

# Notice of Annual General Meeting

**South East Districts Financial Services Limited  
A.B.N. 50 147 950 178**

**To be held 6.30pm for 7.00pm on Monday 18 November 2024  
at Tasmanian Junior Beekeepers 'Bee Hub'  
480 Middle Tea Tree Road, Richmond, Tasmania**

## Ordinary Business

### 1. Receipt of the Annual Report

To receive the company's Financial Report, the Director's Report and the Auditor's Report for the year ended 30 June 2024.

### 2. Election of Directors

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

- (a) That **Pamela Mary Giffard** is elected as a Director of the company.
- (b) That **Ryan Joshua Jones** is elected as a Director of the company.
- (c) That **Melinda Jane Reed** be re-elected as a Director of the company.
- (d) That **Darryn John Charles Scott** be re-elected as a Director of the company.

### 3. Appointment of Auditor

Vote not required, as Andrew Frewin Stewart continue as approved Auditor of the company.

## Special Business

### 4. Company name change

To consider, and if thought fit, approve the company name *South East Community Enterprises Limited*.

### 5. Mission Statement

To consider, and if thought fit, approve *South East Community Enterprises Limited's Mission Statement*.

## Important information for Shareholders

### *Meeting details:*

The Annual General Meeting will be held in person at 7.00pm AEDST on Monday 18 November 2024. There will be no virtual option offered to shareholders to join the Annual General Meeting. Shareholders are provided with a Proxy Voting form if they cannot attend in person.

### *How to vote:*

Each shareholder is, or joint shareholders are, entitled to only one vote. Shares will be taken to be held by the persons whose names appear on the South East Districts Financial Services Limited share registry as at 5pm AEDST on Friday 15 November 2024.

Please note that after voting by proxy prior to the meeting, registered shareholders can still vote in person at the Annual General Meeting should they wish to change their vote. Proxy Forms may be submitted up until 5pm AEDT on Thursday 14 November 2024 to South East Districts Financial Services Limited at: [secretary@sedfsl.com.au](mailto:secretary@sedfsl.com.au) or PO Box 197 Sorell, Tasmania, 7172 or Bendigo Bank Community Bank, Coles Plaza, 12 Cole St Sorell, Tasmania.

### *Need help?*

If you have any questions about the Annual General Meeting or voting process, please email me at [secretary@sedfsl.com.au](mailto:secretary@sedfsl.com.au) or telephone 0408 554 934.

By order of the Board.

**Melinda Reed**  
Company Secretary  
22 October 2024

# Notice of Annual General Meeting

## 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) **Pamela Mary Giffard**, having been appointed by the Board since the last AGM, retires in accordance with the constitution of the company, and being eligible, offers herself for election.

(b) **Ryan Joshua Jones**, having been appointed by the Board since the last AGM, retires in accordance with the constitution of the company, and being eligible, offers himself for election.

(c) **Melinda Jane Reed** retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election.

(d) **Darryn John Charles Scott** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.

#### **Pamela Mary Giffard (appointed 7/3/2024)**

Pam enjoyed a long career in nursing and management in the private health sector. Pam and family are long term Kellevie, Dunalley and Sorell community members across 43 years. A hands-on person, Pam is always active in the community and a volunteer with many organisations, bringing extensive professional and community experience to the company. Pam recently took up the role of the Board's Minute Secretary and also serves on the Marketing & Sponsorship Committee.

#### **Ryan Joshua Jones (appointed 26/6/2024)**

Ryan and his young family have lived in Sorell for the past seven years. As well as being family-oriented, Ryan owns and operates a landscaping business employing five people that services the southern parts of Tasmania. Ryan has a Diploma in Horticulture and a Diploma in Project Management. He is a member and past president of the Rotary Club of Sorell. Ryan has decreased the average age of the Board significantly, bringing fresh energy and enthusiasm to our efforts.

#### **Melinda Jane Reed**

A director since 2013, Melinda is also the appointed Company Secretary (2014-2019, 2020-present). Melinda is a Sorell Councillor, community advocate, writer and editor. An experienced director and member of the Governance Institute of Australia, Melinda holds a Business Degree and a Graduate Diploma in Public Relations and enjoyed a long career with the Australian Taxation Office at state and national levels, including Senior Communication Adviser 1996-2010. A director of CPS Credit Union 1998-2000, elected to the Community Bank National Council 2019-2022, past president of Okines Community House 2015-2022, board member of Neighbourhood Houses Tasmania 2018-2023, serves on the national peak ANHCA and is a long-standing volunteer with Dodges Ferry Primary School Association and Sorell Historical Society.

#### **Darryn John Charles Scott**

A director since 2016, Darryn serves on the Marketing & Sponsorship Committee. Darryn is Managing Director of S Commercial Project Consulting Pty Ltd, a building and development consulting firm and is Managing Director of S Property Developments, a property development company. Member of the Master Builders Association of Tasmania (former chair of the Commercial Sector). Darryn holds a Diploma in Management and is currently specialising in property development feasibility, project management, construction management and design management.

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## Agenda item 4: Company name change

The board is seeking shareholder approval to update the company name from South East Districts Financial Services Limited to **South East Community Enterprises Limited**.

The new company name describes the company's 'profit for purpose' role as a Community Bank company.

The name better aligns with the nature of the company owned by members of the community and our structure where each shareholder has only one vote, regardless of the number of shares held.

In adopting a new name, we are following the lead of other successful Community Bank companies with a 'Community Enterprise' name signifying the unique benefits of the Community Bank model – community strengthening achieved by investing our share of profits back into local community organisations and supporting social outcomes. It's what makes us 'Bigger than a Bank'.

The new name supports social enterprise accreditation of South East Community Enterprises Limited with Social Traders to formally recognise the contribution we make to our community.

The Board recommends that you consider the company name and vote in favour of the resolution.

## Agenda item 5: Company mission statement

The Board of South East Community Enterprises Limited is seeking shareholder approval of a **Mission Statement** (attached) that has been developed for the purpose of supporting South East Community Enterprises Limited's application for social enterprise accreditation with Social Traders Ltd (ABN 42 132 665 804) (**Social Traders**).

Shareholder endorsement will enable South East Community Enterprises Limited to achieve social enterprise accreditation with Social Traders and to be formally recognised for the contribution we've made to our community.

Approval of the Mission Statement is required for certification by Social Traders and has three components:

1. Our company's **commitment to social purpose**.
2. Confirmation **dividends** made by our company are not greater than **distributions** to the community in any year.
3. Any **future changes to the Mission Statement** must be through a special resolution of shareholders.

Please refer to the South East Community Enterprises Limited Mission Statement for details.

The Board recommends that you consider the Mission Statement and vote in favour of the resolution.

# South East Community Enterprises Limited

## Mission Statement

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### Background

The directors of South East Community Enterprises Limited intend to submit an application for certification as a social enterprise with Social Traders Ltd (ABN 42 132 665 804) (**Social Traders**). Social Traders are the pioneers of social enterprise procurement in Australia and is Australia's only social enterprise<sup>1</sup> certifying body.

The mission statement set out below has been prepared to support South East Community Enterprises Limited's application with Social Traders and is presented to shareholders for approval.

### Commitment to social purpose

1. In seeking certification with Social Traders, commits to the following mission statement (**Mission Statement**):  
***“South East Community Enterprises Limited's mission is to be a substantial, sustainable community-built business that contributes to community prosperity.”***
2. As a franchisee of Bendigo and Adelaide Bank Limited, South East Community Enterprises Limited is committed to returning profits generated from the operation of its Community Bank branch to local communities. The directors consider that the Mission Statement aligns with South East Community Enterprises Limited's Environmental, Social and Governance aspirations and its continued commitment to local communities.

### Dividends and distributions

3. In seeking certification with Social Traders, South East Community Enterprises Limited commits to the following dividends and distributions statement:  
***“While South East Community Enterprises Limited operates as a social enterprise and maintains its certification with Social Traders, in distributing dividends in any 12-month period, the distribution for the period must not exceed an amount equivalent to or more than the verified public or community benefit (which is accepted by Social Traders) and/or otherwise must meet the relevant certification criteria of Social Traders.”***
4. The above statement supports South East Community Enterprises Limited's commitment to returning profits to local communities, whilst acknowledging the ongoing support and contributions from shareholders. The directors consider that this commitment provides a fair and balanced approach to local communities and to shareholders.

### Changes to this Mission Statement

5. In seeking certification with Social Traders, South East Community Enterprises Limited agrees that this Mission Statement may only be amended or repudiated as follows:  
***“Any change to or repudiation of this Mission Statement requires the passing of a special resolution by shareholders.”***
6. Once certification with Social Traders has been obtained, any changes to this Mission Statement may result in South East Community Enterprises Limited's loss of certification by Social Traders. Accordingly, this Mission Statement may only be amended or repudiated by a special resolution.

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<sup>1</sup> For the purposes of this Mission Statement, a social enterprise means an entity that is recognised by Social Traders as a 'Social Enterprise' under its certification criteria. A Community Bank company that does not have such certification from Social Traders is not a social enterprise.