

Internet Society of Australia
A Chapter of the Internet Society
ABN 36 076 406 801

Notice of Annual General Meeting 2013

Notice is hereby given that the Annual General Meeting of the Society will be held:

- on Wednesday 16 October 2013, at 17:00
- at the Park Hyatt Melbourne, 1 St Andrews Pl, East Melbourne VIC 3002

Please see the attached **Agenda** and **Explanatory Memorandum** for further details.

A member of the Society is entitled to attend and vote, or appoint a proxy to attend and vote on their behalf. A proxy need not be a member.

To appoint a proxy, you must provide a valid Proxy Form to the Registered Office of the Society, and it must arrive at least 24 hours before the time and date scheduled for the Meeting.

Details for submission are to be found within the Proxy Form itself.

Roger Clarke
Secretary
Internet Society of Australia
Secretary@isoc-au.org.au
<http://www.isoc-au.org.au>

Internet Society of Australia (ISOC-AU)

Annual General Meeting – 2013

Agenda

The Annual General Meeting of the members of the Society will be held for the purpose of considering the following items of ordinary business:

1. Approval of Minutes of Previous Meeting

The previous Annual General Meeting took place on 11 October 2012.

2. Adoption of Financial Statements and Reports

The President's Report will be presented.

The following are to be considered, and if thought fit, adopted:

- the profit and loss accounts
- the balance sheet
- the report of the directors
- the auditors report

3. Resignations of Directors

Four Directors are retiring.

4. Appointment of Directors

There are **four vacancies** on the Board. The following **seven candidates** have been nominated:

- Gunela ASTBRINK
- Narelle CLARK
- Roger CLARKE
- Kevin DILLON
- Chris DISSPAIN
- Skeeve STEVENS
- Gregory TOOMEY

As the number of candidates exceeds the number of vacancies, a ballot will be held.

5. Other Business

No Other Business has been notified.

20 September 2013

By order of the Board
Roger Clarke
Secretary
Internet Society of Australia
Secretary@isoc-au.org.au
<http://www.isoc-au.org.au>

Internet Society of Australia (ISOC-AU)

Annual General Meeting – 2013

Explanatory Memorandum

An annual general meeting is required to be held under the Corporations Act 2001, and certain items of business must be transacted at the meeting. This Explanatory Memorandum supplements the formal Agenda and explains the background to some of the items of business.

1. Approval of Minutes of Previous Meeting (AGM)

Members will be asked to approve the Minutes of the previous Annual General Meeting. The Minutes are available at: <http://www.isoc-au.org.au/Organisation/mins/AGM-2012-Minutes.pdf>

2. Adoption of Financial Statements and Reports

The President's Report will be presented. The Report is available at: <http://www.isoc-au.org.au/AGM2013/AGM-2013-PresRpt.pdf>

Members will be asked to adopt the Annual Report of the Society, which comprises the Directors' Report, and the profit and loss statement, balance sheet and auditor's report.

The Directors' Statement is available at: <http://www.isoc-au.org.au/AGM2013/AGM-2013-DirsRpt.pdf>
The financial statements will be published to members as soon as the auditor's report is received.

3. Resignations of Directors

The Constitution requires that one-third of the board of twelve directors (4) must retire at each AGM.

The retiring directors are:

- Gunela Astbrink
- Narelle Clark
- Roger Clarke
- Skeeve Stevens

There is no barrier to retiring directors standing for re-election.

4. Appointment of Directors

A call for Nominations for 4 positions was sent to members. Nominations were received and accepted by the office of Maddocks, in Melbourne until 5pm AEST on Monday, 9 September, and the following advice was received from Maddocks regarding this matter:

We refer to the Annual General Meeting and the Director Nomination Form published in accordance with the requirements of the Constitution (being the Memorandum and Articles of Association) of the Internet Society of Australia ACN 076 406 801 and confirm that the following nominations were received on or before the deadline:

<u>Candidate</u>	<u>Proposer</u>	<u>Seconder</u>
Gunela ASTBRINK	Cheryl Langdon-Orr	Narelle Clark
Narelle CLARK	Narelle Clarke	Teresa Corbin
Roger CLARKE	George Fong	Roger Clarke
Kevin DILLON	Kevin Dillon	Kate Brighton
Chris DISSPAIN	Robert Gregory	Chris Disspain
Skeeve STEVENS	Skeeve Stevens	George Fong
Gregory TOOMEY	Roger Clarke	Gregory Toomey

Article 48.1 provides that, if the number of candidates for election as directors is greater than the number of vacancies, a ballot must be held.

The nominees' Bio-Data and Statements are at:
<http://www.isoc-au.org.au/AGM2013/AGM-2013-Nominees.pdf>