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14<sup>th</sup> November 2017

Mr Cameron Boardman - CEO  
.au Domain Administration Ltd  
ACN 079 009 340  
Level 17; 1 Collins Street  
MELBOURNE VIC 3000

By email to: [cameron.boardman@auda.org.au](mailto:cameron.boardman@auda.org.au)

Dear Mr Boardman,

**2017 auDA Annual General Meeting**

Can you please advise answers to the following questions as a matter of urgency?

1. Some members have been advised that the AGM is only for members or their proxies, and that no other parties may attend. I have told them this isn't the case – a view that the Interim Chair Erhan Karabardak has endorsed. Can you please formally confirm?
2. What arrangements are being made to have the AGM streamed or recorded for the benefit of those members unable to attend?
3. With regards **Item 8** on the agenda:

**Special Resolution — Amendment of Constitution:**

**Fit and Proper Persons Test, proposed by demand class member Simon Johnson**

- a. Given that Simon Johnson is also an auDA Director, was this resolution first discussed with any other auDA Directors (or yourself) before being added to the Agenda?
- b. Given that a Constitutional Advisory Committee has been formed to recommend changes to the “tired” Constitution, why would a Director (supposedly acting in his private capacity) put up such a resolution prior to the election of new Directors later this month? Is there some sort of hidden agenda?
- c. Given that auDA is a public company limited by guarantee, and its affairs are regulated by the Corporations Act 2001 (Cth); **was this resolution vetted by auDA's legal representatives** to ensure that it was legally capable of being enacted? For instance, could it conflict with any other parts of the Constitution?

As a precedent, I refer you to [auDA's statement](#) concerning the validity of the 4 resolutions members were attempting to put before the SGM on 31<sup>st</sup> July.

“Acting on legal advice that invalid motions cannot lawfully be put to a meeting of members”

- d. Given auDA's commitment to the Government that it will be responsive to the wider internet community, could the adoption of this resolution preclude or disenfranchise certain people?

- e. What process has been adopted for members to put up resolutions for consideration at the AGM? Have members been informed that this process is available to all? If not, why not? Was Simon Johnson only aware because he has inside knowledge?
- f. Did Simon Johnson follow that process?

Please treat this correspondence as urgent business for Board consideration. I look forward to your response.

Yours sincerely,

*Ned O'Meara*

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c.c. Erhan Karabardak – Interim Chair