

Nomination of Member-nominated Director

Hunter Primary Care Limited



NOTICE To all members of Hunter Primary Care Ltd

Notice is given that the Annual General Meeting of Hunter Primary Care Ltd (HPC) will be held on Tuesday 17 November 2020. The Board has approved the conduct of an election for Member-nominated Directors at the Annual General Meeting in accordance with the Election Policy (available from the Returning Officer).

In accordance with the *Constitution Paragraph 24, Election of Member-nominated Directors*, nominations are called for two (2) Member-nominated Directors to hold office from the Annual General Meeting, 17 November 2020 as per the Constitution.

Each Member-nominated Director must be a Primary Member of Hunter Primary Care Ltd and must be elected by Primary Members of the Company. All Board members are required to undertake a National police check and meet the requirements of HPC's staff screening policy (Employee Screening HR 6 available from the Returning Officer).

Nomination of candidates

The two (2) Member-nominated Directors will be elected by the members of the Company in accordance with the following procedure:

1. Membership of the Board of Directors of the Company by employees or contractors will be considered in normal practice a conflict of interest. Membership of the Board will not be open to current employees and contractors of the Company. An exception to this policy is a GP employed or contracted by the Company to work only in GP Access After Hours. Otherwise the Board may allow membership of the Board by an employee or contractor on consideration of the relevant conflict of interest;
2. Any two (2) Primary Members of the Company can nominate any other Primary Member of the Company to be a Member-nominated Director on the Board;
3. A separate nomination form of two pages must be completed for each candidate and must be lodged with the Returning Officer before the close of nominations.
4. A nomination form:
 - a. must be signed by two people (a proposer and a seconder) who are each entitled to vote at the election, and
 - b. must be endorsed with, or accompanied by, the written consent of the nominee.
5. The Returning Officer must reject a nomination form if it does not comply with paragraphs 1 to 4 above, or if the candidate is not eligible for election, or if the candidate is disqualified from being a Director of a company by the Australian Securities and Investment Commission (ASIC).
6. The Returning Officer must give written notice to each candidate:
 - a. of the fact that his or her nomination form has been rejected, or
 - b. of the fact that the candidate has been duly nominated,as the case requires.
7. **The nomination must be lodged with and received by the Company Secretary, PO Box 572, NEWCASTLE NSW 2300 by 5.00pm on Monday 12 October 2020.**
8. A candidate may provide to the Returning Officer a passport-size personal photograph with their completed nomination form. If an election is required, the Returning Officer:
 - a. may edit the statements on the nomination form for length, and
 - b. after obtaining the consent of the candidate to any amendments, must arrange for page 2 of the nomination form to be printed with any accompanying photograph.
9. The Company Secretary is the Returning Officer for this election. Ms Sally Henning will act as Deputy Returning Officer.