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Notice

The Board of Directors of .au Domain Administration Limited (auDA), is pleased to invite you to attend its 2016 Annual General Meeting.

Date: Monday 28 November 2016

Time: 11:00am

Venue: Seminar Room, Level 4, Australian Technology Park, 13 Garden Street, Eveleigh, Sydney

The AGM will be followed by lunch and refreshments with a presentation from Peter Leihn, BD & Commercial Director of Data61, on the National Innovation and Science Agenda.

Purpose

The purpose of this meeting is to:

- Report the activities of auDA
- Elect Directors to the Board of auDA to replace those retiring by rotation.

Agenda for the AGM

1. Motion to approve the [2015 AGM minutes \(/assets/Uploads/2015-auDA-AGM-minutes-FINAL.pdf\)](/assets/Uploads/2015-auDA-AGM-minutes-FINAL.pdf).
2. Report from the CEO on activities and progress.
3. Acceptance of the [2015–2016 audited accounts \(/assets/Uploads/au-Domain-2016-Financial-Accounts-unsigned.pdf\)](/assets/Uploads/au-Domain-2016-Financial-Accounts-unsigned.pdf).
4. Appointment of Auditor.
5. Fixing of Auditor's Remuneration.
6. Special resolution- Clause 18.2(d) Constitution of the Board to increase the number of Independent Directors.
7. Resignation from the Board of those Directors retiring by rotation.
8. Elections for new Directors to the Board:
 - a. Supply Class (two Directors) – three nominations received
 - b. Demand Class (two Directors) – nine nominations received

Ashurst will be present at the AGM to conduct the elections.

9. Other Business.
10. Close of Business.

Candidates Standing for Election

Candidate	Class	Proposed by	Seconded by
Erhan Karabardak	Supply	Domo Digital Pty Ltd	Mailguard Pty Ltd
Angelo Giuffrida	Supply	VentralIP	Domain Syndicates
Joe Manariti	Supply	Get Started	Butterfly Internet
Timothy Connell	Demand	Chris Burgess	Rodney Seeber
Jim Stewart	Demand	Joshua Rowe	Sean Callanan
Teresa Mitchell	Demand	Jonathon Lawrence	Luke Grogan
Simon Johnson	Demand	Simon Johnson	Big Bang Domains (Brian Lord)
Shane Moore	Demand	etrading Pty Ltd (Ned O'Meara)	Frances O'Meara
John Nugent	Demand	John Nugent	Angelo Giuffrida
Nicole Murdoch	Demand	David Goldstein	Holly Raiche
Christopher Burgess	Demand	Calie Salter	Peter Moon
Peter Tonoli	Demand	Peter Tonoli	

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Careers @ auDA (/about- auda/careers- auda/)

Constitutional Reform FAQ (/about- auda/constitutional- reform-faq/)

Quarterly Stakeholder Reports (/about- auda/quarterly- stakeholder-reports/)

Agenda Item 6- Special resolution to adjust Clause 18.2(d) of the Constitution

As recommended by the Cameron Ralph report on the governance of auDA which was adopted by the Board of auDA on 10 October 2016, it is proposed to amend clause 18.2(d) of the Constitution to increase the number of Independent Directors permissible on the Board from three to four. This will allow for an expanded mix of skills and diversity on the Board, and improve adherence to good governance principles. The amended clause is below and a marked-up version of the proposed amendment to the Constitution is available [here](#) (/assets/Uploads/auDA-Constitution-proposed-amendment-28-November-2016.pdf).

18.2 Constitution of the Board

The Board shall comprise:

a. four (4) persons elected by the Supply Class Members;

b. four (4) persons elected by the Demand Class Members;

c. the CEO of auDA as a non-voting member of the board; and

d. not more than three four (3) (4) Independent Directors appointed by the elected Directors, for terms not exceeding two (2) years each.

Voting

You cannot vote at the AGM unless you qualify to vote under clause 16.1 of auDA's Constitution and your membership fee has been paid.

Proxy

For members who cannot attend the meeting but still wish to vote, a [Proxy Form \(PDF\)](#) (/assets/2016-proxy-form.pdf) with instructions is available. If you have any trouble accessing the proxy form, please email di.parker@auda.org.au (mailto:di.parker@auda.org.au).

All qualifying members have the right to appoint a proxy and the proxy does not need to be a member of auDA.

Proxy forms must be received by 5pm AEDST on Thursday 24 November 2016. Late proxy forms will not be accepted. Forms must be emailed to auDA Company Secretary, di.parker@auda.org.au (mailto:di.parker@auda.org.au).

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 <https://www.facebook.com/audafoundation>

 <http://www.linkedin.com/company/-au-domain-administration-ltd->

 <http://www.youtube.com/audachannel>