

15 May 2017

**Notice of Annual General Meeting**  
**3:00 PM, Wednesday 31 May 2017**

**Invitation**

I am pleased to invite you – as a Member of RESULTS International (Australia) Inc, hereafter referred to as “RESULTS” – to participate in our Annual General Meeting to be held on Wednesday 31 May 2017 at 3.00 pm EST.

**Participation**

You may participate in the Annual General Meeting in one of three ways – in person, by phone, or by proxy.

In Person

The meeting will be held at the offices of RESULTS at Curl Curl meeting room, Level 2, Lifestyle Working Brookvale, 117 Old Pittwater Rd, Brookvale, New South Wales. To ensure that the Meeting starts on time, please be seated by 2:55 PM.

By Phone

To join the AGM

Join online – <https://zoom.us/j/6469243921>

And/or join by phone – dial 02 8015 2088

Meeting ID 646 924 3921 (for more details visit the AGM page on our website)

Joining over the phone:

Call 02 8015 2088

By Proxy

If you are unable attend in person or by dial-in, you may wish to appoint a proxy to vote on your behalf. The Proxy Form can be downloaded at from the RESULTS website from 15 May 2017. To ensure that your proxy is valid, please submit by email or mail by lunchtime Tuesday 30 May 2017.

## Agenda

### 1. Welcome & Apologies

### 2. Voting Proxies

### 3. Minutes of the Annual General Meeting – 25 May 2016

#### Proposal

The draft minutes of the 2016 AGM are available at [RESULTS Website](#).

#### Resolution

To consider, and if thought fit, pass the following resolution

***“That the draft minutes of the 2016 Annual General Meeting held on 25 May 2016 be accepted as a true, fair and accurate summary record of that Meeting”***

### 4. Minutes of the Special General Meeting – 21 Dec 2016

#### Proposal

The draft minutes of the 21 December 2016 SGM are available at [the RESULTS website](#).

#### Resolution

To consider, and if thought fit, pass the following resolution

***“That the draft minutes of the Special General Meeting held on 21 Dec 2016 be accepted as a true, fair and accurate summary record of that Meeting”***

### 5. Reports

#### Proposal

The following reports on the activities of RESULTS for the year ended 31 Dec 2016 are available at the RESULTS Australia website.

- [The Annual Report](#) – includes CEO and Chairs reports

- [Annual Financial Report](#) – Includes Treasurer’s report

Members will have the opportunity to raise questions and make comments on the reports as well as the governance or management of RESULTS.

The Board recommends that members note these reports.

## 6. Appointment of Auditor

### Proposal

The RESULTS Constitution requires that, at each AGM, the Board proposes and appoints an auditor for the current financial year. The Board proposes no change and the Auditor is willing to continue providing services.

### Resolution

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

***“That Assura Group Pty Ltd – Chartered Accountants of Level 2, 123 Clarence Street, Sydney NSW 2000, being qualified to act and having consented to do so, be appointed as the auditor of RESULTS with effect from the financial year commencing 1 January 2017”***

The Board recommends that members vote in favour of this item.

## 7. Membership Fees

### Constitution

The RESULTS Constitution requires that the fees for annual financial and lifetime membership be set at the AGM. The annual and lifetime membership fees are currently – Annual Financial: \$50; Lifetime: \$1500. The Constitution also allows the Board to waive membership fees in certain circumstances.

### Resolution

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

***“That the Annual Financial Membership fees remain at \$50”***

***“That the Lifetime Membership fees remain at \$1500”***

The Board recommends that members vote in favour of this item.

## 8. RESULTS Board Membership

### Constitution

If the number of nominations received prior to the AGM is less than the number of Board vacancies to be filled, those nominees shall be deemed to be elected, and a further call for nominations shall be made at the AGM.

If the number of nominations received prior to the AGM equals the number of Board vacancies to be filled, those nominees shall be deemed to be elected.

If the number of nominations received prior to the AGM exceeds the number of vacancies to be filled, a ballot between those nominees shall be held. The ballot shall be conducted in such usual and proper manner as the Meeting Chair may direct.

If at the end of the AGM all Board vacancies have not been filled, any remaining vacancies shall be deemed to be casual under the Constitution.

### Changes to the RESULTS Board in 2016

David Bailey resigned in December 2016. The Board appointed Marcus Marchant and Brad Chilcott as directors for a maximum two-year period under clause 15.3 of the constitution in April 2017.

Under Clause 15.8 of the Constitution, Chris Franks and Morag Leith have concluded their term of office and being eligible stand for re-election at this AGM.

### Nominations

In accordance with the Constitution, the following people have nominated for the RESULTS Board prior to this AGM and serving of notices.

- Chris Franks
- Morag Leith.

Nominations remain open until 3pm on Wednesday 24 May in accordance with s 18.52 (2). Nomination forms are available at the [RESULTS Website](#). Any additional nominations will be announced at the meeting.

### Resolution/s

To note the following:

***In accordance with the Constitution, as the number of nominations received prior to the AGM equals the number of vacancies, Chris Franks & Morag Leith are automatically elected to the Board until the 2018 AGM***

***OR***

*To elect three members from nominations received prior to 3pm Wednesday 18 May 2016.*

## **9. Closure of the AGM**

Closing remarks

## **Procedural Matters**

### Voting entitlements

A person is not entitled to vote unless they are a current Financial Member or a Life Member of RESULTS.

Each eligible person is entitled to one vote. All votes shall be given personally or by proxy but no eligible person may hold more than five (5) proxies.

Each eligible person is entitled to appoint another eligible person as proxy by notice given to the Secretary no later than Close of Business on Tuesday 24/May/2016.

The Public Officer will hold a Register of Financial Members and a Register of Life Members for the purposes of this AGM.

On behalf of the Board & Management of RESULTS International (Australia).

Rex Shaw  
Board Secretary