



# 2022 ANNUAL REPORT 2022

Oatley  
RSL



# OFFICE BEARERS

PRESIDENT	Ron White
VICE PRESIDENT	Tina Graham
TREASURER	Simon Flack
DIRECTORS	Tim Larkin, John Davidson, Mark Bridge, Craig Walters, Robyn Collins
CHIEF EXECUTIVE OFFICER	Dave Brace
AUDITOR	James Gullotta, Littlewoods Chartered Accountants

# LIFE MEMBERS

R. White  
A. McKimm  
R. Murray  
J. Davidson  
T. Graham  
M. Vincent

# STRATEGIC PLAN

VISION	MISSION
Be the venue of choice by providing a financially viable social hub with facilities and services that benefit our members and the broader community.	To maintain profitability, grow and diversify the club's activities and revenue streams where viable to do so.
OBJECTIVES	
Activities to achieve our mission and vision:	
1. Maintain a profitable operation, closely managing funds and investments, and any financial debt.	
2. Remain compliant and be proactive in dealing with ongoing changes in industry and government legislation, whilst maintaining good governance.	
3. Strive for increased new memberships, and increase member retention.	
4. Increase patronage of our club facilities and associated offerings.	
5. Upgrade members' facilities, in line with market trends, and member expectations.	
6. Promote awareness within the local community ensuring the continuation of a strong community profile whilst also growing the Oatley RSL & Community Club brand.	
7. Regularly inform Members, through a variety of communication channels, e.g. Website, Facebook, and quarterly newsletters.	
8. Develop and maintain a mutually beneficial relationship with our RSL Sub-Branch.	

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NOTICE OF ANNUAL  
GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of Oatley RSL &Community Club Limited (ABN 21 129 788 692) will be held at the Club premises, 23 Letitia Street, Oatley on Sunday 2nd April 2023 at 3:30pm.

BUSINESS

1.

Apologies.
2.

To confirm the minutes of the Annual General Meeting held on Sunday 20th March 2022
3.

To receive and consider the President’s Report, Directors Report, Financial Report and Auditor’s Report.

**Note:** If members have questions on the Financial Report, they are respectfully requested to submit them to the Chief Executive Officer at least seven (7) days before the Annual General Meeting so that, if necessary, the matter can be appropriately researched before the Annual General Meeting.
4.

To declare the results of the election of Directors.
5.

To consider and, if thought fit, pass the Ordinary Resolutions set out below.
6.

To consider and, if thought fit, pass the Special Resolutions set out below.
7.

To transact any other business which may be transacted pursuant to the Club’s Constitution.
8.

Suggestions for incoming Board.

FIRST ORDINARY RESOLUTION

- Pursuant to the Registered Clubs Act,
- (a)

“That the members hereby approve expenditure by the Club in a sum not exceeding \$25,000 for the professional development and education of Directors, during the twelve months period preceding the 2022 Annual General Meeting, including;

(i)

Reasonable cost of Directors attending seminars, lectures, trade displays, organised study tours, fact finding tours and other similar events as may be determined by the Board from time to time;

(ii)

Reasonable cost of Directors attending other Clubs for the purpose of observing facilities and methods of operation;

(iii)

Reasonable cost of Directors attending meetings and seminars of Clubs NSW, and other Associations of which the Club is a member;

(iv)

Attendance at functions with partners where appropriate and required, to represent the Club;
- (b)

The members acknowledge that the benefits in (a) above are not available to Members generally, but only for those who are Directors of the Club and those members directly involved in the above activities.

## SECOND ORDINARY RESOLUTION

Pursuant to the Registered Clubs Act,

- (a) "That the members hereby approve expenditure by the Club in a sum not exceeding \$17,000 for the following purposes, during the twelve months period preceding the 2022 Annual General Meeting, subject to approval of the Board of Directors;
- (i) Sponsorship of Intra-Clubs; youth development in the district; hospitality to community leaders; presentations to Members or other persons acknowledging service deemed by the Directors to be of benefit to the Club;
  - (ii) Sponsorship of sporting events and charity days deemed by the Directors to be of benefit to the Club and/or the community;
  - (iii) The cost of a meal and beverage for each Director at a reasonable time before or after a Board or committee meeting, on the day of that meeting;
  - (iv) Reasonable expenses incurred by Directors in traveling to and from Directors Meetings or other duly constituted meetings, either within the Club or elsewhere, as approved by the Board on the production of documentary evidence of such expenditure;
  - (v) Provision of one (1) car parking spaces adjacent to the Club;
  - (vi) Reasonable expenses incurred by Directors either within the Club or elsewhere in relation to such other duties, including entertainment of special guests of the Club and other promotional activities, approved by the Board on production of documentary evidence of such expenditure;
  - (vii) Reasonable cost of Directors attending an end of year dinner prior to the Annual General Meeting;
  - (viii) Provision to Directors of a Club jacket and associated apparel for use at special functions and engagements when representing the Club;
  - (ix) Reasonable cost associated with ANZAC Day functions and other commemorative days held during the year, which is in keeping with objects of the RSL;
- (b) The members acknowledge that the benefits in (a) above are not available to Members generally, but only for those who are Directors of the Club and those directly involved in the above activities.

## THIRD ORDINARY RESOLUTION

The members hereby approve:

- (a) the payment of the following honorariums for directors for services as directors until the Annual General Meeting in 2024:
- (1) President – \$2000 and \$50 for each board meeting attended; and
  - (2) Vice President – \$1500 and \$50 for each board meeting attended; and
  - (3) Treasurer – \$1500 and \$50 for each board meeting attended; and
  - (4) Ordinary Director – \$600 (\$800 if chair of a Sub-Committee) and \$50 for each board meeting attended.
- (b) Such honorarium is to be paid weekly or such other installments as the Club and the Directors may agree from time to time. If a director only holds office for part of the term, the honorarium shall be paid on a pro rata basis.

## FOURTH ORDINARY RESOLUTION

The members hereby approve:

1. The appointment of Harley, Russell & Day as Auditors for Oatley RSL & Community Club Limited.

## EXPLANATORY NOTES TO MEMBERS

### FIRST ORDINARY RESOLUTION

The purpose of the First Ordinary Resolution is to meet the disclosure requirements of the Corporations Act and Registered Clubs Act. It relates to expenditure by the Club for the professional development and education of Directors as well as ensuring that Directors keep up to date with current Club industry development and that the Club is represented by selected Directors at the various meetings of Associations of which the Club is a member. Adoption by members will confirm and set an upper limit on the amount to be expended.

### SECOND ORDINARY RESOLUTION

The purpose of the Second Ordinary Resolution is again to meet the disclosure requirements of the Corporations Act and Registered Clubs Act. It relates to expenditure shown in the Club's Annual Accounts under various headings and approved by the members when the annual accounts are adopted. Adoption by members will confirm and set an upper limit on the amount to be expended.

### THIRD ORDINARY RESOLUTION

The purpose of the Third Ordinary Resolution is to have members approve an honorarium for directors of the Club for duties performed by those directors until the next Annual General Meeting. The honorarium will be paid on a pro rata basis which means that if a director only holds office for part of the year, the director will only receive part of the honorarium.

### FOURTH ORDINARY RESOLUTION

Under the Corporations Act, companies should change their audit partner every five years. Littlewoods have been replaced by Harley, Russell & Day as our Auditors.

## PROCEDURAL MATTERS FOR ORDINARY RESOLUTIONS

1. To be passed, an Ordinary Resolution must receive votes in its favour from a majority (50% + 1) of those members who, being eligible to do so, vote in person in the Ordinary Resolution at the meeting.
2. The Registered Clubs Act provides that:
  - Item 1** members who are employees of the Club are not entitled to vote; and
  - Item 2** proxy voting is prohibited.

## SPECIAL RESOLUTIONS

### SPECIAL RESOLUTION 1

"That the Constitution of Oatley RSL & Community Club Ltd (Club) is amended by:

- In rule 5(a), adding the following new definitions in appropriate alphabetical order before the definition of "The Act":
  - "Accountability Code"** means the Registered Clubs Accountability Code contained in schedule 2 of the Registered Clubs Regulation as amended from time to time.
  - "Gaming Machines Act"** means the Gaming Machines Act 2001 (NSW) as amended from time to time.
  - "General Meeting"** includes Annual General Meeting."
  - "Registered Clubs Regulation"** means the Registered Clubs Regulation 2015 (NSW) as amended from time to time.
- In rule 5(a), replacing the full stop at the end of the definition of "Club Notice Board" with a comma and adding the words "and includes an electronic notice board or a static notice board" so that the definition of "Club Notice Board" will read as follows:
  - "Club Notice Board"** means a board designated as such and located in a conspicuous place within the Club premises on which notices for the information of members are posted, and includes an electronic notice board or a static notice board."

- Replacing the definition of “The Office” in rule 5(a) with the following new definition of “The Office”:  
“**The Office**” means the registered office of the Club as registered with the Australian Securities and Investments Commission.”
- Deleting rule 6 and inserting instead the following new rule 6:

### “OBJECTS

6. The objects of the Club are:
- The operation maintenance and carrying on of a Club registered pursuant to the provisions of the Act and the Registered Clubs Act.
  - To provide for members and their guests a social and sporting club with all the usual facilities of a club including meals, beverages and provision for physical activities and other social amenities.
  - To provide and maintain buildings and other recreational facilities for social and other purposes for the benefit of members and their guests.
  - To promote the activities of approved Sub Clubs.
  - To apply for and obtain and hold a club licence under the Liquor Act, gaming machine entitlements under the Gaming Machines Act and any other rights, entitlements, permits, authorities and licences necessary and desirable for the Club.
  - The promotion and carrying out of such charitable activities or undertakings as the Board may determine from time to time.
  - To support the objects of the Returned Services League of Australia (New South Wales Branch), otherwise known as RSL NSW.
  - To purchase, hire, lease or otherwise acquire for the purposes of the Club any real or personal property and rights or privileges which the Club may think necessary or convenient for the carrying out of its objects or any of them.
  - To give, sell, mortgage, exchange, hire, lease or otherwise dispose of the property of the Club or any part or parts thereof subject to any limitation contained in the Registered Clubs Act and Liquor Act.
  - To arrange functions of all kinds and raise funds by all means for the purpose of the Club or for philanthropic or charitable purposes.
  - To communicate via any appropriate media information for Club promotions of its objects.
  - To hire and employ all classes of persons considered necessary for the purposes of the Club and subject to Rule 9 of this Constitution to pay to them and to other persons in return for services rendered to the Club salaries, wages and gratuities.
  - To manage, improve, alter and maintain all or any part of the lands, buildings and tenements of the Club.
  - To borrow or raise or secure the payment of money in such manner as the Club shall think fit 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 including its unpaid membership or subscription fees and to purchase, redeem or pay off any such securities.
  - In furtherance of the objects of the Club to establish and support, and to aid in the establishment and support, and to subscribe to or become a member of any other clubs, societies, associations or companies formed for all or any of the objects of this Club or whose objects are in part similar to the objects of this Club or the establishment or support of which may be beneficial to this Club.
  - In furtherance of the objects of the Club to amalgamate with any companies, institutions, societies or associations having objects all together or in part similar to those of this Club and which shall prohibit the distribution of their income and property among their members to an extent at least as great as is imposed on the Club under or by virtue of Rule 9 of this Constitution, and to do all acts and things and execute all documents as may be necessary to effect such amalgamation.

- To establish support or aid in the establishment and support of associations, funds, trusts and conveniences calculated to benefit the members of the Club, to effect and maintain insurances for any purpose and to subscribe or guarantee money for charitable or benevolent objects or for any exhibitions or for any public general or useful object.
- To carry on all such activities as may be necessary or convenient for the purposes of the Club or any of them.
- To do all such acts, deeds, matters and things and to enter into and make such agreements as are incidental or conducive to the attainment of the objects of the Club or any of them.”

- Removing references to “entrance fee” and “entrance fees” where it appears in the Constitution, and making any associated changes as a result of the removal, such as deleting words like “and” or “an” when the reference in a rule refers to both the entrance fees and other payments such as annual subscriptions and making grammatical corrections as necessary. For example, the following rules contain references to entrance fees: rules 21(b), 22(b), 23(a), 23(c)(vi), 26, 27, 31(a), 34(b)(i), 34(d), 35(a), the heading to rules 36 to 38 inclusive and in rule 56(l).
- In rules 17(e) and 17(f), deleting “2002” after the words “Gaming Machines Act”
- Deleting rule 18 and inserting instead the following new rule 18:  
“18. The Full membership of the Club shall be divided into the following categories:  
  - Life members;
  - Club members;
  - RSL members; and
  - Junior members.”
- Deleting rule 21(c) and inserting instead the following new rule 21(c):  
“(c) RSL members shall have the same rights and privileges as Club members.”
- In rules 24(a), 32(a), 33(a), 51(a), 53(c) and 114, reversing the order of reference of RSL members and Club members in those rules, so that references are to Club members is first, followed by references to RSL members.
- In rule 34(e), deleting the words “and address” after the word “name” so that rule 34(e) will read as follows:  
“(e) The full name of each applicant for membership shall be placed on the Club Notice Board and shall remain so posted for not less than seven (7) days.”
- Deleting rule 34(a)(iv) which reads “iv) occupation of the applicant” and renumbering subsequent rules 34(a)(v) to 34(a)(vii) as rules 34(a)(iv) to 34(a)(vi) so that rule 34(a) will read as follows:  
“(a) Every application for membership of the Club shall be in writing and shall be in such form as the Board of the Club may from time to time prescribe and shall contain the following particulars:  
  - the full name of the applicant;
  - the residential address of the applicant;
  - the date of birth and the age of the applicant;
  - a statement to the effect that the applicant agrees to be bound by the Constitution and By-laws of the Club;
  - the signature of the applicant and of the parent or guardian in the case of an application for Junior membership;
  - such other particulars as may be prescribed by the Board from time to time.
- Adding the following new rule 45(f) after rule 45(e):  
“(f) The Board, the Secretary, or the Senior Employee may at any time organise and enforce the exclusion from the Club’s premises licensed Premises of any member or other person (either with or without the member’s or person’s consent) in accordance with the Club’s Responsible Service of Alcohol policy or Responsible Conduct of Gambling policy.”
- In the first paragraph of rule 52, deleting the words “and the first meeting under the triennial rule will be the Annual General Meeting held in 2016” so that the first paragraph will read as follows:  
“52. The Board shall be elected triennially in accordance with Rule 53 and Schedule 4 of the Registered Clubs Act (which is set out below).”



- In the first sentence in rule 53(y), deleting after the word “Board” the words “to be conducted in 2016 and all elections of the Board thereafter”, so that the sentence will read:  
“(y) For the purposes of the election of the Board:
- Deleting rules 53(g), 53(k) and 53(x) and renumbering other paragraphs/rules within rule 53 accordingly.
- Replacing the word “Chairman” with the word “Chairperson”; in rules 61, 96(e), 96(f) and 96(h).
- In rule 61 add after the words “Minute Book provided for that purpose” the words “or entered into electronic records kept in accordance with section 253S of the Act”, so that rule 61 will read as follows:  
61. A record of all members of the Board present at each Board meeting and of all resolutions and proceedings of the Board at such meeting shall be entered in a Minute Book provided for that purpose or entered into electronic records kept in accordance with section 253S of the Act. The minutes of all Board meetings shall be prepared promptly after each meeting and shall be signed by the Chairperson of the meeting to which the minutes relate or by the Chairperson of the next succeeding meeting.”
- In rule 70, replacing the words “Section 41C of the Registered Clubs Act” with the words “clause 8(1) of the Accountability Code”.
- Deleting rule 71 and inserting instead the following new rule 71:  
“71. Any director who has or acquires a financial interest in respect of a hotel within 40 kilometres of the Club’s licensed premises must in accordance with clause 8(1) of the Accountability Code give a written declaration of that interest to the Secretary of the Club.
- In rule 72, replacing the words “Section 41E of the Registered Clubs Act” with the words “clause 8(1) of the Accountability Code”.
- Deleting rule 73 and inserting instead the following rule 73:  
“73. In accordance with clause 9(2) of the Accountability Code, the Club must, for each of its financial years, maintain a register of disclosures required under that clause.”
- In rule 74, adding the words “or the Accountability Code” after the words “Registered Clubs Act” so that rule 74 will read as follows:  
“74. Rules 70 to 73 inclusive do not limit the provisions of the Registered Clubs Act or the Accountability Code referred to in those Rules.”
- In rule 77(a), replacing the words “Section 41K of the Registered Clubs Act”; with the words “clause 4(a) of the Accountability Code”.
- In rule 78(a)(ii) and 78(a)(iii), replacing the words “Registered Clubs Act” with the words “Accountability Code”.
- In rule 78(b) adding after the words “Registered Clubs Act” the words “or Accountability Code”.
- In rule 95(d), deleting the words “the book containing” before the words “the minutes of the proceeding” so that rule 95(d) will read as follows:  
“d) At any general meeting (unless a poll is demanded) a declaration by the chairperson 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 minutes of the proceedings of the Club shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against such resolution.”
- In opening line of rule 99(a), adding after the words “minute books” the words “or keep electronic records subject to the requirements of section 253S of the Act”, so that the opening line of rule 99(a) will read as follows:  
“(a) The Club must keep minute books or keep electronic records subject to the requirements of section 253S of the Act in which it records.”

- Deleting rules 108 and 109 and inserting instead the following new rules 108 and 109:  
“108. A notice may be given by the Club to any member either:  
(a) personally; or  
(b) by sending the notice by pre-paid post to the address of the member recorded for that member in the Register of Members kept pursuant to this Constitution; or  
(c) by sending the notice to the electronic address (if any) to the electronic address of the member recorded for that member by the Club; or  
(d) by sending the notice to the member by other electronic means (if any); or  
(e) by notifying the member that the notice is available and how it may be accessed, if the Club has an electronic means by which the member may be notified that a notice is available and an electronic means by which the member may access the notices.  
109. (a) Where the Club gives a notice personally, the notice is taken to have been given to the member on the day of receipt by that member.  
(b) Where the Club sends a notice by post (including a notice of meeting), the notice is taken to have been given to the member, on the day following that on which the notice was posted.  
(c) Where a notice is sent under Rule 108(e), the notice is taken to have been given on the day following that on which the member is notified that the notice is available.  
(d) Where the Club sends a notice by electronic means, the notice is taken to have been given to the member on the day following that on which the notice was sent.”
- Renumbering rules as may be appropriate, including changing internal references to rule numbers as may be required, pursuant to any deletions of rules under this Special Resolution and under the Special Resolutions passed at the previous Annual General Meeting of the Club held on 20 March 2022.”

## EXPLANATORY NOTES REGARDING SPECIAL RESOLUTION 1

### General

1. Special Resolution 1 contains general updates by way of modernisation of terminology used in the Constitution or relatively insignificant changes necessary to bring the Constitution into line with current legislation.

### Rule 5(a) - definitions

2. Use of modern technology for the Club’s Notice Board and written communications is referenced in rule 5.
3. Throughout the Constitution, there are references to “General Meeting”, or “Annual General Meeting.” References to the former will generally include an Annual General Meeting, as Annual General Meetings under the Corporations Act 2001 (Cth) (Corporations Act) are General Meetings of members. For clarity, it is appropriate to include a definition of “General Meeting”
4. The Gaming Machines Act 2001 (NSW) is incorrectly referred to as the Gaming Machines Act 2002. A new definition of that legislation is to be added to rule 5(a) and the incorrect references deleted from rules 17(e) and 17(f).

### Rule 6 - objects

5. The objects in rule 6 are to be simplified.
6. The Corporations Act does not require a company to have objects. Although, a constitution may contain objects, a company may lawfully do a thing even if it is not specified in the objects. The simplification of the objects does not detract from the Club’s overall purpose or character, and the Club can still do things which may no longer be listed among the objects. Those objects which have been retained are considered primary to the Club’s purposes.
7. New rule 6(g) provides for supporting the objects of the Returned Services League of Australia (New South Wales Branch), otherwise known as RSL NSW. If the Special Resolution is passed, it will replace existing rule 6(j) which instead refers to supporting the objects of the Returned Services League of Australia.

*Various rules referencing entrance fees*

8. The Club does not charge entrance fees but rather charges annual subscriptions. References to entrance fees in the Constitution is not necessary.

*Reversing order of references to RSL members and Club members throughout the Constitution*

9. The vast majority of the Club's membership is made up of non-RSL members. It is therefore appropriate to amend the Constitution to first refer to Club members prior to referring to RSL members.

*Rule 34(e) – display of new applications for membership on the notice board*

10. Rule 34(e) is based on the requirement under section 30(2)(a) of the Registered Clubs Act which requires the names of new applicants for membership to be displayed on the Club's notice board pending election to membership by the Board or membership committee.
11. Section 30(2)(a) of the Registered Clubs Act was recently amended so that it now only requires a new applicant's name to appear on the notice board, and no longer requires their address. The change to rule 34(e) will make it consistent with the legislation.

*Rule 34(a) - reference to a member's occupations*

12. Rule 34(a) of the Club's Constitution sets out what must be contained in a membership application, which includes each applicant's occupation.
13. Although occupation details may be collected and included in the membership register, the legislation does mandate that information. If an applicant for membership or a member provides occupation details, then this can be added to the membership register.
14. Given the legislation does not mandate collection of occupation details of members and their inclusion in the membership register, it is proposed to amend rule 34(a) by removing this as a mandatory requirement for membership applications.

*Rule 45(f) – enforcement of the Club's responsible service of alcohol and responsible conduct of gambling policies*

15. New rule 45(f) will expressly allow for enforcement of the Club's responsible conduct of alcohol and responsible conduct of gambling policies.
16. The Club operates business which involves liquor and gambling and is in a highly regulated industry. The express ability to enforce responsible service of alcohol and responsible conduct of gambling policies is desirable in the Constitution.

*Rules 52 and 53 – deletion of redundant sub-rules*

17. Since 2016 the Club's Board is elected pursuant to the triennial rule set out in schedule 4 of the Registered Clubs Act and as duplicated in rule 52.
18. Rule 52 was added to the Constitution before the 2016 Annual General Meeting and the rule no longer needs to state that the triennial rule will operate from 2016.
19. Rules 53(g) and 53(k) have no text other than the word "Deleted" beside them. Rule 53(x) contains a transitional provision which applied prior to the introduction of the triennial rule in 2016 and states that the Board elected in 2015 (under the old annual election system of the Board) held office until the conclusion of the 2016 Annual General Meeting. Similarly, rule 53(y) refers to operation of the triennial rule from 2016 and no longer needs to refer to that year. It is therefore appropriate to delete rules 53(g), 53(k) and 53(x) and amend rule 53(y).

*Rules 70 to 73, 77 and 78 – disclosures made by directors and contracts with the secretary and the Registered Clubs Act requirements*

20. Rules 70 to 73, 77 and 78 of the Club's Constitution deal with disclosures made by directors of matters in which they have a material personal interest, gifts, hotel interests and contracts with directors and the secretary.
21. The current rules refer to repealed sections of the Registered Clubs Act. The proposed changes to the rules will update them so that they refer to current provisions contained in Schedule 2 of the Registered Clubs Regulation 2015 (NSW). The Schedule is known as the "Registered Clubs Accountability Code", and for the purposes of the changes to the above rules, is defined in a new definition to be added to rule 5(a) as the Accountability Code.

22. As existing rules 70, 72 and 77 are not amended in substance, and apart from rule 71 these amended rules are not set out in full in the Special Resolution.
23. However, rules 71 and 73 needs to be replaced because it does not reflect the current legislation. Specifically:
  - (a) In relation to rule 71, clause 8(1)(c) refers to financial interests in hotels within 40 kilometres of a registered club's (licensed) premises, rather than a financial interest in any hotel which the current rule 71 suggests. Proposed new rule 71 refers to financial interests in hotels within 40 kilometres of the Club's licensed premises; and
  - (b) In relation to rule 73, directors do not submit a "return" in each year to the Club under the Accountability Code. Rather, the Club is to maintain a register of disclosures made by directors for each financial year of the Club. This requirement is reflected in proposed replacement rule 73.

*Rules 61, 95(d), 96(e), 96(f) and 96(h) and 99(a) – keeping of electronic records of minutes and replacing the references to "Chairman" with "Chairperson":*

24. For consistency with terminology used in the rest of the Constitution, it is proposed to replace the references to "Chairman" with "Chairperson" in rules 61, 96(e), 96(f) and 96(h).
25. Rules 61, 95(d) and 99(a) refer to minute books of Board meetings and General Meetings, as the case may be.
26. Modern technology and current legislation facilitate the keeping of electronic records of minutes. In 2021, section 253S of the Corporations Act was enacted and provides that if information is required to be recorded in a minute book, the information may be recorded in electronic form if, at the time of the recording of the information, it was reasonable to expect that the information would be readily accessible so as to be useable for subsequent reference.

*Rules 108 and 109 – Notices*

27. Notices from the Club to members, including notices of general meetings, are sent in accordance with the requirements of the 249J of the Corporations Act. This includes electronic method of delivery, or advising members of how to access a notice. In addition, there were temporary Corporations Act provisions which were in place until 31 March 2022 and which were enacted to give some relief and assistance to companies following the COVID-19 pandemic.
28. Among the temporary COVID-19 provisions of the Corporations Act were an ability for a company to give its members electronic notice of a general meeting, even though normally this can only be done if a member nominates an electronic form of notice being sent to the member. That is, until the temporary Corporations Act changes, the default method of giving notices of general meetings, including annual general meetings, was by post, unless a member elected to receive notices electronically and nominates an electronic address for that purpose.
29. The temporary changes to the Corporations Act were recently made permanent. Companies now have the ability to give electronic notices of general meetings as the default method of delivery.
30. The proposed replacement rule 108 will make it clear that the Club can continue to give notices of meetings electronically, without requiring each member to formally nominate that method of delivery. Proposed replacement rule 109 deals with reckoning of time for each method of giving notices to members, including electronic notices.
31. However, it will remain open for any member to request hard copies of notices by post/mail and the Club is required to send each member a notice in line with their preference in accordance with the requirements of the Corporations Act.

**SPECIAL RESOLUTION 2**

"That the Constitution of Oatley RSL & Community Club Ltd (Club) is amended by:

- Adding the following new rules 84(e) to 84(i) immediately after rule 84(d):
  - "(e) The Club may hold a General Meeting using technology in accordance with the requirements of section 30C of the Registered Clubs Act, the requirements of the Act and the provisions of this Constitution. If a General Meeting is held using technology, the notice of General Meeting must include:



- (i) *information about how members will be able to attend and/or participate in the General Meeting;*
- (ii) *information about how members can vote and ask questions;*
- (iii) *any other information members need to know in order to participate using the technology.*
- (f) If a General Meeting is held at more than one venue using any form of technology, which allows members to participate remotely from their home or other place (that is, to participate without being physically present in the same place):
  - (i) *the meeting is taken to be held at the place determined by the Chairperson provided that at least one of the members present at the meeting was at the place for the duration of the meeting;*
  - (ii) *votes taken at the meeting must be taken by a poll, and not on a show of hands, using one or more technologies to give each person entitled to vote the opportunity to participate in the vote in real time and, where practicable, by recording their vote in advance of the meeting;*
  - (iii) *if the technology used for the meeting and referred to in this rule 84(f) encounters a technical difficulty, whether before or during the General Meeting, which results in a member not being able to participate in the meeting, the Chairperson may, subject to the Act:*
    - (A) *allow the meeting to continue; or*
    - (B) *adjourn the meeting either for a reasonable period of time as may be required to fix the technology or to such other date, time and location as the Chairperson of the meeting considers appropriate.*
- (g) *For the avoidance of doubt, where the Chairperson has allowed the General Meeting to continue in accordance with rule 84(f)(iii)(A), any resolution passed at that meeting is valid.*
- (h) *If a General Meeting is held at more than one venue using any form of technology, including any form of technology which allows members to participate remotely from their home or other place (that is, to participate without being physically present in the same place), the contemporaneous linking together by the technology of a number of members sufficient to constitute a quorum constitutes a quorum for the purposes of rule 94(b).*
- (i) *Subject to the Act, Registered Clubs Act and this Constitution, the Board may from time to time make such By-Laws as it thinks necessary for the conduct of General Meetings using any form of technology."*
- Deleting rule 95(a) and inserting instead the following new rule 95(a):
 

"(a) *Every question submitted to a General Meeting will be decided by as simple majority of votes (other than Special Resolutions which require a 75% majority in accordance with the Act) and shall be decided on a show of hands (unless a poll is demanded by the Chairperson or by not less than five (5) members or is required under rule 84(f)(ii)) and in the case of an equality of votes whether on a show of hands or on a poll the Chairperson of the meeting will have a second or casting vote."*

## EXPLANATORY NOTES REGARDING SPECIAL RESOLUTION 2

1. The recent amendments to the Registered Clubs Act include a specific ability for registered clubs to hold General Meetings electronically (subject to certain requirements under the Registered Clubs Act) and allow eligible members to vote at meetings by electronic means.
2. The recent COVID-19 pandemic was a catalyst for changes to both the Registered Clubs Act and Corporations Act to facilitate the use of technology for the holding of General Meetings.
3. During the COVID-19 pandemic, there were temporary changes made to the Corporations Act to allow for meetings to be held using technology notwithstanding a company's constitutional requirements, and the Australian Securities & Investments Commission issued statements that it would not take action against a company for not holding its annual general meetings by their due dates. There are now permanent changes to the Corporations Act and Registered Clubs Act allowing for use of technology for holding its general meetings, and it is therefore appropriate to keep the Constitution consistent with those provisions.

4. New section 30C of the Registered Clubs Act does not include much detail about the conduct of General Meetings electronically. For example, the section does not provide information about notice requirements for General Meetings using technology, determination of a quorum, how voting is conducted or what should occur if there is a fault with the technology.
5. The proposed changes to the Club's Constitution under the Special Resolution will supplement new section 30C of the Registered Clubs Act regarding conduct of General Meetings using technology. The Board considers that the use of technology in the manner contemplated by the proposed changes to the Constitution will ensure that any General Meeting conducted using technology will be conducted efficiently and fairly.

## SPECIAL RESOLUTION 3

"That the Constitution of Oatley RSL & Community Club Ltd (Club) is amended by:

- Deleting rule 51(b) and inserting instead the following new rule 51(b):
 

"(b) *At least one (1) position on the Board shall at all times be held by an RSL member. If there are no eligible nominations from an RSL member to fill that position on the Board, then the position may be filled by any other eligible member."*

## EXPLANATORY NOTES REGARDING SPECIAL RESOLUTION 3

1. Currently, at least 2 of the 7 Board members must be RSL members.
2. If the Special Resolution is passed, rule 51(b) will reduce the minimum number of RSL members on the Board to one (1) director.
3. The reasons for the proposed change to rule 51(b) of the Constitution are as follows:
  - (a) the average and gender of RSL members are the relatively small percentage of these members in respect of the total membership of the Club;
  - (b) the likely further reduction in the percentage of RSL members in respect of the total membership of the Club over time;
  - (c) recommendations of the Independent Pricing and Regulatory Tribunal's review of the Registered Clubs Industry (report dated June 2008) pertaining to lessening restrictions on Board membership (in order to widen the range of people who can become Board members); and
  - (d) providing a more balanced representation of the overall Club membership and the likely widening of the range of people who will seek to hold office on the Board.
4. The Board considers the proposed replacement of rule 51(b) to be progressive.
5. The position of RSL members generally in relation to the Club is not considered to be endangered by reducing the minimum number of RSL members on the Board. The Club's objects include supporting the objects of the Returned Services League of Australia.

## SPECIAL RESOLUTION 4

"That the Constitution of Oatley RSL & Community Club Ltd (Club) is amended by deleting rule 53 and inserting the following new rule 53:

### ELECTION OF BOARD

- "53. (a) *References to the election of the Board in this Rule 53 refer to positions on the Board to be elected in any one (1) year in accordance with the triennial rule set out in Rule 52. The Secretary shall cause for an election notice to be posted on the Club Notice Board prior to the date fixed for the Annual General Meeting. The election notice shall:*
- (i) *state that an election is to be held and identify and provide contact details for the Returning Officer;*

- (ii) set the time and date for the closing of the roll of eligible members;
  - (iii) invite nominations, listing the positions to be contested;
  - (iv) clearly set out any requirements or qualifications required under the Constitution to be eligible to contest any position;
  - (v) advise where nomination forms may be obtained;
  - (vi) specify the place where nominations are to be lodged;
  - (vii) ix the time and date for the close of nominations; and
  - (viii) advise the days and times for voting.
- (b) The Board shall appoint a Returning Officer to take charge of any such ballot or ballots. The Returning Officer shall not be a candidate in the election or proposer or seconder of any candidate in the election.
- (c) A nomination for the election of a member to the Board shall be made in writing and signed by two members who are either Club members, RSL members, or Life members of the Club and by the nominee (who shall thereby signify his or her consent to the nomination). Nominations shall close twenty-one (21) days before each Annual General Meeting. All nominations will be lodged with the Secretary before the close of nominations. Such nominations shall be forwarded, after verification, to the Returning Officer. A member shall not be eligible to nominate or be nominated or elected or appointed to the Board or vote in the election of the Board if they have not paid their annual subscription by the 31 st day of January in the current financial year. No nomination shall be accepted by the Returning Officer unless it bears a certificate signed by the Secretary Manager that the nomination complies with Rules 51(a), 51(c) and 53.
- (d) Upon receipt of a nomination, the Returning Officer shall post such nomination on the Club's Notice Board and such nomination shall remain on the Notice Board until the close of voting.
- (e) A candidate may withdraw their nomination at any time prior to nominations closing by giving written notice to that effect to the Returning Officer. A candidate cannot withdraw their nomination after nominations have closed.
- (f) The order in which names appear on the voting form shall be determined by lot conducted by the Returning Officer and the Secretary Manager.
- (g) If the full number of candidates for election to the Board is not nominated then those candidates who are nominated shall be declared elected to the Board and additional nominations shall with the consent of the nominee or nominees be made at the meeting for the remaining positions on the Board not so filled. If more than the required number of candidates is nominated at the Annual General Meeting to fill the remaining positions on the Board, then an election shall be conducted at the Annual General Meeting. The election shall be determined by a show of hands or if a poll is demanded in accordance with these Rules, then by a ballot.
- (h) If there be only the requisite number nominated for election to the Board, those candidates shall be declared duly elected to the Board.
- (i) If there be more than the required number of candidates nominated for the election to the Board, an election by secret ballot shall take place, which shall be determined on the "first past the post" basis and conducted in accordance with Rule 53 of this Constitution.
- (j) The ballot shall be conducted at the Club prior to the annual general meeting. The opening and closing times of the ballot shall be as determined by the Board.
- (k) The Returning Officer shall cause ballot papers to be printed and/or electronic voting forms made available electronically (collectively referred to in these Rules as "voting forms"), provided that if both papers and electronic voting forms are made available, measures are in place to ensure integrity of the ballot. No voting form shall be made available unless the member produces their membership card and signs for receipt of the voting form (for a ballot paper), or otherwise by secured electronic means logs into the relevant webpage or portal to access the electronic voting form. Each voting form shall be verified by the Returning Officer and shall contain:
- (i) The name of the Club.
  - (ii) The names of the candidates in the order determined by Rule 53(f).
  - (iii) Directions as to the manner of voting which shall be by placing a number against each candidate's name in the order of the voter's choice. For the avoidance of any doubt if for example ten persons

- nominate for election to the Board then members will be required to place a number, in order of preference commencing with 1, against all of the candidates.
- (iv) Instructions that the voting form must be placed in the ballot box provided at the Club office or lodged electronically in the manner required for electronic voting forms (as the case may be) so as to reach the Returning Officer by 6pm on the second day preceding the annual general meeting.
- (v) A notification that, where insufficient candidates are nominated, the remaining number required will be elected at the annual general meeting.
- (l) The names of incumbent directors seeking re-election shall be indicated by an asterisk against the names of those directors on the voting form and the voting form shall contain a note explaining that this is the meaning of the asterisk.
- (m) Each candidate shall be entitled to appoint an observer to act as a scrutineer to be present when the ballot is counted and it shall be the responsibility of a candidate to notify the Returning Officer in writing of the name of his or her observer.
- (n) The Returning Officer shall give to any observers notified to the Returning Officer by candidates reasonable notice of the time and place of the opening of the box in such manner that the secrecy of the ballot shall be maintained. The Returning Officer shall ensure that votes are recorded only by members entitled to vote and that no duplication of voting has taken place.
- (o) The Returning Officer shall supervise the safe custody of voting forms returned.
- (p) The Returning Officer shall supervise the examination of voting forms;
- (q) The Returning Officer shall supervise the counting of votes.
- (r) (i) The Returning Officer shall first examine each voting form and any invalid voting forms shall be discarded from the ballot but shall not be destroyed.  
(ii) The decision of the Returning Officer as to the validity of any voting form shall be final.  
(iii) After the voting forms have been examined they shall be counted and the candidate for each position with the highest number of votes shall be elected.
- (s) If there shall be an equality of votes for any candidates then the Returning Officer shall determine by lot the candidate or candidates who is, or are, to be elected.
- (t) In the event of two or more candidates receiving an equal number of votes for the final position on the Board to be determined in accordance with the Triennial Rule, the successful candidate shall be decided by lot.
- (u) The Board shall have the power to make by-laws regulating all matters in connection with the election of the Board that are not inconsistent with this Rule 53.
- (v) For the purposes of the election of the Board:
- a. Members shall elect directors to the vacancies on the Board caused by the operation of the triennial rule set out in Rule 52; and
  - b. As soon as reasonably practicable after each Annual General Meeting, the Board shall elect from amongst themselves a President, a Vice President and a Treasurer.
  - c. The directors elected to the positions of President, Vice President and Treasurer shall, subject to this Constitution, hold those offices until the conclusion of the next Annual General Meeting."

## EXPLANATORY NOTES REGARDING SPECIAL RESOLUTION 4

1. Existing rule 53 refers to "ballot papers" regarding Board elections. It assumes there will be no electronic voting. However, the recently enacted section 30C of the Registered Clubs Act provides that the rules of a registered club are taken to include an ability to allow persons to vote at Board elections in person or by electronic means.
2. The proposed new rule 53 refers to both ballot papers and electronic ballots/forms collectively as "voting forms" for conduct of Board elections. In all other respects, the proposed new rule is in substance the same as the existing rule.
3. The new rule is consistent with the Club's ability to allow members to vote by electronic means if desired, subject to the integrity of the ballot being maintained.

## GENERAL NOTES REGARDING THE SPECIAL RESOLUTIONS

1. Pursuant to rules 21(c), 22(c) and 114 of the Club's Constitution, only Life members, financial RSL members and financial Club members may vote on the Special Resolutions.
2. Pursuant to sections 9 and 136 of the Corporations Act and rule 114 of the Club's Constitution, to be passed the Special Resolutions must receive votes in their favour from not less than three quarters of those members, who being entitled to do so, vote in person at the meeting.
3. As a result of the special resolution provisions of the Corporations Act, the Special Resolutions must be considered as a whole and cannot be altered in substance by motions from the floor of the meeting.
4. Members who are employees of the Club are not entitled to vote.
5. Proxy voting is prohibited by the Registered Clubs Act.
6. The Board recommends the Special Resolutions to the meeting.
7. Please direct any questions about the Special Resolutions to the Chief Executive Officer, if possible, at least 7 days before the Annual General Meeting.

Dated 28 th February 2023.  
David Brace  
Chief Executive Officer  
By the Direction of the Board.

# MINUTES OF THE 66<sup>TH</sup> ANNUAL GENERAL MEETING

## OATLEY R.S.L & COMMUNITY CLUB LIMITED HELD SUNDAY 20TH OF MARCH 2022

<b>Meeting Opened:</b>	15:10 by the Chairman Mr Ronald White
<b>Members Present:</b>	41 members present as per attached attendance sheet
<b>Apologies:</b>	The Chair asked for apologies to be entered in the apologies book. Apologies were received and accepted from members, Mark Bridge, Mick Griggs, Deb Griggs, Nitis Pal and Greta Mishra.
<b>Statement from the Chair:</b>	<p>Mr White stated that a quorum was achieved.</p> <p>Mr White observed a moments silence to remember those who passed during the year.</p> <p>Mr White began by welcoming the members to the meeting.</p> <p>Mr White introduced the current Board members as well as James Gullotta the Auditor and acknowledged the Sub Branch members, Life Members and Staff Members present.</p> <p>Mr White outlined the rules of the meeting and the format that would be followed.</p>
<b>Previous Minutes:</b>	
<b>Business Arising:</b>	<p>Nil</p> <p>It was moved by George Kijurina and seconded by Manfred Eifler that the minutes of the previous Annual General Meeting held on the 28 th of March 2021 be adopted. Carried.</p>
<b>Reports:</b>	<p><b>Presidents Report</b> Mr White outlined the following Covid closure and its challenges Welcomed and thanked the new CEO Dave Brace Community contributions including donation recipients Change in the management of The Oat Mill Brasserie Anzac Day program Planning for the future</p> <p><b>Treasurers Report</b> Mr Flack outlined the following After Tax Profit \$48,535 Favourable profit considering lockdowns Benchmarking solidly in the local area Cash Reserves increased by \$241,949 to \$1.24m Net Assets \$2.67m Not spending beyond our means</p>

# REPORTS

**Questions regarding the reports:**

Doug Torode asked how we generated \$241,949 whilst our profit was \$48,535.

Simon Flack explained that depreciation is the difference.

Neil Hunter asked why we our interest income was so low considering our Cash Reserves of \$1.24m

Simon Flack explained that we need to hold working capital and that we have not locked our money with Covid concerns.

It was moved by Bruce Hancock and seconded by Robyn Collins that the Presidents Report, Treasurers Report, CEO's Report and Directors Report to be taken as read and adopted. Carried.

**Declaration of the Ballot:**

Mr White declared that John Davidson and Tim Larkin were elected unopposed

**Resolutions:**

Mr White called for the 3 ordinary resolutions to be adopted.

- Ordinary resolution 1  
Carried
- Ordinary resolution 2  
Carried
- Ordinary resolution 3  
Carried

Mr White called for the 5 special resolutions to be adopted.

- Special resolution 1  
Carried
- Special resolution 2  
Carried
- Special resolution 3  
Carried
- Special resolution 4  
Carried
- Special resolution 5  
Carried

Mr White called for the 2 Life Member resolutions to be adopted.

- Life Member Tina Graham resolution 1  
Robyn Colins spoke to the motion - Carried
- Life Member Mal Vincent resolution 2  
Tim Lakin spoke to the motion - Carried

**Suggestions for the incoming board:**

Nil

Mr White thanked all present for their attendance and interest in the business of the Club, and declared the meeting closed at 15:55.



**Ron White**  
Chairman

**Meeting Closed:** 15:55



# PRESIDENT’S REPORT

Members,

The annual accounts this year recorded a Net Profit of \$265,000 from a total trading revenue of \$5mil.

The Board has worked hard and achievements include:

- A new Strategic Plan for the business covering 2023 to 2025;
- A review and rewrite of the Club’s Constitution; and
- The finalisation of a new lease with our landlord – Oatley RSL Sub Branch.

The Management Team & Staff provided exemplary service to our patrons, with the CEO displaying excellent leadership, application and input.

The different departments - Gaming, Bar, and Café, traded well with favourable revenue. This in turn has increased patronage and Club membership.

The ‘Oat Mill Restaurant’ provided an exquisite dining experience. Thank you Mel & Manesh. We have formed a Building Sub Committee for 2023 and will be looking at:

- A refurbishment of the Lounge Area toilets;
- An upgrade of our car park surface; and
- Overhaul of the Sports Bar.

As a community based organisation, the Club Grants program, has enabled us to donate **\$26,770.00** to community organisations, plus the Club gave approximately \$28,400.00 of ‘In Kind’ room hire for local community groups and organizations. Total contribution to the community was approximately **\$55,170.00**

Sub Clubs:

Netball, Toast Masters, Darts, Rostrum, Writers Group, Pigeon Club and the Fishing Club received \$1,000 each. The ‘Oatley Writers Group’ became a welcomed addition to our Sub Clubs during the year. Darts also received a \$300 top up for the new Dart Board Cupboards.

Other:

Autism Community Network	\$3,620
Miracle Babies Foundation	\$4,500
Veterans Benevolent Fund	\$2000
The Royal Life Saving Society	\$5,350
Wounded Heroes	\$2,000
Calvary Heath Care Sydney	\$2,000

The Ham Raffles were a success again this year and will continue to be a Christmas favorite.

Members’ loyalty and patronage is applauded, with membership exceeding 5,500 in number.

Members can be proud of what we have achieved and can be assured we will continue to provide first-class services into the future.

I thank my fellow Directors for their loyalty and support over the year. I thank Chief Executive Officer – Dave Brace, his management team and staff for their professionalism and hard work.

Best Wishes & Regards,



**Ron White**  
President



# TREASURER’S REPORT

In a more ‘normal’ trading year post Covid- 19 closures, its pleasing to be able to inform our stakeholders that the Club has achieved very solid financial results for the year ended 31 December, 2022.

The Club generated an operating profit after tax of \$265,111 for the period, and added \$138,489 to our cash reserves despite spending significant amounts upgrading our poker machines, furniture and fittings, and the sports bar.

Continuing the positive financial news, our results have enabled us to increase our members equity or net assets to \$2.93m from \$2.67m at the end of last year. Our total cash reserves of \$1.38m coupled with total current assets of \$1.59m and current liabilities of \$0.89m mean we are in great shape from a liquidity point of view at year end.

Our balance sheet and profitability improvement reflect the strong patronage of our members which is vital to the sustainability of our ‘community’ club. Our overall results again compare very favourably against a number of other local clubs and our member engagement and loyalty is a big part of this outcome.

Whilst the current economic environment characterised by rising interest rates and prices means the Board, CEO and Management need to closely manage expenses, we will continue to invest to make our member experience ‘best in class’. We will also maintain our focus on customer satisfaction to ensure our members and guests receive the service and hospitality they need in order to keep returning to the Club. Our Business Development Committee will continue to play an important role in this area.

Finally, a big vote of thanks to a number of key stakeholders:

- Firstly, to our CEO Dave Brace, and his management and staff for driving such a positive year both financially as well as in member growth numbers
- Secondly, to the Sub -Branch for their support in our lease renewal, which helps guarantee the future of our Club
- And lastly to James Guillotta and Littlewoods who have been our auditors for a number of years and provided much needed guidance and support as our club has grown. As part of our improved risk and governance management we intend to change our auditors on a more regular basis moving forward and in this regard I would like to thank Garry Day and Harley, Russell & Day who have agreed to take on our audit moving forward subject to member ratification.



**Simon Flack**  
Treasurer





# CEO'S REPORT

2022 was our first full trading year since 2019. It took a while for things to return to normal. Some functions and events started slow with precautions being made especially by companies. We didn't seem to suffer any of the Covid staffing issues internally however we were constantly being let down by our suppliers. Additionally, as you would have experience for yourselves, many prices have increased and been coined "Covid Tax".

When we were trading around the Covid shutdowns, we experienced fantastic results. Here are our figures adjusted to reflect the average day's sales when we were trading in 2020 and 2021 multiplied by 365 and the years either side. 2022 had strong trade however the end of 2021 when we reopened saw unprecedented sales.



	2019	2020	2021	2022
Days Open	365	312	258	365
Bar	\$1,285,488	\$1,136,123	\$1,392,465	\$1,349,083
Gaming	\$2,435,767	\$2,506,310	\$2,784,026	\$2,883,822

We took another opportunity during the year to address the Gaming Room. We completed a refurbishment of the Indoor Gaming area last year and this year we increased the Outdoor Gaming area by three machines and increased the spacing around the other machines. We were getting a bit crowded in peak periods so this initiative has been well received and boosted revenues.

We experienced unprecedented trade on ANZAC day. We hosted the breakfast and where still going into the night with the Dragons v Roosters starting at 4pm. We look forward to seeing you again this year.

I would like to thank the Board for their support and guidance through this year and the staff including The Oatmill for their hard work and keeping up a great level of customer service at all times.

I look forward to seeing our members at the AGM on Sunday 2 nd April 2023.

Please remember if you are attending the Annual General Meeting to provide any questions of a financial nature by 19 th March and any questions on the Constitution Resolutions by 26 th March so we can provide a suitable response.

  
Dave Brace

# DIRECTOR'S REPORT

The Directors of Oatley RSL and Community Club Limited, submit herewith their report for the financial year ended 31st December, 2021.

- (a)

The Directors of the Company in office and their particulars at any time during or since the end of the financial year are:-

Name:

Title:

Qualifications:

Experience and Expertise:

Ron White

President

Advanced Certificate in Customs Import/Export

Ron is a retired Customs Officer. He worked in the Australian Customs and Border Protection Service for 43 years. He has extensive managerial and supervisory experience including District Manager of Newcastle Customs. Ron joined Oatley RSL &Community Club Ltd in 1993 and was elected to the Board in 2000. After 14 years including 4 years as vice-president he retired. He was re-elected in May 2016 and has been President/Chairman since 2016. Ron was made a life-member in 2015.
- Special Responsibilities:

Chair of Board and Member of the Executive Committee

Name:

Title:

Qualifications:

Experience and Expertise:

Tina Graham

Vice President

B. Ed (Primary)

Tina has retired from Primary Teaching and lecturing at Australian Catholic University. She is a Life Member of the Oatley RSL Youth Club and the Gymsports Division. Awarded Life membership of NSW RSL Youth Club by RSL Youth Council (ORSE Youth Club has only had 9 Life memberships awarded since the inception of the Youth Club in 1957). She was Youth Secretary for 15 years and is still a committee member of the Youth Club. Tina joined Oatley RSL and Community Club in 1997, and was elected to the Board of Directors in April 2014. and granted Life Membership in 2022. Tina has been Vice President since 2016

Special Responsibilities:

Chair of the Executive Committee

DIRECTOR’S REPORT

DIRECTOR’S REPORT

Name:

Simon Flack

Title:

Treasurer

Qualifications:

Fellow of the Institute of Chartered Accountants ANZ; B.Comm and Info Systems (U.N.S.W); Dip H.R ( Monash Uni)

Experience and Expertise:

Simon is a retired Chartered Accountant having qualified in 1984 and has worked in a variety of senior accounting and management roles for organisations such as Pannell Kerr Forster, AT&T and Accenture.

More recently he worked for St George Community Transport, a not for profit Company that provides transport and support services for the frail, aged and disabled in the local LGA.

Simon has lived in Oatley for the majority of his life and became a member of the Club in 1981. He was appointed Treasurer in September 2020.

Special Responsibilities:

Member of the Executive Committee.

Name:

Mark Bridge

Title:

Director

Qualifications:

Experience and Expertise:

Mark has resided in the area for 27 years.

Mark is an ESA Truck driver, crane operator for Ausgrid.

Mark joined the Oatley RSL and Community Club Limited in 1994, and was elected to the Board of Directors in March 2015 as Vice President.

Special Responsibilities:

Member of the Operations Committee

Name:

Robyn Collins MAICD

Title:

Director

Qualifications:

BEc (Syd), Diploma of Journalism

Experience and Expertise:

Robyn Collins has 40 years’ experience in for-profit and not-for-profit organisations. Recent roles include CEO RSL NSW, where she led the transformation and repair of the charity following the public inquiry, and Interim CEO, Burwood Community Welfare Services Inc

Robyn has extensive knowledge and training in governance and marketing and is currently completing a Masters in Ethics and the Legal System. She was a member of the team in the Commonwealth Bank that set up Commonwealth Financial Services, and worked closely with registered clubs through her work in charities.

As General Manager Business Services at Learning Links, Robyn was responsible for its Charity Housie program in a number of clubs throughout NSW. She is a strong supporter of local community organisations and in particular, the role registered clubs play in providing a safe place for people to get together and enjoy the company of others.

Robyn Collins was appointed to the Board as an independent member in November 2020.

Special Responsibilities:

Member of the Executive Committee

Name:

John Davidson

Title:

Director

Qualifications:

Experience and Expertise:

John has over 40 years’ experience in the NSW Government Bus Industry, holding the position of Schedules Manager of the entire timetabling, and rostering staff prior to his retirement.

After retiring, he engaged as a consultant to NSW Ferry Services to investigate staffing levels in all positions in NSW Ferries.

During the Sydney Olympics he was employed as a Bus Traffic Manager for both the Sydney Olympics and Sydney Paralympics.

He was employed in a management position for bus traffic arrangements during World Youth Day 2005.

John joined Oatley RSL and Community Club Limited in 1974, has engaged as a Welfare Officer for the past 12 years, and was elected to the Board of Directors in 2011. In 2009, he received a Certificate of Appreciation for services rendered to Members of Oatley RSL Sub-Branch from Returned Services League of Australia, NSW branch.

John was made a Life Member of the Club in 2018

Special Responsibilities:

Member of the Operations Committee

Name:

Tim Larkin

Title:

Director

Qualifications:

Experience and Expertise:

Tim has experience at General Management and Director levels across a number of public and privately owned businesses with annual revenues up to \$50 million and employee numbers of over 300.

His community profile includes Apex Club, Rotary and Toastmasters as well as serving as a director of Oatley RSL and Community Club from 2004 until 2009 and from May 2018 to present. Tim was born and raised in Oatley and was involved with and participated in Youth Club activities including Cricket, Rugby League and Boys PT for over 10 years as a junior.

He is currently Managing Director of Dynamic Screen-printing Pty Ltd and services many major well known corporate brands and identities and has an interest in a New Zealand business.

Special Responsibilities:

Member of the Executive Committee and Chair of the Operations Committee

# DIRECTOR’S REPORT

Name:	Craig Walters
Title:	Director
Qualifications:	
Experience and Expertise:	<p>Craig Walters has helped landlords design, develop and deliver retail and commercial property for over 15 years.</p> <p>Craig has experience with Top ASX Listed and Global Fund companies in the Commercial Real Estate sector. Delivering \$3B+ of retail projects and exposure to \$40B+ retail and commercial property portfolio.</p> <ul style="list-style-type: none"><li>• Experience across the Retail and Commercial Asset Spectrum</li><li>• Experience building purpose led teams</li><li>• Creating industry leading destinations</li><li>• Client focused</li><li>• Creating unique, relevant and more enjoyable retail experiences</li><li>• Track record of delivering compelling value to retail partners</li><li>• Strategic talent acquisition</li></ul> <p>Craig joined Oatley RSL &amp; Community Club Limited in 2010 and was elected to the board in April 2017.</p>
Special Responsibilities:	Nil

# DIRECTOR’S REPORT

- (b)

The principal activity of the Company during the course of the financial year was to operate as a Club registered under the Registered Clubs Act. During the year there was no significant change in the nature of the Company’s activity.
- (c)

The Profit derived by the Company for the year after charging income tax was \$ 265,111, the Profit derived before income tax expense was \$308,751 and earnings before depreciation, amortisation and income tax was \$702,816.
- (d)

The Company is a non-profit organisation. In accordance with the Club’s Constitution, Rules and By-laws the profits of the Club are to be retained and applied towards the continued operations of the Club. A dividend distribution is not permitted.
- (e)

The Club measures success by focussing on two key areas:

1. The financial performance of the Club, measured through:

(i) Total Revenue

(ii) Operating Expenses

(iii) Profitability

(iv) Patron visitations

2. The provision of social welfare for the Club’s membership and the community whilst being mindful of the objects of the RSL.
- (f)

During the financial year, there was no significant change in the state of affairs of the Company other than that referred to elsewhere in the Directors’ Report, Club President’s Report, financial report or notes.
- (g)

Short-term and Long-term Objectives The Club’s short-term objectives are to:

• Focus on customer service in all areas of the Club and being accessible to our members.

• Measure and control expenditure and maximise our sales and income.

The Club’s long-term objectives are to:

• Redevelop and update premises.

• Maximise Club profit and members benefits.

• Maintain a strong management team.

• Maintain our community profile and the corporate image of the Club.

### Strategies

- To achieve its stated objectives, the company has adopted the following strategies:

• To meet at least once per year for strategic planning session and revisit and report on the strategic plans progress ensuring that our goals conform to our mission and vision statements.

• Set financial goals and department KPI’s

• Monitor members’ communications policies in line with our service goal
- (h)

As the Company is a corporation limited by guarantee, the Corporations Act 2001 prohibits pay-out of dividends.
- (i)

There are no particulars of Directors’ interest in contracts or proposed contracts with the Company with the exception of related party disclosure Note 21.
- (j)

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by directors shown in the financial report, or the fixed salary of a full-time employee of the Company or a related corporation), by reason of a contract made by the Company with the Director or with a firm of which he is a member, or with a company in which he has a substantial financial interest.
- (k)

The Company has not, during or since the financial year, in respect of any person who is or has been an officer or auditor of the Company or a related body corporate:

(i) indemnified or made any relevant agreement for indemnifying against a liability incurred as an officer, including costs and expenses in successfully defending legal proceedings; or

# DIRECTOR’S REPORT

- (ii)

paid or agreed to pay a premium in respect of a contract insuring against a liability incurred as an officer for the costs or expenses to defend legal proceedings;

with the exception of the following matters.

During the financial year the club has paid premiums to insure each of the directors against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in the capacity of director of the Company, other than conduct involving a wilful breach of duty in relation to the Company.
- (l)

No person has applied for leave of Court to bring proceedings on behalf of the Club or intervene in any proceedings to which the Club is a party for the purpose of taking responsibility on behalf of the Club for all or any part of those proceedings.

The club was not a party to any such proceedings during the year.

The directors believe the Company has complied with all significant environmental regulations under law of the Commonwealth or of a State of Territory.
- (m)

Meetings of Directors

During the year 12 meetings of Directors were held and the attendances were as follows:

	Meetings Attended	Eligable Meetings
R. White (President)	12	12
T. Graham (Vice President)	11	12
S. Flack (Treasurer)	10	12
M. Bridge	2	12
R. Collins	11	12
J. Davidson	9	12
T. Larkin	12	12
C. Walters	8	12

A copy of the auditor’s independence declaration as required under Section 307C of the Corporations Act 2001 is set out on the next page.

Signed in accordance with a resolution of the Directors.

Dated at Oatley this 28th February 2023

  
**Ron White**  
Director

  
**Simon Flack**  
Director

# AUDITOR’S INDEPENDENCE DECLARATION

## UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

### TO THE DIRECTORS OF OATLEY RSL AND COMMUNITY CLUB LIMITED

- I declare that, to the best of my knowledge and belief, during the year ended 31 December 2021 there have been:
- i.

no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- ii.

no contraventions of any applicable code of professional conduct in relation to the audit.

**LITTLEWOODS**  
**Aubrey Reisen**

28th February 2023

Suite 601  
74 Pitt Street  
SYDNEY NSW 2000

# STATEMENT OF FINANCIAL POSITION

AS AT 31ST DECEMBER, 2022

CURRENT ASSETS	Note	2022	2021
Cash and Cash Equivalents	2	1,381,363	1,242,874
Trade and Other Receivables	3	46,144	23,438
Inventories	4	91,171	66,290
Other	5	75,656	60,851
<b>TOTAL CURRENT ASSETS</b>		<b>1,594,334</b>	<b>1,393,453</b>
<b>NON-CURRENT ASSETS</b>			
Property, Plant & Equipment	6	1,343,052	1,195,727
Leasehold Improvements	7	696,673	782,482
Deferred Tax Asset	8	61,044	77,937
Right-of Use Asset Rental	9	741,178	-
<b>TOTAL NON-CURRENT ASSETS</b>		<b>2,841,947</b>	<b>2,056,146</b>
<b>TOTAL ASSETS</b>		<b>4,436,281</b>	<b>3,449,599</b>
<b>CURRENT LIABILITIES</b>			
Trade and other Payables	10	601,771	639,322
Short Term Provisions	11	66,019	49,002
Current Tax Liability	12	26,747	(938)
Lease Liability Right of Use Asset	13	197,463	-
<b>TOTAL CURRENT LIABILITIES</b>		<b>892,000</b>	<b>687,386</b>
<b>NON-CURRENT LIABILITIES</b>			
Trade and Other Payables	10	43,052	90,017
Financial Liabilities	15	69	3,569
Long Term Provisions	14	11,696	-
Lease Liability Right of Use Asset	13	555,726	-
<b>TOTAL NON-CURRENT LIABILITIES</b>		<b>610,543</b>	<b>93,586</b>
<b>TOTAL LIABILITIES</b>		<b>1,502,543</b>	<b>780,972</b>
<b>NET ASSETS</b>		<b>\$2,933,738</b>	<b>\$2,668,627</b>

The accompanying Notes form part of these Financial Statements and should be read in conjunction herewith.

# STATEMENT OF FINANCIAL POSITION

AS AT 31ST DECEMBER, 2022

EQUITY	Note	2022	2021
Retained Earnings		2,933,738	2,668,627
<b>TOTAL EQUITY</b>		<b>\$2,933,738</b>	<b>\$2,668,627</b>
<b>STATEMENT OF CHANGES IN MEMBERS FUNDS FOR THE YEAR ENDED 31ST DECEMBER, 2022</b>			
Balance at 1 January		2,668,627	2,620,092
Profit/(Loss) for the year		265,111	48,535
<b>Balance at 31 December</b>		<b>\$2,933,738</b>	<b>\$2,668,627</b>

The accompanying Notes form part of these Financial Statements and should be read in conjunction herewith.



# STATEMENT OF COMPREHENSIVE INCOME

AS AT 31ST DECEMBER, 2022

	Note	2022	2021
Revenue from Sale of Goods		1,535,227	984,263
Poker Machine Revenue		2,883,822	1,967,887
Bingo, Raffle, Market Day Income		336,564	200,603
Interest Received		3,057	41
Other Revenue from Ordinary Activities		335,849	173,715
Covid Related Government Subsidies		-	135,000
<b>TOTAL REVENUE</b>		<b>\$5,094,519</b>	<b>\$3,461,509</b>
Cost of Goods Sold		667,854	436,193
Poker Machine Duty		476,012	279,552
Bingo, Raffle, Market Day Expenses		483,728	174,407
Directors Expenses		21,382	18,718
Employee Expenses		1,358,260	1,028,973
Entertainment, Promotions & Members Benefits		356,358	328,190
Insurance		106,325	97,646
Rent/Right of Use Rental		215,684	61,733
Repairs & Maintenance		117,461	92,704
Utilities		118,918	122,865
Other Expenses from Ordinary Activities		469,721	460,180
<b>TOTAL EXPENSES</b>		<b>\$4,391,703</b>	<b>\$3,101,161</b>
<b>EARNINGS BEFORE DEPRECIATION</b>		<b>\$702,816</b>	<b>\$360,348</b>
Depreciation & Amortisation		(394,065)	(344,718)
Net Profit/(Loss) from Ordinary Activities before Income Tax		308,751	15,630
Income Tax (Expense)/Benefit	19	(43,640)	32,905
<b>NET PROFIT/(LOSS) FROM ORDINARY ACTIVITIES</b>		<b>\$265,111</b>	<b>\$48,535</b>
Retained Earnings 1st January		2,668,627	2,620,092
<b>RETAINED EARNINGS AT 31ST DECEMBER</b>		<b>\$2,933,738</b>	<b>\$2,668,627</b>

The accompanying Notes form part of these Financial Statements and should be read in conjunction herewith.

# STATEMENT OF CASH FLOWS

AS AT 31ST DECEMBER, 2022

	Note	2022	2021
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
Receipts from Members and Non-Members		4,991,952	3,494,892
Payments to Suppliers and Employees		(4,338,154)	(2,848,537)
Interest Received		3,057	41
Interest Paid		(2,092)	(2,003)
Interest Right of Use Asset		(27,196)	198
Income Tax (Paid)		938	-
<b>NET CASH PROVIDED BY OPERATING ACTIVITIES</b>	(ii)	<b>\$628,505</b>	<b>\$644,591</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
Proceeds on Sale of Plant & Equipment		65,405	-
Payment for Plant and Equipment & Leasehold Improvements		(458,987)	(372,958)
<b>NET CASH USED IN INVESTING ACTIVITIES</b>		<b>\$(393,582)</b>	<b>\$(372,958)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Net Cash provided by/(Used in) financing activities		(3,500)	-
Lease Repayments Right of Use Asset		(92,934)	(29,684)
		<b>\$(96,434)</b>	<b>\$(29,684)</b>
Net Increase/(Decrease) in Cash Held		138,489	241,949
Cash at 1st January	(i)	1,242,874	1,000,925
<b>CASH AT 31ST DECEMBER</b>	(i)	<b>\$1,381,363</b>	<b>\$1,242,874</b>

The accompanying Notes form part of these Financial Statements and should be read in conjunction herewith.

# NOTES TO AND FORMING PART OF THE STATEMENT OF CASH FLOWS

**AS AT 31ST DECEMBER, 2022**

(i) **RECONCILIATION OF CASH**

For the purposes of this statement of cash flows, cash includes:-

- (i) Cash on hand and in at call deposits with banks or financial institutions, net of bank overdrafts; and
- (ii) Investments in money market instruments readily convertible to cash.

Cash at the end of the year is shown in the balance sheet as:-

	2022	2021
Cash on Hand	131,800	107,364
Cash at Bank	499,563	1,135,510
Term Deposits	750,000	-
	<b>\$1,381,363</b>	<b>\$1,242,874</b>

(ii) **RECONCILIATION OF CASH FLOW FROM  
OPERATIONS WITH OPERATING PROFIT/(LOSS)  
AFTER TAX**

Operating Profit/(Loss) after Income Tax	265,111	48,535
Non-Cash Flows in Operating Profit/(Loss)		
Amortisation of Leasehold Improvements	94,716	88,663
Depreciation	299,349	256,055
Profit on Sale of Fixed Assets	(61,999)	
Charges to Provisions	28,713	(44,125)
Depreciation Right of Use Asset	105,883	37,019
Increase/(Decrease) in Income Tax Payable	27,685	(336)
(Increase)/Decrease in Deferred Tax Asset	16,893	(32,569)
Changes in Assets and Liabilities		
(Increase)/Decrease in Sundry Debtors and Prepayments	(37,511)	33,423
Increase/(Decrease) in Trade Creditors and Other Payables	(84,516)	285,013
Decrease/(Increase) in Inventory	(24,881)	(27,087)
<b>CASH FLOW FROM OPERATIONS</b>	<b>\$628,505</b>	<b>\$644,591</b>

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

**FOR THE YEAR ENDED 31ST DECEMBER, 2022**

The Oatley RSL and Community Club Limited is a company limited by guarantee, incorporated and domiciled in Australia.

The financial statements were authorised for issue, in accordance with a resolution of Directors, on 28th February 2023.

1. **STATEMENT OF ACCOUNTING POLICIES**

**Basis of Preparation**

The financial report is a general purpose financial report that has been prepared in accordance with Accounting Standards – Reduced Disclosure Requirements Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions to which they apply. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards. Material accounting policies adopted in the preparation of this financial report are presented below. They have been consistently applied unless otherwise stated.

The financial statements are presented in Australian dollars which is the functional and presentation currency.

(a) **Basis of Accounting**

The financial report is prepared in accordance with conventional historical cost principles.

NOTES TO AND FORMING PART  
OF THE FINANCIAL STATEMENTS

NOTES TO AND FORMING PART  
OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER, 2022

FOR THE YEAR ENDED 31ST DECEMBER, 2022

1. STATEMENT OF ACCOUNTING POLICIES (Continued)

(b) Leases

The Company as Lessee

At inception of a contract, the Company assesses if the contract contains or is a lease. If there is a lease present, a right-of-use asset and a corresponding lease liability are recognised by the Company where the Company is a lessee. However, all contracts that are classified as short-term leases (i.e. a lease with a remaining lease term of 12 months or less) and leases of low-value assets are recognised as an operating expense on a straight-line basis over the term of the lease.

Initially the lease liability is measured at the present value of the lease payments still to be paid at the commencement date. The lease payments are discounted at the interest rate implicit in the lease. If this rate cannot be readily determined, the Company uses the incremental borrowing rate.

Lease payment included in the measurement of the lease liability are as follows:

- fixed lease payments less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;

The right-of-use assets comprise the initial measurement of the corresponding lease liability, any lease payments made at or before the commencement date and any initial direct costs. The subsequent measurement of the right-of-use assets is at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the lease term of useful life of the underlying asset, whichever is the shortest.

Where a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company anticipates to exercise a purchase option, the specific asset is depreciated over the useful life of the underlying asset.

Application of AASB 16: Leases

The Company has recognised a lease liability and right-of-use asset for all leases (with the exception of short-term and low-value leases) recognised as operating leases under AASB 117: Leases where the Company is the lessee.

Lease liabilities are measured at the present value of the remaining lease payments. The Company's incremental borrowing rate as at 1 January 2019 was used to discount the lease payments.

1. STATEMENT OF ACCOUNTING POLICIES (Continued)

(i) Owned Assets

Items of property, plant and equipment are stated at cost or deemed cost less accumulated depreciation/amortisation (see below) and impairment losses (see accounting policy (g)).

(ii) Subsequent Costs

The Club recognises in the carrying amount of an item of property, plant and equipment the cost of replacing part of such an item when that cost is incurred if it is probable that the future economic benefits embodied within the item will flow to the Club and the cost of the item can be measured reliably. All other costs are recognised in the income statement as an expense as incurred.

(iii) Depreciation/Amortisation

Depreciation/amortisation is charged to the income statement on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. The estimated useful lives in the current and comparative periods are as follows:

Depreciation Rate	
Plant and Equipment	6 - 27%
Poker Machines	13 - 33%
Leasehold Improvements	10%

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER, 2022

## 1. STATEMENT OF ACCOUNTING POLICIES (Continued)

### (d) Trade and Other Receivables

Trade and other receivables are stated at their cost less impairment losses (see accounting policy (g)).

### (e) Inventories

Inventories are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

### (f) Cash and Cash Equivalents

Cash and cash equivalents include cash at bank, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less and bank overdrafts.

### (g) Impairment

The carrying amounts of the Club's assets, other than inventories (see accounting policy (e) and deferred tax assets (see accounting policy (m))), are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated (see below).

An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the income statement, unless an asset has previously been revalued, in which case the impairment loss is recognised as a reversal to the extent of that previous revaluation with any excess recognised through profit or loss.

Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to cash-generating units (group of units) and then, to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

#### (i) Calculation of Recoverable Amount

The recoverable amount of assets other than held-to-maturity securities and receivables carried at amortised cost is the greater of their net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER, 2022

## 1. STATEMENT OF ACCOUNTING POLICIES (Continued)

### (ii) Reversals of Impairment

In respect of assets other than held-to-maturity securities and receivables carried at amortised cost, an impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

### (h) Employee Benefits

Provision is made for the Club's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits.

### (i) Trade and Other Payables

Trade and other payables are stated at cost, which approximates amortised cost.

### (j) Provisions

A provision is recognised in the balance sheet when the Club has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

### (k) Revenue

#### (i) Goods Sold and Services Rendered

Revenue from the sale of goods comprises revenue earned from the provision of food, beverage and other goods and is recognised in the income statement when the significant risks and rewards of ownership have been transferred to the buyer. Revenue from gaming facilities together with other services to members and other patrons of the club is recognised in the income statement when the services are provided. No revenue is recognised if there are significant uncertainties regarding recovery of the consideration due, the costs incurred or to be incurred cannot be measured reliably, there is a risk of return of goods or there is continuing management involvement with the goods.

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER, 2022

1. STATEMENT OF ACCOUNTING POLICIES (Continued)

(l) Expenses

(i) Operating Lease Payments

Payments made under operating leases are recognised in the income statement on a straight-line basis over the term of the lease. Lease incentives received are recognised in the income statement as an integral part of the total lease expense and spread over the lease term.

(ii) Net Financing Costs

Net financing costs comprise interest payable on borrowings calculated using the effective interest method, and interest receivable on funds invested.

Interest income is recognised in the income statement as it accrues, using the effective interest method. The interest expense component of finance lease payments is recognised in the income statement using the effective interest rate method.

(m) Income Tax

Income tax on the profit for the year comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustments to tax payable in respect of previous years.

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

The Income Tax Assessment Act 1997 (amended) provides that under the concept of mutuality, clubs are only liable for income tax in income derived from non-members and from outside entities.

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER, 2022

1. STATEMENT OF ACCOUNTING POLICIES (Continued)

(n) Goods and Services Tax

Revenue, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the taxation authority is included as a current asset or liability in the balance sheet.

(o) Critical Accounting Estimates and Judgements

The directors evaluate estimates and judgments incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the company.

Key Estimates

(i) Impairment

The Company assesses impairment at the end of each period by evaluating conditions and events specific to the Company that may be indicative of impairment triggers. Recoverable amounts of relevant assets are reassessed using value-in-use calculations which incorporate various key assumptions. No additional impairment has been recognised in respect of any of the Company assets at the end of the reporting period.

(ii) Settlement and Legal Costs

The Directors are of the opinion that the settlement and legal costs recognised are the best estimate of future cash outflows at the time of issue of the financial report.

(iii) Estimation of useful lives of assets

The Company determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

(iv) Employee benefits provision

As discussed in note 1, the liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.



# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31ST DECEMBER, 2022

	2022	2021
<b>2. CASH AND CASH EQUIVALENTS – CURRENT</b>		
Cash on Hand	131,800	107,364
Cash at Bank	499,563	1,135,510
Term Deposits	750,000	-
	<b>\$1,381,363</b>	<b>\$1,242,874</b>
<b>3. TRADE AND OTHER RECEIVABLES – CURRENT</b>		
Sundry Receivables	46,144	23,438
	<b>\$46,144</b>	<b>\$23,438</b>
<b>4. INVENTORIES – CURRENT</b>		
Finished Goods	<b>\$91,171</b>	<b>\$66,290</b>
<b>5. OTHER – CURRENT ASSETS</b>		
Prepayments	70,656	55,851
Deposits	5,000	5,000
	<b>\$75,656</b>	<b>\$60,851</b>

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31ST DECEMBER, 2022

### 6. PROPERTY, PLANT AND EQUIPMENT

	Total Plant & Equipment \$
<b>COST</b>	
Balance 1 Jan 2021	4,176,570
Additions	329,896
Disposals	(296,811)
Balance 31 Dec 2021	4,209,655
Balance 1 Jan 2022	4,209,655
Additions	450,080
Disposals	(158,063)
Balance 31 Dec 2022	4,501,672
<b>DEPRECIATION AND IMPAIRMENT LOSSES</b>	
Balance 1 Jan 2021	3,053,961
Depreciation for Year	256,055
Disposals	(296,088)
Balance 31 Dec 2021	3,013,928
Balance 1 Jan 2022	3,013,928
Depreciation for Year	299,349
Disposals	(154,657)
Balance 31 Dec 2022	3,158,620
<b>CARRYING AMOUNT</b>	
31 December 2020	1,122,609
31 December 2021	1,195,727
31 December 2022	<b>\$1,343,052</b>

#### Core Property

The Club does not hold any core property in reference to Section 41J of the Registered Clubs Act.

#### Poker Machine Entitlements

The Club currently holds 54 Poker Machine Gaming Entitlements.

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31ST DECEMBER, 2022

	2022	2021
<b>7. LEASEHOLD IMPROVEMENTS</b>		
At Cost	3,406,163	3,397,256
Less Accumulated Amortisation	(2,709,490)	(2,614,774)
	<b>\$696,673</b>	<b>\$782,482</b>
<b>8. DEFERRED TAX ASSET</b>		
Re:- Provisions/Accruals/Leasehold Improvements	<b>\$61,044</b>	<b>\$77,937</b>
<b>9. RIGHT OF USE ASSETS</b>		
Leased Building	847,061	-
Accumulated Depreciation	(105,883)	-
<b>Total right-of-use asset</b>	<b>\$741,178</b>	<b>\$</b>
<b>Movement in carrying amounts</b>		
Leased buildings:		
Carrying Amount at Start of Year	-	37,019
Additions for the Year	847,061	-
Depreciation expense	(105,883)	(37,019)
<b>Net carrying amount</b>	<b>741,178</b>	<b>-</b>
Depreciation charge related to right-of-use assets	105,883	37,019
Interest expense on lease liabilities	27,196	198
Short-term leases expense	82,605	-
Low-value asset leases expense	-	-
Variable lease payment expense	-	-
<b>Total cash outflows for leases</b>	<b>\$215,684</b>	<b>\$37,217</b>

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31ST DECEMBER, 2022

	2022	2021
<b>10. TRADE AND OTHER PAYABLES- CURRENT</b>		
Trade Creditors	138,015	102,103
Other Payables	420,308	498,077
Poker Machine Tax Rebate	11,453	11,454
Subscriptions in Advance	31,995	27,688
	<b>\$601,771</b>	<b>\$639,322</b>
<b>TRADE AND OTHER PAYABLES – NON-CURRENT</b>		
Other Payables	<b>\$43,052</b>	<b>\$90,017</b>
<b>11. PROVISIONS - CURRENT</b>		
Provision for Employee Entitlements	<b>\$66,019</b>	<b>\$49,002</b>
<b>12. CURRENT TAX LIABILITIES</b>		
Provision for Income Tax	<b>\$26,747</b>	<b>\$(938)</b>
<b>13. LEASE LIABILITIES</b>		
Lease Liability re Right of Use Rentals Building		
Total	753,189	-
Current	197,463	-
Non-Current	555,726	-
	<b>\$753,189</b>	<b>\$-</b>
<b>Lease Commitments – Right of Use Rentals</b>		
Due 1 Year	197,463	-
Due 2-5 Years	555,726	-
Due 5 Years Plus	-	-
	<b>\$753,189</b>	<b>\$-</b>

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31ST DECEMBER, 2022

	2022	2021
<b>14. LONG TERM PROVISIONS</b>		
Provision for Employee Entitlements	\$11,696	-
<b>15. FINANCIAL LIABILITIES</b>		
<b>NON-CURRENT</b>		
Loan – Commonwealth Bank Ltd (c)	\$69	\$3,569
(a) First ranking charge over all present and Acquired Property.		
<b>16. COMMITMENTS FOR EXPENDITURE</b>		
(a) Capital Expenditure Contracted for within 1 year	-	-
<b>17. REVENUE</b>		
Trading Revenue	4,419,049	2,952,151
Other Revenue		
Bingo, Raffle & Market Day	336,564	200,603
Interest	3,057	41
Keno & TAB Commission	68,393	52,957
Subscriptions	13,818	16,051
Other	191,639	104,707
Gain on Sale Fixed Assets	61,999	-
Covid Related Government Subsidies	-	135,000
	<b>\$5,094,519</b>	<b>\$3,461,510</b>

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31ST DECEMBER, 2022

	2022	2021
<b>18. OPERATING PROFIT</b>		
The Operating Profit is arrived at after charging and crediting the following specific items:-		
<b>Charges:-</b>		
Amounts received or due and receivable by the Auditors for:-		
Auditing the Accounts	15,446	14,797
Other Services	550	500
(The Auditors received no other Benefits)		
Amortisation – Leasehold Improvements	94,717	88,663
Depreciation - Fixed Assets	299,348	256,055
Provisions - Employee Entitlements	28,713	(44,125)
Interest & Depreciation Right of Use Property – Interest Paid	133,079	61,733
<b>Credits:-</b>		
Interest Received	3,057	41
Profit on Sale of Fixed Assets	61,999	-
<b>19. INCOME TAX</b>		
The Income Tax Assessment Act, 1997 (amended) provides that under the concept of mutuality, clubs are only liable for income tax on income derived from non members and from outside entities.		
<b>Income Tax Expense</b>		
Income Tax Expense attributable to operating profit is made up of:		
Current Year Income Tax Provision	26,747	-
<b>Deferred Tax Benefit</b>		
Origination and reversal of temporary differences	16,893	(32,569)
<b>Total Income Tax Expense in Income Statement</b>	<b>\$43,640</b>	<b>\$(32,569)</b>

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31ST DECEMBER, 2022

	2022	2021
<b>20. AUDITORS' REMUNERATION</b>		
Amounts received or due and receivable by the Auditors for:-		
Auditing the Financial Statements	15,446	14,797
Other Services	550	500
	<b>\$15,996</b>	<b>\$15,297</b>

(The Auditors received no other benefits)

### 21. RELATED PARTY TRANSACTIONS

During the year, the following expenditure was incurred relating to directors, which were not generally available to members:-

Expenses & Director's Apparel	6,433	9,918
Honorarium Paid/Payable to Directors	14,949	8,800
	<b>\$21,382</b>	<b>\$18,718</b>

There were no related party transactions during the year with Director related entities.

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31ST DECEMBER, 2022

### 22. KEY MANAGEMENT PERSONNEL COMPENSATION

#### Compensation

The aggregate compensation made to directors and other members of Key Management Personnel of the company is set out below.

	Salary and Fees	
	2022	2021
Total Compensation	\$206,904	\$242,310

### 23. CONTINGENT LIABILITIES

The Club is currently in discussions with the Sub-Branch with regard to the renewing of the lease for club premises.

### 24. EVENTS SUBSEQUENT TO BALANCE DATE

Nil

### 25. MEMBERS' GUARANTEE

The company is limited by guarantee. If the company is wound up, the constitution states that each member is required to contribute a maximum of \$2.00 each towards meeting any outstanding obligations of the company. At 31 December, 2022 the number of members was 5,322 (2021 – 5,294).

# DIRECTORS' DECLARATION

The Directors of Oatley RSL and Community Club Limited declare that:-

1. The Financial Statements and Notes as set out on pages 27-53 are in accordance with the Corporations Act 2001.

(a) comply with Accounting Standards and the Corporations Regulations 2001 and

(b) give a true and fair view of the financial position as at 31st December 2022 and of the performance for the year ended on that date of the Company.
2. In the directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors.  
Dated at Oatley this 28th February 2023.



Ron White  
Director



Simon Flack  
Treasurer

# INDEPENDENT AUDITORS' REPORT

## REPORT ON THE FINANCIAL REPORT

We have audited the accompanying financial report of Oatley RSL and Community Club Limited (the company), which comprises the Statement of Financial Position as at 31st December 2022, the Statement of Comprehensive Income, statement of changes in equity and cash flow statement for the year ended on that date, a summary of significant accounting policies and other explanatory notes and the directors' declaration of the company.

*Directors' responsibility for the financial report*

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 1 (Basis of Preparation), the directors also state, in accordance with Accounting Standard AASB 101 Presentation of Financial Statements, that the financial statements comply with International Financial Reporting Standards.

*Auditor's responsibility*

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. The Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The Procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

*Independence*

In conducting our audit, we have complied with the independence requirements of the Corporations Act 2001.



INDEPENDENT AUDITORS’  
REPORT

DETAILED PROFIT AND LOSS  
STATEMENT

Auditor’s Opinion

In our opinion:

- a. the financial report of Oatley RSL and Community Club Limited is in accordance with the Corporations Act 2001, including
- (i) giving a true and fair view of the company’s financial position as at 31st December 2021 and of its performance for the year ended on that date; and

(ii) Complying with Australian Accounting Standards – Reduced Disclosure Requirements (including the Australian Accounting Interpretations) and the Corporations Regulations 2001.
- b. the financial report also complies with International financial Reporting Standards as disclosed in Note 1.

Sydney: 28th February 2023

Suite 601  
74 Pitt Street  
SYDNEY NSW 2000

LITTLEWOODS  
Chartered Accountants  
A Reisen, C.A., Principal

FOR THE YEAR ENDED 31ST DECEMBER, 2022

	2022	2021
INCOME		
Bar & Café income	1,535,227	984,263
Cost of Sales Bar & Café	(667,854)	(436,193)
	867,373	548,070
Poker Machine Revenue	2,883,822	1,967,887
Commissions & Rebates	132,217	106,806
Bingo & Promotions Revenue	336,564	200,603
Rent Received	89,193	37,687
Function Revenue	38,622	13,171
Interest Received	3,057	41
Members Subscriptions	13,818	16,051
Gain on Sale of Fixed Assets	61,999	-
Covid Related Government Subsidies	-	135,000
Total Income	\$4,426,665	\$3,025,316
LESS EXPENSES		
Audit & Bookkeeping Fees	17,827	33,557
Advertising & Marketing	38,762	36,948
Bank Charges	14,885	13,003
Cleaning	92,547	60,642
Compliance Costs	4,598	10,616
Computer & IT Support	55,497	55,645
Consultancy Fees	21,564	47,364
Directors Expenses	21,382	18,718
Donations & Sponsorships	-	2,135
Employment Expenses	1,358,260	1,028,973
Entertainment	7,331	6,932
Gaming Expenses	538,529	327,819
Insurance	106,325	97,646
Interest Expense	2,092	2,003
Legal Fees	18,704	46,544
Members Benefits	349,027	321,258
Office Expenses	5,251	5,746
Other Expenses	135,477	97,710
Raffle & Promotions Expenses	483,728	174,407
Interest & Depreciation Right of Use Rental Asset	215,684	61,733

# DETAILED PROFIT AND LOSS STATEMENT

FOR THE YEAR ENDED 31ST DECEMBER, 2022

	2022	2021
LESS EXPENSES (Continued)		
Repairs & Maintenance	117,461	92,704
Utilities	118,918	122,865
TOTAL EXPENSES	3,723,849	2,664,968
Profit Before Depreciation, Amortisation & Income Tax	702,816	360,348
Depreciation & Amortisation	394,065	344,718
NET PROFIT(LOSS) BEFORE INCOME TAX	\$308,751	\$15,630

