



## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2025 Annual General Meeting of Members of The Geelong College Foundation Limited (the "Foundation") will be held at The Geelong College Senior School on **Wednesday 26 March 2025 at 6.00pm** in the Foundation Room, Belerren, Noble Street, Newtown for the purpose of transacting the following business:

### ITEMS OF BUSINESS

#### ITEM 1 - ORDINARY BUSINESS

- A. To receive and consider the Financial Statements for the Foundation and the reports of the Directors and the Auditor and the Directors' Declaration for the year ended 31 December 2024.
- B. To consider and, if thought fit, pass the following resolution as an ordinary resolution:  
"That in accordance with clause 20.1 of the Constitution, approval is given for the appointment of Moore Australia as auditors of the Foundation, with effect from the date of the AGM."

#### ITEM 2 – ELECTION OF DIRECTORS

- A. To re-elect Mrs Sue Swan as a director of the Board
- B. To re-elect Mr Bradley Fenner as a director of the Board
- C. To elect Mr David Williamson as a director of the Board

#### ITEM 3 - OTHER BUSINESS

To consider any other ordinary business that may be legally brought before the meeting.

By order of the Board

**Shannyn Leach**  
Company Secretary

6 March 2025



## EXPLANATORY NOTES

The Explanatory Notes that follow form part of the Notice of Meeting and provide additional information about items to be considered by the Members at the AGM to be held on 26 March 2025.

### ITEM 2 – ELECTION OF DIRECTORS

- A. Mrs Sue Swan has been a member of the Board since 4 May 2022. Mrs Swan is a member of the Audit, Finance and Investment Committee of the Foundation and offers herself for re-election.

Mrs Swan's bio can be viewed at: <https://www.tgc.vic.edu.au/giving/welcome-to-the-foundation/the-foundation-board/profile/sue-swan>

#### **The Board recommends the re-election of Mrs Swan**

- B. Mr Bradley Fenner (OGC 1972) has been a member of the Board since 3 August 2022. Mr Fenner is a member of the Endowment Working Group and offers himself for re-election.

Mr Fenner's bio can be viewed at: <https://www.tgc.vic.edu.au/giving/welcome-to-the-foundation/the-foundation-board/profile/bradley-fenner>

#### **The Board recommends the re-election of Mr Fenner**

- C. Mr David Williamson (OGC 1972) has been a member of the Foundation since 2005. Mr Williamson attended The Geelong College from 1969-1975 and was a resident of Ormond College for his first four years at The University of Melbourne. Graduating with a Bachelor of Laws Degree in 1982, David spent most of his 35-year career as a Corporate Partner at a leading Australian law firm. David was Head of Group Legal and Chief Compliance Officer at BHP from 2010-2013, and in 2016 he became Deputy Chairman of Flagstaff Partners, one of Australia's leading corporate finance advisers. David has been actively involved in community work on various Boards and Trusts and offers himself for election.

#### **The Board recommends the election of Mr Williamson**