



DESTINATION SOUTHERN TASMANIA LIMITED

A.C.N. 156 395 970

ANNUAL GENERAL MEETING

Thursday 22nd September 2016

Best Western Hobart, 156 Bathurst Street, Hobart

Please find attached the following:

- Notice of DST Annual General Meeting to be held on 22nd September 2016 at 4pm
- Notice of Special Business to amend the Constitution of Destination Southern Tasmania Limited
- Appointment of Proxy Form
- Nomination Form for Election to the Board of Directors

Nominations for member elected Directors

The DST Constitution provides for five (5) Directors to be elected by the membership to serve two year terms. Having served two years, Directors are required to retire by rotation and are eligible for re-election.

This year the retiring Directors are:

Vincent Barron, Barron Associates
Anne McVilly, Port Arthur Historic Site Management Authority
Malcolm Wells

All are eligible for re-election.

Directors having one year of their term remaining are:

Will Barbour, RACT
Tom Wootton, Pumphouse Point

Nominations are invited for the election of three (3) Directors to the Board of DST.

Nominations should be made on the attached Nomination Form and be accompanied by a CV of no more than 200 words, describing the relevant skills and experience of the nominee.

Both documents should be lodged with DST by 5pm Wednesday 7th September 2016.

The Articles provide that in electing a person to be an Elected Director of the Company the members should seek to elect, and in appointing a person to be a Director of the Company, the members should seek to appoint persons who have one or more of the following attributes:

- High level skills and extensive experience in commerce, accounting, finance or the law, or in a combination of one or more of these fields of expertise and preferably coupled with experience in or exposure to the tourism industry
- Skills and experience in marketing-related businesses
- Skills and experience in a travel, tourism or event related business
- Skills and experience to enable DST to meet its objectives
- Skills and experience in Local Government



A list of nominees for election will be distributed on or before 15th September 2016 and if the number of nominations exceeds the number of vacancies, being three (3) Directors, a secret ballot will be held at the AGM to be held on 22 September 2016.

To attend and vote at the AGM

Members must be financial at the time of the AGM to attend the meeting and vote. Financial members unable to attend the AGM may appoint a proxy (details below).

To appoint a proxy

Complete the Appointment of Proxy form attached and lodge with DST by mail, email or in person by 5pm on Monday 19th September 2016.

Returns and enquiries

Returning Officer

Chris Carrick

GPO Box 184

Battery Point 7004

Phone 6223 5650

dstadmin@southerntasmania.com.au



DESTINATION SOUTHERN TASMANIA LIMITED

A.C.N. 156 395 970

NOTICE OF ANNUAL GENERAL MEETING

In accordance with the Constitution of Destination Southern Tasmania Limited, you are hereby advised that the Annual General Meeting of Destination Southern Tasmania Limited will be held on:

Thursday, 22nd September 2016

At the Best Western Hobart

156 Bathurst Street, Hobart

Commencing at 4.00pm

AGENDA

1. Chairman's Welcome
2. Apologies
3. Registration of proxies
4. Minutes of the previous AGM held on 27 August 2015
5. Presentation of Annual Report 2015-16
 - 5.1 Chairman's Report
 - 5.2 Financial Statements for the year ended 30 June 2016
6. Election of Directors
8. Appointment of Auditor
9. Chief Executive's Address
10. Special Business
 - 10.1 Proposed Amendments to Constitution
11. General Business of which notice has been given
12. Close of Meeting

Chris Carrick
Company Secretary

Phone: 6223 5650
Email: dstadmin@southerntasmania.com.au



DESTINATION SOUTHERN TASMANIA LIMITED

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PROPOSAL TO AMEND THE CONSTITUTION OF DESTINATION SOUTHERN TASMANIA LIMITED

It is proposed that Members consider, and if thought fit, approve the following amendments to the constitution of Destination Southern Tasmania Limited.

ARTICLE 7 DIRECTORS

7.1 The Board

Proposed amendment:

Article 7.1 to now read;

'The Board shall consist of eleven persons and shall be comprised of:

- (a) Five (5) Directors appointed by the Board ; and
- (b) Six (6) Directors (the Elected Directors) to be elected by the members of the Company in General Meeting.'

Currently the Board consists of 11 persons of whom 6 are appointed and 5 are elected.

Of the appointed Directors, 2 are from Southern Councils, 2 from Local Tourism Associations, one is a nominee of Tourism Tasmania and one is appointed by the Board.

Under a renegotiated Grant Deed with the State Government, Tourism Tasmania did not require a nominee on the Board.

It is proposed that this position now be filled by an Elected Director. This results in the number of elected Directors now being 6, which is a majority of the Board.

If the above amendment is approved, an on-line election will be held as soon as possible to fill the position of the additional Elected Director.

7.2 Appointment of Directors

Proposed amendment:

Article 7.2 to now read;

'Of the Directors appointed pursuant to Article 7.1(a):

- (a) Two (2) Directors shall be persons appointed by the Board from nominees sought by the Board from the Councils of Southern Tasmania.
- (b) Two (2) Directors shall be persons chosen by the Board from nominees sought by the Board and who reflect Southern Tasmanian regional representation and regional dispersal objectives.'
- (c) One (1) Director shall be a person whom the Board considers to be an appropriate person to assist the Company in the attainment of the objectives of the Company as specified in Article 1.5.

The only change is to 7.2 (b)

The structure of the Local Tourism Associations (LTA) in Southern Tasmania has changed significantly and the process of seeking two nominees from the LTA's is no longer appropriate.

It is therefore proposed that the 2 Directors previously appointed from nominees of the LTA's, be now appointed by the Board seeking persons "who reflect Southern Tasmanian regional representation and regional dispersal objectives". The requirement for a nominee from Tourism Tasmania is removed from this clause.

7.3 Insufficient Nominees

Proposed amendment

(a) line 2; delete the words "or 7.2(c)".

This change removes a reference to the Tourism Tasmania nominee.

7.5 Postal Ballot

Proposed amendment

Article 7.5 to now read;

'Notwithstanding the provisions of Article 7.4 (Manner of Election of Directors) if the Directors so determine the election of Directors may take place by means of a postal ballot or electronic or on-line voting conducted in such manner not inconsistent with the Corporations Law as the Directors may determine.'

The Articles currently provide for a postal ballot, which interpretation does not include electronic or on-line ballots. This change formalises approval of those applications.



DESTINATION SOUTHERN TASMANIA LIMITED

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ANNUAL GENERAL MEETING

Thursday 22nd September 2016 at 4.00pm

Nomination to DST Board of Directors

We hereby nominate: _____
of (city/town): _____

To serve as a Director on the Board of Destination Southern Tasmania from 22nd September 2016.

Nominated by:

Name: _____ Signature: _____

Business Name: _____

Dated this day: _____

Seconded by:

Name: _____ Signature: _____

Business Name: _____

Dated this day: _____

I hereby accept the nomination: _____

Signature: _____

Attach a CV of no more than 200 words detailing the relevant skills and experience of the nominee.

Forward to:

The Returning Officer

Destination Southern Tasmania

GPO Box 184

Battery Point 7004

For Hand Delivery:

Level 2, 13-17 Castray Esp.

Hobart 7000

dstadmin@southerntasmania.com.au

To be received no later than 5pm Wednesday 7th September 2016.



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APPOINTMENT of PROXY

I, _____ of _____

Being a member of Destination Southern Tasmania, hereby appoint

_____ Of _____

or failing him/her _____ of _____

as my proxy to vote for me on my behalf at the Annual General Meeting of the Company, to be held on the 22nd September 2016 and at any adjournment thereof.

My proxy is hereby authorised to vote at his/her discretion.

Signed/Name _____

This _____ day of _____ 2016.

This form must be received via mail, email or at the DST office by 5pm on 19th September 2016.

Email: dstadmin@southerntasmania.com.au

Phone: 6223 5650

GPO Box 184

Battery Point TAS 7004

For Hand Delivery:

Level 2, 13-17 Castray Esplanade

Hobart TAS 7000