Minutes of the Annual General Meeting of Australian Institute of Traffic Planning and Management Ltd ACN 062 495 452 (AITPM)

Date and time: Thursday, 28 August 2025 at 11:04am AEST

Location: Virtual

Present			
Reece Humphreys	Board Chair	Wendy Zheng	Member
Benjamin Wood	Director	John Mai	Associate
Craig Wooldridge	Director	Adri Van Der Mescht	Corporate Subscriber
Charles Mountain	Director	Alexa Delbosc	Fellow
Daniel Brown	Director	Andrew Norton	Fellow
Mary Haverland	Director	Dan Sullivan	Fellow
Naomi Langdon	Prospective Director	Jordan Vergara	Member
Ali Gohari	Member	Dave Keenan	Fellow
Arthur Vlahogenis	Member	Graham McCabe	Fellow
Brett Wiliams	Member	Haider Yousif	Fellow
Cameron Ward	Member	Nicole Vukic	Fellow
Dan Harney	Member	Nigel Coates	Fellow
Dan Molloy	Member	Paul Smith	Fellow
David Bohm	Member	Richard Isted	Fellow
Jen Adam	Member	Angelo Arulanandam	Fellow
John Devney	Member	Luisiana Paganelli	Local Govt Subscriber
John Trieu	Member	Nhan Nguyen	Student
Julie Gee	Member	Natalie Wilson	Member
Kerry McConnell	Member	Richard Wheatley	Member
Lindsay Oxlad	Member	Rebecka Gunnarsson	Member
Marion Guesnier	Member	Peter Stephan	Member
Mariya Maslova	Member	Pete Davis	Member
Matthew Raisbeck	Member	Michael Jenson	Member
Matthew Rodgers	Member	Yvonne Chen	Member
Vivian Nakhla	Member	Venuri Jayatillaka	Member

In attendance	
Kirsty Kelly	Chief Executive Officer
Lauren Barnett	Company Secretary
Sarah Noonan	Company Secretariat
Erika Childs	National Events and Marketing Officer

Apologies	
Brendyn Williams	Fellow
Fred Gennaoui	Member

1. **Opening Remarks**
   Mr Humphreys welcomed members to the Annual General Meeting called by the company Directors and paid respects to the traditional owners of the lands where members virtually joined, including their elders past and present.

The Company Secretary advised that the meeting was validly constituted and that a quorum was present and the Chair formally declared the meeting open at 11.04am.

2. Notice of Meeting and Voting on Resolutions

The Chair confirmed that the Notice of Meeting together with the Explanatory Memorandum had been made available to all registered members within the notice period required and took the Notice convening the meeting as read.

The Chair advised that no proxies were received, and the direct votes have been counted and declared valid.

3. Chairs Opening Remarks

The Chair provided Members an overview of the past year's focus on strengthening the governance structures, enhanced industry collaboration and key initiatives.

The Chair reflected on their time as Director and Chair of Board for AITPM. He thanked the CEO, fellow Directors, Company Secretary for AITPM and acknowledged the upcoming Conference and eagerness to see members and partners and sponsors at the National Conference in Adelaide next week.

4. Meeting Cadence

The Chair advised that the Notice of Meeting was made available to all registered Members within the notice period required. As set out in the Notice of Meeting, direct voting on two of the three resolutions was made available to Members. In terms of the Member Elected Director positions, as per the Constitution, Members are entitled to vote only for the region they reside in.

In the States of Victoria/Tasmania (VIC/TAS Region), as more than one nomination was received, a ballot was called and the result for the Member Elected Director was determined.

In the State of Western Australia (WA Region), only one candidate nominated and satisfied the eligibility criteria, therefore, WA Members will today vote on the election as opposed to the Ballot Election that occurred with VIC/TAS.

There were no proxies received.

5. General Business Questions

Members were provided the opportunity to ask questions prior to the Annual General Meeting. The Company Secretary advised no questions had been received.

6. Previous Minutes

Minutes from the previous Annual General Meeting held on 29 August 2024 were made available and the Chair accepted these minutes as a true and accurate record of the meeting proceedings. There were no objections and the minutes were accepted.

7. Formal Business

7.1 Financial Statement & Report

The Chair noted that the Financial Report, the Directors Report and the Auditor's

Report of the Company for the financial year ended 31 March 2025 were provided with the Notice of Meeting and there was no requirement for acceptance of these items.

7.2 Voting

7.2.1 Member Elected Director (VIC/TAS Region)

The Company Secretary advised that the direct ballot votes were validly constituted for the Member Elected Directors in VIC/TAS. There were no proxies received prior to the meeting.

The results of the ballot were conveyed to Members.

The Members **RATIFIED** and accepted the motion, to elect Ms Naomi Langdon as Member Elected Director in the VIC/Tas Region, for a three year term commencing at the conclusion of the AGM.

7.2.2 Member Elected Director (WA Region)

The Company Secretary advised that in the State of WA, only one candidate nominated and satisfied the eligibility criteria. In accordance with the Constitution, because there was only one candidate to put forward to Members, the resolution was put forward to Members to vote via show of hands;

RESOLUTION:

"*'To re-elect Mr Craig Wooldridge as the Member Elected Director in the WA Region, for a further three-year term commencing at the conclusion of the AGM'*

The results of the voting were conveyed to Members.

7.2.3 Code of Ethics, Professional Standards and National Code of Conduct

The resolution was put forward to all voting Members to consider, and if thought fit, pass the following as an ordinary resolution of the Company:

RESOLUTION:

"That for the purposes of section 13.1, to adopt the proposed AITPM Code of Ethics, Professional Standards and National Code of Conduct."

The results of the voting were conveyed to Members.

8. Close of meeting

There being no further business the Chair closed the meeting at 11.23am AEST, thanking attendees for their continued support and participation.

CONFIRMED & signed in accordance with s251A of the *Corporations Act 2001* (Cth):

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Reece Humphreys
Chair, AITPM