



# **Taekwondo Australia Limited**

ACN 139 237 522

## **By-Law**

### **Qualifications Of Elected Directors**

Enacted 16 April 2011

Board Meeting Number 43

**© Taekwondo Australia Limited 2011**

This work is copyright. Apart from users under the Copyright Act 1968, no part of this publication may be reproduced by any process without the written permission from Taekwondo Australia Limited.

**TAEKWONDO AUSTRALIA LTD**  
**ACN 139 237 522**  
**("Company")**  
**Written Resolution of the Board**  
**in accordance with Clause 28.3(a) of the Company's Constitution**

We the undersigned, being directors of the Company entitled to vote on resolutions are hereby executing this Written Resolution in favour of the resolutions set out below:

---

**CURRENT BOARD MEMBERS** Hassan Iskandar, Robert James Ferguson, Lydia Zakkas, John, Herbert Redgrove, Gregory Michael Griffin, Ivan Haschynski, Danijel Crkvencic and Arfaras Agapitos

**BACKGROUND INFORMATION**

1. The intent of Rule 24.1(c) and 25.2 (b) of the constitution is to eliminate the potential for conflict of interest, or perceived conflict of interest, between members of the Board, the Company and State Divisions. The intention is to ensure that the Board is truly independent.
2. The Constitution already addresses the issue of conflicts of interest by virtue of Rule 29. Rule 29.1 specifically states that a director of the Company is disqualified from holding any place of profit, or position of employment, with the Company or any State Division except with the expressed consent of the Board.
3. The Board, under legal advice, and desiring to remove any misunderstanding for prospective nominees for election to the Board, wish to pass a by-law further clarifying the definition of "contractor" to ensure no person with any potential conflict of interest with the Company at the time of nomination, may not nominate until any such conflict is removed.

**RESOLUTION** The Board (by majority) resolve to exercise its powers under Rule 34.1 of the Company's Constitution to formulate a new By-Law as follows:

*Declare a new By-Law which appends to Rule 24.1 to read:*

***Qualifications of Elected Directors***

*A contractor, be it sole or independent, providing services either directly or indirectly under contract to the Company or State Divisions of the Company at the time of nomination, may not nominate to be an Elected Director.*