



**Minutes of the 2023
Continenence Foundation of Australia Limited
Annual General Meeting
Held by Zoom teleconference
Wednesday 29 November 2023 at 5.30 pm**

1. OPENING AND WELCOME

Elizabeth Compton, Chair of the Continenence Foundation of Australia Limited, welcomed all Members and guests to the meeting. She noted that, in accordance with constitution rule 27.6, she is to act as Chair of the meeting. The Chair opened the meeting at 5.34pm, when it was confirmed that a quorum of Members was in attendance.

Ms Compton acknowledged the attendance of other Directors of the organisation:

- Lesley Barton
- Celia Bolton
- Rosemary Calder
- Janet Chase
- Jacinta Crickmore
- Claire Richards
- Kathy Sloots

The Chair also noted others in attendance:

- Former Directors Michael Murray and Ian Tucker
- Rowan Cockerell, CEO
- Shane Mak from Walker Wayland Advantage auditors
- Paula Hay, Finance Manager and
- Michael Corry, Company Secretary

2. APOLOGIES

The Chair noted that seven members had sent apologies.

3. PROXIES

The Chair advised that six proxies have been received and that all have directed the Chair to vote on their behalf.

4. EXPLANATION OF VOTING PROCESS

The Chair explained the voting process, which will involve the Zoom voting tool that will appear on Members' screens for each vote.

5. CHAIR'S OVERVIEW- FOUNDATION'S ACTIVITIES IN 2023-23.

The Chair gave an overview of the Foundation's activities during the year.

6. MINUTES OF PREVIOUS ANNUAL GENERAL MEETING

The minutes of AGM held on Thursday 17 November 2022 were tabled.

The Chair noted that six proxies have been received, three in favour and three abstaining.

Following a poll of members present and the aggregation of poll results with proxies, the Chair advised that members **RESOLVED** to accept these minutes as a fair and accurate summary of that meeting.

7. FINANCIAL STATEMENTS AND REPORTS

Claire Richards, FARM Committee Chair, presented the audited financial statements to the meeting. It was noted that the Walker Wayland Advantage audit manager, Shane Mak, was in attendance. Ms Richards gave a presentation of the year's financial results.

The Chair noted that approval or acceptance of the audited accounts is not required. The Chair asked the Secretary to note in the minutes that these financial statements have been tabled. The Chair invited Members to ask any questions to the FARM Committee Chair or auditor.

8. APPOINTMENTS

8.1 Office of Member-elected Director on the Board of the Foundation.

The Chair noted that, in accordance with the constitution, there is one Member-elected Board Director vacancy. Three nominations have been received, from the following individuals:

- Jacinta Crickmore
- Odette Gaynor and
- Claire Hobson

The Chair noted that nominations and profiles of each candidate have been distributed to all members. As the number of candidates exceeds the number of vacancies, a vote is required.

The Chair noted that six proxies have been received, two in favour of each of the three candidates.

Members in attendance voted using the Zoom application. These votes were then aggregated with valid proxies received. This process was overseen by the CEO (Returning Officer) and the Company Secretary.

The Chair announced that Jacinta Crickmore received the highest number of Member votes and it is **RESOLVED** that she is re-elected to the Board. The Chair congratulated Ms Crickmore on her reappointment and thanked all candidates for their interest in standing.

8.2 Proposal for Board remuneration

The Chair referred to the paper on this matter circulated within AGM papers. She gave a short overview of the rationale behind this proposal.

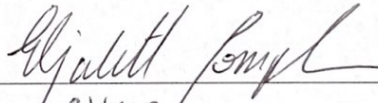
The Chair noted that six proxies have been received on this matter. Five voted in favour and one abstained. The Members then voted by poll on this resolution.

Votes by poll and proxy were counted and the Chair announced that this motion has been carried- members **RESOLVED** to endorse the proposal to remunerate Directors.

9. CLOSE

The Chair thanked all Members for attending and for their contribution to the Foundation over the year and closed the meeting at 5.55 pm.

SIGNED AS A TRUE AND ACCURATE RECORD


CHAIR

DATE

19/12/23