

Notice of Annual General Meeting

Notice is hereby given that the Annual Meeting of the Australian Medical Association (NSW) Limited will be held at 7:00pm on Tuesday 5 May 2020 on the Ground Floor Conference Centre, AMA House, 69 Christie Street, St Leonards.

Given the current social distancing measures, members are able to attend the AGM via Zoom videoconferencing / teleconferencing and those attending in person will need to be limited in number.

Please email AGM.AMANSW@amansw.com.au to advise if you wish to attend.

- by videoconference / telephone conference (a link will be emailed to you to allow you to join by videoconference / teleconference) or
- in person

If you are unwell please do not attend in person and please abide by any health advice that may apply to you.

Voting

Voting will occur by way of a poll rather than a show of hands.

Proxies

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to vote on behalf of the member. A proxy must be an ordinary member or in the case of a company, the Nominated Representative of an ordinary member of the Association. To be valid, a proxy form (in the form attached to this notice) must be duly completed, signed and received by the Association at Level 6, AMA House, 69 Christie Street, St Leonards (PO Box 151, St Leonards NSW 2065), not less than 48 hours before the time for holding the meeting. Proxies may be emailed to AGM.AMANSW@amansw.com.au

Electronic Voting

Members choosing to attend by videoconference / teleconference must advise not less than 48 hours before the time for holding the meeting via email to:

AGM.AMANSW@amansw.com.au .

This will enable confidential access to be set up for you to vote electronically.

AGENDA

- To receive and adopt minutes of the Annual General Meeting 7 May 2019.
- To receive and consider the Report of the Board of Directors.
- To receive and consider the Financial Report of the year ended 31 December 2019, the Statement of Financial Position at the date and the Auditor's Report thereon.
- Address by the Treasurer.
- To call for nominations for the Positions of Officers of the Association.
- To appoint the Auditors
- To appoint a Returning Officer for the election of the Officers of the Association.

Australian Medical Association (NSW) Ltd

- To transact any other business in conformity with the Constitution of the Association.
- Address by the President.
- To consider, and if thought fit, to pass Special Resolutions:

Special Resolution One

To amend the Constitution to increase the number of Doctors-In-Training Councillors on Council for the year 2020 – 2021:

The existing clause 36A be deleted (it is no longer required) and replaced with the following:

- 36A.1 At the first meeting of Council following the Annual General Meeting in 2020, the Council shall issue a notice to invite nominations from the Doctor-In-Training Class for appointment to Council. The notice is to:
- a. Invite nominations for appointment to Council from members of the Doctor-In-training Class;
 - b. Include a nomination form;
 - c. Fix the time and date for the close of nominations.
- 36A.2 At the next Council meeting following the close of nominations, the Council shall, in its discretion, appoint from amongst the nominees, up to four additional members of Council from the Doctor-in-Training Class.
- 36A.3 Members appointed to Council pursuant to this clause must vacate office at the time of the 2021 Annual General Meeting. Those persons will be eligible to nominate in accordance with the requirements of the Constitution for 2021.

Special Resolution Two

To amend the Constitution concerning the Doctor-In-Training Committee:

The existing clause 53A.2 be deleted.

Explanatory Memorandum for Proposed Constitutional Changes

Special Resolution One

It is proposed that the existing clause 36A of the Constitution be deleted and replaced with an alternative provision to increase the number of Doctor-In-Training positions on Council.

The existing clause 36A is no longer required. It was inserted to allow for interim appointments to be made to Council in 2016. The clause is no longer required as persons so

appointed were required to vacate office prior to the 2017 AGM and were eligible for election to Council at that time.

The proposed provision provides for the appointment of up to four additional Doctor-In-Training Members to Council in 2020. Those persons will hold office until the Council election in 2021. The proposal is an interim proposal only and allows for more detailed consideration of whether there should be amendments made to the Constitution to allow for increased representation for Doctor-In-Training Members on Council on an ongoing basis.

Special Resolution Two

It is proposed that the existing clause 53A.2 be deleted.

Clause 53A.2 provides that the Chair of the Doctors-In-Training Committee shall be the Doctor-In-Training Member on Council. If the proposed amendment to clause 36A is passed, clause 53A.2 should be deleted as there will no longer be one Doctor-In-Training Member on Council.

The Doctors-In-Training Committee is currently reviewing its Terms of Reference. The review will consider, inter alia, the current executive structure of the committee. The revised Terms of Reference will, as required, be submitted to Council for consideration and approval in due course.

By Order of the Board
Fiona Davies
Chief Executive Officer

PROXY FORM BOARD OF DIRECTORS

AUSTRALIAN MEDICAL ASSOCIATION (NSW) LIMITED

I, (Print name)

Of.....

.....(insert address)

being an Ordinary Member of the Australian Medical Association (NSW) Limited hereby appoint

.....(Print name)

Of.....

.....(insert address)

or failing him/her the Chairman of the meeting as my proxy to vote for me and on my behalf at the Annual General Meeting of the Association to be held on the 5th May 2020 and at any adjournment thereof.

.....(sign here)

SIGNED THIS day of (insert date)

A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or unsoundness of mind of the principal or the revocation of the instrument if no intimation in writing of such death, unsoundness of mind or revocation has been received by the Association at the place where the meeting or adjourned meeting is to be held before the commencement of the meeting or adjourned meeting at which the instrument is used.

Email: AGM.AMANSW@amansw.com.au

Post: AMA (NSW) Ltd, PO Box 121 St Leonards NSW 1590.

Not less than 48 hours before the time for holding the meeting.