

MINUTES OF ANNUAL GENERAL MEETING
AUSTRALIAN CORPORATE LAWYERS ASSOCIATION ACN 003 186 767
TRADING AS ASSOCIATION OF CORPORATE COUNSEL AUSTRALIA

The Annual General Meeting of the Australian Corporate Lawyers Association A.C.N. 003 186 767 trading as Association of Corporate Counsel (**ACC**) Australia (“the Company”) was held as a Zoom meeting on 12 December 2022.

OPENING AND WELCOME

The National President and Chair, Mei Ramsay, noted that a quorum as required by clause 11 of the Constitution was present and declared the meeting open at 1:03 pm AEDT.

The Chair welcomed those attending the meeting. She acknowledged the traditional owners and paid her respects to their Elders past, present and emerging.

The Chair noted that the day’s proceedings would be recorded and introduced the people presenting - Teresa Cleary (Vice President), Anna Young (Director of the Finance, Audit and Risk Committee), and Ingrid Segota, Executive Director of ACC Australia.

The Chair welcomed other members of the Board, Howard Edelman (General Counsel), and Jin Poh (Company Secretary). She advised that attendees would be placed on mute. Members who wished to ask a question should raise their hand using the icon available in the virtual meeting.

ACC AUSTRALIA OPERATIONS

The Chair spoke to a presentation on ACC Australia operations for the year ending 30 September 2022 (the “**AGM Presentation**”). A copy of the AGM Presentation would be made available to members on the ACC website.

The Chair of the Finance, Audit and Risk Committee, Anna Young, spoke to the AGM Presentation, including without limitation, profit and loss for the financial year ending 30 September 2022, membership rebate from Association of Corporate Counsel Asia Pacific Limited, grant from Association of Corporate Counsel US, conference and sponsorship performance, corporate partners and cost management.

ACC Australia Executive Director, Ingrid Segota, spoke to the AGM Presentation, including without limitation, the year in review, membership numbers, continued success of the ACC Australia GC100 forum, the 2021 National Conference and Awards, In-House Counsel Days, Executive Leadership Retreat, and the special interest groups.

National Vice President, Teresa Cleary, spoke to the AGM Presentation, including without limitation, ACC Australia’s three-year strategic plan and five key strategic priorities and the year ahead.

ORDINARY BUSINESS

The Chair asked the members if there were any questions. There were none.

RESOLUTIONS

The Chair noted that the resolutions to be passed at the Annual General Meeting had been circulated with the Notice of Annual General Meeting and Explanatory Notes. She noted that no proxies had been received and that resolutions would be carried on the votes cast.

The Chair confirmed the process for casting votes. The resolution would be displayed in the virtual meeting, the Chair would read the resolution and ask for votes in favour. Members would use the “raise hand” icon to place their vote. After a pause and enough time for the icons to clear, The Chair would ask for votes against to be cast.

Item 1 Minutes of the Previous Annual General Meeting

To confirm the minutes of the previous Annual General Meeting held on Wednesday, 16 February 2022.

The RESOLUTION WAS PASSED UNANIMOUSLY.

Item 2 Receipt of Financial Statements and Reports

To receive and consider the financial statements and reports of the Directors and of the Auditor for the year ended 30 September 2022.

The RESOLUTION WAS PASSED UNANIMOUSLY.

Item 3 Appointment of Auditor

To appoint Accru Melbourne (Audit) Pty Ltd as auditor of the Company with effect from the date of this Annual General Meeting.

The RESOLUTION WAS PASSED UNANIMOUSLY.

GENERAL BUSINESS

There were no items of general business raised for discussion.

CLOSE

The Chair thanked members for their attendance, confirmed that the presentation and a recording of the proceeding would be available on the ACC website and declared the meeting closed.

Meeting ended at 1:58 pm

SIGNED AS A CORRECT RECORD

Mei Ramsay (Chair)

Carolyn Mei Ramsay

Date: 19 January 2024