

# Notice of Annual General Meeting

Manningham Community Enterprises Limited  
A.B.N. 69 101 174 270

To be held at 2pm AEDT via Zoom Meetings (online) on Thursday, November 26, 2020

## Important Information for Shareholders

Dear MCEL Shareholders,

### 1. Meeting details:

We seek to inform you that due to the COVID-19 pandemic, Manningham Community Enterprises Limited (MCEL) will be hosting their Annual General Meeting (AGM) online via Zoom Meetings this year.

### 2. How to register your attendance:

All shareholders have the right to attend MCEL's AGM. However, this year, shareholders wishing to attend will need to register their attendance by **5pm AEDT on Monday, 23 November 2020**.

To register, you will need to email [secretary@mcel.net.au](mailto:secretary@mcel.net.au) with your:

- a) expressed intention to attend MCEL's 2020 AGM;
- b) full name and residential address (as stated on your share certificate/s); and
- c) email address and contact number.

All registered shareholders will receive the AGM agenda and Zoom web link at least 48 hours prior to the event.

### 3. How to vote:

Each shareholder or joint shareholders are only entitled to **one** vote.

Shares will be taken to be held by the persons whose names appear on the MCEL share registry as at **2pm AEDT on Tuesday, 24 November 2020**.

To ensure that all shareholder views are heard and to minimise the impact of potential technological challenges, we request that shareholders (including those attending) vote prior to the AGM via proxy form.

We note this will not prohibit registered shareholders from voting live at the AGM if they require clarification on any matter prior to making a decision.

Proxy forms may be submitted with the registration request email to [secretary@mcel.net.au](mailto:secretary@mcel.net.au).

Alternatively, proxy forms may be mailed/delivered to MCEL's registered office at 900 Doncaster Road, Doncaster East, VIC, 3109 by **2pm AEDT on Tuesday, 24 November 2020**.

### 4. Need help?

If you have any questions about the online AGM, the registration or voting process, please email [secretary@mcel.net.au](mailto:secretary@mcel.net.au) and assistance will be provided within 3 business days of receipt.

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## Ordinary Business

### 1. Receipt of Annual Report

To receive the company's Financial Report, the Director's Report and the Auditor's Report for the year ended 30 June 2020.

### 2. Election of Directors

To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution -

#### Re-election of Director appointed since last Annual General Meeting:

- a. **Nicholas Furlong:** having been appointed by the Board since the last Annual General Meeting, retires in accordance with the constitution of the company, and being eligible, offers himself up for re-election.

#### Re-election of Directors retiring by rotation:

- b. **Raymond Bruce Barrington:** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.
- c. **Colin 'Rod' Davitt:** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.
- d. **Simon David Lewis:** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.

## Explanatory Notes

This information has been included to assist you in making an informed decision about the resolutions proposed at the meeting.

### Item 2. Election of Directors

The following information is provided about candidates for election to the Board.

#### Re-election of Director appointed since last Annual General Meeting:

- a. **Nicholas Furlong:** having been appointed by the Board since the last Annual General Meeting, retires in accordance with the constitution of the company, and being eligible, offers himself up for re-election.

#### Re-election of Directors retiring by rotation:

- b. **Raymond Bruce Barrington:** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.
- c. **Colin 'Rod' Davitt:** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.
- d. **Simon David Lewis:** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.

**Candidate Information – further information on all candidates is included in the Annual Report**

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**a. Nicholas Furlong:**

*Nicholas is currently employed as a Governance and Risk Manager within the superannuation industry. He joined MCEL in 2013, as a participant in the Company's Junior Observer Program, and was later appointed as a Board Associate in 2016. Since formally joining the company as a Board Member, Nicholas has taken on roles including: Governance Committee Member, Youth Engagement Committee Member, Finance Committee Member, and Minute Secretary. Nicholas holds a Bachelor of Business Management and a Bachelor of Communications (Public Relations) and was nominated as a Director of the company in December 2019.*

**b. Raymond Bruce Barrington:**

*Raymond has had 10 years' banking and finance experience in ES&A and ANZ Bank. He has a wealth of experience in small business having run his family business for 20 years. Ray has also been a Board Member of MannaCare for the past eight years.*

**c. Colin 'Rod' Davitt:**

*Rod has been a Director of MCEL since 2015. Rod currently Chairs the Finance Committee and sits on the Governance Committee. He previously Chaired the Governance Committee and sat on the Marketing Committee.*

*Rod's professional career included Senior Management roles with Deloitte, Coopers & Lybrand and the IBM Consulting Group before he established a boutique consulting practice in 1997. Davitt Krantz & Associates worked with blue chip national and international companies in Australia and Asia specialising in strategy execution, capability design and performance improvement.*

*Rod brings extensive experience across a range of industries and specific finance experience gained in Australia and Asia with a number of blue chip banking and insurance companies. Rod's skill base includes corporate governance, accounting, business and strategic planning and risk management.*

*He holds degrees in Business (Accounting) and Economics, is a Fellow of CPA Australia (FCPA) and a graduate of the Australian Institute of Company Directors.*

**d. Simon David Lewis:**

*Simon is the Chief Executive Officer of Onemda, a centre which enriches the lives of people with a disability through education, therapy and social connectedness. Throughout his career in the disability and community health sectors he has developed extensive experience and knowledge through a wide variety of leadership roles in the areas of intellectual disability, psychosocial health, physical impairment and acquired brain injury. In 2003, Simon was awarded the Ethel Tembly Study Scholarship and in 2015, he was awarded with the Winston Churchill Fellowship which enabled him to undertake a study tour of Canada, USA and Peru. Simon has a Post Graduate Diploma in Leadership Studies (Disability) and has held numerous roles on a range of local, regional and state committees and advisory groups. He was appointed Director to the MCEL Board in 2016 and is the current Chair of the HR Committee and a member of the Nominations Committee.*

By order of the MCEL Board -



Victoria Paouros  
Company Secretary  
October 19, 2020