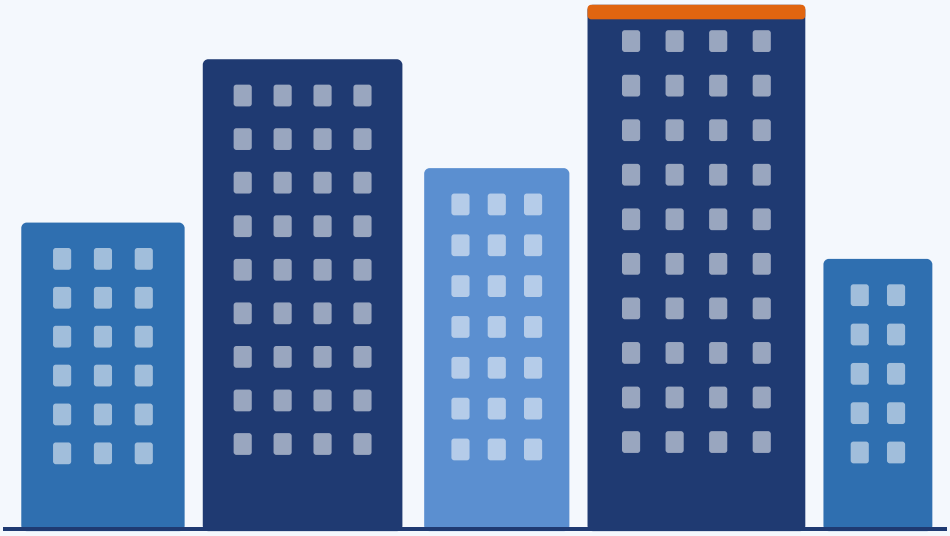
Adelaide Apartment Owners Incorporated
Unite. Advocate. Protect Your Investment.

Your building. Your voice.

Help set the direction at the Association's first AGM

Tuesday 15 December 2026 · 6:00pm

Realm Building, 7 Austin Street, Adelaide · or online via Microsoft Teams



2026 First Annual General Meeting Information Pack

Notice of meeting · Explanatory notes · Voting information · Nomination, proxy & membership forms



“This first meeting is where owners’ shared voice starts to take shape.”

Brendon Whiting, Chairperson

Dear fellow apartment owner,

On behalf of the Board, it’s my pleasure to invite you to the first Annual General Meeting of the Adelaide Apartment Owners Association.

Lynne Veness, Ben Ayris and I set up the Association in October 2024 because decisions that affect our buildings, our investments and our everyday lives are too often made without owners at the table. The AAOA exists to give owners and committees a united, informed voice.

In this pack you’ll find the formal Notice of Meeting and agenda, plain-English explanatory notes on each resolution, details on voting and appointing a proxy, and the forms to nominate for the Board or to join as a member — free until 30 June 2027.

On the night, members will be asked to elect new Board members, to approve changes to our Rules so the Association can welcome buildings beyond the City of Adelaide council area, and to settle our establishment costs openly.

I’d encourage you to read the notes, bring a neighbour from another building, and take part — in person at the Realm Building or online.

Thank you for being part of the AAOA from the very beginning. I look forward to seeing you on Tuesday 15 December.

Brendon Whiting
Chairperson, Adelaide Apartment Owners Incorporated

AAOA
ADELAIDE APARTMENT OWNERS ASSOCIATION

Notice of First Annual General Meeting

Adelaide Apartment Owners Incorporated · Incorporation No. A45439 · *Associations Incorporation Act 1985* (SA)

Notice is given that the first Annual General Meeting (**AGM**) of Adelaide Apartment Owners Incorporated (the **Association**, trading as the Adelaide Apartment Owners Association or **AAOA**) will be held at the Realm Building, 7 Austin Street, Adelaide SA 5000, and online via Microsoft Teams, on **Tuesday 15 December 2026 at 6:00pm Australian Central Daylight Time (ACDT)**. Voting and attendance details are on pages 6–7.

Tue 15 Dec	**In person**	**RSVP by 9 Dec**	**Proxies**
6:00pm ACDT	or on Teams	ben.ayris@aaoa.org.au	24 hrs before

ITEMS OF BUSINESS

No vote required

1 Welcome and quorum

Confirmation of quorum (Rule 9.4(a)).

2 Admission of new members

The Board to consider membership applications received (Rules 6.3 and 6.4), so new members can take part.

3 Confirmation of minutes

First general meeting — no previous minutes to confirm.

4 Accounts and reports

To receive the accounts and Board reports for the financial years ended 30 June 2025 and 30 June 2026 (Rule 12.1(b)).

6 Remuneration and auditor

To note that Board Members serve unpaid (reasonable expenses are reimbursed, Rule 7.7(c)) and no auditor is appointed.

9 Any other business

By order of the Board
Ben Ayris, Secretary
Dated: 24 November 2026
Order of business per Rule 9.1(c).

ITEMS FOR APPROVAL

Members vote · notes on pages 4–5

5 Election of Board Members — Ordinary

To elect up to four additional Board Members (Rule 7.5(a)), subject to Board affirmation and appointment (Rule 7.3(a)).

7 Establishment costs & founder's loan — Ordinary

> *"That the members note the Association's establishment costs of $17,745.60 (comprising $16,770.60 in legal fees and $975.00 in website design costs), acknowledge that these were funded by Brendon Whiting by way of an interest-free loan to the Association, and approve the repayment of that loan to Mr Whiting from membership fee income during the 2027–28 financial year (on or after 1 July 2027 and before 30 June 2028), the loan remaining interest-free until repaid."*

8 Alteration of the Rules — Special

> *"That the Rules of Adelaide Apartment Owners Incorporated be altered in accordance with the Schedule of Proposed Amendments to the Rules (Part A — Geographic scope, and Part B — Foundation Members as individuals) tabled with this notice, as a single alteration of the Rules under Rule 16 and section 24 of the Associations Incorporation Act 1985 (SA)."*

Explanatory Notes

Plain-English notes on each item. Please read them before deciding how to vote.

> **Why this meeting matters**
>
> This first AGM is where the Association's direction is set. On the night, members will decide **who leads** the Association (Item 5), **who we are and how far we reach** (Item 8), and **how our first-year costs are settled** (Item 7). Turning up, and voting, is what gives the Association its mandate.

4 Accounts and reports

The Association's first financial year ran from incorporation on 10 October 2024 to 30 June 2025, and its second from 1 July 2025 to 30 June 2026 (Rule 12.1(b)). As this is the first general meeting, the Board will table the accounts and a short Board report for both years. Members will have a reasonable opportunity to ask questions. No vote is required.

5 Election of Board Members

The Board may have up to seven members (Rule 7.2(a)). The three Initial Board members — Brendon Whiting (Chairperson), Lynne Veness (Treasurer) and Ben Ayris (Secretary) — continue in office (Rule 7.4(c)), so **up to four** additional seats are available.

Who can stand

- a natural person;
- on the committee of a **member building** — one of the three Foundation Members (Community Corporation 42055, Strata Corporation 12753 or Community Corporation 41778) or a corporation admitted as an Ordinary Member (Rule 7.3(a)(2));
- not disqualified under the Act.

If your building isn't a member yet, it can apply using Appendix 3. Once it is admitted at Item 2, its committee members can stand.

How it works

Nominations (Appendix 1) close **Wednesday 9 December 2026**. Candidate profiles — a 150–200 word bio and statement from each nominee — will be circulated to members before the meeting.

Under the Rules, appointment has three steps:

1. the Board confirms in writing that each candidate meets its eligibility criteria (Rule 7.3(a)(4));
2. members vote on each candidate by ordinary resolution at Item 5 (Rule 7.5(a)); and
3. the Board appoints the successful candidates by Special Board Resolution, having regard to its competency requirements (Rule 7.3(a)(5)).

Board Members hold office until the AGM two years after their appointment (Rule 7.5(c)).

6 Remuneration and auditor

Board Members serve voluntarily and are not paid; reasonable out-of-pocket expenses are reimbursed in line with Association policy (Rule 7.7(c)). No auditor is appointed, as the Association is not required to appoint one.

7 Establishment costs and founder's loan

Background

Setting up the Association required legal work to draft the Rules and incorporate, and a

website. Rule 12.4 requires the Association to pay or reimburse all establishment costs. These costs were paid on the Association's behalf by Brendon Whiting as an interest-free loan:

Legal fees — incorporation and establishment	$16,770.60
Website design	$865.00
Website design (additional)	$110.00
Total loan	**$17,745.60**

Why repayment starts in 2027–28

Membership fees are waived until 30 June 2027 to help the Association grow. The loan is therefore to be repaid from membership fee income during the 2027–28 financial year, and stays interest-free until repaid.

Conflict of interest

Mr Whiting has disclosed his interest in this matter under Rule 7.6(j) and did not take part in the Board's recommendation.

Voting

Item 7 is an **ordinary resolution**: it passes if a majority of members who vote, in person or by proxy, vote in favour (Rule 9.5(b)).

BOARD RECOMMENDATION

The Board (with Mr Whiting abstaining) recommends that members vote **in favour** of Item 7.

8 Alteration of the Rules

The Schedule of Proposed Amendments, enclosed with this pack, makes two connected changes, voted on together as one alteration:

Part A — Geographic scope

Replaces the reference to the "City of Adelaide" with a defined **Eligible Area**, which the Foundation Members may set and vary (new Rule 6.10). This allows apartment buildings beyond the City of Adelaide council area to join.

Part B — Foundation Members as individuals

Changes the Foundation Members from the three founding corporations to three named individuals — Brendon Whiting, Lynne Veness and Ben Ayris — with consequential changes to Board eligibility (7.3), the Initial Board (7.4), founder decisions (7.6(h), now a 2-of-3 founder veto), corporate representatives (9.5(f)) and succession (6.2(f)).

What it takes to pass

75%
of Foundation and Ordinary Members voting, in person or by proxy (Rule 16(a)(2))

80%
of the Board, by Special Board Resolution — every Board Member must vote (Rule 16(a)(1))

Both resolutions must be in identical terms (Rule 16(b)). The required 21 days' notice has been given (Rule 9.3(b)). If passed and affirmed, the alteration will be lodged with Consumer and Business Services as the Act requires.

BOARD RECOMMENDATION

The Board recommends that members vote **in favour** of Item 8.

Key dates

Tue 24 Nov
Notice issued

Wed 9 Dec
Nominations, applications & RSVPs close

Mon 14 Dec, 6:00pm
Proxy forms due (24 hours before)

Tue 15 Dec, 6:00pm
First AGM

Voting information

How to vote at the AGM, or appoint someone to vote for you.

Who can vote

Each voting member has **one vote** (Rule 9.5(a)). Voting members are the Foundation Members and any Ordinary Members, including those admitted under Item 2 at the start of the meeting. Associate Members may attend but cannot vote (Rule 6.4(g)).

A member that is a body corporate (such as a strata or community corporation) votes through an individual it appoints as its representative (Rules 9.5(f) and 9.8(b)). Please bring a copy of the resolution appointing them.

Ways to vote

- **In person** at the Realm Building — votes are usually taken on a show of hands (Rule 9.5(d)).
- **By proxy** — appoint someone to attend and vote for you (see below).

> **Joining online?** The Teams link lets you follow and take part in the discussion. If you want your vote to count, please also appoint a proxy who will attend in person.

Appointing a proxy

Who can be a proxy

Any individual (a natural person), who does not need to be a member (Rule 9.8(a)).

What a proxy can do

Anything you could do at the meeting, subject to your directions — except vote on a show of hands (Rule 9.8(f)).

How to appoint

Complete and sign the Proxy Form (Appendix 2). You can direct your proxy how to vote on Items 7 and 8; if you do, they must vote that way (Rule 9.8(e)).

Changing your mind

To cancel a proxy, tell the Secretary in writing before the meeting starts (Rule 9.8(j)).

Polls on Items 7 and 8

Because proxies cannot vote on a show of hands, the Chair intends to call a **poll** on Items 7 and 8 so that every proxy vote is counted (Rules 9.5(d) and 9.6). If there are more candidates than seats, the Chair will also call a poll on Item 5.

Proxies held by the Chair

If you appoint the Chair as your proxy without directing how to vote, the Chair intends to vote **in favour of Item 8**.

The Chair has an interest in Item 7 and **will not vote undirected proxies on Item 7**. If you appoint the Chair, please tick a box for Item 7.

PROXY DEADLINE

6:00pm ACDT Monday 14 December 2026

24 hours before the meeting (Rule 9.8(g))

Email: ben.ayris@aaoa.org.au
Questions: Ben Ayris, Secretary · (08) 7228 2262
A proxy form can also be handed to the Chair before the vote (Rule 9.8(g)(2)), but please send it ahead.

Information for members

Everything you need for the night: getting there, joining online, RSVPs, questions and who to contact.

Attending in person

Realm Building, 7 Austin Street, Adelaide SA 5000
Tuesday 15 December 2026, 6:00pm ACDT. Please arrive by **5:45pm** to sign in and collect voting materials.

Quorum: all three Foundation Members must be represented, plus half the Ordinary Members plus one (Rule 9.4(a)). If your building is admitted at Item 2, please make sure its representative attends in person or appoints a proxy.

Joining online

Microsoft Teams
teams.microsoft.com/meet/469688521447181?p=Xj5VQvLovaAWxyMPYv
Meeting ID: 469 688 521 447 181
Passcode: 6ia6Qg2m

Online attendees can follow and join the discussion. To make sure your vote counts, also appoint a proxy who will attend in person (see page 6).

RSVP by Wednesday 9 December

Everyone attending — members and guests — must RSVP to **ben.ayris@aaoa.org.au** so we can plan for numbers. Please include your **name**, your **building**, and whether you'll join **in person or online**.

Questions and other business

Members will have a reasonable opportunity to ask questions on the night. If you'd like to send a question in advance, or raise an item under "Any other business", please email it to the Secretary by **Wednesday 9 December 2026**.

Bring a neighbouring building

Apartment living works best when the people who look after our buildings know they are not on their own. If you know another building or committee who would value being part of this, please pass this pack on and bring them along — membership is free until 30 June 2027.

Hard copies

If you'd prefer a printed copy of this pack, ask the Secretary and we'll post one free of charge. Please ask early so it arrives in time.

Contacting the Secretary

Ben Ayris, Secretary
Email: ben.ayris@aaoa.org.au
Phone: (08) 7228 2262
General enquiries: connect@aaoa.org.au

Scan for the AAOA website

aaoa.org.au — the issues we're tackling, membership and news.

Join the AAOA now — Free Membership Until July 2027!

Dear fellow apartment owner,

You're warmly invited to become an inaugural member of AAOA — completely free for the rest of this financial year.

To celebrate our launch and build a strong community, we are waiving all individual and corporate membership fees until **30 June 2027**. This gives each building and member over six months of complimentary access to experience everything our association offers, with no upfront cost and no obligation to continue.

$0

membership fees until 30 June 2027

Individual and corporate members

What you get as an inaugural individual or corporate member

- **Full access to monthly networking events and workshops**
- **Regular industry updates and member resources**
- **A say in shaping our new association — with voting rights for member corporations**

How it works

1

Join for free today

Sign up via the enclosed Membership Application (Appendix 3) before 9 December 2026.

2

Enjoy full membership

Take part in our events and connect with fellow members at no cost.

3

Decide in July

When annual membership fees become due on 1 July 2027, you can choose whether to renew for the 2027–2028 financial year.

There are no hidden catches — simply a chance to get involved from the ground up and see what the community offers firsthand.

Warm regards,
The Adelaide Apartment Owners Association

Nomination Form — Board Member

First Annual General Meeting · Tuesday 15 December 2026

Use this form to nominate for one of up to four additional Board positions. It must be **received by Wednesday 9 December 2026**. Eligibility is explained on page 5.

PART 1 Nominee details and eligibility

Full name of nominee	
Building / corporation (name and address)	
Role on that building's committee	☐ Presiding officer ☐ Secretary ☐ Treasurer ☐ Committee member
Owner, resident or both — and for how long	
Email and phone (not circulated)	

PART 2 Candidate bio and statement

This will be circulated to members before the meeting. Keep it to 150–200 words in total, or attach a typed page.

Short bio — who you are and your connection to apartment living

Skills and experience — e.g. finance, legal, strata, building management, governance, advocacy

Current or past committee / board roles

Why I want to join and what I'd contribute

The one or two issues I'd most like to work on

☐ Optional: I attach a headshot photo for circulation.

PART 3 Declarations — tick each box

☐ I consent to being nominated and, if elected, to act as a Board Member of Adelaide Apartment Owners Incorporated.

☐ I am a natural person on the committee of a member building — a Foundation Member or an Ordinary Member — or my building has applied to join using Appendix 3 (Rule 7.3(a)(2)).

☐ I am not disqualified under the *Associations Incorporation Act 1985* (SA) from holding this office.

☐ I can commit the time required, including Board meetings held at least quarterly (Rule 7.6(g)).

☐ I consent to my bio, statement and (if provided) photo being circulated to members and interested parties.

Conflicts of interest or other board positions (if none, write "nil")

Nominee signature

Date

Return by Wednesday 9 December 2026 — email ben.ayris@aaoa.org.au.

Proxy Form

First Annual General Meeting · Tuesday 15 December 2026, 6:00pm ACDT

STEP 1 Member appointing the proxy

Member name	
Building / scheme number	

STEP 2 Appoint your proxy

I/We appoint

_____

Name of proxy — must be an individual (natural person), who need not be a member (Rule 9.8(a))

or, if no person is named or they do not attend, **the Chair of the meeting**, as my/our proxy to attend and vote for me/us at the Annual General Meeting on Tuesday 15 December 2026 and at any adjournment of it.

STEP 3 Voting directions

Mark one box for each item. If you leave an item blank, your proxy may vote as they choose — except as noted below.

Resolution	For	Against	Abstain
Item 7 — Establishment costs and founder's loan (ordinary resolution)	☐	☐	☐
Item 8 — Alteration of the Rules (special resolution)	☐	☐	☐

If the Chair is your proxy: the Chair intends to vote undirected proxies **in favour of Item 8**. The Chair has an interest in Item 7 and **will not vote undirected proxies on Item 7** — please mark a box for Item 7.

STEP 4 Sign

_____ _____ _____

Signature of member or authorised representative | Name and position (corporations) | Date

Deadline: 6:00pm ACDT, Monday 14 December 2026 (24 hours before the meeting, Rule 9.8(g)). Email it to ben.ayris@aaoa.org.au. A form may also be handed to the Chair before the vote. Full voting information is on page 6.

Membership Application

Adelaide Apartment Owners Incorporated · free until 30 June 2027

Applications are decided by the Board (Rules 6.3 and 6.4). Email this form to **ben.ayris@aaoa.org.au** by **Wednesday 9 December 2026** so it can be considered at the start of the AGM (Item 2).

1 Membership class

☐ **Ordinary Member** — a community corporation in the City of Adelaide. **Can attend and vote** at general meetings (Rule 6.3).

☐ **Associate Member** — an individual who owns a lot in a member building. Can attend general meetings, **but cannot vote** (Rule 6.4).

2 Applicant details

Applicant name	
Building name and address	
Community plan number and ABN (corporations)	
Lot number (Associate Members)	
Contact person, email and phone	
Representative for meetings (Ordinary Members)	

3 Declarations — tick each box

☐ I/we support the objects of the Association and agree to be bound by its Rules (Rule 6.3(b)).

☐ For a corporation: this application, and our representative, are authorised by a resolution of the corporation.

☐ I/we understand no fee is payable until 30 June 2027 (inaugural member offer). From 1 July 2027 fees apply at the rate set by the Board, and I/we may choose whether to renew.

Applicant signature _____ Name and position of person signing _____ Date _____

4 Proposer and seconder — required by Rule 6.3(b)(3) and 6.3(c)(2)

Proposed by a Foundation or Ordinary Member; seconded by a different Foundation Member. If you don't know a member, leave this blank — the Secretary will help arrange it.

	Member name	Signature	Date
Proposer			
Seconder (Foundation Member)			