

NOTICE OF ANNUAL GENERAL MEETING AgForce Queensland Farmers Limited



ACN: 611 736 700

Notice is hereby given that the NINETH Annual General Meeting of **AgForce Queensland Farmers Ltd** will be held at **4:00pm** on **Tuesday 12 November 2024**, at Gateway to Training (Conference room), 15-21 Russell Street, GOONDIWINDI QLD 4390.

Members are also invited to join via TEAMS by contacting the Company Secretary for details

AGENDA

1. Welcome and Apologies
2. Confirmation of Proxies received
3. Minutes of the 2023 Annual General Meeting
4. General Presidents Report
5. CEO Report
6. Consider and adopt the Audited Financial Statements for the year ended 30 June 2024
7. Appointment of Auditor and approval of Auditor's Remuneration
8. *Consider and, if thought fit, the passing of a Special Resolution to replace the constitution of AgForce Queensland Farmers Limited with the summary of the proposed amendments as attached as Annexure A*

Clause 50 Term of office of directors

50.1 Except in respect of the Directors mentioned in clause 50.2, all Directors will have a term of office of 2 years and are eligible for re-election.

50.2 In respect of Regional Directors and the General President:

- a.) elected in 2024, those Directors will have a once only term of 3 years; and
- b.) elected in 2027 and thereafter, those Directors will have a term of 2 years,

And, subject to 50.3 are eligible for re-election.

50.3 The maximum term of office of the General President is three full terms with re-election.



Scan QR code to register

Megan Ansley, Company Secretary

FORM OF PROXY

I/We, _____ of _____ M/ship Number _____
(postal address)

being a member of **AgForce Queensland Farmers Ltd**, do hereby appoint:

Mr/Mrs/Ms _____ of _____ M/Ship Number _____
(postal address)

OR in his/her absence: The Chair of the Meeting

as my proxy to vote for me on my behalf at the NINETH Annual General Meeting OF **AgForce Queensland Farmers Ltd** to be held on the 12th November 2024, and at any adjournment thereof.

Signed this _____ day of _____ 2024. Signature _____

This form is to be used *in favour of /* against the resolutions or *the proxy may vote as he or she thinks fit. **[indicate which is applicable]**

- The person appointed a proxy must be a Member of AgForce Queensland Farmers Ltd and be entitled to vote at the meeting in respect of which he or she has been appointed a proxy.
- The instrument appointing a proxy shall **be lodged at least 24 hours prior to the start of the meeting.**
- A proxy may be lodged by email to nominations@agforceqld.org.au, post to AgForce Queensland, PO Box 13186 Brisbane Qld 4000.

"The Leading Voice for Queensland Producers"

AgForce - P: (07) 3236 3100 E: agforce@agforceqld.org.au - W: agforceqld.org.au

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ANNEXURE A – AMENDMENT TO CONSTITUTION

AgForce Queensland Farmers Limited – Annual General Meeting

Held at Gateway to Training (Conference room) 15-21 Russell Street, GOONDIWINDI QLD 4390 Commencing at 4:00pm Tuesday, 12 November 2024.

Changes to Constitution – Summary of Proposed Amendment 2024

To be considered and, if thought fit, the passing of a **Special Resolution (being at least 75% of the votes cast by voting members presented and entitled to vote on the resolution)** of the proposed changes and to replace the constitution of AgForce Queensland Farmers Limited (ACN 611 736 700) with proposed amendments set out in the table below:

| AGM Agenda #8. | Current clause's | Proposed Changes |
|----------------|---|---|
| | <p>50. Term of office of directors</p> <p>50.1 Directors will have a term of office of 2 years and, subject to clause 50.2, are eligible for re-election.</p> <p>50.2 The maximum term of office of the General President is three full terms with re-election.</p> | <p>50. Term of office of directors</p> <p>50.1 Except in respect of the Directors mentioned in clause 50.2, all Directors will have a term of office of 2 years and, are eligible for re-election.</p> <p>50.2 In respect of Regional Directors and the General President:</p> <p>a.) (a) elected in 2024, those Directors will have a once only term of 3 years; and</p> <p>b.) (b) elected in 2027 and thereafter, those Directors will have a term of 2 years, and subject to 50.3 are eligible for re-election.</p> <p>50.3 The maximum term of office of the General President is three full terms with re-election.</p> |

REASON FOR CHANGE – IMPLEMENTING A STAGGERED BOARD ELECTION CYCLE REDUCES THE IMPACT OF A SIGNIFICANT NUMBER OF DIRECTORS CHANGING SIMULTANEOUSLY

The AgForce election in 2024 will result in the replacement of 50% of AgForce Queensland Farmers Limited Board of Directors, leading to a significant change within the Board room. The proposed staggered Board election cycle allows remaining Directors to mentor, support, and transfer knowledge to newly appointed Directors, providing a more structured succession planning for future Director changes and related election alignment.

The proposed amendment to the Constitution will have the following affect for **AgForce Queensland Limited Board of Directors.**

- The General President and Regional Directors will be elected every two years commencing 2027
- The Regional Presidents and Regional Councillors, Commodity Presidents and Commodity Directors, will maintain the current two-year election cycle, with the next election occurring in 2026
- The Young Producers Council, will maintain the current two-year election cycle, with the next election occurring in 2026

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