





FINANCIAL REPORT

FOR THE YEAR ENDED 31 DECEMBER 2021

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REGISTERED OFFICE: Farm 877 Bridge Road Griffith NSW 2680

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 49th ANNUAL GENERAL MEETING of Griffith Leagues Club Limited will be held at the Southside Griffith Leagues Club on Tuesday 26 April 2022 commencing at 8:00pm.

Only financial members on the day of the meeting may attend the meeting and vote.

In accordance with the Registered Clubs Act, an employee of the Club cannot vote at any meeting of the Club or for the election of the Board or be a Director of the Club.

Entrance to the meeting will be by production of current membership card or receipt indicating payment of membership fees.

AGENDA

- 1. Apologies
- 2. Confirmation of the minutes of the forty- eighth Annual General Meeting held on 27 April 2021
- **3.** To receive, consider and adopt the financial report of the company for the year ending 31st December 2021, the report by the Directors and Auditors thereon.
- 4. Confirmation of PinnacleHPC Pty Ltd as Auditors for 2022
- **5.** To elect officers in accordance with the requirements of the constitution of the company
 - a. President
 - b. Eight (8) directors

Note: At least five (5) officers' positions shall be Football Directors and up to four (4) officers' positions may be Floor Directors

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

FIRST ORDINARY RESOLUTION:

That pursuant to Section 10 of the Registered Clubs Act 1976:

- The Members hereby approve and agree to the following expenditure by the Board of Directors during the twelve (12) month period preceding the 2022 Annual General Meeting:
 - reasonable supper and refreshments to be associated with each Board meeting of the Club;
 - The provision of a suit, shirt, tie, and other official clothing to be worn by a director whilst representing the Club
 - iii. The reasonable cost of Directors attending the Registered Clubs Association Annual General Meeting;
 - 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;

- The reasonable cost of Directors attending functions when representing the Club and at the Annual Directors/Life Members dinner;
- vi. The reasonable cost of Directors attending other registered clubs for the purpose of viewing and assessing their facilities and the method of operation provided such attendances are approved by the Board as being necessary for the benefit of the Club
- The Members acknowledge that the benefits referred to in (a) above are not available to all Members generally, but only those who are Directors of the Club.

SECOND ORDINARY RESOLUTION:

That pursuant to the Registered Clubs Act 1976, the members hereby approve and agree to the following honoraria being provided to the executive positions on the Board of Directors for the twelve (12) months preceding the 2022 Annual General Meeting as follows:

- a. President \$5,000 Such honoraria to be paid monthly by equal instalments to the President.
- To consider and, if thought fit, pass the Special Resolutions set out below;

FIRST SPECIAL RESOLUTION:

That the Constitution of Griffith Leagues Club Limited be amended by:

- (a) **inserting** the following new Rules 2.5 and 2.6:
 - "2.5 Every member is bound by and must comply with the Constitution and By-laws of the Club and any other applicable determination, resolution or policy which may be made or passed by the Board.
 - 2.6 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) each member 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.

- (b) inserting the following new Rule 3.1(g) and renumbering the remaining provisions of Rule 3.1 accordingly:
 - "(g) "Director Identification Number" means a number issued to a person pursuant to section 1272 of the Act".

(c) inserting the following new Rule 3.1(h) and renumbering the remaining provisions of Rule 3.1 accordingly:

"(h) A member shall be a Financial member" of the Club if he or she has paid all joining fees, subscriptions, levies and other payments to the Club by the relevant due dates."

Griffith Leagues Club Limited

(d) (e)	nserting the following new Rule 3.1(r) and renumbering the remaining provisions of Rule 3.1 accordingly: "(r) "Quarter" means a period of three (3) months ending on 31 March, 30 June, 30 September and 31 December". Seleting Rule 3.2 and renumbering the remaining
(0)	provisions of Rule 3 accordingly.
(f)	Jeleting Rule 10.1 and inserting the following new Rule L0.1:
	"10.1 Intentionally Deleted".
(g)	nserting into Rules 11.1 and 11.2 after the words,
	<i>"subscription"</i> the words, <i>"if any"</i> .
(h)	nserting the following new Rule 11.5:
	"11.5 The Secretary or senior employee then on duty may terminate the membership of any Provisional member at any time without notice and without having to provide any reason. If the membership of a Provisional member is terminated in accordance with this Rule, the Club must return any joining fee and annual subscription (if any) paid by the Provisional member when applying for membership of the Club."
(i)	deleting Rule 14.4(d) and renumbering the remaining
	provisions in Rule 14.4 accordingly.
(j)	deleting from Rule 14.8 the words "and address".
(k)	deleting Rule 15.1 inserting the following new Rule 15.1:

- "15.1 For the purposes of section 30(2B) of the Registered Clubs Act, the Board shall by By-law determine the amount of joining fees, subscriptions (if any), levies and other payments payable by members of the Club".
- (I) deleting from Rule 15.2 the words, "In accordance with the Registered Clubs Act" and inserting after the word "subscriptions" the words, "if any".
- (m) inserting at the end of Rule 15.3 the words, "and the Board will give all members not less than one month's notice in writing of the date or dates payment is due".
- deleting Rules 15.4 to 15.6 inclusive, inserting the following new Rule 15.4 and renumbering the remaining provisions of Rule 15 accordingly:
 - "15.4 Any person who has not paid his or her joining fee, subscription, levy or other payment:
 - (a) by the due date shall cease to be entitled to the privileges of membership of the Club; and
 - (b) on the day that is one (1) month after the due date shall automatically cease to be a member of the Club".
- (o) **deleting** from Rule 17.1(a)(ii) and **renumbering** the remaining provisions of Rule 17.1(a) accordingly.
- (p) deleting Rule 18 and inserting the following new Rule 18: "18. NOTIFICATION TO CLUB REGARDING CHANGE IN MEMBER'S DETAILS

- 18.1 Every member must advise the Secretary of any change to their contact details (including residential or postal address, email address and telephone number) within seven (7) days of the change to any of those details".
- (q) **deleting** from Rule 19.2(b) the words "by prepaid letter posted to the member's last known address".
- (r) deleting from Rule 22.1(c) the words "or the Liquor Act" and inserting the words ", Liquor Act or any other applicable laws".
- (s) inserting into Rule 22.1(f) the words "or employee exercising this power" after the words "the Secretary".
- (t) inserting into Rule 22.1(g) the words "or by law" after the words "conditions of its club licence,".
- (u) **inserting** the following new Rules 22.4 and 22.5:
 - "22.4 Without limiting Rule 22.2, if a person has been refused admission to or turned out of the Club in accordance with Rule 22.1(a), the person must not re-enter or attempt to re-enter the Club within twenty four (24) hours of being refused admission or being turned out.
 - 22.5 Without limiting Rule 22.2, if a person has been refused admission to or turned out of the Club in accordance with Rule 22.1(a), the person must not:
 - (a) remain in the vicinity of the Club; or
 - (b) re-enter the vicinity of the Club within six (6) hours of being refused admission or being turned out".
- deleting Rule 24.13 and inserting the following new Rule 24.13:
 - "24.13 For the purposes of Rule 24.12(c), "responsible adult" means an adult who is:
 - (a) a parent, step-parent or guardian of the minor;
 - (b) the minor's spouse or de facto partner; or
 - (c) for the time being, standing in as the parent of the minor".
- (w) inserting the following new Rules 26.6 and 26.7:
 - "26.6 Any person who is elected or appointed to the Board, must, unless exempted, complete such mandatory training requirements for directors as required by the Registered Clubs Regulations.
 - 26.7. A member shall not be entitled to be elected or appointed to the Board if he or she does not have a Director Identification Number on the proposed date of his or her election or appointment to the Board."
- (x) **inserting** the following new Rules 29.1(i) to (k) inclusive:
 - "(i) was not eligible to nominate for or be elected or appointed to the Board.
 - (j) fails to complete the mandatory training requirements for directors referred to in Rule 26.6

(k)

within the period prescribed in the Registered Clubs Regulations (unless exempted); does not hold or ceases to hold a Director Identification Number."

- (y) **deleting** from Rule 30.3(i) the figure "41J" and **inserting** the figure "41E".
- (z) **inserting** the following new Rule 30.3(q) and (r):
 - "(q) To delegate any of its powers to directors, members, employees, committees, sub clubs or any combination thereof.
 - (r) To issue requests and directions to members which may be reasonably required for the proper conduct and management of the Club".
- (aa) **deleting** from Rule 31.1 the words "in each calendar month" and **inserting** the words "per Quarter".
- (bb) **inserting** the following new Rule 31.10 and **renumbering** the remaining provisions of Rule 31 accordingly:
 - "31.10 In addition to Rule 31.9, a resolution may be passed by the Board if the proposed resolution is emailed to all directors and each director agrees to the proposed resolution by sending a reply email to the Secretary to that effect. The resolution shall be passed when the last director sends his or her reply email to the Secretary agreeing to the proposed resolution."
- (cc) **deleting** Rules 32 to 34 inclusive and **inserting** the following new Rules 32 to 34 inclusive:
 - "32. MATERIAL PERSONAL INTERESTS OF DIRECTORS
 - 32.1 Any director who has a material personal interest in a matter that relates to the affairs of the Club must, as soon as practicable after the relevant facts have come to the director's knowledge:
 - (a) declare the nature of the interest at a meeting of the Board; and
 - (b) comply with Rule 32.2.
 - 32.2 Subject to Section 195 of the Act, a director who has a material personal interest in a matter that is being considered at a meeting of the Board, or of the Directors of the Club:
 - (a) must not vote on the matter; and
 - (b) must not be present while the matter is being considered at the meeting.
 - 33. REGISTERED CLUBS ACCOUNTABILITY CODE
 - 33.1 The Club must comply with the requirements of the Registered Clubs Accountability Code (as amended from time to time) and the provisions of this Rule 33.
 - 33.2 If any provisions of this Rule 33 are inconsistent with the Registered Clubs Accountability Code, then the Registered Clubs Accountability Code shall prevail to the extent of the inconsistency.
 - 33.3 For the purposes of this Rule 33, the terms "close relative", "controlling interest", "manager",

"pecuniary interest" and "top executive" have the meanings assigned to them by the Registered Clubs Act and Registered Clubs Regulations.

CONTRACTS WITH TOP EXECUTIVES

- 33.4 The Club must ensure that each top executive has entered into a written employment contract with the Club dealing with:
 - (a) the top executive's terms of employment; and
 - (b) the roles and responsibilities of the top executive;
 - (c) the remuneration (including fees for service) of the top executive;
 - (d) the termination of the top executive's employment.
- *33.5 Contracts of employment with top executives:*
 - (a) will not have any effect until they are approved by the Board; and
 - (b) must be reviewed by an independent and qualified adviser before they can be approved by the Board.

CONTRACTS WITH DIRECTORS OR TOP EXECUTIVES

- 33.6 Subject to any restrictions contained in the Registered Clubs Act and this Constitution, the Club must not enter into a commercial arrangement or a contract with a director or top executive or with a company or other body in which a director or top executive has a pecuniary interest, unless the proposed commercial arrangement or contract is first approved by the Board.
- 33.7 A "pecuniary interest" in a company for the purposes of Rule 33.6 does not include any interest exempted by the Registered Clubs Act.

CONTRACTS WITH SECRETARY AND MANAGERS

- 33.8 Unless otherwise permitted by the Registered Clubs Act, the Club must not enter into a
 - commercial arrangement or contract with:
 - (a) the Secretary or a manager; or
 - (b) any close relative of the Secretary or a manager;
 - (c) any company or other body in which the Secretary or a manager or a close relative of the Secretary or a manager has a controlling interest.

LOANS TO DIRECTORS AND EMPLOYEES

- 33.9 The Club must not:
 - (a) lend money to a director of the Club; and
 - (b) unless otherwise permitted by the Registered Clubs Act and Regulations, the Club must not lend money to an employee of the Club unless the amount of the proposed loan is ten thousand dollars (\$10,000) or less and

the proposed loan has first been approved by the Board.

RESTRICTIONS ON THE EMPLOYMENT OF CLOSE RELATIVES OF DIRECTORS AND TOP EXECUTIVES

- 33.10 A person who is a close relative of a director or top executive must not be employed by the Club unless their employment is approved by the Board.
- 33.11 If a person who is being considered for employment by the Club is a close relative of a director of the Club, the director must not take part in any decision relating to the person's employment.

DISCLOSURES BY DIRECTORS AND EMPLOYEES OF THE CLUB

- 33.12 A director, top executive or employee of the Club must disclose any of the following matters to the Club to the extent that they relate to the director, top executive or employee:
 - (a) any material personal interest that the director has in a matter relating to the affairs of the Club; and
 - (b) any personal or financial interest of the director or top executive in a contract relating to the procurement of goods or services or any major capital works of the Club;
 - (c) any financial interest of the director or top executive in a hotel situated within forty (40) kilometres of the Club's premises;
 - (d) any gift (which includes money, hospitality and discounts) valued at one thousand dollars (\$1,000) or more, or any remuneration (including any fees for service) of an amount of one thousand dollars (\$1,000) or more, received by the director, top executive or employee from an affiliated body of the Club or from a person or body that has entered into a contract with the Club;
- 33.13 The Club must keep a register in an approved form containing details of the disclosures made to the Club in accordance with Rule 33.12.

TRAINING DISCLOSURES

- 33.14 The Club must make available to members:
 - (a) details of any training which has been completed by directors, the Secretary and managers of the Club in accordance with the Registered Clubs Regulation; and
 - (b) the reasons for any exemption of any director, the Secretary and any manager of the Club from the training prescribed by the Registered Clubs Regulation.
- 33.15 The Club must indicate, by displaying a notice

on the Club's premises and on the Club's website (if any), how the members of the Club can access the information.

PROVISION OF INFORMATION TO MEMBERS

- 33.16 The Club must:
 - (a) make the information required by the Registered Clubs Regulations available to the members of the Club within four (4) months after the end of each reporting period to which the information relates: and
 - (b) indicate, by displaying a notice on the Club's premises and on the Club's website (if any), how the members of the Club can access the information.

34. INTENTIONALLY DELETED".

(dd) inserting the following new headings and Rules 35.31 to 35.37 inclusive:

"OTHER MATTERS

- 35.31 The Board may cancel or postpone any general meeting prior to the date on which it is to be held, except where such cancellation or postponement would be contrary to the Act. The Board may give such notice of the cancellation or postponement to members in such manner as it thinks would reasonably come to the attention of the greatest number of members. This Rule
- 35.31 will not operate in relation to a meeting called pursuant to a request or requisition of members.
- 35.32 The Board may withdraw any resolution which has been proposed by the Board and which is to be considered at a general meeting, except where the withdrawal of such a resolution would be contrary to the Act.
- 35.33 If permitted by the Act, the Club may use technology to hold virtual only general meetings or Annual General Meetings. The provisions of the Act shall apply to such meetings and to the extent of any inconsistencies between the Act and the Constitution, the provisions of the Act shall prevail.
- 35.34 The Club may record general meetings (including Annual General Meetings) using audio and/or visual technology but members are not permitted to do so.
- 35.35 The Board may authorise persons other than members to attend and speak at a general meeting but those persons shall not be entitled to vote at general meetings."

MEETINGS AND VOTING

35.36 In accordance with section 30C(3) of the Registered Clubs Act, the Club, the Board or a committee of the Club may (but is not required to):

- (a) distribute a notice of, or information about, a meeting or election of the Club, the Board or a committee of the Club by electronic means, and/or
- (b) hold a meeting at which all or some persons attend by electronic means but only if a person who speaks at the meeting can be heard by the other persons attending;
- (c) allow a person entitled to vote at a meeting of the Club, the Board or a committee of the Club to vote in person or by electronic means.
- 35.37 If there is any inconsistency between Rule 35.36 and any other provision of this Constitution, Rule

35.36 shall prevail to the extent of that inconsistency".

- (ee) **deleting** Rule 38.1(a) and **inserting** the following new Rule 38.1(a):
 - "38.1 The Board shall cause proper accounts and records to be kept with respect to the financial affairs of the Club in accordance with the Act and the Registered Clubs Act".
- (ff) **deleting** Rule 43 and **inserting** the following new Rule 43:

"43. NOTICES

- 43.1 A notice may be given by the Club to any member either:
 - (a) personally; or
 - (b) by sending it to the address of the member;
 - (c) by sending it to the electronic address of the member;
 - (d) by notifying the member in accordance with Rule 43.2 (in the case of notices of general meetings Annual General Meetings).
- 43.2 If the member nominates:
 - (a) an electronic means (the nominated notification means) by which the member may be notified that notices of meeting are available; and
 - (b) an electronic means (the nominated access means) the member may use to access notices of meeting; the Club may give the member notice of the meeting by notifying the member (using the nominated notification means);
 - (c) that the notice of meeting is available; and
 - (d) how the member may use the nominated access means to access the notice of meetina.
- 43.3 Where a notice is personally given to a member in accordance with Rule 43.1(a), the notice is received on the day the member is given the notice.
- 43.4 Where a notice is sent to a member in accordance with Rules 43.1(b) and (c), the notice shall be

deemed to have been received by the members on the day following that on which the notice was sent.

43.5 Where a notice of general meeting (including Annual General Meeting) is sent to a member in accordance with Rules 43.1(d) and 43.2, the notice is taken to be given on the day following that on which the member is notified that the notice of meeting is available".

Notes to Members on First Special Resolution

- The First Special Resolution proposes a series of amendments to the Club's Constitution to bring it into line with best practice and the Corporations Act, Liquor Act and Registered Clubs Act.
- 2. Paragraph (a) clarifies that:
 - (a) every member is bound by and must comply with the Constitution and By-laws of the Club and any other applicable determination, resolution or policy which may be made or passed by the Board; and
 - (b) the Constitution and By-laws of the Club have effect as a contract between the Club and each member, the Club and each director and each member and each other member.
- 3. **Paragraphs (b) to (e) inclusive** amend the definitions used in the Club's Constitution.
- Paragraph (f) deletes a provision which is no longer required. In this regard, the Registered Clubs Act no longer prescribes a maximum number of members for registered clubs.
- 5. **Paragraphs (g) and (h)** amend existing provisions relating to Provisional membership to bring the Constitution into line with the Registered Clubs Act.
- 6. **Paragraphs (i) and (j)** amend existing provisions relating to applications for membership of the Club to bring the Constitution into line with the Registered Clubs Act.
- Paragraphs (k) to (n) inclusive amend existing provisions relating to payment of annual subscriptions to bring the Constitution into line with best practice and the Registered Clubs Act.
- 8. **Paragraph (o)** amends existing provisions relating to the register of Full members to bring the Constitution into line with the Registered Clubs Act.
- 9. **Paragraph (p)** clarifies that members must notify the Club of any changes to their contact details.
- 10. **Paragraphs (q)** amends existing provisions relating to disciplinary matters to bring the Constitution into line with best practice.
- 11. **Paragraphs (r) to (u)** inclusive amend existing provisions relating to the removal of persons from the Club's premises to bring the Constitution into line with the Liquor Act.
- 12. Paragraph (v) amends the definition of responsible adult to

bring it into line with the Liquor Act.

- 13. **Paragraph (w)** clarifies that a member:
 - who is elected or appointed to the Board must complete the mandatory director training prescribed by the Registered Clubs Act (unless exempted from doing so); and
 - (b) is not entitled to be elected or appointed to the Board if he or she does not hold a Director Identification Number.
- 14. **Paragraph (x)** amends existing provisions relating to the circumstances in which vacancies arise on the Board to bring the Constitution into line with best practice, the Corporations Act, and Registered Clubs Act.
- 15. **Paragraphs (y) and (z)** amend existing provisions relating to the powers of the Board to bring the Constitution into line with best practice and the Registered Clubs Act. The powers of the Board remain unchanged.
- 16. **Paragraphs (aa) and (bb)** amend existing provisions relating to board meetings to bring the Constitution into line with the Corporations Act and Registered Clubs Act.
- 17. **Paragraph (cc)** amends existing provisions relating to corporate governance and accountability to bring the Constitution into line with the Corporations Act, Registered Clubs Act and Registered Clubs Regulation.
- Paragraph (dd) amends existing provisions relating to general meetings, voting and meetings to bring the Constitution into line with the Corporations Act and Registered Clubs Act.
- Paragraph (ee) amends existing provisions relating to the accounting and reporting requirements of the Club to bring the Constitution into line with the Corporations Act and Registered Clubs Act.
- 20. **Paragraph (ff)** amends existing provisions relating to the sending of notices to members to bring the Constitution into line with the Corporations Act and Registered Clubs Act.

SECOND SPECIAL RESOLUTION

That, with effect from and for the purposes of the Annual General Meeting and board elections to be held in 2023 and thereafter, the Constitution of Griffith Leagues Club Limited by amended by:

- (a) **inserting** the following new Rule 3.1(b) and **renumbering** Rule 3.1 accordingly:
 - "(b) "Biennial General Meeting" means the Annual General Meeting to be held in 2023 and every second Annual General Meeting thereafter at which the Board is elected to office in accordance with this Constitution."
- (b) deleting from Rule 26.2 the word "annually" and in lieu thereof inserting the word "biennially".
- (c) deleting from Rules 27.1, 27.2 and 29.3 the words "Annual General Meeting" and inserting the words "Biennial General Meeting".

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- (d) deleting from Rule 29.2 the words "Annual General Meeting of the Club held in that year when he shall retire and subject to this Constitution shall be eligible to be reelected as director" and inserting the words "the next Biennial General Meeting".
- (e) **inserting** at the beginning of Rule 35.8(c) the words *"in the case of a Biennial General Meeting,"*

Notes to Members on Second Special Resolution

- The Second Special Resolution proposes to alter the term of office for the Board, with effect from and for the purposes of the Annual General Meeting and board elections, to be held in 2023.
- 2. The Constitution currently provides that the Board is elected annually.
- The Second Special Resolution proposes for directors to be elected biennially (that is, for two (2) year terms of office).
- If the Second Special Resolution is passed, the Club will hold an Annual General Meeting each year but the Board will only be elected every second year for two (2) year terms commencing from the Annual General Meeting in 2023.
- 5. The Board recommends the Second Special Resolution because the biennial board elections provide for greater stability on the Board and it allows a greater time for a new director to acquire the appropriate knowledge and apply that knowledge to the Club.

THIRD SPECIAL RESOLUTION

That, with effect from and for the purposes of the Annual General Meeting and the board elections to be held in 2023 and thereafter, the Constitution of Griffith Leagues Club Limited be amended by deleting Rule 3.1(k) and inserting the following new Rule 3.1(k):

"(k) "Football Requirement" means any member:

who has been an eligible financial member of (i) the Club for at least twelve (12) months immediately prior to the last day for receiving nominations in accordance with Rule 27.1(c) or the proposed date of appointment to the Board in accordance with Rule 29.3; and (ii) whose proposed election or appointment to the Board has been endorsed by the Committee of Griffith Rugby League Football Club Incorporated before the last day of receiving nominations in accordance with Rule 27.1(c) or the proposed date of appointment to the Board in accordance with Rule 29.3. (iii) the endorsement for the purposes of subparagraph (ii) of this Rule 3.1(k) shall be by notice in writing signed by the President and Secretary of the Griffith Rugby League Football

Club Incorporated and delivered to the Secretary

of the Club prior to the dates referred to in subparagraph (i) and (ii) of this Rule 3.1(k)."

Notes to Members on Third Special Resolution

- The Third Special Resolution proposes to amend the eligibility requirement for Football Directors, with effect from and for the purposes of the Annual General Meeting and board election to be held in 2023.
- The Constitution currently provides that a Football Director must be a member of the Club who is and has been a committee member of Griffith Rugby League Football Club) Incorporated (Football Club) for at least twelve (12) months.
- 3. The Third Special Resolution proposes that, with effect from 2023, a Football Director:
 - must be an eligible member of the Club for at least twelve (12) months and their election or appointment to the Board must be endorsed by the Committee of the Football Club;
 - (b) does not need to be (or have been) a committee member of the Football Club for any period of time.
- This new requirement does not prevent the committee members of the Football Club from being directors of the Club if they satisfy the requirements set out in paragraph 3(a) above.
- The Board recommends the Third Special Resolution because it will expand the pool of possible Football Directors whilst ensuring all Football Directors meet with the approval of the Committee of the Football Club.
- The Third Special Resolution does not change the requirement that at least five (5) of the nine (9) directors on the Board must be Football Directors.

FOURTH SPECIAL RESOLUTION

That the Constitution of Griffith Leagues Club Limited be amended by:

- (a) inserting the following new Rule 19.2 and renumbering the remaining provisions of Rule 19 accordingly:
 19.2Subject to Rule 19.3, the following procedure shall apply to disciplinary proceedings of the Club:
 - (a) A member shall be notified of any charge against the member and the member must be given at least fourteen (14) days to submit written representations to the Board answering the charge and specifically dealing with whether or not the member is quilty of the charge.
 - (b) After period of time for the submission of written representations on the issue of guilt has elapsed, the Board can deal with the charge and decide whether or not the member is guilty of the charge. This decision must be made by the Board based on the evidence available to it, including any

(c)

written representations (if any) on the issue
of guilt made by the member charged.
After the Board has determined the issue of guilt,
the Board must notify the member in writing of
the Board's decision.

- (d) No motion by the Board to find the charge or charges established shall be passed unless at least two-thirds of the members of the Board vote in favour of such motion.
- (e) If the member charged has been found guilty of the charge or charges, the member must be given at least (7) days to make written representations to the Board in respect of what penalty (if any) should be imposed by the Board.
- (f) After period of time for the submission of written representations on penalty has elapsed, the Board can decide on the appropriate penalty (if any) which should be imposed on the member. This decision must be made by the Board based on the evidence available to it, including any written representations (if any) on the issue of penalty made by the member charged.
- (f) No motion by the board to reprimand, suspend or expel a member shall be deemed to be passed unless at least two-thirds of the members of the Board vote in favour of such motion.
- (g) Any decision made by the Board in the disciplinary proceedings shall be final and the Board shall not be required to give any reasons for its decision.
- (h) As soon as reasonably practicable after the conclusion of the disciplinary proceedings, the Club must notify the member in writing of the outcome of the disciplinary hearing, including whether or not the member was guilty of the charge and what penalty (if any) was imposed on the member.
- (b) deleting from the new Rule 19.3 the words "The following procedure shall apply to the disciplinary proceedings of the Club" and inserting the words "If the Board, in its absolute discretion, determines at any time that the procedure for disciplinary proceedings set out in Rule 19.2 is not appropriate for the disciplinary proceedings in question, the Board may conduct those disciplinary proceedings in accordance with the following procedure:".
- (c) if the First Special Resolution is not passed, **deleting** from the new Rule 19.3(b) the words "by a prepaid letter posted to the member's last known address".
- (d) deleting from Rule 20.3 the figure "19.2(k)" and inserting the figure "19.3(k)".

Notes to Members on Fourth Special Resolution

 The Fourth Special Resolution proposes to amend the procedure for dealing with disciplinary charges against members.

- The Club's Constitution currently requires the Club to allow a member charged with a breach of the disciplinary rules of the Club to attend the disciplinary hearing in person to defend the charge against them.
- 3. The Fourth Special Resolution proposes for disciplinary proceedings to take place by way of written submissions without the member charged attending in person but if this is not possible or appropriate for any reason, the Board can still conduct an "in person" disciplinary hearing.
- 4. The Board recommends the Fourth Special Resolution for a more efficient system to conduct disciplinary hearings.

FIFTH SPECIAL RESOLUTION

That the Constitution of Griffith Leagues Club Limited be amended by:

- deleting from Rules 21.1, 24.5(b) and 26(b) the words "Rule 19 or 20" and inserting the words "Rules 19, 20 or 20A".
- (b) inserting the following new Rule 20A:
 "20A. ADDITIONAL DISCIPLINARY POWERS OF THE SECRETARY
 - 20A.1 Notwithstanding anything else contained in this Constitution, if, in the opinion of the Secretary, a member has engaged in conduct that is unbecoming of a member or prejudicial to the interests of the Club, then the Secretary may suspend the member from some or all rights and privileges as a member of the Club for a period of up to three (3) months.
 - 20A.2 In respect of any suspension pursuant to this Rule, the requirements of Rules 19 and 20 shall not apply.
 - 20A.3 If the Secretary exercises the power pursuant to this Rule, the Secretary must notify the member in writing (which includes email) that:
 - (a) the member has been suspended as a member of the Club and the relevant details of that suspension, including the period of suspension and the privileges of membership which have been suspended; and
 - (b) if the member wishes to do so, the member may make a written request to the Secretary within seven (7) days of the date of the notice for the matter be dealt with by the Board pursuant to Rules 19 and 20 of the Club's Constitution.
 - 20A.4 If a member submits a request under Rule 20A.3:
 - (a) the member shall remain suspended until such time as the charge is heard and determined by the Board; and
 - (b) the Club must commence disciplinary proceedings against the member in

accordance with the requirements of Rules 19 and 20;

(c) the determination of the Board in respect of those disciplinary proceedings shall be in substitution for and to the exclusion of any suspension imposed by the Secretary."

Notes to Members on Fifth Special Resolution

- The Fifth Special Resolution proposes to insert a new provision into the Club's Constitution which provides the Club's Chief Executive Officer (CEO) with the power to suspend the membership of any person (who has engaged in conduct that is unbecoming of a member) for a period of up to three (3) months. However, any member disciplined by the CEO may appeal the CEO's decision to the Board.
- At present, if a person engages in conduct that is unbecoming of a member then:
 - (a) a notice of disciplinary charge and hearing is issued to the member; and
 - (b) the disciplinary matter is heard by the Board;
 - (c) if the person is found guilty, the Board may impose a penalty (including reprimand, suspension or expulsion).
- The Board believes the above procedure is time-consuming and cumbersome and unnecessarily distracts the Board from the strategic issues of the Club. Accordingly, the Board recommends the CEO be provided with greater disciplinary powers.
- 4. If the Fifth Special Resolution is passed:
 - (d) the CEO will have the power to suspend the membership rights of any person (who has engaged in conduct that is unbecoming of a member) for a period of up to three (3) months.
 - (e) if the CEO exercises the power, then the Club must notify the member that:
 - (i) their membership has been suspended and the relevant details of the suspension; and
 - the member may request the matter be dealt with by the Board (in the manner set out in paragraph number 2 above).
 - (f) If a member elects to have the matter dealt with by the Board then the decision of the Board shall be in substitution of and to the exclusion of the penalty imposed by the CEO.
- 5. The Board believes the above procedure provides the Club with greater flexibility (in respect of disciplining members who have engaged in conduct that is unbecoming of a member) whilst also providing any member (who considers any penalty imposed by the CEO to be unreasonable) to have their matter determined by the Board.

PROCEDURAL MATTERS FOR SPECIAL RESOLUTIONS

- To be passed, a Special Resolution must receive votes in its favour from not less than three quarters (75%) of those members who being eligible to do so in person vote on the Special Resolution at the meeting.
- 2. Life members and financial Ordinary members can vote on the Special Resolutions at the meeting.
- Under the Registered Clubs Act, members who are also employees of the Club cannot vote on the Special Resolutions and proxy voting is prohibited.
- 4. The Board recommends the Special Resolutions to members.
- 8. General Business: To transact any business that may be lawfully brought forward

Nominations for Office Bearers will close at the Club's office at 8pm on Tuesday 12 April 2022. A special request is made to members who have any enquiries in relation to the financial report, to provide this in writing and sent to the Club's office no later than Tuesday 19 April 2022 so that the necessary research can be undertaken to accurately answer all questions.

By authority of the Board

Anthony Lico Secretary Manager

Griffith Leagues Club Limited

ABN 44 001 019 272

PRESIDENT'S REPORT

It is pleasing to report a net profit of \$1,137,448 for the financial year ending 31st December 2021 despite another turbulent year with Covid-19. Given your club was in lockdown from 14th August 2021 until 11th September 2021 together with Government imposed restrictions throughout the year, the results are very satisfying.

Covid also affected the commencement of major renovations at Southside which were

due to start early 2021. With Covid running rampant in Sydney at the time your board took the precaution to suspend the development to avoid the risk of perhaps bringing the virus to the worksite and Griffith in general. With all restrictions now lifted building works have commenced as this report goes to print. The works are quite diverse with Stage 1 involving some demolition, new toilet blocks, new gaming bar, new children's terrace play area, terrace expansion, new storage area, new coffee lounge, new lift and administration expansion and squash court change rooms renovation. Stage 2 will involve further Alpen Terrace upgrade and expansion.

With some lighting issues on the training ground next to the club, the board has approved replacement of the existing lighting towers as well as replacement of the old cricket nets which have served the cricket club well for over 20 years.

Over the last couple of years the board has had continual discussion both internally and with both Fishing Clubs over the future of the fishing lodge at Darlington Point and had already taken steps to cease usage of the premises given its age, condition and our duty of care to those few members who were actually still using it. A difficult and emotional decision has been made that we should divest ourselves of the property and it will be placed on the market. This was not an easy decision and the board sincerely acknowledges all those volunteering members who contributed countless hours in developing the lodge over many years.

The Black and Whites 100 year celebrations are again back on the agenda following two Covid interruptions and the new dates are 3rd-5th June 2022. The reunion committee remain upbeat that attendee numbers will ensure a great weekend of comradery, renewed friendships and old football tales will abound. Tickets are back on sale at the club for the Saturday night dinner to be held in a marquee on the training ground. Further information can be found on the B&W's Griffith Rugby League 100 year Facebook Page.

A big thank you to all members who observed the Covid restrictions and worked with our staff to ensure safety first for all. We look forward to your continued support and hopefully with far less restricted venues for 2022. Our apologies for any inconvenience caused during renovations.



The financial results achieved this year are a direct result of the efficient management skills of General Manager Anthony Lico and his management team and I thank them sincerely. Additionally the general staffing personel on the frontline, maintaining the ever changing Covid laws and restrictions during the year. Your efforts are greatly appreciated.

Finally to my loyal group of directors, a big thank you for your efforts. It is gratifying to have your support and dedication to the cause. You can be proud of the results achieved which can be directly linked to your personal involvement in the effective decision making at board level.

GRAEME TREVETT President

Griffith Leagues Club Limited

ABN 44 001 019 272

GENERAL MANAGERS REPORT

It is with pleasure that I present the General Managers report for the year ended 31 December 2021. Once again, the Club has had a successful year, recording a net profit of \$1,137,448. The financial result is particularly pleasing after enduring another lockdown coupled with 12-months of everchanging COVID-19 restrictions.

2021 started with a sense of optimism following the approval of COVID-19 vaccines



and the winding back of restrictions over the first 6 months of the year. However, by mid-June we were becoming increasing concerned about the Delta outbreak in Sydney which was in its infancy but growing rapidly. Subsequently, it was decided to defer all major projects until further notice. The Board's concerns proved to be well founded and on Saturday 14 August at 5pm the Club went into a lockdown which would last four weeks.

Despite our conservative approach, we are pleased with the trading figures from both venues. Before you read on, I must note that there were approximately 15% more trading days in 2021 compared to 2020. In addition to the 10-week lockdown of 2020, the Bistro was also closed for a further 7 weeks in due to the kitchen renovations.

2021 Financial Snapshot:

- Total revenue increased by \$885,026/ 7.98% to \$11,980,213
- Total Expenses increased by \$1,485,398/ 15.87% to \$10,842,765
- Employee expenses increased by \$404,209/ 12.38% to \$3,669,053
- Cash and cash equivalents increased by \$1,762,536/ 102.61% to \$3,480,303
- Interest bearing liabilities are virtually non-existent with a balance of \$15,000

Although COVID-19 will continue to present challenges, it is imperative that we remain focused on achieving our long-term objectives. Accordingly, the renovations which have been postponed numerous times over the past 18 months are currently underway. The construction work includes an expansion of the Noel Gale Lounge to accommodate a new café, a new family terrace and children's playground, and alterations to the indoor and outdoor gaming areas. We will also be addressing some of our ageing amenities with the construction of new lounge toilets, new gaming toilets and a refurbishment of the upstairs changerooms. The building plans are on display in the Southside foyer, and I encourage you all to come down and have a look.

In addition to the above-mentioned renovations, major upgrades will be occurring at our training oval. By the time this report goes to print, our sporting groups will be benefiting from a significant lighting upgrade. Our cricketers will also welcome the construction of new training nets which will be completed prior to the 2022/23 season. The combined cost of both projects is in the vicinity of \$160,000.

I would like to thank our outstanding staff who have overcome every obstacle presented to them through hard work and positivity. Your contribution to the Club's success is never underestimated and your loyalty through these difficult times is held in equal regard. Similarly, I am supported by an excellent management team who apply their knowledge diligently and enthusiastically to advance the Club. Thank you!

To President Graeme Trevett and the Board of Directors, I extend my gratitude to you for your support and guidance. The Club is indeed fortunate to have a Board with the skill and experience to strategically navigate these challenging times.

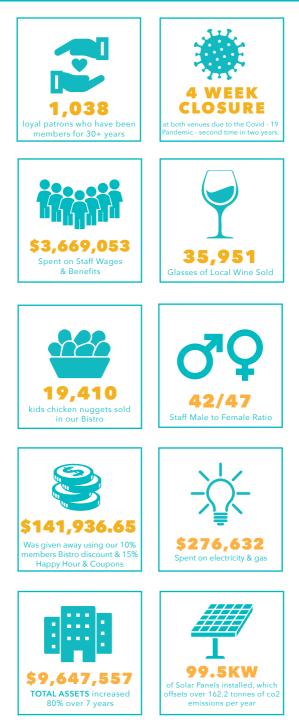
I wish to conclude by thanking our loyal Club members for your support and regular patronage. We hope you continue to attend the Club at every opportunity and enjoy our great facilities.

ANTHONY LICO General Manager





ABN 44 001 019 272



Your directors present their report on the company for the financial year ended 31 December 2021.

DIRECTORS

The names of each person who has been a director during the year and to the date of this report are:

Graeme Trevett John McFadzean Anthony Catanzariti Craig O'Keeffe Ashley Gunn Maria Maloni Russell McCann Joseph Amato Christos Velis

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

INFORMATION ON DIRECTORS

In accordance with Section 300(10) of the *Corporations Act 2001* particulars of the qualifications, experience and special responsibilities of the company's directors are as follows:

DIRECTOR	QUALIFICATIONS AND EXPERIENCE	SPECIAL RESPONSIBILITIES
Graeme Trevett	Insurance Broker Director 30 Years	Club President
Joseph Amato	Licensed Agent Director 4 Years	Senior Vice President
Craig O'Keeffe	Service Manager Director 6 Years	Junior Vice President
Anthony Catanzariti	Business Proprietor Director 12 Years	Treasurer
John McFadzean	Retired Director 31 Years	
Ashley Gunn	Accountant Director 6 Years	
Maria Maloni	Retired Bank Officer Director 5 Years	
Russell McCann	Senior Resource Supervisor Director 4 Years	
Christos Velis	Water Treatment Plant Operator Director 2 Year	

No director of the company has or has had an interest in a contract or a proposed contract with the company, which is required to be declared in accordance with the *Corporations Act 2001*, except for those disclosed at Note 16 to the financial statements.

MEETINGS OF DIRECTORS	ELIGIBLE	PRESENT	APOLOGY
Graeme Trevett	12	12	0
John McFadzean	12	10	2
Anthony Catanzariti	12	12	0
Craig O'Keeffe	12	12	0
Ashley Gunn	12	11	1
Maria Maloni	12	9	3
Russell McCann	12	9	3
Joseph Amato	12	12	0
Christos Velis	12	11	1

PRINCIPAL ACTIVITIES

The principal continuing activities of the Club is the encouragement and promotion of sport activities including rugby league, soccer, touch football, cricket, fishing and a range of other sports and the provision of recreational facilities for its members.

OPERATING RESULTS

The net profit of the company for the financial year after providing for income tax amounted to \$1,137,448.

REVIEW OF OPERATIONS

A review of the operations of the company during the financial year and the results of those operations are as follows:

INCOME	2021	2020
Bar, bistro and catering trading sales	4,740,434	3,730,565
Gross profit	2,719,509	2,150,933
Poker machine income	6,291,267	5,965,057
Profit on sale of property, plant and equipment	79	20,572
Commissions	145,798	122,012
Members subscriptions	36,535	59,564
Other income	766,102	1,197,416
Total Income	9,959,289	9,515,555
Less: expenses	8,821,841	7,777,735
Net profit before income tax	1,137,448	1,737,820
Income tax expense		
Net profit after income tax	1,137,448	1,737,820

FINANCIAL POSITION

The retained profits of the company have increased by \$1,137,448 from \$15,430,599 at 31 December 2020 to \$16,568,047 at 31 December 2021. This movement is represented by a \$1,137,448 net profit for the year to 31 December 2021. The revaluation reserves were \$3,039,168 at 31 December 2020 and \$2,988,506 at 31 December 2021, bringing the company's Net Assets to \$19,556,553 at 31 December 2021.

SIGNIFICANT CHANGE IN STATE OF AFFAIRS

No significant change in the nature of these activities occurred during the financial year.

SHORT AND LONG TERM OBJECTIVES

The Board has established short and long term objectives as outlined in the Club's strategic plan which is reviewed on an annual basis. These objectives are both financial and non financial, and are aimed towards providing a comfortable and secure environment to its members that continues to meet their needs. These objectives are measured through both financial and non financial key performance indicators that have been determined relevant to the registered club industry.

STRATEGIES

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

The Board and Management will continue to improve the amenities at each venue to ensure that both premises remain relevant with member interests.

Improvements to Solar Mad Stadium are ongoing and the Board endeavours to upgrade this facility as part of the Club's commitment to foster, encourage and promote local sport.

The Club continues to invest in staff training to aid in the day to day operations of the Club and ensure that a high level of customer service is provided to members and guests. Directors regularly attend various seminars and conferences to ensure sound corporate governance, compliance and improved decision making.

COVID-19

The NSW Government directed all registered clubs to cease trading by 5pm on 14 August 2021 to reduce the spread of coronavirus (COVID-19). Registered Clubs were permitted to reopen on 11 September 2021 under capacity and social distancing restrictions. The closure period for this year was shorter than the previous year, and the Club's revenue has increased in comparison to the previous trading period. The Club's trading revenue has continued to improve month-on-month since reopening and as restrictions have continued to ease, the Directors are confident the Club will be able to fulfil its short and long term objectives.

KEY PERFORMANCE INDICATORS

The company measures its own performance through the use of both quantitative and qualitative benchmarks. The benchmarks are used by the directors to assess the financial sustainability of the company and whether the company's short-term and long-term objectives are being achieved.

MEMBER GUARANTEE

The company is incorporated under the Corporations Act 2001 and is a company limited by guarantee. If the company is wound up, the constitution states that each member is required to contribute a maximum of \$2 each towards meeting any outstanding obligations of the entity. At 31 December 2021, the total amount that the members of the company are liable to contribute if the company is wound up is \$16,706 (2020: \$20,306).

AUDITORS INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under Section 370C of the Corporations Act 2001 is attached to this financial report.

Signed in accordance with a resolution of the Board of Directors:

Director Graeme Trevett

Director

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Dated at Griffith this 10th day of March 2022

DIRECTORS' DECLARATION FOR THE YEAR ENDED 31 DECEMBER 2021

The directors of the Griffith Leagues Club Limited declare that: 1. The financial statements and notes, as set out in pages 36

to 47 are in accordance with the Corporations Act 2001 and:

(a) comply with Australian Accounting Standards; and (b) give a true and fair view of the financial position as at 31 December 2021 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

Director

Graeme Trevett

Director

Dated at Griffith this 10th day of March 2022

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GRIFFITH LEAGUES CLUB LIMITED

Report on the Audit of the Financial Report

Opinion

I have audited the financial report of Griffith Leagues Club Limited (the Company), which comprises the statement of financial position as at 31 December 2021, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In my opinion, the accompanying financial report of Griffith Leagues 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 31 December 2021 and of its financial performance for the year then ended; and

(ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for Opinion

I conducted my audit in accordance with Australian Auditing Standards. My responsibilities under those standards are further described in the Auditor's *Responsibilities for the Audit of the Financial Report* section of my report. I am independent of the company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110: *Code of Ethics for Professional Accountants* (the Code) that are relevant to my audit of the financial report in Australia. I have also fulfilled my other ethical responsibilities in accordance with the Code.

I confirm that the independence declaration required by the *Corporations Act* 2001, which has been given to the directors of Griffith Leagues Club Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Information Other than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 31 December 2021, but does not include the financial report and my auditor's report thereon. My opinion on the financial report does not cover the other information and accordingly I do not express any form of assurance conclusion thereon. In connection with my audit of the financial report, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact. I have nothing to report in this regard.

Responsibilities of the Directors 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 gives a true and fair view and is free from material misstatement whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GRIFFITH LEAGUES CLUB LIMITED

Auditor's Responsibilities for the Audit of the Financial Report

My objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with Australian Auditing Standards, I exercise professional judgement and maintain professional scepticism throughout the audit. I also:

-Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

-Obtain an understanding of internal control relevant to the audit 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 company's internal control.

-Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

-Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

-Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

-Obtain sufficient appropriate audit evidence regarding the financial information of the Company to express an opinion on the financial report. I am responsible for the direction, supervision and performance of the audit. I remain solely responsible for my audit opinion.

I communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any deficiencies in internal control that I identify during my audit.

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John P Keenan CPA Registered Auditor 156228 PINNACLEHPC PTY LTD Dated at Grifith this 10th of March 2022

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

TO THE DIRECTORS OF GRIFFITH LEAGUES CLUB LIMITED

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

- 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.

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John P Keenan CPA Registered Auditor 156228 PINNACLEHPC PTY LTD Dated at Griffith this 10th of March 2022

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 \$	2020 \$
Revenues from ordinary activities	2	11,980,213	11,095,187
Employee benefits expense		(3,669,053)	(3,264,844)
Depreciation and amortisation expens	e	(959,310)	(947,110)
Finance costs	3	(4,279)	(33,502)
Other expenses		(6,210,123)	(5,111,911)
Profit/(loss) before income tax expen	ise	1,137,448	1,737,870
Income tax expense			
Profit for the year		1,137,448	1,737,870
Other comprehensive income			
Total comprehensive income for the	year	1,137,448	1,737,870
Profit attributable to members of the e	entity	1,137,448	1,737,870
Total comprehensive income attributal members of the entity	ble to	1,137,448	1,737,820

STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2021

	Note	2021 \$	2020 \$
CURRENT ASSETS			
Cash and cash equivalents	4	3,480,303	1,717,767
Trade and other receivables	5	50,244	35,783
Inventories	6	182,486	195,404
Investments	7	826	1,467
Other current assets	8	6,657	6,940
TOTAL CURRENT ASSETS		3,720,517	1,957,361
NON-CURRENT ASSETS			
Property, plant and equipment	9	15,804,293	15,962,824
Intangible assets	10	2,140,000	2,140,000
TOTAL NON-CURRENT ASSETS		17,944,293	18,102,824
TOTAL ASSETS		21,664,809	20,060,185
CURRENT LIABILITIES			
Trade and other payables	11	1,272,110	835,485
Short-term provisions	12	279,268	200,666
Equipment finance liabilities	13	124,812	55,296
Other current liabilities	14	44,136	27,179
TOTAL CURRENT LIABILITIES		1,720,325	1,118,626
NON-CURRENT LIABILITIES			
Long-term provisions	12	82,068	97,613
Equipment finance liabilities	13	172,434	59,130
Interest bearing liabilities	13	15,000	159,000
Other non-current liabilities	14	118,429	156,050
TOTAL NON-CURRENT LIABILITIES		387,931	471,793
TOTAL LIABILITIES		2,108,256	1,590,419
NET ASSETS		19,556,553	18,469,767
EQUITY			
Reserves		2,988,506	3,039,168
Retained profits		16,568,047	15,430,599
TOTAL EQUITY		19,556,553	18,469,767

The accompanying notes form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2021

Note	Retained Earnings	Reserves	2021	2020
Balance at beginning of year	15,430,599	3,039,168	18,469,767	16,777,798
Profit attributable to entity	1 ,137,448	-	1 ,137,448	1,737,820
Revaluation of shares	-	(641)	(641)	(19)
Revaluation of land and building	ngs -	(50,021)	(50,021)	(45,832)
Revaluation of poker machine				
entitlements	-	-	-	
Balance at end of year	16,568,047	2,988,506	19,556,553	18,469,767

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021	2020
		\$	\$
Cash flows from operating activities			
Receipts from customers		11,652,626	10,253,893
Interest received		17	257
Dividends received	2(a)	38	-
Receipts from government subsidies		291,077	828,000
Payments to suppliers and employees		(9,365,041)	(8,389,052)
Interest and other costs of finance paid	3	(4,279)	(33,502)
Net cash provided by operating activities		2,574,437	2,659,596
Cash flows from investing activities			
Proceeds from sale of property, plant and ed	quipme	nt 29,900	39,000
Payments for property, plant and equipment	t	(880,621)	(1,102,461)
Net cash used in investing activities		(850,721)	(1,063,461)
Cash flows from financing activities			
Borrowings drawn		256,176	99,423
Repayment of borrowings		(217,356)	(1,305,158)
Net cash used in financing activities		38,820	(1,205,734)
Net increase/ (decrease) in cash held		1,762,536	390,400
Cash at beginning of financial year		1,717,767	1,327,366
Cash at end of financial year		3,480,303	1,717,767

The accompanying notes form part of these financial statements.

The financial statements are for the Griffith Leagues Club Limited as an individual entity, incorporated and domiciled in Australia. Griffith Leagues Club Limited is a company limited by guarantee.

The financial statements were authorised for issue on 10th of March 2022 by the directors of the company.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards (including Australian Accounting Interpretations) and the *Corporations Act 2001*. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

The financial statements, except for the cash flow information, have been prepared on an accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities. The amounts presented in the financial statements have been rounded to the nearest dollar.

ACCOUNTING POLICIES

(a) Revenue

Revenue from the sale of goods is recognised upon delivery of goods to customers. Donations and bequests are recognised when revenue is received. Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets. Revenue from the rendering of a service is recognised upon the delivery of the service to the customers. All revenue is stated net of the amount of goods and services tax (GST).

(b) Inventories on Hand

Inventories are measured at the lower of cost and net realisable value. Inventories acquired at no cost or for nominal consideration are measured at the current replacement cost as at the date of acquisition.

(c) Property, Plant and Equipment

Each class of property, plant and equipment is carried at cost or fair value as indicated, less, where applicable, any accumulated depreciation and any impairment losses.

Freehold Property

Freehold land and buildings are shown at their fair value based on periodic valuations by external independent valuers, less subsequent depreciation for buildings.

In periods when the freehold land and buildings are not subject to an independent valuation, the directors conduct directors' valuations to ensure the carrying amount for the land and buildings is not materially different to the fair value.

Increases in the carrying amount arising on revaluation of land and buildings are recognised in other comprehensive income and accumulated in the revaluation surplus in equity.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONT)

Revaluation decreases that offset previous increases of the same class of assets shall be recognised in other comprehensive income under the heading of revaluation surplus. All other decreases are recognised in profit or loss.

Any accumulated depreciation at the date of the revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset.

Freehold land and buildings that have been contributed at no cost or for nominal cost are valued and recognised at the fair value of the asset at the date it is acquired.

Plant and Equipment

Plant and equipment are measured on the cost basis and are therefore carried at cost less accumulated depreciation and any accumulated impairment losses. In the event the carrying amount of plant and equipment is greater than the estimated recoverable amount, the carrying amount is written down immediately to the estimated recoverable amount and impairment losses are recognised either in profit or loss or as a revaluation decrease if the impairment losses relate to a revalued asset. A formal assessment of recoverable amount is made when impairment indicators are present (refer to Note 1(e) for details of impairment).

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance are recognised as expenses in profit or loss in the financial period in which they are incurred.

Plant and equipment that have been contributed for no cost or for nominal cost are recognised at the fair value of the asset at the date it is acquired.

Depreciation

The depreciable amount of all fixed assets, including buildings and capitalised lease assets but excluding freehold land, is depreciated on a straight-line basis over the asset's useful life to the entity commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

The depreciation rates used for each class of depreciable assets are:

Land and Buildings	2.50%
Plant and Machinery	7.5%- 60.0%
Plant and Equipment Under Lease	30%

The assets' residual values and useful lives are reviewed and adjusted, if appropriate, at the end of each reporting period.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONT)

recognised in profit or loss in the period in which they arise. When revalued assets are sold, amounts included in the revaluation surplus relating to that asset are transferred to retained surplus.

(d) Leases

Leases of property, plant and equipment, where substantially all the risks and benefits incidental to the ownership of the asset but not the legal ownership are transferred to the entity, are classified as finance leases.

Finance leases are capitalised, recognising an asset and a liability equal to the present value of the minimum lease payments, including any guaranteed residual values.

Leased assets are depreciated on a straight-line basis over their estimated useful lives where it is likely that the entity will obtain ownership of the asset. Lease payments are allocated between the reduction of the lease liability and the lease interest expense for the period.

(e) Impairment of Assets

At the end of each reporting period, the entity reviews the carrying value of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell it and value in use. is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable value is recognised in profit or loss. Where the future economic benefits of the asset are not primarily dependent upon the asset's ability to generate net cash inflows and when the entity would, if deprived of the asset, replace its remaining future economic benefits, value in use is determined as the depreciated replacement cost of an asset. Where the assets are not held primarily for their ability to generate net cash inflows- that is, they are specialised assets held for continuing use of their service capacity- the recoverable amounts are expected to be materially the same as the fair value.

Where it is not possible to estimate the recoverable amount of an asset, the entity estimates the recoverable amount of the cash-generating unit to which the class of assets belongs.

Where an impairment loss on a revalued asset is identified, this is recognised against the revaluation reserve in respect of the same class of asset to the extent that the impairment loss does not exceed the amount in the revaluation reserve for that same class of asset.

(f) Employee Benefits Short-term employee benefits

Provision is made for the company's obligation for short-term employee benefits. Short-term employee benefits are benefits (other than termination benefits) that are expected to be settled wholly before 12 months after the end of the annual

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONT)

reporting period in which the employees render the related service, including wages, salaries and sick leave. Short-term employee benefits are measured at the (undiscounted) amounts expected to be paid when the obligation is settled.

Other long-term employee provisions

Provision is made for employees' long service leave and annual leave entitlements not expected to be settled wholly within 12 months after the end of the annual reporting period in which the employees render the related service.

The company's obligations for long-term employee benefits are presented as non-current employee provisions in its statement of financial positon, except where the company does not have an unconditional right to defer settlement for at least 12 months after the end of the reporting period, in which case the obligations are presented as current provisions.

(g) Cash and cash equivalents

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

(h) Accounts Receivable and Other Debtors

Accounts receivable and other debtors include amounts due from members as well as amounts receivable from customers for goods sold in the ordinary course of business. Receivables expected to be collected within 12 months of the end of the reporting period are classified as current assets. All other receivables are classified as non-current assets.

(i) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the ATO is included with other receivables or payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities, which are recoverable from or payable to the ATO, are presented as operating cash flows included in receipts from customers or payments to suppliers.

(j) Income Tax

No provision for income tax has been raised as the entity is exempt from income tax under Div 50 of the Income Tax Assessment Act 1997 .

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONT)

(k) Provisions

Provisions are recognised when the entity has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured. Provisions recognised represent the best estimate of the amounts required to settle the obligation at the end of the reporting period.

(I) Comparative Figures

Where required by Accounting Standards comparative figures have been adjusted to conform with changes in presentation for the current financial year.

When an entity applies an accounting policy retrospectively, makes a retrospective restatement or reclassifies items in its financial statements, a statement of financial position as at the beginning of the earliest comparative period must be disclosed.

(m) Accounts Payable and Other Payables

Accounts payable and other payables represent the liability outstanding at the end of the reporting period for goods and services received by the company during the reporting period which remain unpaid. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability.

(n) Critical Accounting Estimates and Judgements

The directors evaluate estimates and judgments incorporated into the financial statements 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.

		2021 \$	2020 \$
2 REVENUE			
Operating activities			
Sale of goods		4,740,434	3,730,565
Gaming revenue		6,291,267	5,965,057
Subscriptions and nominations		36,535	59,564
Dividends	2(a)	38	-
Unrealised gain/(loss) on investments		(641)	(19)
Interest received		17	257
Government Subsidies		291,077	828,000
Other revenue		621,409	491,190
Total revenue		11,980,135	11,074,615
Non-operating activities		79	20,572
Gain on disposal of property,			
plant and equipment		79	20,572
Total Revenue		11,980,213	11,095,187
(a) Dividends from:			
Other corporations			
3 PROFIT BEFORE INCOME TAX EXP Profit from ordinary activities before in			
tax has been determined after:	come	5	
Expenses:		2 2 2 4 7 2 2	2 44 2 24 2
Administration		3,984,790	3,410,012
Entertainment		204,409	122,267
Cost of goods sold		2,020,924	1,579,632
		6,210,123	5,111,911
Employee Costs		3,605,996	3,265,436
Provision for employee entitlements		63,057	(592)
		3,669,053	3,264,844
Borrowing costs	3(a)	4,279	33,502
Depreciation & amortisation		959,310	947,110
Total expenses from ordinary activitie	es	10,842,766	9,357,367
(a) All borrowing costs are payable to c	other	corporations	
4 CASH AND CASH EQUIVALENTS			
Change		374,500	374,500
EFTPOS- Southside		79,710	59,760
EFTPOS- Northside		2,810	4,570
Deposits TAB		10,000	10,000
Cash at bank- Working Account		2,585,784	955,546
Cash at bank- Investment Account		76,089	76,080
Cash at bank- TAB Accounts		116,170	82,495
Cash at bank- Keno Accounts		175,721	95,304
Cash at bank- Long Service Provision A	ccour	n <u>t 59,520</u>	59,513
44		3,480,303	1,717,767
44			

	2021 \$	2020 \$
5 TRADE AND OTHER RECEIVABLES CURRENT		
Trade debtors	<u>50,244</u> 50,244	35,783 35,783
6 INVENTORIES CURRENT At cost:		
Stock on hand	<u>182,486</u> 182,486	<u> 195,404</u> 195,404
7 INVESTMENTS CURRENT		
Shares in listed companies	826	1,467
8 OTHER ASSETS CURRENT		
Prepaid expenses	6,657	6,940
9 PROPERTY, PLANT AND EQUIPMENT		
Land and buildings at cost and valuation	14,205,492	14,205,492
Less: accumulated depreciation	(987,855)	(720,424)
Total land and buildings	13,217,637	13,485,068
Plant, equipment, furniture and fittings	8,794,675	8,355,646
Less: accumulated depreciation	(6,459,128)	(5,952,395)
Total plant and equipment	2,335,547	2,403,251
Work in Progress	251,109	74,505
Total property, plant and equipment	15,804,293	15,962,824

(a) Land

Under the *Registered Clubs Act 1976*, the company is required to distinguish between its core and non-core property.

(b) Core & Non-Core Property

Pursuant to Section 41J(2) of the Registered Clubs Act 1976 , for the financial year ended 31 December 2021

(a) all property except, 1 Ryan Street Darlington Point held by the company is to be classified as core property; and

(b) the property at 1 Ryan Street Darlington Point is classified as non-core property.

(c) In 2017 the land and buildings were independently valued by Opteon. These values have been reflected in the financial report.

10 INTANGIBLE ASSETS

Poker machine entitlements

2,140,000 2,140,000

	2021 \$	2020 \$
11 TRADE AND OTHER PAYABLES		
CURRENT		
Trade creditors	504,748	690,016
Accrued charges	755,240	145,469
GST	12,122	-
	1,272,110	835,485
12 PROVISIONS		
		104.070
Provision for holiday pay	153,545	104,078
Provision for long service leave	207,790	194,200
	361,335	298,278
Analysis of Total Provisions		
Current	279,268	200,666
	,	,
Non-current	82,068	97,613
	361,335	298,278

Provision for Non-current Employee Benefits

A provision has been recognised for employee entitlements relating to long service leave. In calculating the present value of future cash flows in respect of long service leave, the probability of the leave being taken is based on historical data. The measurement and recognition criteria relating to employee benefits have been included in Note 1(f) to these financial statements.

13 BORROWINGS

CURRENT

Equipment finance liability	124,812	55,296
	124,812	55,296
NON-CURRENT		
Equipment finance liability	172,434	59,130
Interest bearing liabilities	15,000	159,000
	187,434	218,130
14 OTHER LIABILITIES		
CURRENT		
Deposits held	10,190	11,125
Prepaid income	28,706	10,419
Subscriptions in advance	5,240	5,635
	44,136	27,179
NON-CURRENT		
Prepaid income	-	51,816
Subscriptions in advance	118,429	104,234
	118,429	156,050

15 EVENTS AFTER THE REPORTING PERIOD

The directors are not aware of any significant events since the end of the reporting period.

16 RELATED PARTIES Related Party Transactions

Directors declared an interest in the following entities: Peter L Brown and Associates (Graeme Trevett)

Any transactions with these entities throughout the year occurred in the ordinary course of business and were conducted at arm's length.

17 COMPANY DETAILS

The registered office of the company is: Griffith Leagues Club Limited 2 Bridge Road Griffith NSW 2680

18 BANK LOANS AND OVERDRAFTS

The Westpac Banking Corporation holds the following as security for its commercial lending facilities:

A First Registered Mortgage over non residential real property located at Wakaden Street Griffith NSW 2680

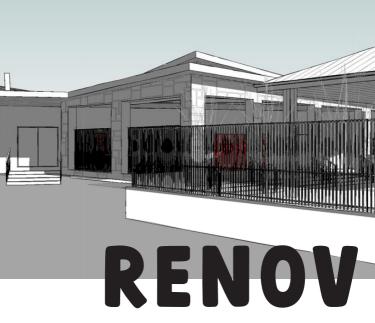
A First Registered Company Charge over the whole of the assets and undertakings of the company, including Liquor Licence, Poker Machine Entitlements, Gaming Licences, TAB or other betting agencies

A First Registered Mortgage over non residential real property located at Bridge Road Griffith NSW 2680

A First Registered Mortgage over non residential real property located at Coolah Street Griffith NSW 2680

19 GUARANTEES

As a requirement for the installation of TAB facilities in the Club, the Totalizer Agency Board requires guarantees to the value of \$10,000, which are held by the Westpac Banking Corporation.



Unlike our previous renovations where construction was focused on a single area, this project is made up of multiple small jobs all over the Southside Leagues Club. The total cost of the construction work is expected to be around \$3.8 million + GST.

Some of the areas we are transforming include:

- New lounge toilets built in the existing snooker room
- Old Noel Gale toilets demolished and converted to a new lounge area
- A new café will be built adjacent to the new lounge area
- New functions storeroom built on the grassed area off Bridge Road
- New staff room with kitchenette
- New children's play area and family pavilion on the northern side of the terrace
- New dedicated gaming toilets in the current beer garden
- New bar/ cashier in the indoor gaming room
- Extension of the outdoor gaming room to occupy the front smoking area
- A new lift to the admin offices.
- Refurbishment of the upstairs toilets
- An extension of the main office





VIEW FROM FAMILY TERRACE TO PLAYGROUND



VIEW FROM PLAYGROUND TO FAMILY TERRACE

who your club SUPPORTED

AMANDA BORDIGNON - JUNIOR SPORTS GRANT

BEELBANGERA RURAL FIRE BRIGADE

BILL CALABRIA FOUNDATION

BLACK & WHITES JUNIORS

BLACK & WHITES RUGBY LEAGUE CLUB

CAMP QUALITY

CAN ASSIST GRIFFITH

CANCER COUNCIL NSW

CAREVAN

COUNTRY EDUCATION FOUNDATION OF GRIFFITH

COUNTRY HOPE TRUST

DARLINGTON POINT COLEAMBALLY RLFC

GRIFFITH CITY BAND

GRIFFITH COMMUNITY CENTRE INC

GRIFFITH HARNESS RACING

GRIFFITH HISTORIC MOTOR CLUB INC

GRIFFITH JOCKEY CLUB

GRIFFITH LEAGUES CLUB CRICKET CLUB

GRIFFITH LEAGUES CLUB SOCIAL GOLF

GRIFFITH NETBALL ASSOCIATION

GRIFFITH NORTH PUBLIC SCHOO

GRIFFITH PONY CLUB INC

GRIFFITH TENNIS CLUB

GRIFFITH U3A INCORPORATED

GRIFFITH VETERANS GOLF ASSOCIATION

GROUP 20 REFEREES ASSOCIATION

GROUP 20 RUGBY LEAGUE

(YLIE COLEMAN - JUNIOR SPORTS GRANT

MEN OF LEAGUE FOUNDATION LTD

NORTHSIDE FISHING CLUB

RANKIN SPRINGS PUBLIC SCHOOL

RIDING FOR THE DISABLED

SOUTHSIDE ANGLERS FISHING CLUB

ST MARYS PARENTS & FRIENDS ASSOCIATION

YENDA RUGBY LEAGUE FOOTBALL TEAM

YOOGALI SOCCER CLUB



















