

**PARRAMATTA LEAGUES' CLUB LIMITED**  
**(ACN 000 218 655)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING  
AND BALLOT FOR RESOLUTIONS**

**NOTICE** is hereby given that an Extraordinary General Meeting (**EGM**) of Parramatta Leagues' Club Limited (ACN 000 218 655) (**Club** or **PLC**) will be held on Tuesday 19 November 2024 at 7.00pm at the Club's premises, 1 Eels Place, Parramatta NSW 2150 (being the main physical venue of the meeting) and by video link at both Viking Sports Club located at Quarry Road, Dundas, NSW 2117 and Dural Club located at 662A Old Northern Road, Dural, NSW 2158.

**Business**

1. Chairman to declare the meeting open.
2. To consider Ordinary Resolution 1, as requested by a group of members under clause 6.3 of the Club's Constitution and section 203D of the *Corporations Act 2001* (Cth).
3. To consider Ordinary Resolution 2, as requested by a group of members under clause 6.3 of the Club's Constitution and section 203D of the *Corporations Act 2001* (Cth).
4. To consider Ordinary Resolution 3, as requested by a group of members under clause 6.3 of the Club's Constitution and section 203D of the *Corporations Act 2001* (Cth).
5. To consider Ordinary Resolution 4, as requested by a group of members under clause 6.3 of the Club's Constitution and section 203D of the *Corporations Act 2001* (Cth).
6. To consider Ordinary Resolution 5, as requested by a group of members under clause 6.3 of the Club's Constitution.

This Notice of Meeting (including the Explanatory Notes and Annexure) should be read in its entirety.

Members are reminded that, in accordance with the Club's Constitution, they must present for inspection their current Club membership card to gain entry to the EGM.

**Ordinary Resolutions**

The following five (5) resolutions are proposed pursuant to the request made by a group of members under clause 6.3 of the Club's Constitution and section 203D of the *Corporations Act 2001* (Cth) (**Corporations Act**).

**Ordinary Resolution 1**

That **Sue Coleman** be removed as a director of the Parramatta Leagues Club Limited, effective from the conclusion of the meeting at which this resolution is passed.

**Explanatory Notes – Ordinary Resolution 1**

- 1 On 20 September 2024, the Club received a requisition from a group of members to convene an EGM, made pursuant to clause 6.3 of the Club's Constitution and section 203D of the *Corporations Act*. The first resolution proposed by this group of members in the requisition is set out above as Ordinary Resolution 1.
- 2 Under section 203D(4) of the *Corporations Act*, in response to Ordinary Resolution 1, Sue Coleman is entitled to:
  - (a) give the Club a statement for circulation to the members; and
  - (b) speak to Ordinary Resolution 1 at the EGM.
- 3 Sue Coleman's statement is set out immediately below.

## Statement of Sue Coleman – Response to Ordinary Resolution 1

Dear Members

I encourage all Members of Parramatta Leagues Club to have their say and vote in this Extraordinary General Meeting. Voting **AGAINST** all the motions will protect our Club's reputation and provide the strong governance necessary to achieve success, avoiding a return to factionalism and dysfunction that previously affected the Club.

The governance framework for the Parramatta Leagues Club was introduced in 2016 to address historical challenges and ensure the Club's long-term stability and success.

Most Members will recall the difficult period in the Club's past, which resulted in government intervention and the appointment of an Administrator to oversee operations of both the Leagues Club and the Parramatta National Rugby League Club (the Eels). This led to the development of separate constitutions to govern each Club.

Importantly, as a result of these reforms, the Leagues Club does not have direct management control of the Eels, ensuring that each organisation can focus on its own governance and objectives.

### The Role of the Leagues Club Board

The Leagues Club's current Board of Directors is focused on achieving the objectives set out in the Club's constitution:

- Providing social and recreational facilities for Members.
- Promoting the game of rugby league
- Supporting other sports and community initiatives.

Since the governance reforms were completed and a Board re-established in 2019, Parramatta Leagues Club has thrived:

- Record Membership growth
- Strong financial performance
- Expanding leisure opportunities for Members.

Major investments have been made to improve facilities and services following a decade of underinvestment during the previous dysfunctional governance period. Key facility upgrades include:

- Renovations to restaurants, sports bars, and lounge cafés at the Parramatta Club
- Modernisation of the Vikings Club in Dundas, driving growth in membership, visitors and community engagement
- The acquisition of the Dural Club and extensive renovations enabling the expansion of sporting facilities and event venues to better serve our Members in the Hills district.

### Future Developments

As announced at the Annual General Meeting earlier this year, we are working on plans to revitalise the Parramatta precinct. We have listened to Members' feedback and are collaborating with partners like Venues NSW, Parramatta Park Trust, and Parramatta Council to develop a Masterplan. This plan aims to:

- Modernise facilities for Members
- Diversify our business
- Secure the Club's financial future.

### Supporting our Community

Our Club is committed to supporting the local community, including junior sports and many social welfare initiatives. Parramatta Leagues Club invests in its community by:

- Supporting 24 local rugby league clubs by funding referees, insurances, and other costs associated with Junior Rugby League
- Supporting other forms of rugby league, including Touch Football and TryTime
- Providing grants and assistance to a wide range of other sports, such as lawn bowls, swimming,

cricket, outdoor fitness classes, volleyball, fishing, bocce, netball, wheelchair rugby and goalball

- Partnering with over 80 community groups to promote community wellbeing.

### **The Eels Football Club**

While the NRL team had a challenging 2024 season, the Eels have made more finals series in the past eight years than any time since the mid-2000s. During this period the Eels moved into the best stadium in the NRL, created one of the best game day experiences in the NRL and launched the NRLW program, with the women's team delivering their best regular season performance in 2024.

Looking ahead to 2025, there are several reasons to be optimistic:

- A new Head Coach and vastly experienced coaching and high performance team
- Key roster additions for 2025
- A strong development system with 16 players in the 2025 NRL squad coming through the Club's pathways
- The opening of the Centre of Excellence (COE) in March 2025, supported by Federal, State, and Local Governments.

Together, the Leagues Club and the Eels have invested heavily in junior pathways, contributing over \$2.3 million to support the development of young talent in 2023. The Club remains a leader in nurturing the game, evidenced by the continued rise in Junior League registrations over the last three years.

### **Good governance protects both Clubs**

The Eels Football Club's current governance structure was established in 2016 to protect the Club from the factionalism that historically caused instability and poor performances.

Since then, the Board has been refreshed several times, with a new round of Expressions of Interest planned for two positions in 2025. This process ensures that the Eels' Board comprises directors with the skills and expertise to govern effectively.

All current Directors of Parramatta Leagues Club have been elected by Members since 2019, bringing a diverse range of knowledge, experience, and skills. Regardless of the outcome of the current EGM, Members will have the opportunity to elect Directors to two positions at the next AGM in early 2025.

### **Personal Background**

I was first elected by Members as a Director of Parramatta Leagues Club in 2021 and re-elected earlier this year.

Originally trained as a social worker, I have over 30 years of senior management, governance, and leadership experience, including 12 years as an executive at Parramatta Council. My experience spans the public service, not-for-profit sectors, and Board positions in health, community services, sports, and the arts. I also hold a Masters of Management and Directors qualification.

### **Conclusion**

Thank you for your continued support. I have been honoured to recently join the PNRL Board where I am committed to ensuring that the voices of Parramatta Leagues Members are heard. I can assure you that the Eels Board is listening, and I think the direction the Club is now heading is reason for all us to be excited about the future.

I urge you to vote **AGAINST** the resolutions at the upcoming EGM to ensure our Board can continue its work to grow Member services, meet your needs, and deliver memorable experiences for all.

Sue Coleman  
PLC Member 173705

## Ordinary Resolution 2

That **Richard Foda** be removed as a director of the Parramatta Leagues Club Limited, effective from the conclusion of the meeting at which this resolution is passed.

### Explanatory Notes – Ordinary Resolution 2

- 1 On 20 September 2024, the Club received a requisition from a group of members to convene an EGM, made pursuant to clause 6.3 of the Club's Constitution and section 203D of the Corporations Act. The second resolution proposed by this group of members in the requisition is set out above as Ordinary Resolution 2.
- 2 Under section 203D(4) of the Corporations Act, in response to Ordinary Resolution 2, existing director Richard Foda is entitled to:
  - (a) give the Club a statement for circulation to the members; and
  - (b) speak to Ordinary Resolution 2 at the EGM.
- 3 Richard Foda's statement is set out immediately below.

### Statement of Richard Foda – Response to Ordinary Resolution 2

I am privileged to serve you as a director of the Parramatta Leagues Club.

In 2023 members re-elected me to the Board and my Leagues Club Board colleagues endorsed my continuing role on the Parramatta Eels Board.

Over my five years in these roles, we have strengthened the financial position of the Group, grown membership to record levels, enhanced member experiences and invested in our junior league.

The request by a small number of members to remove four Leagues Club directors, including me, is a costly distraction and not in the best interest of our Club. **I encourage you to vote AGAINST all motions.**

#### A Healthy Leagues Club Group

During the five years that I have served as one of the directors of your club, we have achieved several milestones:

- Based on your feedback, we are progressing with an **exciting refresh** of all three of our clubs.
- Welcomed the **Dural Club** to the Parramatta Leagues Club family. The feedback from members to the renovations has been fantastic and I invite you to visit the venue if you haven't already. <https://www.duralclub.com.au>
- **Delivered a surplus** each year and grown the net assets of the Group. Most recently, we recorded a \$3.4 million surplus, ensuring that member services continue to expand into the future. For more details, you can review the latest Annual Report <https://www.parraleagues.com.au/annual-report/>
- Supported over 100 **community partners**. Our approach demonstrates our commitment to grassroots sports and mental health initiatives, as the largest contributor to the ClubGrants scheme in Parramatta. Learn more about our community initiatives here <https://www.parraleagues.com.au/community/community/>
- Financially supported the more than 5,600 boys and girls playing in the **Parramatta Junior League**. You can read more about this here: <https://www.parraeels.com.au/news/2024/08/12/parramatta-leagues-club-supports-eels-junior-league/>

#### An exciting future for the Eels

I firmly believe we are closer to the **premierships we all want for both the NRL and NRLW**. After reflecting on the NRL and NRLW Grand Finals in 2022, we have identified the steps needed to bring the premiership trophies to Parramatta.

Our strong men's squad includes 16 graduates of the Eels' pathways system. The squad will be further strengthened this Summer, as they welcome Zac Lomax, Isaiah Longi, Dean Hawkins and Jack Williams to the Blue and Gold. Under the guidance of Jason Ryles and his coaching team, we can look forward to a **big 2025 season**. If you watch Jason's first interview, you will hear about the plans and vision he has for our NRL programme: <https://www.parraeels.com.au/news/2024/09/17/jason-ryles-first-interview-with-eels/>

Under Steve Georgallis we had our best NRLW season since the Eels joined the competition in 2021. Our NRLW team impressed by winning five of their nine games with exciting talents, like Chloe Jackson and Rory Owen emerging. I am counting the days until season 2025.

Before the 2025 season, you will have the opportunity to visit the new Eels' Centre of Excellence. This has been a five year project, supported by the Federal, State and Hills Shire governments. When open, it will not only be the best training facility in the NRL but also deliver valued facilities for the community.

Member feedback indicates a desire for more engagement with the Club. As our CEO Jim Sarantinos recently announced, there will be opportunities for members to join open training sessions, a fan day and a Members' Forum in early 2025. For more information, please click through to Jim's CEO message <https://www.parraeels.com.au/news/2024/10/02/message-from-the-ceo-2024-nrlw-season/>

### **Your directors are experienced and responsible**

Governing two beloved and large organisations like Parramatta Leagues Club and the Parramatta Eels **requires expertise and integrity**. Your directors bring decades of experience across various industries, including retail, property, media, marketing, finance and government.

The Leagues Club Board has over 35 years of community club management experience, while the Eels Board has over 39 years of NRL expertise.

As was announced this month, two independent Eels directors will rotate off the Board in 2025. All interested candidates will be able to apply through an open process. Selection will be based on a skills matrix to ensure your club is run by the most qualified people available. I welcome this, as we continue to enhance our club.

### **A bit about me**

I grew up in Carlingford and have been a member of Parramatta Leagues Club for over 34 years. I have been a passionate Eels fan since the 1977 Grand Final and maintained my season ticket membership for 26 continuous years.

For over three decades, I have led corporate teams in America, Asia, Europe and here in Australia. I bring my skills in strategy, governance, risk management and innovation to the two boards I serve. To learn more, please feel free to visit my LinkedIn profile [www.linkedin.com/in/richard-foda-3846a4b](http://www.linkedin.com/in/richard-foda-3846a4b)

Thank you for your continued support me as one of your representatives of our great community clubs.

Your Board has shown a track record of growing member services and delivering the memorable experiences you deserve. At the upcoming election, I urge you to **choose stability and vote AGAINST the EGM resolutions**.

Richard Foda  
Director

Parramatta Leagues Club Limited (Member #86696) &  
Parramatta National Rugby League Club Pty Limited (Member #522072)

### Ordinary Resolution 3

That **Mark Jenkins** be removed as a director of the Parramatta Leagues Club Limited, effective from the conclusion of the meeting at which this resolution is passed.

#### Explanatory Notes – Ordinary Resolution 3

- 1 On 20 September 2024, the Club received a requisition from a group of members to convene an EGM, made pursuant to clause 6.3 of the Club's Constitution and section 203D of the Corporations Act. The third resolution proposed by this group of members in the requisition is set out above as Ordinary Resolution 3.
- 2 Under section 203D(4) of the Corporations Act, in response to Ordinary Resolution 3, existing director Mark Jenkins is entitled to:
  - (a) give the Club a statement for circulation to the members; and
  - (b) speak to Ordinary Resolution 3 at the EGM.
- 3 Mark Jenkins' statement is set out immediately below.

#### Statement of Mark Jenkins – Response to Ordinary Resolution 3

##### Statement by Parramatta Leagues Club Director Mark Jenkins APM

Dear Members of the Parramatta Leagues Club,

Your vote in the upcoming Extraordinary General Meeting is critical for the future of our Club. A small group of eligible members have called for this meeting, seeking to remove four of your current Directors. I urge you to vote AGAINST this resolution, as it is not in the best interest of our Club. The actions of this group have the potential to take us backward to a time of instability and poor governance, something none of us wish to see again.

##### Why this vote is not in the best interests of the Club

In 2016, the NSW Government had to intervene, placing the Parramatta Leagues Club under administration due to governance failures. This dark chapter in our Club's history saw the dismissal of the Board and the appointment of an Administrator for three years. Within the group supporting this vote are individuals who were involved in the Club during that period of dysfunction.

The majority of those supporting this EGM have not visited the club in the last few years. I often question whether members who do not regularly visit our premises can understand our progress.

##### The Importance of Stability

Since coming out of administration, our governance has been restructured to provide stability and transparency. We now have a clear division between the Parramatta Leagues Club and the Parramatta National Rugby League Club (PNRL) which has been positive for both organisations. Changing the Directors of the Leagues Club will not affect the management or direction of the PNRL, which is governed separately under a well-established framework. If members wish to influence the PNRL, they can apply for positions on its Board as vacancies arise and provide feedback to the Club like many have done throughout my involvement in the organisation.

Our current governance structure ensures that both the Leagues Club and the PNRL are managed independently, with a focus on delivering the best outcomes for both entities.

Your Club continues to make significant profits that are wholly reinvested in members facilities and contributions to the community.

##### My Experience and Commitment to the Club

As one of your current Directors, I have been serving since 2019, and in 2022, Leagues Club members overwhelmingly voted to retain me for another three years. My background includes a distinguished career as an Assistant Commissioner of Police for the NSW Police Force, where I led strategic planning, financial

management, and operations against serious and organised crime.

I hold a Master's Degree including areas such as strategic planning and financial management, and I have completed the Company Directors Course. I am also a member of the Australian Institute of Company Directors. My experience and skills are essential in today's environment, where regulatory oversight of Registered Clubs is stringent, particularly concerning the prevention of money laundering by organised crime, responsible service of alcohol and responsible gaming requirements. I have contributed to our Club's strong relationship with regulators and law enforcement. Our untarnished performance in this area is a testament to the sound management and governance we have in place.

### **Contributions to the Parramatta Eels and Junior League**

During my time on the Board, I have also served on the Parramatta Eels Football Club Board, helping steer the Football Club to financial stability. Under our leadership, the Eels progressed from making financial losses to turning a profit, reaching the semi-finals, finals, and even the grand final.

In addition, as Chairman of the Parramatta Junior Rugby League, I have overseen substantial growth in participation, particularly in female involvement, which has increased by 100%. We have modernized the constitution, stabilized the financial structures, and expanded our full-time staff to support the Junior League.

### **Future Achievements on the Horizon**

Looking ahead, I am proud to be part of the team responsible for delivering the Parramatta Eels Centre of Excellence and Community Centre, scheduled to open in March 2025. This \$70 million project will be the most advanced facility in Australia, made possible through strong relationships with the Federal Government, the State Government, and the Hills Shire Council. Such achievements would have been impossible in the dark period between 2009-2016, due to the deficiencies in governance and stability that ultimately led to the appointment of the Administrator.

As your Leagues Club Director I am also leading some very exciting work on a master plan to redevelop our leagues club precinct. This work was foreshadowed by our Chairman at the last AGM in March this year, and we will be in a position to announce our vision in the very near future.

Our Club has recently successfully relaunched the Dural Club, a wonderful facility that caters for more than 8000 of our members who live in the Dural/Hills area. Our Vikings Club, in Dundas provides excellent club facilities for that community.

### **The Risks of Supporting This Resolution**

Supporting the resolution to remove your current Directors runs the risk of undoing all the progress we have made. It would return the Leagues Club to the era of instability and potentially led to the return of figures who were part of a period that included salary cap breaches, allegations of membership tampering, and the factionalism that has held our Club back for many years.

We cannot afford to go backward. By voting AGAINST the resolutions, you are protecting the stability, governance, and future success of the Parramatta Leagues Club and its related entities.

### **Conclusion**

I urge you to carefully consider the implications of this vote. Voting to retain your current Directors is a vote for stability, progress, and the continued success of our Club. We have come too far to risk returning to the dark days of poor management and governance.

**Please vote AGAINST the resolution and keep our Club moving forward.**

Sincerely,

Mark Jenkins APM

Director, Parramatta Leagues Club

Parramatta Leagues Club Member No. 131220

Eels Member No.1429151

#### Ordinary Resolution 4

That **Joy Cusack** be removed as a director of the Parramatta Leagues Club Limited, effective from the conclusion of the meeting at which this resolution is passed.

#### Explanatory Notes – Ordinary Resolution 4

- 1 On 20 September 2024, the Club received a requisition from a group of members to convene an EGM, made pursuant to clause 6.3 of the Club's Constitution and section 203D of the Corporations Act. The fourth resolution proposed by this group of members in the requisition is set out above as Ordinary Resolution 4.
- 2 Under section 203D(4) of the Corporations Act, in response to Ordinary Resolution 4, existing director Joy Cusack is entitled to:
  - (a) give the Club a statement for circulation to the members; and
  - (b) speak to Ordinary Resolution 4 at the EGM.
- 3 Joy Cusack's statement is set out immediately below.

#### Statement of Joy Cusack – Response to Ordinary Resolution 4

**Dear Members,**

The upcoming Extraordinary General Meeting (EGM) presents an important opportunity for you to safeguard the future of Parramatta Leagues Club (PLC). I strongly encourage all members to vote **AGAINST** the five resolutions, as this will ensure the stability and continuity of our current Board and its Management Leadership Team.

#### Why Vote **AGAINST**?

The EGM itself is a distraction from our core focus—enhancing facilities and services for members and continuing our growth. The current Board has been hard at work advancing crucial projects, especially the renewal of the Parramatta precinct, which is essential to making our Club fit for the future.

- Under our leadership, membership has grown, and we've significantly improved facilities at the Vikings Club and Dural, offering expanded opportunities for members and guests.
- Our work isn't finished, and voting **AGAINST** will allow us to maintain focus on delivering these benefits without disruption.

#### The Parramatta Eels and PLC's Role

It's essential to clarify that the PLC Board does not control or manage the Eels.

- I have never held a position on the Eels' Board, as per the PLC Constitution, which ensures the Leagues Club's primary responsibility is focused on supporting Rugby League and managing our social and sporting facilities.
- Our role is limited to overseeing the Eels' budget and financial delegation of authority, while the Eels Board holds strategic and operational responsibility for the team's performance.
- However, it is worth noting that the Eels Board has indicated that it is looking at renewal and that football experience is part of the skills matrix when looking for the new appointments.

Any concerns about the Eels' performance must be directed toward the Eels Board, as the PLC is not legally responsible for their day-to-day management.

#### Steady Improvement in PLC Governance

The current PLC Board has made significant strides in improving governance over the past four years. Building on the framework established by the Administrator, we've introduced new policies and



procedures essential to the Club's sustainability.

- Our Board brings a diverse range of expertise, including gaming, risk management, financial acumen, junior rugby league, and corporate governance.
- These skills complement our highly capable Management Leadership Team, which handles critical areas like cyber risk, compliance, and health and safety.
- Importantly, the Board's performance is independently assessed each year, and we consistently rank among the top-performing Not-For-Profit Boards in Australia.

I'm proud to be part of a Board that operates with unity and clear purpose.

### **A Strong Focus on Hospitality and Member Growth**

A key focus of this Board has been hospitality and delivering high-quality services to our members. Our CEO, a graduate of the Australian Institute of Company Directors, leads a strong management team that continues to deliver growth in membership, facilities, and community support.

Together, we've overseen significant improvements at our venues and have ambitious plans to further modernize the Parramatta precinct, expanding opportunities for members and visitors alike.

### **Supporting Our Community**

As part of my directorship, I have made it a priority to enhance the Club's role within the community. Through ClubGrants and support for junior rugby league and other sports such as lawn bowls, bocce, and swimming, the PLC plays a vital role in giving back to the region. We stand on the shoulders of those who came before us, and I work hard to ensure that our Club continues to honour its legacy while providing a vibrant future for all members.

### **Why I Serve on the PLC Board**

I was appointed to the PLC Board based on my corporate and Not-For-Profit experience in governance, communications, marketing, and sales.

My qualifications include undergraduate and master's degrees, along with a Graduate Certificate from the Australian Institute of Company Directors, Fellow of the Governance Institute of Australia and membership in multiple industry associations.

With over 20 years of service on community boards, my focus has always been on improving governance, sustainability, and social impact.

In my four years on the PLC Board, I've been re-elected with the highest individual vote, and I remain committed to driving our Club's continued growth and success.

### **Conclusion**

Members who experienced the turmoil between 2009 and 2016 understand that now is not the time to change direction. The current PLC Board and Management Leadership Team are working hard to rebuild and strengthen the Club. A vote **AGAINST** will protect our progress, ensuring we do not revert to the instability of the past.

Make your vote count and vote **AGAINST** all five resolutions at the EGM. Together, we can continue building a brighter future for Parramatta Leagues Club.

Thank you for your ongoing support.

Sincerely,

Joy Cusack

Director, Parramatta Leagues Club Limited

Member # 93493

### **Ordinary Resolution 5**

That a ballot be held pursuant to Rule 8 of the Constitution of the Parramatta Leagues Club Limited to replace each of the directors so removed by resolutions 1 or 2, or 3, or 4. Such ballot be concluded at or prior to the next annual general meeting.

#### **Explanatory Notes – Ordinary Resolution 5**

- 1 On 20 September 2024, the Club received a requisition from a group of members to convene an EGM, made pursuant to clause 6.3 of the Club's Constitution and section 203D of the Corporations Act. The fifth resolution proposed by this group of members in the requisition is set out above as Ordinary Resolution 5.
- 2 Ordinary Resolution 5 does not contemplate that an election will occur at or prior to this EGM.

### General Notes

- 1 This Notice of Meeting (including the Explanatory Notes and Annexure) should be read in its entirety. This includes the FAQs uploaded to the Club's website on 6 September 2024 which is available here: <https://www.parraleagues.com.au/faq-on-pnrl-constitution/>
- 2 As part of the EGM process, the proposal's convenors may submit a statement for inclusion in the Notice of Meeting, outlining their rationale for requesting a General Meeting of PLC. Under the requirements of the Corporations Act, there are certain criteria that the statement must meet in order for the PLC to be obliged to provide it to members.
- 3 On 2 October 2024, a statement purportedly in accordance with s 249P of the Corporations Act was provided to the Club's CEO. This statement was signed by two members Tony Beuk and Levent Emirali, purportedly on behalf of the group of members that requisitioned this EGM. The Club has determined that this statement did not comply with the requirements of the Corporations Act and therefore is not required to provide this statement to the members but in the interests of transparency and good faith, has nevertheless annexed it to this Notice for members' information (**Petitioning Members' Statement**).
- 4 However, the Club wishes to address some of the inaccuracies made in the Petitioning Members' Statement as follows:
  - (a) The assertion that removing four PLC Directors will directly impact the constitution of the Parramatta National Rugby League Club Pty Ltd (**Eels**) or overhaul the Eels Board is inaccurate. For clarity, the PLC and Eels Constitutions are separate, and Members can find details on the interaction between the PLC and Eels Constitutions in the FAQs on the Club's website.
  - (b) It is incorrect to suggest that current PLC director Joy Cusack has served on the Eels Board and been involved in day-to-day operational decisions related to the Eels during her tenure at the PLC. Joy Cusack has never served on the Eels Board nor been involved in its operational decisions.
  - (c) It is inaccurate to claim that a Junior League review determined there is a "lack of accountability by the Parramatta Junior league". Whilst a review of the Junior League was conducted by the Eels in 2022, at no point did this review find any lack of accountability by the Parramatta Junior League.
  - (d) It is incorrect to claim that the team was without a coach for "most of the season" after the departure of Brad Arthur. Trent Barrett served as interim Head Coach for the remainder of the season following Brad Arthur's departure in May 2024.
  - (e) As to assertions of a lack of transparency regarding the Eels' financial accounts, the preparation of financial statements is in accordance with the Australian Accounting Standards Board. The PLC fully complies with these standards and disclosures and is also compliant with the Corporations Act reporting requirements. The Eels is a proprietary company limited by shares, owned by the PLC and as such is consolidated within the group accounts. Due to its size, it is not required to prepare separate audited financial statements. Previously the Eels was a separate company limited by guarantee and as such at that point needed to prepare its own financial statements. Nonetheless, the CEO of the Eels continues to present the Eels' finances at the PLC AGM annually for transparency.
  - (f) It is inaccurate to claim that there is a lack of facilities for PLC members. Since 2020, the PLC Directors have renewed their focus on upgrading the Parra Leagues and Vikings Sports venues, and have added a third club to the group, the Dural Club, adding more amenities for members. The PLC's current strategic plan aims to decrease reliance on poker machines.
- 5 Pursuant to clause 8.1 of the Club's Constitution, each of the Ordinary Resolutions will be determined by a ballot. In accordance with the Club's usual practice, the ballot will be conducted by Computershare on instructions from the Club.
- 6 Delivered with this Notice is a ballot paper. The ballot paper contains each of the Ordinary

Resolutions set out in this Notice (without the accompanying Explanatory Notes).

- 7 Only Voting Members are eligible to vote in the ballot for each of the Ordinary Resolutions.
- 8 You are a Voting Member if you have been a Full Member of the Club for a continuous period of three (3) years as at the date of the EGM (19 November 2024). If you became a Full Member of the Club after 19 November 2021, you are not a Voting Member for the purposes of this EGM.
- 9 To complete the ballot paper:
  - (a) if you are in favour of a resolution – place a tick or a cross in the box on the ballot paper marked "FOR";
  - (b) if you are not in favour of a resolution – place a tick or a cross in the box on the ballot paper marked "AGAINST";
  - (c) ensure you vote on each of the Ordinary Resolutions listed on the ballot paper; and
  - (d) then sign the ballot paper where indicated on it and follow the instructions on the ballot paper on how to return the ballot paper to the Club.
- 10 The ballot will open from 9:00am on Tuesday 22 October 2024 and will close temporarily at 5:00pm on Monday 18 November 2024.
- 11 The ballot will reopen for those members who attend the general meeting from 7.00pm on Tuesday 19 November 2024 until the close of debate on the relevant Ordinary Resolution (which will be determined by the chairperson of the meeting). Ballot papers received after the close of the debate will not be included in the ballot.
- 12 If you wish to vote in the ballot at the EGM on 19 November 2024 you will need to enrol with Computershare as you enter the meeting to receive a voting card.
- 13 To be passed, each Ordinary Resolution must receive votes in its favour from a simple majority (i.e. 50% + 1) of those members who being eligible to do so, vote on the Ordinary Resolution.
- 14 If you have voted before the EGM but wish to change your vote, you can, but you will have to attend the EGM to do so and you will need to speak to a Computershare representative.
- 15 At the EGM after the chairperson has closed the debate on a particular Ordinary Resolution, there will be a short adjournment of the meeting for the purpose of counting the ballot for that particular Ordinary Resolution. Once the ballot count is completed, the meeting will resume and the chairperson will declare the result of the ballot.
- 16 Under the *Registered Clubs Act 1976* (NSW) proxy voting is prohibited and members who are employees of the Club are not entitled to vote.

By Order of the Board



Chris Dimou  
Chief Executive Officer / Secretary  
Parramatta Leagues' Club Limited

Dated 11<sup>th</sup> October 2024

**Corporations Act, 2001 (Cth) Section 249P**  
**Parramatta Leagues Club Limited (Leagues Club)**  
**Statement Accompanying the Notice for a General Meeting**

The members requesting on 20th September 2024, a general meeting make the following statement in support of the five (5) Resolutions as notified in that request.

**Resolutions proposed**

The meeting Resolutions as proposed seek the removal of 4 of the Leagues Club directors, as identified in the Notice of Meeting and a ballot pursuant to Rule 8 of the Leagues Club Constitution, to replace each of the directors so removed, be concluded at or prior to the next annual general meeting.

**Background**

Concerned members of the Leagues Club wish to combine and take steps to redress the governance problems in each of the Leagues Club and the Parramatta National Rugby League Club Pty Limited (**Football Club**).

In the proposed resolutions 1-4, three of the directors nominated have/or are currently sitting on the Leagues Club board and have served some time on the Football Club, and each director has contributed to the decision making resulting in the current predicament and the poor performance of our football team.

Rugby league knowledge is lacking as is reflected throughout the organisation. The current board and management structure in each Club, and lack of relevant skills is restricting the growth of the organisation and undermining the performance of the team.

The Football Club Board needs to be restructured. Current directors should be replaced by directors who possess the necessary and relevant knowledge and skills relating to, not only governance and finance, but also to rugby league. We have a Football Club run by people without football knowledge and experience.

In so saying, we acknowledge that many of the players have in recent seasons, delivered outstanding results despite the shortcomings of the organisation.

**It is clear that a fresh approach is desperately needed.**

The Parramatta Eels, once a powerhouse of rugby league, have been mired in mediocrity for far too long. The familiar refrain of underachievement, coupled with poor decision-making, has left fans disillusioned and yearning for a return to the glory days. The Parramatta Clubs have the potential to be a dominant force once again with our rich history, a passionate fan base and historically a strong Junior base. The foundations for success were already in place. However, to build on those foundations and realise our potential, we must address the deep-rooted issues plaguing the Clubs.

**It's time for a change. Make Parra Matter Again**

The leadership of each of our Clubs needs to be overhauled. Unfortunately for the Team and the fans, the current leadership has failed. Members have tolerated for too long the excuses and inadequacies of that leadership. The current Leagues Club Board continues to support structures that allow the Football Club to fail in its only task, to make Parramatta Eels a predominant Rugby League force.

We, the concerned members are dedicated to restoring the Parramatta Eels to their rightful place - at the pinnacle of rugby league. We have a clear vision for the Club's future. Our plan focuses on the following :

## **Regaining Control**

The first step towards rebuilding the Parramatta Eels is to wrest control from the current governing body. This means replacing the leadership in each Club. The Football Club's constitution currently restricts the power of voting members to hold its Board accountable for football performance. This is unacceptable.

We will fight to change this. We have a plan to change this. Giving fans a genuine voice in the direction of the Clubs is essential. By replacing four directors on the Leagues Club board, we can establish a majority and begin to lead the process of overhauling the entire organisation.

## **Rebuilding the Club**

Our vision is to build a strong foundation of grassroots development, coupled with a relentless pursuit of on-field excellence. We will invest heavily in our junior pathways, ensuring that we produce homegrown talent capable of competing at the highest level.

## **Junior Rugby League**

Clearly there are serious issues regarding recruitment, the lack of strategy and blatant neglect of the Parramatta Eels Junior Rugby League as is evident in the statistics and has been an ongoing issue, not redressed for years and it continues to be of great concern.

As documented in our club's own junior league report, which was reported in the media, there is a lack of accountability and requires attention.

Investments in our Juniors is wasted to the great benefit of other clubs. If our Juniors continually leave our Club, we will continue in the doldrums. This is unacceptable, we have now lost our very own "Rookie of the Year, Blaize Talagi".

## **Football expertise**

The current administration in both our Clubs has consistently fallen short of expectations. The Team was left without a coach for most of the season after Brad Arthur was sacked without a proper alternative plan in place.

The Eels have fallen behind other clubs, with Penrith, Roosters, and Storm dominating the NRL over the past 12 seasons each winning 3 premierships whilst we finished 15<sup>th</sup> this season.

We plan to recreate a Club culture that attracts and retains the best players and coaches. By fostering a winning mentality and providing a supportive environment, through reengaging with our members and fans, we will establish the Parramatta Eels as a destination Club once again.

## **Leagues Club Facilities**

The members facilities require an overhaul and currently is predominantly a club that is reliant on Poker Machines. There is a distinct lack of facilities for all members and their families for dining and other entertainment.

The sports bar facilities are inadequate for members and are no challenge to the surrounding Clubs. We no longer have an auditorium to provide entertainment for our members.

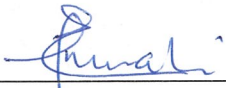
## Financial Reportings

The annual financial report issued by the Leagues Club to members need to be more detailed and transparent as the consolidated accounts do not give sufficient details for members to understand the true performance of either of the Football Club and the Leagues Club.

### Members are urged to vote in favour of each of the Resolutions

I, **Levent Emirali** request that the Parramatta Leagues Club Limited

Give to all its members a copy of this Statement which I endorse as evidenced by my signature below :

Signed by : 

**Levent Emirali**

Membership Number : **191058**

Email Address (Optional) :

Phone Number (Optional) :

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I, **Tony Beuk** request that the Parramatta Leagues Club Limited

Give to all its members a copy of this Statement which I endorse as evidenced by my signature below :

Signed by : 

**Tony Beuk**

Membership Number : **110542**

Email Address (Optional) :

Phone Number (Optional) :

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