

FORMAL MEMBER REQUISITION UNDER SECTION 249D — TURF AUSTRALIA LTD

03/11/2025

To:

The President and Directors
Turf Australia Ltd

Dear President and Board Members,

We, the undersigned members of Turf Australia Ltd, hereby issue this requisition pursuant to *section 249D of the Corporations Act 2001 (Cth)* and the relevant provisions of the Constitution of Turf Australia Ltd, requesting the Board to call a General Meeting of Members.

During a meeting held on 26 September 2025 at 4:00 pm, Hugo Struss, as President of Queensland Turf Producers Association Pty Ltd., met with the Turf Australia Board to present concerns expressed by members and to seek clarity on whether, if the majority of members supported change, the Board would act accordingly. The response—that such change would require *Board approval*—illustrated a concerning misunderstanding of both the Corporations Act and the fiduciary duties of directors to act in good faith and in the best interests of members.

In addition to this discussion, a joint meeting was held on Thursday, 30 October 2025 at 1:00pm (AEST), between the Turf Australia Board and growers, facilitated via the Boards of Turf Queensland and Turf NSW. This meeting provided an opportunity for growers and Turf Australia to openly discuss the issues raised in the initial letter of requisition and articulate their respective positions. Turf Australia acknowledged the concerns without offering a clear pathway to address member issues. This reinforced the need for members to pursue the formal mechanisms available under the Corporations Act to ensure appropriate representation and accountability.

These interactions confirmed that voluntary reform would not be supported by the current leadership, compelling members to exercise their statutory rights under *section 249D*.

Members have expressed a sustained loss of confidence in the performance and direction of Turf Australia Ltd.

Key factors include:

- Leadership instability, with three CEOs in recent years and indications of further turnover, together with the departure of more than four support staff;
- Limited engagement with State Associations, contrary to *Object 3.1.6 of the Constitution*², which commits Turf Australia “to foster the development of state and local representation for turf producers”;

- Active undermining of State-based initiatives such as the Turf 360 Program (QLD) and flood-recovery collaboration (NSW);
- Absence of national strategic planning conducted with State Associations despite extensive operational change; and
- An entrenched inward-facing culture that no longer reflects the organisation’s declared purpose “to represent the interests of turf growers nationally, build industry capacity, and deliver outcomes that benefit members and the broader sector.”¹

These issues collectively evidence systemic governance failure and a departure from the organisation’s founding objectives.

Accordingly, the requisitioning members propose the following course of action:

1. That the requisitioned General Meeting of Members be convened to consider and vote upon a Motion of No Confidence in the current Board of Turf Australia Ltd.
2. That, should the motion be carried, an interim transitional Board be appointed comprising:
 - Two representatives from Queensland Turf Producers Association Inc.
 - Two representatives from Turf New South Wales Inc.
 - Two representatives from Turf Western Australia Inc.
 - One representative from either Turf Victoria or Turf South Australia.
3. Each State’s Industry Development Officer (IDO) shall attend Board meetings in an *ex-officio, non-voting* capacity to maintain project continuity.

The current IDOs have proven capability through previous delivery of levy-funded projects on behalf of Turf Australia and are well placed to ensure continuity.
4. Formal notice will be provided to Horticulture Innovation Australia (HI) to confirm that all contractual and statutory obligations will continue uninterrupted.
5. The interim Board will, within four months of appointment, convene a Special General Meeting of Members (April–May 2026) to consider constitutional amendments that implement a durable and representative governance model.

The two most viable frameworks—agreed in principle by Queensland and New South Wales—are:

- (a) a federated incorporated-association model, ensuring equal State representation; or
- (b) a reformed company-limited-by-guarantee structure, embedding proportional State representation and enhanced accountability.

¹ Turf Australia Strategic Plan 2021–2026 — Purpose Statement.

Both seek to restore Turf Australia Ltd to its role as a national figurehead representing the collective interests of turf growers through their State Associations.

Under *sections 249D to 249G of the Corporations Act 2001 (Cth)*¹, the Board is required to call the requested meeting within 21 days of this requisition and hold it within two months. Should the Board fail to comply, members may act under *section 249F*¹ to convene the meeting directly.

This action is taken respectfully, in good faith, and solely to re-establish effective governance and confidence in our national body.

We urge the Board to facilitate this process transparently and collaboratively.


Yours faithfully,

Hugo Struss
Tinamba Turf

DocuSigned by:

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Amanda Smyth
Wild Horse Turf

Signed by:

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Matt Heilig
Go Turf

Signed by:

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Corey Fordyce
Marian Lawns

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Erin Quinlan
Australian Lawn Concepts

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Michael Newton
Turf Works Group

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Lachlan Moncrieff
Paragon Gardens

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Anthony Muscat
Greener Lawn


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Jessica Micallef
Abulk Turf Supplies


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Ben Muscat
Greenway Turf

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Anna Fraser
Lorn Turf

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Proposed Motion to Members

Motion 1 – Vote of No Confidence in the Current Board of Turf Australia Ltd

That, in accordance with section 249D of the *Corporations Act 2001 (Cth)* and clause [insert clause number] of the *Turf Australia Ltd Constitution*, the members hereby express a Vote of No Confidence in the current Board of Turf Australia Ltd on the grounds of loss of member confidence, repeated executive turnover, insufficient engagement with State Associations, and failure to act in accordance with the Objects and purpose of the organisation.

Further resolved that:

1. An interim Board be appointed immediately following this resolution, comprising representatives as set out in this letter, to act until constitutional reform is approved by members.
2. The interim Board shall ensure continuity of all projects and obligations with Horticulture Innovation Australia.
3. The interim Board shall convene, no later than 31 May 2026, a Special General Meeting of Members to consider amendments to the Constitution implementing a permanent, State-representative governance model.