



**Indigenous Allied Health Australia
Special General Meeting
Wednesday 20 February 2019
ALIA House, 9-11 Napier Close Deakin ACT 2600**

The meeting opened at 1:04pm.

Ordinary Business

1 Acknowledgement of country

The IAHA Chairperson opened the meeting and acknowledged the Traditional Custodians on the lands where the meeting was taking place, and the Elders past and present. She acknowledged the different nations represented at the meeting, and the Elders past and present for all Members and Associate Members of IAHA, zoom-conferencing in for the Special Meeting.

2 Removal of current Auditor

The short explanation and explanatory notes for removal of the current company Auditor was issued to all Members with the Special General Meeting Notice.

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

Resolution 1: "That Hardwickes of Level 1, 6 Phipps Close Deakin ACT 2600 be removed as auditor with immediate effect."

20 Present – For
13 Proxy – For
None opposed.
Passed.

3 Appointment of new Auditor

The short explanation and explanatory notes for appointment of new company Auditor was issued to all Members with the Special General Meeting Notice.

The Board of IAHA recommends that the Members pass the following special resolution. A special resolution is a resolution that is passed by at least 75% of the votes cast by Members entitled to vote on the resolution.

To consider and, if thought fit, pass the following resolution as a special resolution:

Resolution 2: "That BellchambersBarrett Accountants of Level 3, 44 Sydney Avenue, Forrest ACT 2603 be appointed as auditor of IAHA with immediate effect, and that IAHA fix the remuneration of the auditor."

20 Present – For
13 Proxy – For
None opposed.
Passed.

4 Proposed Changes to Company Constitution

A marked-up version of IAHA's Company Constitution, a short explanation and explanatory notes were issued to all Members with the Special General Meeting Notice which set out three separate categories of proposed changes to be voted on separately:

- Group 1: Nature of IAHA's business activities (General "tidy up"); changes to Article 1 Definitions; Article 5 Objects of the Company; Article 39 Directors (General); Article 46 Composition of Board; and Article 62 Funds and Accounts (General);
- Group 2: Tenure of Directors; Article 42 Tenure of Directors;
- Group 3: Independent Directors; Article 57 Appointment of Officers.

To consider and, if thought fit, pass each of the following resolutions as separate special resolutions:

Resolution 3: *"That for the purpose of section 136 of the Corporations Act 2001, and for all other purposes, the Company adopt the Group 1 amendments to its Company Constitution."*

21 Present – For
12 Proxy – For
1 Proxy - Against
Passed.

Resolution 4: *"That for the purpose of section 136 of the Corporations Act 2001, and for all other purposes, the Company adopt the Group 2 amendments to its Company Constitution."*

21 Present – For
12 Proxy – For
1 Proxy - Against
Passed.

Resolution 5: *"That for the purpose of section 136 of the Corporations Act 2001, and for all other purposes, the Company adopt the Group 3 amendments to its Company Constitution."*

21 Present – For
12 Proxy – For
1 Proxy - Against
Passed.

ACTIONS for Company Secretary

- To advise the removed Company Auditor
- To advise the new Company Auditor
- To notify ACNC of the endorsed IAHA Constitution changes.

5 Acknowledgements

Nicole Turner (Chairperson) thanked Justin Bernau, HWL Ebsworth lawyers, for attending the SGM.

The meeting closed at 1.50pm