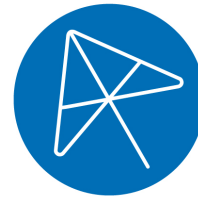2021

Internet
Association
of Australia

2021 AGM PACK
INTERNET ASSOCIATION OF AUSTRALIA LTD

ANNUAL GENERAL MEETING 2021

The Annual General Meeting of the Internet Association of Australia is to be held by video conference (Zoom) on:
Wednesday 17 November 2021
5.00pm AEDT / 2.00pm AWST

AGENDA

Meeting Open	David Hooton Chair	Declaration of Quorum Introduction and welcome to members Motion to accept previous minutes
Deputy Chair Report	Matthew Enger	Presentation of the Audited Financials Motion to accept financials Motion to appoint the auditor and set the fee for FY21-22
CEO Report	Narelle Clark	Presentation of CEO Report
Board Election	Kitty Hibble as Returning Officer	Election of members of the board The following candidates have been nominated: - Daryl Collins - Nate Garr - Richard Thompson
Election Results	Kitty Hibble	Announcement of Election Results
Meeting Close	David Hooton	

ANNUAL GENERAL MEETING 2020

The Annual General Meeting of the Internet Association of Australia is to be held by video conference (Zoom) on:
Tuesday 27 October 2020
4.30pm AEDT / 1.30pm AWST
Level 2, 151 Macquarie Street, Sydney NSW 2000

DRAFT MINUTES

Meeting Open	Nathan Brookfield	Nathan Brookfield opened the meeting at 4.32pm AEDT / 1.32pm AWST
		Apologies were received from David Hooton, Chair
		Quorum was confirmed by Executive Officer Kitty Hibble
		Nathan Brookfield welcomed members to the 2020 IAA AGM
		Nathan Brookfield put forward the motion that the minutes of the Internet Association of Australia Annual General Meeting 2019 be accepted. **Moved**: Nathan Brookfield **Seconded**: Brett O'Hara accepted
Secretary's Report	Nathan Brookfield	Audited Financials were emailed to all members on Monday 26 October for review.
		Nathan Brookfield put forward the motion that Crunch Auditing ABN 43 158 633 615 of Suite 3, 128 Main Street Osborne Park, WA 6017 be appointed as the Internet Association of Australia auditors for FY20-21. **Moved**: Nathan Brookfield **Seconded**: Brett O'Hara accepted
CEO Report	Narelle Clark	CEO report was presented, including the technical report
Board Election	Daryl Collins as Returning Officer	Election of members of the board by the Professional membership The following candidates have been nominated: - Matthew Enger - Matthew Moyle-Croft - Aftab Siddiqui Election of members of the board by the Corporate membership The following candidates have been nominated: - Matthew Enger, X Integration Pty Ltd - Nate Garr, StackPath, LLC - David Hooton, Field Solutions Group - Brett O'Hara, Vocus - Richard Thompson, Cloudflare

		- Angus Thomson, Fluccs – The Australian Cloud
		A poll was conducted to split a tie for the allocation of terms between David Hooton and Richard Thompson.
Election Results	Daryl Collins as Returning Officer	The returning officer Daryl Collins announced the results of the election
		Professional Member Elections
		- Matthew Moyle-Croft – three year term
		- Matthew Enger – two year term
		Corporate Member Elections
		- Brett O'Hara, Vocus – three year term
		- David Hooton, Field Solutions Group – three year term
		- Richard Thompson, Cloudflare – two year term
		- Nate Garr, StackPath, LLC – two year term
		Thank you to all the nominees and congratulations to the successful candidates.
Special thank you	Brett O'Hara	On behalf of the Board and staff, Brett thanked Nathan Brookfield for his service to the Association and presented him with a gift.
Meeting Close	Nathan Brookfield	NB closed the meeting at 5.02pm AEDT / 2.02pm AWST

ANNUAL GENERAL MEETING 2020

Tuesday 27 October 2020
4.30pm AEDT / 1.30pm AWST
Level 2, 151 Macquarie Street, Sydney NSW 2000
Zoom Video Conference

Attendance Register

Name	Corporate Entity/Professional Member
Aaron Chidiac	Internet Association of Australia Inc.
Abigail Smalley	Internet Association of Australia Inc.
Aftab Siddiqui	Aftab Siddiqui
Alex Maclaren	Vocus
Anders Pedersen	Keepit A/S
Andrew Purcell	Codecom
Andrew Yager	Real World Technology Solutions Pty Ltd
Angus Thomson	Fluccs – The Australian Cloud Pty Ltd
Anthony Schofield	Vocus
Ben Babich	
Brendan Halley	Host Universal Pty Ltd
Chris Ford	MNF Group (Symbio / Telcoinabox)
Christopher Enger	X Integration
Daryl Collins	Akamai International BV
Fatima Dauda	Internet Association of Australia Inc.
Gavin Tweedie	
George Coldham	Professional Member
Ian Manners	ComKal Networks Australia
James Di Trapani	James Di Trapani
Jari Arkko	Ericsson
Jemma Goddard	Internet Association of Australia
John Wooler	N/a
Kieran Wallace	Ruralco Holdings Limited
Kitty Hibble	Internet Association of Australia
Marcus Knight	Internet Association of Australia
Mark Prior	mrp.net
Mark Smith	Aussie Broadband
Matt McDonough	Professional
Matthew Enger	Matthew Enger
Matthew Moyle-Croft	IAA
Narelle Clark	Internet Association of Australia
Nick Bannon	

Attendance Register

Name	Corporate Entity/Professional Member
Nick Pratley	Internet Association of Australia
Nurani Nimpuno	LINX
Pawel Mrugalski	CipherTel Pty Ltd
Richard Thompson	CloudFlare, Inc.
Sam koerner	Beam Internet
Stavros Patiniotis	EscapeNet
Tanzia Hewer	Internet Association of Australia
Terence Sweetser	
Tom Paseka	Cloudflare
Vageesha Madhuranga	Sri Lankan Air Lines
Washif Ahmed	Internet Association of Australia Inc.

ANNUAL GENERAL MEETING 2020

Postal votes received under Rule 50 (9)

Professional Members

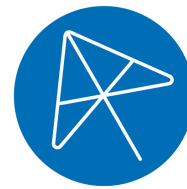| Professional Member |
| --- |
| Nick Bannon |
| Chris Phillips |
| John Wooler |
| David Spruce |
| Kieran Wallace |
| Nathan Garr |
| Nicholas Podmore |
| Alex Austin |
| Jacob Neil Taylor |
| C KAWCHUK |
| Graeme Eastman |
| Gavin Tweedie |
| Ian B Manners |
| Mark Tearle |
| Christopher Enger |
| James Di Trapani |
| Fraser McGlinn |
| Arash Naderpour |
| Patrick Ohearn |
| James Bromberger |
| Andrew Purcell |
| Tom Paseka |
| Aftab Siddiqui |
| Matthew McDonough |
| Grahame Lynch |
| Matthew Moyle-Croft |
| Christian Hailes |
| David Hooton |
| Matthew Enger |
| Daryl Collins |
| Terence Charles Sweetser |
| John Wooler |

ANNUAL GENERAL MEETING 2020

Postal votes received under Rule 50 (9)

Corporate Members

Name of Corporate Member	Representative Name
Fluccs - The Australian Cloud	Angus Thomson
Beam Internet	Sam Koerner
Lumity Technology Solutions Pty Ltd	Damian Guppy
Ruralco Holdings Limited	Kieran Wallace
HostAway Pty Ltd	Ashley Hadassin
Connected Australia Pty Ltd	Matt Maxwell
Lightwire Limited	Chris Browning
HE	walt wollny
Data Express	Ross Tsolakidis
Host Networks	Bob Woolley
Host Universal Pty Ltd	Brendan Halley
Telair	Jon Daniels
QRHUB	Vincent Kennedy
Telcoinabox Operations	Chris Ford
Data Traffic Services Pty Ltd (DTS)	Steve Ritchie
Field Solutions Group Pty Ltd	Andrew Roberts
Simtronic Technologies Pty Ltd	Nathan Brookfield
EscapeNet	Stavros Patiniotis
Get-up Australia (Spark New Zealand)	Mark Lambourne
Vector Fibre	Darshan Jamnadas
Keepit A/S	Anders K. Pedersen
Servers Australia Pty Ltd	Jared Hirst
Exetel Pty Ltd	Brendon Cho
SquareAlpha Pty Ltd	Brad Ticehurst
The IT Consultancy Group P/L	Hugh Blandford
Goldnet Pty Ltd	Daniel Hooper
Zettanet	Simon Dixon
Cloudflare	Tom Paseka
BLUE APACHE PTY LTD	Drikus Brits
ACN 155 975 063 Pty Ltd	Liam Widdowson
BINARY NETWORKS PTY LTD	MICHAEL DIAMOND
Amazon	Jocelyn Bateman
Leap Telecommunications Pty Ltd	Christopher Enger
Vocus	Anthony Schofield
Akamai	Daryl Collins
Real World Technology Solutions	Andrew Yager
IP Transit Pty Ltd	David Hooton
X Integration	Matthew Enger
VostroNet	Jonathon Runge

SPECIAL GENERAL MEETING 2021

Special General Meeting (SGM) of the Internet Association of Australia (IAA)
Arnotts Office - Level 2, 151 Macquarie Street Sydney NSW 2000 and
Online via Zoom video conference
Wednesday 28 July 2021
3.00pm AWST / 5.00pm AEST

MINUTES

Meeting opened at 3.01pm AWST

1. Acknowledgement of Country

IAA Secretary, Matthew Enger (ME) opened the meeting with an Acknowledgement of Country.

2. Introduction and Welcome

IAA Chair, David Hooton (DH) declared quorum at the SGM and welcomed members to the meeting.

3. Agenda Overview

IAA CEO, Narelle Clark (NC) provided an overview of the agenda in accordance with the notice of meeting, and informed members how to raise questions and comments throughout the meeting.

4. Eligibility to Vote

NC provided an overview of Member eligibility to vote, as determined by Rule 50 (7) a) and b) of the IAA Rules, and that Members were advised of their individual standing on entering the meeting. Members were advised of how to query their eligibility where they thought it was incorrect. No member raised any questions regarding their eligibility.

5. Overview of Voting

NC provided an overview of the voting procedures to be followed during the meeting and the method to change a vote already cast online. NC reminded Members that under the Associations Incorporation Act 2015 [WA] 51.(1).(b), a special resolution is passed by the votes of not less than three-fourths of the members of the association who cast a vote.

6. Special Resolution 1

- DH read the first Special Resolution for consideration by members:
  For the Lodgment of application for registration: to consider and, if thought fit, pass the following resolution as a Special Resolution:
  That in view of the dispersed and Australia-wide nature of the operations of the Internet Association of Australia Inc (registration number A1004987S), an application be made in accordance with section 93 of the Associations Incorporation Act 2015 (WA) and regulation 14 of the Associations Incorporation Regulations 2016 (WA) for it to apply for registration as a prescribed body corporate under Part 5B.1 of the Corporations Act 2001 (Cth) and an application be made under Part 5B.1 of the Corporations Act 2001 (Cth) for the Internet Association of Australia Inc to apply for registration as a company limited by guarantee with the proposed name of "Internet Association of Australia Ltd".
- DH called for someone to move the Special Resolution
    - o Matthew Moyle-Croft (MMC) moved the Special Resolution
- DH called for someone to second the Special Resolution
    - o Matthew Enger (ME) seconded the Special Resolution
- DH invited NC to give an overview of the process and timeline followed by IAA leading to the special resolution. NC provided an overview of the process of Member consultation to arrive

at the final draft of the constitution and the timeline of communications and events.
- DH asked if any Members had any questions, and for any speakers for or against the Special Resolution.
    - o Question: How many members provided feedback in consultation.
    - o NC answered 14 members provided feedback and that feedback was overwhelmingly positive.
    - o No other questions.
- DH reminded members of their eligibility to vote and the process to vote.
- DH called for votes FOR the first Special Resolution
    - o Votes counted and recorded
- DH called for votes AGAINST the first Special Resolution
    - o Votes counted and recorded
- DH called for ABSTENTIONS for the first Special Resolution
    - o Votes counted and recorded

7. Results of Voting from Special Resolution 1
- Kitty Hibble presented the results of the vote for the first Special Resolution:
    - o There were 51 online votes received, there was 1 vote received during the meeting.
    - o In order to pass the Special Resolution with the required three-fourths majority, the votes needed FOR were 39.
    - o Of the 52 eligible votes, 43 were FOR, 8 were AGAINST and 1 was ABSTENTION
    - o 82.7% of the members who cast a vote voted FOR the Special Resolution.
- DH announced that on the basis of general agreement the first Special Resolution was carried with the required majority.

8. Special Resolution
- DH read the second Special Resolution for consideration by members:
To approve a constitution for the company: to consider and, if thought fit, pass the following resolution as a special resolution:
That the constitution, tabled at the special general meeting of the Internet Association of Australia Inc held on 28 July 2021 and initialed by the chair of the special general meeting for the purpose of identification (a copy of which was attached to the notice of the special general meeting), be approved for adoption as the constitution of the company "Internet Association of Australia Ltd", with the adoption of the constitution to take effect subject to and from when the Australian Securities and Investments Commission registers the company under Part 5B.1 of the Corporations Act 2001 (Cth), at which point the constitution shall completely replace the existing rules of the Internet Association of Australia Inc and which shall cease to apply from that date.
- DH called for someone to move the Special Resolution
    - o Matthew Moyle-Croft (MMC) moved the Special Resolution
- DH called for someone to second the Special Resolution
    - o Matthew Enger (ME) seconded the Special Resolution
- DH invited NC to give an overview of the proposed Constitution. NC provided an overview of the proposed Constitution and the major differences as compared to the existing IAA rules.
- DH asked if any Members had any questions, and for any speakers for or against the Special Resolution.
    - o Question: Re removal of directors by members.
    - o NC answered that under clause 10.9, voting members may by ordinary resolution remove a Director before the expiration of the Director's period of office.
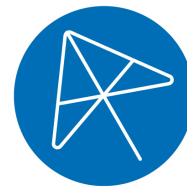   - o No other questions.

- DH reminded members of their eligibility to vote and the process to vote.
- DH called for votes FOR the first Special Resolution
  - Votes counted and recorded
- DH called for votes AGAINST the first Special Resolution
  - Votes counted and recorded
- DH called for ABSTENTIONS for the first Special Resolution
  - Votes counted and recorded

9. Results of Voting from Special Resolution 2

- Kitty Hibble presented the results of the vote for the second Special Resolution:
  - There were 51 online votes received, there was 1 vote received during the meeting.
  - In order to pass the Special Resolution with the required three-fourths majority, the votes needed FOR were 39
  - Of the 52 eligible votes, 43 were FOR, 8 were AGAINST and 1 was ABSTENTION
  - 82.7% of the members who cast a vote, voted FOR the Special Resolution.
- DH announced that on the basis of general agreement the second Special Resolution was carried with the required majority.

10. Close

DH thanked members for attending and voting and closed the meeting at 3:24pm AWST

SPECIAL GENERAL MEETING 2021

Special General Meeting (SGM) of the Internet Association of Australia (IAA)
Arnotts Office - Level 2, 151 Macquarie Street Sydney NSW 2000 and
Online via Zoom video conference
Wednesday 28 July 2021
3.00pm AWST / 5.00pm AEST

Attendance Register

Name	Corporate Entity/Professional Member
Alan Arnotts	IAA legal counsel
Anshul Aggarwal	Association Forum guest
Anthony Schofield	Vocus Group Limited
Brett O'Hara	Vocus Group Limited
Daryl Collins	Akamai International BV
David Hooton	IP Transit Pty Ltd (FSG MSP PTY LTD)
Emily Gallarde	IAA Staff
Fahad Khan	
Fatima Dauda	IAA Staff
Gavin Tweedie	Professional Member
Iris Rad	
Jemma Goddard	IAA Staff
John Peacock	Association Forum Guest
Jonathan Beran	IAA Guest
Kathy Nguyen	Association Forum guest
Kitty Hibble	IAA Staff
Matthew Enger	Professional Member
Matthew Moyle-Croft	Professional Member
Megan Smith	Professional Member
Narelle Clark	IAA Staff
Nathan Brookfield	Simtronic Technologies Pty Ltd
Nick Bannon	Professional Member
Nick Pratley	IAA Staff
Nitika Midha	IAA Staff
Richard Thompson	Cloudflare Australia Pty Ltd
Terry Sweetser	Professional Member

SPECIAL GENERAL MEETING 2021
Postal votes received under Rule 50 (9)

Professional Members

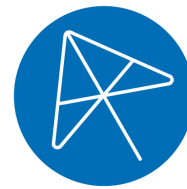| Professional Member |
| --- |
| Nick Bannon |
| Andrew Purcell |
| Arash Naderpour |
| Aftab Siddiqui |
| Matthew Moyle-Croft |
| Aubrey Adams |
| Scott Reed |
| Hugh Blandford |
| Ian Manners |
| Christopher Enger |
| Andrew Goodlet |
| Tim Raphael |
| James Higgins |
| Christian Hailes |
| Daryl Collins |
| Dave Mill |
| George Coldham |
| Brett O'Hara |
| Matt McDonough |
| Joe Wooller |
| Will Dowling |
| Gavin Tweedie |
| Alex Austin |
| David Hooton |
| Matthew Enger |
| Nathan Brookfield |

SPECIAL GENERAL MEETING 2021

Postal votes received under Rule 50 (9)

Corporate Members

Name	Corporate Entity
Richard Ham	QXTN Pty Ltd
Daryl Collins	Akamai
Matthew Perkins	Spectrum Networks
Gary Meers	saberVox
Anders K. Pedersen	Keepit A/S
Damian Ivereigh	Launtel Pty Ltd
Brenton Hewitt	ANFIUWP
Brett Hanson	CorpCloud Pty Ltd
Andrew Yager	Real World Technology Solutions
Jocelyn Bateman	Amazon Web Services
Jon Daniels	Telair
Chris Browning	Lightwire Limited
Mike O'Connor	Jazmin Communications Pty Ltd
Vincent Kennedy	QRHUB Pty Ltd
Nathanael Bettridge	Prodigy Communications Pty Ltd
Liam Widdowson	A.C.N 155 975 063 Pty Ltd
Jonathon Runge	VostroNet
Bob Woolley	Host Group of Companies Pty Ltd
David Hooton	Field Solutions Group
David Hooton	IP Transit Pty Ltd
Anthony Schofield	Vocus
Geoffrey Brann	Symbio Wholesale Pty Ltd
Matthew Enger	X Integration Pty Ltd
Nathan Brookfield	Simtronic Technologies Pty Ltd
Greg Lipschitz	The Summit Group (Australia) Pty Ltd

Zoom Tips and Testing

Join a Test Meeting

- You may use a test meeting to ensure your browser and audio is compatible with Zoom.

How do I join a Meeting?

- This step by step guide shows you how to join a meeting with Zoom
- This additional guide explains joining a webinar

My sound or video won't work!

- You will need the latest version of Chrome, Safari, Internet Explorer 11, Edge or Firefox.
- Try testing your video

How to get involved

Ask Questions

- Raise your hand to ask questions during Q&A
- Submit written questions using the Q&A button

Chat with Others

- Chat with other attendees
- If you need Zoom help, you can ask here

We're Recording

- The event is being live-streamed and recorded. The recording will be available to re-watch on the IAA Facebook page.