



# Society for Creative Anachronism Ltd (Australia)

PO Box 4160, Western Creek ACT 2611, Australia ABN 13 117 403 648

Website: <http://www.sca.org.au/board> Email: [chair@sca.org.au](mailto:chair@sca.org.au) or [secretary@sca.org.au](mailto:secretary@sca.org.au)

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## Notice of Annual General Meeting

**Time:** 02:30PM, AEST, Sunday 01 May 2022  
**Method:** Zoom conference and physical meeting  
Members wishing to attend in person are invited to:  
Ainslie Scout Hall  
1 Hassall Street  
Ainslie ACT 2602

Members wishing to participate online are asked to [CLICK HERE TO REGISTER FOR THE MEETING](#)  
[Zoom AGM Guide](#)

## Agenda

### 1. Welcome and apologies

### 2. Chair's Report

To note the Chair's report.

### 3. Treasurer's presentation of Financial reports

*To note the Financial Report, Directors' Report and Auditor's Report for the financial year ended 31 December 2021.*

### 4. Minutes from the 2021 Annual General Meeting

***To accept the minutes of the 2021 Annual General Meeting as a true and correct record.***

### 5. Correspondence addressed to the AGM

### 6. Appointment of Company Directors and Office Holders

#### a. Casual vacancy

*To confirm by Ordinary Resolution the continued SCA Ltd Board Membership of Tam Hovenga in accordance with clauses 29 and 30 of the SCA Ltd Constitution.*

#### b. Appointment of Director

*To declare Anthony Swallow as duly elected in accordance with clauses 29 and 30 of the SCA Ltd Constitution.*

#### c. Appointment of Director

*To declare Tegan Brinkman as duly elected in accordance with clauses 29 and 30 of the SCA Ltd Constitution.*

#### d. Appointment of the SCA Ltd Executive

*To appoint to the Executive Board Paul Adams as Chair, Katherine Rowell as Deputy Chair, Tam Hovenga as Treasurer and Jeremy Gregson as Secretary, in accordance with clause 27 of the SCA Ltd Constitution.*

### 7. Special resolution to amend the Constitution of the Company

*To consider and, if thought fit, pass the following resolution as a special resolution:*

*That, from the close of the 2022 Annual General Meeting, the Company's constitution be amended as shown in the document marked **Revised Constitution of the Society for Creative Anachronism Ltd.***

### 8. General business

### 9. Close of meeting

### 10. Details of next Annual General Meeting

### **Notes to Notice of Annual General Meeting**

This information forms part of the Notice of Annual General Meeting (AGM).

1. A Member who is entitled to attend and cast a vote at the 2022 AGM may appoint a person as the Member's proxy to attend and vote on behalf of the Member at the AGM.
2. A proxy form is included with this Notice of AGM.
3. An appointed proxy is not required to be a Member of the SCA Ltd.
4. Where a proxy appointment is signed by a Member's attorney, the original of the power of attorney or a certified copy of the power of attorney must accompany the proxy appointment.
5. Proxy appointments for the 2022 AGM must be received by 02:00pm AEST Sunday 24 April 2022.
6. A proxy form may be lodged with the SCA Ltd via email to [chair@sca.org.au](mailto:chair@sca.org.au)
7. A proxy has the same rights as the Member to speak at the AGM, to vote (but only to the extent allowed in the appointment) and to join in a request for a poll.
8. A proxy appointment may direct the proxy on how they are to vote on a particular resolution. If it does:
  - a. the proxy is not required to vote on a show of hands, but if the proxy does, the proxy must vote in accordance with the direction provided;
  - b. if the proxy has two or more appointments that specify different directions, the proxy must not vote on a show of hands;
  - c. if the proxy is the Chair, the proxy must vote on a poll, and must vote as directed by the proxies received and where not directed how to vote will vote in favour; and
  - d. if the proxy is not the Chair, the proxy is not required to vote on a poll, but if the proxy does, the proxy must vote in accordance with the direction provided.
9. Members with questions about any aspect of the AGM (including the appointment of proxies) may contact Jeremy Gregson, Company Secretary, by email [secretary@sca.org.au](mailto:secretary@sca.org.au)

Explanatory notes to the Agenda of the Annual General Meeting

**Item 2: Chair's Report**

The Chair's report may be accessed via: <https://sca.org.au/wp-content/uploads/2022/04/Chairs-report.pdf>

**Item 3: Financial Report**

The Company's Financial Report, which includes the Directors' Report and the Auditor's Report, for the financial year ended 2021 will be available online through the Company's website at <https://sca.org.au/meetings/agm-notices/>

During this item of business, members will have a reasonable opportunity to ask questions and make comments on the Company's Financial Report, including the Directors Report and the Auditor's Report, and the business and management of the Company generally.

**Item 4: Minutes from the 2021 Annual General Meeting**

The draft minutes from the 2021 SCA Ltd Annual General Meeting can be accessed here: <https://sca.org.au/wp-content/uploads/2022/04/2021-SCA-Ltd-AGM-Minutes-Draft.pdf>

Only members who were in attendance at the previous AGM can vote to accept the minutes.

**Item 5: Correspondence addressed to the AGM**

Any correspondence addressed to the AGM may be provided by email to [secretary@sca.org.au](mailto:secretary@sca.org.au) no later than 02:00pm AEST Sunday 24 April 2022.

**Item 6: Appointment of Company Directors**

Candidate statements for election to the Board for Tam Hovenga, Anthony Swallow and Tegan Brinkman can be accessed at: <https://sca.org.au/wp-content/uploads/2022/04/Candidate-statements.pdf>

Qualifications for all continuing Board Directors may be seen within the Directors Report provided within the Financial Report.

**Item 7: Special resolution to amend the Constitution of the Company**

Following the commentary period March 23 to April 6 on proposed revisions to the SCA Ltd Constitution (last revised in 2020), proposals have been reviewed and updated to reflect member commentary. The Board would like to thank members who took time to provide feedback on this document.

The amended constitution, with tracked changes and explanatory comments, is here: <https://sca.org.au/wp-content/uploads/2022/04/Draft-SCA-Ltd-Constitution-with-marked-up-changes.pdf>