

## **NOTICE OF 2021 ANNUAL GENERAL MEETING**

Notice is hereby given that the Annual General Meeting (AGM) of the members of NEAS Australia (National ELT Accreditation Scheme Limited) will be held:

on Thursday, 11 November 2021  
at 2.00pm  
at Videoconference  
(<https://us02web.zoom.us/j/84707305791?pwd=MIE5TEVmYWJxNDRkTFVxYUN4K0IzUT09>)

## **AGENDA OF ANNUAL GENERAL MEETING**

### **A. PRESENTATION BY THE BOARD and the CEO**

The Chair of the Board will present an overview of NEAS' activities and achievements for the year ended 30 June 2021 and the CEO will discuss plans for the year ahead.

### **B. PRESENTATION BY THE ADVISORY COUNCIL**

The Convenor of the Advisory Council will present on the Council's activities for the year ended 30 June 2021.

### **C. CONSIDERATION OF REPORTS**

The Financial Report, the Directors' Report and the Independent Audit Report for the year ended 30 June 2021 (Reports) will be included the Annual Report which will be available for any member that elects to receive a copy at the AGM.

A copy of the report can be found here: <https://neas.org.au/about/annual-reports/>

### **D. QUESTIONS AND COMMENTS**

Following the consideration of Reports, the Chair will give members a reasonable opportunity to ask questions about or comment on the management of NEAS.

With the Auditor present at the meeting, the Chair will also give members a reasonable opportunity to ask the Auditor questions relevant to:

- (a) the conduct of the audit;
- (b) the preparation and content of the Independent Audit Report;
- (c) the accounting policies adopted by NEAS in relation to the preparation of the financial statements; and
- (d) the independence of the Auditor in relation to the conduct of the audit.

The Chair will also give the Auditor a reasonable opportunity to answer written questions submitted by members that are relevant to the content of the Independent Audit Report or the conduct of the audit.

## **E. RETIREMENT OF BOARD ELECTED DIRECTORS**

- Formal retirement of Board Elected Directors Mr David Yoo, Ms Katherine Olston and Ms Heather Thomas

The NEAS Constitution states that each Elected Director will retire at the annual general meeting following the third anniversary of his or her election or re-election and is eligible for re-election.

## **F. ELECTION OF BOARD ELECTED DIRECTORS**

Election for three Board Director positions is to be held virtually from 18 October 2021 until 5pm Tuesday 9 November 2022.

Nominated candidates are as follows:

- David Yoo (Current Board Member, nominated for Re-Election)
- Katherine Olston (Current Board Member Nominated for Re-Election)
- Svetlana Lukovic (New Nominee)
- Prof. Thomas Roche (New Nominee)
- Dr. Pamela Humphreys (New Nominee)
- David Ferguson (New Nominee)

Results of the election will be announced at the AGM.

## **G. ITEMS FOR APPROVAL EXPLANATORY STATEMENTS**

Explanatory Statements have been prepared for the information of Members of NEAS (Members) in relation to the business to be conducted at NEAS' 2021 Annual General Meeting.

The purpose of this Explanatory Statement is to provide Members with information that is reasonably required by Members to decide how to vote upon the resolution.

The Directors recommend that Members read this Explanatory Statement before determining whether or not to support the Resolution.

### **ITEM 1: RESIGNATION/ APPOINTMENT OF AUDITOR EXPLANATORY STATEMENT**

In accordance with section 328B (1) of the Corporations Act, the company has received a nomination from University of Sydney Centre for English Teaching for Bentley's Sydney Audit Pty Ltd to be appointed as auditors with effect from the end of the 2021 Annual General Meeting.

Bentley's Sydney Audit Pty Ltd has consented to act. Accordingly, approval will be sought from members for the chief appointment. The Directors unanimously recommend that Members vote in favour of this Resolution.

### **RESOLUTION**

To consider and, if thought fit, pass the following resolution as an ordinary resolution of members of the Company.

- i. Accept the resignation of Bentleys NSW Audit Pty Ltd as auditor of the company. Resignation to take effect at the date of ASIC approval; and
- ii. having received consent to the appointment as auditor from Bentleys Sydney Audit Pty Ltd in accordance with s990B of the Corporations Act 2001, that Bentleys Sydney Audit Pty Ltd be appointed as auditors of the company, subject to ASIC approval of the resignation.

The Directors of National ELT Accreditation Scheme Ltd also confirm:

- a. there are no disagreements between the auditor and the management or Directors of the public company (as defined in RG26); and
- b. there are no reasons that give rise to an inability to complete the audit under the Corporations Act 2001 or the National Consumer Credit Protection Regulations 2010.

By order of the Board.

Dr Patrick Pheasant  
Chief Executive Officer and Public Officer  
NEAS (National ELT Accreditation Scheme)  
Dated: 18 October 2021