



ACN 000 964 643

NOTICE OF ANNUAL GENERAL MEETING 2021

Saturday, 9th October 2021

1.30pm Hybrid Meeting (Electronic)

BUSINESS

1. Opening & Welcome
2. Attendance
3. Apologies
4. Confirmation of the Minutes of the 2020 Annual General Meeting (available on AQHA website - www.aqha.com.au/corporate)
5. Matters Arising from the AGM 2020 Minutes
6. President's Report
7. Treasurer's Report
8. Receiving and considering the financial statements of the Company for the financial year ended 30 June 2021
9. Receiving and considering the Audit report
10. Receiving and considering the Directors' reports
11. Declaration of Board of Directors

SPECIAL BUSINESS

12. Adoption of new Constitution

To consider and, if though fit, pass as a special resolution that the Company adopt as its new Constitution the Constitution initialled by the Chairperson of the meeting for the purposes of identification.

GENERAL BUSINESS ELECTION OF BOARD OF DIRECTORS

There are four (4) positions to be filled in accordance with the Company's Constitution.

The following Directors will remain on the Board for the ensuing year:

Carol Ricketts (QLD), Kim (Wendy) Johnson (VIC), Trish Wettenhall (VIC), Paul Lorimer (QLD), Ricky Glen (NSW), Kyle Mobberley (VIC), Shane Massingham (QLD), Kylie Barnett (NSW).

The following Directors are eligible for re-election, if nominated:

John Steel (VIC), Lorelei Payne (QLD), Joanne Gregory (NSW).

Nicole Davison (QLD) Resigned

EXPLANATORY NOTES

The special business of the meeting is to adopt a new Constitution, which addresses by clause the proposed changes discussed below. In all other respects, the proposed Constitution would, if adopted, be on the same terms or to the same effect as the existing Constitution of the Company.

1.2.1, Definitions	The definition of "Appendix Registry" changed from appendix numbered quarter horses to "A" numbered quarter horses in line with prevailing practice
5.3.1(d)	Additional paragraph inserted to provide that failure by a member to pay their membership fee would result in the member's entitlement to receive any goods or services to be supplied by the Company to be withdrawn.
10.1.1	Clause amended to clarify that an annual general meeting must be held by the Company at least once in every financial year (1 July to 30 June)
10.2.2(a)	Clause amended so that notice of a general meeting need not be sent to a member who has failed to pay their annual membership fee
10.2.3	Clause inserted to allow the Company to hold general meetings at two or more locations by utilising technology that gives the members as a whole a reasonable opportunity to participate
10.2.4, 11.1.3 & 11.1.4	Clauses amended to facilitate use of technology and polling of members' votes electronically
11.4.1	Clause amended to give any manager the right to attend and, at the request of the chairperson, speak at any general meeting
12.1.1	Clause amended to facilitate electronic voting at and in advance of general meetings
12.2.2	Clause amended with regards to proxy voting, giving each member both on a show of hands and on a poll one vote in their own right and one vote for each member for whom they have been appointed proxy
13.6.2	Clause amended to allow a proxy or attorney to vote on a show of hands and on a poll

14.1	Clause amended so that the maximum number of directors is 12, rather than that the Company must always have 12 directors in office
14.4.8 & 14.4.9	Clause amended to facilitate electronic voting for members where the Company has a member's email address on its records. If no email address held, then voting papers must be posted to the member concerned
14.4.12 & 14.4.14	Where the number of directors in office falls below 12, the remaining directors may (rather than as presently must) fill the resultant casual vacancy(ies)
14.4.13	Clause amended as to how voting papers to be completed and submitted, by email, online or by post
15.5.1	Clause amended to better specify the directors' powers to make, amend and rescind rules and regulations binding on the members. Transitional provision included as clause 15.5.2 for existing rules and regulations as at # 2021 to remain in force for the time being notwithstanding the adoption of a new Constitution
15.5.3(c)	Clause amended to specify that the directors may make rules and regulations with respect to registration of horses eligible for "A" number designation, and the conditions of recording, acceptance and the qualifications of them
15.5.4	Clause amended to clarify that the three-fifths majority of the directors, required to make rules or regulations, is also required to amend or rescind them. Additionally, at least 14 days' notice must be given to the secretary of an intention to amend or rescind any rule or regulation
15.5.6	Additional provision inserted so that rules and regulations, and their amendment and rescission, take effect on being posted on the Company's website, published in the Company's electronic or physical rule book or publication in such other manner as is determined by the directors
16.14	Clauses on committees expanded, with same provisions applying to meetings of directors to apply to committee meetings. President, where a member of a committee, to chair that committee. Generally, committees to comprise 3, 5 or 7 directors
16.5.2	All decisions and acts of any committee are subject to and will only be effective on approval or ratification by the directors
19.2	Clause expanded to allow the directors to appoint and terminate the appointment of a general manager and others as managers. The directors may delegate any of their powers to them
28	New clause inserted on the use of technology in general meetings with a requirement that those utilising technology able to clearly and simultaneously communicate with the other members physically present at the meeting
29	New clause inserted to allow for electronic polling on a resolution, online surveys, email voting and any other method determined and approved by the directors. A proxy, attorney or representative is not permitted to be appointed for electronic polling

A copy of the complete AQHA Constitution proposed to be adopted is available to members,
www.aqha.com.au/proposedconstitution