

## **2023 RBHS Annual General Meeting and Director Elections**

The RBHS Annual General Meeting (AGM) will be held on Friday 17 November 2023. Notice of the AGM and other relevant information will be available to you prior to this date.

In accordance with the RBHS Constitution, four Directors will retire at the 2023 AGM. Mr Warren Wise, Ms Sarah Harris and Ms Kristin Langwasser have advised the Board that they will stand for re-election at the AGM. Mr Sarv Girm is retiring from the Board and will not be standing for re-election.

**The purpose of this letter is to provide details to members considering nominating as a candidate for election as an RBHS Director.**

The RBHS Board is seeking nominees who possess specific skills in information technology, cyber security, and digital, as well as nominees who have had previous experience in engagement with regulatory bodies.

The RBHS is required to comply with the Australian Prudential Regulation Authority (APRA) Prudential Standard CPS 520 Fit and Proper. The standard requires APRA-regulated entities to determine the fitness and propriety of individuals holding positions of responsibility and those being considered for positions of responsibility (including Director candidates).

In order to comply with the Fit and Proper requirements, members wishing to be considered for a position of Director are required to provide the following information as part of their nomination:

- a signed declaration of Fitness and Propriety;
- a signed Conflict of Interest Declaration;
- the contact details of individual(s) who can provide references in respect to character and experience; and
- a Curriculum Vitae which details relevant qualifications, professional memberships, skills, and experience.

The RBHS will engage a third-party provider to undertake validation checks of the information provided by candidates. These checks may include:

- undertaking character and experience checks by contacting the referees provided as part of the nomination process;
- verifying qualifications and membership of relevant professional bodies;
- performing relevant APRA and ASIC searches and police checks; and
- confirming Australian residency.

After the close of nominations, the Company Secretary (or their delegate) will contact all candidates via email to provide further details regarding the third-party who will undertake these checks.

A Board Committee will assess the information provided by candidates and consider the outcomes of the validation checks and make a recommendation to the Board as to the fitness and propriety of all nominating director candidates. Upon endorsement by the Board, all candidates will be contacted by the Company Secretary to advise of the outcome of the Fit and Proper assessment and the next steps in the election process.

It should be noted that directors retiring at the 2023 AGM and standing for re-election will not be involved in the director candidate Fit and Proper assessment process.

To be a valid nomination, the Nomination and Consent to Act form **must be fully completed, signed, and returned along with the information outlined above** to the RBHS **no later than 5pm on 15 September 2023**.

Email: [companysecretary@myrbhs.com.au](mailto:companysecretary@myrbhs.com.au)

or

Post: The Company Secretary  
Reserve Bank Health Society Ltd  
Locked Bag 23  
Wollongong NSW 2500

The Director Nomination Form, Fit and Proper Declaration and the Conflict-of-Interest Declaration are available to download from the following link:

Visit [myrbhs.com.au/director](http://myrbhs.com.au/director) to download forms

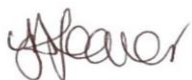
If you would like a hard copy of the Director Nomination Form, Fit and Proper Declaration and the Conflict-of-Interest Declaration, call us on 1800 027 299 and we can post these documents to you.

If more than four nominations are received and pass the Fit and Proper assessment, there will be a ballot conducted prior to the 2023 AGM in which all members are entitled to vote. In the event of a ballot being required, nominees will be required to provide information about themselves in the form of a statutory declaration of no more than 100 words, which will be supplied to members as part of the ballot process.

Members considering nominating as a director are strongly encouraged to contact either the Chairperson or Company Secretary who can provide information relating to the responsibilities of Board members, the operation of the Board, and what is required of a Board member. Board meetings are usually held in Sydney. A copy of the RBHS Director Position Description and Board Fit and Proper Policy can also be provided on request.

The Chairperson, Mr Warren Wise, can be contacted on (02) 9551 9894 and the Company Secretary, Mr Chris Stolk, can be contacted on (02) 4224 4325.

Yours sincerely,



Ms Louise Leaver  
Chief Executive Officer