



# NOTICE OF 2022 ANNUAL GENERAL MEETING

Friday 1 April 2022

The Social Enterprise Council of NSW and ACT Limited (**SECNA**) will hold its Annual General Meeting (AGM) at 3-6pm on Friday 1 April 2022 at "107 Green Square" (located at 3a Joynton Ave, Zetland NSW 2017).

## What is the AGM?

The AGM is the instrument through which members most actively influence the way SECNA is managed.

At the AGM, members can hear our Board talk through the activities of SECNA for the past year, and recognise and celebrate the achievements of our volunteer base and community.

Importantly, the AGM sets broad direction and elects the Directors who will represent the members in the ongoing governance of SECNA.

At the meeting, members will have the opportunity to:

- find out about SECNA's operations and finances
- speak about any items on the agenda
- vote on any resolutions proposed.

## Agenda

The nature of the business proposed to be transacted at the AGM is as follows:

- Opening, Quorum & Apologies
- AGM 2021 & confirmation of Casual Directors
- Co-Chair Report
- Treasurer's Report
- Special Resolution (details below)
- Election of Directors
- Other Business

## Supporting Documents

Further details can be accessed at the links below.

- [SECNA Constitution](#)
- SECNA AGM 2022 [Special resolution](#)
- 2022 SECNA AGM Nomination as Director [information pack](#)
- [SECNA Strategic plan 2021-24](#)
- SECNA AGM 2021 [Slide deck](#)

## Special resolution

A special resolution will be proposed at the annual general meeting to make changes to the constitution to improve the functioning of SECNA.

SECNA proposes the following special resolution for voting on by members:

*Pursuant to section 136 of the Corporations Act 2001 (Cth) and clause 65 of the constitution, the members of SECNA approve the provisions of the constitution hyperlinked in the Notice of AGM in substitution for the present constitution of SECNA and adopt these provisions with effect on and from the date of this resolution.*

In summary, the proposed amendments to the constitution are as follows:

1. to lower the threshold for nominating as a Director from requiring support from 50 or 5% of Voting Members, to requiring support from 2 Voting Members
2. to modernise the process for lodging a notice nominating a Member as a Director to allow for a notice to be lodged by electronic means
3. to change the quorum required for business to take place at an AGM from 'majority' to 30% of Voting Members
4. to fix inconsistent wording and drafting errors.

More information in this [Special resolution](#) document.

## Election of Directors

SECNA is a membership-based, not-for-profit company limited by guarantee. The Board of directors is responsible for governing and overseeing the affairs of SECNA.

This year, there are 2 Director positions available (3-year term).

There will be an election for each position. Only Industry Members are entitled to vote.

To find out more about being a Director of SECNA, read the [information pack](#). We are also holding a virtual information session on Monday 31 January 2022, 11am-12noon. Register [here](#).

## Proxy

If you can't attend the AGM, please nominate a proxy to vote on your behalf using this online [proxy form](#). Alternatively, you can fill in this [proxy form](#) and email it to [secretary@secna.org.au](mailto:secretary@secna.org.au) or mail it to Company Secretary, SECNA, Level 3, 101 William St, Darlinghurst NSW 2010.

We must receive your proxy form by no later than 3pm Wednesday 30 March.

## Committees – another way to get involved

In 2021, we established four Working Committees to implement our [Strategic plan 2021-24](#):

**Partnerships** - focused on developing and collaborating with partners that are aligned with the SECNA brand and values; and a genuine desire to see the emerging social enterprise ecosystem grow in NSW and ACT (see [terms of reference](#)).

**Member engagement** – focused on attracting potential members and maximising engagement opportunities for SECNA's current member base (see [terms of reference](#)).

**WISE Hub** – focused on supporting the work integration social enterprise (WISE) sector to grow and unlock greater economic inclusion (see [terms of reference](#)).

**Government Advocacy** – focused on influencing government policy and funding for the social enterprise sector.

As there are a limited number of positions on the Board, we encourage anyone interested to consider volunteering their skills and experience by joining one of our Committees.

This notice and any subsequent updates are available via our [website](#).