

Minutes of the Special General Meeting of Australian Institute of Traffic Planning and Management Ltd ACN 062 495 452 (AITPM)

Date and time: Wednesday, 27 March 2024 at 12:00pm AEST

Location: Virtual | WSP Offices Level 11, 567 Collins Street Melbourne

Present

Liz McGregor	President Chair	Andrea Colaiacomo	Member
James Arnold	Director	Ahsanul Amin	Member
Reece Humphreys	Director	Andrew Norton	Member
Richard Isted	Director	Andrew Leedham	Member
Tessa Knox-Grant	Director	Andy Yung	Member
Chris Roberts	Director	Balamurugan Thulasingam	Member
Erin Thomas	Director	Cameron Ward	Member
Gary Wood	Director	Dan Brown	Member
Craig Wooldridge	Director	Dan Sullivan	Member
Dianne Hayes	Member	Paul Smith	Member
Doug Bartlett	Member	Rebecka Gunnarsson	Member
Brendyn WilliamsFred	Member	Rodney Markotis	Member
Gennaoui	Member	Simon Latham	Member
Lindsay Oxlad	Member	Venuri Jayatillaka	Member
Nick Veitch	Member	Marie Landingin	Member
Nigel Coates	Member		

In attendance

Kirsty Kelly	AIPTM
Lauren Barnett	Company Secretary
Georgi Kartsidimas	AITPM
Karen Hooper	AITPM
Erika Childs	AITPM

Apologies

Mike Willson	Director
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1. Opening Remarks

Ms McGregor welcomed members to the Special General Meeting called by the company directors and paid respects to the traditional owners of the lands where members virtually joined, including their elders past and present.

The Company Secretary advised that the meeting was validly constituted and that a quorum was present and the Chair formally declared the meeting open at 12.01pm.

2. Notice of Meeting and Voting on Resolutions

The Chair confirmed that the Notice of Meeting together with the Explanatory Memorandum had been made available to all registered members within the notice period required and took the Notice convening the meeting as read.

The Chair advised that no proxies were received, and the direct votes have been counted and declared valid.

3. Presidents Opening Remarks

The President and Chair of the meeting provided members an overview of the proposed changes to AITPMs constitution.

The Board’s commitment to continually improve its performance and governance was noted to meet the company’s vision and mission and deliver on its Strategic Plan. AITPM governance journey has involved time to consult members and governance experts.

4. General Business Questions

Members were provided the opportunity to ask questions in relation to the special resolution and the proposed changes to the Constitution.

There were no questions raised from members in relation to the proposed special resolution.

5. Voting

The Chair put the Special Resolution to members for voting:

‘That the constitution be modified by making the amendments as detailed in the draft constitution attached to the Notice of Special General Meeting held today, to be adopted as the company constitution as and from the close of the Meeting’

The votes were counted together with direct votes received prior to the meeting.

Special Resolution	Direct Votes:		Votes by show of hands:		Total Votes cast	
	For	Against	For	Against	For	Against
Amendments to the Constitution	111	10	8	1	119	11

It was declared that the motion was carried to adopt the amended constitution as and from the close of the meeting.

6. Close of meeting

There being no further business the Chair closed the meeting at 12.15pm AEST, thanking members for their continued support and participation.

CONFIRMED & signed in accordance with s251A of the Corporations Act 2001 (Cth):

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Liz McGregor
Chair, AITPM