

## NOTICE OF 2021 ANNUAL GENERAL MEETING

The ANNUAL GENERAL MEETING of the TAMWORTH & DISTRICT CHAMBER OF COMMERCE AND INDUSTRY (Trading as Tamworth Business Chamber and Tamworth Junior Chamber) ACN 000 482 093 will be held:

on: Thursday, 25 November 2021  
at: 6pm  
location: The Pavillion Function Centre, corner Back Kootingal & Nundle Road,  
Tamworth

## AGENDA

1. Opening
2. Apologies
3. Minutes of the previous AGM held on Thursday 26 November 2020; business arising from the Minutes
4. To receive and consider:
  - a) The President's Report
  - b) The Treasurer's Report
  - c) The Financial Statements
  - d) The Auditor's Report
5. To announce incoming and outgoing Directors on the Board of Directors
6. Special Business - Special Resolution to Amend the Constitution
7. General Business
8. Conclude Meeting

## SPECIAL RESOLUTION

Notice is hereby given pursuant to section 249L(1) of the *Corporations Act 2001* (Cth), that at the general meeting of members on 25 November 2021, it is intended that the following be proposed as a special resolution and voted upon:

That the Constitution of the Tamworth & District Chamber of Commerce and Industry be amended as follows:

1. By deleting the existing words at item 16.1.3 of the Constitution and replacing them with the following words:

*'up to a maximum of 12 directors, but always requiring the minimum number as prescribed by clause 18.9.'*

#### **EXPLANATORY MESSAGE TO MEMBERS**

The amendment is suggested in order to increase the maximum number of directors from eight to 12.

This Explanatory Message to Members nor any documents annexed to it are not to be taken in any way as affecting the wording of the proposed amendments to the Constitution, but is provided to inform members of what is proposed and to draw attention to particular matters.

#### **PROXY VOTES**

If you cannot attend, you may cast your vote on the above special resolution by appointing a proxy to vote on your behalf. A proxy must be a Member who is entitled in their own right to vote at the AGM. If a member is entitled to cast 2 or more votes, the member may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. Please email proxy appointments to [reception@tamworth.org.au](mailto:reception@tamworth.org.au). Please note the right to vote by proxy applies only to the special resolution described above, and does not include the election of the board of directors.

For any inquiries please email: [reception@tamworth.org.au](mailto:reception@tamworth.org.au) or call the chamber office on (02) 6766 4810.

**INFORMATION RELEVANT TO THE ANNUAL GENERAL MEETING  
AND CHAMBER ORGANISATION**

- a) Business Members may submit items of business and notices of motion which they wish to have included in the business of the AGM. All such items of business and notices of motion must be in writing and received by the Secretary at least 21 days prior to the date fixed for the AGM, that date being 4 November 2021.
- b) Nominations for election to the Board close 4 November 2021 (21 days prior to the date fixed for the AGM) and Board Nominations must be delivered to the Secretary on or before that day. Board Nominations must be in writing in the form prescribed by the Board and signed by at least 2 Business Members. (Clause 17.1 & 17.2)
- c) Each candidate for election shall be entitled to provide a business profile. (Clause 17.5.5)
- d) Should an election be required, a list of the candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted on the Chamber's website in a conspicuous place for at least 14 days immediately preceding the AGM. (Clause 17.5.1)
- e) Balloting lists shall be prepared (if necessary) containing the names of the candidates only in alphabetical order. Each member eligible to vote shall be entitled to vote for any number of such candidates not exceeding the number of vacancies. (Clause 17.5.4)
- f) The Election Committee shall as soon as practicable issue by post, electronic means or otherwise to each Business Member whose Membership Fees for the current financial year of the Chamber is paid, 1 ballot paper (and candidate's information) initialled by the Presiding Officer, together with an envelope (if required) addressed to the Election Committee. (Clause 17.5.6)
- g) In the case of an electronic ballot (or for those voting electronically), the Election Committee will provide a specific, confidential and secure email address to which completed electronic ballot papers can be sent and retained under the control of the Election Committee. (Clause 17.5.8)
- h) The ballot shall close 12 midday 2 days preceding the day of the AGM (on 23 November 2020 at 12pm).
- i) The Election Committee, together with such other scrutineers as may be appointed by the Board shall thereupon proceed to count the votes and shall report the result to the President who shall (at the AGM) declare the candidates who have received the largest number of votes duly elected Directors. (Clause 17.1.2 and Clause 17.5.1)

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