

NOTICE OF 2024 ANNUAL GENERAL MEETING

The Annual General Meeting of EQUESTRIAN FEDERATION OF AUSTRALIA-SOUTH AUSTRALIAN BRANCH INC trading as EQUESTRIAN SOUTH AUSTRALIA

will be held on Wednesday 20 November 2024
at 7.00pm (ACDT) as a Hybrid Meeting.

Wulanda Recreation & Convention Centre
7 Margaret Street, Mount Gambier South Australia 5290
and
via Telecommunications (Online).

Members are able to join online using the zoom platform.

Contents

NOTICE	3
INFORMATION FOR MEMBERS	3
In Person Meeting Details	3
Questions from Members	4
AGM Notices and Reports.....	4
BUSINESS	6
Ordinary Business.....	6
Special Business.....	7
Notice of Motions.....	9
CONCLUSION OF THE ANNUAL GENERAL MEETING.....	10
GLOSSARY	11
APPENDIX	12
Appendix 1	12

NOTICE

By order of the Board, NOTICE is hereby given that the AGM of Equestrian South Australia will be held on Wednesday 20 November 2024 at 7.00pm (ACDT).

The AGM is to be held as a Hybrid meeting at Wulanda Recreation & Convention Centre, 7 Margaret Street, Mount Gambier South Australia 5290 and via Telecommunications (online).

Please note that ESA were provided with an exemption from CBS to hold the AGM as a Hybrid meeting.

A review of the current membership by postcode was undertaken and as per appendix 1 more than 76% of members live outside the Greater Adelaide area. The Board resolved at a Board meeting that to date all AGMs/GMs have been held in Mount Barker and to ensure all members are provided with equal opportunity this year's AGM would be held in Mount Gambier.

It can be anticipated that future AGMs/GMs may be held at different locations around South Australia according to member locations, including Adelaide.

Unless the context requires otherwise, terms defined in the Glossary on page 12 have the same meanings when used elsewhere in this Notice.

INFORMATION FOR MEMBERS

In Person Meeting Details

Members must register in advance to attend the AGM.

Members wishing to attend in person can join at Wulanda Recreation & Convention Centre, 7 Margaret Street, Mount Gambier South Australia 5290. Please register prior by emailing agm@equestriansa.com.au

Your registration will be confirmed prior to the AGM. Please note that when arriving at the venue you will need to sign in using the sign in sheet.

Online Meeting Details

Members wishing to attend online can join via Zoom by registering in advance to receive the link to join.

Please follow the link to Zoom provided below and complete all details.

Once it has been confirmed that you are a current member, a confirmation email will be sent from Zoom with details including the link to join the meeting.

Zoom Registration:

<https://zoom.us/meeting/register/tJltceqsqj0uHNKMCRvZf7Q4X-skoloqUv-w>

Should you have any questions regarding registering please email agm@equestriansa.com.au

Questions from Members

Members may submit questions to the ESA Board in advance of the Meeting via email. Questions received in advance will be given priority, and questions may also be asked at the AGM (time permitting).

Questions should relate to the business of the Meeting and questions in advance should be submitted to the Board at agm@equestriansa.com.au by 5:00pm (ACDT) Monday, 11 November 2024.

Members attending the meeting online will be able to ask questions of the Board in person. This can be done by indicating in the meeting chat with the following details.

- Name
- Who you are asking the question to (Chair/Director or Board)
- Topic of Question

Members attending the meeting at the venue will be able to ask questions of the Board in person. This can be done by indicating you have a question by raising your hand.

Your questions are important to us and although we may not be able to reply to each question individually, we will respond to as many of the frequently asked questions as possible at the AGM.

When asking a question during the AGM, we ask that Members are courteous and respectful to all Members and others attending the meeting. Members are asked to keep questions concise and to the point and confine questions to the matters before the meeting.

Answers to questions include the following:

- submitted prior to the AGM;
- asked at the AGM;
- taken on notice by the Chair at the AGM; and

Questions that are unable to be answered at the AGM will be responded to via email with one week of the AGM.

Members will have a reasonable opportunity at the AGM to ask questions and make comments on the business, operations and management of the Association, and the financial reports.

AGM Notices and Reports

As a member of the Association, you have nominated your preference for how you receive the Notice of Meeting for the AGM.

You can review your preferences at any stage by logging into EA Online or contacting the office.



There are two options for receiving the Notice of Meeting – you can choose to receive a physical copy (post) or an electronic copy (email).

We encourage you to update your contact preferences to receive your Notice of Meeting and other communications by email. This is the most timely and reliable method of communication, and it is also significantly more cost-effective and environmentally sustainable.

BUSINESS

To consider the following:

Note: No resolutions are required under Ordinary Business.

Ordinary Business

ITEM 1: OPENING

Opening including acknowledging attendees and apologies, confirming quorum and a presentation from the Chair.

ITEM 2: 2023 ANNUAL GENERAL MEETING MINUTES

To receive the 2023 Annual General Meeting minutes approved by the ESA Board.

Should any member wish to receive a copy of the minutes prior to the AGM please email agm@equestriansa.com.au

ITEM 3: RECEIPT OF ANNUAL FINANCIAL REPORT

To receive and consider the Association's Financial Report, the Directors' Report and the Auditor's Report for the year ended 30 June 2024.

Members as a whole will have a reasonable opportunity at the AGM to ask questions and make comments on these reports for the purposes of this Item.

Equestrian South Australia's Financial Report, Directors' Report and Auditor's Report form part of Equestrian South Australia's Annual Report.

A copy of the Annual Report including Financial Reports will be sent to members via email prior to 8 November 2024.

ITEM 4: ELECTED DIRECTOR RESULTS

To receive the results of the call for nominations for the three Elected Director positions.

ITEM 5: DISCIPLINE COMMITTEE NOMINATION RESULTS

To receive the results of the call for nominations for the vacancies on the Discipline Committees for Eventing, Show Horse, Show Jumping, Vaulting, Dressage and Interschool.

To receive the outcome of the expressions of interest for nominations to the Carriage Driving Committee (currently in recess) and a Para Equestrian Committee (to be newly formed).

Special Business

To consider and, if thought fit, pass the following resolutions.

Note: For a special resolution to pass, a majority of no less than three-quarters of the eligible voting members at the meeting must be in favour.

The following 20 resolutions are proposed changes to the ESA Constitution.

Each change has been grouped into corresponding resolutions according to the individual rule and their dependence/interaction to other rules and are outlined at the end of this notice, a marked-up Constitution and Explanatory notes with each proposed change and reason.

The Constitutional changes have been separated due to the proposed changes in 2021 being rejected by the Members which meant that no changes could be made.

RESOLUTION 1

- Rule 1 - Name

RESOLUTION 2

- Rule 2 - Purposes of the Association

RESOLUTION 3

- Rule 3 – Powers of Association

RESOLUTION 4

- Rule 5.1 – Categories of Membership
- Rule 5.2 - Application for Membership – Affiliate Members
- Rule 5.3 - Discretion to Accept or Decline Application
- Rule 5.3 (formally 5.4) - Application for Membership – Individual Members and Junior Members
- Rule 5.4 (formally 5.5) - Honorary Life Members
- Rule 5.5 (formally 5.6) - Life Members
- Rule 5.7 - Delegates of Affiliate Members
- Rule 5.7 (formally 5.8) - Effect of Membership
- Rule 5.8 (formally 5.9) - Renewal of Membership
- Rule 5.10 - Deemed Members
- Rule 14.1 – Voting Rights

RESOLUTION 5

- Rule 9.1 – Board Resolution
- Rule 9.2 - Notice of Alleged Breach
- Rule 9.3 - Determination of Board
- Rule 9.5 - Delegation by the Board
- Rule 9.6 (new) - Natural Justice

RESOLUTION 6

- Rule 10.1 - Annual General Meetings to be Held
- Rule 13.1 – Quorum
- Rule 14.2 – Voting Procedure
- Rule 14.3 - Recording of Determinations

RESOLUTION 7

- Rule 15.2 – Board Composition

RESOLUTION 8

- Rule 19 (new) – Telecommunication Meeting of the Association

RESOLUTION 9

- Rule 12.2 – Business of Meeting

RESOLUTION 10

- Rule 18.3 – Procedures at Board Meetings

RESOLUTION 11

- Rule 18.5 - Disclosure of Interests

RESOLUTION 12

- Rule 20.1 (formally rule 19.1) – Executive Officer

RESOLUTION 13

- Rule 20.2 (formally rule 19.2) – Committees

RESOLUTION 14

- Rule 21 (formally rule 20) – Grievance Procedure

RESOLUTION 15

- Rule 23 – Accounts

RESOLUTION 16

- Rule 24 (formally rule 23) – Auditor

RESOLUTION 17

- Rule 28 (formally rule 27) – Dissolution

RESOLUTION 18

- Rule 35 (new) – National Integrity Framework

RESOLUTION 19

- Rule 4.1 (formally rule 4(a) - Definitions

RESOLUTION 20

- Rule 20 (formally 19) - Delegated Powers and Duties
- Rule 22 (formally 21) - Sources of Funds
- Rule 25 (formally 23) - Application of Income
- Rule 26 (formally 24) - Signing of Negotiable Instruments
- Rule 27 (formally 24) - Common Seal
- Rule 28 (formally 26) - Alteration of this Constitution
- Rule 30 (formally 28) – Indemnity
- Rule 31 (formally 29) - Service of Notice
- Rule 32 (formally 30) - Custody of Books and Other Documents
- Rule 33 (formally 31) - By-Laws

Notice of Motions

Following a call for motions, two motions were received from Member Wendy Hunt, seconded by Member Stuart Platt. The Board reviewed the motions and resolved that they were not valid motions and were questions. The Board will answer Ms Hunt's motions during the relevant question time.



CONCLUSION OF THE ANNUAL GENERAL MEETING

This does not form part of the AGM.

Following the closure of the AGM the Board will convene a Member Engagement Session at which the Chair will give a presentation on ESA's future direction. Members will be given the opportunity to ask questions of the Chair and the Board noting that they are not in relation to the AGM.

Members are encouraged to ask questions prior to the Member Engagement Session by completing the enclosed questions form and providing it to the Board at agm@equestriansa.com.au by 5:00pm (ACDT) Monday, 11 November 2024.

If you have any queries, please contact the Board via agm@equestriansa.com.au

GLOSSARY

'ACDT' means Australian Central Daylight Time.

'ACT' – means *Associations Incorporation Act 1985*.

'AGM' means the 2024 Annual General Meeting of the Association to be held on Friday 20 November 2024 at 7.00pm (ACDT).

'Board' means the Directors of the Association from time to time.

'Chair' means the chair of the AGM or the chair of the Association, as the context requires.

'Association or Equestrian South Australia' means Equestrian South Australia (ABN 82 278 539 230).

'Constitution' means the constitution of the Association, dated 25 June 2012.

'Director' means a person who is, for the time being, a director of the Association.

'GM' means a General Meeting of Members.

'Member' means a member of the Association as defined in rule 5 of the Constitution.

'Member Engagement Session' means a member engagement session that does not form part of the AGM.

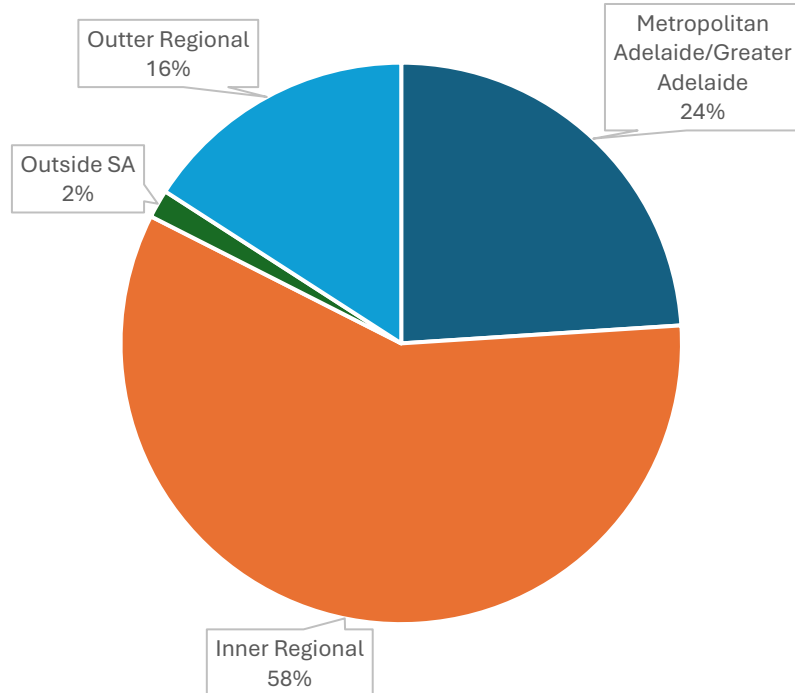
'Notice' means the notice of the AGM of which this Glossary forms a part.

'Questions Form' means the questions form enclosed with this Notice.

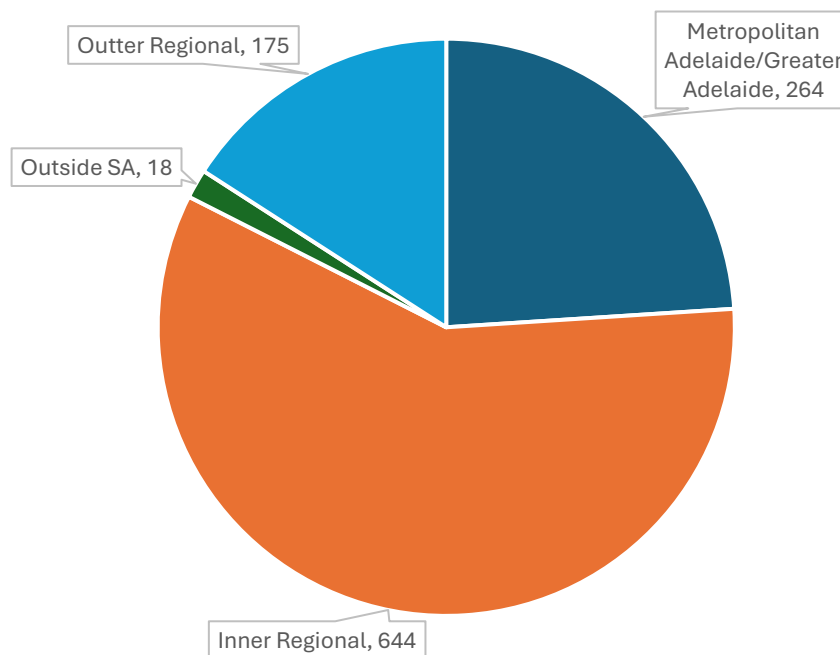
APPENDIX

Appendix 1

Membership Classification by Region - Percentage



Membership Classification by Region - Number





Source: <https://www.migration.sa.gov.au/sites/default/files/2022-10/SA%20DAMA%20Designated%20Areas.pdf>

The above source was used to categorise members postcodes as per Nominate.