



NOTICE OF ANNUAL GENERAL MEETING AND SPECIAL RESOLUTION

Members and supporters of ARAS are invited to our Annual General Meeting

Monday 28 November 2022 from 10 am to 12 noon

The Junction, 470 Anzac Highway, Camden Park

(The Stables Room)

Attendees are able to attend the meeting in person (subject to COVID19 activity restrictions in place at the time) or via Zoom. A link will be provided to those attending via Zoom.

Note: priority for attendance in person will be given to ARAS Members.

To RSVP click [here](#) or email leoniet@agedrights.asn.au or phone 8232 5377

Special Resolution of the Ordinary Members

Resolution number **001**

Title of resolution **Resolution to amend ARAS Rules**

In accordance with Clause 4 of the Rules, ARAS Ordinary Members are advised the Board has put forward a Special Resolution to amend the Rules.

Resolution detail

7.5 (a) (ii) **change** not less than 7 days before the date fixed for the holding of the annual General Meeting to not less than 28 days

7.5 (d) **insert** Board approved before candidates

7.5 (d) **delete** and further nominations may be received at the annual General Meeting

7.5 (e) **insert** Board approved before nominations

7.5 (f) **insert** Board approved before nominations

Background to Special Resolution

At the Board meeting of 25 October 2021 it was noted that under 7.5 of the Rules

- nominations of candidates for election as Board Members can be delivered to the Secretary of ARAS until 7 days before the date of the AGM
- nominations of candidates for election as Board Members can be received at the annual General Meeting if insufficient nominations have been received to fill all vacancies on the Board.

Both situations listed above mean that (a) there would not be enough time for the Board to check the suitability of the candidate, assess against the personal criteria for the position, any conflicts of interest, and conduct reference checks and (b) if no other Board nomination is received the candidate is deemed to be elected.

Clause 7.5(d) as written creates a risk to good governance and the principles of having a skills based Board as outlined in 7.4 of the Rules.

Recommendation by Board

The ARAS Board recommends that in order to resolve an anomaly in the Rules and maintain the required skills, knowledge and expertise on the Board, the changes to the Rules be accepted by the Ordinary Members.



**Anne Burgess AM
ARAS Chair**