

5 October 2018

Dear Members,

On the 27<sup>th</sup> July of this year, I wrote to Members regarding the progress of the proposed governance arrangements for the Parramatta Leagues Club Limited (PLC). This followed an extensive Members consultation period that has taken place since February of this year and had included a Members Consultation Meeting on 21<sup>st</sup> June.

This correspondence is to advise Members that I now intend to complete this process by providing a formal opportunity for Members to vote at a **General Meeting (GM) of the PLC to consider and approve a new PLC constitution on 8<sup>th</sup> November 2018**. The GM will be held at Novotel Parramatta, 350 Church Street Parramatta NSW 2150. Registration for the GM will begin from 6pm, with the meeting to commence at 7pm.

It is my view that after listening extensively to Members throughout this consultation process we have reached a position that balances the essential need for governance reform with an obvious desire for the Club to return to being a Member run organisation.

As I have said repeatedly during my time here, the Members deserve to have a stable and well run Club that they can be proud of at all times. The GM will provide the opportunity for Members to adopt a governance platform that is modeled on best practice and is intended to create a platform to take our Club into a new era of stability and growth.

### **Extensive Consultation Period for Members (Feb – August 2018)**

I am pleased to report that I received a significant amount of positive and constructive feedback from Members and supporters throughout 2018 regarding the governance changes that were proposed. A number of changes have been made to the proposed reforms to ensure they align with the majority of Members feedback.

Since my Member update on 27<sup>th</sup> July 2018, the vast majority of feedback from Members have endorsed the latest proposed draft constitution and have stated categorically that the changes made following the Members Information night in June 2018 addressed the necessary areas of concern raised at the meeting.

As such the proposed draft constitution will now be presented to Members for approval purposes.

There is now a range of documents available to all Members that incorporate these changes and provide the new governance framework for the Parramatta Leagues Club. These include:

- The new proposed PLC constitution
- Draft PLC Director's Handbook
- Draft Nominations committee charter
- Draft Risk and compliance committee charter
- Draft Audit committee charter



Hard copies of these documents will be available for pick up at the Club from 17<sup>th</sup> October 2018. Members may request the posting of the documents by contacting (02) 8833 0700 or they can download all the documents in full from the PLC website at [www.parraleagues.com.au/reform](http://www.parraleagues.com.au/reform).

**General Meeting (GM) Thursday, 8<sup>th</sup> November 2018, Novotel Parramatta, 350 Church Street Parramatta NSW 2150. Registration for the GM will begin from 6pm, with the meeting to commence at 7pm.**

Attached to this correspondence is a Notice of GM for 8<sup>th</sup> November 2018 at 7pm that will consider a special resolution to adopt a new PLC constitution. I urge all Members to read the notice of meeting so they are across the detail of what is being proposed.

The proposed special resolution to be considered on the night is as follows:

**Amendments to Leagues Club Constitution**

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

*“That the constitution in the form signed by the chairman of the meeting for the purposes of identification be adopted as the constitution of the Leagues Club, that change to take effect from the close of this general meeting.”*

This resolution needs a vote of seventy-five per cent of the Members who are entitled to attend the meeting and vote on the special resolution, so it is important that Members review the proposed reforms and attend the meeting to vote. Attendance is the only way a member can vote.

As per the current constitution, if you are elected to membership of the PLC as a club member on or after 22 December 2004, you must be a financial Member of the Leagues Club for a continuous period of three (3) years at the date of the general meeting to vote.

Members should note that following the opening of the general meeting, Members who are present and entitled to vote may cast their vote on the poll at any time. Those Members who are present and entitled to vote will be permitted to leave the meeting at any time and need not be present at the conclusion of the general meeting to cast a valid vote on the poll.

**Pathway to a stronger Members run organization**

If the new constitution is adopted at the General meeting to be held at 7pm on **Thursday 8<sup>th</sup> November 2018** it will be my intention to appoint a new board of the PLC in early 2019 which will then lead to completion of my role as Administrator. The new board is expected to be appointed by February 2019.

Following member feedback, I have given a commitment to only appoint individuals to the First board who have been a member of the Leagues Club for at least 3 years on the date of appointment. The new Constitution provides that 5 of 7 directors must have been members for at least consecutive 3 years.

If the special resolution were to pass at the GM on 8<sup>th</sup> November, I am proposing the below approximate schedule regarding the return of the PLC to a Members run organisation.

<b>Action</b>	<b>Timing</b>
PLC GM	8 November 2018
Selection process for first PLC Board	December 2018/January 2019
Appointment of First PLC Board	February 2019
PLC AGM	February 2019
Retirement of Administrator - To be determined by ILGA	February/March 2019
PLC AGM and Election / Retirement first two PLC Directors	February 2020
PLC AGM and Election / Retirement next two PLC Directors	February 2021
PLC AGM and Election / Retirement last three PLC Directors	February 2022

It's important for Members to be aware that if the current resolution does not reach the required 75 per cent approval from Members then it is the intention of the Independent Liquor Gaming Authority to continue my role as Administrator.

Governance reform of the PLC is essential and while some compromises have been made based on feedback from PLC Members, key reforms such as the appointment of all seven directors of the first Board remain principles which are necessary to ensure a strong governance foundation for the Club. I am pleased to say that during the consultation process, this and other key reform principles are also areas where the vast majority of Members I have spoken to are in agreement.

**Important for all Members to Attend and Participate**

I urge as many Members as possible to attend the GM at **7pm on Thursday 8<sup>th</sup> November** to ensure the resolution is successful and to allow the Club to begin its new governance framework as quickly as possible.

If any members wish to discuss the proposed governance changes before the meeting, I will be available to meet members on various dates. If you would like to meet me please contact the Club on (02) 8833 0764 or email [plcreform@parraeels.com.au](mailto:plcreform@parraeels.com.au) .

The proposed governance changes have my full support and the full support of the Independent Liquor and Gaming Authority. I therefore recommend Members vote in favour of the special resolution to effect the governance changes.

I would like to conclude this correspondence by again thanking Members for their support of both the PLC and PNRL in 2018.

Yours Sincerely



Max Donnelly

Administrator, Parramatta Leagues Club Limited