

Notice is hereby given that the 55th Annual General Meeting of the Southern Cross Medical Care Society will be held at 2pm on Thursday, 1 December 2016 at Rydges Hotel, 30 Latimer Square, Christchurch.

Items of business

Annual Report and Financial Statements

1. To receive the Annual Report and Financial Statements for the year ended 30 June 2016 and the Auditor's and Appointed Actuary's reports thereon. See Notes to item 1.

Appointment of a Trustee

2. To appoint Roger France as a Trustee. Mr France has been nominated to fill the vacancy created by the retirement of Keith Taylor. See Notes to item 2.

Election of Directors

There are two vacancies and two candidates for those vacancies.

- 3.1 To elect Dr Philip Leightley as a Director. Dr Leightley has been nominated to fill the vacancy created by the retirement of Dr Doug Baird.
- 3.2 To re-elect Elizabeth Hickey as a Director. Ms Hickey retires by rotation and, being eligible, offers herself for re-election.

See Notes to item 3 for candidate profiles.

General business and Member questions

Rachel Cunningham

Secretary
Southern Cross Medical Care Society
7 October 2016

Please refer to the back page of this Notice of Meeting for guidance on using your voting/proxy form to have your say on these items of business.

Guest speaker – Billie Jordan: Founder of the world's oldest dance crew

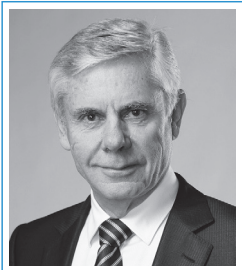
We are pleased to have guest speaker Billie Jordan joining us at the conclusion of the AGM. In 2013 Billie established the Hip Op-eration Crew on Auckland's Waiheke Island, which (with an average age of 80) has been recognised by Guinness World Records® as the world's oldest dance group. Billie's crew has performed in Las Vegas and Taiwan, while Billie has become a sought-after speaker on the subject of "ageing disgracefully".

Notes to item 1 – Receive Annual Report and Financial Statements

The Annual Report and Financial Statements can be viewed online before the AGM at www.southerncross.co.nz/annualreport. Copies will also be available to Members attending the meeting.

Notes to item 2 – Appointment of a Trustee

The Rules of the Society provide that there shall be three Trustees. All property belonging to the Society vests in the Trustees who hold it in trust for the Members. Trustees are nominated from among the Directors and elected by Members. Roger France has been nominated to replace Keith Taylor who is stepping down after serving three years as a Society Trustee. The Board supports Mr France's appointment as Trustee based on the skills, experience and contribution he has brought to the Society as a Director since 2014. (NB - Mr Taylor will continue in office as a Director of the Society)



Roger France (ONZM, BCom, FInstD, FCA)

Roger France is a professional, non-executive director and chartered accountant who was elected to the Society Board in 2014. He is Chairman of Tappenden Holdings and a Director of Orion Health Group; a Trustee of the Dilworth Trust Board and University of Auckland Foundation; an advisory panel member of Next Foundation; and a member of Treasury's Commercial Operations Advisory Board. His past Board appointments include Fonterra, Air New Zealand, Fisher and Paykel Healthcare, Blue Star Group and Team New Zealand. He was Chancellor of The University of Auckland between 2009 and 2012. Mr France is a Fellow of both the New Zealand Institute of Directors and Chartered Accountants Australia and New Zealand.

Notes to item 3 – Election of Directors

There are two candidates seeking election to the Board and two vacancies. The Board supports the election of Dr Philip Leightley who was nominated following a publicly-advertised search process to identify an individual with a strong medical / health sector background to fill the vacancy arising from the retirement of Dr Doug Baird at the 2016 AGM. The Board also supports the re-election of Elizabeth Hickey based on the skills, experience and contribution she has brought to the Society since 2009.



3.1 – To elect Dr Philip Leightley as a Director

Dr Philip Leightley (MB, BS, DA, FRCA, FANZCA)

Dr Philip Leightley is a practicing medical professional who has worked in Auckland as a specialist anaesthetist since 1987, including 25 years in the private sector. In this capacity he has gained considerable insight into the design and operating effectiveness of the many different private hospital and day-surgery environments that provide the surgical services funded by Southern Cross on behalf of Members. Dr Leightley also has extensive governance and administration experience, including chairing and serving on a range of hospital committees. He was a founding shareholder and then director of the Auckland Surgical Centre which was purchased by Southern Cross Hospitals in 2005. He joined the Board of Southern Cross Hospitals in 2009 and in 2013 became a Trustee of the Southern Cross Health Trust which owns the Southern Cross Hospitals and Travel Insurance businesses. Dr Leightley believes his extensive medical and governance background in the private health sector will enable him to provide a valuable perspective as the Society's Board addresses opportunities to work with the medical profession to create and deliver value for Members.



3.2 – To re-elect Elizabeth Hickey as a Director

Elizabeth Hickey (MNZM, MCom(Hons), FCA, CMInstD)

Liz Hickey is a chartered accountant and member of the Institute of Directors who joined the Society's Board in 2009. Ms Hickey is a trustee of the University of Auckland Foundation, and a director of Diabetes New Zealand Inc. Her past governance experience includes being a director of Radio New Zealand, Genesis Power and Environmental Science and Research. She has served on both the New Zealand and international boards of the World Association of Girl Guides and Girl Scouts, and is a Fellow and past-President of Chartered Accountants Australia and New Zealand.

Using your voting/proxy form

If you will attend the AGM, bring your voting/proxy form to the meeting to cast your votes.

If you will not attend, please return your completed and signed voting/proxy form to

**Level 1, 2 Takutai Square
Britomart, Auckland**

or by mail to:

**Freepost 247444
PO Box 300547
Albany, Auckland 0752**

The forms must arrive **no later than 2pm on Tuesday 29 November 2016** (48 hours prior to the start of the AGM).