

26 SEPTEMBER 2025

Chairmans Report



Dear Members,

While it may seem to many that 2025 was an uneventful year I assure it was anything but in the face of ever increasing compliance burdens, day to day business and completing our amalgamation with Collarenebri Club Ltd, while again managing significant growth across the business.

Club revenue reached \$10.9M this year with double digit growth across most operational areas. Club Membership grew to more than 16,094 being 15% higher than last year. While the Total profit is in fact a loss of \$418,868 this is primarily due to a negative valuation of \$2.6M which our CEO will detail better. I can safely say the clubs' trading result was very positive delivering a \$2.2M surplus this year.

I would like to commend my fellow directors for their dedication to making your club the best it can be. If you believe you have something to offer the clubs leadership team feel free to reach out directly chairman@toongabbiesportsclub.com.au. The role is important especially with the increasing compliance expectation from Federal, State and Local Authorities. While much of this is administrative some of it plays out into the front of house, for example this year the club was required to relocate its ATM's at significant expense to comply with Liquor and Gaming and to then obtain a tobacco license in order to maintain the cigarette vending machine to comply with NSW Health as two examples. To say clubs are heavily regulated is an understatement.

Toongabbie is now recognised as an approved Live Music venue and this year we are looking to expand our offer even more and as usual nearly all, if not all, events will again be FREE plus we are looking to some different entertainment and activity options as we head into 2026.

We continue to support a large number of local sporting clubs again spending more than \$400,000 to assist all of these clubs keep sport accessible to all in our community.

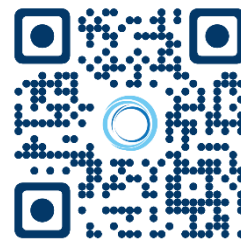
I congratulate our Division 2 Men's bowlers after winning the Regions Pennant finals and wish them all the best as they now progress to the State Finals.

After a lengthy process I can also report the amalgamation with Collarenebri is now complete. It is pleasing to see the club now starting to trade consistently and profitably under its manager Mark White as we look to continue improving the club for its local community. If you're in the area (yes it is a long way to go!) why not check out the new thermal spring just around the corner from the club and hopefully sometime next year the improvements we have planned.

We are also super pleased to introduce Digital Membership to the club where you can download your membership card directly to your phone's wallet meaning you will never forget your membership card. Scan or click the QR code here to download yours – just select Already a Member to get yours direct to your phone.

I must also commend our staff who are simply the best at looking after our local community, often going above and beyond to meet the needs of our customers.

In closing I wish all a Safe, Festive and Merry Christmas and hope that 2026 brings you back to Toongabbie time and time again.



Duane Gorry, Chairman

CEO's Report

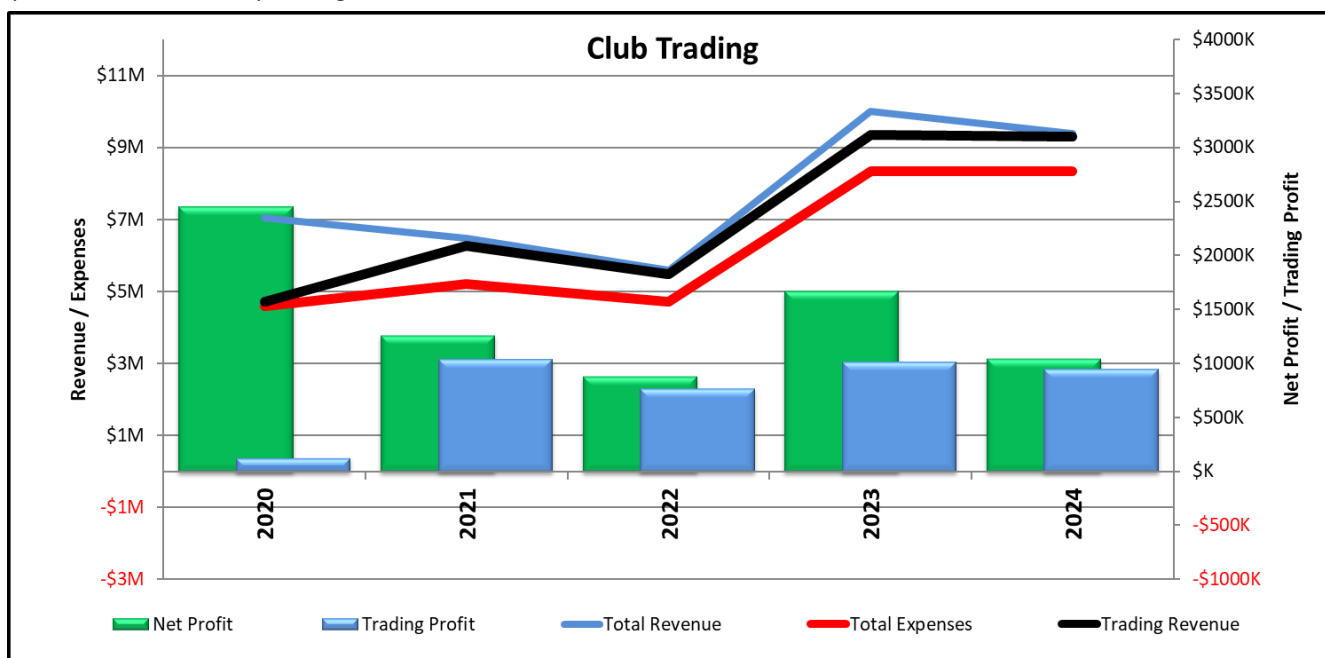


Dear Members,

As noted by the chairman the clubs Total comprehensive income for the year in fact a loss of \$0.41M (2024 profit \$1.05M). There were two key impacts on this result with by far the largest being a valuation write down of \$2,648,120 of the club asset base. This came to be as the club had full valuations done in line with accounting standards, with new valuers providing a significantly lower valuation than the last one. After removing this adjustment the club reports a Surplus for the year of \$2,229,252.

However even this number is impact by the profit on amalgamation with Collarenebri which saw all assets transferred to Toongabbie providing a net benefit of \$602,912. So the clubs trading profit was in fact around \$1.6M which remains a strong result for the club.

With the inclusion of Collarenebri for the final quarter Club revenue increased to \$10,917,762 (2024: \$9,394,707) being an increase of 16%.



Expenses increased to \$9,466,117 (2023: \$8,349,485) up 13%.

The clubs Current Assets closed at \$3.2M while the clubs Net Assets were \$20,408,361 – despite the impact of the valuation.

The club's retains mortgages of \$3.4M on its residential portfolio with the majority of this is now offset by the club's cash holdings which are now at \$3.2M.

This year again saw an increase in labour costs through wage increases and the final stage of the Superannuation levy increases and ever increasing payroll tax. Pleasingly the Federal government paused liquor excise increases, so there were no beverage price increases this year, but that said all other costs continue to rise.

Of course all of these results are not possible without the team we have at Toongabbie including Stanley Lo and his team at Bombax Brasserie, David Phelps and his team for our fantastic greens (the envy of the region), the staff you see every time you visit looking after you, the staff working behind the scenes and the clubs Board Of Directors who consistently guide the clubs future. I count myself lucky to be surrounded by a dedicated and professional team and thank them all for their efforts each day.

While it has been another successful year at the club, the work is never done so after a short break on Christmas day we will all be back next year working to make the club better for 2026.

Andrew Lauridsen, CEO

Notice is hereby given that the

**ANNUAL GENERAL MEETING OF
TOONGABBIE SPORTS & BOWLING CLUB LIMITED**
ABN 32 001 050 371

Will be held at the premises of the Toongabbie Sports & Bowling Club located at 12 Station Road, Toongabbie , and be available for viewing at other venues on the

27th OCTOBER 2025 at 6PM

THE BUSINESS OF THE MEETING IS

- A. To confirm the Minutes of the 2024 Annual General Meeting held on 9 October 2024.
- B. To receive and consider the Reports of the Board.
- C. To receive and consider the Balance Sheet, Profit and Loss Account and the Report of the Auditor.
- D. To declare the result of the election of the seven Directors (if required).
- E. To deal with any Business of which due notice has been given.
- F. To allow the Members as a whole to ask questions about or make comment on the management of the club.

Ordinary Resolutions

To be passed an Ordinary Resolution must receive votes from a simple majority (ie 50% plus 1) of those members who being eligible to do so vote in person on the Ordinary Resolution at the meeting. Each Resolution should be read in conjunction with the notes to members which follow the Resolution. All members (except Honorary members, Provisional members and Temporary members) are eligible to attend the meeting and vote on the Ordinary Resolutions.

Under the Registered Clubs Act:

- members who are employees of the Club are not entitled to vote; and
- proxy voting is prohibited.

The Board of the Club recommends each of the Resolutions to members.

Ordinary Resolution 1

That pursuant to the Registered Clubs' Act:

- (a) The Members hereby approve expenditure by the Club in a sum not exceeding \$25,000 over the following twelve months for the following activities of Directors:
 - (i) The cost of a meal and beverage for each Director immediately before or immediately after a Board or Committee Meeting on the day of that Meeting.
 - (ii) Reasonable expenses incurred by Directors in travelling to and from Directors' or other duly constituted Committee Meetings as approved by the Board from time to time on production of invoices, receipts or other proper documentary evidence of such expenditure.
 - (iii) Reasonable expenses incurred by Directors in relation to such other duties including entertainment of special guests of the Club and other promotional activities as is performed as a Director in relation to the Club which expenses are approved by the Board before payment is made on production of invoices, receipts or other proper documentary evidence of such expenditure.
 - (iv) The reasonable cost of Directors attending seminars, lectures, trade displays and other similar events as may be determined by the Board from time to time.
 - (v) The reasonable cost of Directors attending other Clubs for the purpose of observing their facilities and methods of operation.
 - (vi) That the Members hereby approve expenditure by the Club in a sum not exceeding \$7,500 for the purpose of providing each Director and the Welfare Officer with a uniform.
- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those who are Directors of the Club.

Explanatory Notes

- *In order to comply with the Registered Clubs Act the members must approve the benefits listed above.*
- *The Board recommends this resolution the meeting.*

Ordinary Resolution 2

That pursuant to the Registered Clubs' Act:

- (a) The Members hereby approve for 7 Directors, 2 Men's Bowling Club representatives, 2 Women's Bowling Club representatives and the clubs Welfare Officer to be provided priority parking in spaces so designated.
- (b) The Members acknowledge that the benefits in paragraph (a) above are not available to members generally but only for those noted above.

Explanatory Notes

- *In order to comply with the Registered Clubs Act the members must approve the benefits listed above.*
- *The Board recommends this resolution the meeting.*

Ordinary Resolution 3

That pursuant to the Registered Clubs' Act:

- (a) That the Members hereby approve the members of the board receiving honoraria from the Club to a value of \$6,000 per director to be paid in kind.
- (b) That the Members hereby approve the clubs appointed Welfare Officer receiving honoraria from the Club to a value of \$1,500 to be paid in kind.
- (c) The Members acknowledge that the benefits listed above are not available to members generally

Explanatory Notes

- *In order to comply with the Registered Clubs Act the members must approve the benefits listed above.*
- *The Board recommends this resolution the meeting.*

Special Resolution

To be passed the Special Resolution must receive votes from not less than three quarters (75%) of those members who being eligible to do so vote in person on the Ordinary Resolution at the meeting. The Special Resolution should be read in conjunction with the notes to members which follow the Special Resolution.

Only Life members and financial Ordinary Members (Bowling) are eligible to vote on the Special Resolutions.

Under the Registered Clubs Act:

- members who are employees of the Club are not entitled to vote; and
- proxy voting is prohibited.

The Board of the Club recommends each of the Special Resolutions to members.

Special Resolution

That the Constitution of Toongabbie Sports and Bowling Club Limited be amended by:

- (a) **inserting** into Rule 2 in alphabetical order the following new definitions:

“ALM/CTF Act” means the Anti-Money Laundering and Counter Terrorism Financing Act 2006.

“Liquor and Gaming Policy” means any determination or policy made by the Club for the purposes of implementing and/or enforcing gaming or liquor harm minimisation.”

- (b) **deleting** the definition of Gaming Machine Act in Rule 2 and in its place **inserting** the following new definition:

“Gaming Machines Act” means the Gaming Machines Act, 2001.”

- (c) **deleting** the heading above Rule 4 and in its place **inserting** the following new heading **“REQUIREMENTS OF THE LAW AND OTHER LEGISLATION”**.

- (d) **inserting** the following new Rule 4A:

“4A. The Constitution and By-laws of the Club have effect as a contract between:

- (a) *the Club and each member; and*

- (b) *the club and each director;*
 - (c) *the Club and each other member,*
- under which each person agrees to observe and perform the Constitution and By-laws so far as they apply to that person."*

(e) **inserting** the following new Rule 8A:

- "8A (a) *Under the AML/CTF Act the Club:*
- (i) *is a reporting entity;*
 - (ii) *provides a designated service to its members and patrons;*
 - (iii) *may be required to carry out such enquiries of members and other patrons, as considered necessary by the Club, to verify the member or patrons' identity; and*
 - (iv) *maybe required to undertake "enhanced due diligence" of certain members and patrons, in certain circumstances."*

(f) **deleting** Rule 18(d) and in its place **inserting** the following new Rule 18(d):

"“Provisional member” means a person who has paid the entrance fee (if any) and the applicable annual subscription for one of the categories of ordinary membership set out in paragraphs (a) to (c) above (if any) but who has not been elected to that category of membership. A Provisional Member is entitled to such privileges and advantages of membership as determined by the board but is not entitled to vote in the election of the board or attend or vote at any meetings of the Club. A person will cease to be a Provisional member upon approval or refusal of that person’s application by the Board in accordance with Clause 24.”

(g) **deleting** Rules 21(b) and (c) and in their place **inserting** the following new Rule 21(b) and renumbering the remaining provisions accordingly:

- "(b) *The Board or the Chief Executive Officer have the discretion to admit any person as a Temporary Member of the Club."*

(h) **inserting** the following new Rule 28(aa):

- "(aa) *Any use of social media or other electronic communication by a Member or a guest of a Member that is contrary to any By-Law or that can be construed as negative about the Club or any of its facilities, amenities, services, strategies, employees, officers or members, will be conduct prejudicial to the interests of the Club."*

(i) **deleting** the word "he" in Rule 29A(c)(iv) and **inserting** the word "the" in its place.

(j) **inserting** the following new Rules 48(i) to (k) inclusive:

- "(i) *ceases to hold the necessary qualifications to be elected or appointed to the Board.*
- (j) *is suspended from membership of the Club for any period of time:*
- (i) *including a suspension under Rule 29A;*
 - (ii) *including any period between the making of a request under 29A(c)(iv) and the Board dealing with the matter; and*
 - (iii) *excluding any suspension under Rule 28B.*
- (k) *ceases to hold a Director Identification Number."*

(k) **inserting** the following new Rule 52(q)(ix) and **renumbering** the remaining provision accordingly:

- "(ix) *The use of social media and other forms of electronic communication by Members and guests of Members relating to the Club."*

(l) making such general consequential amendments necessary to ensure the cross referencing of Rule sand paragraphs, together with Rule and paragraph numbering, are correct throughout the Constitution.

Notes to members on Special Resolution

1. The Special Resolution proposes a series of amendments to the Club's Constitution to bring it into line with best practice and the requirements of the Corporations Act, Liquor Act and Registered Clubs Act (RCA).
2. Paragraphs **(a)** and **(b)** insert new definitions into the Constitution.
3. Paragraph **(c)** amends a heading in the Constitution.
4. Paragraph **(d)** clarifies that members are bound by and must comply with the Constitution, By-laws and any other applicable determinations, resolutions, and policies of the Club and that the Club's Constitution constitutes a contract between the Club and its members.
5. Paragraph **(e)** inserts a new Rule addressing the requirements of the Anti-Money Laundering and Counter Terrorism Financing Act, and discloses the requirements for the Club to make enquiries of members from time to time under that legislation.
6. Paragraph **(f)** amends Rule 18(d) in respect of Provisional members.
7. Paragraph **(g)** inserts a new rule which allows the Board or Chief Executive Officer of the Club to have discretion to admit any person as a Temporary member of the Club.
8. Paragraph **(h)** inserts a new ground for disciplinary proceedings where a member or their guest use social media or other electronic communication in a way that is or can be construed as negative about the Club. This reflects industry best practice.
9. Paragraph **(i)** amends a typographical error in Rule 29A(c)(iv).
10. Paragraph **(j)** inserts additional grounds on which the office of a director is automatically vacated and reflects the Corporations Act 2001, Registered Clubs Act 1976 and industry best practice.
11. Paragraph **(k)** inserts a new rule which clarifies that the Board is allowed to regulate the use of social media and other forms of communication by members and guests of members.
12. Paragraph **(l)** allows the making of general consequential amendments necessary to ensure the cross referencing of Rules and paragraphs, together with Rule and paragraph numbering, are correct throughout the Constitution.

INFORMATION TO MEMBERS

As permitted by the Corporations Act 2001 Sect 314 the Full Financial Report for the year; the Directors Report for the year and the Auditor's Report will be available from our website, www.toongabbiesportsclub.com.au; via post upon written request or via electronic copy upon request to info@toongabbiesportsclub.com.au.

Members are advised that questions concerning the Balance Sheet, Profit and Loss Statement or Auditors Report must be in writing and handed to the CEO by 5.00pm by *13 October 2025* and that otherwise no new business, notices of motions or resolutions can be considered at the AGM.

Dated 26 September 2025 by Direction of the Board
ANDREW LAURIDSEN
Chief Executive Officer, Toongabbie Sports Club Ltd

Help is close at hand

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GAMBLEAWARE
gambleaware.nsw.gov.au
1800 858 858



PLAYER ACTIVITY STATEMENTS

Members are reminded that Loyalty Statements are available from the clubs Kiosk or from Club Staff. Terms and Conditions are available on the clubs website and from club reception.