

ABN: 14 743 342 196
APPOINTMENT OF PROXY

Correspondence and Appointment of Proxy Form to:

Secretary, Advocacy for Disability, Access and Inclusion
47 Tynte Street, North Adelaide SA 5006, or
reception@advocacyfordisability.org.au

1. Appointment of Proxy

I,being an active/current member of ADAI hereby appoint the person named next to the box marked below/or an active member of ADAI who will be attending the meeting as my proxy to act generally at the meeting on my behalf and to vote in accordance with my directions (or if no directions have been given, as the proxy sees fit). This proxy applies to the Annual General Meeting of Advocacy for Disability Access and Inclusion Inc., to be held online, commencing at 4.00pm Australian Central Standard Daylight Savings Time on 23 November 2023 and at any adjournment of that meeting.

If the box below is not marked and a specific person nominated, I agree my proxy will be an active/current member of ADAI who is attending the meeting and does not hold another proxy form.

The proxy holder intends to vote undirected proxies according to the recommendations of the Directors.

I,(name of the person you choose)

2. Items of Business

2.1 Confirmation of the Minutes of the 2022 Annual General Meeting

For Against Abstain

2.2 Presentation and Receipt of the Annual Report 2022/2023

For Against Abstain

2.3 Presentation and Receipt of the 2022/2023 Audited Annual Accounts

For Against Abstain

2.4 Appointment of Auditor

That ADAI's current auditor, Creative Auditing, be reappointed for 2023/2024

For Against Abstain

3. Election and Declaration of Board of Management:

That the following persons listed on the Notice of Meeting are duly appointed for a Two (2) year term on the Board of Management of ADAI:

- Leonie Challans

For Against Abstain

- Narelle Schubert

For Against Abstain

- Susan Kite

For Against Abstain

- Meredith Norton

For Against Abstain

- Carmela Segi

For Against Abstain

- Mark Priddle

For Against Abstain

The following person renominated and is declared appointed to the Board in accordance with ADAI's Constitution and its *Board Membership and Succession Planning Policy in 2017* and will now complete the 2nd year of their term in 2023/2024.

- Shane McDougall

4. Constitutional Changes Recommended for Approval

That the following Constitutional Changes listed on the Notice of Meeting are approved:

4.1 That approval from members is sought at the 2023 Annual General meeting to amend clause 11a. as follows:

11.a *The Committee shall be comprised of at least 5 members and not more than 9 members in total.*

For Against Abstain

4.2 That approval from members is sought at the 2023 Annual General meeting to amend clause 11c. as follows:

11.c. *Board Members may serve a maximum of three (3) consecutive terms unless otherwise approved by majority vote of the Board at a Board special meeting convened prior to the Annual General Meeting with such members being eligible for a further one (1) year term. Board Members having stood down for one (1) term become eligible for renomination or selection to membership for a further term or terms to a maximum of a further two (2) terms.*

For Against Abstain

4.3 That approval from members is sought at the 2023 Annual General meeting to amend clause 17 as follows:

17. FINANCIAL MANAGEMENT AND RISK DELEGATE

- a. *The Financial Management and Risk Delegate ensures that:*
- b. *major or unusual expenditure is to be authorised in advance by the Board;*
- c. *financial statements and budgets are prepared for consideration by the Board;*
- d. *financial reports are presented to each Board meeting;*
- e. *financial statements are prepared for the Auditor; and*
- f. *the Auditor's report and audited statements are presented to the Annual General Meeting.*

For Against Abstain

4.4 That approval from members is sought at the 2023 Annual General meeting to amend clause 18 as follows:

18. CORPORATE GOVERNANCE OFFICER

- a. *The Corporate Governance Officer shall ensure that notice of meetings is given in accordance with the provisions of this constitution.*
- b. *The Corporate Governance Officer shall ensure that records are kept of the Association including the constitution, policies and procedures, records of members, a register of minutes of meetings and of notices, a file of correspondence, and records of submissions or reports made by or on behalf of the Association.*
- c. *In the absence of the Corporate Governance Officer or at the request of the Corporate Governance Officer or of a majority of the meeting, another member shall be elected as minutes secretary.*

For

Against

Abstain

4.5 That approval from members is sought at the 2023 Annual General meeting to amend clause 2a. as follows:

2. DEFINITIONS

- a. *'Committee' means the Board of Directors of the Association*

For

Against

Abstain

4.6 That approval from members is sought at the 2023 Annual General meeting to amend clause 12a. as follows:

- 12.a. The Board shall meet as often as required to conduct the business of the Foundation but must meet at least five (5) times in each financial year.*

For

Against

Abstain

5. Signature of Member

This section must be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Voting Representative

/ /2023

Date

HOW TO COMPLETE THE PROXY FORM

1. Appointment of Proxy

If you want to appoint a specific person as your proxy, please name one of the current Directors. Please note, as each member can only hold one proxy vote, you may want to allow the Chairperson to assign an active/current member of ADAI at the meeting to exercise your proxy.

If the person you wish to appoint as your proxy is someone other than the Chairperson of the Meeting, please write the name of that person in the space provided and mark the adjoining box.

If you leave this section blank, or your named proxy does not attend the meeting, the Chairperson of the Meeting, if not holding another person's proxy will be your proxy or will assign your proxy to a current/active ADAI member.

2. Items of Business

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business.

If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

3. Signing Instructions

This form should be signed by the member of the organisation appointing the proxy.

Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at the above address no later than 11am AESDST, 21st November 2023. Any Proxy Form received after that time will not be valid for the scheduled meeting. Documents may be lodged by post, delivery or emailing to ADAI at the address detailed above.