

# Notice of annual general meeting

## Notice

A 2024 annual general meeting (**Meeting**) of the Members of Brisbane Youth Service Inc IA01510 (**Association**) will be held:

- (a) on 26th November 2024;
- (b) at 3pm (Brisbane time);
- (c) at Brisbane Youth Service, 518 Brunswick Street, Fortitude Valley QLD 4006.

The business to be considered at the Meeting is set out below.

*Capitalised terms used in this notice of meeting (**Notice**) have the meaning given to them in the Association's rules (**rules**) unless specified otherwise.*

## Business

### 1. **Welcome and acknowledgement**

### 2. **Guest Speakers**

To hear from service users about their experiences.

### 3. **Approval of the minutes of previous annual general meeting**

To receive and consider the minutes of the Association's previous annual general meeting.

*'That the minutes of Brisbane Youth Service's Annual General Meeting held on 21 November 2023 be adopted'.*

### 4. **President's report**

To receive and consider the President's report for the preceding financial year.

### 5. **Treasurer's report and adoption of audited financial statements**

To:

- (a) receive and consider the Treasurer's report for the preceding financial year; and
- (b) consider and if thought fit pass the following resolution as an ordinary resolution:

*'That the annual financial statements and the auditor's report for the year ended 30 June 2024 be adopted'.*

### 6. **CEO's report**

To receive and consider the CEO's report for the preceding financial year.

### 7. **Public liability insurance**

To confirm details of the Association's public liability insurance for the financial year ending 30 June 2025.

### 8. **Re-election and election of members of the Management Committee of the Association (Board)**

To consider and if thought fit pass the following separate ordinary resolutions:

*'That each of the following persons be re-elected or elected (as applicable) as member of the Board:*

- (a) *Loretta Lynch, Board Member*
- (b) *Joshua Maris, Board Member*
- (c) *Isabelle O'Loughlin-Kickett, Board Member*
- (d) *Rachana Rajan, Secretary*
- (e) *Catherine Scott, Board Member*
- (f) *Michelle Wade, President*

**9. Amendment of the rules**

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

*'That pursuant section 48(1) of the Associations Incorporation Act 1981 (Qld) and section 45 of the rules, the amended rules set out in Attachment 3 to this Notice be approved and adopted as the rules of the Association in substitution for, and to the exclusion of, the existing rules.'*

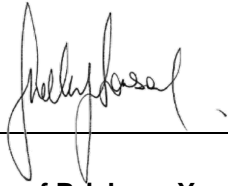
**10. Appointment of auditors**

To consider and if thought fit pass the following resolution as an ordinary resolution:

*'That Pitcher Partners be appointed as auditors of the Association for the financial year ending 30 June 2025.'*

**11. Other business**

To transact any other business which may legally be brought before the Meeting.



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**Secretary of Brisbane Youth Service Inc**

11 November 2024

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**Date**

Encl:

- Attachment 1 – Annual Financial Statements and the Auditor's Report for the year ended 30 June 2024
- Attachment 2 – Professional biographies of each proposed Member of the Board
- Attachment 3 – Proposed Amended Rules
- Attachment 4 – Proxy Form

# Explanatory statement

This explanatory statement forms part of this Notice and should be read in conjunction with it.

This explanatory statement has been prepared to provide the Members of the Association with information in connection with the Meeting to be held at Brisbane Youth Service, 518 Brunswick Street, Fortitude Valley QLD 4006 on 26th November 2024 at 3pm (Brisbane time);

## Item 1 – Welcome and acknowledgement

Welcome to attendees and acknowledgement of traditional custodians.

## Item 2 – Guest speakers

Members will hear from current service users about their personal challenges and the support they have received from the organisation.

## Item 3 - Approval of the minutes of previous annual general meeting

Minutes of the Association's previous annual general meeting held on 21 November 2023 will be put before the Meeting for adoption.

## Item 4 – President's report

The President's report for the preceding financial year will be presented to the meeting for comment and consideration.

Members will be given a reasonable opportunity at the meeting to ask questions and make comments on the President's report.

## Item 5 – Treasurer's report and adoption of audited financial statements

The Treasurer's report for the preceding financial year will be presented to the meeting for comment and consideration.

In accordance with the *Associations Incorporations Act 1981* (Qld) (the **Act**) and the rules, the Association's financial statements for the year ended 30 June 2024 and the auditor's report relating to those financial statements will be put before the Meeting for adoption.

Members will be given a reasonable opportunity at the meeting to ask questions and make comments on the financial statements or the reports.

Pursuant to section 70D of the Act, the Board must ensure the aggregate amount of remuneration paid and benefits given for the financial year to the Board, senior staff and their relatives, if any, is presented to the Meeting. As disclosed on page 7 of the Association's financial statements, this amount was \$782,514 which was provided to four (4) persons.

## Item 6 – CEO's report

The CEO's report for the preceding financial year will be presented to the meeting for comment and consideration.

Members will be given a reasonable opportunity at the meeting to ask questions and make comments on the CEO's report.

## Item 7 – Public liability insurance

Pursuant to the Act and clauses 9(2) and 19(5) of the rules, the Board must confirm to the incoming Members of the Association and incoming Members of the Board that the Association has public liability insurance and the amount of the insurance.

There is no requirement for the public liability insurance to be formally approved by the Members.

## Item 8 - Re-election and election of members of the Board

Clause 18(3) of the rules provides that at each annual general meeting, half of the members of the Board must retire from office, but are eligible, on nomination, for re-election. Clause 19(1) of the rules provides a member of the Board must be elected at the annual general meeting. Clause 19(3) of the rules also provides that a list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the Association for at least seven days immediately preceding the annual general meeting.

The professional biographies of each proposed Member of the Board are contained in **Attachment 2** of this Notice.

## Item 9 – Amendment of the rules

The Association proposes to update its rules in order to deal with certain issues that may arise as part of day-to-day administration of the Association as well as harmonise the rules with the amendments to the incorporated associations legislation that came into effect on 1 July 2024.

These include:

1. the revision of old rule 47(5) and (7) to clarify the authorisation requirements for payments by cheque and electronic funds transfer in accordance with the Association's internal requirements; and
2. the addition of the new rules 53 – 57 (and associated definitions of 'aggrieved party' and 'dispute resolution centre') to provide for the resolution of internal grievances to the members of the Association in accordance with the requirements of section 47A of the Act. A copy of the proposed new rules is set out in **Attachment 3** to this Notice, with the proposed amendments shown in mark-up.

The proposed amendments to the rules, once approved, will only take effect once registered by the chief executive in accordance with section 48(4) of the Act.

## Item 10 – Appointment of auditors

Clause 36(1)(c) of the rules provide that at each annual general meeting of the Association, an auditor or accountant for the current financial year must be appointed.

## Attending and voting at the Meeting

A Member may take part and vote in a general meeting in person, by proxy, by attorney or by using technology that reasonably allows the Member to hear and take part in discussions as they happen.

If it becomes necessary to make alternative arrangements for holding the Meeting, the Association will ensure that Members are given as much notice as possible.

## Appointment of proxy

Under the rules, a Member who is entitled to attend and vote at the meeting may appoint a proxy to attend and vote on behalf of that Member by completing the enclosed proxy form and providing this form to the secretary in accordance with the below requirements.

1. A proxy need not be a Member of the Association.
2. To be effective, the Association must receive the completed proxy form and, if the form is signed by the Member's attorney, the authority under which the proxy form is signed (or a certified copy of the authority) before the start of the Meeting. The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
3. Proxies may be lodged with the Association as follows:

Shelley Sorrenson  
Secretary, Brisbane Youth Service Inc  
Address: PO Box 1389, Fortitude Valley QLD 4006  
Email: [board@brisyouth.org](mailto:board@brisyouth.org)
4. A proxy may decide whether to vote on any motion, except where the proxy is required by law or the rules to vote, or abstain from voting, in their capacity as proxy. If a proxy is directed how to vote on an item of business by the appointer, the proxy may vote on that item only in accordance with the direction. If a proxy is not directed how to vote on an item of business, the proxy may vote as they consider appropriate.
5. If a Member appoints the chairperson of the Meeting as the Member's proxy and does not specify how the chairperson is to vote on an item of business, the chairperson will vote, as proxy for that Member, in favour of that item.