

# Notice of Annual General Meeting

**Highett Community Financial Services Limited**

**A.B.N. 23 094 393 683**

**To be held at 6.30 pm on 14 November 2022**

**at**

**Highett Neighbourhood House**

**2 Livingston St, Highett**

## 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 2022.

### 2. Election of Directors

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

- (a) That **Chris Pettit** be reelected as a Director of the company.
- (b) That **Susan Smith** be reelected as a Director of the company.
- (c) That **Amanda James** be elected as a Director of the company.
- (d) That **Heather Disher** be elected as a Director of the company.
- (e) That **Marlene Johnson** be elected as a Director of the company.
- (f) That **Paul Reid** be elected as a Director of the company.

## Attending the meeting

All shareholders may attend the Annual General Meeting.

*Joint holders:* In the case of joint shareholders, all holders may attend the Meeting. If only one holder attends (including by proxy), that shareholder may vote at the Meeting as if that holder were solely entitled to the shares. If more than one joint holder is present (including by proxy), the joint holder whose name appears first in the register may vote.

*Proxy:* If you are unable to attend the Meeting, you are entitled to appoint a proxy to attend and vote. See the attached Proxy Form for information on appointing a proxy.

*Corporate shareholder:* A corporate shareholder may appoint one or more persons to act as its representative under section 250D of the Corporations Act, but only one representative may exercise the corporate shareholder's powers at any one time. The company requires written evidence of a representative's appointment to be given to the company before the meeting.

## Voting rights

Each shareholder is entitled to one vote. For the purposes of voting at the Meeting, shares will be taken to be held by the persons who are registered as members as at 5pm on 14 November 2022.

## Provision of company Annual Report to shareholder

In line with the requirements of the *Corporations Act 2001* and to reduce associated printing costs, the company will provide shareholders with the Annual Report via our company website at: <https://www.bendigobank.com.au/branch/vic/community-bank-highett>. If any shareholder would like to receive a copy of the Annual Report directly (in hard copy or via email), please make a request to our Company Secretary via their email address: [companysecretary@highettcommunity.com.au](mailto:companysecretary@highettcommunity.com.au).

By order of the Board



**Susan Smith**

Company Secretary

**15 October 2022**

## Explanatory Notes

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

### Agenda item 2: Election of Directors

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

- (a) Chris Pettit retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.
- (b) Susan Smith retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election.
- (c) Amanda James 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 herself for election.
- (d) Heather Disher, 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 herself for election.
- (e) Marlene Johnson, 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 herself for election.
- (f) Paul Reid, 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 for election.

*The Director Profiles in the 2022 Annual Report provide information on Chris Pettit and Susan Smith. Profiles of Amanda James, Heather Disher, Marlene Johnson and Paul Reid are attached.*

## RSVP Attendance

Please email [companysecretary@highttcommunity.com.au](mailto:companysecretary@highttcommunity.com.au) by 11 November if you are attending for catering purposes.

## Profiles of Directors for Election

### Amanda James



“Values alignment is very important to me. I admire Community Bank Highett’s purpose to give back to the community. I look forward to making a contribution to the Board of Community Bank Highett and the local community.”

**Occupation:** Currently Chief People Officer Acidion Group Limited (ASX:ALC).

**Work background:** An experienced human resources executive with experience in the IT, MedTech, CleanTech, legal, marketing, education and not for profit sectors.

**Qualifications:** GAICD, Graduate Diploma of Human Resources, Graduate Diploma Public Relations, Diploma of Secondary Education, Bachelor of Arts, Certificate IV in Workplace and Business Coaching, Certificate IV Assessment & Workplace Training, Certificate in Teaching English as a Foreign Language to Adults.

**Other Directorships:** Bicycles for Humanity, Melbourne.

**Former Directorships in last 3 years:** Nil

**Interest in shares:** Nil

### Heather Disher



“In a changing world I advise and support business owners as they navigate solutions to problems while creating reality from ideas, I do this by backing business owners, solving complex problems and unpacking ideas and giving them life.

My career is fantastically varied across multiple sectors and all business sizes from start-ups to

corporates and everything in between; my skills continue to be transferrable across multiple industries and my breadth of experience allows me to deliver unique insights and valuable benefits to individuals and organisations such as Highett Community Bank.”

**Occupation:** Currently CEO (Integrator) Alchemy Outsourcing LLC and Principle at Disher Advisory Synergy Pty Ltd.

**Work background:** Provision of advisory and professional Services such as management position contracts, operational, administration, governance and integrator support and delivery and investment in SME emerging businesses.

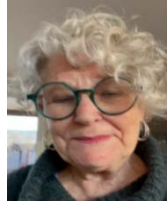
**Qualifications:** Certificate Not For Profit Training Governance Essentials and Finance Essentials, Certified Chair Executive Program Advisory Board Centre.

**Other Directorships:** Pony Club Australia, Geelong Animal Welfare Society, Terima Kasih Holdings & Terima Kasih Investments and Disher Advisory Synergy Pty Ltd.

**Former Directorships in last 3 years:** Nil

**Interest in shares:** Nil

### Marlene Johnson



“My family has lived locally for the past 30 years. During that time, I have built strong connections with the local community through involvement in committees for schools, sports teams, and other community

activities. For seven years, I was on the Board of the Highett Community Neighbourhood House;

for five of those years I was Chair of the Board of HNCH and Hampton Community Cent My level of involvement in community activities reflects my commitment to community led decision making. That commitment underpins my interest in being a director of the HCFSL.

As a former manager in the public service overseeing community and education development contracts and now, as a management consultant, I have developed a strong focus on identifying opportunities for increased efficiency and productivity based on improved management and team practices.”

**Occupation:** Currently principal consultant M.J. Johnson and Associates.

**Work background:** I have worked in the education and training sector for approximately 40 years encompassing a broad range of cross-sectoral teaching, management, and administrative contexts. In 2008, I set up the consultancy M.J. Johnson & Associates. I have successfully consulted to both government and non-government clients.

**Qualifications:** Bachelor of education Queensland University of Technology.

**Other Directorships:** M.J. Johnson and Associates

**Former Directorships in last 3 years:** Chair of the Board of Highett Neighborhood Community Centre and Hampton Community Centre.

**Interest in shares:** Nil

### Paul Reid



“The Highett Community Bank proudly employs local people, serves the community and every year dedicates a proportion of its profits to sponsoring local events committed to improving our area. I am thrilled to be involved in these activities and support the board during this next chapter, which is

focused on building value in our community. My enthusiasm for local initiatives combined with a commercial skill set developed over years of experience, will, I hope, add great value to the bank and local area.”

**Occupation:** Currently Non-executive Director Swoop Holdings (ASX:SWP).

**Work background:** A senior executive and successful entrepreneur, with the last 12 years building a small regional telecommunications business into an ASX listed company (ASX:SWP). Management Consulting experience with Andersen Consulting & AT Kearney working across the telco, oil & gas, retail, technology, and financial services industries.

**Qualifications:** Master of Science Information Technology, University of Stirling; Bachelor of Arts, Kingston University; Graduate Company Director s Course AICD.

**Other Directorships:** Cirrus Communications, subsidiary of Swoop Holdings.

**Former Directorships in last 3 years:** Cirrus Communications.

**Interest in shares:** Nil