



# YHA LTD: NOTICE OF ANNUAL GENERAL MEETING

ANNUAL GENERAL MEETING – SATURDAY 14 APRIL 2018

YHA LTD (ACN: 008 387 791)

Notice is hereby given that the Annual General Meeting of YHA Ltd will be held at The Big Dig Archaeology & Education Centre, Sydney Harbour YHA, 110 Cumberland Street, The Rocks, Sydney on Saturday 14 April 2018 at 11.00am.

YHA Ltd is a not-for-profit company with any surplus reinvested for the benefit of members. It provides accommodation for travellers as well as membership, travel and tours, information and discount services across Australia.

YHA Ltd is governed by a volunteer Board of Directors. Annually, members have the opportunity to attend the AGM. Members of all ages are welcome. To assist with registration, please bring your membership card with you.

Under the YHA Ltd Constitution, members eligible to vote at the Annual General Meeting are categories Life, Adult and Group (who are financial and not employees of YHA Ltd). Persons who are members as at 23 February 2018 are eligible to vote. All votes shall be given personally or by proxy.

Each member entitled to vote can appoint a proxy (who need not be a member) by notice to be returned to the Company Secretary no later than 11am AEST on Thursday 12 April 2018. A proxy may be provided to YHA via an online form that will be sent to eligible members in mid-March 2018, or a form may be obtained from YHA's Public Affairs Manager, Silke Kerwick, on 02 9261 1111, email: [yha@yha.com.au](mailto:yha@yha.com.au)

The 2017 Annual Report of YHA Ltd will be posted on [www.yha.com.au/YHALtd2018AGM](http://www.yha.com.au/YHALtd2018AGM) in mid-March 2018. Members wishing to submit questions arising from the report in advance of the AGM should do so by email to [yha@yha.com.au](mailto:yha@yha.com.au) or by phoning 02 9261 1111.

A summary of the Board's presentation of the Annual Report to

## BOARD OF DIRECTORS

YHA Ltd's Constitution, and By-law 1 – Director nomination and election, outline the processes for election or appointment to the Board of Directors. A Call for Nominations was sent to members in November 2017, and the Election Committee subsequently interviewed candidates, providing a report and recommendations to the Board.

This year, there are two Board-approved nominees for Board membership, and two vacancies. As there is no greater number of approved nominees than vacancies to be filled, there will be no Directors' election in 2018. The two approved nominees (with their accompanying 125 word statements) can be viewed here [www.yha.com.au/YHALtd2018AGM](http://www.yha.com.au/YHALtd2018AGM)

## VOTE NOW

Have your say in the running of your members' organisation, and embrace the convenience of electronic voting. If you are eligible, and we have your email address, you will have received an email with instructions on how to appoint a proxy online for the AGM.

In taking a little time to vote lodge a proxy vote, you are exercising one of the unique benefits of being a YHA Ltd member. Voting is one way to participate. For members accessible to Sydney, attending the AGM is another. The AGM is your opportunity to learn about achievements during the past year, meet the Board and the CEO and ask questions arising from YHA Ltd's Annual Report.

We hope that you will lodge a proxy vote, and thank you for your ongoing support of YHA.

the AGM and the Q&A at the meeting together with details of the new Board of Directors will be posted on [www.yha.com.au/YHALtd2018AGM](http://www.yha.com.au/YHALtd2018AGM) in May 2018.

A light lunch will be served after the meeting. If you plan to attend the AGM, please RSVP for catering purposes by Monday 9 April 2018 to [anna.taylor@yha.com.au](mailto:anna.taylor@yha.com.au) or by phoning on 02 9261 1111.

## MATTERS OF BUSINESS:

1. To receive the YHA Ltd Annual Report and Financial Statements for 2017.
2. Remuneration of Directors (refer to Explanatory Memorandum).

### Motion:

**THAT** for the purposes of rule 7.7(a) of the Constitution, the aggregate limit on remuneration for directors in respect of a Financial Year is hereby fixed for the time being at \$150,000.

The Board recommends that members vote **in favour** of this resolution.

3. To declare the results for the two vacancies on the Board of Directors.
4. General business.

By Order of the Board.

Julian Ledger  
Company Secretary  
YHA Ltd

YHA communicates with members online and via email. You can enter or amend your email address or opt-out of receiving information at [www.yha.com.au/membership](http://www.yha.com.au/membership)