

# Notice of meeting

## 115th Annual General Meeting



NOTICE is hereby given that the ONE HUNDRED AND FIFTEENTH ANNUAL GENERAL MEETING of the Royal Automobile Association of South Australia Incorporated will be held at The Venue, West Adelaide Football Club, 57 Milner Road, Richmond on Monday, 26 November 2018 at 1:30pm.

### Business

1. To confirm the minutes of the Annual General Meeting held on 27 November 2017.
2. To receive the President's Report, Managing Director's Report and Accounts for the year ended 30 June 2018.
3. To declare elected to the Board the successful candidates in accordance with the results of the ballot held between 15 August and 19 October 2018.

The following nominations for election to the Board have been received, with THREE (3) candidates to be elected:

- Greg **STEVENS**
- Linda **CARUSO**
- James **SARAH\***
- Kathy **GRAMP\***
- Ray **GRIGG\***
- George **HOBBS**

*\*denotes retiring Director standing for re-election*

By order of the Board of Directors

### Proxy

Under clause 10.2 of the Constitution you are entitled to appoint a person who is an Eligible Member as your proxy to attend and vote at an AGM on your behalf. The Notice of Meeting does not contain any resolutions for voting by Eligible Members so accordingly you could only appoint an Eligible Member to attend the meeting on your behalf but they can not vote on your behalf unless there is a vote for adjournment.

If you would nevertheless like to appoint an Eligible Member as your proxy to attend the meeting on your behalf, you can do so by accessing and completing the **Proxy Form** available at [www.raa.com.au/about-us/agm-election](http://www.raa.com.au/about-us/agm-election).

The completed **Proxy Form** can be mailed to RAA in the enclosed reply paid **Ballot Envelope**. If you have previously used that envelope and are mailing the **Proxy Form** separately, please use a blank envelope addressed as follows (postage stamp is not required):

AGM Proxy,  
Managing Director  
RAA of SA Inc.,  
Reply Paid 85057  
ADELAIDE, SA 5001

In accordance with clause 10.3 of RAA's Constitution, completed Proxy Forms must be received by the Managing Director by 5:00pm on Tuesday, 20 November 2018.

Note: the appointment of a proxy relates solely to the 2018 AGM or any adjournment of that meeting. Appointing a proxy to attend the AGM on your behalf DOES NOT relate to or affect your right to vote in the 2018 RAA Board Election.

# Make your vote count

in the 2018 RAA Board Election



**RAA is your Association and it is important that you have a say in how it is governed.**

## Requirement for a ballot

As the number of valid nominations for election to the Board of Directors of RAA received by the due date exceeds the number of vacancies on the Board, a ballot is required to elect the persons to fill the THREE (3) vacancies.

## Right to vote

If you are an Eligible Member of RAA as at Tuesday 7 August 2018, you are entitled to vote in the 2018 Board Election. Note: Pursuant to RAA's Constitution only Eligible Members of the Association may vote.

## The result

In accordance with RAA's Constitution, the THREE (3) candidates receiving the highest number of votes in the ballot must be declared as elected to the Board of Directors of RAA at the RAA Annual General Meeting on Monday 26 November 2018.

## Asterisks\*

In accordance with clause 11.7(b) of RAA's Constitution, an asterisk (★) appearing alongside a candidate's name in the Notice of AGM (at right), in the candidate profiles (overleaf) and on the **Ballot Form** (at left) denotes a retiring Director standing for re-election.

## The candidates

Each of the six candidates has supplied the information that appears on the reverse side of this Information Pack. The candidates' views are their own and do not reflect the views of RAA. The sequence in which candidates' names appear on the **Ballot Form** and in this Information Pack was determined by lot, drawn by the Returning Officer. Candidates were invited to witness the draw.

## Ballot period

The ballot period opens Wednesday 15 August 2018 and closes Friday 19 October 2018. All **Ballot Forms** must be received by the Returning Officer by **5:00pm on Friday 19 October 2018**. If delivered or posted, please use the prescribed reply paid **Ballot Envelope** enclosed in this Information Pack.

If voting electronically, please go to [www.votingservices.com.au/raa2018](http://www.votingservices.com.au/raa2018)

## How to vote

To provide greater flexibility on how our members can engage with us, last year RAA introduced electronic voting, which is again available this year. If you prefer not to vote online you may vote by post. Each Eligible Member is only entitled to one vote, the first vote received will be counted.

Online voting – please visit [www.votingservices.com.au/raa2018](http://www.votingservices.com.au/raa2018) and follow the instructions.

Postal voting – the **Ballot Form** can be mailed using the provided reply paid **Ballot Envelope**.

## Voting

You can vote for up to THREE (3) candidates. Cast your vote by putting a mark in **up to THREE (3) boxes** on the **Ballot Form** alongside the name/s of the candidate/s you wish to vote for. If you place a mark in more than THREE (3) boxes your vote will be invalid. Eligible Members may lodge only ONE **Ballot Form** in the election.

## The return envelope

After you have completed the **Ballot Form** place it in the reply paid **Ballot Envelope**. Place the reply paid envelope in the post to be received by **5:00pm Friday 19 October 2018**.

No postage stamp is required. Please be sure to complete all details on the **Ballot Form** so that your vote is valid.

## Changes in Board composition

In March 2018 Mr Tony Sharley resigned from the Board creating a casual vacancy. In accordance with clause 27.6 of RAA's Constitution and to assist in transitioning from 12 Directors to 9 Directors by the conclusion of the Annual General Meeting to be held in 2020, the Board has determined not to fill that casual vacancy and the casual vacancy is not being treated as a vacancy to be filled in the 2018 Board Election.

On 29 June 2018 Mr Geoff Rohrsheim also resigned from the Board creating a further casual vacancy. The Board filled this casual vacancy on 1 July 2018 by appointing Mr George Freney to the Board. In accordance with clause 12.2(b) of RAA's Constitution, Mr Freney will hold office for the balance of Mr Rohrsheim's term (being to the end of the 2019 AGM) and will be eligible for re-election at that time.

## Inquiries

If you have any inquiries regarding the election, contact RAA's Company Secretary on 8202 4451.

# Ballot Form

2018 RAA Board Election



## Voter Declaration

I am the Eligible Member named on this *Ballot Form*.

I have voted on this *Ballot Form*.

I have not voted before in this election.

Name

RAA membership number

Signature of voter

### Important

This Voter Declaration is to validate your vote and it must be completed and signed or your vote will not be counted.

## Candidate details are overleaf.

Your *Ballot Form* must be received by the Returning Officer by **5:00pm on Friday 19 October 2018**.

Please note that the order of candidates on this *Ballot Form* was determined by lot, drawn by the Returning Officer.

Put a mark  in up to three (3) boxes

ELECTION OF THREE (3) DIRECTORS

Greg **STEVENS**

Linda **CARUSO**

James **SARAH\***

Kathy **GRAMP\***

Ray **GRIGG\***

George **HOBBS**

*\*Denotes a retiring Director standing for re-election.*



## Greg STEVENS

### Present occupation

- Financial Planner, PGFS Pty Ltd

### Academic qualifications

- Bachelor of Business (Marketing, University of South Australia)
- Diploma of Financial Planning (Financial Planning Association)

### Directorships (current)

- President, Adelaide Chapter Harley Owners Group South Australia Inc

### Memberships and affiliations

- Member, Australian Institute of Company Directors
- Member and Chartered Financial Planner, Financial Planning Association of Australia

Running a successful Financial Planning business for 33 years requires knowledge, experience, commitment and loyalty, all attributes that can easily be applied to the RAA board, an organisation I have been a member of since 1985.

In having completed the Foundations of Directorship and committing to undertaking the Company Directors course, I have also demonstrated a commitment to ongoing study and a willingness to learn new skills.

A keen motorcycle rider, I am passionate about promoting motorcycle riding and safety through delivery of educational programs to RAA members and the general public. I believe my marketing background, business experience and energy can deliver these and other benefits for the association and its members.

If elected, I am resolved to be a hardworking and contributing member of the RAA board.



## Linda CARUSO

### Present occupation

- Business Owner (Salisbury Country Golf Links)
- Deputy Mayor/Councillor (City of Salisbury)

### Directorships (current)

- Deputy Mayor/Councillor, City of Salisbury

### Directorships (past 5 years)

- Northern Adelaide Waste Management Authority

I have been a member of RAA since 1989.

I am seeking your support to represent a fresh view on the board, with my local government background at the senior level providing me a depth of experience.

I would like to be elected to approach all issues on the RAA and make them a priority and be an effective contributor on your behalf.

I believe RAA should focus on attracting more residents to join.

In my experience as a deputy mayor I have been involved in many community organisations from rotary clubs, churches, sporting bodies and schools.

I bring along financial management experience and will be a good advocate for the board.

“No issues too big or too small.” I would like this opportunity to be your fresh voice on the board.

A vote for me is a vote in the right direction.



## James SARAH\*

### Present occupation

- Builder, Sarah Group

### Academic qualifications

- Bachelor of Applied Science in Building Studies, South Australian Institute of Technology (Now UniSA)
- Master of Business Administration, Bond University
- Diploma Company Directors Course, Australian Institute of Company Directors
- Owner/President Management Program, Harvard Business School

### Directorships (current)

- Director, Sarah Group of Companies
- Director, Royal Automobile Association of South Australia Inc

### Directorships (past 5 years)

- Director, Masonic Homes Pty Ltd
- Director, Masonic Charities Pty Ltd
- Member, Young Presidents Australia/New Zealand Regional Board
- Member, University of South Australia International Graduate School of Business MBA Advisory Board

### Memberships and affiliations

- Fellow, Australian Institute of Building
- Fellow, Australian Institute of Company directors
- Honorary Life Member, Property Council of Australia South Australian Division

I am seeking re-election to the Board so that I can continue to serve our members in the direction and governance of our wonderful organisation. I am a proven successful Board Member and have a deep working knowledge of the business, advocacy and community service sectors. This enables me to focus very clearly on ensuring everything the organisation does is for the benefit of our members.

The RAA is a large, complex business and I have the requisite education and experience to guide it through the rapidly changing environment we operate in. My extensive experience in various industry bodies and associations means I am able to apply my skills to ensure very effective advocacy on behalf of our members across a wide range of issues.

My strong sense of community service means I am committed to giving of my time and diligence to the duties involved in serving our members.

*\*Denotes a retiring Director standing for re-election*



## Kathy GRAMP\*

### Present occupation

- Non-Executive Director

### Academic qualifications

- Bachelor of Arts (Accountancy), University of South Australia

### Directorships (current)

- Director, Royal Automobile Association of South Australia Inc
- Director, Codan Ltd
- Director, Uniti Wireless Ltd
- Director, Australian Institute of Company Directors
- Director, Silver Chain Group Ltd
- Director, Adelaide Community Healthcare Alliance Inc
- Director, Bushfire & Natural Hazards Cooperative Research Centre
- Council Member, Flinders University Council
- Council Member, Prince Alfred College Council

### Directorships (past 5 years)

- Director, Godfreys Ltd
- Director, Masonic Homes Pty Ltd
- Director, Masonic Charities Pty Ltd
- Director, Southern Cross Media Group Ltd
- Director, Adelaide Convention Centre

### Memberships and affiliations

- Fellow, Australian Institute of Company Directors
- Fellow, Institute of Chartered Accountants Aust & NZ

Since my appointment in 2013, it has been a privilege to serve RAA and its members and to contribute towards a great South Australia.

My priorities continue to be the provision of innovative products and services that meet our members needs, delivered by a sustainable and trusted organization, and to deliver the best outcomes for South Australia through active advocacy for investment in road infrastructure and safety policies that will benefit both business and the broader community.

I am a highly motivated and community minded Director and I bring to RAA the skills and experience gained at both board and executive levels across a diverse range of Australian organizations. This I believe will be important as we embrace new opportunities in a more complex and challenging environment.

I seek your support to allow me to continue to proudly serve RAA members and our community.

*\*Denotes a retiring Director standing for re-election*



## Ray GRIGG\*

### Present occupation

- Non Executive Director / Chairman

### Directorships (current)

- Director, Royal Automobile Association of South Australia Inc
- Chairman, Bedford Phoenix Inc.
- Chairman, Bedford Group Ltd
- Mayor, Town of Walkerville

### Directorships (past 5 years)

- President & Chairman of Royal Automobile Association of South Australia Inc
- President and Chairman of RAA Insurance Holding Ltd
- President and Chairman of Australian Automobile Association
- Vice President, Federation Internationale de Automobile (FIA)
- Chairman, SA Government High Level Automotive Advisory Group

### Memberships and affiliations

- Fellow, Society of Automotive Engineers Australasia (Past President)
- Fellow, Society of Automotive Engineers – International
- Fellow, Australian Institute of Company Directors
- Fellow, Institute of Managers and Leaders
- Patron & Business Ambassador, Central Districts Football Club

It has been an honour and a privilege to represent the members of the RAA as a Past President and Chairman of the Board and currently as a Director.

I seek your support in continuing to provide strong leadership and ensuring best practise governance processes are maintained together with responsible oversight of operations.

As a Director, I will continue to represent our members ensuring that all decisions made at the Board are in the member's best interests and of value to them. Given my Automotive Industry, Business and Local Government background, experiences and capability, I can and will continue to ensure RAA's Strategic direction, business improvement and growth through new initiatives is to the benefit of members.

I ask for your support in allowing me to continue to proudly serve RAA and its members.

*\*Denotes a retiring Director standing for re-election*



## George HOBBS

### Present occupation

- Managing Director, Strategic Chemistry Pty Ltd

### Academic qualifications

- Bachelor of Technology, Brunel University London, UK
- Graduate Certificate in Wine Business, University of Adelaide, South Australia

### Directorships (current)

- Council Member and Vice President, National Trust of South Australia
- Managing Director, Strategic Chemistry Pty Ltd

### Directorships (past 5 years)

- Council Member, State Heritage

### Memberships and affiliations

- Member, Australian Institute of Company Directors
- Fellow, Energy Institute
- Fellow, Institute of Corrosion
- Life Member, Society of Petroleum Engineers
- Justice of Peace member of Royal Association of Justices of South Australia

If elected, I will use my extensive professional experience to help make life better and safer for all road users. I will seek reviews of SA's public transport, traffic management and rural road maintenance to save lives and reduce fuel consumption, pollution and travel time.

After 42 years in the energy sector, I see a requirement for more strategic thinking in petroleum supply security for both Australia and South Australia.

The RAA is an institution with a large membership base, and could be more influential for all South Australians. Its voice should make a difference on issues such as the O-Bahn extension, which went ahead despite very obvious public opposition. To further tourism in South Australia, I will promote the association the RAA has had with the National Trust of which I am Vice-President and has 180+ built and natural heritage tourism attractions around the State.