



Castlemaine Art Museum ACN 613 667 664.

EXPLANATORY NOTES

Dated Thursday 1 November 2018

1. FORMAL REQUIREMENTS

The **CAM** Constitution provides that (**Clause 9.2**) the Board of CAM may convene a general meeting of CAM and that (**Clause 9.3**) notice be given to the members of CAM at least 21 days beforehand.

Under **Clause 22** notice of the Meeting may be given to members by email. The quorum at a Meeting is ten members and the Chair of the Board is to chair the meeting.

At a Board Meeting held on 20 September 2018, the Board of CAM resolved to call the second annual general meeting of CAM for the purposes set out in this Notice.

Please note: the Constitution (**Clause 9.12**) provides that a Member is entitled to appoint an individual as their **representative** to attend a General Meeting to exercise the Member's power to vote.

Alternatively, the Constitution (**clause 9.13**) permits a Member to appoint a person as their proxy to attend the meeting in their place. A Form **of proxy** is attached.

A proxy form may be lodged by being emailed to CAM at the electronic address specified for that purpose in this notice or lodged in person at the Gallery at 14 Lyttleton St Castlemaine **at least 48 hours before the scheduled commencement time for the meeting.**

FORM OF PROXY

Pursuant to Section 249X of the *Corporations Act 2001* I

..... (name)

of (address)
being a member of the Castlemaine Art Museum Limited

HEREBY APPOINT (name of proxy)

of..... (address of proxy)
to act as my/our proxy at a general meeting of the members to be held on 22nd
November 2018.

I direct that the aforesaid proxy may attend the meeting, speak and vote in person on my behalf at the meeting, and vote on my behalf.

Dated the day of 2018.

.....
(Signed by member giving proxy)

A proxy form must be lodged **at least 48 hours before the scheduled commencement time for the meeting (COB 20 November 2018)** by either (a) being emailed to CAM at the electronic address specified for that purpose in this notice frontofhouse@castlemainegallery.com; or (b) by being lodged in person at the Gallery at 14 Lyttleton St Castlemaine. If the proxy form has been emailed the original must be brought to the meeting.