

Quality Education Nepal Incorporated

Registration no. A0054301J ABN: 79 892 132 355
29 Blue Mount Road, Trentham, Victoria 3458

Notice of Annual General Meeting

to be held on Zoom at 4:00pm Melbourne time on November 26 2023

AGENDA

1. **Welcome to Country**

We begin our meeting by acknowledging the Traditional Custodians of the land wherever we may be for our meeting today, paying our respects to their Elders past and present.

2. **Attendance** to be recorded separately of financial members and others; quorum to be confirmed

3. **Apologies** from financial members to be accepted (one received to date)

4. **Minutes** of the Annual General Meeting held on 27th November 2022 to be adopted

5. **President's Report** to be presented

6. **Appointment of Accountant**

In pursuance of the agreement at the 2022 AGM that arrangements be made for the accounts to be reviewed by a Certified Practising Accountant, it is now proposed that Warnock Chartered Accountants of 171 Union Road, Surrey Hills, VIC be appointed accountants to the Association.

7. **Treasurer's Report**

Financial details of the operation of the Association for the year ended 30 June 2023 and the financial position at the end of that year will be presented to the meeting for discussion.

A motion will then be put that the Treasurer be instructed to complete the consolidation of financial reports for submission to and approval by the Board followed by submission to the Australian Charities and Not-for-profits Commission and to the Association's appointed accountants for review. The reports will subsequently be posted to the QEN website.

8. **Election of Directors** (minimum 3, maximum 12).

Nominations will be received prior to the meeting or verbally at the meeting. All current Directors (Peter Hall, Ronda Hall, Simon Cowen and Michael Dillon) offer themselves for re-election. The Board can appoint new Directors and appoints Directors to their respective roles.

9. **Change of registered address**

Peter and Ronda having moved from Trentham it is proposed that the registered address of the Association be changed to their new address 4 Dane Avenue Bell Post Hill 3215

10. **Any other matters** which may be lawfully brought forward.

**Minutes of the Tenth Annual General Meeting of
Quality Education Nepal Incorporated
(formerly Nepali Village Initiatives Association Inc.)
held at 4:00pm, Sunday 27th November 2022 via Zoom.**

Membership at date of meeting (donors of \$20+ this calendar year): 18 individuals or couples
(33 total)

Present on Zoom:

Members: Simon Cowen, Michael Dillon; Peter Hall; Ronda Hall, Gordon Nightingale,

Non-members: Rosalind Steel, Heather Mitchell and Chris Roe, Rowena Hutchins, Krishna
Pun

Apologies: None recorded

Quorum: There being more than the minimum of 3 members present in person or by proxy a
quorum was declared.

Adoption of Minutes: Minutes of the Ninth Annual General Meeting held on 28^h November 2021
were adopted unanimously (moved Michael, seconded Gordon)

President's Report: The President's report was accepted (moved Michael, seconded Gordon)

Treasurer's Report: Financial statements for the year ended 30 June 2021 were received and
accepted, subject to any adjustments that might be made as a consequence of
professional accounting review. (moved Michael, seconded Gordon)

Appointment of an auditor:

Having annual revenue of less than \$250,000 the Association is not required by
Consumer Affairs Victoria nor by the Australian Charities and Not-for-Profit
Commission to have its accounts audited. Rather than appointing an auditor it was
agreed that the Board should arrange for the accounts to be reviewed by a Certified
Practicing Accountant. (moved Michael, seconded Ronda)

Election of Directors: Simon Cowen; Michael Dillon, Peter Hall; Ronda Hall; and Gordon
Nightingale were re-elected as Directors.

Other matters: No other matters were brought to the meeting which closed at 5:20 pm.

24 November 2023

Quality Education Nepal Inc.
C/- Mr P Hall
4 Dane Avenue
Bell Post Hill VIC 3215

Dear Peter,

The Terms of Our Engagement

Our governing bodies include both Chartered Accountants ANZ and the Tax Practitioners' Board. Each body requires us to make sure that our clients are clear about the nature of our services.

We are an independent company whose first responsibility is to our clients. If any occasion arises where our independence is not obvious, we will make a clear statement informing users of the financial statements of our independence.

The principles governing our engagement to compile any taxation or financial report include integrity, objectivity, and confidentiality.

We will obtain a general knowledge of our clients' businesses and operations in relation to which we are preparing a compilation report. We will also become familiar with the accounting principles and practices of the industry in which clients operate and we will become familiar with the form and content of the financial reports that are appropriate in the circumstances.

We will provide you with accounting, taxation, and business consulting services to allow our compliance with regulatory and fiscal reporting requirements. The procedures we perform will be limited to those related to these purposes. At your request we will provide such consultancy services as you may require.

We have attached our terms of engagement; they apply to the assignments we undertake on behalf of Quality Education Nepal Inc.

These terms will be effective for future years unless we advise you of their amendment or replacement, in which case we will send you amended terms for your consideration.

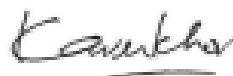
Provided that it meets with your approval, please sign the acknowledgment below and send it to us by email or by mail.

Please contact Karen or George to discuss any of the matters raised in this correspondence. As a valued client we thank you for your time and patience in dealing with this important matter.

Yours sincerely,



George Dingli
Warnocks Pty Ltd
Director



Karen Khor
Warnocks Pty Ltd
Director

Acknowledgement

I/ We have read and agree to the Terms of Engagement for Warnocks Pty Ltd as they apply to each of the above-mentioned persons and entities.

Acknowledged by:

Peter Hall

Date:

The terms of our engagement.

Our clients specifically agree to the following terms of engagement by engaging us to compile financial reports and taxation returns:

Scope

1. We will not be carrying out any assurance review of clients' accounting data or financial statements.
2. Our procedures will be limited to the collection, classification and summarisation of financial information, and do not include verification or validation procedures. Accordingly, we will not express any assurance as to accuracy.
3. The advice that we provide to our clients is an opinion, which is based on our knowledge of the clients' particular circumstances.
4. Clients cannot rely upon our engagement to disclose irregularities including fraud, other illegal acts, and errors that may exist.
5. We are not obliged to make any enquiries of our clients or other parties to assess the reliability and completeness of the information provided.
6. Nor will we assess the internal control structure or verify other matters such as accounting estimates used in the preparation of financial reports or verify any explanations that we have received.

Full & Frank Disclosure

7. Clients are responsible for keeping their own full and proper records to facilitate the preparation of accurate returns. Clients are also responsible for the completeness and accuracy of the information with which they provide us and will disclose all information that is material and relevant to us in preparation of financial reports. This includes promptly advising us of any changes in their circumstances.
8. Clients can access the 'safe harbours' provisions in the Taxation Administrative Act 1953 where they are exempt from administrative penalties for incorrect or late lodgement of returns provided they have given us 'all relevant taxation information' in sufficient time.
9. Clients agree that they are responsible for the financial framework reporting adopted, and the appropriate presentation and approval of the financial report.

WARNOCKS

CHARTERED ACCOUNTANTS

10. The financial reports that we prepare are for clients' own use, and are also intended to be adequate for use in reporting to regulatory authorities such as the Australian Taxation Office (ATO), and the Australian Securities and Investments Commission. We do not accept any responsibility to any persons other than our clients for the contents of the financial reports that we prepare.

Rights & Obligations

11. We will keep you informed on specific rights and obligations under the taxation laws that become relevant from time to time during the course of the work we perform for you. For example, the keeping and retaining of adequate and accurate records and the filing of relevant returns with the ATO within the required time limits.

Confidentiality

12. The conduct of our engagement in accordance with the standards and ethical requirements of our governing bodies means that information acquired by us is subject to strict confidentiality requirements. Information will not be disclosed by us to other parties except as required or allowed for by law or professional standards, or with your express consent. However, please note that our tax files may be subject to review as part of the quality control review programs of CAANZ and TPB.

By signing this letter you acknowledge that, if requested, our tax files relating to this engagement will be made available under this program. Should this occur, we would advise you. The same strict confidentiality requirements apply under this program as apply to us as your tax agent.

Other matters

13. We may engage other specialists and professionals to provide advice on your affairs, should it be necessary and subject to your consent.
14. Our liability is limited by a scheme approved under Professional Standards Legislation. Further information on the scheme is available from us and from the Professional Standards Councils' website: <http://www.psc.gov.au>
15. Fees: Our fee arrangements are based on the expected amount of time spent by the appropriate level of staff to undertake the professional services agreed to be provided. Clients can obtain details of our current schedule rates from our administration manager, or from either of our directors. Where appropriate, clients can agree expected fees in advance of assignments.