

Disability Association Australia – annual general meeting

Location: Freehills, Melbourne Australia

Date and time: Thursday 19 July 2012, 11.00am

1. REGISTRATION

2. OPENING AND MEETING BUSINESS

CHAIRMAN:

Good morning ladies and gentlemen. My name is Stephanie Spilsbury and as the Chairman of DAA, and on behalf of the Board and Management, I welcome you to this annual general meeting of members of DAA and I thank you for actively supporting your association by your attendance today.

As it is past the appointed time for the commencement of the meeting and a quorum is present, I declare the meeting open.

Before we start with the business of the meeting there are a few housekeeping matters I would like to discuss.

For your safety, I would like to draw your attention to the emergency exit which is the door through which you entered the auditorium. Should an emergency arise that requires evacuation, staff will be on hand to assist.

If you have a mobile phone or pager could you please ensure it is turned off for the duration of the meeting.

We have here today [introduce board members] Ms Grey, Ms Pink, Ms Purple.

The business of this Annual General Meeting is as set out in the Notice of Meeting forwarded to you recently and we propose to follow the order of business as set out in that Notice. With your permission, I will take the Notice of Meeting as read.

Today we propose to progress through the following agenda.

We'll begin with a presentation by our CEO Mr Bryans who will give us an overview of DAA's achievements this year and a general update on the association. We will then move on to the formal business of the meeting, which is set out in the notice of meeting and on the screen behind me.

I will shortly explain the voting procedures and open the poll.

All resolutions will be decided on a poll. Today you are being asked to vote on all resolutions contained in the Notice of Meeting.

CHAIRMAN:

I will facilitate a Question and Answer session on each resolution.

After completion of the formal business of the meeting I will close the meeting. The poll will remain open for a further 15 minutes after the close of the meeting to enable you to complete your voting cards.

Freehills

After the close of the meeting you will be invited to join the Board and Management in the foyer for light refreshments.

The votes will be counted after the poll has been closed. When the results are finalised, I will announce the result. I expect it will take up to 1 hour to count the votes. If you are unable to stay until I announce the result, the results will also be available on the association's website.

I now invite Mr Bryans to deliver his CEO presentation.

3. EXPLANATION OF VOTING PROCEDURE

CHAIRMAN:

I will now explain the voting procedure.

In accordance with my powers, I have determined that each resolution be decided by a poll.

I will shortly take you through each of the formal resolutions and you will have an opportunity to ask questions on each item.

However, before doing so I will now call a poll on all items of business and open the poll so those who are unable to stay for the full duration of the meeting and wish to leave the meeting early have the opportunity to vote before leaving. While you may complete your voting cards at any time until the poll closes, I encourage you to stay and listen to the discussion before voting.

CHAIRMAN:

When you registered this morning, you received a voting card. Please use this to vote on all resolutions. You can vote on each resolution by completing the voting card.

When doing so, please read the text of the resolution, and cast your vote in accordance with the instructions on the voting card. Please deposit completed voting cards in one of the Ballot Boxes. Attendants are waiting by the exits with ballot boxes and will also pass through the hall. If you have any questions, please raise your hand and an attendant will be able to assist you.

If you are attending this meeting as a proxy, may I remind you that you must vote for or against each resolution according to any directions you have received from the member who appointed you as their proxy. If the member who appointed you did not give you instructions on how to vote on a particular resolution, you may vote as you choose on that resolution. If they directed you to abstain from voting on any of the resolutions, you are not permitted to vote on that resolution and must leave that part of the voting card blank. Again, if you have any questions, please raise your hand and an attendant will be able to assist you.

Mr Green will act as Scrutineer, and will oversee the tallying of the votes.

Ordinary resolutions must be supported by a 50% majority of votes cast by members present at this meeting in person or by proxy and entitled to vote on the resolution.

Special resolutions must be passed by at least 75% of votes cast by members present at this meeting in person or by proxy and entitled to vote on the resolution.

CHAIRMAN:

Any resolution passed today will bind every member, regardless of whether you vote in favour of the resolution or otherwise and regardless of whether a member is present today in person or by proxy.

As I have mentioned, the poll will close 15 minutes after I have closed the meeting and I will invite you to join the Board and Management in the foyer for light refreshments. After the poll has closed, the votes will be counted. Once I receive the Scrutineer's report on the result of the poll, I will announce the result.

I will now move through each of the items of business and you will have an opportunity to ask questions on each item.

4. ITEMS OF BUSINESS

CHAIRMAN:

4.1 Receive and consider the financial report for the financial year ended 30 June 2012

The first item of ordinary business listed in the Notice is to receive and consider the financial reports for the year ended 30 June 2012. Copies of the financial reports are available today at the meeting for any members wishing to see them. Copies of the reports have also been made available to members before the meeting as advised in the notice of meeting.

CHAIRMAN:

This item also gives members an opportunity to ask questions about DAAs operations.

Are there any questions or comments in relation to the report?

4.2 APPOINTMENT OF AUDITOR

CHAIRMAN:

The next item of business relates to the appointment of Pryce & Waterman as the auditors of DAA. We are extremely honoured to have such skilled auditors to review our affairs.

CHAIRMAN:

I will now put forward the motion to amend the resolution to reflect the correct spelling of the name of the proposed auditor. Please be aware that we are not voting on the original resolution to appoint the auditor, but a resolution to correct a spelling error in that resolution.

All those in favour, please raise your hand.

All those against, please raise your hand.

I declare the motion passed. As the motion has been passed, the amendment is accepted and I have made the changes to the resolution. The resolution now reads: "That Price & Waterman, being qualified to act and having consented to do so, be appointed as the auditor of DAA with effect from the financial year commencing 1 July 2012."

The amended resolution will be decided on a poll in the manner explained at the beginning of the meeting.

If there are no further questions, I now move that amended resolution 1 to appoint Price & Waterman be approved as an ordinary resolution. Would you please complete your voting card in relation to Resolutions 1.

4.3 ELECTION OF BOARD MEMBERS

CHAIRMAN:

We will now move on to the resolutions to the election and re-election of board members.

Two board members, Ms Grey and Ms Pink retire by rotation in accordance with rule 58 of our constitution and offer themselves for re-election.

Ms Purple was appointed as a casual vacancy to the Board in January of this year and, in accordance with rule 59 of our constitution, stands for election.

CHAIRMAN:

A biography of each board member who stands for election and re-election is included in your notice of meeting.

CHAIRMAN:

I wish to inform you of the details of the proxies which have been received. The total number of valid proxy votes received in relation to Resolutions 2 – 5 are 20 for and 10 against. As chairman of the meeting I have also received 8 undirected proxies.

CHAIRMAN:

I intend to vote all undirected proxies given to me as chairman of the meeting in favour of each resolution.

Are there any questions on this item of business?

CHAIRMAN:

If there are no further questions, I now move that resolutions 2-5 to re-elect Ms Grey and Ms Pink and to elect Ms Purple to the Board be approved as ordinary resolutions as set out in the Notice of Meeting. Would you please complete your voting card in relation to Resolutions 2 – 5.

4.4 AMENDMENTS TO THE DAA CONSTITUTION

CHAIRMAN:

The final item of business is the amendments to the DAA constitution. This is a special resolution. You have received, in your notice of meeting, an explanation of the proposed amendments to the constitution and an explanation of the reasons for the changes. I do not propose to restate those reasons again here.

I wish to inform you of the details of the proxies which have been received. The total number of valid proxy votes received in relation to Resolution 6 are 18 for and 12 against. As chairman of the meeting I have also received 7 undirected proxies.

I intend to vote all undirected proxies given to me as chairman of the meeting in respect of resolution 6 in favour of the resolution.

Are there any questions on this item of business?

CHAIRMAN:

If there are no further questions, I now move that resolutions 6 be approved as a special resolution as set out in the Notice of Meeting. Would you please complete your voting card in relation to Resolution 6 now.

5. CLOSE MEETING

Ladies and gentlemen this concludes the formalities of today's meeting.

If you have not already done so, please complete your voting card and deposit it in one of the ballot boxes. Attendants are waiting by the exits with ballot boxes and will also pass through the hall.

The poll will remain open for a further 15 minutes after the close of the meeting and the votes will then be counted.

After the close of the meeting I invite you all to please join the Board and Management in the foyer for refreshments.

The counting of the votes on the poll may take a little time. You are welcome to stay to hear the results of the poll, which I will announce once the votes are tallied.

For those of you who are unable to stay, the results of the poll will be published on the association website.

I now declare the meeting closed, subject to finalisation of the polls. Once again, thank you all for coming.