



COMMITTEE FOR BRISBANE

ACN 699 680 101

2026 AGM- Board of Directors

FAQs

Key dates:

- Nominations open: 12 October 2026
- Nominations close: 19 October 2026
- AGM notice issued: 26 October 2026
- Proxy deadline: 16 November 2026
- AGM: 18 November 2026

What Board positions are available?

At the 2026 AGM, the following positions are required to be filled:

- Up to seven (7) Elected Directors

Under the Constitution of the Committee for Brisbane, Members must elect not less than three and up to seven Elected Directors.

Subsequent to the AGM, the Board may choose to appoint up to an additional two Appointed Directors, based on their particular skills and experience.

As this is the first AGM of the Committee for Brisbane Limited, all Board positions will be vacated at the meeting. Any First Directors (former Management Committee members) seeking to retain a position on the Board are required to renominate at the AGM and must be elected by Members.

Can current First Directors nominate for election?

Yes. All First Directors retire at the first AGM of the Company. A First Director who is eligible may renominate for election and must be elected by Members in the same manner as any other candidate.

What is the difference between a Management Committee and Board of Directors?

As the Committee for Brisbane has recently transitioned to become a Company Limited by Guarantee, its governing body is now a Board of Directors, and its governing body members are Directors, not Management Committee members.



A Management Committee and Board perform many of the same functions: setting direction, overseeing finances, managing risk and ensuring accountability. The primary difference is the legal structure under which they operate and the corresponding governance obligations.

A Board of Directors is the governing body of a company and operates under the Corporations Act, with directors holding specific legal duties and responsibilities. A Management Committee performs a similar governance role for an Incorporated Association but operates under state-based associations legislation, with members typically referred to as committee members rather than Directors.

What are the legal duties of a Board Director?

Directors of the Committee for Brisbane Ltd are subject to the duties imposed under the Corporations Act 2001 (Cth) and the Constitution. Directors are required to:

- Act in good faith and in the best interests of the Committee for Brisbane
- Act for a proper purpose
- Exercise care and diligence
- Avoid improper use of their position
- Avoid improper use of information obtained as a Director
- Disclose and appropriately manage conflicts of interest
- Ensure compliance with applicable laws and governance requirements

Directors must act in the interests of the Committee for Brisbane as a whole, rather than in the interests of the organisation that nominated them.

Are Directors personally liable for decisions of the Board?

The Committee for Brisbane is a Company Limited by Guarantee. Directors have legal responsibilities under the Corporations Act and may in certain circumstances be personally liable for breaches of those duties. The Constitution also contains indemnity and insurance provisions intended to protect Directors to the maximum extent permitted by law.

Am I eligible to nominate to be a Board Director?

Elected Directors must be an individual; a financial Member (or an employee of the Member who nominated them); supportive of the Objects of the Company; and not be prevented from holding the office of Director.

A Member cannot nominate to become a Director if an employee of that Member is already a Director (i.e. there can be no more than one representative from any Member represented on the Board).

A board skills composition matrix has been developed for the Committee for Brisbane, which provides a guide to nominees on the desirable balance of skills and qualities for the Board.

Who can nominate me?



Any two financial Members can nominate and second a candidate for election. The Consent Form and Nomination Form available from the Committee for Brisbane website must be completed and returned by the required timeframe to be considered a valid nomination.

Who can vote for me?

All Members are entitled to one vote at a general meeting. This may be in person, by their duly appointed Member Representative, or by not more than one proxy. Friends of the Committee are not entitled to vote.

How many votes does a member get?

All Members are entitled to one vote at a general meeting.

Can I nominate for an Executive position?

The Board of Directors appoint the executive positions of Chair and Deputy Chair from Elected and Appointed Directors.

What is the time commitment expected of Directors?

Directors are required to act in the best interest of the Committee for Brisbane and are expected to use their best endeavours to:

- Attend Board meetings ~ 9 meetings per year from February to December. Meetings generally last for 90-120 minutes and are held at a time and day that is suitable to the Board
- Prepare for meetings, through reading Board papers and reference documents
- Participate in formal Working Groups, which will be established by the Board and be delegated responsibility for matters such as Finance, Audit and Risk
- Attend out-of-cycle meetings and workshops
- Attend Committee for Brisbane events

How long is the term for a member of the Board?

The term of any Elected Director of the Board is for 2 years from the AGM at which they are elected.

An Elected Director may nominate for re-election at a subsequent AGM, noting a person cannot serve more than an aggregate total of six AGMs as an Elected Director (and six years as an Appointed Director)

When do nominations open?

Nominations open on Monday, 12 October, 2026.



When do nominations close?

Nominations close at 5.00pm (AEST) on Monday, 19 October, 2026.

Where do I find the Nomination Form and Consent Form?

The Nomination Form and Consent Form are available on the Committee for Brisbane website under the AGM tab.

How do I nominate?

1. Download the Consent Form and Nomination Form from the Committee for Brisbane website
2. Confirm you are authorised to represent a Member of the Committee for Brisbane
3. Fill in your details and responses on the Nomination Form
4. Organise for a mover and seconder of your nomination – both must be financial Members of the Committee for Brisbane. You may self-nominate, i.e. be either the mover or seconder of your own nomination
5. Submit the completed nomination form no later than 5.00pm (AEST) on Monday 19 October 2026 via either:
 - Post: Committee for Brisbane, GPO Box 3008, Brisbane Q. 4001, or
 - Email: admin@committeeforbrisbane.org.au

Nominations received after 5.00pm (AEST) on Monday 19 October 2026 will not be valid.

Whose responsibility is it to complete the nomination form?

It is the responsibility of the person nominating for election to organise for a mover and seconder and to submit the Consent Form and Nomination Form. The Consent Form and Nomination Form must both be completed and returned by 5:00pm on Monday 19 October 2026 to be considered a valid nomination.

What if I want to nominate for election but can't attend the AGM?

It is not a requirement for a person nominating for election to be present at the AGM, provided a correctly completed Consent Form and Nomination Form have been submitted by the close of nominations deadline.

What if I can't attend the AGM but would like to cast a vote?

An authorised representative of a Member may cast a vote or votes at the AGM by proxy.

A proxy form is available on the Committee for Brisbane website, at the AGM tab (from 26 October).

The proxy must be received a minimum of 48 hours prior to the commencement of the AGM (5pm on Monday 16 November), either directly to the Secretary, or via:

- Post: Committee for Brisbane, GPO Box 3008, Brisbane Q. 4001, or



- Email: admin@committeeforbrisbane.org.au

Whose responsibility is it to get the proxy form completed?

It is the responsibility of the person wishing to vote by proxy to organise the individual to be their proxy and to submit the proxy form.

How do I lodge a proxy form?

A proxy form is available on the Committee for Brisbane website, at the AGM tab (from 26 October).

The proxy must be received a minimum of 48 hours prior to the commencement of the AGM (5pm on Monday 16 November), either directly to the Secretary, or via:

- Post: Committee for Brisbane, GPO Box 3008, Brisbane Q. 4001, or
- Email: admin@committeeforbrisbane.org.au

When does voting happen?

Voting will take place during the AGM on Wednesday, 18 November 2026, in accordance with the agenda.

What is the process for voting?

Voting will be conducted by secret ballot during the AGM, in accordance with the agenda.

Two returning officers will be appointed to count the ballots and declare the outcome during the AGM.

The AGM will be required to elect:

- Up to seven (7) Elected Directors.

Where and when is the 2026 AGM being held?

The 2026 Annual General Meeting of the Committee for Brisbane will be held on Wednesday 18 November from 5pm at the offices of McCullough Robertson Lawyers, Level 11, 66 Eagle Street, Brisbane.

Do I need to register to attend the AGM?

You do not need to register to attend the AGM.

The AGM is open to financial Members only.

Is online voting available?

No. Voting is only in person or by proxy. There is no online voting.