

Notice of Annual General Meeting **The Arabian Horse Society of Australia Ltd**

ACN 001 281 590

Date: Sunday 21st May 2023

Time: 7.00 pm AEST (Sydney time)

Place: Zoom meeting platform – registration for Members (one registration per membership), using the link below, prior to 4.00pm AEST on Friday 12th May 2023 is essential in order that member eligibility can be confirmed:

<https://us02web.zoom.us/j/84461212693>

Notice

- 1.1 The Annual General Meeting (AGM) of the Arabian Horse Society of Australia Ltd (AHSA) ACN 001 281 590 will be held on Sunday 21st May 2023 commencing at 7.00pm AEST (Sydney time) via a Zoom webinar platform.
- 1.2 Members may appoint another member who is attending the AGM in person as their proxy in accordance with the Constitution of the AHSA.

Business

- 1.3 Motion **to approve the minutes of the 2022 Annual General Meeting of The Arabian Horse Society of Australia Ltd.**
- 1.4 To consider the financial report and Directors' reports for the year ending 31 December 2022
- 1.5 Motion to appoint the Auditors for 2023 **That Bradfield Partners Pty Ltd be appointed as Auditor of the Company.**
- 1.6 Enclosed with this notice is a preliminary itemised agenda of the upcoming AGM.
- 1.7 Notice is hereby given pursuant to section 249(1) of the *Corporations Act 2001* (Cth), that at the upcoming AGM, it is intended that the following motion be proposed as a Special Resolution:
Motion moved by Douglas Rutherford
That the wording of the proposed constitutional change relating to API in "1.1 Defined Terms" be submitted for the members to vote on at the 2023 AGM.
The amended clause 1.1, to be voted on, is listed at the end of this document.
- 1.8 Notice is hereby given pursuant to section 249(1) of the *Corporations Act 2001* (Cth), that at the upcoming AGM, it is intended that the following motion be proposed as a Special Resolution:
Motion moved by Gudrun Martini
That a motion for proposed constitutional change to Clause 7.8 (c) Conduct & Discipline of Members be submitted to members to vote at the 2023 AGM.
The amended clause 7.8 (c), to be voted on, is listed at the end of this document.
- 1.9 Enclosed with this notice is a copy of the Constitution of the Society
- 1.10 Under the *Corporations Act 2001*, a special resolution is required to change the constitution of the Company. For a special resolution to be valid, the special resolution must be passed by at least 75% of the votes cast by Members entitled to vote (whether by Members present at the AGM or by proxy).

Appointment of proxy

- 1.11 Members are reminded that:
 - a) A member who is entitled to vote at the AGM may appoint one proxy.
 - b) The person appointed as a proxy is required to be a member of the AHSA.
 - c) The proxy appointment form can be found on the Society website under News
 - d) The proxy appointment form under which it is signed must be received by the Company no later than 4.00pm AEDST on Friday 12th May 2023 at:
 - i. the Company's registered office, Unit 12, 40 Bowman Street, Richmond 2753;
 - ii. the Company's postal address, PO Box 415 Richmond NSW 2753; or
 - iii. the email address: secretary@ahsa.asn.au

General Information

- Reports will be published on the AHSA Ltd website for members to access under News
- Due to the difficulty in facilitating multiple questions from the floor, questions for the AGM relating to the audited Financials any of the Reports or any other items are required to be submitted to the AHSA Ltd prior to 4.00pm AEST on Friday 12th May 2023 by emailing secretary@ahsa.asn.au
- To register an apology please email secretary@ahsa.asn.au

Documentation relating to Notice Items 1.7 and 1.8 (Agenda Item 18)

Clause 1.1

Current Clause:

1.1 Defined terms and definitions

In this Constitution unless the contrary intention appears:

Annual General Meeting means the annual general meeting.

Arabian means a horse of pure Arabian lineage, as accepted by the Society, and registered or recorded in the Stud Book pursuant to the Regulations or any purebred Arabian studbook or register listed by WAHO as acceptable.

Arabian Bred Horses means Arabian and Arabian Derivative horses and for the purposes of this Constitution shall include Arabian Performance Index horses.

Arabian Derivative means a horse registered or recorded in the Register as an Anglo Arabian, Arabian Pony, Arabian Warmblood, Arabian Riding Pony, Part Bred Arabian, Quarab, Arabian Stock Horse or Half Arabian pursuant to the Regulations and any other Register as may be approved by the Board.

Arabian Performance Index means an index held by the Society in which horses of Arabian breeding, that are not eligible for registration as an Arabian or Arabian Derivative Horse, are recorded pursuant to the Regulations.

Amended Clause:

1.1 Defined terms and definitions

In this Constitution unless the contrary intention appears:

Annual General Meeting means the annual general meeting.

Arabian means a horse of pure Arabian lineage, as accepted by the Society, and registered or recorded in the Stud Book pursuant to the Regulations or any purebred Arabian studbook or register listed by WAHO as acceptable.

Arabian Bred Horses means Arabian and Arabian Derivative horses.

Arabian Derivative means a horse registered or recorded in the Register as an Anglo Arabian, Arabian Pony, Arabian Warmblood, Arabian Riding Pony, Part Bred Arabian, Quarab, Arabian Stock Horse or Half Arabian pursuant to the Regulations and any other Register as may be approved by the Board.

Arabian Performance Index means an index held by the Society in which horses of Arabian breeding, that are not eligible for registration as an Arabian or Arabian Derivative Horse, are recorded pursuant to the Regulations.

Clause 7.8 (c)

Current Clause:

7.8 (c) On receipt of a complaint referred by the Secretary to the Board, the Board must consider the facts and circumstances of the complaint and may by ordinary resolution resolve to refer the complaint to the Disciplinary Committee for consideration or that the complaint be dismissed.

Amended Clause:

7.8 (c) On receipt of a complaint referred by the Secretary to the Board, except where the complaint is levelled towards a director, the Board must consider the facts, circumstances and severity of the complaint and may, by ordinary resolution,

- i. resolve to preside over the issue themselves,
- ii. refer the complaint to the Disciplinary Committee for consideration or
- iii. that the complaint be dismissed.
 - I. Where the complaint referred to the Board involves a Director the Board must refer the matter to the Disciplinary Committee.