



**Minutes of the Special General Meeting
held at 5.30pm on Wednesday 1 April 2026
at BDO- level 18, 360 Queen Street, Brisbane**

Meeting opened

Vice President Shannon Willoughby welcomed Members and observers to the Special General Meeting of the Committee for Brisbane, declared a quorum present and opened the meeting at 5.38pm.

Attendance

Shannon Willoughby (The University of Queensland), Jacob Anson (Australian Olympic Committee), Meredith Hartigan (Tract) Anne Kovachevich (Mott MacDonald), Karen Vella (QUT), Dai Gwynn-Jones (Associate Member), Tony Young (BDO), Rob Sosnowski (McCullough Robertson), Briony Beaumont (The University of Queensland), Harvey Lister (Legends Global), Noel Robinson (Life Member), Chris Skelton (Life Member), Michael Major (Associate Member), Peter Edwards (Archipelago), Mike Gillen (Life Member), David Hertweck (Port of Brisbane)

Management: Jen Williams, Smaro Exelby, Sean Jacobs, Anna Havers

Apologies

Mike Kissane (Deloitte), Matt Beasley (Dexus), Stuart Macnaughton (McCullough Robertson), Caroline Riot (Griffith University), Paul Coory (COHA Group), Raynuha Sinnathamby (Springfield City Group)

Proxies

Held by Chair:

- Andrew Barron- Wesley Research Institute
- Annelise McGrath- Transurban
- Annie Macnaughton
- Ben Lyons- Life Member/Urbis
- Brent Lillywhite- Corrs Chambers Westgarth
- Gert-Jan De Graaff- Brisbane Airport
- Jaella Parker- City of Moreton Bay
- Julie McLellan- Healthy Land & Water
- Kerry Newton - Directors Australia
- Matthew Beasley- Dexus

- Michael Bailey- Open Architecture Studio
- Michael Kissane- Deloitte
- Michelle Lee- Essence Project Management
- Sian Sinclair- Grant Thornton Australia Ltd
- Stuart Macnaughton- McCullough Robertson
- Caroline Riot- Griffith University
- Anita Kharbanda
- Gavin Moore- McGees Property
- Paul Coory- COHA Group

Held by Jacob Anson:

- Brendan Christou- Life Member

Held by Tony Young:

- Jacinda Euler Welsh- Brisbane Girls' Grammar School

Acknowledgement of Country

Vice President Shannon Willoughby

- The Committee for Brisbane acknowledges the First Nations People of the region and their continuing connection to and care of the land, waters and community of the region. We also pay our respects to their Elders past and present and acknowledge any First Nations People in attendance.

General Business

The Vice President delivered a brief presentation on the proposed transition from an Incorporated Association to a Company Limited by Guarantee, outlining the reasons for the proposed transition.

Special Business

The Vice President introduced the Special Business for the meeting, which was a Special Resolution to:

- approve the proposal to transfer the incorporation of Committee for Brisbane from an association under the *Associations Incorporation Act 1981* (Qld) (**AI Act**) to a company limited by guarantee (**CLBG**) incorporated under the *Corporations Act 2001* (Cth) (**Corporations Act**);
- approve the proposed name for the company limited by guarantee as 'Committee for Brisbane Ltd' to be registered under the Corporations Act;
- approve the proposed constitution for the company limited by guarantee as made

- available to all members prior to, and tabled at, the general meeting of the members;
- d) approve and authorise the President of the management committee, and any two other members of the management committee, to make an application under Part 14, Division 1 of the AI Act to transfer the incorporation of Committee for Brisbane to a company limited by guarantee, under Part 5B.1 of the Corporations Act; and
 - e) approve and authorise any members of the management committee to sign all documents and do all other things necessary to give effect to the applications and related activities involving the transfer of incorporation contemplated in this special resolution.

The Vice President appointed Rob Sosnowski (McCullough Robertson) and Tony Young (BDO) as returning officers for the secret ballot.

Following the voting process, the outcome of the ballot was provided to the Vice President, who declared the Special Resolution **CARRIED**.

Special Resolution CARRIED

Vote of Thanks

The Vice President reinforced the importance of the transition, and thanked all members present for their attendance and their continued support of the Committee for Brisbane.

Thanks were also expressed to Rob Sosnowski and the team at McCullough Robertson for their assistance with the draft Constitution and the Special General Meeting, and to BDO for hosting the meeting.

Close of Meeting

The Vice President closed the meeting at 5:59pm.

Signed:

Dated:

Signed:

Dated: