the positions of Committee persons shall open twenty one (21) days before the time and date fixed for the Annual General Meeting of the Sub-Club and shall close seven (7) days before the date and time fixed for the Annual General Meeting of the Sub-Club.
 - 7.2.5 All Nominations shall given to the Secretary, who will deliver them to the Sports Director not less than six (6) days prior to the Annual General Meeting.
 - 7.2.6 Nominations for election to the Committee shall be made in writing and signed by two (2) Sub-Club members and by the nominee who must

signify his or her consent to the nomination to the Returning Officer of the Sub-Club.

7.2.7 If there are insufficient nominations to fill all vacancies on the Committee, those duly nominated will be declared elected and additional nominations will be received at the Annual General Meeting of the Sub-Club.

7.2.8 In addition to the reservations contained in this Rule 7, the election of members to the Committee will be in accordance with the Constitution of Mounties and shall be conducted under the supervision of the Sub-Club's Returning Officer.

7.2.9 If there are more than the required number nominated, an election by ballot shall take place, but if there are only the requisite number nominated, the Returning Officer of the Sub-Club shall declare those nominated duly elected.

7.3 In the event of a vacancy on the Committee, the remaining members of the Committee will be empowered to appoint a member of the Sub-Club to fill the vacancy.

7.4 If any Committee member should die or fail to attend three (3) consecutive Committee meetings without reasonable cause or leave of absence or if they should resign or become bankrupt or of unsound mind, their office shall be declared vacant and the Committee may appoint a successor to hold the office until the next Annual Meeting of the Sub-Club at which Committee elections are to be held under these Rules.

7.5 No member of the Committee shall receive any remuneration for their service in their capacity as a member of the Committee.

7.6 The Committee will keep and maintain a Register of Sub-Club Members.

8. MEETINGS OF THE COMMITTEE

8.1 The Committee shall meet at least once in every month for the transaction of business (which meetings shall be called regular meetings) and the names of all members of the Committee present and voting and minutes proceedings of the Committee shall be entered in a book provided for this purpose. The minutes must be submitted to the Mounties Chief Executive Officer to be tabled at Board meetings and will contain reports on the effectiveness of the operations of the Sub-Club and the financial operations of the Sub-Club.

8.2 The Chairperson of the Sub-Club shall preside at all meetings of the Committee. In the absence of the Chairperson, the meeting shall elect a member of the Committee to Chair the meeting.

8.3 A majority of the Committee shall constitute a quorum at a regular meeting. If a quorum is not present within fifteen minutes of the time fixed for the meeting it shall stand adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within fifteen minutes from the time appointed for the meeting the members present shall be deemed to be a quorum.

8.4 The Committee may make recommendations and representations to the Board about:

8.4.1 the Triglav Premises of Mounties;

- 8.4.2 Membership at those premises;
- 8.4.3 Mounties' strategic plan as it relates to the Sub-Club;
- 8.4.4 the allocation of funding in furtherance of the Sub-Club purposes; and
- 8.4.5 recommendations for donations to be made by Mounties under the ClubGrants scheme, but will not have any management or governance rights or duties (unless specifically delegated by the Board).

9. ACCOUNTS OF THE SUB-CLUB

- 9.1 The financial year of the Sub-Club shall commence on the first day of July and end on the last day of June in each year.
- 9.2 The Board of Mounties may empower the Sub-Club to open and operate an account in the name of the Sub-Club in such bank or financial institution as the Board or Chief Executive Officer of Mounties may from time to time approve, provided that the persons eligible to operate upon any such account must be approved by the Board or Chief Executive Officer of Mounties, which from time to time may remove and replace such persons or any of them.
- 9.3 The Committee shall cause correct accounts and books to be kept showing the correct financial affairs of the Sub-Club, including but not limited to, income and expenditure, conduct of all correspondence and a property register of the Sub-Club. Such books and accounts shall be kept at such place or places as the Committee may think fit and shall always be open for the inspection of Committee members and the Board of Mounties and their appointed agents.
- 9.4 The Board of Mounties will, in each financial year, provide funding of up to \$100,000 to the Sub-Club as reasonably required for it to engage in and carry out the Sub-Club Social Activities:
 - 9.4.1 subject to a budget approved by the Board (acting reasonably) in accordance with its usual procedures from time to time for funding of sub-clubs; and
 - 9.4.2 provided that the Sub-Club continues to promote its purposes as set out in Rule 3.1 above, and, engage in and carry out the Sub-Club Social Activities.
- 9.5 The Sub-Club must:
 - 9.5.1 only apply its funds for the purposes set out in Rule 3.1 above and engaging in the Sub-Club Social Activities; and
 - 9.5.2 only make payments to third parties by way of support in accordance with any ClubGrants or other community donations/support rules or guidelines approved by the Board from time to time.
- 9.4 The Committee shall once every year submit its accounts and books to the Chief Executive Officer of Mounties for review.
- 9.5 The Committee and each member of it shall upon request by the Chief Executive Officer or the Board of Mounties produce to the said Chief Executive Officer, or the Board or such other person nominated by the Chief Executive Officer, or the Board, any documents or other records held by the Committee or any member of it on behalf of the Sub-Club.

10. AMENDMENT OF RULES OF THE SUB-CLUB

- 10.1. These Rules may be amended from time to time by a seventy five percent (75%) majority of the members of the Sub-Club present and voting at an Annual General Meeting of the Sub-Club or at a meeting of the members of the Sub-Club convened specifically for such purpose, provided that no amendment proposed to and approved by the meeting of the members of the Sub-Club shall have effect unless and until it has been approved by resolution of the Board of Mounties.

11. Sub Club Activity Funding

- 11.1. From 1 July 2014 Mounties will provide funding for the Sub-Club in support of "Preserving Traditions" (as described in Annexure A of the Memorandum of Understanding (MOU) for Amalgamation between Mounties and THCL Ltd).
- 11.2. The MOU provides at 2.3) that Mounties will contribute up to a maximum of \$100,000 in any year in support of the Sub Club and its activities.
- 11.3. The Objects and Activities are set out in Rules 3.1 and 3.2 of these rules.
- 11.4. Sub Club Activity Funding will only be applied for the Objects and activities of the Sub-Club as set out in Rules 3.1 and 3.2 of these rules.
- 11.5. The Board will approve allocations to these activities as part of the budgets prepared each year.
- 11.6. If the Sub-Club ceases to carry out the Objects in Rules 3.1.3 to 3.1.9 any remaining balance of the Cultural Fund may be applied to one or more objects set out in the Constitution of Mounties, as deemed appropriate by the Board of Mounties and having regard to the Objects set out in Rules 3.1.3 to 3.1.9 above.
- 11.7. Any funds that are granted by way of the ClubGRANTS scheme as part of the liability for the Triglav premises will be issued from the Triglav Sub Club Activity Fund.
- 11.8. Approved funding will be determined by 30 June in each year as part of the budget process and approved by the Board.

FY 2015

	To	Amount	Purpose	Approval
i.	Historical Archives for Slovenian Australians (HASA)	\$3,000	Community – Cultural	By Triglav SCC
ii.	Slovenian Journal MISLI	\$3,000	Community – Cultural	By Triglav SCC
iii.	Slovenian Media Services in Australia	\$7,520	Community – Cultural	By Triglav SCC
iv.	Slovenian Monthly Dance	\$14,000	Community – Cultural	By Triglav SCC
v.	Anzac Day	\$4,000	Community – Cultural	By Triglav SCC
vi.	Home Wine Tasting	\$500	Community – Cultural	By Triglav SCC
vii.	Slovenian National Day	\$10,000	Community – Cultural	By Triglav SCC
viii.	St Nicholas Day	\$3,500	Community - Cultural	By Triglav SCC
ix.	Cultural Music Performances	Nil	Community - Cultural	Not planned for 2015
x.	10 hours Sunset Function	Nil	N/A	Not planned for 2015
xi.	Bossley Sports Club	\$5,000	Community - Sport	By Triglav SCC
xii.	Wetherill Park Cricket Club	\$5,000	Community - Sport	By Triglav SCC
xiii.	Smithfield Panthers Netball	Nil	N/A	Not planned for 2015
xiv.	Pretenders Social Golf	\$3,000	Community – Sport	By Triglav SCC
xv.	FE FC Holden Car Club	\$3,600	Community	By Triglav SCC
Other	Bocce	\$20,000	Community Sport	Budget to be specified and approved by GP
Other	Club Grants Cat 1	\$55,000	Community	Recommendations from Triglav SCC to Grants Committee / Board to approve
Other	Other	\$5,000	Community	By Triglav SCC
	Total	\$142,120		

Name of Sub Club:

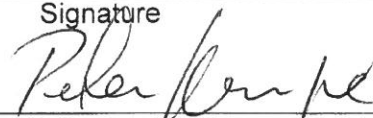
1.1 Triglav Sub club

Chairman:

Print Name:

Peter Krope

Signature



Date:

/ / 2015

Signed by Chairman of the Board Meeting at which these Rules were approved:

Date: 5-5-2015

KEVIN INGRAM



Document History Table			
Version Number	Date of Issue	Board Approval Date	Description of Changes
Original	27/5/2013	Item 26 (Triglav SC approval)	Original – Deferred due to further changes see 7.1
001	8/4/2014	*4116: 643 (8/4/2014)	This version reproduced as changes below were not executed by Board to 8/7/2014). 7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President from among its number at the first meeting of the Committee after each election.
	8/7/2014	646 (8/7/2014)	7.1 approved 5.8 to 10,000 - approved
002	11/11/14	650 (11/11/14)	11. Sub Club Activity Funding 11.1. From 1 July 2014 Mounties will provide funding for the Sub-Club in support of "Preserving Traditions" (as described in

			<p>Annexure A of the Memorandum of Understanding (MOU) for Amalgamation between Mounties and THCL Ltd).</p> <p>11.2. The MOU provides at 2.3) that Mounties will contribute up to a maximum of \$100,000 in any year in support of the Sub Club and its activities.</p> <p>11.3. The Objects and Activities are set out in Rules 3.1 and 3.2 of these rules.</p> <p>11.4. Sub Club Activity Funding will only be applied for the Objects and activities of the Sub-Club as set out in Rules 3.1 and 3.2 of these rules.</p> <p>11.5. The Board will approve allocations to these activities as part of the budgets prepared each year.</p> <p>11.6. If the Sub-Club ceases to carry out the Objects in Rules 3.1.3 to 3.1.9 any remaining balance of the Cultural Fund may be applied to one or more objects set out in the Constitution of Mounties, as deemed appropriate by the Board of Mounties and having regard to the Objects set out in Rules 3.1.3 to 3.1.9 above.</p> <p>11.7. Any funds that are</p>
--	--	--	--

			<p>granted by way of the ClubGRANTS scheme as part of the liability for the Triglav premises will be issued from the Triglav Sub Club Activity Fund.</p> <p>11.8. Approved funding will be determined by 30 June in each year as part of the budget process and approved by the Board.</p>
			FY 2015 table addendum to rules

NOTICE OF ANNUAL GENERAL MEETING TRIGLAV MOUNTIES GROUP SUB CLUB

Notice is hereby given that the Annual General Meeting of Triglav Mounties Group Sub Club will be held at 80-84 Brisbane Rd, St Johns Park, NSW 2176, on Sunday 23 August 2015 at 10:00AM.

AGENDA

1. Opening
2. Apologies
3. President's Report
4. To receive and consider the Financial Report for the Triglav Mounties Group Sub Club for the period ending 30 June 2015
5. Other Business
6. Closure for and on behalf of the Committee



G Pickering
CEO



Locked Bag 1
Wetherill Park BC NSW 2164

Telephone

(02) 9426 1000

Facsimile

(02) 9823 2522

Email

triglav@mountiesgroup.com.au

www.triglav.com.au

FINANCIAL STATEMENTS

Financial Statements for the Sub Club will be made available at the meeting.

mounties

mounties
bowling club

harbord diggers

manly
bowling club

club italia

mekong

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Triglav Mounties Group Sub Club will be held at 80-84 Brisbane Rd, St Johns Park, NSW 2176, on Sunday 23 August 2015 at 10:00AM.

Business

1. To receive and consider the President's Report.
2. To receive and consider the Financial Report for the Triglav Mounties Group Sub Club for the period ending 30 June 2015.
3. Any other business of which due notice has been given.



G.J. Pickering

Chief Executive Officer
10 July 2015



Distribution List:	Board of Directors, Triglav Committee, G Pickering, C Lumley		
Committee:	TRIGLAV SC AGM	Location:	80-84 Brisbane Road, St Johns Park
Date:	23 August 2015	Time:	10:00 hrs
Present:	Peter Krobe, (chair), plus 22 members as recorded on the attendance sheet (attached to these minutes)		
In Attendance:	Greg Pickering		
Apologies:	Nil		
Leave of Absence:	Nil		

Subject matter		Action	Recommendation
Business	1	Agenda: To receive and consider Presidents Report To receive and consider Minutes from Previous Meeting 24/8/2014 To receive and Consider Financial Report for the Triglav Mounties Group Sub Club for the period ended 30/06/2015 To deal with any other business of which due notice has been given To deal with any other business that the committee may approve of which due notice has not been given.	
President's Report	2	That the President's Report is received and tabled.	Note
		Matters Arising: Nil	
Previous Minutes	3	Were distributed to the members present at the meeting	Note
Financial Report	4	That the financial report for the Triglav Sub Club for the period ending 30 June 2015 is received and noted.	Note

		<p>Matters Arising:</p> <p>The CEO addressed the meeting regarding the financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> Confirmed that the result had been prepared from the Form 4 report to members and could not be confirmed as the final audited report (due 25/8/2015). No changes are expected. Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. That members could check the annual report of the Group to confirm. Profit before Tax \$1,804k vs. Budget \$525k (+\$1,280k) EBITDARD: +\$2,106k vs. Budget \$818k (+\$1,288k) EBITDARD % Revenue: 37.93% vs Budget 17.9% (+20.03%) Contributors: <ul style="list-style-type: none"> Gaming ↑ \$1,270k Catering ↓ 102k (Contracted). Expenses Generally ↓ \$252k <ul style="list-style-type: none"> Tiered Loyalty ↓ \$86k Club Utilities ↓ \$103k Repairs and Maintenance ↓ \$76k Administration ↑ \$113k 	
--	--	---	--

	5	<p>Matters Arising:</p> <p>TAB Loss: To be investigated and clarified to members</p> <p>Catering: CEO confirmed that the Catering Contract provided a rental income to the business</p>	
General Business	6	<ol style="list-style-type: none"> 1. Smoking and Food Service: CEO provided an explanation of the recently introduced regulation relating to the prohibition on the service of food into smoking areas, specifically the outdoor area to the North of the building. 2. Bocce: A question was raised about the smoking regulations and their effect on the Bocce Court. Management to investigate. 	
Meeting Close	7	There being no further business the Chairman declared the meeting closed at 10:35am	
		Signed: <i>Peter Kump</i> Date: 31 / 08 / 015	

REGISTER OF ATTENDANCE ANNUAL GENERAL MEETING OF

Triglav Mounties Group SUB CLUB

Held in the Auditorium, 80-84 Brisbane Road,
St Johns Park, NSW 2176.

Sunday 23 August 2015 at 10:00AM.



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au
www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

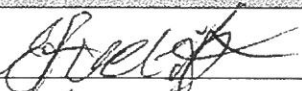
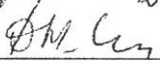

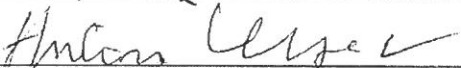
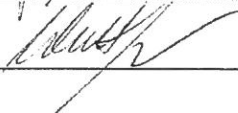
mekong

triglav

ANNUAL GENERAL MEETING – 23 August 2015

	Print Name	Member No.	Signature
1	Hedvika Samsa	103188	A. Samsa
2	Joze Samsa	103312	J. Samsa
3	Karlo Samsa	102921	K. Samsa
4	Elvira Samsa	103243	E. Samsa
5	IVANA KROPE	19069	I. Kope
6	Emilijan kukovec	102899	E. Kukovec
7	Martha Magajna	108741	M. Magajna
8	Louis Magajna	108743	L. Magajna
9	Silvo Pahor	103182	S. Pahor
10	PETER KROPE	19093	P. Kope
11	C. Suber	121420	C. Suber
12	B. FABJANOVIC	103007	B. Fabjanovic
13	M. Fencic	103335	M. Fencic
14	EMILIA LINARIC	103478	E. Linaric
15	IZIDOR KARBIC	103165	I. Karbic
16	MARTA KARBIC	47441	M. Karbic
17	John Rapinelt	104185	J. Rapinelt
18			
19			
20			
21			
22			
23			
24			
25			

ANNUAL GENERAL MEETING – 23 August 2015

	Print Name	Member No.	Signature
1	Emil Hrvatin	103085	
2	DORA HRVATIN	103102	
3	Frank Valencic	103231	
4	Anton Ussic	17010	
5	Walter Suber	121414	
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

Distribution List:	Board of Directors, Triglav Committee, G Pickering, C Lumley		
Committee:	TRIGLAV SC AGM	Location:	80-84 Brisbane Road, St Johns Park
Date:	23 August 2015	Time:	10:00 hrs
Present:	Peter Krobe, (chair), plus 22 members as recorded on the attendance sheet (attached to these minutes)		
In Attendance:	Greg Pickering		
Apologies:	Nil		
Leave of Absence:	Nil		

Subject matter		Action	Recommendation
Business	1	Agenda: To receive and consider Presidents Report To receive and consider Minutes from Previous Meeting 24/8/2014 To receive and Consider Financial Report for the Triglav Mounties Group Sub Club for the period ended 30/06/2015 To deal with any other business of which due notice has been given To deal with any other business that the committee may approve of which due notice has not been given.	
President's Report	2	That the President's Report is received and tabled.	Note
		Matters Arising: Nil	
Previous Minutes	3	Were distributed to the members present at the meeting	Note
Financial Report	4	That the financial report for the Triglav Sub Club for the period ending 30 June 2015 is received and noted.	Note

		<p>Matters Arising:</p> <p>The CEO addressed the meeting regarding the financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> Confirmed that the result had been prepared from the Form 4 report to members and could not be confirmed as the final audited report (due 25/8/2015). No changes are expected. Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. That members could check the annual report of the Group to confirm. Profit before Tax \$1,804k vs. Budget \$525k (+\$1,280k) EBITDARD: +\$2,106k vs. Budget \$818k (+\$1,288k) EBITDARD % Revenue: 37.93% vs Budget 17.9% (+20.03%) Contributors: <ul style="list-style-type: none"> Gaming ↑ \$1,270k Catering ↓ 102k (Contracted). Expenses Generally ↓ \$252k <ul style="list-style-type: none"> Tiered Loyalty ↓ \$86k Club Utilities ↓ \$103k Repairs and Maintenance ↓ \$76k Administration ↑ \$113k 	
--	--	---	--

	5	<p>Matters Arising:</p> <p>TAB Loss: To be investigated and clarified to members</p> <p>Catering: CEO confirmed that the Catering Contract provided a rental income to the business</p>	
General Business	6	<ol style="list-style-type: none"> 1. Smoking and Food Service: CEO provided an explanation of the recently introduced regulation relating to the prohibition on the service of food into smoking areas, specifically the outdoor area to the North of the building. 2. Bocce: A question was raised about the smoking regulations and their effect on the Bocce Court. Management to investigate. 	
Meeting Close	7	There being no further business the Chairman declared the meeting closed at 10:35am	
		Signed: <i>Peter Kump</i> Date: 31 / 08 / 015	

REGISTER OF ATTENDANCE ANNUAL GENERAL MEETING OF

Triglav Mounties Group SUB CLUB

Held in the Auditorium, 80-84 Brisbane Road,
St Johns Park, NSW 2176.

Sunday 23 August 2015 at 10:00AM.



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au
www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

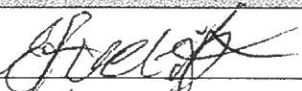
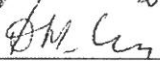

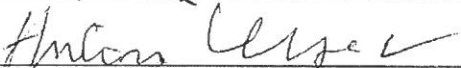
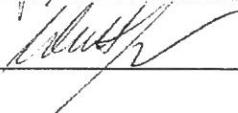
mekong

triglav

ANNUAL GENERAL MEETING – 23 August 2015

	Print Name	Member No.	Signature
1	Hedvika Samsa	103188	A. Samsa
2	Joze Samsa	103312	J. Samsa
3	Karlo Samsa	102921	K. Samsa
4	Elvira Samsa	103243	E. Samsa
5	IVANA KROPE	19069	I. Kope
6	Emilijan kukovec	102899	E. Kukovec
7	Martha Magajna	108741	M. Magajna
8	Louis Magajna	108743	L. Magajna
9	Silvo Pahor	103182	S. Pahor
10	PETER KROPE	19093	P. Kope
11	C. Suber	121420	C. Suber
12	B. FABJANOVIC	103007	B. Fabjanovic
13	M. Fencic	103335	M. Fencic
14	EMILIA LINARIC	103478	E. Linaric
15	IZIDOR KARBIC	103165	I. Karbic
16	MARTA KARBIC	47441	M. Karbic
17	John Rapinelt	104185	J. Rapinelt
18			
19			
20			
21			
22			
23			
24			
25			

ANNUAL GENERAL MEETING – 23 August 2015

	Print Name	Member No.	Signature
1	Emil Hrvatin	103085	
2	DORA HRVATIN	103102	
3	Frank Valencic	103231	
4	Anton Ussic	17010	
5	Walter Suber	121414	
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

GENERAL MEETING TRIGLAV MOUNTIES GROUP SUB CLUB

Sunday 21 August 2016 at 09.45am*

ANNUAL GENERAL MEETING TRIGLAV MOUNTIES GROUP SUB CLUB

Sunday 21 August 2016 at 10.00am*



G.J. Pickering

Chief Executive Officer / Secretary

* See Notice Board for Further Details



NOTICE OF GENERAL MEETING

TRIGLAV MOUNTIES GROUP SUB CLUB

Notice is given that a General Meeting of the Club will be held on Sunday 21 August 2016 at 09.45am in the auditorium at the premises at 80-84 Brisbane Rd, St Johns Park 2176.

Admission will only be by production of a current financial member's card.

Business

1. Opening
2. Attendance
3. Apologies
4. Special Resolution 1 – Amendments to Triglav Mounties Group Sub Club Rules

To consider, and if thought fit, to pass the following special resolution:

“That Rule 7.3 of the Triglav Mounties Group Sub Club replaced by a new Rule 7.3 as follows:

- 7.3 On and from the first Annual General Meeting of the Sub-Club the Committee shall be elected as follows:
 - 7.3.1 The Committee elected at the Annual General Meeting in 2014 shall hold office until the conclusion of the Annual General Meeting in 2017, when they will retire but will be eligible for re-election.
 - 7.3.2 On and from the election of the Committee in 2017, the Committee will be elected bi-ennially at the Annual General Meeting of the Sub-Club. The members of the Committee will be elected to hold office until the conclusion of the second Annual General Meeting after that at which they were elected, when they will retire but will be eligible for re-election.
 - 7.3.3 The Board of Mounties shall appoint a Returning Officer to conduct elections and that person shall not be eligible to be a nominee in any elections.
 - 7.3.4 Nominations for the positions of Committee persons shall open twenty one (21) days before the time and date fixed for the Annual General Meeting of the Sub-Club and shall close seven (7) days before the date and time fixed for the Annual General Meeting of the Sub-Club.
 - 7.3.5 All Nominations shall be given to the Secretary, who will deliver them to the Sports Director not less than six (6) days prior to the Annual General Meeting.
 - 7.3.6 Nominations for election to the Committee shall be made in writing and signed by two (2) Sub-Club members and by the nominee who must signify his or her consent to the nomination to the Returning Officer of the Sub-Club.
 - 7.3.7 If there are insufficient nominations to fill all vacancies on the Committee, those duly nominated will be declared elected and additional nominations will be received at the Annual General Meeting of the Sub-Club.
 - 7.3.8 In addition to the reservations contained in this Rule 7, the election of members to the Committee will be in accordance with the Constitution of Mounties and shall be conducted under the supervision of the Sub-Club's Returning Officer.
 - 7.3.9 If there are more than the required number nominated, an election by ballot shall take place, but if there are only the requisite number nominated, the Returning Officer of the Sub-Club shall declare those nominated duly elected.”

5. Closure



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

triglav

Explanatory Note:

1. The board has determined that sub club elections will not be held in the same year as a regular Board election.
2. This resolution is proposed to extend the tenure of the current sub club committee for a further 1 year, making a three year term.
3. If this resolution is successful, the process of electing Triglav Mounties Group Sub Club Committees will return to a biennial (2 year) arrangement from 2017.
4. A copy of the rules of the Triglav Mounties Group Sub Club is available on request from the duty manager at Triglav premises.
5. To be passed Resolution 1 must receive votes in its favour from not less than three quarters of those members who being eligible to do so, vote in person the Special Resolution.
6. Triglav Mounties Group Foundation Life Members, Triglav Mounties Group Life (Honorable) Members, and Triglav Mounties Group Sub Club (Ordinary) Members are entitled to vote on Special Resolution 1.
7. The Board and Triglav Sub Club Committee recommend Resolution 1 to the members of Triglav Mounties Group Sub Club.

**ADDITIONAL INFORMATION**

Proxies are not permitted at the meeting

For and on behalf of the Committee

G. J. Pickering
Chief Executive Officer / Secretary
Mounties Group

Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au
www.mountiesgroup.com.au

mounties

***mounties
bowling club***

harbord diggers

***manly
bowling club***

club italia

mekong

triglav

NOTICE OF ANNUAL GENERAL MEETING TRIGLAV MOUNTIES GROUP SUB CLUB

Notice is hereby given that the Annual General Meeting of Triglav Mounties Group Sub Club will be held in the Auditorium 80-84 Brisbane Rd, St Johns Park NSW 2176 on Sunday 21 August 2016 at 10:00am.

AGENDA

1. Opening
2. Apologies
3. Previous Minutes
4. To receive and table reports from the Committee
5. To receive and consider the Triglav Mounties Group Sub-Club's
 - 5.1 income and expenditure accounts;
 - 5.2 balance sheet;
 - 5.3 report to the auditor;
- For the period ending 30 June 2016
6. To deal with any other business of which due notice has been given to the Committee; and
7. To deal with any other business that the Committee may approve of which due notice has not been given to the Committee.
8. Closure

For and on behalf of the Committee



G. J. Pickering
Chief Executive Officer/Secretary
Mounties Group

FINANCIAL STATEMENTS

Financial Statements for the Sub Club will be made available at the meeting.

QUESTIONS

Members are requested to provide notice of any questions to the Secretary at least 14 days prior to the meeting in order that appropriate research can ensure an informative response is provided to members at the meeting.



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone

(02) 9822 3555

Facsimile

(02) 9610 6832

Email

info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

triglav

NOTICE OF GENERAL MEETING

TRIGLAV MOUNTIES GROUP SUB CLUB

Notice is given that a General Meeting of the Club will be held on Sunday 21 August 2016 at 09.45am in the auditorium at the premises at 80-84 Brisbane Rd, St Johns Park 2176.

Admission will only be by production of a current financial member's card.

Business

1. Opening
2. Attendance
3. Apologies
4. Special Resolution 1 – Amendments to Triglav Mounties Group Sub Club Rules

To consider, and if thought fit, to pass the following special resolution:

“That Rule 7.3 of the Triglav Mounties Group Sub Club replaced by a new Rule 7.3 as follows:

7.3 On and from the first Annual General Meeting of the Sub-Club the Committee shall be elected as follows:

- 7.3.1 The Committee elected at the Annual General Meeting in 2014 shall hold office until the conclusion of the Annual General Meeting in 2017, when they will retire but will be eligible for re-election.
- 7.3.2 On and from the election of the Committee in 2017, the Committee will be elected bi-ennially at the Annual General Meeting of the Sub-Club. The members of the Committee will be elected to hold office until the conclusion of the second Annual General Meeting after that at which they were elected, when they will retire but will be eligible for re-election.
- 7.3.3 The Board of Mounties shall appoint a Returning Officer to conduct elections and that person shall not be eligible to be a nominee in any elections.
- 7.3.4 Nominations for the positions of Committee persons shall open twenty one (21) days before the time and date fixed for the Annual General Meeting of the Sub-Club and shall close seven (7) days before the date and time fixed for the Annual General Meeting of the Sub-Club.
- 7.3.5 All Nominations shall be given to the Secretary, who will deliver them to the Sports Director not less than six (6) days prior to the Annual General Meeting.
- 7.3.6 Nominations for election to the Committee shall be made in writing and signed by two (2) Sub-Club members and by the nominee who must signify his or her consent to the nomination to the Returning Officer of the Sub-Club.
- 7.3.7 If there are insufficient nominations to fill all vacancies on the Committee, those duly nominated will be declared elected and additional nominations will be received at the Annual General Meeting of the Sub-Club.
- 7.3.8 In addition to the reservations contained in this Rule 7, the election of members to the Committee will be in accordance with the Constitution of Mounties and shall be conducted under the supervision of the Sub-Club's Returning Officer.
- 7.3.9 If there are more than the required number nominated, an election by ballot shall take place, but if there are only the requisite number nominated, the Returning Officer of the Sub-Club shall declare those nominated duly elected.”

5. Closure



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone

(02) 9822 3555

Facsimile

(02) 9610 6832

Email

info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

*mounties
bowling club*

harbord diggers

*manly
bowling club*

club italia

mekong

triglav

Explanatory Note:

1. The board has determined that sub club elections will not be held in the same year as a regular Board election.
2. This resolution is proposed to extend the tenure of the current sub club committee for a further 1 year, making a three year term.
3. If this resolution is successful, the process of electing Triglav Mounties Group Sub Club Committees will return to a biennial (2 year) arrangement from 2017.
4. A copy of the rules of the Triglav Mounties Group Sub Club is available on request from the duty manager at Triglav premises.
5. To be passed Resolution 1 must receive votes in its favour from not less than three quarters of those members who being eligible to do so, vote in person the Special Resolution.
6. Triglav Mounties Group Foundation Life Members, Triglav Mounties Group Life (Honorable) Members, and Triglav Mounties Group Sub Club (Ordinary) Members are entitled to vote on Special Resolution 1.
7. The Board and Triglav Sub Club Committee recommend Resolution 1 to the members of Triglav Mounties Group Sub Club.

ADDITIONAL INFORMATION

Proxies are not permitted at the meeting

For and on behalf of the Committee



G. J. Pickering
Chief Executive Officer / Secretary
Mounties Group



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone

(02) 9822 3555

Facsimile

(02) 9610 6832

Email

info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

triglav

NOTICE OF ANNUAL GENERAL MEETING TRIGLAV MOUNTIES GROUP SUB CLUB

Notice is hereby given that the Annual General Meeting of Triglav Mounties Group Sub Club will be held in the Auditorium 80-84 Brisbane Rd, St Johns Park NSW 2176 on Sunday 21 August 2016 at 10:00am.

AGENDA

1. Opening
2. Apologies
3. Previous Minutes
4. To receive and table reports from the Committee
5. To receive and consider the Triglav Mounties Group Sub-Club's
 - 5.1 income and expenditure accounts;
 - 5.2 balance sheet;
 - 5.3 report to the auditor;
- For the period ending 30 June 2016
6. To deal with any other business of which due notice has been given to the Committee; and
7. To deal with any other business that the Committee may approve of which due notice has not been given to the Committee.
8. Closure

For and on behalf of the Committee



G. J. Pickering
Chief Executive Officer/Secretary
Mounties Group

FINANCIAL STATEMENTS

Financial Statements for the Sub Club will be made available at the meeting.

QUESTIONS

Members are requested to provide notice of any questions to the Secretary at least 14 days prior to the meeting in order that appropriate research can ensure an informative response is provided to members at the meeting.



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone

(02) 9822 3555

Facsimile

(02) 9610 6832

Email

info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

triglav

Distribution List:	Board of Directors, Triglav Committee, G Pickering, C Lumley		
Committee:	TRIGLAV SC AGM	Location:	80-84 Brisbane Road, St Johns Park
Date:	23 August 2015	Time:	10:00 hrs
Present:	Peter Krobe, (chair), plus 22 members as recorded on the attendance sheet (attached to these minutes)		
In Attendance:	Greg Pickering		
Apologies:	Nil		
Leave of Absence:	Nil		

Subject matter		Action	Recommendation
Business	1	Agenda: To receive and consider Presidents Report To receive and consider Minutes from Previous Meeting 24/8/2014 To receive and Consider Financial Report for the Triglav Mounties Group Sub Club for the period ended 30/06/2015 To deal with any other business of which due notice has been given To deal with any other business that the committee may approve of which due notice has not been given.	
President's Report	2	That the President's Report is received and tabled.	Note
		Matters Arising: Nil	
Previous Minutes	3	Were distributed to the members present at the meeting	Note
Financial Report	4	That the financial report for the Triglav Sub Club for the period ending 30 June 2015 is received and noted.	Note

Matters Arising:

The CEO addressed the meeting regarding the financial performance of the Triglav Site during the past 12 months, and:

- Confirmed that the result had been prepared from the Form 4 report to members and could not be confirmed as the final audited report (due 25/8/2015). No changes are expected.
- Noted that the annual report (of which this report forms part) has not yet been finalised by the Board.
- That members could check the annual report of the Group to confirm.
- Profit before Tax \$1,804k vs. Budget \$525k (+\$1,280k)
- EBITDARD: +\$2,106k vs. Budget \$818k (+\$1,288k)
- EBITDARD % Revenue: 37.93% vs Budget 17.9% (+20.03%)
- Contributors:
 - Gaming ↑ \$1,270k
 - Catering ↓ 102k (Contracted).
 - Expenses Generally ↓ \$252k
 - Tiered Loyalty ↓ \$86k
 - Club Utilities ↓ \$103k
 - Repairs and Maintenance ↓ \$76k
 - Administration ↑ \$113k

	5	<p>Matters Arising:</p> <p>TAB Loss: To be investigated and clarified to members</p> <p>Catering: CEO confirmed that the Catering Contract provided a rental income to the business</p>	
General Business	6	<ol style="list-style-type: none"> 1. Smoking and Food Service: CEO provided an explanation of the recently introduced regulation relating to the prohibition on the service of food into smoking areas, specifically the outdoor area to the North of the building. 2. Bocce: A question was raised about the smoking regulations and their effect on the Bocce Court. Management to investigate. 	
Meeting Close	7	There being no further business the Chairman declared the meeting closed at 10:35am	
		Signed: <i>Peter Kuper</i> Date: 31 / 08 / 015	

Chairman's Report 2016

As the financial year comes to an end I am pleased to provide you with my closing report.

It is just over three years since Club Triglav became a new member of the Mounties Group of Clubs. I am proud to report that Triglav Sub Club has met the expectation of the Board in accordance with its charter, as it fulfills all the requirements of a friendly and successful family Club.

Our professional management and eager staff ensure that Triglav continues to be successful and most importantly, to grow. All our members should be pleased with the positive results that the Club has achieved.

Since the AGM in 2015 we have witnessed a steady increase in members joining the Triglav Sub Club. This guarantees us a solid base with which to meet the challenges for the future.

Despite ongoing challenges our operational and social activities continue to attract members to the club, and that is pleasing. We are currently undergoing some renovations to improve facilities and provide a fresh new look with even greater service for all.

I am also pleased to report that we continue to provide community support through our Club Grants program. This year we have particularly provided that support to Bocce, and providing a traditional family atmosphere throughout the Club, and I am particularly pleased that we are able to continue to provide support to the important aspects of our heritage, we are particularly well supported by Mounties in this regard.

This year we celebrated our 45th anniversary, as well as the 25th anniversary of Slovenian Independence Day, and our feature event, the Slovenian of the Year Awards. I would like to particularly thank everyone who has helped to make these events such great successes.

The budget approved for activities that are specific to the sub club has been approved by the Board as follows:

Sub Club	Funding Amount \$
Slovenian Monthly Dances	\$ 14,000.00
Bossley Sports Club	\$ 6,000.00
Slovenian National Day	\$ 10,000.00
Wetherill Park Cricket Club	\$ 6,000.00
Slovenian Media Services in Australia	\$ 7,250.00
Historical Archives for Slovenian Australians HASA	\$ 3,000.00
Pretenders Social Golf Club	\$ 3,000.00
St. Nicholas Day	\$ 3,500.00
Home Wine Tasting	\$ 500.00
Anzac Day	\$ 4,000.00
FE FC Holden Car Club	\$ 3,600.00
Slovenian Journal MISLI	\$ 3,000.00
Club sport Bocce	\$ 20,000.00

Club Grants – Cat1 (subject to board approval)	\$ 20,950.00
Other	\$ 5,000.00
Total	\$ 109,800.00

I am particularly thankful for this ongoing support.

We are also fortunate to have been able to support the following organisations through the ClubGRANTS program:

Sub Club	Funding Amount \$
Bonnyrigg Public School	\$3,356.00
Asian Women at WorkInc	\$7,500.00
Warakirri College	\$4,275.00
Miracle Babies Foundation Ltd	\$6,250.00
Autism Advisory and Support Service	\$6,000.00
Cambodian Australian Welfare Council of NSW INC	\$14,210.00
Total	\$41,591.00

As we look to the future, we are firmly committed to continue with events and activities such as family days and cooking courses for children, Father's Day, Wine Tasting, Oktoberfest, St Nikolas Day, New Year Festivities and more.

I would like to take this opportunity to thank the members of Triglav Sub Club Committee for their dedication and commitment to the club, and to Martha Magajna for looking after our Slovenian cultural activities and sports.

Thank you to the team of management and all our staff for the great job they do in looking after us. To General Manager Jason Woods, Site Manager Sheena Mansour, Marketing and Administration Rachael Maxwell, and Assistant Bryan Kavanagh a special acknowledgement for a job well done.

Thank you also to Group Board Directors for their support and understanding, and to CEO Greg Pickering for his commitment to making sure that Triglav is successful, and relevant to its members.

Lastly, and most importantly, thank you to all the members for your support and loyalty – we wouldn't be here if it weren't for you.

In closing I would like to personally congratulate everyone involved with the Club's progress and success in 2016.

Have a safe, wonderful Christmas and Happy New Year 2017

Peter Krobe
President of the Sub Club Committee
Triglav Mounties Group Sub Club

Triglav
Income and Expenditure Statement
For The Period ending 30th June, 2016

	YEAR TO DATE	
	Actual \$	Budget \$
Income		
Facilities Profit / (Loss)		
Profit / (Loss) Poker machines	3,915,948	3,900,288
Profit / (Loss) Keno	48,739	58,225
Profit / (Loss) T.A.B.	(27,623)	-
Profit / (Loss) Bingo & Raffles	(48,145)	(66,000)
Profit / (Loss) Giftshop	10,497	-
Profit / (Loss) Tiered Loyalty	7,474	(216,000)
Profit / (Loss) Bars	229,415	209,604
Profit / (Loss) Nightclub	-	-
Profit / (Loss) Resort Facilities	-	-
Profit / (Loss) Contracted Car Wash	-	-
Profit / (Loss) Catering	(38,924)	3,996
Profit / (Loss) Fitness Centre	-	-
Profit / (Loss) Functions & Entertainment	(104,508)	(117,842)
Profit / (Loss) Memberships	-	-
Profit / (Loss) External Functions	-	-
Sundry Income		
Interest Received	-	-
Sports Activities	-	-
Commissions	4,576	4,200
Other	29,714	24,000
Total Club Income	4,027,163	3,800,472
Expenses		
Member & Club Services		
Operations, Transport & Security	594,392	490,649
Booking Office	102,834	93,245
Child Care	-	-
Advertising & Promotions	165,784	190,322
Gardening, Landscaping	10,387	16,850
Repairs & Maintenance	146,647	186,600
Total	1,020,044	977,666
Community Expenses		
Sports Area Expenses	-	-
Childrens Christmas Party	-	-
Senior Citizens Christmas Party	-	-
Carols by Candlelight	-	-
Community Services	-	-
Community Donations	107,344	91,374
Sporting Sub Club Expenses	39,754	42,000
Sporting Sub Club Grants	-	-
Total	147,098	133,374
Administration, Finance Etc.		
Management - Administration	189,978	145,543
Depreciation Building & General	18,818	72,000
Human Resources	3,401	2,500
Information Technology	18,401	72,327
Utilities	53,048	62,000
Salaries & Wages On - Costs	77,820	90,000
Total	361,465	444,371
Total Expenses	1,528,607	1,555,410
Net Profit for the Period	2,498,556	2,245,062
Interest / Rental Expenses	-	-
Tax & X Ord Items Expense	-	-
Donations Expenses	147,098	133,374
Depreciation Expense	183,015	200,400
E.B.I.T.D.A.R.D.	2,828,669	2,578,835

TRIGLAV SUB CLUB RULES

RULES FOR THE OPERATION OF THE MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB
TRIGLAV SUB-CLUB

1. NAME

- 1.1 The name of the sub-club is the 'Triglav Sub-Club', part of the Mounties Group of Sub Clubs.
- 1.2 The Sub-Club shall not, without the consent of the Board of Directors of Mount Pritchard & District Community Club Limited (Mounties), change the name of the Sub-Club.
- 1.3 The Sub-Club acknowledges that it holds no right, title or interest in the name of the Sub-Club.

2. INTERPRETATION

- 2.1 Unless the context or subject matter otherwise requires:
 - 2.1.1 words indicating the male gender include the female gender and vice versa; and
 - 2.1.2 words indicating the singular include the plural and vice versa.
- 2.2 Headings and the index are included for convenience only and do not form part of these Rules.

3. OBJECTS

- 3.1 The objects of the Sub-Club are to:
 - 3.1.1 encourage social activities among members of the Slovenian community in Australia;
 - 3.1.2 assist generally in the advancement of the Slovenian community and the establishment of good relationships among persons of Slovenian extraction, and, between them and persons of all other nationalities;
 - 3.1.3 materially support needy Australian Slovenians in necessitous circumstances; and
 - 3.1.4 carry out the activities listed in Rule 3.2 below, in the Sub-Club's Local Government Area and such other places as determined appropriate by the Board and within Mounties.
- 3.2 The social activities to be carried on by the Sub-Club (Sub-Club Social Activities) will include to:
 - 3.2.1 provide support to the Historical Archives for Slovenian Australians (NSW);
 - 3.2.2 provide support to the Slovenian Journal Misli;
 - 3.2.3 provide support to the Slovenian Media Services in Australia;
 - 3.2.4 conduct monthly dances at the Triglav Premises of Mounties;
 - 3.2.5 hold an ANZAC Day ceremony at the Triglav Premises of Mounties each year;

- 3.2.6 hold a Home Wine Tasting Day at the Triglav Premises of Mounties each year;
 - 3.2.7 support the Slovenian of the Year Awards each year (NSW and ACT);
 - 3.2.8 hold a traditional 'St Nicholas Day' for Member's children around Christmas time at the Triglav Premises of Mounties each year;
 - 3.2.9 arrange for traditional music performances and bands (local and overseas) to perform at the Triglav Premises of Mounties;
 - 3.2.10 hold a '10 hours sunset' event at the Triglav Premises of Mounties; and
 - 3.2.11 provide support to the Bossley Sports Soccer Club, Wetherill Park Cricket Club, Smithfield Panthers Netball Club, Pretenders Golf Club, and the local FE & FC Holden Car Club.
- 3.3 The Sub-Club must:
- 3.3.1 obtain the approval of the Board of Mounties for each function or event that it holds;
 - 3.3.2 conduct all its functions and events in accordance with all applicable laws and the requirements of all relevant government agencies;
 - 3.3.3 not sell or supply liquor without the prior approval of the Board of Mounties and subject to the conditions of any relevant liquor licence; and
 - 3.3.4 make reasonable endeavours to incorporate its activities into the Mounties events calendar for the benefit of Mounties and its members as a whole.

4. ACKNOWLEDGEMENT

- 4.1 This Sub-Club and these Rules are created pursuant to Rules 63-69 of the Constitution of Mounties.
- 4.2 Notwithstanding these Rules, the Board of Mounties, may, by resolution, issue any directive to the Sub-Club that it considers is in the best interests of the Sub-Club and / or that of Mounties. For the avoidance of doubt, the control of the Sub-Club is subject to the absolute control and supervision of the Board of Directors (or their delegated representative) and Chief Executive Officer (or his delegated representative) of Mounties.
- 4.3 It is hereby acknowledged that the Sub-Club is a sub-club (i.e. a section) of Mounties.
- 4.4 Nothing contained within these Rules is intended to create the Sub-Club as a separate entity from Mounties. For the avoidance of doubt, the Sub-Club is not a separate entity in a legal sense or otherwise from Mounties and the members of the Sub-Club will at all times remain answerable to the Chief Executive Officer on behalf of the Board of Mounties.
- 4.5 The Sub-Club is subject to the Constitution and By-laws of Mounties as amended from time to time. In the event of any inconsistency between these Rules and the Constitution and By-laws of Mounties, the latter documents will prevail.

5. MEMBERSHIP

- 5.1 Membership of the Sub-Club will only be open to current financial members of Mounties who agree to be bound by the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club. Any person who ceases to be a financial member of Mounties or has his or her membership of Mounties suspended will automatically cease to be a member of the Sub-Club or will automatically have his or her membership of the Sub-Club suspended for the same duration as his or her suspension from membership of Mounties (as the case may be).
- 5.2 The Sub-Club will have the classes of membership, subject to the eligibility criteria, set out in the following table:

Sub-Club Membership Class	Eligibility Criteria
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).
Life (Honourable)	A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU.
Triglav Ordinary	A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU.
Triglav Associate	Any Member of Mounties.

- 5.3 Except as provided in the MOU, a person must not be admitted as a member of the Sub-Club unless that person is elected to membership at a meeting of the Committee by a three-quarters majority of the Committee members present and voting, who may reject any application for membership without giving any reason for the rejection.
- 5.4 When a person has been elected to membership of the Sub-Club, the Committee (or their delegated representative) will enter that person's name and details in the Sub-Club's Register of Members. The member so elected is deemed to have agreed to the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club.

- 5.5 The Annual Subscription of the Sub-Club shall be an amount determined by the Committee.
- 5.6 Only members of the Sub-Club who have attained the age of 18 years will be entitled to vote and to stand for or hold office on the Committee. Proxy voting is not permitted.
- 5.7 A member is ineligible to be nominated for or elected to the Committee if that member receives a financial benefit for the provision of services to the Sub-Club from Mounties, except any honorarium approved at a General Meeting of Mounties
- 5.8 The Sub-Club will consist of not more than 10,000 members, however the Board of Mounties may authorise an increase in the maximum number of members allowable in the Sub-Club from time to time.

6. ADMINISTRATION AND MANAGEMENT

- 6.1 The Sub-Club is not formed for, nor shall it conduct its business or affairs for private gain.
- 6.2 Subject to the absolute control and supervision of the Board, the Sub-Club shall manage its own business and affairs (including the custody and control of the Sub-Club's funds) only for the purpose of promoting its Objects, but must make regular reports to the Board of Mounties.
- 6.3 The Committee may, but without limiting its general powers, from time to time:
 - 6.3.1 delegate any of its powers (other than this power of delegation) to sub-committees consisting of such persons, being members of the Sub-Club, as it may from time to time think fit and may from time to time revoke such delegation;
 - 6.3.2 make rules not inconsistent with the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club which in the Committee's opinion is necessary or desirable for the proper control, administration and management of the Sub-Club provided that the Board of Mounties, by resolution, approves such rules; and
 - 6.3.3 appoint any delegate or delegates to represent the Sub-Club for any purpose with such powers as may be thought fit.
- 6.4 The Sub-Club shall, hold a general meeting known as the Annual General Meeting not later than 2 calendar months after the end of the financial year in Rule 9.1 of these Rules, subject to Rule 7.2 below. The Committee will determine the date, time and place the meeting. All Sub-Club members will be given at least twenty one (21) days notice of the Annual General Meeting. All general meetings other than the Annual General Meeting are known as General Meetings
- 6.5 The business of the Annual General Meeting will be as follows:
 - 6.5.1 to receive and table reports from the Committee;
 - 6.5.2 to receive and consider the Sub-Club's:
 - 6.5.2.1 income and expenditure accounts;
 - 6.5.2.2 balance sheet; and

- 6.5.2.3 report of the auditor;
 - 6.5.3 to elect the Committee members for the following year
 - 6.5.4 to deal with any other business of which due notice has been given to the Committee; and
 - 6.5.5 to deal with any other business that the Committee may approve of which due notice has not been given to the Committee.
- 6.6 The Committee may whenever it thinks fit call a General Meeting and it must, on the request of not less than 10% of the members of the Sub-Club having at the date of the deposit of the request at the office a right to vote at General Meetings, within twenty eight (28) days proceed to call and hold a General Meeting after the deposit of the request. All Sub-Club members will be given at least seven (7) days notice of the General Meeting.

7. THE COMMITTEE

- 7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President from among its number at the first meeting of the Committee after each election.
- 7.2 The founding Committee members will be the members of the Triglav Home Club Board of Panthers (as defined in the Panthers Constitution) on completion of the amalgamation between Mounties and THCL, who are also members of this Sub-Club, and such other Sub-Club Members as may be appointed by the Board. The founding Committee will hold office, subject to these rules, up until the conclusion of the first Annual General Meeting of the Sub-Club which will be held in conjunction with the next Mounties AGM at which Board elections will be conducted after completion of the Amalgamation.
- 7.3 On and from the first Annual General Meeting of the Sub-Club:
- 7.3.1. The Committee elected at the Annual General Meeting in 2014 shall hold office until the conclusion of the Annual General Meeting in 2017, when they will retire but will be eligible for re-election.
 - 7.3.2. On and from the election of the Committee in 2017, the Committee will be elected bi-ennially at the Annual General Meeting of the Sub-Club. The members of the Committee will be elected to hold office until the conclusion of the second Annual General Meeting after that at which they were elected, when they will retire but will be eligible for re-election.
 - 7.3.3. The Board of Mounties shall appoint a Returning Officer to conduct elections and that person shall not be eligible to be a nominee in any elections.
 - 7.3.4. Nominations for the positions of Committee persons shall open twenty one (21) days before the time and date fixed for the Annual General Meeting of the Sub-Club and shall close (7) days before the date and time fixed for the Annual General Meeting of the Sub-Club.
 - 7.3.5. All Nominations shall be given to the Secretary, who will deliver them to the Sports Director not less than six (6) days prior to the Annual General Meeting.

- 7.3.6. Nominations for election to the Committee shall be made in writing and signed by two (2) Sub-Club members and by the nominee who must signify his or her consent to the nomination to the Returning Officer of the Sub-Club.
- 7.3.7. If there are insufficient nominations to fill all vacancies on the Committee, those duly nominated will be declared elected and additional nominations will be received at the Annual General Meeting of the Sub-club.
- 7.3.8. In addition to the reservations contained in this Rule 7, the election of members to the Committee will be in accordance with the Constitution of Mounties and shall be conducted under the supervision of the Sub-Club's Returning Officer.
- 7.3.9. If there are more than the required number nominated, an election ballot shall take place, but if there are only the requisite number nominated, the Returning Officer of the Sub-Club shall declare those nominated duly elected.
- 7.4. In the event of a vacancy on the Committee, the remaining members of the Committee will be empowered to appoint a member of the Sub-Club to fill the vacancy.
- 7.5. If any Committee member should die or fail to attend three (3) consecutive Committee meetings without reasonable cause or leave of absence or if they should resign or become bankrupt or of unsound mind, their office shall be declared vacant and the Committee may appoint a successor to hold the office until the next Annual Meeting of the Sub-Club at which Committee elections are to be held under these Rules.
- 7.6. No member of the Committee shall receive any remuneration for their service in their capacity as a member of the Committee.
- 7.7. The Committee will keep and maintain a Register of Sub-Club Members.
- 8. MEETINGS OF THE COMMITTEE
 - 8.1. The Committee shall meet at least once in every month for the transaction of business (which meetings shall be called regular meetings) and the names of all members of the Committee present and voting and minutes proceedings of the Committee shall be entered in a book provided for this purpose. The minutes must be submitted to the Mounties Chief Executive Officer to be tabled at Board meetings and will contain reports on the effectiveness of the operations of the Sub-Club and the financial operations of the Sub-Club.
 - 8.2. The Chairperson of the Sub-Club shall preside at all meetings of the Committee. In the absence of the Chairperson, the meeting shall elect a member of the Committee to Chair the meeting.
 - 8.3. A majority of the Committee shall constitute a quorum at a regular meeting. If a quorum is not present within fifteen minutes of the time fixed for the meeting it shall stand adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within fifteen minutes from the time appointed for the meeting the members present shall be deemed to be a quorum.

8.4 The Committee may make recommendations and representations to the Board about:

8.4.1 the Triglav Premises of Mounties;

8.4.2 Membership at those premises;

8.4.3 Mounties' strategic plan as it relates to the Sub-Club;

8.4.4 the allocation of funding in furtherance of the Sub-Club purposes; and

8.4.5 recommendations for donations to be made by Mounties under the ClubGrants scheme, but will not have any management or governance rights or duties (unless specifically delegated by the Board).

9. ACCOUNTS OF THE SUB-CLUB

9.1 The financial year of the Sub-Club shall commence on the first day of July and end on the last day of June in each year.

9.2 The Board of Mounties may empower the Sub-Club to open and operate an account in the name of the Sub-Club in such bank or financial institution as the Board or Chief Executive Officer of Mounties may from time to time approve, provided that the persons eligible to operate upon any such account must be approved by the Board or Chief Executive Officer of Mounties, which from time to time may remove and replace such persons or any of them.

9.3 The Committee shall cause correct accounts and books to be kept showing the correct financial affairs of the Sub-Club, including but not limited to, income and expenditure, conduct of all correspondence and a property register of the Sub-Club. Such books and accounts shall be kept at such place or places as the Committee may think fit and shall always be open for the inspection of Committee members and the Board of Mounties and their appointed agents.

9.4 The Board of Mounties will, in each financial year, provide funding of up to \$100,000 to the Sub-Club as reasonably required for it to engage in and carry out the Sub-Club Social Activities:

9.4.1 subject to a budget approved by the Board (acting reasonably) in accordance with its usual procedures from time to time for funding of sub-clubs; and

9.4.2 provided that the Sub-Club continues to promote its purposes as set out in Rule 3.1 above, and, engage in and carry out the Sub-Club Social Activities.

9.5 The Sub-Club must:

9.5.1 only apply its funds for the purposes set out in Rule 3.1 above and engaging in the Sub-Club Social Activities; and

9.5.2 only make payments to third parties by way of support in accordance with any ClubGrants or other community donations/support rules or guidelines approved by the Board from time to time.

9.4 The Committee shall once every year submit its accounts and books to the Chief Executive Officer of Mounties for review.

9.5 The Committee and each member of it shall upon request by the Chief Executive Officer or the Board of Mounties produce to the said Chief Executive Officer, or the Board or such other person nominated by the Chief Executive Officer, or the Board, any documents or other records held by the Committee or any member of it on behalf

of the Sub-Club.

10. AMENDMENT OF RULES OF THE SUB-CLUB

- 10.1. These Rules may be amended from time to time by a seventy five percent (75%) majority of the members of the Sub-Club present and voting at an Annual General Meeting of the Sub-Club or at a meeting of the members of the Sub-Club convened specifically for such purpose, provided that no amendment proposed to and approved by the meeting of the members of the Sub-Club shall have effect unless and until it has been approved by resolution of the Board of Mounties.

11. Sub Club Activity Funding

- 11.1. From 1 July 2014 Mounties will provide funding for the Sub-Club in support of "Preserving Traditions" (as described in Annexure A of the Memorandum of Understanding (MOU) for Amalgamation between Mounties and THCL Ltd).
- 11.2. The MOU provides at 2.3) that Mounties will contribute up to a maximum of \$100,000 in any year in support of the Sub Club and its activities.
- 11.3. The Objects and Activities are set out in Rules 3.1 and 3.2 of these rules.
- 11.4. Sub Club Activity Funding will only be applied for the Objects and activities of the Sub-Club as set out in Rules 3.1 and 3.2 of these rules.
- 11.5. The Board will approve allocations to these activities as part of the budgets prepared each year.
- 11.6. If the Sub-Club ceases to carry out the Objects in Rules 3.1.3 to 3.1.9 any remaining balance of the Cultural Fund may be applied to one or more objects set out in the Constitution of Mounties, as deemed appropriate by the Board of Mounties and having regard to the Objects set out in Rules 3.1.3 to 3.1.9 above.
- 11.7. Any funds that are granted by way of the ClubGRANTS scheme as part of the liability for the Triglav premises will be issued from the Triglav Sub Club Activity Fund.
- 11.8. Approved funding will be determined by 30 June in each year as part of the budget process and approved by the Board.

FY 2016

	To	Amount	Purpose	Approval
i)	Historical Archives for Slovenian Australians (HASA)	\$3,000	Community – Cultural**	By Triglav SCC
ii)	Slovenian Journal MISLI	\$3,000	Community – Cultural**	By Triglav SCC
iii)	Slovenian Media Services in Australia	\$7,520	Community – Cultural**	By Triglav SCC
iv)	Slovenian Monthly Dance	\$14,000	Community – Cultural**	By Triglav SCC
v)	Anzac Day	\$4,000	Community – Event**	By Triglav SCC
vi)	Home Wine Tasting	\$500	Community - Event	By Triglav SCC
vii)	Slovenian National Day	\$10,000	Community – Cultural**	By Triglav SCC
viii)	St Nicholas Day	\$3,500	Community – Cultural**	By Triglav SCC
ix)	Cultural Music Performances	Nil	Community - Cultural	Not planned for 2016
x)	10 Hours Sunset Function	Nil	N/A	Not planned for 2016
xi)	Bossley Sports Club	\$6,000	Community – Sport**	By Triglav SCC
xi)	Wetherill Park Cricket Club	\$6,000	Community – Sport**	By Triglav SCC
xi)	Smithfield Panthers Netball	Nil	N/A	Not planned for 2016
xi)	Pretenders Social Golf	\$3,000	Community - Sport	By Triglav SCC
xi)	FE FC Holden Car Club	\$3,600	Community**	By Triglav SCC
Other	Bocce	\$20,000	Community – Sport**	Budget to be specified and approved by GP
Other	ClubGrants – Cat 1	\$20,950	Community	Recommendations from Triglav SCC to Grants committee / Board to approve
other	Other	\$5,000	Community	By Triglav SCC
	Total	\$113,070		

Name of Sub Club:

1.1 **Triglav Sub club**

Chairman:



Signature

Print Name:

Peter Krope

Date:

21/8/2016

Signed by Chairman of the Board Meeting at which these Rules were approved:



Date:

20/9/16

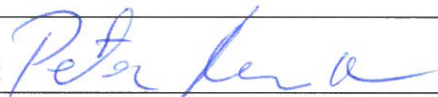
Document History Table			
Version Number	Date of Issue	Board Approval Date	Description of Changes
Original	27/5/2013	Item 26 (Triglav SC approval)	Original – Deferred due to further changes see 7.1
001	8/4/2014	*4116: 643 (8/4/2014)	This version reproduced as changes below were not executed by Board to 8/7/2014). 7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President from among its number at the first meeting of the Committee after each election.
	8/7/2014	646 (8/7/2014)	7.1 approved 5.8 to 10,000 - approved
002	11/11/14	650 (11/11/14)	11. Sub Club Activity Funding 11.1. From 1 July 2014 Mounties will provide funding for the Sub-Club in support of

			<p>"Preserving Traditions" (as described in Annexure A of the Memorandum of Understanding (MOU) for Amalgamation between Mounties and THCL Ltd).</p> <p>11.2. The MOU provides at 2.3) that Mounties will contribute up to a maximum of \$100,000 in any year in support of the Sub Club and its activities.</p> <p>11.3. The Objects and Activities are set out in Rules 3.1 and 3.2 of these rules.</p> <p>11.4. Sub Club Activity Funding will only be applied for the Objects and activities of the Sub-Club as set out in Rules 3.1 and 3.2 of these rules.</p> <p>11.5. The Board will approve allocations to these activities as part of the budgets prepared each year.</p> <p>11.6. If the Sub-Club ceases to carry out the Objects in Rules 3.1.3 to 3.1.9 any remaining balance of the Cultural Fund may be applied to one or more objects set out in the Constitution of Mounties, as deemed appropriate by the Board of Mounties and having regard to the Objects set out in Rules 3.1.3 to 3.1.9</p>
--	--	--	--

			<p>above.</p> <p>11.7. Any funds that are granted by way of the ClubGRANTS scheme as part of the liability for the Triglav premises will be issued from the Triglav Sub Club Activity Fund.</p> <p>11.8. Approved funding will be determined by 30 June in each year as part of the budget process and approved by the Board.</p>
			FY 2015 table addendum to rules
003	14/7/2015	*5885: 658 (14/7/2015)	Approved Triglav Cultural Funds effective 30/6/2016
	8/12/2015	*6570: 663 (8/12/2015)	Triglav Mounties Group Sub Club rule 7.3 is replaced and passed at Triglav EGM held 21/8/2016

Distribution List:	Board of Directors, Triglav Committee, G Pickering, J Woods		
Committee:	TRIGLAV SC AGM	Location:	80-84 Brisbane Road, St Johns Park
Date:	21 August 2016	Time:	10:21 AM
Present:	Peter Krobe, (chair), plus members as recorded on the attendance sheet (attached to these minutes)		
In Attendance:	Greg Pickering, Jason Woods		
Apologies:	Silvo Prahor		
Leave of Absence:	Nil		

Subject matter		Action	Recommendation
Business	1	<p>Agenda:</p> <ol style="list-style-type: none"> 1. Opening 2. Apologies 3. Previous Minutes 4. To receive and table reports from the Committee 5. To receive and consider the Triglav Mounties Group Sub-Club's <ol style="list-style-type: none"> 5.1 income and expenditure accounts; 5.2 balance sheet; 5.3 report of the auditor; <p>For the period ending 30 June 2016</p> 6. To deal with any other business of which due notice has been given to the Committee: and 7. To deal with any other business that the committee may approve of which due notice has not been given to the committee. 8. Closure 	
Previous Minutes	2	<p>Distributed to the members present at the meeting.</p> <p>Resolution: That minutes be accepted # 102899 Emil Kukovec/ # 103073 Joze Pahor</p>	Note
President's Report	3	<p>That the President's Report is received and tabled.</p> <p>Matters Arising: Nil</p>	Note

Previous Minutes	3	Were distributed to the members present at the meeting	Note
Financial Report	4	<p>That the financial report for the Triglav Sub Club for the period ending 30 June 2016 is received and noted.</p> <p>The CEO addressed the meeting regarding the financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> Confirmed that the result had been prepared from the Form 4 report to members and could not be confirmed as the final audited report is due to be tabled to Board on 30/08/2016. No changes are expected. Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. That members could check the annual report of the Group to confirm. 	Note
	5	Matters Arising: Nil	
General Business	6	<p>Presentation of life member badges to Mirko Ritlop (RIP) Marija Ritlop. Recipient was not present and president will present badges to Marija Ritlop.</p> <p># 108741 Martha Magina questioned if maintenance and Bocce costs were separate. CEO replied that costs are separate and any issues should be directed to the GM.</p>	Note
Meeting Close	7	There being no further business the Chairman declared the meeting closed at 10:35am	
		Signed:  Date:	

REGISTER OF ATTENDANCE ANNUAL GENERAL MEETING OF

Triglav Mounties Group SUB CLUB

Held in the Auditorium, 80-84 Brisbane Road,
St Johns Park, NSW 2176.

Sunday 21 August 2016 at 10:00AM.

mounties

Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone

(02) 9822 3555

Facsimile

(02) 9610 6832

Email

info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

***mounties
bowling club***

harbord diggers

***manly
bowling club***

club italia

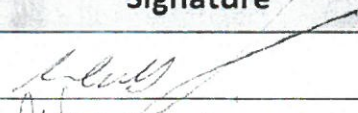
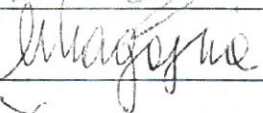
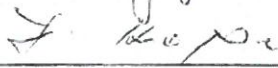
mekong

triglav

ANNUAL GENERAL MEETING – 21 August 2016

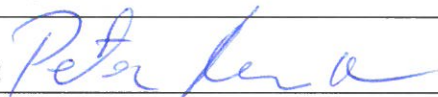
	Print Name	Member No.	Signature
1	PETER KLUTE	19093	Peter Klute
2	BRANKO FABJANCIC	103077	B. Fabjan
3	John Rapinette	164185	J. Rapinette
4	LOUIS HAGAJHA	108743	L. Hagajha
5	Emilija Kukulovec	102899	Emilija Kukulovec
6	J. PAMOL	102073	J. Pamol
7	M. PAKOB	29211	M. Pakob
8	Karlo Samso	102921	K. Samso
9	Hedvika Samso	103188	H. Samso
10	ELVIRA SAMSA	102243	E. Samso
11	J. SAMSA	103312	J. Samso
12	Danica Sajin	24507	D. Sajin
13	Sofia Sajin	103265	S. Sajin
14	Danilo Sajin	103181	D. Sajin
15	Dora Krstic	10302	D. Krstic
16	EMIL KRSTIC	103055	Emil Krstic
17			
18			
19			
20			
21			
22			
23			
24			
25			

ANNUAL GENERAL MEETING – 21 August 2016

	Print Name	Member No.	Signature
1	MARTIN SUBER	121414	
2	MARTHA MACADINA	108741	
3	EVANNA KROPE	19069	
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

Distribution List:	Board of Directors, Triglav Committee, G Pickering, J Woods		
Committee:	TRIGLAV SC AGM	Location:	80-84 Brisbane Road, St Johns Park
Date:	21 August 2016	Time:	10:21 AM
Present:	Peter Krobe, (chair), plus members as recorded on the attendance sheet (attached to these minutes)		
In Attendance:	Greg Pickering, Jason Woods		
Apologies:	Silvo Prahor		
Leave of Absence:	Nil		

Subject matter		Action	Recommendation
Business	1	<p>Agenda:</p> <ol style="list-style-type: none"> 1. Opening 2. Apologies 3. Previous Minutes 4. To receive and table reports from the Committee 5. To receive and consider the Triglav Mounties Group Sub-Club's <ol style="list-style-type: none"> 5.1 income and expenditure accounts; 5.2 balance sheet; 5.3 report of the auditor; <p>For the period ending 30 June 2016</p> 6. To deal with any other business of which due notice has been given to the Committee: and 7. To deal with any other business that the committee may approve of which due notice has not been given to the committee. 8. Closure 	
Previous Minutes	2	<p>Distributed to the members present at the meeting.</p> <p>Resolution: That minutes be accepted # 102899 Emil Kukovec/ # 103073 Joze Pahor</p>	Note
President's Report	3	<p>That the President's Report is received and tabled.</p> <p>Matters Arising: Nil</p>	Note

Previous Minutes	3	Were distributed to the members present at the meeting	Note
Financial Report	4	<p>That the financial report for the Triglav Sub Club for the period ending 30 June 2016 is received and noted.</p> <p>The CEO addressed the meeting regarding the financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> Confirmed that the result had been prepared from the Form 4 report to members and could not be confirmed as the final audited report is due to be tabled to Board on 30/08/2016. No changes are expected. Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. That members could check the annual report of the Group to confirm. 	Note
	5	Matters Arising: Nil	
General Business	6	<p>Presentation of life member badges to Mirko Ritlop (RIP) Marija Ritlop. Recipient was not present and president will present badges to Marija Ritlop.</p> <p># 108741 Martha Magina questioned if maintenance and Bocce costs were separate. CEO replied that costs are separate and any issues should be directed to the GM.</p>	Note
Meeting Close	7	There being no further business the Chairman declared the meeting closed at 10:35am	
		Signed:  Date:	

REGISTER OF ATTENDANCE ANNUAL GENERAL MEETING OF

Triglav Mounties Group SUB CLUB

Held in the Auditorium, 80-84 Brisbane Road,
St Johns Park, NSW 2176.

Sunday 21 August 2016 at 10:00AM.

mounties

Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone

(02) 9822 3555

Facsimile

(02) 9610 6832

Email

info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

***mounties
bowling club***

harbord diggers

***manly
bowling club***

club italia

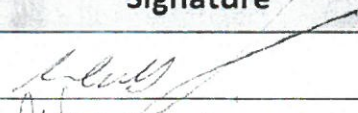
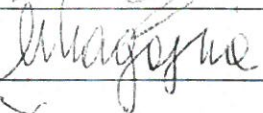
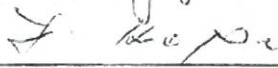
mekong

triglav

ANNUAL GENERAL MEETING – 21 August 2016

	Print Name	Member No.	Signature
1	PETER KLUTE	19093	Peter Klute
2	BRANKO FABJANCIC	103077	B. Fabjan
3	John Rapinette	164185	J. Rapinette
4	LOUIS HAGAJHA	108743	L. Hagajha
5	Emilija Kukulovec	102899	Emilija Kukulovec
6	J. PAMOL	102073	J. Pamol
7	M. PAKOB	29211	M. Pakob
8	Karlo Samso	102921	K. Samso
9	Hedvika Samso	103188	H. Samso
10	ELVIRA SAMSA	102243	E. Samso
11	J. SAMSA	103312	J. Samso
12	Danica Sajin	24507	D. Sajin
13	Sofia Sajin	103265	S. Sajin
14	Danilo Sajin	103181	D. Sajin
15	Dora Krstic	10302	D. Krstic
16	EMIL KRSTIC	103055	Emil Krstic
17			
18			
19			
20			
21			
22			
23			
24			
25			

ANNUAL GENERAL MEETING – 21 August 2016

	Print Name	Member No.	Signature
1	MARTIN SUBER	121414	
2	MARTHA MACADINA	108741	
3	EVANNA KROPE	19069	
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

MEMORANDUM OF UNDERSTANDING

BETWEEN

MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB LTD
ABN 98 000 458 622
(Mounties)

AND

TEMPORARY HOLDING CLUB (NO.1) LIMITED
ACN 161 123 780
(THCL)

TABLE OF CONTENTS

1	Definitions and interpretation	2
1.1	Definitions	2
1.2	Interpretation	3
2	Future of premises, facilities and management.....	4
2.1	Mekong Premises	4
2.2	Triglav Premises	5
2.3	Management	5
3	Continuing traditions, amenities and community support.....	5
3.1	Mekong Premises	5
3.2	Triglav Premises	5
4	Future direction of Amalgamated Club.....	6
5	Employees of the Amalgamated Club.....	6
6	Intentions for assets of THCL	6
6.1	Premises	6
6.2	Other assets.....	7
7	Ceasing to trade or changing objects.....	7
8	Minimum period	8
9	Approvals	8
9.1	THCL's Meeting	8
9.2	Mounties Meeting.....	9
9.3	Application for Transfer	9
10	Transfer of Members.....	10
11	Dissolution of THCL.....	10
12	General.....	11
12.1	Further assurance.....	11
12.2	Entire understanding.....	11
12.3	Counterparts	11
12.4	Variation.....	11
12.5	Termination	11
12.6	Legal costs and expenses	12
12.7	Governing law and jurisdiction	12
12.8	Severability	12
12.9	Consents	12
12.10	Rights, powers and remedies	12
12.11	Assignment	13
Schedule 1	14	
(THCL Resolution)	14	
Schedule 2	15	
(Mounties Resolutions)	15	
Annexure A	17	
1 Preserving traditions – Mekong Premises	17	
1.1 Mekong Sub Club	17	
1.2 Mekong Sub Club Activities & Funding.....	18	
2 Preserving traditions – Triglav Premises	19	
2.1 Triglav Premises	19	
2.2 Triglav Sub Club	19	
2.3 Triglav Sub Club Activities & Funding.....	21	

Reference: BAB:VMY:3377179

legal/40896435_6

THIS MEMORANDUM OF UNDERSTANDING is made on 16 Novem

2012

BETWEEN Mount Pritchard & District Community Club Ltd ABN 98 000 458 622 of 101 Meadows Road Mount Pritchard New South Wales (**Mounties**)

AND Temporary Holding Club (No.1) Limited ACN 161 123 780 of Mulgoa Road Penrith New South Wales (**THCL**)

RECITALS

- A. On 11 May 2012, Panthers issued 2 calls for expressions of interest (**EOI**) for amalgamation:
- (i) seeking an amalgamation partner for the Panthers Mekong Club (**Mekong Panthers**) at 117 John Street Cabramatta NSW; and
 - (ii) seeking an amalgamation partner for the St Johns Park Community Club (**Triglav Panthers**) at 80 – 84 Brisbane Road St Johns Park NSW.
- B. Each call for EOI was subject to the completion of a de-amalgamation of Mekong Panthers and Triglav Panthers from Panthers, pursuant to Part 2 Division 1B of the Registered Clubs Act.
- C. Mounties submitted an EOI for amalgamation for Mekong Panthers and Triglav Panthers, which was accepted by Panthers on 19 July 2012 (**Mounties EOI**).
- D. Pursuant to section 17AB(3) of the Registered Clubs Act, Panthers represented the interests of the members of THCL as the proposed de-amalgamated club at the time it issued the call for EOIs, and, when it accepted the Mounties EOI.
- E. As at the date of this MOU, THCL does not yet hold a Club Licence as the Panthers De-amalgamation has not been completed. However, THCL is eligible to participate in the amalgamation process pursuant to section 17AB(3) of the Registered Clubs Act which provides that THCL can be involved as it comprises those members of an amalgamated club (in this case Panthers) who represent the interests of a proposed de-amalgamated club (in this case THCL).
- F. Panthers has told THCL and Mounties that it intends to de-amalgamate the Mekong Panthers and Triglav Panthers to THCL, conditional on a subsequent amalgamation between THCL and Mounties on the terms of this memorandum of understanding (**MOU**).
- G. Panthers, Mounties and THCL all recognise that it is a matter for THCL's Members to first determine whether to proceed with the amalgamation of Mounties and THCL as proposed in this MOU. Therefore, if THCL's Members do not approve the proposed amalgamation by passing the resolutions referred to in clause 9.1, the Panthers De-amalgamation and the proposed amalgamation of THCL and Mounties will not take place on the terms of this MOU.
- H. If the Panthers De-amalgamation completes within the agreed timeframe, then THCL and Mounties intend that Amalgamation Completion will occur as soon as possible after that.
- I. The parties recognise that Mekong Panthers and Triglav Panthers contribute to a multicultural society by preserving Vietnamese and Slovenian culture, history and traditions, as well as providing facilities for Members and the local community. The Amalgamated Club intends to maintain and promote this tradition for the benefit of the Members and the local community through the Mekong Sub Club and the Triglav Sub Club.
- J. This MOU is entered into in accordance with clause 6 of the Regulations.

Reference: BAB:VMY:3377179

legal/40696435_6

NOW IT IS AGREED as follows:

1 Definitions and interpretation

1.1 Definitions

In this MOU, unless the context requires otherwise:

Amalgamated Club means Mounties as the continuing club after Amalgamation Completion.

Amalgamation Completion means the completion of the transfer from THCL to Mounties (unencumbered) of the:

- (a) Club Licence of the Mekong Premises (including 144 gaming machine entitlements attached to it);
- (b) Club Licence of the Triglav Premises (including 54 gaming machine entitlements attached to it); and
- (c) assets of THCL identified by Mounties as being necessary for the conduct of a registered club business from the Mekong Premises and Triglav Premises.

Application for Transfer means an application for transfer of the Club Licences for Mekong Premises and Triglav Premises from THCL to Mounties (including an application for provisional transfer) in accordance with section 60 of the Liquor Act.

Authority means the Independent Liquor & Gaming Authority.

Board means the board of directors of Mounties, or, the Amalgamated Club after Amalgamation Completion (as the case may be).

Business Day means a day which is not a Saturday, Sunday, public holiday or bank holiday in the city of Sydney.

Club Licence means a club licence held by a registered club under the Liquor Act.

Corporations Act means the *Corporations Act 2001*.

Employee Entitlements means all of the accrued (during the course of their employment with Panthers and THCL) but untaken entitlements in respect of:

- (a) salary, wages and bonuses;
- (b) annual leave and annual leave loading (if any);
- (c) long service leave, but only for employees with at least 5 years' combined service with Panthers and THCL and a present potential entitlement under the applicable law; and
- (d) personal/carer's leave,

for an employee of THCL who accepts employment with Mounties in accordance with this MOU and the Transfer Agreement.

Government Agency means any government, governmental, semi governmental, administrative, fiscal or judicial body department, commission, authority, tribunal, agency or entity (and includes the Authority).

Liquor Act means the *Liquor Act 2007*.

Mekong Land means the land comprised in Lot 10 & Lot 11 in Strata Plan 23152 known as first floor, 117 John Street Cabramatta NSW.

Reference: BAB:VMY:3377179

legal/40696435_6

Mekong Premises means the licensed premises described in Club Licence LIQC324004273 as approved by the Authority, operated by Panthers trading as Mekong Panthers as at the date of this MOU.

Mekong Sub Club means the sub club for the Mekong Premises to be established in accordance with Part 1 of Annexure A.

Member means a member of either THCL, Mounties or the Amalgamated Club (as the case may be) as shown on the relevant club's register of members at the relevant time.

Panthers means Penrith Rugby League Club Ltd.

Panthers De-amalgamation means the de-amalgamation of Mekong Panthers and Triglav Panthers from Panthers to THCL pursuant to Part 2 Division 1B of the Registered Clubs Act.

Panthers De-amalgamation Completion means the completion of the transfer by the Authority of the Club Licences held by Panthers in respect of both the Mekong Premises and the Triglav Premises to THCL pursuant to Part 2 Division 1B of the Registered Clubs Act, and the completion of the transfer of the other agreed assets from Panthers to THCL.

Regulations means the *Registered Clubs Regulation 2009*.

Registered Clubs Act means the *Registered Clubs Act 1976*.

Transfer Agreement means the agreement between THCL, Panthers and Mounties for transfer of assets of THCL to Mounties, executed on or about the date of this MOU.

Triglav Land means the land comprised in Lot 1 in Deposited Plan 1079685 known as 80 – 84 Brisbane Road St Johns Park NSW.

Triglav Premises means the licensed premises described in Club Licence LIQC300200396 as approved by the Authority, operated by Panthers trading as 'St Johns Park Community Club' as at the date of this MOU.

Triglav Sub Club means the sub club for the Triglav Premises to be established in accordance with Part 2 of Annexure A.

1.2 Interpretation

In this MOU, unless the context otherwise requires:

- (a) A reference to:
 - (i) one gender includes the others;
 - (ii) the singular includes the plural and the plural includes the singular;
 - (iii) a recital, clause, schedule or annexure is a reference to a clause of or recital, schedule or annexure to this document and references to this document include any recital, schedule or annexure;
 - (iv) any contract (including this document) or other instrument includes any variation or replacement of it and as it may be assigned or novated;
 - (v) a statute, ordinance, code or other law includes subordinate legislation (including regulations) and other instruments under it and consolidations, amendments, re-enactments or replacements of any of them;
 - (vi) a person or entity includes an individual, a firm, a body corporate, a trust, an unincorporated association or an authority;
 - (vii) a person includes their legal personal representatives (including executors), administrators, successors, substitutes (including by way of novation) and permitted assigns;

Reference: BAB:VMY:3377179

legal/40696435_6



- (viii) a group of persons is a reference to any 2 or more of them taken together and to each of them individually;
- (ix) a body which has been reconstituted or merged means the body as reconstituted or merged, and to an entity which has ceased to exist where its functions have been substantially taken over by another body, means that other body;
- (x) time is a reference to legal time in Sydney New South Wales;
- (xi) a reference to a day or a month means a calendar day or calendar month;
- (xii) money (including '\$', 'AUD' or 'dollars') is to Australian currency; and
- (b) unless expressly stated, no party enters into this document as agent for any other person (or otherwise on their behalf or for their benefit);
- (c) the meaning of any general language is not restricted by any accompanying example, and the words 'includes', 'including', 'such as', 'for example' or similar words are not words of limitation;
- (d) where a word or expression is given a particular meaning, other parts of speech and grammatical forms of that word or expression have a corresponding meaning;
- (e) the words 'costs' and 'expenses' include reasonable charges, expenses and legal costs on a full indemnity basis;
- (f) if an act must be done on a specified day which is not a Business Day, the act must be done instead on the next Business Day;
- (g) headings and the table of contents are for convenience only and do not form part of this document or affect its interpretation;
- (h) where there are two or more persons in a party each are bound jointly and severally; and
- (i) a provision of this document must not be construed to the disadvantage of a party merely because that party was responsible for the preparation of the document or the inclusion of the provision in the document.

2 Future of premises, facilities and management

Clause 6(2)(a) of the Regulations

2.1 Mekong Premises

- (a) The Mekong Premises will become additional trading premises of the Amalgamated Club. Mounties intends to develop a master plan for the future use of the Mekong Premises after Amalgamation Completion.
- (b) The Mekong Premises will be available for the use of all Members of the Amalgamated Club (subject to their rights under its constitution and by-laws).
- (c) The Mekong Premises will be named and trade as 'Mekong Mounties Group' subject to the Amalgamated Club obtaining any required authorisation or consent from any Government Agency.
- (d) A logo and branding will be developed for the Mekong Premises by the Amalgamated Club, in consultation with the Mekong Sub Club and having regard to any device traditionally associated with the Mekong Premises.

Reference: BAB:VMY:3377179

legal/40696435_6

2.2 Triglav Premises

- (a) The Triglav Premises will become additional trading premises of the Amalgamated Club. Mounties intends to develop a master plan for the future of the Triglav Premises after Amalgamation Completion, including options for a functions venue.
- (b) The Triglav Premises will be available for the use of all Members of the Amalgamated Club (subject to their rights under its constitution and by-laws).
- (c) The Triglav Premises will be named and trade as 'Triglav Mounties Group' subject to the Amalgamated Club obtaining any required authorisation or consent from any Government Agency.
- (d) A logo and branding will be developed for the Triglav Premises by the Amalgamated Club, in consultation with the Triglav Sub Club.

2.3 Management

- (a) The management structure of the Amalgamated Club will be the management structure of Mounties at the date of Amalgamation Completion, as amended according to the operational requirements of the Amalgamated Club at the discretion of the Board.
- (b) The Amalgamated Club will appoint a separate manager for each of the Mekong Premises and the Triglav Premises pursuant to section 66 of the Liquor Act following Amalgamation Completion.

3 Continuing traditions, amenities and community support

Clause 6(2)(b) of the Regulations

3.1 Mekong Premises

The Amalgamated Club will:

- (a) during the continued operation of the Amalgamated Club from the Mekong Premises:
 - (i) maintain the traditions set out in Part 1 of Annexure A to this MOU;
 - (ii) promote activities to maintain, and where possible increase, patronage of Members of the Amalgamated Club and their guests at the Mekong Premises; and
- (b) continue to contribute community support donations in accordance with the Mounties ClubGrants program.

3.2 Triglav Premises

The Amalgamated Club will:

- (a) during the continued operation of the Amalgamated Club from the Triglav Premises:
 - (i) maintain the traditions set out in Part 2 of Annexure A to this MOU;
 - (ii) promote activities to maintain, and where possible increase, patronage of Members of the Amalgamated Club and their guests at the Triglav Premises; and
- (b) continue to contribute community support donations in accordance with the Mounties ClubGrants program.

Reference: BAB:VMY:3377179

legal/40696435_6

4 Future direction of Amalgamated Club

Clause 6(2)(c) of the Regulations

The future direction of the Amalgamated Club is intended to be to:

- (a) promote and develop the Mekong Premises, Triglav Premises and all other premises of the Amalgamated Club;
- (b) contribute to the local community through the Mekong Sub Club by maintaining the Vietnamese local identity, history, culture and tradition;
- (c) contribute to the local community through the Triglav Sub Club by maintaining Slovenian culture, history and traditions; and
- (d) provide high quality facilities and services to Members of the Amalgamated Club.

5 Employees of the Amalgamated Club

Clause 6(2)(d) of the Regulations

- 5.1 Mounties has agreed to offer employment to employees of THCL, who transfer from Panthers to THCL on Panthers De-amalgamation Completion as contemplated in the Transfer Agreement, on terms no less favourable than those required by law.
- 5.2 If such an employee of THCL accepts in writing an offer made by Mounties under clause 5.1, that person will be employed by the Amalgamated Club on the terms of that offer, and the Amalgamated Club will recognise that person's Employee Entitlements.
- 5.3 If such an employee does not accept an offer of employment from Mounties in accordance with clause 5.2, that person will remain an employee of THCL on Amalgamation Completion and THCL will be responsible for all obligations as an employer, and all entitlements of any kind, in connection with that person's employment by THCL.
- 5.4 THCL may engage certain persons as casual employees from time to time according to its operational needs and as those persons are employed on a casual basis they will not transfer employment to Mounties on Amalgamation Completion. Mounties may offer casual employment to those persons according to the operational needs at the Mekong Premises and Triglav Premises after Amalgamation Completion.
- 5.5 The continuation of employment of each employee of Mounties after Amalgamation Completion will be subject to the terms and conditions of employment between each employee and Mounties.

6 Intentions for assets of THCL

Clause 6(2)(e) of the Regulations

6.1 Premises

- (a) At the date of this MOU, Panthers occupies the Mekong Premises and the Triglav Premises respectively under leases from the registered proprietors of the Mekong Land and the Triglav Land.

Reference: BAB:VMY:3377179

legal/40696435_6

- (b) On Panther's De-amalgamation Completion, Panthers will grant THCL the right to occupy those premises for nominal consideration up until Amalgamation Completion by way of sublease.
- (c) Mounties intends to purchase the Mekong Land and the Triglav Land, on or by Amalgamation Completion. On Amalgamation Completion, any right of THCL and Panthers to occupy the Mekong Premises and the Triglav Premises referred to in clause 6.1(b) will terminate, and Mounties will both own and occupy the Mekong Land and Triglav Land as the Amalgamated Club.
- (d) THCL declares and represents to Mounties that its right to occupy the Mekong Premises and the Triglav Premises will constitute its only 'core property' (as defined in section 41J of the Registered Clubs Act) as at Amalgamation Completion. As all such rights will terminate on Amalgamation Completion, THCL declares and represents to Mounties that it will have no major assets for the purposes of clause 7 of the Regulations as at Amalgamation Completion.

6.2 Other assets

- (a) The gaming machine entitlements and gaming machines of THCL will continue to be kept at the Mekong Premises and Triglav Premises respectively after Amalgamation Completion, subject to any future decision of the Amalgamated Club to:
 - (i) upgrade such machines;
 - (ii) dispose of any number of such entitlements and/or machines it deems to exceed the trading requirements of the relevant premises; or
 - (iii) transfer any such entitlements and/or machines to other premises operated by the Amalgamated Club.
- (b) Other assets of THCL will be transferred to the Amalgamated Club on Amalgamation Completion in accordance with the Transfer Agreement and may be used, maintained or disposed of as it considers to be in the best interests of its Members.
- (c) Mounties will only accept responsibility for any obligation or liability of THCL as expressly specified in the Transfer Agreement.

7 Ceasing to trade or changing objects

Clause 6(2)(f) of the Regulations

- 7.1 For the purposes of clause 6(2)(f) of the Regulations, on and from Amalgamation Completion, the objects of the Amalgamated Club will be the objects of Mounties.
- 7.2 The Amalgamated Club may cease trading from the Mekong Premises:
 - (a) If it does so in a manner that complies with section 17A1 of the Registered Clubs Act;
 - (b) if required by any Government Agency or the order of any court of competent jurisdiction compelling the Amalgamated Club to cease trading in the ordinary course of its business from the Mekong Premises, or revoking any licence, approval or consent necessary for the Amalgamated Club to continue trading in the ordinary course of its business from the Mekong Premises;
 - (c) if the Mekong Premises are destroyed, or partially destroyed, and it is not commercially viable to reconstruct or repair the Mekong Premises in the opinion of the Board;



- (d) subject to clause 7.2(a), if required to avoid an Insolvency Event occurring in respect of the Amalgamated Club in the reasonable opinion of the Board; or
- (e) after expiry of the period in clause 8.2 if the Board determines that continued trading from the Mekong Premises is not in the best interests of the Amalgamated Club.

7.3 The Amalgamated Club may cease trading from the Triglav Premises:

- (a) if it does so in a manner that complies with section 17A1 of the Registered Clubs Act;
- (b) if required by any Government Agency or the order of any court of competent jurisdiction compelling the Amalgamated Club to cease trading in the ordinary course of its business from the Triglav Premises, or revoking any licence, approval or consent necessary for the Amalgamated Club to continue trading in the ordinary course of its business from the Triglav Premises;
- (c) if the Triglav Premises are destroyed, or partially destroyed, and it is not commercially viable to reconstruct or repair the Triglav Premises in the opinion of the Board;
- (d) subject to clause 7.3(a), if required to avoid an Insolvency Event occurring in respect of the Amalgamated Club in the reasonable opinion of the Board; or
- (e) after expiry of the period in clause 8.3, if the Board determines that continued trading from the Triglav Premises is not in the best interests of the Amalgamated Club.

8 Minimum period

Clause 6(2)(g) of the Regulations

- 8.1 The Members of the Amalgamated Club may amend the objects of the Amalgamated Club at any time, subject to the requirements of the Corporations Act, the Registered Clubs Act and the constitution of the Amalgamated Club.
- 8.2 The Amalgamated Club will continue to trade from the Mekong Premises for a minimum period of 10 years from the date of Amalgamation Completion, except as permitted under clause 7.2.
- 8.3 The Amalgamated Club will continue to trade from the Triglav Premises for a minimum period of 10 years from the date of Amalgamation Completion, except as permitted under clause 7.3.

9 Approvals

9.1 THCL's Meeting

- (a) THCL will hold a general meeting of its Members entitled to vote under its constitution and the Registered Clubs Act, on 10 December 2012 or another date agreed by the parties in writing.
- (b) At that meeting, the Members will consider resolutions to:
 - (i) approve the amalgamation in principle in accordance with section 17AEB(d) of the Registered Clubs Act, substantially in the form set out in Schedule 1 (unless otherwise agreed by the parties in writing); and
 - (ii) approve any other matters required to give effect to this MOU or Amalgamation Completion.

9.2 Mounties Meeting

- (a) Subject to the THCL resolutions being passed in accordance with clause 9.1(b), Mounties will hold a general meeting of its Members entitled to vote under its constitution and the Registered Clubs Act on 16 December 2012 or another date agreed by the parties in writing.
- (b) At that meeting the Members will consider resolutions to:
 - (i) approve the amalgamation in principle in accordance with section 17AEB(d) of the Registered Clubs Act;
 - (ii) approve any other matters required to give effect to this MOU or Amalgamation Completion; and
 - (iii) amend the Mounties constitution (with effect from Amalgamation Completion) to:
 - (A) add a class of members for identification purposes under section 17AC of the Registered Clubs Act to be known as 'THCL Members'; and
 - (B) permit Members of THCL who make application under clause 10 to be admitted as Members of the Amalgamated Club.
- (c) The Mounties resolutions will be substantially in the form set out in Schedule 2, subject to any amendments agreed by the parties in writing.

9.3 Application for Transfer

- (a) Within 14 days of the conclusion of the meeting held under clause 9.1 THCL will give to Mounties:
 - (i) a certified copy of the notice of meeting and minutes of the meeting; and
 - (ii) certification that the notice of general meeting held under clause 9.1 and MOU have been issued and made available to Members as required by the Registered Clubs Act and Regulations.
- (b) Subject to the resolutions referred to in clause 9.1 and clause 9.2 being passed, Mounties will lodge the Application for Transfer with the Authority as soon as reasonably practicable after the conclusion of the general meeting of Mounties held under clause 9.2.
- (c) Mounties will seek a grant of provisional approval of the Application for Transfer, conditional on Panthers De-amalgamation Completion, with final transfer of the Club Licences of THCL to Mounties to occur on Amalgamation Completion.
- (d) It is intended by THCL and Mounties that Amalgamation Completion will occur simultaneously with, or as soon as possible after, Panthers De-amalgamation Completion.
- (e) THCL agrees to promptly sign all documents and do all things reasonably requested by Mounties to complete and lodge the Application for Transfer and answer any requisition or enquiry by any Government Agency in connection with the proposed amalgamation.
- (f) Mounties acknowledges that at all times THCL remains under the control of the board of THCL and its other duly authorised officers, and Mounties will participate in discussions about the management of THCL or its business and undertakings in the capacity of an observer only.

10 Transfer of Members

- 10.1 Mounties will identify an appropriate stage in the amalgamation process and send each Member of THCL (who is not already a Member of Mounties) an invitation to become a member of the Amalgamated Club which includes the requirements for application for membership.
- 10.2 A Member of THCL may accept the invitation by completing and returning the application for membership of the Amalgamated Club (in a class of membership for which they are eligible) to Mounties by the day which is 30 days after the date of Amalgamation Completion.
- 10.3 A Member of THCL who applies for membership of the Amalgamated Club under this clause:
- (a) will have their name displayed on the noticeboard of Mounties for at least 7 days and will not be admitted as a member of the Amalgamated Club until at least 14 days after receipt of their application for membership;
 - (b) during the period set out in clause 10.3(a) will be eligible to be a provisional Member of Mounties under the Mounties constitution; and
 - (c) subject to clause 10.3(a) and in accordance with section 30(2) of the Registered Clubs Act, may be admitted as a Member of the Amalgamated Club in accordance with the Mounties constitution.
- 10.4 Members of THCL who become Members of the Amalgamated Club under this clause 10 will not be required to pay any fee or subscription in addition to any fee or subscription pre-paid to THCL or Panthers in respect of their membership for that financial year of THCL or Panthers.
- 10.5 Members of THCL who become Members of the Amalgamated Club under this clause 10, and are Permanent Members or Life Members of Panthers (as defined in the Panthers constitution) as at that date, will have their membership record noted as 'Perpetual Member' and will not be required to pay any fee or subscription exceeding the amount already paid to Panthers in respect of the relevant membership of Panthers.
- 10.6 The day on which a person who is a Member of THCL is admitted as a full Member of the Amalgamated Club under this clause 10, is the date on which their membership of the Amalgamated Club commences. A person's membership of THCL or Panthers prior to that date will not be considered to be membership of the Amalgamated Club.
- 10.7 A Member of THCL who becomes a Member of the Amalgamated Club under this clause 10:
- (a) may participate in the Amalgamated Club's member loyalty program (**Mounties Group Club Rewards**); and
 - (b) if such a Member also participates in the Panthers member loyalty program (**Extras 4U**), may transfer their accrued Extras 4U points as at the date that person becomes a Member of the Amalgamated Club, to the Amalgamated Club on request, and may be recognised in the equivalent tier of Mounties Group Club Rewards (to be determined by the Amalgamated Club), provided that:
 - (i) no free points or credits will be allocated to that Member;
 - (ii) that Member will then be subject to the terms of Mounties Group Club Rewards on the same basis as other Members of the Amalgamated Club; and
 - (iii) this is subject to compliance with any applicable law and the requirements of any Government Agency.

11 Dissolution of THCL

Promptly after Amalgamation Completion THCL will:

Reference: BAB:VMY:3377179

legal/40696435_6

- (a) call a general meeting of its Members to consider and, if thought fit, pass the resolutions required for a members voluntary winding up of THCL; and
- (b) carry out all acts necessary to effect such winding up after the approval of those Members has been given,

at the cost of THCL.

12 General

12.1 Further assurance

Each party must promptly do whatever any other party reasonably requires of it to give effect to this MOU and to perform its obligations under it.

12.2 Entire understanding

This MOU contains the entire understanding between the parties as to the matters specified in clause 6 of the Regulations.

12.3 Counterparts

This MOU may consist of a number of counterparts and, if so, the counterparts taken together constitute one agreement. Satisfactory evidence of execution will include evidence by facsimile of execution by the relevant party, and in such case the executing party undertakes to provide the other party with an original of the executing party's counterpart as soon as reasonably practicable after execution.

12.4 Variation

The parties can only vary a term of this MOU if the variation is in writing and signed by both parties, and, approval is given by the Members of both parties in general meeting.

12.5 Termination

- (a) A party may terminate this MOU immediately, by giving the other party written notice, if:
 - (i) a contract between the registered proprietor of the Mekong Land and Mounties for purchase of the Mekong Land by Mounties is terminated for any reason;
 - (ii) a contract between the registered proprietor of the Triglav Land and Mounties for purchase of the Triglav Land by Mounties is terminated for any reason;
 - (iii) the Transfer Agreement is terminated;
 - (iv) after 18 January 2014, if:
 - (A) Panthers De-amalgamation Completion does not occur on or before 18 January 2014; or
 - (B) Amalgamation Completion does not occur on or before 18 January 2014.
- (b) Termination of this MOU does not affect any right, remedy or obligation of a party in connection with any breach of this MOU occurring prior to termination.

12.6 Legal costs and expenses

Except as expressly stated otherwise in this agreement, each party must pay its own legal and other costs and expenses of negotiating, preparing, executing and performing its obligations under this MOU.

12.7 Governing law and jurisdiction

- (a) This MOU is governed by and is to be construed in accordance with the laws applicable in New South Wales, Australia.
- (b) Each party irrevocably and unconditionally submits to the non-exclusive jurisdiction of the courts of New South Wales, Australia and any courts which have jurisdiction to hear appeals from any of those courts and waives any right to object to any proceedings being brought in those courts.

12.8 Severability

- (a) Subject to clause 12.8(b), if a provision of this MOU is illegal or unenforceable in any relevant jurisdiction, it may be severed for the purposes of that jurisdiction without affecting the enforceability of the other provisions of this MOU.
- (b) Clause 12.8(a) does not apply if severing the provision:
 - (i) materially alters the scope and nature of this agreement or the relative commercial or financial positions of the parties; or
 - (ii) would be contrary to public policy.

12.9 Consents

Except as expressly stated otherwise in this MOU, a party may conditionally or unconditionally give or withhold consent to be given under this MOU and is not obliged to give reasons for doing so.

12.10 Rights, powers and remedies

- (a) Except as expressly stated otherwise in this MOU, the rights of a party under this agreement are cumulative and are in addition to any other rights of that party.
- (b) A party's failure or delay to exercise a right, power or remedy does not operate as a waiver of that right, power or remedy.
- (c) A single or partial exercise or waiver by a party of a right relating to this MOU does not prevent any other exercise of that right or the exercise of any other right.
- (d) A party may exercise a right, power or remedy (including giving or withholding its approval or consent) entirely at its discretion (including by imposing conditions).
- (e) In exercising, or deciding not to exercise, a right, power or remedy, a party is not required to take into account any adverse effect on another party.
- (f) Each party agrees to comply with the conditions of any approval, consent or waiver given by another party.
- (g) Waiver of a right, power or remedy is effective only in respect of the specific instance to which it relates and for the specific purpose for which it is given.
- (h) A party is not liable for any loss, cost or expense of any other party caused or contributed to by the waiver, exercise, attempted exercise, failure to exercise or delay in the exercise of a right.

Reference: BAB:VMY:3377179

legal/40696435_6

12.11 Assignment

- (a) A party must not:
 - (i) assign;
 - (ii) create or allow to exist any third party interest over; or
 - (iii) or deal with,any right under this MOU without the prior written consent of the other party.
- (b) Any purported dealing in breach of clause 12.11 is ineffective.

Schedule 1

(THCL Resolution)

That the members of Temporary Holding Club (No.1) Limited (THCL) approve:

1. in principle, the amalgamation of THCL with Mount Pritchard & District Community Club Ltd (**Mounties**), such amalgamation to be effected by
 - (a) the continuation of Mounties (as the amalgamated club) and the winding up or other dissolution of THCL; and
 - (b) the transfer of club licence LIQC300200396 and club licence LIQC 324004273 from THCL to Mounties, and
2. the making of an application to the Independent Liquor and Gaming Authority for the transfer of such club licences to Mounties for the purposes of effecting such amalgamation.

Reference: BAB:VMY:3377179

legal/40696435_6

Schedule 2

(Mounties Resolutions)

ORDINARY RESOLUTION

That the members of Mount Pritchard & District Community Club Ltd (**Mounties**) approve:

1. in principle, the amalgamation of Mounties with Temporary Holding Club (No.1) Limited (**THCL**), such an amalgamation to be effected by:
 - (c) the continuation of Mounties (as the amalgamated club) and the winding up or other dissolution of THCL; and
 - (d) the transfer of club licence LIQC300200396 and club licence LIQC 324004273 from THCL to Mounties; and
2. the making of an application to the Independent Liquor and Gaming Authority for the transfer of such club licences of THCL to Mounties, for the purposes of effecting such amalgamation.

SPECIAL RESOLUTION

That the Constitution of Mount Pritchard & District Community Club Ltd (**Club**) be amended by adding a new Rule 23(d) as follows, on and from the date that the Independent Liquor and Gaming Authority transfers the club licences of Temporary Holding Club (No.1) Limited to the Club:

'(d) A person who:

- (i) is a financial full member of the Club, or, who makes application and is elected as a full member of the Club in accordance with the Memorandum of Understanding for amalgamation between the Club and Temporary Holding Club (No.1) Limited (**THCL**); and
- (ii) is a financial full member (as defined in the Registered Clubs Act) of THCL and whose name is entered in the register of members of THCL, on the date of transfer of the club licences of THCL to the Club by the Independent Liquor and Gaming Authority;

will:

- (i) for the purposes of the Registered Clubs Act only, be identified in the Club's register of members as a 'THCL Member'; and
- (ii) be given credit for any annual subscription pre-paid in respect of their membership of THCL or Penrith Rugby League Club Ltd.'

Reference: BAB:VMY:3377179

legal/40696435_6

EXECUTED as a DEED

**Executed on behalf of MOUNT PRITCHARD &
DISTRICT COMMUNITY CLUB LTD ABN 98
000 458 622 by its duly authorised officer
pursuant to a resolution of its Board of Directors
in the presence of:**

**MOUNT PRITCHARD & DISTRICT
COMMUNITY CLUB LTD ABN 98 000 458 622
by its authorised officer**



Witness



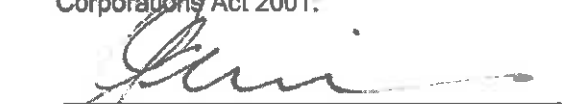
Full name

Signature

Gregory James Pickering

Company Secretary


**EXECUTED by TEMPORARY HOLDING
CLUB (NO.1) LIMITED ACN 161 123 780
in accordance with Section 127 of the
Corporations Act 2001:**



*Director/*Company Secretary
DONALD FELTS

Name of *Director/*Company Secretary
(BLOCK LETTERS)

*please delete as appropriate



Director



Name of Director
(BLOCK LETTERS)

Reference: BAB:VMY:3377179

legal/40696435_6

Annexure A

Traditions of THCL

1 Preserving traditions – Mekong Premises**1.1 Mekong Sub Club**

- (a) On Amalgamation Completion, the Amalgamated Club will establish a 'sub club' or 'section' under rule 59(h) of its constitution to be known as 'Mekong Sub Club', for the purpose of engaging in, and carrying on, the following activities:
- (i) preserving the tradition of promoting mutual assistance and self help within the Vietnamese community in Australia;
 - (ii) maintaining Vietnamese culture, history and traditions within the local community as an active part of a multi-cultural Australia; and
 - (iii) the Mekong Sub Club Activities.
- (b) The rules of the Mekong Sub Club will be as approved by the Board, and will be generally in Mounties' standard format for sub clubs of this kind, but including the following:
- (i) The purposes of the Mekong Sub Club as set out in Part 1.1(a) above.
 - (ii) Mekong Sub Club membership will consist of the following classes, with the following eligibility criteria:

Sub Club Membership Class	Eligibility Criteria
Ordinary	<ul style="list-style-type: none"> • A person who was an Ordinary or Permanent Mekong Home Club Member of Panthers on Panthers De-amalgamation Completion and who transfers to Mounties under clause 10 of this MOU; or • Any Member of the Amalgamated Club who joins the Mekong Sub Club after Amalgamation Completion.

- (iii) A person who joins the Mekong Sub Club on transferring to Mounties under clause 10 of this MOU, will have their cumulative length of service with The Mekong Club Ltd (now dissolved), Panthers and THCL noted on their record of membership of the Mekong Sub Club, for posterity.
- (iv) The committee of the Mekong Sub Club will:
 - (A) consist of up to 7 members of the Mekong Sub Club, and at least 3 of those members must be 'THCL Members' who transfer to Mounties under clause 10 of this MOU; and
 - (B) be elected bi-ennially, provided that the inaugural committee will hold office until the conclusion of the next AGM after their appointment (which will be held on or about the day of the next Mounties AGM in conjunction with which Board elections will be conducted).

Reference: BAB:VMY:3377179

legal/40696435_6

- (v) Committee elections will be conducted by a returning officer approved by the Board.
- (vi) The minutes of monthly committee meetings must be submitted to the Chief Executive officer to be tabled at Board meetings. The minutes will contain reports on the following:
 - (A) effectiveness of the operation of the Mekong Sub Club; and
 - (B) financial operation of the Mekong Sub Club.
- (vii) The Mekong Sub Club committee may make recommendations and representations to the Board about:
 - (A) the Mekong Premises;
 - (B) membership at those premises;
 - (C) the Mounties strategic plan as it relates to the Mekong Sub Club;
 - (D) the allocation of funding in furtherance of the Mekong Sub Club purposes; and
 - (E) recommendations for donations to be made under the ClubGrants scheme as it relates to the Mekong Premises,

but will not have any management or governance rights or duties in the Amalgamated Club (unless specifically delegated to the committee by resolution of the Board).

1.2 Mekong Sub Club Activities & Funding

- (a) The Mekong Sub Club will:
 - (i) through its committee, liaise with management to promote and maintain appropriate entertainment Member activities on Friday and Saturday nights, commencing with similar entertainment to the programs operating at the date of this MOU and developing that to meet the needs of Members and their guests into the future;
 - (ii) conduct Ballroom dancing activities for Members at the Mekong Premises;
 - (iii) conduct an annual Talent Quest at the Mekong Premises;
 - (iv) conduct an annual singing competition and dancing competition at the Mekong Premises, which may be co-sponsored by the Amalgamated Club as a whole;
 - (v) support a traditional Tet Festival at the Mekong Premises in around February of each year;
 - (vi) support a traditional Moon Festival at the Mekong Premises; and
 - (vii) assess applications, make recommendations to the Board for the awarding of, and make payments for, scholarships to local students studying the Higher School Certificate (or equivalent) and at University, according to guidelines approved by the Board from time to time,

collectively referred to as the '**Mekong Sub Club Activities**'.

- (b) The Mekong Sub Club Rules will provide that the Mekong Sub Club will use reasonable endeavours to incorporate the Mekong Sub Club Activities into the events

Reference: BAB:VMY:3377179

legal/40896435_6

calendar of the Amalgamated Club, in order to promote the Mekong Sub Club purposes for the benefit of the Amalgamated Club and its Members as a whole.

- (c) The parties acknowledge that registered club operations are subject to a range of legal requirements, and in order to meet requirements imposed on the Amalgamated Club by law:
 - (i) club functions must be approved by the Board in order to comply with the applicable law and the Amalgamated Club's functions authorisations;
 - (ii) the Mekong Sub Club will be required to conduct all its events in accordance with all applicable laws and the requirements of all relevant Government Agencies;
 - (iii) the Mekong Sub Club will not be permitted to sell or supply liquor without the prior approval of the Board and subject to the conditions of any relevant liquor licence; and
 - (iv) the Mekong Sub Club must obtain the prior approval of the Board before conducting an event, and the Board will act reasonably in considering such a request.
- (d) The Amalgamated Club will, in each financial year, provide funding to the Mekong Sub Club as reasonably required for it to engage in and carry on the Mekong Sub Club Activities (and such funding may include allocations to eligible ClubGrants projects), in accordance with the Board's usual procedures from time to time for funding of Mounties sub-clubs (**Mekong Sub Club Funding**).
- (e) The Mekong Sub Club rules will provide that the Mekong Sub Club must:
 - (i) only apply the Mekong Sub Club Funding for the purpose of the Mekong Sub Club as set out in its rules, and, engaging in and carrying out the Mekong Sub Club Activities; and
 - (ii) must only make payments to third parties by way of support, in accordance with any ClubGrants or other community donations/support rules or guidelines approved by the Board from time to time.

2 Preserving traditions – Triglav Premises

2.1 Triglav Premises

- (a) The Amalgamated Club will provide a suitable area within the Triglav Premises for honouring Slovenian culture.
- (b) The Amalgamated Club will maintain a bust of Ivan Cankar in a suitable position at the Triglav Premises to honour the traditions and history of the premises.
- (c) The Amalgamated Club will provide suitable facilities for bocce at the Triglav Premises, which may be used by the Triglav Sub Club for bocce tournaments.

2.2 Triglav Sub Club

- (a) On Amalgamation Completion, the Amalgamated Club will establish a 'sub club' or 'section' under rule 59(h) of its constitution to be known as 'Triglav Sub Club', for the purpose of engaging in, and carrying on, the following activities:
 - (i) encouraging social activities among members of the Slovenian community in Australia;

- (ii) assisting generally in the advancement of the Slovenian community and the establishment of good relationships amongst persons of Slovenian extraction, and, between them and persons of all other nationalities; and
 - (iii) materially supporting needy Australian Slovenians in necessitous circumstances.
- (b) The rules of the Triglav Sub Club will be as approved by the Board, and will be generally in Mounties' standard format for sub clubs of this kind, but including the following:
- (i) The purposes of the Triglav Sub Club as set out in Part 2.2(a) above.
 - (ii) Triglav Sub Club membership will consist of the following classes, with the following eligibility criteria:

Sub Club Membership Class	Eligibility Criteria
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of this MOU.
Life (Honourable)	A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of this MOU.
Triglav Ordinary	A person who was an Ordinary Triglav Home Club Member of Panthers on Panthers De-amalgamation Completion and who transfers to Mounties under clause 10 of this MOU.
Triglav Associate	Any Member of the Amalgamated Club who joins the Triglav Sub Club after Amalgamation Completion.

- (iii) A person who joins the Triglav Sub Club on transferring to Mounties under clause 10 of this MOU, will have their cumulative length of service with the St Johns Park Community Club Ltd (now dissolved), Panthers and THCL noted on their record of membership of the Triglav Sub Club, for posterity.
- (iv) The committee of the Triglav Sub Club will:
 - (A) consist of 7 members of the Triglav Sub Club, and at least 5 of those members must be Foundation Life, Life (Honourable) or Triglav Ordinary Members; and
 - (B) be elected bi-ennially, provided that the inaugural committee will hold office until the conclusion of the next AGM after their appointment (which will be held on or about the day of the next Mounties AGM in conjunction with which Board elections will be conducted).
- (v) Committee elections will be conducted by a returning officer approved by the Board.

- (vi) The minutes of monthly committee meetings must be submitted to the Chief Executive officer to be tabled at Board meetings. The minutes will contain reports on the following:
 - (A) effectiveness of the operation of the Triglav Sub Club; and
 - (B) financial operation of the Triglav Sub Club.
- (vii) The Triglav Sub Club committee may make recommendations to the Board about:
 - (A) the Triglav Premises;
 - (B) membership at those premises;
 - (C) the Mounties strategic plan as it relates to the Triglav Sub Club;
 - (D) the allocation of funding in furtherance of the Triglav Sub Club purposes; and
 - (E) recommendations for donations to be made under the ClubGrants scheme as it relates to the Triglav Premises,

but will not have any management or governance rights or duties in the Amalgamated Club (unless specifically delegated to the committee by resolution of the Board).

2.3 Triglav Sub Club Activities & Funding

- (a) The Triglav Sub Club will:
 - (i) provide support to the Historical Archives for Slovenian Australians (NSW);
 - (ii) provide support to the Slovenian Journal Misli;
 - (iii) provide support to the Slovenian Media Services in Australia;
 - (iv) conduct monthly dances at the Triglav Premises;
 - (v) hold an ANZAC Day ceremony at the Triglav Premises each year;
 - (vi) hold a Home Wine Tasting Day at the Triglav Premises each year;
 - (vii) support the Slovenian of the Year Awards each year (NSW and ACT);
 - (viii) hold a traditional 'St Nicholas Day' for Member's children around Christmas time at the Triglav Premises each year;
 - (ix) arrange for traditional music performances and bands (local and overseas) to perform at the Triglav Premises;
 - (x) hold a '10 hours sunset' event at the Triglav Premises; and
 - (xi) provide support to the Bossley Sports Soccer Club, Wetherill Park Cricket Club, Smithfield Panthers Netball Club, Pretenders Golf Club, and the local FE & FC Holden Car Club,

collectively referred to as the **'Triglav Sub Club Activities'**.
- (b) The Triglav Sub Club Rules will provide that the Triglav Sub Club will use reasonable endeavours to incorporate the Triglav Sub Club Activities into the events calendar of the Amalgamated Club, in order to promote the Triglav Sub Club purposes for the benefit of the Amalgamated Club and its Members as a whole.

Reference: BAB:VMY:3377179

legal/40696435_6

- (c) The parties acknowledge that registered club operations are subject to a range of legal requirements, and in order to meet requirements imposed on the Amalgamated Club by law:
- (i) club functions must be approved by the Board in order to comply with the applicable law and the Amalgamated Club's functions authorisations;
 - (ii) the Triglav Sub Club will be required to conduct all its events in accordance with all applicable laws and the requirements of all relevant Government Agencies;
 - (iii) the Triglav Sub Club will not be permitted to sell or supply liquor without the prior approval of the Board and subject to the conditions of any relevant liquor licence; and
 - (iv) the Triglav Sub Club must obtain the prior approval of the Board before conducting an event, and the Board will act reasonably in considering such a request.
- (d) The Amalgamated Club will, in each financial year, provide funding of up to \$100,000 to the Triglav Sub Club as reasonably required for it to engage in and carry on the Triglav Sub Club Activities (**Triglav Sub Club Funding**):
- (i) subject to a budget approved by the Board (acting reasonably) in accordance with its usual procedures from time to time for funding of Mounties sub-clubs; and
 - (ii) provided that the Triglav Sub Club continues to promote its purposes as set out in Part 2.2(a) above, and, engage in and carry out the Triglav Sub Club Activities.
- (e) The Triglav Sub Club rules will provide that the Triglav Sub Club must:
- (i) only apply the Triglav Sub Club Funding for the purpose of the Triglav Sub Club as set out in its Rules, and, engaging in and carrying out the Triglav Sub Club Activities; and
 - (ii) must only make payments to third parties by way of support, in accordance with any ClubGrants or other community donations/support rules or guidelines approved by the Board from time to time.

NOTICE OF ANNUAL GENERAL MEETING TRIGLAV MOUNTIES GROUP SUB CLUB

Notice is hereby given that the Annual General Meeting of Triglav Mounties Group Sub Club will be held in the Auditorium 80-84 Brisbane Rd, St Johns Park NSW 2176 on Sunday 20th August 2017 at 1:00pm.

AGENDA

1. Opening
2. Apologies
3. Previous Minutes
4. To receive and table reports from the Committee
5. To receive and consider the Triglav Mounties Group Sub-Club's
 - 5.1. income and expenditure accounts;
 - 5.2. balance sheet;
 - 5.3. audit report;For the period ending 30 June 2017
6. To deal with any other business of which due notice has been given to the Committee
 - 6.1. Special Resolution 1: To amend the Triglav Sub Club Rules by removing rule 5.2 and replace with new rule 5.2 (see detail below)
7. To deal with any other business that the Committee may approve of which due notice has not been given by the Committee.
8. To receive a report from the Returning Officer regarding the Election of Committee Members
9. Closure

For and on behalf of the Committee



G. J. Pickering
Chief Executive Officer/Secretary
Mounties Group



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au
www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

triglav

**NOTICE OF ANNUAL GENERAL MEETING
TRIGLAV MOUNTIES GROUP SUB CLUB**

Special Resolution 1:

To amend the Triglav Sub Club Rules by removing rule 5.2 and replace with new rule 5.2.

- 5.2 The Sub-Club will have the classes of membership, subject to the eligibility criteria, set out in the following table:

Sub-Club Membership Class	Eligibility Criteria
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).
Life (Honourable)	<p>A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU, and/or</p> <p>A Foundation Life, or Triglav Ordinary member who:</p> <p>(i) has rendered distinguished, exceptional or meritorious services to the Triglav Sub Club; and</p> <p>(ii) is recommended by the Triglav Sub Club Committee for election to Life (Honourable) membership, and</p> <p>iii) the recommendation in ii) (above) is supported by the Board of Mounties and;</p> <p>iv) a resolution in support of the awarding of Life (Honourable) membership is carried by a two-thirds majority of members who are present and voting at a General Meeting of the Triglav Sub Club.</p> <p>Note: Not more than one (1) person can be awarded Life (Honourable) membership in any 12 month period between Annual General Meetings of the Triglav Sub Club.</p>



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

triglav

**NOTICE OF ANNUAL GENERAL MEETING
TRIGLAV MOUNTIES GROUP SUB CLUB**

Triglav Ordinary	A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU. and/or A Person who is elected to membership of the Triglav Sub Club in accordance with clause 5.3 of these rules.
Triglav Associate	Any Member of Mounties.

EXPLANATORY NOTES:

1. The sub- club committee have requested the ability to admit life members to the sub- club.
2. The original rules of the sub- club do not provide for admission of members to the category of life membership.
3. The proposed amendment will allow the committee to recommend members who have rendered distinguished, exceptional, or meritorious services to the club, for life membership. That recommendation will then be subject to a member vote at general meeting of the sub- club.
4. The board have instructed that no more than one person can be awarded life membership of any sub- club in any 12 month period.
5. The amendment to Triglav ordinary membership will allow persons to be admitted to the sub- club as Triglav ordinary members.
6. To be passed, each Ordinary Resolution must receive a 75% majority of votes in its favour from those members present and voting (being eligible to do so).
7. The proposed amendments have been approved by the Board
8. Foundation Life, Life (Honourable) and Triglav Ordinary Members who have been members for 24 continuous months are entitled
9. Members who are employees are not entitled to vote and proxy voting is prohibited by the Registered Clubs Act



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

**mounties
bowling club**

harbord diggers

**manly
bowling club**

club italia

mekong

triglav

Agenda: July 17		
Distribution List:	Directors	
Committee:	TRIGLAV	Location: Meeting Room (80-84 Brisbane Road, St Johns Park NSW 2176)
Date:	20 August 2017	Time: 1:00
Present:	Peter Krobe (PK), Louis Magajna (LM), John Rapinette (JR), Walter Suber (WS), Branko Fabjancic (BF), Rita Vassallo (RV)	
In Attendance:	Jason Woods (JW), Greg Pickering (GP)	
Apologies:	Silvo Pahor (SP)	
Leave of Absence:		

Subject matter		Action	Recommendations to Board
Opening	743	Meeting Commenced at x:xx	Note
Previous Minutes:	744	That the minutes of the Triglav Committee meeting held on 24 July 2017 are accepted as a true and correct record of proceedings at that meeting. <div style="text-align: right;"><u>Motion Carried</u></div>	Note
Matters Arising:	745	Item 1:	Note
Correspondence Outgoing	746	Nil	Note
Correspondence Incoming	747	Nil	
Club Operations	748	<u>Results July:</u> GP presented Form 4 2017 June Qtr. 4, results for Mounties Group and Triglav	Note
Membership	749	32 new members for the period 20 July 2017 to 13 August 2017 tabled for approval. Resolved: That the Committee approves 32 new Sub Club members in July 2017.	Note
Chairman's Report (PK)	750		Note
Committee Report	751	<u>WPCC (JR)</u> Item 1: Nil (out of season).	Note

Committee Report	752	<u>FE/FC Car Club (JR)</u> Item 1:	Note
Committee Report	753	<u>BINGO:</u> Numbers are consistent 50-60 PAX per week.	Note
Committee Report	754	<u>BOSSLEY SPORTS (SP)</u> Nil	Note
Bocce	755	Item 1:	Note
General Business	756	<u>NYE ENTERTAINMENT</u> Two recommendations for addition entertainment for NYE has been issued to committee for consideration.	
Next Meeting	757	Next meeting will be held on Monday 25 at 7:00pm	
	758	<u>Meeting Close</u> There being no further business the Chairman declared the meeting closed at xx:xx	Note
		Signed: _____ Date: _____	

Action Items

Ref	Subject	Required	Action	Who	Status
518	Bocce Courts	Courts to be viewed due to heavy rain	<p>Maintenance is waiting for a proposal next week from Plumber on how we can fix the issue.</p> <p>GM reported Facilities Manager is awaiting hydraulic report which is due to be in hand 28 June. Emphasis is for elimination of hazard using engineering with prevention being preferred option over substituting with a control measure.</p> <p>20160926 – Still pending 20161031 – Report received and noted. 20161031 - FY '18 CAPEX – interim measure will be implemented.</p>	GM	Pending/Remains
518 / 2	Bocce	Return match between Directors, Bowling Club members and Bocce teams.	<p>Triglav is host for this year's match with November being best month to host this event.</p> <p>20160926 – Directors to advise which Sunday in Nov they prefer excluding 25 Nov (St Martins Day). 20161031 – Date proposed is Sunday 4 December.</p> <p>20161123 – Date Clashes with 50's Plus Christmas party. LD to discuss alternative date for the return match.</p> <p>20170227 - Return Bocce match – Chairman liaises with Sports Director to confirm date.</p> <p>20170529 – JD tabled proposed data to BOD. JW / GP to follow up on date.</p>		Pending/Remains

Ref	Subject	Required	Action	Who	Status
548	Cycle Club	Walter raised possibility of a Cycling Club	<p>Host Mounties cycle Sydney to Wollongong cycle plus a few events each year. Proposal to be presented.</p> <p>20160926 – WS will be sent hi-res Triglav logo.</p> <p>20170221 – Paperwork received from CEO's office, paperwork issued to Walter</p> <p>20170227 - Will this be an additional line to Slovenian Cultural Fund, or; Sub-club of Mounties Group of Sub-Clubs Triglav - Mounties Cycling Club. MGT will email draft application form to be completed. Subscription fee will be \$25 include ridding uniform.</p> <p>20170529 – JW to review and sub-club rules and submit for final Board approval.</p> <p>20170724 – WIP</p>	Walter	Pending/Remains
669	Sub Club Committee	Member Rita Pauline Vassallo enquired about becoming a Triglav Sub-Club committee person.	<p>PK will communicate with Rita Rosalva on this matter.</p> <p>20170424 - Peter is to have a chat to see if Rita is still interested joining the board.</p> <p>Honorary Life membership nominees by next meeting.</p> <p>20170529 – Meeting resolved that Rita be invited to next meeting as a guest.</p> <p>20170724 – PK advised Rita is interested and will follow nomination process.</p>	PK	Complete/Remove
687	Slovenian Second Generation Event	Need to organise another second-generation function for September /October.	Committee members to organise a date and liaise with functions.	Committee	Pending/Remains

Ref	Subject	Required	Action	Who	Status
701	NYE FY'19	Live Band for NYE	<p>To book a cover band that plays 80s, 90s & 2000s 20170626 – Request has been sent to Mounties Marketing to book.</p> <p>20170719 – NYE Entertainment Krazy Kat Cost \$3500, Information on band submitted to committee. Still looking at sourcing an entertainment act to accompany the band for the night.</p> <p>20170724 – Proposal presented for NYE entertainment That the activity is endorsed and management proceed with booking Krazy Kat</p>	GM Marketing	Complete/Remove
730	High Tea Proposal	Branko & Walter's Wives will like to hold a high tea in November, to be held in the Function room. What support can they receive from the Club.	GM advised activity will be funded from Triglav Sub Club Activity Funding – other. Walter and Branko will provide budget and tentative date for event.	Walter & Branko	Pending/Remains

MEMBERSHIP REPORT

Triglav Sub Club:	
Date:	20.08.2017

RECOMMENDATION

1.	Membership Applications	From: 20 th July 2017 To: 13 th August 2017
2.	Mounties total number of full applications	
3.	Recommendation:	That the applications for 32 new sub club members be tabled as received and those applicants be accepted as new members.
4.	Approval	Signed: _____



Badge	Title	First_Names	Surname	Address	Suburb
5428	Mr	Leli	Gauci	Unit 2 44 Gumdale Ave	ST JOHNS PARK
5552	Mr	Ngoc An	Truong	102 Torrens St	CANLEY HEIGHTS
5975	Mr	Bouakham	Gnoysaykham	1 Abel St	CANLEY HEIGHTS
6396	Mr	Gabriel	Haimaz	61-63 Smart St	FAIRFIELD
6804	Mr	Angel	Alonso	14 Bainton Rd	MOUNT PRITCHARD
7390	Mrs	Sonja Lee	Fernance-Miner	57A Coquet Way	GREEN VALLEY
10291	Mr	Martin Andres	Morillo	30 Braidwood Dr	PRESTONS
10390	Miss	Ivana	Vlakic	32 Restwell Rd	BOSSLEY PARK
12151	Mrs	Borka	Stojak	35 Adeline St	BASS HILL
12232	Mrs	Yong Lian	Zhao	31 Hackett Rd	ABBOTSBURY
12312	Mr	Daniel Graham John	Alcock	6 Quota Pl	EDENSOR PARK
12882	Ms	Thi Thu Nga	Tran	6 Novar St	ST JOHNS PARK
13434	Mrs	Belynda	Dominguez	11 Galton St	SMITHFIELD
13505	Mr	Robert Luka	Kotromanovic	4 Geronimo Cl	GREENFIELD PARK
13519	Mr	Milos	Sijuk	7 Fagan Pl	BONNYRIGG
16140	Mr	Matthew Steven	Seraglio	5 Lindsay Ave	SMITHFIELD
16513	Mrs	Suzan	Dobrash	17 Mount St	BONNYRIGG HEIGHTS
17412	Ms	Lynette Anne	Macdonald	1 Shorland Ave	JANNALI
17463	Mr	Donald John	Stimson	14 Border Cl	ELDERSLIE
17804	Mrs	Mariela Veronica	Dearle	2 Galway Pl	SMITHFIELD
18768	Mr	Dinh Tai	Phan	13 Esmond Pl	WAKELEY
21523	Mr	Olga Margarita	Castellanos	11 Greta Pl	HEBERSHAM
23055	Mrs	Stefanija	Vidic	24 Emily Clarke Dr	KELLYVILLE
23119	Miss	Zeljko	Ivanovic	9 Romano Cl	EDENSOR PARK
23287	Miss	Sopiwan	Sriyam	54 Sunny Pl	ST JOHNS PARK
23303	Mr	Sarinee	Paiboonthunyaporn	10 Merroo Cl	WAKELEY

Mounties Group
Income and Expenditure Statement
For the Year Ended 30th June, 2017

Income	Actual Year to Date							
	Mt Pritchard	Mekong	Harbord	Triglav	Manly	Fairfield	Italia	Mountie Group
	\$	\$	\$	\$	\$	\$	\$	\$
Facilities Profit / (Loss)								
Profit / (Loss) Poker machines	48,026,262	4,143,287	2,734,526	3,584,378	168,693	83,468	(122,254)	58,618,361
Profit / (Loss) Keno	16,392	15,970	16,959	46,985	36,175	5,932	(779)	137,635
Profit / (Loss) T.A.B.	(180,557)	(24,742)	(78,948)	(31,257)	(23,183)	(28,609)	-	(367,296)
Profit / (Loss) Bingo & Raffles	(181,840)	-	(75,187)	(49,718)	(40,334)	(25,957)	-	(373,036)
Profit / (Loss) Giftshop	28,546	(11,001)	(106,772)	6,513	-	-	-	(82,713)
Profit / (Loss) Tiered Loyalty	(3,169,557)	(377,285)	(331,030)	(10,318)	(19,382)	(5,005)	(6,136)	(3,918,713)
Profit / (Loss) Bars	(399,055)	(58,905)	218,300	216,353	250,781	(51,495)	(87,488)	88,491
Profit / (Loss) Nightclub	-	-	-	-	-	-	-	-
Profit / (Loss) Resort Facilities	-	-	-	-	-	-	-	(293,893)
Profit / (Loss) Contracted Car Wash	-	-	-	-	-	-	-	-
Profit / (Loss) Catering	(94,943)	(12,323)	(648,682)	(16,877)	20,948	(32,033)	(14,161)	(798,071)
Profit / (Loss) Fitness Centre	377,563	-	(13,585)	-	-	-	-	363,978
Profit / (Loss) Functions & Entertainment	(396,564)	(204,667)	(154,732)	(51,580)	(27,304)	(22,984)	68,266	(789,566)
Profit / (Loss) Memberships	(242,942)	-	(1,320)	-	-	-	-	(244,262)
Profit / (Loss) External Functions	-	-	-	-	-	-	-	-
Sundry Income								
Interest Received	93,596	-	61,470	-	-	-	-	155,066
Sports Activities	30,321	-	-	-	-	107,498	-	137,819
Commissions	58,964	2,107	8,182	3,814	4,617	568	240	78,493
Other	830,588	5,757,054	52,948	30,904	19,029	5,845	665	6,697,032
Total Club Income	44,796,773	9,229,496	1,682,129	3,729,198	390,040	37,228	(161,647)	59,409,324
Expenses								
Member & Club Services								
Operations, Transport & Security	4,865,492	743,436	896,874	608,295	271,137	134,659	94,995	7,614,889
Booking Office	380,124	166,430	219,287	96,955	-	-	-	862,796
Child Care	305,181	-	-	-	-	-	-	305,181
Advertising & Promotions	2,322,984	802,447	816,244	150,839	73,898	24,502	15,953	4,841,726
Gardening, Landscaping	392,401	-	8,140	11,511	66,843	101,731	32,404	613,030
Repairs & Maintenance	3,855,597	184,768	509,427	154,842	103,155	106,185	126,613	5,040,586
Total	12,121,778	1,897,080	2,449,973	1,022,441	515,033	367,077	269,965	19,278,207
Community Expenses								
Sports Area Expenses	454,527	-	-	-	-	4,992	-	459,519
Childrens Christmas Party	106,141	-	-	-	-	-	-	106,141
Senior Citizens Christmas Party	62,899	-	-	-	-	-	-	62,899
Carols by Candlelight	45,454	-	-	-	-	-	-	45,454
Community Services	(10,124)	-	(17,811)	-	-	-	-	(27,935)
Community Donations	829,453	243,345	211,675	151,015	-	-	7,950	1,443,440
Sporting Sub Club Expenses	2,850,458	1,292	52,577	57,606	-	-	196,837	3,158,770
Sporting Sub Club Grants	130	-	-	-	-	-	-	130
Total	4,338,940	244,637	246,441	208,622	-	4,992	204,787	5,248,418
Administration, Finance Etc.								
Management - Administration	836,356	683,140	678,177	188,526	17,898	24,190	6,595	7,768,042
Depreciation Building & General	5,719,181	1,976,137	4,365,200	119,198	142,186	148,878	161,828	12,632,608
Human Resources	12,255	6,223	124,560	9,163	-	-	-	1,046,612
Information Technology	89,349	26,213	16,625	38,075	9,225	6,476	3,340	1,704,127
Utilities	494,986	51,008	377,409	52,310	43,077	38,262	25,365	1,082,416
Salaries & Wages On - Costs	359,828	85,101	82,587	51,973	-	5,027	1,233	2,279,228
Total	7,511,954	2,827,821	5,644,558	459,245	212,386	222,834	198,361	26,513,034
Total Expenses	23,972,672	4,969,538	8,340,972	1,690,307	727,420	594,902	673,113	51,039,659
Net Profit for the Period	20,824,100	4,259,958	(6,658,843)	2,038,891	(337,379)	(557,674)	(834,760)	8,369,665
Interest / Rental Expenses								
	-	131,287	110,174	-	8,000	16,910	-	349,432
Tax & X Ord Items Expense								
	85,381	-	-	-	-	-	-	85,381
Donations Expenses								
	4,308,619	244,637	246,441	208,622	-	(102,507)	204,787	5,110,599
Depreciation Expense								
	8,880,356	1,121,177	4,718,016	473,744	487,163	186,547	183,266	16,360,655
E.B.I.T.D.A.R.D.	34,098,456	5,757,059	(1,584,212)	2,721,256	157,784	(456,724)	(446,707)	30,275,732



Mounties Group
Income and Expenditure Statement
For the Three Months Ended 30th June, 2017

	CURRENT PERIOD		YEAR TO DATE	
	Actual \$	Budget \$	Actual \$	Budget \$
Income				
Facilities Profit / (Loss)				
Profit / (Loss) Poker machines	14,342,253	17,072,083	58,618,361	68,444,155
Profit / (Loss) Keno	14,905	47,250	137,635	189,000
Profit / (Loss) T.A.B.	(85,516)	(82,842)	(367,296)	(331,368)
Profit / (Loss) Bingo & Raffles	(87,720)	(112,687)	(373,036)	(433,298)
Profit / (Loss) Giftshop	(44,481)	(36,366)	(82,713)	(143,000)
Profit / (Loss) Tiered Loyalty	(944,069)	(1,011,852)	(3,918,713)	(4,047,408)
Profit / (Loss) Bars	(11,398)	(52,940)	88,491	308,811
Profit / (Loss) Nightclub	-	-	-	-
Profit / (Loss) Resort Facilities	(209,890)	(109,195)	(293,893)	(284,730)
Profit / (Loss) Contracted Car Wash	-	-	-	-
Profit / (Loss) Catering	(235,251)	40,438	(798,071)	74,570
Profit / (Loss) Fitness Centre	69,650	(70,934)	363,978	4,237
Profit / (Loss) Functions & Entertainment	(128,408)	(329,683)	(789,566)	(1,253,632)
Profit / (Loss) Memberships	(115,796)	(60,090)	(244,262)	(185,918)
Profit / (Loss) External Functions	-	-	-	-
Sundry Income				
Interest Received	66,179	575	155,066	2,300
Sports Activities	35,174	23,842	137,819	109,728
Commissions	16,646	21,564	78,493	89,636
Other	4,849,260	245,261	6,697,032	989,834
Total Club Income	17,531,539	15,584,425	59,409,324	63,532,918
Expenses				
Member & Club Services				
Operations, Transport & Security	1,868,937	2,011,617	7,614,889	8,056,055
Booking Office	209,579	157,920	862,796	629,528
Child Care	86,088	82,770	305,181	316,707
Advertising & Promotions	1,036,868	1,283,778	4,841,726	5,597,756
Gardening, Landscaping	220,307	157,143	613,030	632,146
Repairs & Maintenance	1,273,062	1,258,695	5,040,586	5,188,027
Total	4,694,840	4,951,924	19,278,207	20,420,219
Community Expenses				
Sports Area Expenses	104,814	143,600	459,519	579,151
Childrens Christmas Party	1,300	-	106,141	130,000
Senior Citizens Christmas Party	-	-	62,899	65,000
Carols by Candlelight	-	-	45,454	25,000
Community Services	13,186	5,997	(27,935)	(32,281)
Community Donations	53,341	260,650	1,443,440	1,820,122
Sporting Sub Club Expenses	1,058,235	645,227	3,158,770	2,600,064
Sporting Sub Club Grants	-	-	130	-
Total	1,230,876	1,055,475	5,248,418	5,187,056
Administration, Finance Etc.				
Management - Administration	2,387,851	1,852,267	7,768,042	7,798,079
Depreciation Building & General	7,614,038	1,799,277	12,632,608	7,198,058
Human Resources	219,363	277,413	1,046,612	1,148,225
Information Technology	421,990	448,899	1,704,127	1,805,846
Utilities	208,893	281,563	1,082,416	1,116,203
Salaries & Wages On - Costs	594,975	312,657	2,279,228	1,785,656
Total	11,447,110	4,972,077	26,513,034	20,852,066
Total Expenses	17,372,826	10,979,475	51,039,659	46,459,341
Net Profit for the Period	158,713	4,604,950	8,369,665	17,073,576
Interest / Rental Expenses	137,510	274,534	349,432	874,216
Tax & X Ord Items Expense	3,400	46,515	85,381	172,460
Donations Expenses	1,195,702	1,031,633	5,110,599	5,077,328
Depreciation Expense	7,078,719	3,249,291	16,360,655	12,997,914
E.B.I.T.D.A.R.D.	8,574,044	9,206,923	30,275,732	36,195,494

Triglav
Income and Expenditure Statement
For the Three Months Ended 30th June, 2017

	CURRENT PERIOD		YEAR TO DATE	
	Actual \$	Budget \$	Actual \$	Budget \$
Income				
Facilities Profit / (Loss)				
Profit / (Loss) Poker machines	1,070,616	1,238,609	3,584,378	4,713,412
Profit / (Loss) Keno	10,707	13,620	46,985	54,480
Profit / (Loss) T.A.B.	(8,685)	(12,072)	(31,257)	(48,288)
Profit / (Loss) Bingo & Raffles	(12,636)	(13,650)	(49,718)	(54,750)
Profit / (Loss) Giftshop	1,431	-	6,513	-
Profit / (Loss) Tiered Loyalty	(25,638)	(10,998)	(10,318)	(43,992)
Profit / (Loss) Bars	47,525	55,324	216,353	253,490
Profit / (Loss) Nightclub	-	-	-	-
Profit / (Loss) Resort Facilities	-	-	-	-
Profit / (Loss) Contracted Car Wash	-	-	-	-
Profit / (Loss) Catering	(2,078)	(11,169)	(16,877)	(46,203)
Profit / (Loss) Fitness Centre	-	-	-	-
Profit / (Loss) Functions & Entertainment	(22,546)	(28,406)	(51,580)	(112,847)
Profit / (Loss) Memberships	-	-	-	-
Profit / (Loss) External Functions	-	-	-	-
Sundry Income				
Interest Received	-	-	-	-
Sports Activities	-	-	-	-
Commissions	863	1,094	3,814	4,351
Other	8,430	7,881	30,904	31,521
Total Club Income	1,067,990	1,240,233	3,729,198	4,751,174
Expenses				
Member & Club Services				
Operations, Transport & Security	141,158	135,930	608,295	522,087
Booking Office	22,884	20,379	96,955	97,068
Child Care	-	-	-	-
Advertising & Promotions	41,383	57,433	150,839	206,649
Gardening, Landscaping	5,339	5,553	11,511	22,211
Repairs & Maintenance	46,149	47,850	154,842	191,400
Total	256,913	267,145	1,022,441	1,039,414
Community Expenses				
Sports Area Expenses	-	-	-	-
Childrens Christmas Party	-	-	-	-
Senior Citizens Christmas Party	-	-	-	-
Carols by Candlelight	-	-	-	-
Community Services	-	-	-	-
Community Donations	8,895	32,322	151,015	162,288
Sporting Sub Club Expenses	26,281	11,120	57,606	47,980
Sporting Sub Club Grants	-	-	-	-
Total	35,176	43,442	208,622	210,268
Administration, Finance Etc.				
Management - Administration	49,419	56,785	188,526	234,041
Depreciation Building & General	47,047	15,357	119,198	61,428
Human Resources	4,828	-	9,163	2,000
Information Technology	779	2,805	38,075	11,220
Utilities	16,593	18,934	52,310	63,467
Salaries & Wages On - Costs	13,418	23,235	51,973	109,689
Total	132,084	117,116	459,245	481,846
Total Expenses	424,173	427,703	1,690,307	1,731,528
Net Profit for the Period	643,817	812,530	2,038,891	3,019,646
Interest / Rental Expenses	-	-	-	-
Tax & X Ord Items Expense	-	-	-	-
Donations Expenses	35,176	43,442	208,622	210,268
Depreciation Expense	161,775	64,137	473,744	256,548
E.B.I.T.D.A.R.D.	840,768	920,109	2,721,256	3,486,462

TRIGLAV NYE ENTERTAINMENT

Below are two suggestions for you for the featured act for NYE for consideration. Either of these will be put together exclusively for us for the night:

1) - Dancing Through The Decades = a show in which we take all guests into a journey from the 1920s then fast forward into the 50s and right into the 70s. 80s, 90s and all the way into the new millennium of today with pure celebration, non-stop classic hits and popular throwbacks. Then will finish off with some audience interaction party fun.

2) - Around The World = a show in which we take all guests into a trip around the world with amazing stop overs across France, Spain, India, Russia, Hollywood and Brazil complete with dazzling costumes changes to represent each sizzling destination making people want to dance. Then will finish off with some audience interaction party fun.

Either show will feature 4 dancers.

The provider supplies the dancers for Dancing with the Stars.

I have used this provider for many years and they always supply quality performers/shows.

Either of the above shows would suit the demographic for the club, and present a wow factor.
Duration is 30 to 40 minutes.

Price: \$1,300.00 + GST



Agenda: July 17		
Distribution List:	Directors	
Committee:	TRIGLAV	Location: Meeting Room (80-84 Brisbane Road, St Johns Park NSW 2176)
Date:	24 July 2017	Time: 19:00
Present:	Peter Krobe (PK), Louis Magajna (LM), John Rapinette (JR), Walter Suber (WS)	
In Attendance:	Jason Woods (JW)	
Apologies:	Silvo Pahor (SP), Branko Fabjancic (BF)	
Leave of Absence:	Greg Pickering (GP)	

Subject matter		Action	Recommendations to Board
Opening	722	Meeting Commenced at 19:05	Note
Previous Minutes:	723	That the minutes of the Triglav Committee meeting held on 29 May 2017 are accepted as a true and correct record of proceedings at that meeting. Note: No meeting was held in June as quorum was not achieved. <u>Motion Carried</u>	Note
Matters Arising:	724	Item 1:	Note
Correspondence Outgoing	725	<u>Bossley Sports Club – 2017Cat2InKind-46</u> Request: Room hire to the value of \$500.00 Approval letter sent to organisation on 14 June 2017	Note
Correspondence Incoming	726	Nil	
Club Grants	727	<u>Confirmation of FINAL funded projects</u>	Approval



		<table><tr><th>Organisation</th><th>Club Allocation – FCC- Triglav</th><th>Cost</th></tr><tr><td>Bowel Care</td><td>Annual Bowel Cancer Awareness and Screening Program</td><td>\$2,000.00</td></tr><tr><td>Westfield Sports High</td><td>Disadvantaged Students Sport Representative Funding</td><td>\$12,000.00</td></tr><tr><td>Bossley Park High School</td><td>G & T Visual Arts Program</td><td>\$8,000.00</td></tr><tr><td>Daystar Foundation</td><td>Daystar Breakfast Club</td><td>\$10,000.00</td></tr><tr><td>Lansvale Public School</td><td>Music Therapy for Families</td><td>\$5,200.00</td></tr><tr><td></td><td></td><td>\$37,200.00</td></tr></table> <p>Presentation Dates</p> <ol style="list-style-type: none">1. Mounties Group Presentation Date: 3/8/2017 – 5 pm, Starz2. Fairfield Presentation Date: 10/8/2017 – 2 pm, Cabra-Vale Diggers 1 Bartley St, Canley Vale NSW 2166.3. Liverpool Presentation Date: 11/8/2017 – 6 pm, Liverpool Catholic Club 424-458 Hoxton Park Road LIVERPOOL WEST 2170. <p>That the committee endorses funding for 2017.</p>	Organisation	Club Allocation – FCC- Triglav	Cost	Bowel Care	Annual Bowel Cancer Awareness and Screening Program	\$2,000.00	Westfield Sports High	Disadvantaged Students Sport Representative Funding	\$12,000.00	Bossley Park High School	G & T Visual Arts Program	\$8,000.00	Daystar Foundation	Daystar Breakfast Club	\$10,000.00	Lansvale Public School	Music Therapy for Families	\$5,200.00			\$37,200.00	
Organisation	Club Allocation – FCC- Triglav	Cost																						
Bowel Care	Annual Bowel Cancer Awareness and Screening Program	\$2,000.00																						
Westfield Sports High	Disadvantaged Students Sport Representative Funding	\$12,000.00																						
Bossley Park High School	G & T Visual Arts Program	\$8,000.00																						
Daystar Foundation	Daystar Breakfast Club	\$10,000.00																						
Lansvale Public School	Music Therapy for Families	\$5,200.00																						
		\$37,200.00																						
Club Operations	728	<p><u>Results May:</u></p> <ul style="list-style-type: none">• May Profit before Tax \$256.7K vs. Budgeted Profit of \$282.4K which was \$25.7K Worse than Budget and \$19.0K Better than Last Year.• EBITDARD POSITIVE +\$319.5K (46.1% of Revenue)• Contributors ↑ Budget – Overheads• Major Profit Contributions ↓ Budget – Gaming ↓ \$26.8K (Nets) and Beverage ↓ \$12.8K (Shortfalls Revenue & COS %).• Overall Overheads are Better than Budget - Major Cost Savings- Administration ↓ \$9.4K (Wages), R&M ↓ \$5.8K, Staff On Costs ↓ \$4.7K (training) and Advertising & Promotions ↓ \$4.7K (Member Based). <p>Slovenian National Day Costing Under Budget this year, coming in at \$8,218.00</p>	Note																					

		<p><u>Results June:</u></p> <ul style="list-style-type: none"> • June Profit before Tax \$305.8K vs. Budgeted Profit of \$253.5K which was \$52.3K Better than Budget and \$217.3K Better than Last Year. • EBITDARD POSITIVE +\$369.9K (47.4% of Revenue) • Contributors ↑ Budget – Gaming ↑ \$25.3K (Nets) and Entertainment ↑ \$6.1K (Poker). • Major Profit Contributions ↓ Budget – Functions ↓ \$1.8K. • Overall Overheads are Better than Budget - Major Cost Savings- Donations ↓ \$24.3K and Advertising & Promotions ↓ \$7.3K (Member Based) offset by Depreciation ↑ \$14.3K and Water Rates ↑ \$11.0K. • Full Year Profit before Tax \$2,038.9K vs. Budgeted Profit of \$3,019.6K which was \$980.7K Worse than Budget and \$439.5K Worse than Last Year. • EBITDARD POSITIVE +\$2,721.3K (39.1% of Revenue) • Contributors ↑ Budget – Entertainment ↑ \$78.8K (Poker & Birthday Celebrations) and Tiered Loyalty ↑ \$33.7K (Redeemed Points). • Major Profit Contributions ↓ Budget – Gaming ↓ \$1,129.0K (Nets) and Beverage ↓ \$37.2K (Revenue Shortfalls). • Overall Overheads are Better than Budget - Major Cost Savings- Advertising & Promotions ↓ \$55.8K (Member Based) and Staff on Costs ↓ \$57.7K (Training) offset by Depreciation ↑ \$57.8K and Club Operations ↑ \$52.2K (Wages). 	
Membership	729	<p>32 new members for the period 22 May 2017 to 18 June 2017 tabled for approval. Resolved: That the Committee approves 32 new Sub Club members in May 2017.</p> <p>19 new members for the period 19 June 2017 to 20 July 2017 tabled for approval. Resolved: That the Committee approves 19 new Sub Club members in June 2017.</p>	Note
Chairman's Report (PK)	730	<p><u>High Tea Proposal</u></p> <p>Branko & Walter's Wives will like to hold a high tea in November, to be held in the Function room. What support can they receive from the Club.</p>	Note

		<p>GM advised activity will be funded from Triglav Sub Club Activity Funding – other. Walter and Branko will provide budget and tentative date for event.</p> <p>Item 2: Slovenian National day well attended. Overall a great success. Peter thanked Committee members, management and staff for their efforts.</p>	
Committee Report	731	<p><u>WPCC (JR)</u></p> <p>Item 1: Nil (out of season).</p>	Note
Committee Report	732	<p><u>FE/FC Car Club (JR)</u></p> <p>Item 1: Numbers are consistent for meetings and events.</p>	Note
Committee Report	733	<p><u>BINGO:</u></p> <p>Numbers are consistent</p> <p>50-60 PAX per week.</p>	Note
Committee Report	734	<p><u>BOSSLEY SPORTS (SP)</u></p> <p>Nil</p>	Note
Bocce	735	<p>Item 1: Player numbers have dropped as several players are overseas.</p>	Note

2018 TRIGLAV SUB CLUB ACTIVITY FUND

That Triglav Sub Club Activity Funding for Financial Year 2018 is endorsed and submitted for Board Approval.

	To	Amount	Purpose	Approval
i)	Historical Archives for Slovenian Australians (HASA)	\$3,000	Community – Cultural**	By Triglav SCC
ii)	Slovenian Journal MISLI	\$3,000	Community – Cultural**	By Triglav SCC
iii)	Slovenian Media Services in Australia	\$7,520	Community – Cultural**	By Triglav SCC
iv)	Slovenian Monthly Dance	\$14,000	Community – Cultural**	By Triglav SCC
v)	Anzac Day	\$4,000	Community – Event**	By Triglav SCC
vi)	Home Wine Tasting	\$500	Community - Event	By Triglav SCC
vii)	Slovenian National Day	\$10,000	Community – Cultural**	By Triglav SCC
viii)	St Nicholas Day	\$3,500	Community – Cultural**	By Triglav SCC
ix)	Cultural Music Performances	Nil	Community - Cultural	Not planned for 2017/18
x)	10 Hours Sunset Function	Nil	N/A	Not planned for 2017/18
xi)	Bossley Sports Club	\$5,500	Community – Sport**	By Triglav SCC
xi)	Wetherill Park Cricket Club	\$5,500	Community – Sport**	By Triglav SCC
xi)	Smithfield Panthers Netball	Nil	N/A	Not planned for 2017/18
xi)	Cycling Club Triglav in lieu of Pretenders Social Golf	\$3,000	Community - Sport	By Triglav SCC
xi)	FE FC Holden Car Club	\$3,600	Community**	By Triglav SCC
Other	Bocce	\$20,000	Community – Sport**	Budget to be specified and approved by GP
Other	ClubGrants – Cat 1	\$20,950	Community	Recommendations from Triglav SCC to Grants committee / Board to approve
other	Other	\$10,000	Community	By Triglav SCC
	Total	\$114,070		

Triglav Sub Club AGM	737	Sunday 20 August at 1:00pm AGM agenda was endorsed presented to meeting.	Note
	738	Club Reunion 2017 Sunday 13 August. That the activity is endorsed and submitted for Board Approval.	For Board Approval.
	739	Proposal presented for NYE entertainment. That the activity is endorsed and management proceed with booking Krazy Kat.	Note
	740	Motion carried that both nominations for Life Membership are rescinded.	For Board Approval.
	741	Sub Committee will provide speech guidance notes in advance to invited politicians speaking at Slovenian National Day. Committee was concerned one of the speeches was politicised.	
Next Meeting	742	Next meeting will be held on Sunday 20 August at 2:00pm after the AGM.	
		<u>Meeting Close</u> There being no further business the Chairman declared the meeting closed at 20:23	Note
		Signed: _____ Date: _____	

Action Items

Ref	Subject	Required	Action	Who	Status
518	Bocce Courts	Courts to be viewed due to heavy rain	<p>Maintenance is waiting for a proposal next week from Plumber on how we can fix the issue.</p> <p>GM reported Facilities Manager is awaiting hydraulic report which is due to be in hand 28 June. Emphasis is for elimination of hazard using engineering with prevention being preferred option over substituting with a control measure.</p> <p>20160926 – Still pending 20161031 – Report received and noted. 20161031 - FY '18 CAPEX – interim measure will be implemented.</p>	GM	Pending/Remains
518 / 2	Bocce	Return match between Directors, Bowling Club members and Bocce teams.	<p>Triglav is host for this year's match with November being best month to host this event.</p> <p>20160926 – Directors to advise which Sunday in Nov they prefer excluding 25 Nov (St Martins Day). 20161031 – Date proposed is Sunday 4 December.</p> <p>20161123 – Date Clashes with 50's Plus Christmas party. LD to discuss alternative date for the return match.</p> <p>20170227 - Return Bocce match – Chairman liaises with Sports Director to confirm date.</p> <p>20170529 – JD tabled proposed data to BOD. JW / GP to follow up on date.</p>		Pending/Remains

Ref	Subject	Required	Action	Who	Status
548	Cycle Club	Walter raised possibility of a Cycling Club	<p>Host Mounties cycle Sydney to Wollongong cycle plus a few events each year. Proposal to be presented.</p> <p>20160926 – WS will be sent hi-res Triglav logo.</p> <p>20170221 – Paperwork received from CEO's office, paperwork issued to Walter</p> <p>20170227 - Will this be an additional line to Slovenian Cultural Fund, or; Sub-club of Mounties Group of Sub-Clubs Triglav - Mounties Cycling Club. MGT will email draft application form to be completed. Subscription fee will be \$25 include ridding uniform.</p> <p>20170529 – JW to review and sub-club rules and submit for final Board approval.</p> <p>20170724 – WIP</p>	Walter	Pending/Remains
644	Bocce	Chicken Wire is Deteriorated	<p>Hessian requires replacing. Replacement required weight at bottom to hold down. GM to arrange replacement.</p> <p>20170327 - Hessian and chicken wire remains un-resolved. JW reported facilities have completed site visit and are obtaining quotes to make good on area.</p>	GM	Complete / remove
669	Sub Club Committee	Member Rita Pauline Vassallo enquired about becoming a Triglav Sub-Club committee person.	<p>PK will communicate with Rita Rosalva on this matter.</p> <p>20170424 - Peter is to have a chat to see if Rita is still interested joining the board.</p> <p>Honorary Life membership nominees by next meeting.</p>	PK	Pending/Remains

Ref	Subject	Required	Action	Who	Status
			<p>20170529 – Meeting resolved that Rita be invited to next meeting as a guest.</p> <p>20170724 – PK advised Rita is interested and will follow nomination process.</p>		
687	Slovenian Second Generation Event	Need to organise another second-generation function for September /October.	Committee members to organise a date and liaise with functions.	Committee	Pending/Remains
694	New PA System and Lectern	New Lectern with light to be purchased	<p>GM to order Lectern and cost to Cultural Fund “other expenses”</p> <p>RM to obtain 3 quotes for a new lectern with light</p>	GM RM	Complete/Remove
701	NYE FY'19	Live Band for NYE	<p>To book a cover band that plays 80s, 90s & 2000s</p> <p>20170626 – Request has been sent to Mounties Marketing to book.</p> <p>20170719 – NYE Entertainment Krazy Kat Cost \$3500, Information on band submitted to committee.</p> <p>Still looking at sourcing an entertainment act to accompany the band for the night.</p>	GM Marketing	Complete/Remove
703	Life Membership	Nomination for Peter Paul Berginic for his decades of contributions to the club and Peter Krope of Life Membership	<p>Committee proposes Life Membership nominations of Paul Berginic & Peter Krope.</p> <p>20170626 – Badges have been ordered and sent off to be engraved via Facilities for both Peter Krope and Paul Bertinic</p>	Board	Complete/Remove
704	Trophy Cabinet	Requires a larger trophy cabinet for sub club items	<p>JW will consult Facilities Manager on creating cavity for new trophy cabinet</p> <p>RM to obtain quotes for a larger trophy cabinet funded under Slovenian Cultural Fund</p> <p>20170626 – RM obtained a cabinet at Mounties that wasn't needed anymore,</p>	JW RM	Complete/Remove

Ref	Subject	Required	Action	Who	Status
			<p>waiting on facilities to deliver. Cabinet to be placed near bistro</p> <p>20170713 – Trophy Cabinet was installed; Cricket and Car Club were contacted for trophies to be brought it for display.</p>		

Distribution List:	Board of Directors, Triglav Committee, G Pickering, J Woods	
Committee:	TRIGLAV SC AGM	Location: 80-84 Brisbane Road, St Johns Park
Date:	20 August 2017	Time: 1:04 PM
Present:	Peter Krobe, (chair), plus members as recorded on the attendance sheet (attached to these minutes)	
In Attendance:	Greg Pickering, Jason Woods	
Apologies:	John Rap, Silvo Prahor.	
Leave of Absence:		

Subject matter		Action	Recommendation
Business	1	<p>Agenda:</p> <ol style="list-style-type: none"> 1. Opening 2. Apologies 3. Previous Minutes 4. To receive and table reports from the Committee 5. To receive and consider the Triglav Mounties Group Sub-Club's <ol style="list-style-type: none"> 5.1 income and expenditure accounts; 5.2 balance sheet; 5.3 audit report For the period ending 30 June 2017 6. To deal with any other business of which due notice has been given to the Committee <ol style="list-style-type: none"> 6.1 Special Resolution 1: To amend the Triglav Sub Club Rules by removing rule 5.2 and replace with new rule 5.2 (see detail below) 7. To deal with any other business that the committee may approve of which due notice has not been given by the committee. 8. To receive a report from the Returning Officer regarding the Election of Committee Members 9. Closure 	

Previous Minutes	2	<p>Minutes of the previous AGM were distributed to members prior to the commencement of the meeting.</p> <p>Matters Arising: Nil.</p> <p>Motion: That the minutes of the meeting of Triglav Mounties Group Sub Club held 21 August 2016 are accepted as a true and correct record of the meeting.</p> <p>Moved: #104121 – Rita Vassallo Seconded - # 103161 – Emil Fabjancic</p> <p style="text-align: right;"><u>CARRIED</u></p>	Note
President's Report	3	<p>That the President's Report was distributed to members present.</p> <p>Matters Arising: Nil</p> <p>Motion: That Presidents report is received and adopted.</p> <p>Moved # 108741 – Martha Magajna Seconded # 103073 – Joseph Pahor</p> <p style="text-align: right;"><u>CARRIED</u></p>	Note
Financial Report	4	<p>That the financial report for Mounties Triglav Sub Club for the period ending 30 June 2017 is received and noted.</p> <p>The CEO presented financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> Confirmed that the result had been prepared from the Form 4 report to members and could not be confirmed as the final audited report is due to be tabled to Board on 30/08/2017. No changes are expected. Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. That members could check the annual report of the Group to confirm. 	Note

		<p>Motion: That the financial report for the Triglav Sub Club for the period ending 30 June 2017 is received and noted.</p> <p>Matters Arising: Nil.</p> <p>Motion: That the Financial report be received and adopted.</p> <p>Moved: #190169 – Ivana Krobe Seconded: # 121414 – Walter Suber</p> <p style="text-align: right;"><u>CARRIED</u></p>					
Special Resolution 1	5	<p><i>Special Resolution 1:</i></p> <p>To amend the Triglav Sub Club Rules by removing rule 5.2 and replace with new rule 5.2.</p> <p>5.2 The Sub-Club will have the classes of membership, subject to the eligibility criteria, set out in the following table:</p> <table><tr><th>Sub-Club Membership Class</th><th>Eligibility Criteria</th></tr><tr><td>Foundation Life</td><td>A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).</td></tr></table>	Sub-Club Membership Class	Eligibility Criteria	Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).	
Sub-Club Membership Class	Eligibility Criteria						
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).						

		Life (Honourable)	<p>A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU, and/or</p> <p>A Foundation Life, or Triglav Ordinary member who:</p> <p>(i) has rendered distinguished, exceptional or meritorious services to the Triglav Sub Club; and</p> <p>(ii) is recommended by the Triglav Sub Club Committee for election to Life (Honourable) membership, and</p> <p>iii) the recommendation in ii) (above) is supported by the Board of Mounties and;</p> <p>iv) a resolution in support of the awarding of Life (Honourable) membership is carried by a two-thirds majority of members who are present and voting at a General Meeting of the Triglav Sub Club.</p> <p>Note: Not more than one (1) person can be awarded Life (Honourable) membership in any 12 month period between Annual General Meetings of the Triglav Sub Club.</p>	
--	--	-------------------	--	--

		Triglav Ordinary	<p>A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU. and/or</p> <p>A Person who is elected to membership of the Triglav Sub Club in accordance with clause 5.3 of these rules.</p>
		Triglav Associate	Any Member of Mounties.
		<div><div>EXPLANATORY NOTES:</div><div><div>1. The sub- club committee have requested the ability to admit life members to the sub- club.</div><div>2. The original rules of the sub- club do not provide for admission of members to the category of life membership.</div><div>3. The proposed amendment will allow the committee to recommend members who have rendered distinguished, exceptional, or meritorious services to the club, for life membership. That recommendation will then be subject to a member vote at general meeting of the sub- club.</div><div>4. The board have instructed that no more than one person can be awarded life membership of any sub- club in any 12 month period.</div><div>5. The amendment to Triglav ordinary membership will allow persons to be admitted to the sub- club as Triglav ordinary members.</div><div>6. To be passed, each Ordinary Resolution must receive a 75% majority of votes in its favour from those members present and voting (being eligible to do so).</div><div>7. The proposed amendments have been approved by the Board</div><div>8. Foundation Life, Life (Honourable) and Triglav Ordinary Members who have been members for 24 continuous months are entitled</div></div></div>	

		<div>9. Members who are employees are not entitled to vote and proxy voting is prohibited by the Registered Clubs Act</div>																						
		<div>Moved: #104121 – Rita Vassallo Seconded # 19069 Ivana Krobe</div> <div>CARRIED</div>																						
General Business	6	Memembr 108741 – Martha Magajna passed on thanks to Management and staff for assistance provided in past 12 months. A job well done.	Note																					
		<div>Returning officer received 7 nominations for 7 positions available. Returning officer declared 7 new positions filled and advised no election was required.</div> <table><tr><td>Rita</td><td>VASSALLO</td><td>104121</td></tr><tr><td>Peter</td><td>KROPE</td><td>19093</td></tr><tr><td>John</td><td>RAPINETTE</td><td>104185</td></tr><tr><td>Louis</td><td>MAGAJNA</td><td>108743</td></tr><tr><td>Silvo</td><td>PAHOR</td><td>103182</td></tr><tr><td>Branko</td><td>FABJANCIC</td><td>103077</td></tr><tr><td>Walter</td><td>SUBER</td><td>121414</td></tr></table>	Rita	VASSALLO	104121	Peter	KROPE	19093	John	RAPINETTE	104185	Louis	MAGAJNA	108743	Silvo	PAHOR	103182	Branko	FABJANCIC	103077	Walter	SUBER	121414	
Rita	VASSALLO	104121																						
Peter	KROPE	19093																						
John	RAPINETTE	104185																						
Louis	MAGAJNA	108743																						
Silvo	PAHOR	103182																						
Branko	FABJANCIC	103077																						
Walter	SUBER	121414																						
Meeting Close	7	There being no further business the Chairman declared the meeting closed at 13:36 pm																						
		<div>Signed: </div>																						

NOTICE OF ANNUAL GENERAL MEETING TRIGLAV MOUNTIES GROUP SUB CLUB

Notice is hereby given that the Annual General Meeting of Triglav Mounties Group Sub Club will be held at 80-84 Brisbane Rd, St Johns Park, NSW 2176, on Sunday 23 August 2015 at 10:00AM.

AGENDA

1. Opening
2. Apologies
3. President's Report
4. To receive and consider the Financial Report for the Triglav Mounties Group Sub Club for the period ending 30 June 2015
5. Other Business
6. Closure for and on behalf of the Committee



G Pickering
CEO



Locked Bag 1
Wetherill Park BC NSW 2164

Telephone

(02) 9426 1000

Facsimile

(02) 9823 2522

Email

triglav@mountiesgroup.com.au

www.triglav.com.au

FINANCIAL STATEMENTS

Financial Statements for the Sub Club will be made available at the meeting.

mounties

mounties
bowling club

harbord diggers

manly
bowling club

club italia

mekong

Distribution List:	Board of Directors, Triglav Committee, G Pickering, C Lumley	
Committee:	TRIGLAV SC AGM	Location: 80-84 Brisbane Road, St Johns Park
Date:	24 August 2014	Time: 10:00
Present:	Peter Krobe, (chair), plus 22 members as recorded on the attendance sheet	
In Attendance:	Greg Pickering	
Apologies:		
Leave of Absence:		

Subject matter		Action	Recommendation
Meeting Open	1	The Chairman declared the meeting open at 10:07 and welcomed Club President Mr Kevin Ingram, and members of the Triglav Sub Club	Note
Business	2	<p>Agenda:</p> <p>To receive and consider reports from the committee</p> <p>To receive and Consider:</p> <ul style="list-style-type: none"> - Income and Expenditure Accounts - Balance Sheet - Report of the Auditor <p>To elect the committee for the following period</p> <p>To deal with any other business of which due notice has been given</p> <p>To deal with any other business that the committee may approve of which due notice has not been given.</p>	Note
President's Report	3	That the President's Report is received and noted.	Note
		<p>Matters Arising:</p> <p>The chairman spoke to key points in his written report which was circulated to members at the meeting.</p> <ul style="list-style-type: none"> • First Full Year of Trading since a successful amalgamation in April 2013 	Note

		<ul style="list-style-type: none"> • Ongoing support of many members has ensured that the club has operated with a positive financial result for the Financial Year ended 30/6/2014. • Ongoing financial support of the clubs traditional member base and cultural events. • Special thanks conveyed to the Board and Management of Mounties for their support during the year. 	
Financial Report	4	That the financial report for the Triglav Sub Club for the period ending 30 June 2014 is received and noted.	Note
		<p>Matters Arising:</p> <p>The CEO addressed the meeting regarding the financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> • Confirmed that the result had been prepared and audited by the clubs financial controller. • Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. <p>His report highlighted the following Key Result Areas:</p> <ul style="list-style-type: none"> • Some anomalies between the Panthers and Mounties methods of reporting have resulted in discrepancies which are evident in the report. • Revenue: -\$325,000 (6.6%) to budget (Gaming -\$232,000) • Expenses: Well contained. Bar +\$153,000 better than budget / Wages -\$316,000. • Overheads well contained to produce a good resuly. • EBITDARD: \$1.20m v \$647k. • EBITDARD %: 26.1% 	Note

		<p><u>Sub Club Activity Funding</u></p> <p>The CEO confirmed that strong financial performance of the Triglav premises had enabled the following funding to be made available to local organisations:</p> <table border="1"> <thead> <tr> <th>Activity</th><th>Funding</th><th>Activity</th><th>Funding</th></tr> </thead> <tbody> <tr> <td>HASA</td><td>\$3,000</td><td>Bossley Sports Soccer Club</td><td>\$2,577</td></tr> <tr> <td>MISLI</td><td>\$3,000</td><td>Wetherill Park Cricket Club</td><td>\$250</td></tr> <tr> <td>Slovenian Media Services</td><td>\$7,520</td><td>Smithfield Netball Club</td><td>\$50</td></tr> <tr> <td>Anzac Day</td><td>\$0</td><td>Pretenders Golf</td><td>\$842</td></tr> <tr> <td>Wine Tasting</td><td>\$4,563</td><td>FE/FC Car Club</td><td>\$458</td></tr> <tr> <td>Slovenian of the Year Awards</td><td>\$6,899</td><td>Bocce</td><td>\$30,682</td></tr> <tr> <td>St Nicholas Day</td><td>\$3,745</td><td>ClubGRANTS / Donations</td><td>\$52,305</td></tr> <tr> <td>Traditional Music</td><td>\$12,070</td><td></td><td></td></tr> <tr> <td>Committee Expenses</td><td>\$1,068</td><td></td><td></td></tr> </tbody> </table>	Activity	Funding	Activity	Funding	HASA	\$3,000	Bossley Sports Soccer Club	\$2,577	MISLI	\$3,000	Wetherill Park Cricket Club	\$250	Slovenian Media Services	\$7,520	Smithfield Netball Club	\$50	Anzac Day	\$0	Pretenders Golf	\$842	Wine Tasting	\$4,563	FE/FC Car Club	\$458	Slovenian of the Year Awards	\$6,899	Bocce	\$30,682	St Nicholas Day	\$3,745	ClubGRANTS / Donations	\$52,305	Traditional Music	\$12,070			Committee Expenses	\$1,068			Note
Activity	Funding	Activity	Funding																																								
HASA	\$3,000	Bossley Sports Soccer Club	\$2,577																																								
MISLI	\$3,000	Wetherill Park Cricket Club	\$250																																								
Slovenian Media Services	\$7,520	Smithfield Netball Club	\$50																																								
Anzac Day	\$0	Pretenders Golf	\$842																																								
Wine Tasting	\$4,563	FE/FC Car Club	\$458																																								
Slovenian of the Year Awards	\$6,899	Bocce	\$30,682																																								
St Nicholas Day	\$3,745	ClubGRANTS / Donations	\$52,305																																								
Traditional Music	\$12,070																																										
Committee Expenses	\$1,068																																										

		Matters Arising: Nil	Note																		
Election of the Sub Club Committee	5	<div>The Returning Officer declared the following members elected to the Committee of the Triglav Sub Club.</div> <table><tr><td>Branko</td><td>Fabjancic</td><td>103077</td></tr><tr><td>Peter</td><td>Krope</td><td>19093</td></tr><tr><td>Louis</td><td>Magajna</td><td>108743</td></tr><tr><td>Silvo</td><td>Pahor</td><td>103182</td></tr><tr><td>John</td><td>Rapinette</td><td>104185</td></tr><tr><td>Alice</td><td>Tant</td><td>2988</td></tr></table>	Branko	Fabjancic	103077	Peter	Krope	19093	Louis	Magajna	108743	Silvo	Pahor	103182	John	Rapinette	104185	Alice	Tant	2988	Note
Branko	Fabjancic	103077																			
Peter	Krope	19093																			
Louis	Magajna	108743																			
Silvo	Pahor	103182																			
John	Rapinette	104185																			
Alice	Tant	2988																			
		<div>Matters Arising</div> <div>The CEO advised the meeting as to the process of the election and noted that the casual vacancy would be addressed by the committee at their next meeting.</div> <div>There were no other matters arising.</div>	Note																		
General Business	6	<div>General Vote of thanks</div> <div>Member (Emil): Congratulated the committee, the board, and management for a job well done, and thanked Mounties for the ongoing success of Triglav.</div>	Note																		
Closure		There being no further business the chairman declared the meeting closed at 10:20.	Note																		
		<div>Signed:</div> <div>Date:</div>																			

Chairman's Report 2015

As 2015 comes to an end I am pleased to provide you my closing report. It is with sadness that I inform you, of the passing of Alice Tant who served on the Advisory Board for 15 years. Alice's contribution, continuous support and hard work for Club members and the Community at large was nothing short of remarkable. We will remember her as a great person and be forever thankful for her contributions as a Club member and as a member of the Advisory Board Committee.

This year has been a fantastic success and gives Triglav a solid base on which to meet the challenges that are on the horizon. Through the Clubs generous funding, Triglav future plans for club members are positive and exciting. Let me introduce budget allocation in conjunction with group CEO Greg Pickering. These amounts have been approved by the Board of Directors for 2015-16 club activities and sub clubs associated with Triglav Mounties Group.

Sub Club	Funding Amount \$
Slovenian Monthly Dances	14,000.00
Bossley Sports Club	6,000.00
Slovenian National Day	10,000.00
Wetherill Park Cricket Club	6,000.00
Slovenian Media Services in Australia	7,250.00
Historical Archives for Slovenian Australians HASA	3,000.00
Pretenders Social Golf club	3,000.00
St. Nicholas Day	3,500.00
Home Wine Tasting	500.00
Anzac Day	4,000.00
FE FC Holden Car Club	3,600.00
Slovenian Journal MISLI	3,000.00
Club sport Bocce	20,000.00
Club Grants – Cat1 (subject to board approval)	20,950.00
Other	5,000.00
Total	109,800.00

As we look to the future, a master plan for improving Triglav club facilities is in progress, and soon we will see some changes in direction to accommodate and create a friendly atmosphere for members and their friends. Our predominant goal is to be the warmest and friendliest family club in the local area.

Recently the club hosted the successful Slovenian of the Year Awards in conjunction with Slovenian National Day. This was visited by the Minister for Slovenian's abroad Mr. Gorazd Zmauc. Upcoming events include Father's Day, Wine Tasting, Oktoberfest, St Nicholas Day, Christmas and New Year festivities. Sunday 23rd September will be an important day as we celebrate a reunion of the traditional members who founded the club in 1972 and have continued as members since this time.

I would also like to take this opportunity to say thank you; to members of the advisory board for their dedication and commitment, a great team of managers and staff, to the bocce committee, to Martha Magajna for looking after the Slovenian activities – cultural and sporting, to Group Directors for their understanding and support and last but not least to Marketing and Promotion Coordinator Sheena Mansour and CEO

Greg Pickering for their outstanding contribution and hard work towards the clubs success we all gratefully enjoy .

In closing I would like to personally congratulate all who have been involved with the clubs progress this year.

Have a safe, wonderful Christmas and happy New Year 2016.

Chairman of the Advisory Board
Triglav – Mounties Group

Peter Krobe

Triglav
Income and Expenditure Statement
For the Period ending 30 June 2015

		YEAR TO DATE	
		Actual	Budget
		\$	\$
Income			
Facilities Profit / (Loss)			
Profit / (Loss)	Poker machines	3,335,059	2,173,410
Profit / (Loss)	Keno	61,578	58,200
Profit / (Loss)	T.A.B.	(8,187)	-
Profit / (Loss)	Bingo & Raffles	(37,148)	(40,800)
Profit / (Loss)	Giftshop	(8,075)	(2,400)
Profit / (Loss)	Tiered Loyalty	(99,265)	(125,280)
Profit / (Loss)	Bars	199,321	132,993
Profit / (Loss)	Nightclub	-	-
Profit / (Loss)	Resort Facilities	-	-
Profit / (Loss)	Contracted Car Wash	-	-
Profit / (Loss)	Catering	(94,878)	(148,766)
Profit / (Loss)	Fitness Centre	-	-
Profit / (Loss)	Functions & Entertainment	(103,277)	(92,400)
Profit / (Loss)	Memberships	-	-
Profit / (Loss)	External Functions	-	-
Sundry Income			
	Interest Received	-	-
	Sports Activities	-	-
	Commissions	4,241	4,200
	Other	25,687	24,000
Total Club Income		3,275,055	1,983,157
Expenses			
Member & Club Services			
	Operations, Transport & Security	488,878	485,480
	Booking Office	90,678	91,593
	Child Care	-	-
	Advertising & Promotions	208,315	176,497
	Gardening, Landscaping	9,714	15,360
	Repairs & Maintenance	123,162	199,800
	Total	920,748	968,730
Community Expenses			
	Sports Area Expenses	-	-
	Childrens Christmas Party	-	-
	Senior Citizens Christmas Party	-	-
	Carols by Candlelight	-	-
	Community Services	-	-
	Community Donations	79,498	93,100
	Sporting Sub Club Expenses	36,011	-
	Sporting Sub Club Grants	-	-
	Total	115,509	93,100
Administration, Finance Etc.			
	Management - Administration	151,677	26,524
	Depreciation Building & General	49,921	72,000
	Human Resources	4,748	-
	Information Technology	66,788	62,400
	Utilities	60,355	163,200
	Salaries & Wages On - Costs	100,681	72,000
	Total	434,170	396,124
Total Expenses		1,470,427	1,457,953
Net Profit for the Period		1,804,628	525,203
Interest / Rental Expenses		-	-
Tax & X Ord Items Expense		-	-
Donations Expenses		115,509	93,100
Depreciation Expense		186,011	200,400
E.B.I.T.D.A.R.D.		2,106,147	818,703

Distribution List:	Board of Directors, Triglav Committee, G Pickering, J Woods	
Committee:	TRIGLAV SC AGM	Location: 80-84 Brisbane Road, St Johns Park
Date:	20 August 2017	Time: 1:00 PM
Present:	Peter Krope, (chair), plus members as recorded on the attendance sheet (attached to these minutes)	
In Attendance:	Greg Pickering, Jason Woods	
Apologies:		
Leave of Absence:		

Subject matter		Action	Recommendation
Business	1	<p>Agenda:</p> <ol style="list-style-type: none"> 1. Opening 2. Apologies 3. Previous Minutes 4. To receive and table reports from the Committee 5. To receive and consider the Triglav Mounties Group Sub-Club's <ol style="list-style-type: none"> 5.1 income and expenditure accounts; 5.2 balance sheet; 5.3 audit report: <p>For the period ending 30 June 2017</p> 6. To deal with any other business of which due notice has been given to the Committee <ol style="list-style-type: none"> 6.1 Special Resolution 1: To amend the Triglav Sub Club Rules by removing rule 5.2 and replace with new rule 5.2 (See details attached) 7. To deal with any other business that the committee may approve of which due notice has not been given by the committee. 8. To receive a report from the Returning Officer regarding the Election of Committee Members 9. Closure 	
Previous Minutes	2	Distributed to the members present at the meeting.	

		Resolution: That minutes be accepted	Note
President's Report	3	That the President's Report is received and tabled. Matters Arising:	Note
Financial Report	4	That the financial report for the Triglav Sub Club for the period ending 30 June 2017 is received and noted. The CEO addressed the meeting regarding the financial performance of the Triglav Site during the past 12 months, and: <ul style="list-style-type: none"> Confirmed that the result had been prepared from the Form 4 report to members and could not be confirmed as the final audited report is due to be tabled to Board on 30/08/2017. No changes are expected. Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. That members could check the annual report of the Group to confirm. 	Note
	5	Matters Arising:	
General Business	6	Presentation of life member badges to Peter Kroke and Peter Paul Bertinic	Note
Meeting Close	7	There being no further business the Chairman declared the meeting closed at xx:xx pm	
		Signed: _____ Date: _____	

Triglav Sub Committee

2017 – 2019

Peter Krobe	President
Branko Fabjancic	Senior Vice President
John Rapinette	Junior Vice President
Walter Suber	Sub Committee
Silvo Pahor	Sub Committee
Louis Magajna	Sub Committee
Rita Vassallo	Sub Committee

Triglav amalgamation date 2013

Amalgamation settled on the morning of Wednesday 3 April 2013, prior to commencement of trade on that day.

Panthers last day of trading the TrigMek sites was Tuesday 2 April 2013 and Mounties first day of trade was 3 April 2013.

We received Triglav - Mounties Group liquor licence officially recorded as at 4 April 2013 - Licence no LICQ300200396.

Dear Member,

As per my Chairman's report and the CEO's report in the Penrith Rugby League Club Limited 2011 Annual Report, we highlighted that the Board had commenced a recovery plan for the group.

The recovery plan had a number of steps being:

1. The declaration of all property being "non-core" with the exception of the property at Mulgoa Road Penrith.
2. The settlement of the deal with "Torchlight" - the group that replaced ING.
3. The de-amalgamation of certain property.

With members support at the 2012 AGM, step 1 was achieved as all property (with the exception of Mulgoa Rd Penrith) was declared "non-core".

I now am pleased to announce that step 2 has been achieved in that after nine months of difficult negotiations we signed the deal with Torchlight on 24th August 2012. A number of significant issues have been resolved by the signing of this deal. None more so than the fact that the 49.9% of shares owned by ING and subsequently Torchlight in the land and building at Penrith has now been bought back by Panthers and they are now 100% owned by PRLC.

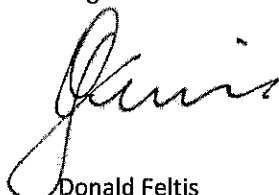
It is further pleasing to advise you that we have entered into arrangements with the Mounties group for the de-amalgamation and subsequent amalgamation of two of our Clubs, being Mekong Panthers and Triglav Panthers, and with the Wests group for the de-amalgamation and subsequent amalgamation of Cardiff Panthers. This is step 3 of the recovery plan and is subject to a number of conditions. The first condition is your support at the Extraordinary General Meetings on Monday 10 December 2012 and Tuesday 11 December 2012 for the resolutions which are stated on the enclosed notices of meeting. The second condition is for Mounties and Wests members to approve the amalgamations. The third condition is approval from the Office of Liquor, Gaming and Racing and the Independent Liquor and Gaming Authority.

At the EGM the CEO will also advise members of the full financial position of the group post these transactions and also update members of the improved trading outcomes for the group for the first 10 months of the current financial year.

Members will note that Panthers has had to incorporate 2 further temporary registered clubs which are required under the legislation for the de-amalgamation process. These two clubs are Temporary Holding Club (No.1) Limited ("THCL1") (in respect of the Mekong and Triglav de-amalgamations) and Temporary Holding Club (No.2) Limited ("THCL2") (in respect of the Cardiff de-amalgamation). All Panthers members are invited to join both these clubs. It is noted that it is not necessary for all members to join these two temporary clubs because in the event the de-amalgamation/amalgamation process is successful, all Mekong and Triglav home club members will be invited to join the Mounties Group and all Cardiff home club members will be invited to join the Wests Group. Should any Panthers members wish to join either THCL1 or THCL2, membership application forms can be obtained from the front counter of all Panthers clubs.

I look forward to and thank you for your continuing support in the recovery of the group.

Regards



Donald Feltis
8 November 2012

Panthers Group
123 Mulgoa Road, Penrith NSW 2750
Locked Bag 8322, Penrith NSW 2751
Telephone (02) 4720 5555
Fax (02) 4731 2665
Email info@panthersgroup.com.au
www.panthersgroup.com.au

Penrith Rugby League Club Ltd
ABN 57 000 578 398

Penrith Rugby League Club Limited

ACN 000 578 398

Notice of Extraordinary General Meeting

NOTICE is hereby given that an Extraordinary General Meeting of **PENRITH RUGBY LEAGUE CLUB LIMITED** will be held at Panthers in the EVAN Theatre, Mulgoa Road, Penrith, New South Wales on **Monday 10 December 2012** commencing at **7.00pm**.

BUSINESS

ORDINARY RESOLUTION 1

That the members approve:

1. in principle, the de-amalgamation of Triglav Panthers, club licence LIQC 300200396, (**Triglav Panthers**) and Mekong Panthers, club licence LIQC 324004273, (**Mekong Panthers**) from PENRITH RUGBY LEAGUE CLUB LIMITED (**PRLC**) to TEMPORARY HOLDING CLUB (NO.1) LIMITED (**THCL**), such de-amalgamation to be effected by:
 - (a) the transfer to THCL of a right to occupy the premises at 80 – 84 Brisbane Road St Johns Park NSW, currently occupied by PRLC trading as Triglav Panthers at the date of this resolution;
 - (b) the transfer to THCL of a right to occupy the premises at first floor 117 John Street Cabramatta NSW, currently occupied by PRLC trading as Mekong Panthers at the date of this resolution;
 - (c) the transfer of club licence LIQC 300200396 and club licence LIQC 324004273 to THCL, and
2. the making of an application to the Independent Liquor & Gaming Authority (**Authority**) for the transfer of such club licences to THCL, conditional upon the Authority approving a subsequent amalgamation of THCL with MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB LTD.

ORDINARY RESOLUTION 2

That the members approve:

1. in principle, the de-amalgamation of Cardiff Panthers, club licence LIQC324007337 (**Cardiff Panthers**) from PENRITH RUGBY LEAGUE CLUB LIMITED (**PRLC**) to TEMPORARY HOLDING CLUB (NO.2) LIMITED (**THCL2**), such de-amalgamation to be effected by:
 - (a) the transfer to THCL2 of a right to occupy the premises at 18 Munibung Road Cardiff NSW, currently occupied by PRLC trading as Cardiff Panthers at the date of this resolution;
 - (b) the transfer of club licence LIQC324007337, and
2. the making of an application to the Independent Liquor & Gaming Authority (**Authority**) for the transfer of such club licences to THCL2, conditional upon the Authority approving a subsequent amalgamation of THCL2 with WESTERN SUBURBS (N'CLE) LEAGUES CLUB LTD.

ORDINARY RESOLUTION 3

That the members approve that PENRITH RUGBY LEAGUE CLUB LIMITED (**PRLC**) take all action necessary to:

- a) effect the de-amalgamation of Triglav Panthers, club licence LIQC 300200396, and Mekong Panthers, club licence LIQC 324004273, from PRLC to TEMPORARY HOLDING CLUB (NO.1) LIMITED (**THCL**); and
- b) effect the subsequent amalgamation of THCL with MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB LTD.

Notice of Extraordinary General Meeting

- c) effect the de-amalgamation of Cardiff Panthers, club licence LIQC324007337 from PRLC to TEMPORARY HOLDING CLUB (NO.2) LIMITED (THCL2); and
- d) effect the subsequent amalgamation of THCL2 with WESTERN SUBURBS (N'CLE) LEAGUES CLUB LTD.

NOTES TO MEMBERS IN RELATION TO ORDINARY RESOLUTIONS 1 & 2

As was foreshadowed to members in the PRLC AGM held in 2012, it is necessary for PRLC to reduce its debt level and re-structure its business in order for the Group to remain viable. The de-amalgamation of Mekong Panthers, Triglav Panthers and Cardiff Panthers are extremely important steps in PRLC's bid to re-structure its business. PRLC has negotiated these de-amalgamations in consultation with the clubs, and believes it has achieved a result which is in the best interests of its members. As such, the Group Board Directors recommend that all members vote in favour of the Ordinary Resolution.

Warren Wilson (Secretary)

Dated: 8 November 2012

GENERAL NOTES TO MEMBERS

- a) Under the Registered Clubs Act proxy voting is not permitted, all members other than Temporary members, Honorary members and Provisional members are entitled to attend the Extraordinary General Meeting and vote on the Ordinary Resolutions irrespective of the restrictions on voting rights for certain classes of members in the Club's Memorandum and Articles of Association, except employees who are members, who are not permitted to vote.
- b) To be passed an Ordinary Resolution needs votes in favour from a simple majority of those members who being eligible to do so vote in person on the Ordinary Resolution at the Extraordinary General Meeting.
- c) Each Resolution must be considered as a whole and cannot be amended by motion from members at the meeting.
- d) The Group Board of the Club recommends to members that they vote in favour of the Ordinary Resolutions.
- e) Members are advised that they can view a copy of the Memorandum of Understanding between THCL and Mounties from the reception of their club, and a copy will also be placed at www.panthers.com.au/Mounties_documents - this document will be available at the website 21 days prior to the EGM.

Penrith Rugby League Club Limited

ACN 000 578 398

Mekong Panthers

Notice of Extraordinary General Meeting

NOTICE is hereby given that an Extraordinary General Meeting of **PENRITH RUGBY LEAGUE CLUB LIMITED – MEKONG HOME CLUB MEMBERS** will be held at Panthers in the EVAN Theatre, Mulgoa Road, Penrith, New South Wales on **Monday 10 December 2012** commencing at **7.30pm**.

BUSINESS

ORDINARY RESOLUTION

That the members approve:

1. in principle, the de-amalgamation of Mekong Panthers, club licence LIQC324004273, from PENRITH RUGBY LEAGUE CLUB LIMITED (**PRLC**) to TEMPORARY HOLDING CLUB (NO.1) LIMITED (**THCL**), such de-amalgamation to be effected by:
 - (a) the transfer to THCL of a right to occupy the premises at 117 John St Cabramatta NSW, currently occupied by PRLC trading as Mekong Panthers at the date of this resolution;
 - (b) the transfer of club licence LIQC324004273 to THCL, and
2. the making of an application to the Independent Liquor & Gaming Authority (**Authority**) for the transfer of such club licence to THCL,
conditional upon the Authority also approving:
3. the de-amalgamation of Triglav Panthers, club licence LIQC300200396, from PRLC to THCL; and
4. a subsequent amalgamation of THCL with MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB LTD.

NOTES TO MEMBERS IN RELATION TO THE ORDINARY RESOLUTION

As was foreshadowed to members in the PRLC AGM held in 2012, it is necessary for PRLC to reduce its debt level and re-structure its business in order for the Group to remain viable. The de-amalgamation of Mekong Panthers and Triglav Panthers are extremely important steps in PRLC's bid to re-structure its business. PRLC has negotiated these de-amalgamations in consultation with the clubs, and believes it has achieved a result which is in the best interests of its members. As such, the Group Board Directors recommend that all members vote in favour of the Ordinary Resolution.

Warren Wilson (Secretary)

Dated: 8 November 2012

GENERAL NOTES TO MEMBERS

- a) Under the Registered Clubs Act proxy voting is not permitted, only Mekong Home Club Members are entitled to attend the Extraordinary General Meeting and vote on the Ordinary Resolution, except employees who are members, who are not permitted to vote.
- b) To be passed an Ordinary Resolution needs votes in favour from a simple majority of those members who being eligible to do so vote in person on the Ordinary Resolution at the General Meeting.
- c) Each Resolution must be considered as a whole and cannot be amended by motion from members at the meeting.
- d) The Group Board of the Club recommends to members that they vote in favour of the Ordinary Resolution.
- e) Members are advised that they can view a copy of the Memorandum of Understanding between THCL and Mounties from the reception of their club, and a copy will also be placed at www.panthers.com.au/Mounties_documents - this document will be available at the website 21 days prior to the EGM.

Penrith Rugby League Club Limited

ACN 000 578 398

Triglav Panthers

Notice of Extraordinary General Meeting

NOTICE is hereby given that an Extraordinary General Meeting of **PENRITH RUGBY LEAGUE CLUB LIMITED – TRIGLAV HOME CLUB MEMBERS** will be held at Panthers in the EVAN Theatre, Mulgoa Road, Penrith, New South Wales on **Monday 10 December 2012** commencing at **7.45pm**.

BUSINESS

ORDINARY RESOLUTION

That the members approve:

1. in principle, the de-amalgamation of Triglav Panthers, club licence LIQC300200396, from PENRITH RUGBY LEAGUE CLUB LIMITED (**PRLC**) to TEMPORARY HOLDING CLUB (NO.1) LIMITED (**THCL**), such de-amalgamation to be effected by:
 - (a) the transfer to THCL of a right to occupy the premises at 80 – 84 Brisbane Road St Johns Park NSW, currently occupied by PRLC trading as Triglav Panthers at the date of this resolution;
 - (b) the transfer of club licence LIQC300200396 to THCL, and
2. the making of an application to the Independent Liquor & Gaming Authority (**Authority**) for the transfer of such club licence to THCL,
conditional upon the Authority also approving:
3. the de-amalgamation of Mekong Panthers, club licence LIQC324004273, from PRLC to THCL; and
4. a subsequent amalgamation of THCL with MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB LTD.

NOTES TO MEMBERS IN RELATION TO THE ORDINARY RESOLUTION

As was foreshadowed to members in the PRLC AGM held in 2012, it is necessary for PRLC to reduce its debt level and re-structure its business in order for the Group to remain viable. The de-amalgamation of Mekong Panthers and Triglav Panthers are extremely important steps in PRLC's bid to re-structure its business. PRLC has negotiated these de-amalgamations in consultation with the clubs, and believes it has achieved a result which is in the best interests of its members. As such, the Group Board Directors recommend that all members vote in favour of the Ordinary Resolution.

Warren Wilson (Secretary)

Dated: 8 November 2012

GENERAL NOTES TO MEMBERS

- a) Under the Registered Clubs Act proxy voting is not permitted, only Triglav Home Club Members are entitled to attend the Extraordinary General Meeting and vote on the Ordinary Resolution, except employees who are members, who are not permitted to vote.
- b) To be passed an Ordinary Resolution needs votes in favour from a simple majority of those members who being eligible to do so vote in person on the Ordinary Resolution at the General Meeting.
- c) Each Resolution must be considered as a whole and cannot be amended by motion from members at the meeting.
- d) The Group Board of the Club recommends to members that they vote in favour of the Ordinary Resolution.
- e) Members are advised that they can view a copy of the Memorandum of Understanding between THCL and Mounties from the reception of their club, and a copy will also be placed at www.panthers.com.au/Mounties_documents - this document will be available at the website 21 days prior to the EGM.

Notice of Extraordinary General Meeting

NOTICE is hereby given that an Extraordinary General Meeting of **TEMPORARY HOLDING CLUB (NO.1) LIMITED** will be held at Panthers in the EVAN Theatre, Mulgoa Road, Penrith, New South Wales on **Monday 10 December 2012** commencing at **8.00pm**.

BUSINESS

ORDINARY RESOLUTION

That the members of TEMPORARY HOLDING CLUB (NO.1) LIMITED (**THCL**) approve:

1. in principle, the amalgamation of THCL with MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB LTD (**Mounties**), such amalgamation to be effected by
 - (a) the continuation of Mounties (as the amalgamated club) and the winding up or other dissolution of THCL; and
 - (b) the transfer of club licence LIQC300200396 and club licence LIQC324004273 from THCL to Mounties, and
2. the making of an application to the Independent Liquor and Gaming Authority for the transfer of such club licences to Mounties for the purposes of effecting such amalgamation.

NOTES TO MEMBERS IN RELATION TO ORDINARY RESOLUTIONS 1 & 2

As was foreshadowed to members in the PRLC AGM held in 2012, it is necessary for PRLC to reduce its debt level and re-structure its business in order for the Group to remain viable. The de-amalgamation of Mekong Panthers and Triglav Panthers are extremely important steps in PRLC's bid to re-structure its business. The amalgamation of THCL with Mounties will finalise the de-amalgamation process from PRLC, and will provide THCL members with access to the resources of the Mounties group and will be a positive step for THCL members. As such, the Board Directors recommend that all members vote in favour of the Ordinary Resolution.

Donald Feltis (Secretary)

Dated: 8 November 2012

GENERAL NOTES TO MEMBERS

- a) Under the Registered Clubs Act proxy voting is not permitted, all members other than Temporary members, Honorary members and Provisional members are entitled to attend the Extraordinary General Meeting and vote on the Ordinary Resolution irrespective of the restrictions on voting rights for certain classes of members in TEMPORARY HOLDING CLUB (NO.1) LIMITED's Constitution, except employees who are members, who are not permitted to vote.
- b) To be passed an Ordinary Resolution needs votes in favour from a simple majority of those members who being eligible to do so vote in person on the Ordinary Resolution at the Extraordinary General Meeting.
- c) Each Resolution must be considered as a whole and cannot be amended by motion from members at the meeting.
- d) The Board of TEMPORARY HOLDING CLUB (NO.1) LIMITED recommends to members that they vote in favour of the Ordinary Resolutions.
- e) Members are advised that they can view a copy of the Memorandum of Understanding between THCL and Mounties from the reception of their club, and a copy will also be placed at www.panthers.com.au/Mounties_documents - this document will be available at the website 21 days prior to the EGM.

Notice of Extraordinary General Meeting

NOTICE is hereby given that an Extraordinary General Meeting of **TEMPORARY HOLDING CLUB (NO.2) LIMITED** will be held at Panthers in the EVAN Theatre, Mulgoa Road, Penrith, New South Wales on **Monday 10 December 2012** commencing at **8.15pm**.

BUSINESS

ORDINARY RESOLUTION

That the members of TEMPORARY HOLDING CLUB (NO.2) LIMITED (**THCL2**) approve:

1. in principle, the amalgamation of THCL2 with WESTERN SUBURBS (N'CLE) LEAGUES CLUB LTD (**West**s), such amalgamation to be effected by
 - (a) the continuation of Wests (as the amalgamated club) and the winding up or other dissolution of THCL2; and
 - (b) the transfer of club licence LIQC324007337 to Wests, and
2. the making of an application to the Independent Liquor and Gaming Authority for the transfer of such club licence to Wests for the purposes of effecting such amalgamation.

NOTES TO MEMBERS IN RELATION TO ORDINARY RESOLUTIONS 1 & 2

As was foreshadowed to members in the PRLC AGM held in 2012, it is necessary for PRLC to reduce its debt level and re-structure its business in order for the Group to remain viable. The de-amalgamation of Cardiff Panthers is an extremely important step in PRLC's bid to re-structure its business. The amalgamation of THCL with Wests will finalise the de-amalgamation process from PRLC, and will provide THCL members with access to the resources of the Wests group and will be a positive step for THCL members. As such, the Board Directors recommend that all members vote in favour of the Ordinary Resolution.

Donald Feltis (Secretary)

Dated: 8 November 2012

GENERAL NOTES TO MEMBERS

- a) Under the Registered Clubs Act proxy voting is not permitted, all members other than Temporary members, Honorary members and Provisional members are entitled to attend the Extraordinary General Meeting and vote on the Ordinary Resolution irrespective of the restrictions on voting rights for certain classes of members in TEMPORARY HOLDING CLUB (NO.2) LIMITED's Constitution, except employees who are members, who are not permitted to vote.
- b) To be passed an Ordinary Resolution needs votes in favour from a simple majority of those members who being eligible to do so vote in person on the Ordinary Resolution at the Extraordinary General Meeting.
- c) Each Resolution must be considered as a whole and cannot be amended by motion from members at the meeting.
- d) The Board of TEMPORARY HOLDING CLUB (NO.2) LIMITED recommends to members that they vote in favour of the Ordinary Resolutions.
- e) Members are advised that they can view a copy of the Memorandum of Understanding between THCL and Wests from the reception of their club, and a copy will also be placed at www.panthers.com.au/Wests_documents - this document will be available at the website 21 days prior to the EGM.

STATEMENT TO MEMBERS PURSUANT TO SECTION 17AL OF THE REGISTERED CLUBS ACT AS GUIDED BY REGULATION 7C(1) OF THE REGISTERED CLUBS REGULATIONS

- (a) Mekong Panthers is situated at 117 John St Cabramatta and occupies Lot 10 in SP 23152 and Lot 11 in SP 23152 (the "Premises"), and following de-amalgamation, the Premises will become premises of Temporary Holding Club (no.1) Limited ("THCL").
- (b) Upon de-amalgamation from Penrith Rugby League Club Limited, Penrith Rugby League Club Limited will grant a sublease to THCL permitting the de-amalgamated club to occupy the Premises for the purposes of running a Registered Club. The annual rent payable by THCL in respect of this lease will be \$1.00.
- (c) Penrith Rugby League Club Limited will transfer 144 gaming entitlements to THCL in respect of the former ~~Triglav~~ ^{Mekong} Panthers premises. X
- (d) All property (including poker machine entitlements), plant and equipment as set out in the list of assets annexed to the Transfer Agreement, apart from the real estate will be transferred to THCL. The consideration to be paid by THCL in respect of such property, plant and equipment will be \$23,125,000.00.
- (e) All current employees of Mekong Panthers will have their employment transferred to THCL, and the full value of the leave and other entitlements of those employees will be transferred to THCL.
- (f) A copy of the constitution of THCL can be found at www.panthers.com.au/Mounties_documents. Members should note that because the de-amalgamation and amalgamation are to be simultaneous if granted, the constitution which will ultimately govern the de-amalgamated/amalgamated club will be that of the MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB LTD (ACN 000 458 622), and a copy of that constitution can be found at www.panthers.com.au/Mounties_documents.
- (g) The governing body of THCL will be as follows:
 - i. Chairman – Don Feltis
 - ii. Member – Bruce Ly
 - iii. Member – Peter Krope

Members should note that because the de-amalgamation and amalgamation are to be simultaneous if granted, the board which will ultimately govern the de-amalgamated/amalgamated club will be that of Mounties, and the current board members can be found at:

http://www.mounties.com.au/index.cfm?page_id=1211&page=Board+of+Directors&var_sw=1&dd=1&d0=1208&d1=1211&d2=0&d3=0&pp=1208&cp=1211

- (h) The anticipated effect of the de-amalgamation of both Mekong Panthers and Triglav Panthers (as both de-amalgamations are contingent on the other occurring) on the financial viability of Penrith Rugby League Club Limited will be positive, based on the following key points:
 - a. Penrith Rugby League Club's current debt structure means that it is in a very different position commercially when compared to Mounties. Penrith Rugby League Club's debt attracts an interest rate which is higher than what is normally available in the market. These unique conditions mean that the cost of servicing the debt for Mekong Panthers and Triglav Panthers exceeds the earnings from those clubs. The

proposed de-amalgamations would change these unique debt service requirements for Penrith Rugby League Club.

- b. ~~The reduction of Penrith Rugby League Club's debt will allow the club to realise net interest savings of \$5.05m per annum as set out below:~~
 - i) Direct interest charges for Penrith Rugby League Club will reduce by \$3.65m annually; and
 - ii) Indirect interest charges for Penrith Rugby League Club will reduce by \$1.4m annually (as a result of the Club being able to refinance the remaining debt at more commercial rates)
- c. The net effect of this debt reduction, and savings on the business of Penrith Rugby League Club following the de-amalgamations would be positive, and would allow the Club to be more financially viable going forward.

- (i) THCL will be underwritten by Penrith Rugby League Club Limited and will have the assets, staff and tenure over the premises to allow it to operate as a Registered Club for the period that THCL will be required to operate. Members should note that because the de-amalgamation and amalgamation are to be simultaneous and the future financial viability of the de-amalgamated club will essentially be governed by the viability of Mounties, and a copy of a report on the future financial viability of the de-amalgamated club, as prepared by an independent accountant, can be inspected at www.panthers.com.au/Mounties_documents

- (j) The steps to be taken to give effect to the de-amalgamation are as follows:

- a. A notice regarding the proposed de-amalgamation is available for inspection of members on the Club notice board and website at www.panthers.com.au/Mounties_documents;
- b. Issuing this Statement to Members;
- c. Incorporation of THCL as the proposed de-amalgamated club, and issuing an invitation to Penrith Rugby League Club Limited members to join THCL;
- d. Calling of the following EGMs to obtain member approval for the proposed de-amalgamation:
 - i. PRLC;
 - ii. PRLC – Triglav Home Club Members; and
 - iii. PRLC – Mekong Home Club Members,
- e. Applying to the Independent Liquor & Gaming Authority for the transfer of club licence LIQC324004273 (Mekong Panthers) to THCL, with such transfer being conditional upon the simultaneous transfer of club licence LIQC300200396 (Triglav Panthers) to THCL and the subsequent amalgamation of THCL with Mounties;
- f. If the de-amalgamation is approved, transfer of the relevant assets and club licences to THCL.

Members are reminded that the proposed de-amalgamation is conditional on approval of a subsequent amalgamation of THCL and Mounties. Therefore, separate EGMS of THCL and Mounties will be held to consider the proposed amalgamation. If the proposed amalgamation is not approved by the members of THCL and Mounties, and the Independent Liquor & Gaming Authority, then neither the proposed de-amalgamation nor the amalgamation will take place.

Note all documents will be made available on the Panthers website as noted in this Statement 21 days before the EGMs are held.

STATEMENT TO MEMBERS PURSUANT TO SECTION 17AL OF THE REGISTERED CLUBS ACT AS GUIDED BY REGULATION 7C(1) OF THE REGISTERED CLUBS REGULATIONS

- (a) Triglav Panthers is situated at 80-84 Brisbane Rd St Johns Park and occupies Lot 1 DP 1079685 (the "Premises"), and following de-amalgamation, the Premises will become premises of Temporary Holding Club (no.1) Limited ("THCL").
- (b) Upon de-amalgamation from Penrith Rugby League Club Limited, Penrith Rugby League Club Limited will grant a sublease to THCL permitting the de-amalgamated club to occupy the Premises for the purposes of running a Registered Club. The annual rent payable by THCL in respect of this lease will be \$1.00.
- (c) Penrith Rugby League Club Limited will transfer 54 gaming entitlements to THCL in respect of the former Triglav Panthers premises.
- (d) All property (including poker machine entitlements), plant and equipment as set out in the list of assets annexed to the Transfer Agreement, apart from the real estate will be transferred to THCL. The consideration to be paid by THCL in respect of such property, plant and equipment will be \$6,000,000.00.
- (e) All current employees of Triglav Panthers will have their employment transferred to THCL, and the full value of the leave and other entitlements of those employees will be transferred to THCL.
- (f) A copy of the constitution of THCL can be found at www.panthers.com.au/Mounties_documents. Members should note that because the de-amalgamation and amalgamation are to be simultaneous if granted, the constitution which will ultimately govern the de-amalgamated/amalgamated club will be that of the MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB LTD (ACN 000 458 622) ("Mounties"), and a copy of that constitution can be found at www.panthers.com.au/Mounties_documents.
- (g) The governing body of THCL will be as follows:
 - i. Chairman – Don Feltis
 - ii. Member – Bruce Ly
 - iii. Member – Peter Kroke

Members should note that because the de-amalgamation and amalgamation are to be simultaneous if granted, the board which will ultimately govern the de-amalgamated/amalgamated club will be that of Mounties, and the current board members can be found at:

http://www.mounties.com.au/index.cfm?page_id=1211&page=Board+of+Directors&var_sw=1&dd=1&d0=1208&d1=1211&d2=0&d3=0&pp=1208&cp=1211

- (h) The anticipated effect of the de-amalgamation of both Mekong Panthers and Triglav Panthers (as both de-amalgamations are contingent on the other occurring) on the financial viability of Penrith Rugby League Club Limited will be positive, based on the following key points:
 - a. Penrith Rugby League Club's current debt structure means that it is in a very different position commercially when compared to Mounties. Penrith Rugby League Club's debt attracts an interest rate which is higher than what is normally available in the market. These unique conditions mean that the cost of servicing the debt for Mekong Panthers and Triglav Panthers exceeds the earnings from those clubs. The

proposed de-amalgamations would change these unique debt service requirements for Penrith Rugby League Club.

- b. ~~The reduction of Penrith Rugby League Club's debt will allow the club to realise net interest savings of \$5.05m per annum as set out below:~~
 - i) Direct interest charges for Penrith Rugby League Club will reduce by \$3.65m annually; and
 - ii) Indirect interest charges for Penrith Rugby League Club will reduce by \$1.4m annually (as a result of the Club being able to refinance the remaining debt at more commercial rates)
 - c. The net effect of this debt reduction, and savings on the business of Penrith Rugby League Club following the de-amalgamations would be positive, and would allow the Club to be more financially viable going forward.
- (i) THCL will be underwritten by Penrith Rugby League Club Limited and will have the assets, staff and tenure over the premises to allow it to operate as a Registered Club for the period that THCL will be required to operate. Members should note that because the de-amalgamation and amalgamation are to be simultaneous and the future financial viability of the de-amalgamated club will essentially be governed by the viability of Mounties, and a copy of a report on the future financial viability of the de-amalgamated club, as prepared by an independent accountant, can be inspected at www.panthers.com.au/Mounties_documents
- (j) The steps to be taken to give effect to the de-amalgamation are as follows:
- a. A notice regarding the proposed de-amalgamation is available for inspection of members on the Club notice board and website at www.panthers.com.au/Mounties_documents;
 - b. Issuing this Statement to Members;
 - c. Incorporation of THCL as the proposed de-amalgamated club, and issuing an invitation to Penrith Rugby League Club Limited members to join THCL;
 - d. Calling of the following EGMs to obtain member approval for the proposed de-amalgamation:
 - i. PRLC;
 - ii. PRLC – Triglav Home Club Members; and
 - iii. PRLC – Mekong Home Club Members,
 - e. Applying to the Independent Liquor & Gaming Authority for the transfer of club licence LIQC300200396 (Triglav Panthers) to THCL, with such transfer being conditional upon the simultaneous transfer of club licence; LIQC324004273 (Mekong Panthers) to THCL and the subsequent amalgamation of THCL with Mounties;
 - f. If the de-amalgamation is approved, transfer of the relevant assets and club licences to THCL.

Members are reminded that the proposed de-amalgamation is conditional on approval of a subsequent amalgamation of THCL and Mounties. Therefore, separate EGMS of THCL and Mounties will be held to consider the proposed amalgamation. If the proposed amalgamation is not approved by the members of THCL and Mounties, and the Independent Liquor & Gaming Authority, then neither the proposed de-amalgamation nor the amalgamation will take place.

Note all documents will be made available on the Panthers website as noted in this Statement 21 days before the EGMs are held.

CARDIFF

STATEMENT TO MEMBERS PURSUANT TO SECTION 17AL OF THE REGISTERED CLUBS ACT AS GUIDED BY REGULATION 7C(1) OF THE REGISTERED CLUBS REGULATIONS

- (a) Cardiff Panthers is situated at 80-84 Brisbane Rd St Johns Park and occupies Lot 1 DP248724, Lot A DP366353, Lot 1 DP395842, Lot 81 DP551518, Lot 31 DP614594, Lot 162 DP775974, Lot 291 DP800879, Lot 292 DP800879, Lot 823 DP847201, Lot 91 DP571092, Lot 1 DP20637, Lot 2 DP20637, Lot 1 DP240602, Lot 2 DP240602, and Lot 3 DP787275 (the "Premises"), and following de-amalgamation, the Premises will become premises of Temporary Holding Club (no.2) Limited ("THCL2").
- (b) Upon de-amalgamation from Penrith Rugby League Club Limited, Penrith Rugby League Club Limited will grant a sublease to THCL2 permitting the de-amalgamated club to occupy the Premises for the purposes of running a Registered Club. The annual rent payable by THCL2 in respect of this lease will be \$1.00.
- (c) Penrith Rugby League Club Limited will transfer 194 gaming entitlements to THCL2 in respect of the former Cardiff Panthers premises.
- (d) All property, plant and equipment as set out in the list of assets annexed to the Transfer Agreement, apart from the real estate will be transferred to THCL2. The consideration to be paid by THCL2 in respect of such property, plant and equipment will be \$6,600,000.
- (e) All current employees of Cardiff Panthers will have their employment transferred to THCL2, and the full value of the leave and other entitlements of those employees will be transferred to THCL2.
- (f) A copy of the constitution of THCL2 can be found at www.panthers.com.au/Wests_documents. Members should note that because the de-amalgamation and amalgamation are to be simultaneous if granted, the constitution which will ultimately govern the de-amalgamated/amalgamated club will be that of WESTERN SUBURBS (N'CLE) LEAGUES CLUB LTD (ACN 000 973 919) ("Wests"), and a copy of that constitution can be found at www.panthers.com.au/Wests_documents.
- (g) The governing body of THCL2 will be as follows:
 - i. Chairman – Don Feltis
 - ii. Member – Gary Kennedy
 - iii. Member – William Ferguson

Members should note that because the de-amalgamation and amalgamation are to be simultaneous if granted, the board which will ultimately govern the de-amalgamated/amalgamated club will be that of Wests, and the current board members can be found at www.panthers.com.au/Wests_documents

- (h) The anticipated effect of the de-amalgamation of Cardiff Panthers on the financial viability of Penrith Rugby League Club Limited will be positive, based on the following key points:
 - a. Penrith Rugby League Club's current debt structure means that it is in a very different position commercially when compared to Wests. Penrith Rugby League Club's debt attracts an interest rate which is higher than what is normally available in the market. These unique conditions mean that the cost of servicing the debt for Cardiff Panthers exceeds the earnings from those clubs. The proposed de-amalgamation would change these unique debt service requirements for Penrith Rugby League Club.

- b. The reduction of Penrith Rugby League Club's debt will allow the club to realise direct net interest savings of \$1.08m per annum. There will be further indirect interest savings to the Club due to the fact this and other planned de-amalgamations will enable the Club to refinance its remaining debt at more commercial rates.
 - c. The net effect of this debt reduction, and savings on the business of Penrith Rugby League Club following the de-amalgamation would be positive, and would allow the Club to be more financially viable going forward.
- (i) THCL2 will be underwritten by Penrith Rugby League Club Limited and will have the assets, staff and tenure over the premises to allow it to operate as a Registered Club for the period that THCL2 will be required to operate. Members should note that because the de-amalgamation and amalgamation are to be simultaneous and the future financial viability of the de-amalgamated club will essentially be governed by the viability of Wests, and a copy of a report on the future financial viability of the de-amalgamated club, as prepared by an independent accountant, can be inspected at www.panthers.com.au/Wests_documents
- (j) The steps to be taken to give effect to the de-amalgamation are as follows:
- a. A notice regarding the proposed de-amalgamation is available for inspection of members on the Club notice board and website at www.panthers.com.au/Wests_documents;
 - b. Issuing this Statement to Members;
 - c. Incorporation of THCL2 as the proposed de-amalgamated club, and issuing an invitation to Penrith Rugby League Club Limited members to join THCL2;
 - d. Calling of the following EGMs to obtain member approval for the proposed de-amalgamation:
 - i. PRLC; and
 - ii. PRLC – Cardiff Home Club Members.
 - e. Applying to the Independent Liquor & Gaming Authority for the transfer of club licence LIQC324007337 (Cardiff Panthers) to THCL2, with such transfer being conditional upon the subsequent amalgamation of THCL2 with Wests;
 - f. If the de-amalgamation is approved, transfer of the relevant assets and club licences to THCL2.

Members are reminded that the proposed de-amalgamation is conditional on approval of a subsequent amalgamation of THCL2 and Wests. Therefore, separate EGMS of THCL2 and Wests will be held to consider the proposed amalgamation. If the proposed amalgamation is not approved by the members of THCL2 and Wests, and the Independent Liquor & Gaming Authority, then neither the proposed de-amalgamation nor the amalgamation will take place.

Please note that all documents referred to above will be posted at www.panthers.com.au/Wests_documents 21 days before the proposed EGM

Penrith Rugby League Club Limited

ACN 000 578 398

Cardiff Panthers

Notice of Extraordinary General Meeting

NOTICE is hereby given that an Extraordinary General Meeting of **PENRITH RUGBY LEAGUE CLUB LIMITED - CARDIFF HOME CLUB MEMBERS** will be held at Cardiff Panthers in the Macquarie Room at 18 Munibung Road Cardiff, New South Wales on **Tuesday 11 December 2012** commencing at **7.00pm**.

BUSINESS

ORDINARY RESOLUTION

That the members approve:

1. in principle, the de-amalgamation of Cardiff Panthers, club licence LIQC324007337, from PENRITH RUGBY LEAGUE CLUB LIMITED (**PRLC**) to TEMPORARY HOLDING CLUB (NO.2) LIMITED (**THCL2**), such de-amalgamation to be effected by:
 - (a) the transfer to THCL2 of a right to occupy the premises at 18 Munibung Rd Cardiff NSW, currently occupied by PRLC trading as Cardiff Panthers at the date of this resolution;
 - (b) the transfer of club licence LIQC324007337 to THCL2, and
2. the making of an application to the Independent Liquor & Gaming Authority (**Authority**) for the transfer of such club licence to THCL2,
conditional upon the Authority also approving:
3. a subsequent amalgamation of THCL2 with WESTERN SUBURBS (N'CLE) LEAGUES CLUB LTD

NOTES TO MEMBERS IN RELATION TO THE ORDINARY RESOLUTION

As was foreshadowed to members in the PRLC AGM held in 2012, it is necessary for PRLC to reduce its debt level and re-structure its business in order for the Group to remain viable. The de-amalgamation of Cardiff Panthers is an extremely important step in PRLC's bid to re-structure its business. PRLC has negotiated this de-amalgamations in consultation with the club, and believes it has achieved a result which is in the best interests of its members. As such, the Group Board Directors recommend that all members vote in favour of the Ordinary Resolution.

Warren Wilson (Secretary)

Dated: 8 November 2012

GENERAL NOTES TO MEMBERS

- a) Under the Registered Clubs Act proxy voting is not permitted, only Cardiff Home Club Members are entitled to attend the Extraordinary General Meeting and vote on the Ordinary Resolution, except employees who are members, who are not permitted to vote.
- b) To be passed an Ordinary Resolution needs votes in favour from a simple majority of those members who being eligible to do so vote in person on the Ordinary Resolution at the General Meeting.
- c) Each Resolution must be considered as a whole and cannot be amended by motion from members at the meeting.
- d) The Group Board of the Club recommends to members that they vote in favour of the Ordinary Resolution.
- e) Members are advised that they can view a copy of the Memorandum of Understanding between THCL and Wests from the reception of their club, and a copy will also be placed at www.panthers.com.au/Wests_documents - this document will be available at the website 21 days prior to the EGM.

NOTICE OF GENERAL MEETING



NOTICE is given that a General Meeting of Mount Pritchard & District Community Club Ltd ABN 98 000 458 622 (**Club**) will be held on 16 December 2012 at 9am in the Showroom at the Club's premises at 101 Meadows Road, Mt Pritchard NSW 2170 (and video conferenced to the Harbord Diggers premises at Evans Street, Freshwater NSW).

BUSINESS

1. To consider and, if thought fit, to pass the Ordinary Resolution to approve in principle an amalgamation with Temporary Holding Club (No.1) Limited, as set out below.
2. If the Ordinary Resolution to approve the amalgamation in principle is passed, to consider and, if thought fit, to pass the Special Resolution to amend the Club's Constitution, as set out below.

ORDINARY RESOLUTION

That the members of Mount Pritchard & District Community Club Ltd (**Mounties**) approve:

1. in principle, the amalgamation of Mounties with Temporary Holding Club (No.1) Limited (**THCL**), such an amalgamation to be effected by:
 - a. the continuation of Mounties (as the amalgamated club) and the winding up or other dissolution of THCL; and
 - b. the transfer of club licence LIQC300200396 and club licence LIQC 324004273 of THCL to Mounties; and
2. the making of an application to the Independent

Liquor and Gaming Authority for the transfer of such club licences of THCL to Mounties, for the purposes of effecting such amalgamation.

EXPLANATORY NOTES

1. On 11 May 2012, Penrith Rugby League Club Ltd (**Panthers**) issued 2 calls for expressions of interest for amalgamation, seeking an amalgamation partner for:
 - a. Panthers Mekong Club (**Mekong Panthers**) at 117 John Street Cabramatta NSW (**Mekong premises**); and
 - b. St Johns Park Community Club (**Triglav Panthers**) at 80 – 84 Brisbane Road St Johns Park NSW (**Triglav premises**).
2. However, before Mekong Panthers and Triglav Panthers can amalgamate with another club, they first have to be 'de-amalgamated' from Panthers under Part 2 Division 1B of the *Registered Clubs Act 1976* (**Registered Clubs Act**).
3. Therefore, Panthers intends to apply to the Independent Liquor & Gaming Authority (**Authority**) to de-amalgamate Mekong Panthers and Triglav Panthers (**Panthers De-amalgamation**) to a new registered club: Temporary Holding Club (No.1) Limited (**THCL**). This application will only be made if Panthers members first vote to approve the Panthers De-amalgamation. If the Panthers members or the Authority do not approve the Panthers De-amalgamation, then this proposed amalgamation between Mounties and THCL will not take place.

Issued and affixed to Mounties Group Clubs Notice Board on 29/11/2012



Chinese community projects

Some of the leaders of tomorrow will hail from Cabramatta

The many faces of Mounties membership



Bingo is big on the Triglav calendar



Doesn't the Mounties branding fit well at Triglav?



Triglav boasts affordable family dining

4. If Panthers members and the Authority approve the Panthers De-amalgamation, then THCL can amalgamate with Mounties. Under the Registered Clubs Act the amalgamation of registered clubs occurs when the club licence(s) of one club transfer to another club with the approval of the Authority, in accordance with section 60 of the *Liquor Act 2007*. The Authority will not approve the amalgamation between Mounties and THCL unless it has first been approved in principle at separate general meetings of Mounties and THCL.
5. Mounties and THCL have entered into a memorandum of understanding (**MOU**) which sets out the intentions for the future of the Mekong Panthers and Triglav Panthers premises, assets and management in accordance with the requirements of the *Registered Clubs Regulation 2009*.
6. Some key issues for consideration of members include:

De-Amalgamation to THCL

- c. If the Authority gives provisional approval of the Panthers De-amalgamation, and, provisional approval of the amalgamation between THCL and Mounties, then Panthers will transfer to THCL the assets (including plant and equipment, and, the club licences and gaming machine entitlements for each premises) and certain contracts necessary for the operation of Mekong Panthers and Triglav Panthers. On completion of the transfer of such assets and contracts, THCL will become a registered club operating from the Mekong premises and Triglav premises.
- d. Panthers will then continue to operate its existing business from other Panthers venues, therefore, the Panthers Board has determined that it is necessary to obtain fair value for

divesting of the assets associated with Mekong Panthers and Triglav Panthers. The value assigned to those assets by Panthers and THCL is \$29,125,000.

- e. It is intended that the Panthers De-amalgamation and the amalgamation between THCL and Mounties would take place simultaneously (or as close together as possible) to minimise disruption to members and employees.
- f. On completion of the amalgamation between THCL and Mounties, the assets transferred to THCL by Panthers would become assets of Mounties. THCL would then cease to operate as a registered club and would need to repay its debt to Panthers for the value of those assets. Therefore, on completion of the amalgamation, Mounties will make payment to THCL for the value of those assets in order for THCL to repay Panthers (subject to adjustments which are standard commercial practice e.g. to cover the value of trading stock on the premises).
- g. Mounties will take over the contracts necessary for operation of a registered club at Mekong premises and Triglav premises, and Mounties will receive the benefit of those contracts after the amalgamation is completed.

Land Purchase:

- a. Panthers Property Management Pty Ltd is the current registered proprietor of the Mekong premises and Panthers occupies those premises under lease.
- b. Panthers Investment Corporation Pty Limited is the current registered proprietor of the Triglav premises and Panthers occupies those premises under lease.



Doesn't the Mounties branding fit well at Mekong?



Mekong offers a great weekly line-up of entertainment

Mekong are su



It has a great outdoor area



Welcome to Triglav

- c. Once the Panthers De-amalgamation is approved, THCL will occupy the Mekong premises and Triglav premises under subleases from Panthers, and the amalgamation will only be completed if Mounties is able to purchase those premises.
- d. Mounties has entered into Put & Call Option Deeds granting it an option to purchase the Mekong premises and Triglav premises, if the Panthers De-amalgamation and the amalgamation are approved. The purchase price has been negotiated based on an independent valuation obtained by Mounties:

PREMISES	LAND DETAILS	PURCHASE PRICE
Mekong premises	10 & 11/SP23152	\$2,275,00 (ex GST)
Triglav premises	1/DP1079685	\$5,600,000 (ex GST)

- e. The Panthers leases and THCL subleases would terminate on completion of the amalgamation, and Mounties would own and occupy both premises as the amalgamated club.

After amalgamation:

- a. Separate sub-clubs will be set up on completion of the amalgamation for each of the Mekong premises and Triglav premises. The sub-clubs will continue to carry on Mekong and Triglav traditions, cultural activities and associated social & sporting activities. More detail on the role of the sub-clubs is available in the MOU.
- b. Certain Panthers employees (currently employed at Mekong Panthers and Triglav Panthers) will transfer to THCL on Panthers De-amalgamation. If they accept employment with Mounties on amalgamation, then Mounties will recognise their accrued employee entitlements.
- c. Mounties has agreed to continue trading at the Mekong premises and Triglav premises for at

least 10 years after amalgamation completion, subject to serious events which might prevent it from doing so. This is covered in more detail in the MOU.

2. If the members of Mounties and THCL approve the amalgamation in principle, then an application will be made to the Authority. If the Authority gives approval, then the amalgamation process will proceed. After the amalgamation is completed, THCL will call a meeting of its members to facilitate a voluntary winding up of THCL.
3. Copies of the MOU are available for the information of members from Club admin on request. Copies of the MOU are also displayed on the noticeboard and website [www.mountiesgroup.com.au/amalgamations] for the information of members.
MEMBERS ARE ENCOURAGED TO READ THE MOU BEFORE VOTING ON THIS ORDINARY RESOLUTION.
4. To be passed, the Ordinary Resolution must receive a simple majority of votes in its favour from those members present at the meeting who are eligible to vote and who vote on the Resolution.
5. Financial Life Members and Club Members are entitled to vote on the Ordinary Resolution. Employees are prohibited from voting and proxy voting is prohibited under the Registered Clubs Act.

SPECIAL RESOLUTION

That the Constitution of Mount Pritchard & District Community Club Ltd (**Club**) be amended by adding a new Rule 23(d) as follows, on and from the date that the Independent Liquor and Gaming Authority transfers the club licences of Temporary Holding Club (No.1) Limited to the Club:



Supporting many charity events

There's always something fun going on at Mekong

Traditional Vietnamese Dance nights are a feature at Mekong



Triglav is steeped in Solvanien history



Triglav boasts active sub clubs

“(d) A person who:

- i. is a financial full member of the Club, or, who makes application and is elected as a full member of the Club in accordance with the Memorandum of Understanding for amalgamation between the Club and Temporary Holding Club (No.1) Limited (THCL); and
- ii. is a financial full member (as defined in the Registered Clubs Act) of THCL and whose name is entered in the register of members of THCL, on the date of transfer of the club licences of THCL to the Club by the Independent Liquor and Gaming Authority;

will:

- i. for the purposes of the Registered Clubs Act only, be identified in the Club's register of members as a 'THCL Member'; and
- ii. be given credit for any annual subscription pre-paid in respect of their membership of THCL or Penrith Rugby League Club Ltd.”

3. Section 17AC(2) of the Registered Clubs Act requires Mounties to establish the members of THCL who transfer to Mounties in the amalgamation process as a separate class for the purposes of identification, and the Special Resolution identifies them as 'THCL Members'. After the amalgamation process is completed, no-one will be able to join Mounties as a 'THCL Member'.
4. The rights of existing Mounties members will not be changed by this Special Resolution.
5. The amalgamation will not proceed unless this Special Resolution is passed.
6. To be passed, the Special Resolution must receive votes in its favour from not less than three quarters of those members who being eligible to do so, vote in person on that Special Resolution.
7. Financial Life Members and Club Members who have been members for 5 continuous years are entitled to vote on the Special Resolution. Employees are prohibited from voting and proxy voting is prohibited under the Registered Clubs Act.

EXPLANATORY NOTE

1. The Special Resolution will only be considered if the Ordinary Resolution is passed to approve the amalgamation in principle.
2. All financial full members of THCL will be able to join Mounties in any existing class of Mounties membership for which they meet the eligibility requirements, as part of the amalgamation process. THCL members who have paid their subscription for THCL and Panthers in advance will not be asked to pay again when they become a member of Mounties in the amalgamation process.

By order of the board
Greg Pickering
Secretary & Chief Executive Officer



Mekong is highly visible as you enter Cabramatta



And located in the heart of John St



Mounties proudly supports many Viet

LETTER FROM THE PRESIDENT



Dear member,

As outlined in the pages that follow, members are being asked to come to an extraordinary general meeting on Sunday 16 December 2012, this time to consider and vote on a proposed amalgamation which would see Mekong Panthers and Triglav Panthers join the Mounties Group.

This is an historic move within the Club industry, one without precedent, and your Board believes that the opportunity is so significant that it warrants special consideration.

Based on our investigations, we believe that these two clubs will bring a combined return of approximately 17% which represents a sound proposition for members to consider, especially when compared to the returns that the club receives from its cash investments. The proposal also brings significant resources to the Group in areas that complement Mounties existing skills and strengths.

Subject to your support, the amalgamation would allow us to grow our "family" and extend the much loved Mounties experience in our local area. After more than 40 years as the heart of our community, this proposal represents an opportunity to welcome new members at both venues where synergies already exist. Given the potential to build on and preserve Mounties achievements across the whole Group, your Board considers this is a proposal that deserves to be put forward to members for consideration.

The proposal follows months of negotiation and is the result of Panthers recent decision to restructure and return to its core business of football and their Penrith Club. Mounties is the natural choice for this amalgamation given its proximity to the two clubs, and the fact that almost 40% of the Panthers members who already call these two clubs "home" are also members of Mounties.

Mounties already boasts a culturally diverse membership base. Making Mekong Panthers part of Mounties provides us with a valuable opportunity to deliver a cultural experience within a tailored environment, and to work more closely with the Vietnamese community and businesses in Cabramatta.

Triglav Panthers also fits nicely with the Mounties ethos. Triglav Panthers prides itself on being a family friendly club that supports social inclusion through bingo, sub club activities, family friendly entertainment, affordable dining and personalised customer service. The club also offers development opportunities with 25% of the site available for additional development opportunities.

An important consideration of the proposal is the protection of employment in the local area. Mounties is pleased to be in a position to offer employment to all (60) staff at both the venues on completion of the amalgamation and guarantee that their entitlements will be preserved when they become part of the Mounties team.

About Mekong

Located:	1st floor, 117 John Street, Cabramatta
Number of Members:	4190 (36% are Mounties members)
Year Built/Opened:	1993
Year amalgamated with Panthers Group:	2002
Opening Hours:	7 days. 10.00 am until 1.30 am
Dining:	Not currently in operation but the opportunity to provide exists on site
Special Features:	Outdoor Gaming Area
Community partnerships:	Martial Arts & Lion Dancing School





41% of Triglav members are already members of Mounties



Triglav celebrate a variety of cultural days



And they are family friendly

About Triglav

Location:

80-84 Brisbane Road, St Johns Park

Number of Members:

3659 (41% are Mounties members)

Year Built/Opened:

1971

Year amalgamated with Panthers Group:

2002

Opening Hours:

Sunday & Monday 10.00 am until 12.00 am

Tuesday till Thursday 10.00 am till 3.00 am

Friday & Saturday 10.00 am till 3.30 am

All closing times are subject to trade demand

Dining:

Flavours Cafe - A La Carte

Special Features:

Playground, bocce courts, outdoor grass area

Our proven track record

Mounties is in an ideal position to benefit from this proposal. We have strong balance sheet and proven track record with successful amalgamations. In the last decade we have more than doubled member's equity and gross revenue. Our membership is the strongest it has even been and we are proudly the Employer of Choice in south western Sydney as voted by the NSW Business Chamber. This proposal will only serve to strengthen that position.

Your Board is confident that this amalgamation is the best outcome for the future of Mounties Group and will be to the benefit of all members.

I look forward to forward to seeing you on Sunday 16 December 2012 (see notice for details) when together we can deal with any questions you may have and ultimately decide to significantly improve the future of Mounties Group.

Regards.

Kevin Ingram
President



A place cater to the needs of our Vietnamese members



Extending the Mounties brand to Cabramatta

Distribution List:	Board of Directors, Triglav Committee, G Pickering, J Woods	
Committee:	TRIGLAV SC AGM	Location: 80-84 Brisbane Road, St Johns Park
Date:	20 August 2017	Time: 1:04 PM
Present:	Peter Krobe, (chair), plus members as recorded on the attendance sheet (attached to these minutes)	
In Attendance:	Greg Pickering, Jason Woods	
Apologies:	John Rap, Silvo Prahor.	
Leave of Absence:		


Subject matter		Action	Recommendation
Business	1	<p>Agenda:</p> <ol style="list-style-type: none"> 1. Opening 2. Apologies 3. Previous Minutes 4. To receive and table reports from the Committee 5. To receive and consider the Triglav Mounties Group Sub-Club's <ol style="list-style-type: none"> 5.1 income and expenditure accounts; 5.2 balance sheet; 5.3 audit report <p>For the period ending 30 June 2017</p> <ol style="list-style-type: none"> 6. To deal with any other business of which due notice has been given to the Committee <ol style="list-style-type: none"> 6.1 Special Resolution 1: To amend the Triglav Sub Club Rules by removing rule 5.2 and replace with new rule 5.2 (see detail below) 7. To deal with any other business that the committee may approve of which due notice has not been given by the committee. 8. To receive a report from the Returning Officer regarding the Election of Committee Members 9. Closure 	

Previous Minutes	2	<p>Minutes of the previous AGM were distributed to members prior to the commencement of the meeting.</p> <p>Matters Arising: Nil.</p> <p>Motion: That the minutes of the meeting of Triglav Mounties Group Sub Club held 21 August 2016 are accepted as a true and correct record of the meeting.</p> <p>Moved: #104121 – Rita Vassallo Seconded - # 103161 – Emil Fabjancic</p> <p style="text-align: right;"><u>CARRIED</u></p>	Note
President's Report	3	<p>That the President's Report was distributed to members present.</p> <p>Matters Arising: Nil</p> <p>Motion: That Presidents report is received and adopted.</p> <p>Moved # 108741 – Martha Magajna Seconded # 103073 – Joseph Pahor</p> <p style="text-align: right;"><u>CARRIED</u></p>	Note
Financial Report	4	<p>That the financial report for Mounties Triglav Sub Club for the period ending 30 June 2017 is received and noted.</p> <p>The CEO presented financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> Confirmed that the result had been prepared from the Form 4 report to members and could not be confirmed as the final audited report is due to be tabled to Board on 30/08/2017. No changes are expected. Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. That members could check the annual report of the Group to confirm. 	Note

		<p>Motion: That the financial report for the Triglav Sub Club for the period ending 30 June 2017 is received and noted.</p> <p>Matters Arising: Nil.</p> <p>Motion: That the Financial report be received and adopted.</p> <p>Moved: #190169 – Ivana Krobe Seconded: # 121414 – Walter Suber</p> <p style="text-align: right;"><u>CARRIED</u></p>					
Special Resolution 1	5	<p>Special Resolution 1:</p> <p>To amend the Triglav Sub Club Rules by removing rule 5.2 and replace with new rule 5.2.</p> <p>5.2 The Sub-Club will have the classes of membership, subject to the eligibility criteria, set out in the following table:</p> <table><tr><th>Sub-Club Membership Class</th><th>Eligibility Criteria</th></tr><tr><td>Foundation Life</td><td>A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).</td></tr></table>	Sub-Club Membership Class	Eligibility Criteria	Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).	
Sub-Club Membership Class	Eligibility Criteria						
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).						

		Life (Honourable)	<p>A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU, and/or</p> <p>A Foundation Life, or Triglav Ordinary member who:</p> <p>(i) has rendered distinguished, exceptional or meritorious services to the Triglav Sub Club; and</p> <p>(ii) is recommended by the Triglav Sub Club Committee for election to Life (Honourable) membership, and</p> <p>iii) the recommendation in ii) (above) is supported by the Board of Mounties and;</p> <p>iv) a resolution in support of the awarding of Life (Honourable) membership is carried by a two-thirds majority of members who are present and voting at a General Meeting of the Triglav Sub Club.</p> <p>Note: Not more than one (1) person can be awarded Life (Honourable) membership in any 12 month period between Annual General Meetings of the Triglav Sub Club.</p>	
--	--	-------------------	--	--

		Triglav Ordinary	<p>A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU. and/or</p> <p>A Person who is elected to membership of the Triglav Sub Club in accordance with clause 5.3 of these rules.</p>
		Triglav Associate	Any Member of Mounties.
		<div><div>EXPLANATORY NOTES:</div><div><div>1. The sub- club committee have requested the ability to admit life members to the sub- club.</div><div>2. The original rules of the sub- club do not provide for admission of members to the category of life membership.</div><div>3. The proposed amendment will allow the committee to recommend members who have rendered distinguished, exceptional, or meritorious services to the club, for life membership. That recommendation will then be subject to a member vote at general meeting of the sub- club.</div><div>4. The board have instructed that no more than one person can be awarded life membership of any sub- club in any 12 month period.</div><div>5. The amendment to Triglav ordinary membership will allow persons to be admitted to the sub- club as Triglav ordinary members.</div><div>6. To be passed, each Ordinary Resolution must receive a 75% majority of votes in its favour from those members present and voting (being eligible to do so).</div><div>7. The proposed amendments have been approved by the Board</div><div>8. Foundation Life, Life (Honourable) and Triglav Ordinary Members who have been members for 24 continuous months are entitled</div></div></div>	

		<div>9. Members who are employees are not entitled to vote and proxy voting is prohibited by the Registered Clubs Act</div> <div>Moved: #104121 – Rita Vassallo Seconded # 19069 Ivana Krope</div> <div>CARRIED</div>																						
General Business	6	Memembr 108741 – Martha Magajna passed on thanks to Management and staff for assistance provided in past 12 months. A job well done.	Note																					
		<div>Returning officer received 7 nominations for 7 positions available. Returning officer declared 7 new positions filled and advised no election was required.</div> <table><tr><td>Rita</td><td>VASSALLO</td><td>104121</td></tr><tr><td>Peter</td><td>KROPE</td><td>19093</td></tr><tr><td>John</td><td>RAPINETTE</td><td>104185</td></tr><tr><td>Louis</td><td>MAGAJNA</td><td>108743</td></tr><tr><td>Silvo</td><td>PAHOR</td><td>103182</td></tr><tr><td>Branko</td><td>FABJANCIC</td><td>103077</td></tr><tr><td>Walter</td><td>SUBER</td><td>121414</td></tr></table>	Rita	VASSALLO	104121	Peter	KROPE	19093	John	RAPINETTE	104185	Louis	MAGAJNA	108743	Silvo	PAHOR	103182	Branko	FABJANCIC	103077	Walter	SUBER	121414	
Rita	VASSALLO	104121																						
Peter	KROPE	19093																						
John	RAPINETTE	104185																						
Louis	MAGAJNA	108743																						
Silvo	PAHOR	103182																						
Branko	FABJANCIC	103077																						
Walter	SUBER	121414																						
Meeting Close	7	There being no further business the Chairman declared the meeting closed at 13:36 pm																						
		Signed:  Date: 25/09/017																						

REGISTER OF ATTENDANCE ANNUAL GENERAL MEETING OF

Triglav Mounties Group SUB CLUB

Held in the Auditorium, 80-84 Brisbane Road,
St Johns Park, NSW 2176.



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Sunday 20 August 2017 at 1:00PM.

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

*mounties
bowling club*

harbord diggers

*manly
bowling club*

club italia


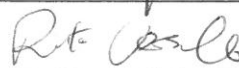

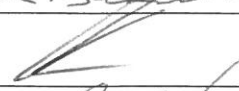
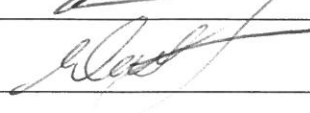
mekong

triglav

ANNUAL GENERAL MEETING – 20 AUGUST 2017

	Print Name	Member No.	Signature
1	Louis Magaj	108743	S. Magaj
2	Marthe Magagne	108741	x Marthe Magagne
3	Maria Gunka	102926	x M. Gunka
4	Julia Polak	29211	Julia Polak
5	Joseph Polak	103073	Joseph Polak
6	Hedvika Samsa	103188	H. Samsa
7	Hanka Samsa	102921	H. Samsa
8	Emil Folyornice	103161	Emil Folyornice
9	IVANA KROPE	19069	Ivana Kropf
10	BRANCO FABJANCIK	103077	B. Fabjan
11	PETER KRTO	19093	Peter Kratoch
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

ANNUAL GENERAL MEETING – 20 AUGUST 2017

	Print Name	Member No.	Signature
1	PINH PHAT PHAN	146853	
2	RITA VASSALLO	104121	
3	Rhonda Bennett	120053	
4	Alvin Kumau	92973	
5	WANDER SUBER	121414	
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

Distribution List:	Board of Directors, Triglav Committee, G Pickering, J Woods	
Committee:	TRIGLAV SC AGM	Location: 80-84 Brisbane Road, St Johns Park
Date:	20 August 2017	Time: 1:04 PM
Present:	Peter Krobe, (chair), plus members as recorded on the attendance sheet (attached to these minutes)	
In Attendance:	Greg Pickering, Jason Woods	
Apologies:	John Rap, Silvo Prahor.	
Leave of Absence:		

Subject matter		Action	Recommendation
Business	1	<p>Agenda:</p> <ol style="list-style-type: none"> 1. Opening 2. Apologies 3. Previous Minutes 4. To receive and table reports from the Committee 5. To receive and consider the Triglav Mounties Group Sub-Club's <ol style="list-style-type: none"> 5.1 income and expenditure accounts; 5.2 balance sheet; 5.3 audit report <p>For the period ending 30 June 2017</p> <ol style="list-style-type: none"> 6. To deal with any other business of which due notice has been given to the Committee <ol style="list-style-type: none"> 6.1 Special Resolution 1: To amend the Triglav Sub Club Rules by removing rule 5.2 and replace with new rule 5.2 (see detail below) 7. To deal with any other business that the committee may approve of which due notice has not been given by the committee. 8. To receive a report from the Returning Officer regarding the Election of Committee Members 9. Closure 	


Previous Minutes	2	<p>Minutes of the previous AGM were distributed to members prior to the commencement of the meeting.</p> <p>Matters Arising: Nil.</p> <p>Motion: That the minutes of the meeting of Triglav Mounties Group Sub Club held 21 August 2016 are accepted as a true and correct record of the meeting.</p> <p>Moved: #104121 – Rita Vassallo Seconded - # 103161 – Emil Fabjancic</p> <p style="text-align: right;"><u>CARRIED</u></p>	Note
President's Report	3	<p>That the President's Report was distributed to members present.</p> <p>Matters Arising: Nil</p> <p>Motion: That Presidents report is received and adopted.</p> <p>Moved # 108741 – Martha Magajna Seconded # 103073 – Joseph Pahor</p> <p style="text-align: right;"><u>CARRIED</u></p>	Note
Financial Report	4	<p>That the financial report for Mounties Triglav Sub Club for the period ending 30 June 2017 is received and noted.</p> <p>The CEO presented financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> Confirmed that the result had been prepared from the Form 4 report to members and could not be confirmed as the final audited report is due to be tabled to Board on 30/08/2017. No changes are expected. Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. That members could check the annual report of the Group to confirm. 	Note

		<p>Motion: That the financial report for the Triglav Sub Club for the period ending 30 June 2017 is received and noted.</p> <p>Matters Arising: Nil.</p> <p>Motion: That the Financial report be received and adopted.</p> <p>Moved: #190169 – Ivana Krobe Seconded: # 121414 – Walter Suber</p> <p style="text-align: right;"><u>CARRIED</u></p>					
Special Resolution 1	5	<p>Special Resolution 1:</p> <p>To amend the Triglav Sub Club Rules by removing rule 5.2 and replace with new rule 5.2.</p> <p>5.2 The Sub-Club will have the classes of membership, subject to the eligibility criteria, set out in the following table:</p> <table><tr><th>Sub-Club Membership Class</th><th>Eligibility Criteria</th></tr><tr><td>Foundation Life</td><td>A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).</td></tr></table>	Sub-Club Membership Class	Eligibility Criteria	Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).	
Sub-Club Membership Class	Eligibility Criteria						
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).						

		Life (Honourable)	<p>A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU, and/or</p> <p>A Foundation Life, or Triglav Ordinary member who:</p> <p>(i) has rendered distinguished, exceptional or meritorious services to the Triglav Sub Club; and</p> <p>(ii) is recommended by the Triglav Sub Club Committee for election to Life (Honourable) membership, and</p> <p>iii) the recommendation in ii) (above) is supported by the Board of Mounties and;</p> <p>iv) a resolution in support of the awarding of Life (Honourable) membership is carried by a two-thirds majority of members who are present and voting at a General Meeting of the Triglav Sub Club.</p> <p>Note: Not more than one (1) person can be awarded Life (Honourable) membership in any 12 month period between Annual General Meetings of the Triglav Sub Club.</p>	
--	--	-------------------	--	--

		Triglav Ordinary	<p>A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU. and/or</p> <p>A Person who is elected to membership of the Triglav Sub Club in accordance with clause 5.3 of these rules.</p>
		Triglav Associate	Any Member of Mounties.

<p><u>EXPLANATORY NOTES:</u></p>
<ol style="list-style-type: none">1. The sub- club committee have requested the ability to admit life members to the sub- club.2. The original rules of the sub- club do not provide for admission of members to the category of life membership.3. The proposed amendment will allow the committee to recommend members who have rendered distinguished, exceptional, or meritorious services to the club, for life membership. That recommendation will then be subject to a member vote at general meeting of the sub- club.4. The board have instructed that no more than one person can be awarded life membership of any sub- club in any 12 month period.5. The amendment to Triglav ordinary membership will allow persons to be admitted to the sub- club as Triglav ordinary members.6. To be passed, each Ordinary Resolution must receive a 75% majority of votes in its favour from those members present and voting (being eligible to do so).7. The proposed amendments have been approved by the Board8. Foundation Life, Life (Honourable) and Triglav Ordinary Members who have been members for 24 continuous months are entitled

		<div>9. Members who are employees are not entitled to vote and proxy voting is prohibited by the Registered Clubs Act</div> <div>Moved: #104121 – Rita Vassallo Seconded # 19069 Ivana Krope</div> <div>CARRIED</div>																						
General Business	6	Memembr 108741 – Martha Magajna passed on thanks to Management and staff for assistance provided in past 12 months. A job well done.	Note																					
		<div>Returning officer received 7 nominations for 7 positions available. Returning officer declared 7 new positions filled and advised no election was required.</div> <table><tr><td>Rita</td><td>VASSALLO</td><td>104121</td></tr><tr><td>Peter</td><td>KROPE</td><td>19093</td></tr><tr><td>John</td><td>RAPINETTE</td><td>104185</td></tr><tr><td>Louis</td><td>MAGAJNA</td><td>108743</td></tr><tr><td>Silvo</td><td>PAHOR</td><td>103182</td></tr><tr><td>Branko</td><td>FABJANCIC</td><td>103077</td></tr><tr><td>Walter</td><td>SUBER</td><td>121414</td></tr></table>	Rita	VASSALLO	104121	Peter	KROPE	19093	John	RAPINETTE	104185	Louis	MAGAJNA	108743	Silvo	PAHOR	103182	Branko	FABJANCIC	103077	Walter	SUBER	121414	
Rita	VASSALLO	104121																						
Peter	KROPE	19093																						
John	RAPINETTE	104185																						
Louis	MAGAJNA	108743																						
Silvo	PAHOR	103182																						
Branko	FABJANCIC	103077																						
Walter	SUBER	121414																						
Meeting Close	7	There being no further business the Chairman declared the meeting closed at 13:36 pm																						
		Signed:  Date: 25/09/017																						

REGISTER OF ATTENDANCE ANNUAL GENERAL MEETING OF

Triglav Mounties Group SUB CLUB

Held in the Auditorium, 80-84 Brisbane Road,
St Johns Park, NSW 2176.



Locked Bag 1
Wetherill Park BC NSW 2164
101 Meadows Road
Mt Pritchard NSW 2170
Australia

Sunday 20 August 2017 at 1:00PM.

Telephone
(02) 9822 3555
Facsimile
(02) 9610 6832
Email
info@mountiesgroup.com.au

www.mountiesgroup.com.au

mounties

*mounties
bowling club*

harbord diggers

*manly
bowling club*

club italia


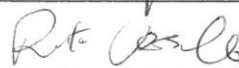

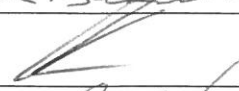
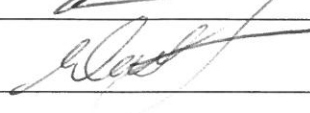
mekong

triglav

ANNUAL GENERAL MEETING – 20 AUGUST 2017

	Print Name	Member No.	Signature
1	Louis Magaj	108743	S. Magaj
2	Marthe Magagne	108741	x Marthe Magagne
3	Maria Gunka	102926	x M. Gunka
4	Julia Polak	29211	Julia Polak
5	Joseph Polak	103073	Joseph Polak
6	Hedvika Samsa	103188	H. Samsa
7	Hanka Samsa	102921	H. Samsa
8	Emil Folyornice	103161	Emil Folyornice
9	IVANA KROPE	19069	Ivana Kropf
10	BRANCO FABJANCIK	103077	B. Fabjan
11	PETER KRTO	19093	Peter Kratoch
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

ANNUAL GENERAL MEETING – 20 AUGUST 2017

	Print Name	Member No.	Signature
1	PINH PHAT PHAN	146853	
2	RITA VASSALLO	104121	
3	Rhonda Bennett	120053	
4	Alvin KUMAR	92973	
5	WANDER SUBER	121414	
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

Distribution List:	Board of Directors, Triglav Committee, G Pickering, J Woods	
Committee:	TRIGLAV SC AGM	Location: 80-84 Brisbane Road, St Johns Park
Date:	21 August 2016	Time: 10:00 hrs
Present:	Peter Krope, (chair), plus xxx members as recorded on the attendance sheet (attached to these minutes)	
In Attendance:	Greg Pickering, Jason Woods	
Apologies:		
Leave of Absence:		

Subject matter		Action	Recommendation
Business	1	<p>Agenda:</p> <ol style="list-style-type: none"> 1. Opening 2. Apologies 3. Previous Minutes 4. To receive and table reports from the Committee 5. To receive and consider the Triglav Mounties Group Sub-Club's <ol style="list-style-type: none"> 5.1 income and expenditure accounts; 5.2 balance sheet; 5.3 report to the auditor; <p>For the period ending 30 June 2016</p> <p>To receive and consider President Report</p> <p>To receive and consider Minutes from Previous Meeting 23/08/2015</p> <p>To receive and Consider Financial Report for the Triglav Mounties Group Sub-Clubs for the period ended 30/06/2016</p> 6. To deal with any other business of which due notice has been given to the Committee: and 7. To deal with any other business that the committee may approve of which due notice has not been given to the committee. 8. Closure 	
President's Report	2	That the President's Report is received and tabled.	Note

		Matters Arising:	
Previous Minutes	3	Were distributed to the members present at the meeting	Note
Financial Report	4	That the financial report for the Triglav Sub Club for the period ending 30 June 2016 is received and noted.	Note
		<p>Matters Arising:</p> <p>The CEO addressed the meeting regarding the financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> Confirmed that the result had been prepared from the Form 4 report to members and could not be confirmed as the final audited report (due ?). No changes are expected. Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. That members could check the annual report of the Group to confirm. Profit before Tax \$2.498M vs Budget \$2.245 (+\$253.5K) EBITDARD: +\$2.828M vs Budget \$X.XXXM EBITDARD % Revenue: 39.6% vs Budget 40.93% (-1.34%) Contributors: <ul style="list-style-type: none"> Gaming ↑ \$15.7K Expenses Generally ↓ \$26.8K <ul style="list-style-type: none"> Repairs and Maintenance ↓ \$40K 	

MOUNTIES GROUP 101 MEADOWS ROAD MT PRITCHARD 2170

	5	Matters Arising:	
General Business	6		
Meeting Close	7	There being no further business the Chairman declared the meeting closed at xx:xxam	
		Signed: _____ Date: _____	

Distribution List:	Board of Directors, Triglav Committee, G Pickering, C Lumley	
Committee:	TRIGLAV SC AGM	Location: 80-84 Brisbane Road, St Johns Park
Date:	23 August 2015	Time: 10:00 hrs
Present:	Peter Krobe, (chair), plus 22 members as recorded on the attendance sheet (attached to these minutes)	
In Attendance:	Greg Pickering	
Apologies:	Nil	
Leave of Absence:	Nil	

Subject matter		Action	Recommendation
Business	1	Agenda: To receive and consider Presidents Report To receive and consider Minutes from Previous Meeting 24/8/2014 To receive and Consider Financial Report for the Triglav Mounties Group Sub Club for the period ended 30/06/2015 To deal with any other business of which due notice has been given To deal with any other business that the committee may approve of which due notice has not been given.	
President's Report	2	That the President's Report is received and tabled.	Note
		Matters Arising: Nil	
Previous Minutes	3	Were distributed to the members present at the meeting	Note
Financial Report	4	That the financial report for the Triglav Sub Club for the period ending 30 June 2015 is received and noted.	Note

		<p>Matters Arising:</p> <p>The CEO addressed the meeting regarding the financial performance of the Triglav Site during the past 12 months, and:</p> <ul style="list-style-type: none"> Confirmed that the result had been prepared from the Form 4 report to members and could not be confirmed as the final audited report (due 25/8/2015). No changes are expected. Noted that the annual report (of which this report forms part) has not yet been finalised by the Board. That members could check the annual report of the Group to confirm. Profit before Tax \$1,804k vs. Budget \$525k (+\$1,280k) EBITDARD: +\$2,106k vs. Budget \$818k (+\$1,288k) EBITDARD % Revenue: 37.93% vs Budget 17.9% (+20.03%) Contributors: <ul style="list-style-type: none"> Gaming ↑ \$1,270k Catering ↓ 102k (Contracted). Expenses Generally ↓ \$252k <ul style="list-style-type: none"> Tiered Loyalty ↓ \$86k Club Utilities ↓ \$103k Repairs and Maintenance ↓ \$76k Administration ↑ \$113k 	
--	--	---	--

	5	<p>Matters Arising:</p> <p>TAB Loss: To be investigated and clarified to members</p> <p>Catering: CEO confirmed that the Catering Contract provided a rental income to the business</p>	
General Business	6	<ol style="list-style-type: none"> 1. Smoking and Food Service: CEO provided an explanation of the recently introduced regulation relating to the prohibition on the service of food into smoking areas, specifically the outdoor area to the North of the building. 2. Bocce: A question was raised about the smoking regulations and their effect on the Bocce Court. Management to investigate. 	
Meeting Close	7	There being no further business the Chairman declared the meeting closed at 10:35am	
		<p>Signed:</p> <p>Date:</p>	

TRIGLAV SUB CLUB RULES

RULES FOR THE OPERATION OF THE MOUNT PRITCHARD & DISTRICT COMMUNITY CLUB
TRIGLAV SUB-CLUB

1. NAME

- 1.1 The name of the sub-club is the 'Triglav Sub-Club', part of the Mounties Group of Sub Clubs.
- 1.2 The Sub-Club shall not, without the consent of the Board of Directors of Mount Pritchard & District Community Club Limited (Mounties), change the name of the Sub-Club.
- 1.3 The Sub-Club acknowledges that it holds no right, title or interest in the name of the Sub-Club.

2. INTERPRETATION

- 2.1 Unless the context or subject matter otherwise requires:
 - 2.1.1 words indicating the male gender include the female gender and vice versa; and
 - 2.1.2 words indicating the singular include the plural and vice versa.
- 2.2 Headings and the index are included for convenience only and do not form part of these Rules.

3. OBJECTS

- 3.1 The objects of the Sub-Club are to:
 - 3.1.1 encourage social activities among members of the Slovenian community in Australia;
 - 3.1.2 assist generally in the advancement of the Slovenian community and the establishment of good relationships among persons of Slovenian extraction, and, between them and persons of all other nationalities;
 - 3.1.3 materially support needy Australian Slovenians in necessitous circumstances; and
 - 3.1.4 carry out the activities listed in Rule 3.2 below, in the Sub-Club's Local Government Area and such other places as determined appropriate by the Board and within Mounties.
- 3.2 The social activities to be carried on by the Sub-Club (Sub-Club Social Activities) will include to:
 - 3.2.1 provide support to the Historical Archives for Slovenian Australians (NSW);
 - 3.2.2 provide support to the Slovenian Journal Misli;
 - 3.2.3 provide support to the Slovenian Media Services in Australia;
 - 3.2.4 conduct monthly dances at the Triglav Premises of Mounties;
 - 3.2.5 hold an ANZAC Day ceremony at the Triglav Premises of Mounties each year;

- 3.2.6 hold a Home Wine Tasting Day at the Triglav Premises of Mounties each year;
 - 3.2.7 support the Slovenian of the Year Awards each year (NSW and ACT);
 - 3.2.8 hold a traditional 'St Nicholas Day' for Member's children around Christmas time at the Triglav Premises of Mounties each year;
 - 3.2.9 arrange for traditional music performances and bands (local and overseas) to perform at the Triglav Premises of Mounties;
 - 3.2.10 hold a '10 hours sunset' event at the Triglav Premises of Mounties; and
 - 3.2.11 provide support to the Bossley Sports Soccer Club, Wetherill Park Cricket Club, Smithfield Panthers Netball Club, Pretenders Golf Club, and the local FE & FC Holden Car Club.
- 3.3 The Sub-Club must:
- 3.3.1 obtain the approval of the Board of Mounties for each function or event that it holds;
 - 3.3.2 conduct all its functions and events in accordance with all applicable laws and the requirements of all relevant government agencies;
 - 3.3.3 not sell or supply liquor without the prior approval of the Board of Mounties and subject to the conditions of any relevant liquor licence; and
 - 3.3.4 make reasonable endeavours to incorporate its activities into the Mounties events calendar for the benefit of Mounties and its members as a whole.

4. ACKNOWLEDGEMENT

- 4.1 This Sub-Club and these Rules are created pursuant to Rules 63-69 of the Constitution of Mounties.
- 4.2 Notwithstanding these Rules, the Board of Mounties, may, by resolution, issue any directive to the Sub-Club that it considers is in the best interests of the Sub-Club and / or that of Mounties. For the avoidance of doubt, the control of the Sub-Club is subject to the absolute control and supervision of the Board of Directors (or their delegated representative) and Chief Executive Officer (or his delegated representative) of Mounties.
- 4.3 It is hereby acknowledged that the Sub-Club is a sub-club (i.e. a section) of Mounties.
- 4.4 Nothing contained within these Rules is intended to create the Sub-Club as a separate entity from Mounties. For the avoidance of doubt, the Sub-Club is not a separate entity in a legal sense or otherwise from Mounties and the members of the Sub-Club will at all times remain answerable to the Chief Executive Officer on behalf of the Board of Mounties.
- 4.5 The Sub-Club is subject to the Constitution and By-laws of Mounties as amended from time to time. In the event of any inconsistency between these Rules and the Constitution and By-laws of Mounties, the latter documents will prevail.

5. MEMBERSHIP

- 5.1 Membership of the Sub-Club will only be open to current financial members of Mounties who agree to be bound by the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club. Any person who ceases to be a financial member of Mounties or has his or her membership of Mounties suspended will automatically cease to be a member of the Sub-Club or will automatically have his or her membership of the Sub-Club suspended for the same duration as his or her suspension from membership of Mounties (as the case may be).
- 5.2 The Sub-Club will have the classes of membership, subject to the eligibility criteria, set out in the following table:

Sub-Club Membership Class	Eligibility Criteria
Foundation Life	A person who was a Foundation Life Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Penrith Rugby League Club Ltd (Panthers) and who transfers to Mounties under clause 10 of the memorandum of understanding for amalgamation (MOU) between Mounties and Temporary Holding Club (No1) Limited (THCL).
Life (Honourable)	<p>A person who was a Life (Honourable) Member of St Johns Park Community Club Ltd (now dissolved) at the date of its amalgamation with Panthers and who transfers to Mounties under clause 10 of the MOU, and/or</p> <p>A Foundation Life, or Triglav Ordinary member who:</p> <ul style="list-style-type: none">(i) has rendered distinguished, exceptional or meritorious services to the Triglav Sub Club; and(ii) is recommended by the Triglav Sub Club Committee for election to Life (Honourable) membership, andiii) the recommendation in ii) (above) is supported by the Board of Mounties and;iv) a resolution in support of the awarding of Life (Honourable) membership is carried by a two-thirds majority of members who are present and voting at a General Meeting of the Triglav Sub Club. <p>Note: Not more than one (1) person can be awarded Life</p>

	(Honourable) membership in any 12 month period between Annual General Meetings of the Triglav Sub Club.
Triglav Ordinary	A person who was an Ordinary Triglav Home Club Member of Panthers on the date of de-amalgamation of the Triglav Premises to THCL and who transfers to Mounties under clause 10 of the MOU. and/or A Person who is elected to membership of the Triglav Sub Club in accordance with clause 5.3 of these rules.
Triglav Associate	Any Member of Mounties.

- 5.3 Except as provided in the MOU, a person must not be admitted as a member of the Sub-Club unless that person is elected to membership at a meeting of the Committee by a three-quarters majority of the Committee members present and voting, who may reject any application for membership without giving any reason for the rejection.
- 5.4 When a person has been elected to membership of the Sub-Club, the Committee (or their delegated representative) will enter that person's name and details in the Sub-Club's Register of Members. The member so elected is deemed to have agreed to the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club.
- 5.5 The Annual Subscription of the Sub-Club shall be an amount determined by the Committee.
- 5.6 Only members of the Sub-Club who have attained the age of 18 years will be entitled to vote and to stand for or hold office on the Committee. Proxy voting is not permitted.
- 5.7 A member is ineligible to be nominated for or elected to the Committee if that member receives a financial benefit for the provision of services to the Sub-Club from Mounties, except any honorarium approved at a General Meeting of Mounties
- 5.8 The Sub-Club will consist of not more than 10,000 members, however the Board of Mounties may authorise an increase in the maximum number of members allowable in the Sub-Club from time to time.

6. ADMINISTRATION AND MANAGEMENT

- 6.1 The Sub-Club is not formed for, nor shall it conduct its business or affairs for private gain.
- 6.2 Subject to the absolute control and supervision of the Board, the Sub-Club shall manage its own business and affairs (including the custody and control of the Sub-Club's funds) only for the purpose of promoting its Objects, but must make regular reports to the Board of Mounties.

- 6.3 The Committee may, but without limiting its general powers, from time to time:
- 6.3.1 delegate any of its powers (other than this power of delegation) to sub-committees consisting of such persons, being members of the Sub-Club, as it may from time to time think fit and may from time to time revoke such delegation;
 - 6.3.2 make rules not inconsistent with the Constitution, Rules and By-Laws of Mounties and the Rules of the Sub-Club which in the Committee's opinion is necessary or desirable for the proper control, administration and management of the Sub-Club provided that the Board of Mounties, by resolution, approves such rules; and
 - 6.3.3 appoint any delegate or delegates to represent the Sub-Club for any purpose with such powers as may be thought fit.
- 6.4 The Sub-Club shall, hold a general meeting known as the Annual General Meeting not later than 2 calendar months after the end of the financial year in Rule 9.1 of these Rules, subject to Rule 7.2 below. The Committee will determine the date, time and place the meeting. All Sub-Club members will be given at least twenty one (21) days notice of the Annual General Meeting. All general meetings other than the Annual General Meeting are known as General Meetings
- 6.5 The business of the Annual General Meeting will be as follows:
- 6.5.1 to receive and table reports from the Committee;
 - 6.5.2 to receive and consider the Sub-Club's:
 - 6.5.2.1 income and expenditure accounts;
 - 6.5.2.2 balance sheet; and
 - 6.5.2.3 report of the auditor;
 - 6.5.3 to elect the Committee members for the following year
 - 6.5.4 to deal with any other business of which due notice has been given to the Committee; and
 - 6.5.5 to deal with any other business that the Committee may approve of which due notice has not been given to the Committee.
- 6.6 The Committee may whenever it thinks fit call a General Meeting and it must, on the request of not less than 10% of the members of the Sub-Club having at the date of the deposit of the request at the office a right to vote at General Meetings, within twenty eight (28) days proceed to call and hold a General Meeting after the deposit of the request. All Sub-Club members will be given at least seven (7) days notice of the General Meeting.

7. THE COMMITTEE

- 7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President from among its number at the first meeting of the Committee after each election.

- 7.2 The founding Committee members will be the members of the Triglav Home Club Board of Panthers (as defined in the Panthers Constitution) on completion of the amalgamation between Mounties and THCL, who are also members of this Sub-Club, and such other Sub-Club Members as may be appointed by the Board. The founding Committee will hold office, subject to these rules, up until the conclusion of the first Annual General Meeting of the Sub-Club which will be held in conjunction with the next Mounties AGM at which Board elections will be conducted after completion of the Amalgamation.
- 7.3 On and from the first Annual General Meeting of the Sub-Club:
- 7.3.1. The Committee elected at the Annual General Meeting in 2014 shall hold office until the conclusion of the Annual General Meeting in 2017, when they will retire but will be eligible for re-election.
 - 7.3.2. On and from the election of the Committee in 2017, the Committee will be elected bi-ennially at the Annual General Meeting of the Sub-Club. The members of the Committee will be elected to hold office until the conclusion of the second Annual General Meeting after that at which they were elected, when they will retire but will be eligible for re-election.
 - 7.3.3. The Board of Mounties shall appoint a Returning Officer to conduct elections and that person shall not be eligible to be a nominee in any elections.
 - 7.3.4. Nominations for the positions of Committee persons shall open twenty one (21) days before the time and date fixed for the Annual General Meeting of the Sub-Club and shall close (7) days before the date and time fixed for the Annual General Meeting of the Sub-Club.
 - 7.3.5. All Nominations shall be given to the Secretary, who will deliver them to the Sports Director not less than six (6) days prior to the Annual General Meeting.
 - 7.3.6. Nominations for election to the Committee shall be made in writing and signed by two (2) Sub-Club members and by the nominee who must signify his or her consent to the nomination to the Returning Officer of the Sub-Club.
 - 7.3.7. If there are insufficient nominations to fill all vacancies on the Committee, those duly nominated will be declared elected and additional nominations will be received at the Annual General Meeting of the Sub-club.
 - 7.3.8. In addition to the reservations contained in this Rule 7, the election of members to the Committee will be in accordance with the Constitution of Mounties and shall be conducted under the supervision of the Sub-Club's Returning Officer.
 - 7.3.9. If there are more than the required number nominated, an election ballot shall take place, but if there are only the requisite number nominated, the Returning Officer of the Sub-Club shall declare those nominated duly elected.
- 7.4 In the event of a vacancy on the Committee, the remaining members of the Committee will be empowered to appoint a member of the Sub-Club to fill the vacancy.

- 7.5 If any Committee member should die or fail to attend three (3) consecutive Committee meetings without reasonable cause or leave of absence or if they should resign or become bankrupt or of unsound mind, their office shall be declared vacant and the Committee may appoint a successor to hold the office until the next Annual Meeting of the Sub-Club at which Committee elections are to be held under these Rules.
- 7.6 No member of the Committee shall receive any remuneration for their service in their capacity as a member of the Committee.
- 7.7 The Committee will keep and maintain a Register of Sub-Club Members.

8. MEETINGS OF THE COMMITTEE

- 8.1 The Committee shall meet at least once in every month for the transaction of business (which meetings shall be called regular meetings) and the names of all members of the Committee present and voting and minutes proceedings of the Committee shall be entered in a book provided for this purpose. The minutes must be submitted to the Mounties Chief Executive Officer to be tabled at Board meetings and will contain reports on the effectiveness of the operations of the Sub-Club and the financial operations of the Sub-Club.
- 8.2 The Chairperson of the Sub-Club shall preside at all meetings of the Committee. In the absence of the Chairperson, the meeting shall elect a member of the Committee to Chair the meeting.
- 8.3 A majority of the Committee shall constitute a quorum at a regular meeting. If a quorum is not present within fifteen minutes of the time fixed for the meeting it shall stand adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within fifteen minutes from the time appointed for the meeting the members present shall be deemed to be a quorum.
- 8.4 The Committee may make recommendations and representations to the Board about:
 - 8.4.1 the Triglav Premises of Mounties;
 - 8.4.2 Membership at those premises;
 - 8.4.3 Mounties' strategic plan as it relates to the Sub-Club;
 - 8.4.4 the allocation of funding in furtherance of the Sub-Club purposes; and
 - 8.4.5 recommendations for donations to be made by Mounties under the ClubGrants scheme, but will not have any management or governance rights or duties (unless specifically delegated by the Board).

9. ACCOUNTS OF THE SUB-CLUB

- 9.1 The financial year of the Sub-Club shall commence on the first day of July and end on the last day of June in each year.
- 9.2 The Board of Mounties may empower the Sub-Club to open and operate an account in the name of the Sub-Club in such bank or financial institution as the Board or Chief Executive Officer of Mounties may from time to time approve, provided that the persons eligible to operate upon any such account must be approved by the Board or Chief Executive Officer of Mounties, which from time to time may remove and replace such persons or any of them.

- 9.3 The Committee shall cause correct accounts and books to be kept showing the correct financial affairs of the Sub-Club, including but not limited to, income and expenditure, conduct of all correspondence and a property register of the Sub-Club. Such books and accounts shall be kept at such place or places as the Committee may think fit and shall always be open for the inspection of Committee members and the Board of Mounties and their appointed agents.
- 9.4 The Board of Mounties will, in each financial year, provide funding of up to \$100,000 to the Sub-Club as reasonably required for it to engage in and carry out the Sub-Club Social Activities:
 - 9.4.1 subject to a budget approved by the Board (acting reasonably) in accordance with its usual procedures from time to time for funding of sub-clubs; and
 - 9.4.2 provided that the Sub-Club continues to promote its purposes as set out in Rule 3.1 above, and, engage in and carry out the Sub-Club Social Activities.
- 9.5 The Sub-Club must:
 - 9.5.1 only apply its funds for the purposes set out in Rule 3.1 above and engaging in the Sub-Club Social Activities; and
 - 9.5.2 only make payments to third parties by way of support in accordance with any ClubGrants or other community donations/support rules or guidelines approved by the Board from time to time.
- 9.4 The Committee shall once every year submit its accounts and books to the Chief Executive Officer of Mounties for review.
- 9.5 The Committee and each member of it shall upon request by the Chief Executive Officer or the Board of Mounties produce to the said Chief Executive Officer, or the Board or such other person nominated by the Chief Executive Officer, or the Board, any documents or other records held by the Committee or any member of it on behalf of the Sub-Club.

10. AMENDMENT OF RULES OF THE SUB-CLUB

- 10.1. These Rules may be amended from time to time by a seventy five percent (75%) majority of the members of the Sub-Club present and voting at an Annual General Meeting of the Sub-Club or at a meeting of the members of the Sub-Club convened specifically for such purpose, provided that no amendment proposed to and approved by the meeting of the members of the Sub-Club shall have effect unless and until it has been approved by resolution of the Board of Mounties.

11. Sub Club Activity Funding

- 11.1. From 1 July 2014 Mounties will provide funding for the Sub-Club in support of "Preserving Traditions" (as described in Annexure A of the Memorandum of Understanding (MOU) for Amalgamation between Mounties and THCL Ltd).
- 11.2. The MOU provides at 2.3) that Mounties will contribute up to a maximum of \$100,000 in any year in support of the Sub Club and its activities.
- 11.3. The Objects and Activities are set out in Rules 3.1 and 3.2 of these rules.
- 11.4. Sub Club Activity Funding will only be applied for the Objects and activities of the

Sub-Club as set out in Rules 3.1 and 3.2 of these rules.

- 11.5. The Board will approve allocations to these activities as part of the budgets prepared each year.
- 11.6. If the Sub-Club ceases to carry out the Objects in Rules 3.1.3 to 3.1.9 any remaining balance of the Cultural Fund may be applied to one or more objects set out in the Constitution of Mounties, as deemed appropriate by the Board of Mounties and having regard to the Objects set out in Rules 3.1.3 to 3.1.9 above.
- 11.7. Any funds that are granted by way of the ClubGRANTS scheme as part of the liability for the Triglav premises will be issued from the Triglav Sub Club Activity Fund.
- 11.8. Approved funding will be determined by 30 June in each year as part of the budget process and approved by the Board.

FY 2018

	To	Amount	Purpose	Approval
i)	Historical Archives for Slovenian Australians (HASA)	\$3,000	Community – Cultural**	By Triglav SCC
ii)	Slovenian Journal MISLI	\$3,000	Community – Cultural**	By Triglav SCC
iii)	Slovenian Media Services in Australia	\$7,520	Community – Cultural**	By Triglav SCC
iv)	Slovenian Monthly Dance	\$14,000	Community – Cultural**	By Triglav SCC
v)	Anzac Day	\$4,000	Community – Event**	By Triglav SCC
vi)	Home Wine Tasting	\$500	Community - Event	By Triglav SCC
vii)	Slovenian National Day	\$10,000	Community – Cultural**	By Triglav SCC
viii)	St Nicholas Day	\$3,500	Community – Cultural**	By Triglav SCC
ix)	Cultural Music Performances	Nil	Community - Cultural	Not planned for 2017/18
x)	10 Hours Sunset Function	Nil	N/A	Not planned for 2017/18
xi)	Bossley Sports Club	\$5,500	Community – Sport**	By Triglav SCC
xi)	Wetherill Park Cricket Club	\$5,500	Community – Sport**	By Triglav SCC
xi)	Smithfield Panthers Netball	Nil	N/A	Not planned for 2017/18
xi)	Cycling Club Triglav in lieu of Pretenders Social Golf	\$3,000	Community - Sport	By Triglav SCC
xi)	FE FC Holden Car Club	\$3,600	Community**	By Triglav SCC
Other	Bocce	\$20,000	Community – Sport**	Budget to be specified and approved by GP
Other	ClubGrants – Cat 1	\$20,950	Community	Recommendations from Triglav SCC to Grants committee / Board to approve
other	Other	\$10,000	Community	By Triglav SCC
	Total	\$114,070		

Name of Sub Club:

1.1 **Triglav Sub club**

Chairman:

Signature

Print Name:

Peter Krope

Date:

/ / 2017

Signed by Chairman of the Board Meeting at which these Rules were approved:

Date:

Document History Table			
Version Number	Date of Issue	Board Approval Date	Description of Changes
Original	27/5/2013	Item 26 (Triglav SC approval)	Original – Deferred due to further changes see 7.1
001	8/4/2014	*4116: 643 (8/4/2014)	This version reproduced as changes below were not executed by Board to 8/7/2014). 7.1 The Committee will comprise of 7 Sub-Club Members at least 5 of whom must be Foundation Life, Life (Honourable) or Triglav Ordinary members, and the remaining 2 positions may be filled by members from any class of membership. The Committee will elect the President from among its number at the first meeting of the Committee after each election.
	8/7/2014	646 (8/7/2014)	7.1 approved 5.8 to 10,000 - approved
002	11/11/14	650 (11/11/14)	11. Sub Club Activity Funding 11.1. From 1 July 2014 Mounties will

			<p>provide funding for the Sub-Club in support of “Preserving Traditions” (as described in Annexure A of the Memorandum of Understanding (MOU) for Amalgamation between Mounties and THCL Ltd).</p> <p>11.2. The MOU provides at 2.3) that Mounties will contribute up to a maximum of \$100,000 in any year in support of the Sub Club and its activities.</p> <p>11.3. The Objects and Activities are set out in Rules 3.1 and 3.2 of these rules.</p> <p>11.4. Sub Club Activity Funding will only be applied for the Objects and activities of the Sub-Club as set out in Rules 3.1 and 3.2 of these rules.</p> <p>11.5. The Board will approve allocations to these activities as part of the budgets prepared each year.</p> <p>11.6. If the Sub-Club ceases to carry out the Objects in Rules 3.1.3 to 3.1.9 any remaining balance of the Cultural Fund may be applied to one or more objects set out in the Constitution of Mounties, as deemed appropriate by the Board of Mounties and having</p>
--	--	--	---

			<p>regard to the Objects set out in Rules 3.1.3 to 3.1.9 above.</p> <p>11.7. Any funds that are granted by way of the ClubGRANTS scheme as part of the liability for the Triglav premises will be issued from the Triglav Sub Club Activity Fund.</p> <p>11.8. Approved funding will be determined by 30 June in each year as part of the budget process and approved by the Board.</p>
			FY 2015 table addendum to rules
003	14/7/2015	*5885: 658 (14/7/2015)	Approved Triglav Cultural Funds effective 30/6/2016
	8/12/2015	*6570: 663 (8/12/2015)	Triglav Mounties Group Sub Club rule 7.3 is replaced and passed at Triglav EGM held 21/8/2016
V2	643	20140408	*4114 – 5.9, 6.5.3
V3	660	20150908	*6155 - extension of elected committee by 1 year (revert to biennial effective 2017)
V4	662	20151110	* 6379 – 7.3 amended adopted at GM held 28/8/2016
V5	681	20170613	<ul style="list-style-type: none"> 7.1 (TBC) <p>521/2017</p> <p>Inserted: Sub Club Activity Funding 11 (11.1 – 11.7)</p> <p>Inserted table of approved activity funding total value \$114,070</p>