



**2024 BOARD  
NOMINATION  
INFORMATION  
PACKAGE**

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## **DIRECTORS DUTIES**

Directors are required to attend a scheduled Board Meeting or any special meeting when required. All Club business dealings and Board Room discussions are strictly confidential and should always remain within the realms of the Board Room. You have been elected by club members to represent their best interests and this should be paramount in your decision making. You may be required to sit and participate on nominated committee's as directed by the Chairperson of the Board.

## **DIRECTOR'S BENEFITS**

### **Ordinary Resolution 1**

That the members hereby approve expenditure by the Club to a maximum of \$15,000.00 until the next Annual General Meeting of the Club for the following:

- (i) The reasonable costs of directors attending seminars, lectures and other educational activities as determined by the Board from time to time.
- (ii) The reasonable costs (including travel and accommodation expenses) of directors attending meetings, conferences and trade shows conducted by Clubs NSW, the Club Managers Association and such other conferences and trade shows as determined by the Board from time to time.
- (iii) The reasonable cost of directors attending any other registered club for the purpose of viewing and assessing its facilities as determined by the Board as being necessary for the benefit of the Club.
- (iv) The reasonable cost of directors (and their spouses/partners if required) attending any club, community, or charity function as the representatives of the Club and authorised by the Board to do so.
- (v) The reimbursement of reasonable out of pocket expenses incurred by directors travelling to and from Board meetings or other duly constituted meetings of any committee of the Board.
- (vi) The reasonable cost of meals and beverages for each director at Board meetings or whilst on duty.
- (vii) The reasonable expenses incurred by directors either within the Club or elsewhere in relation to such other duties including entertainment of special guests of the Club and other promotional activities approved by the Board on production of documentary evidence of such expenditure.
- (viii) The reasonable cost of Club apparel being provided to directors as required.

The members acknowledge that these benefits are not available for members generally but are only for those who are directors of the Club.

## **DIRECTOR'S GUIDELINES**

### **PURPOSE:**

An effectively operating Board is the most significant component of an effective Club. Effective Boards are clear about their practices, their role, and their results.

### **GUIDING PRINCIPLES:**

The Board should pursue the aims and purpose of the Club by actively ensuring that management and staff:

- a) Make decisions that are consistent with the Club's role/purpose and the interests of members;
- b) Comply with any relevant legislative, industrial, and administrative requirements and keep up to date with any changes;
- c) Maintain adequate documentation to support any decisions made;
- d) Treat each Club member and other staff members with courtesy and sensitivity to their rights;
- e) Provide all necessary and appropriate assistance to members of the Club;
- f) Promote a culture of continuous professional development and training;
- g) Strive to obtain value for Club money and spend and avoid waste and extravagance in the use of Club resources;
- h) Contribute to a safe, healthy, and discrimination-free Club environment; and
- i) Not take or seek to take improper advantage of any Club information gained in the course of their appointment (in the case of Directors) or employment (in the case of Manager/Staff).

The Board should have a clearly defined and expressed statement or equivalent expression of their aims and purpose as an organisation. This should be clearly communicated to members and stakeholders

### **ETHICS**

In accordance with legal and statutory requirements, Directors should:

- a) Discharge their duties in good faith and act honestly, in the best interest of the Club and with the level of skill and care agreed in their role expectations;
- b) Act with required care and diligence, demonstrating commercial reasonableness in their decisions;
- c) Declare any conflicts of interest;
- d) Act for the benefit of the Club at all times;
- e) Not make improper use of information gained through their positions as Directors;
- f) Not allow personal interests or the interests of any close associate, to conflict with the interests of the Club;
- g) Make reasonable enquiries to ensure that the Club is operating efficiently, effectively, and legally towards achieving its goals; and
- h) Undertake diligent analysis of all proposals placed before the Board.

### **CONFLICT OF INTEREST**

If a Director has a real or potential material personal interest relating to Club procurement of goods and services and /or major capital works, the nature of that interest should be disclosed at the earliest possible meeting of the Board.

### **CONFIDENTIALITY**

Directors have a duty to question, request information, raise any issues which are of concern to them, fully canvas all aspects of any issues confronting the Club and cast their vote on any resolution according to their own judgement.

Directors should keep confidential Board discussions, dialogue and decisions that are not publicly known. Confidential information received by a Director in the course of the exercise of directorial duties remains the property of the Club and it is improper to disclose it or allow it to be disclosed, unless that disclosure has been properly authorised, or is required by law.

*I agree to abide by the above and sign this document in acceptance of the responsibilities and obligations that have been outlined to me as a Director.*

**NAME:**

**DATE:**

**SIGNATURE:**

**CANDIDATE NOMINATION PACK**  
**PITT TOWN AND DISTRICT SPORTS CLUB LIMITED**

**a) Candidate Nomination Form**

A completed Nomination Form must be received **by the Secretary**, not later than **(insert time and date)**

Mr Earl Moran – Secretary Pitt Town and District Sports Club Ltd 139 Old Pitt Town Road, Pitt Town NSW 2756	Phone: 02 4572 3658 <b>COMPLETED NOMINATIONS MAY BE POSTED OR HAND DELIVERED TO THE SECRETARY OR SECRETARY’S REPRESENTATIVE ONLY</b>
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**ONLY CURRENT FINANCIAL MEMBERS OR LIFE MEMBERS ARE ELIGIBLE TO NOMINATE OR SECOND THESE POSITIONS.**

**ONLY CURRENT FINANCIAL MEMBERS OR LIFE MEMBERS WITH AT LEAST THREE (3) YEARS CONTINUOUS TENURE AS A FINANCIAL MEMBER OR LIFE MEMBER ARE ELIGIBLE TO BE NOMINATED FOR THESE POSITIONS.**

We, the undersigned, being eligible to nominate a candidate in accordance with the Club’s Constitution, hereby nominate:

<b>NOMINATOR</b>			
(Surname)	(Given Names)		
Of, _____	_____		
(Residential Address)	(Postcode)		
(Member No)	(Work Phone)	(Mobile )	
(Email)	(Home/Work)		

To be qualified to be a Board Member, a candidate must have been a continuous qualifying member of the Club for not less than three (3) years immediately prior to their Nomination.

Name of Nominator	Residential Address	Membership Number	Signature

This nomination must be made by at least two (2) Ordinary Members or Life Members (other than the candidate) of Pitt Town and District Sports Club Ltd.

**b) Candidate Consent**

I, \_\_\_\_\_ (insert name of candidate) do hereby consent to the nomination and declare that I am qualified under Pitt Town and District Sports Club Limited Constitution, to be Nominated for and Elected to the position nominated for.

I also declare that I am aware of the statutory responsibilities of a Director.

My name should appear on the ballot paper as:

\_\_\_\_\_  
(Surname)

\_\_\_\_\_  
(One Given Name)

Only one given name and surname will appear on the ballot paper; recognised abbreviations or derivatives of given names are acceptable; nicknames are not acceptable.

\_\_\_\_\_  
(Signature of Candidate)

\_\_\_\_\_  
(Date)

**OFFICE USE ONLY**

**NOMINATION RECEIVED**

Name \_\_\_\_\_ Signature \_\_\_\_\_

Received \_\_\_ / \_\_\_ / \_\_\_ at

\_\_\_\_\_ am/pm





**d) Statutory Declaration**

On

I,

of

in the State of New South Wales do solemnly and sincerely declare as follows:

1. I acknowledge and agree that I accept all duties and obligations of Pitt Town and District Sports Club Limited ABN 36 002 503 540 (Club).
2. I declare that I am eligible to hold office as a member of the Board in accordance with the Constitution of Pitt Town and District Sports Club Limited.
3. I am not subject to a declaration or order by the Independent Liquor and Gaming Authority or the Director of Liquor and Gaming preventing me from being nominated for election or holding office as a Director.
4. I am not a key official\* or former key official\* as those terms are defined in the Gaming and Liquor Administration Act (2007).
5. I understand I must complete any prescribed Director Training within 12 months as required by the NSW Registered Clubs Regulation 2015, or I shall vacate the board if elected.
6. I agree to comply with the provisions of the NSW Registered Club's Accountability Code, and my obligations to make certain disclosures for matters I am involved in.
7. I have obtained a Director Identification Number from the Australian Securities and Investments Commission and provided it to the Club.
8. I am not subject to section 206B (automatic disqualification for certain prior convictions or for bankruptcy, deed of arrangement or composition with creditors), sections 206C, 206D or 206E (court power of disqualification) or section 206F (Australian Securities and Investments Commission's power of disqualification) of the Corporations Act 2001 (**Corporations Act**).
9. I am aware of my responsibilities under sections 180 to 184 (care, diligence, good faith, use of position and use of information), sections 285 to 344 (financial reports and audit) and sections 588G to 588Q (duty to prevent insolvent trading, liability to compensate the Club or creditors of the Club and offences by directors and officers) of the Corporations Act.
10. I specifically and expressly agree that I will keep all business discussed and/or transacted at Board meetings of the Club confidential and all other confidential information which I become aware of or that comes into my possession or knowledge as a result of my being a director of the Club will be kept confidential. I am aware of the provisions of section 183 of the Corporations Act concerning improper use of information and am aware that it is a serious offence to make improper use of information acquired by myself as a Director.
11. I am aware of my obligations to disclose the following in relation to the Directors' report and obligations under sections 299 and 300 of the Corporations Act and Parts 4 and 4A of the Registered Clubs Act 1976 (**Registered Clubs Act**) which may include:
  - (a) Qualifications – tertiary, professional bodies or associations, diplomas, certificates, degrees etc.
  - (b) Experience as outlined in areas such as:
  - (c) Business activities.
  - (d) Other directorships.
  - (e) Relevant business experience.
  - (f) Other relevant experience

- (g) Special responsibilities e.g., finance director, membership committee, building committee etc.
- (h) Any material personal interest or other interest (including a direct or indirect interest in a contract or proposed contract involving the Club) which I must declare and/or obtain prior approval as the case may be pursuant to the Corporations Act (sections 191 or 192) and the of the accountability provisions in Part 4A of the Registered Clubs Act and Part 4 of the Regulations to that Act.

12. I am aware that under section 195 of the Corporations Act I cannot vote on any matter that is being considered at a meeting of the Board or of directors in which I have a material personal interest, nor can I be present while the matter is being considered at the meeting.
13. I am not currently subject to any disciplinary action under Rule 20 or Rule 21 of the Constitution of Pitt Town and District Sports Club Ltd.
14. I am not of any amalgamated club.
15. As a Director of the Club, I am aware of and will undertake, my responsibilities pursuant to the Corporations Act, Registered Clubs Act, Liquor Act 2007, Gaming Machines Act 2001 and regulations to those Acts, other relevant legislation, and the Constitution of the Club.

**DECLARED AND SUBSCRIBED at**

\_\_\_\_\_ (Place)

by the said \_\_\_\_\_ (Name of declarant)

\_\_\_\_\_ (Signature of declarant)

In the presence of an authorised witness, who states:

I, \_\_\_\_\_, a \_\_\_\_\_ (Name of authorised witness) (qualification of authorised witness)

Certify the following matters concerning the making of this statutory declaration by the person who made it: (\* please cross out any text that does not apply).

1. \*I saw the face of the person OR \*I did not see the face of the person because the person was wearing a face covering, but I am satisfied that the person had a special justification for not removing the covering, and;
2. \*I have known the person for at least 12 months OR \*I have not known the person for at least 12 months, but I have confirmed their person’s identity using an identification document and the document I relied on was \_\_\_\_\_

(Describe identification document relied on)

\_\_\_\_\_ (Signature of authorised witness)

\_\_\_\_\_ (date)

