

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

Notice of Annual General Meeting 2014

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

- on Thu 23 October 2014, at 17:30 UT+11 (Daylight Saving commences on 5 October)
- in Sydney, at ACCAN's offices, Suite 4.02, 55 Mountain Street, Ultimo

Please see the **Agenda** and **Explanatory Note** 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 return your proxy form to the registered office of the Society by delivery, mail or facsimile at least 24 hours before the time and date scheduled for the Meeting.

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 – 2014

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 16 October 2013.

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 Four candidates have been nominated:

- George Fong
- Robert Gregory
- Cheryl Langdon-Orr
- Craig Ng

As the number of candidates for election as directors is equal to the number of vacancies on the Board, the Chair is required by the Constitution to declare the nominees elected.

5. Other Business

No Other Business has been notified.

25 September 2014

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 – 2014
Explanatory Note

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-2013-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/AGM2014/AGM-2014-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' Report is available at: <http://www.isoc-au.org.au/AGM2014/AGM-2014-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:

- George Fong
- Robert Gregory
- Cheryl Langdon-Orr
- Andrew McRae

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

4. Appointment of Directors

A call for Nominations for Four positions was sent to members. Nominations were received and accepted by the office of Maddocks, in Melbourne until 5pm AEST on 22 August 2014, 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, We confirm that the following nominations were received on or before the deadline:

<u>Candidate</u>	<u>Proposer</u>	<u>Second</u>
George Fong	Paul Brooks	Jon Lawrence
Robert Gregory	Chris Disspain	Cheryl Langdon-Orr
Cheryl Langdon-Orr	Robert Gregory	Chris Disspain
Craig Ng	Craig Ng	Chris Disspain

The nominees' Bio-Data and Statements are at: <http://www.isoc-au.org.au/AGM2014/AGM-2014-Nominees.pdf>

In accordance with Article 48.1, as the number of candidates for election as Directors is equal to the number of vacancies on the Board, the Chairperson of the Annual General Meeting will declare those candidates are duly elected as Directors', and no election is necessary.