



ADVISORY PANEL CHARTER 2020

A message from our Co-Founders, Graham Gordon and Mike Hammond



Thank you for taking an interest in joining our Advisory Panel and reviewing our Charter Document.

Gardian came together after we met at an Industry Conference and realised that we both shared a passion: to try and stop young people from dying at festivals.

According to research conducted in 2018, 98.4%* of music festival attendees use illicit drugs at festivals. 10% of the patrons end up in the emergency medical areas on site, many are transported to hospitals and unfortunately there are some, who just don't make it.

We have been part of the medical treating teams at over 10,000 festivals and events, intimately part of the 2019 Coronial Inquiry into deaths at NSW music festivals, and part of the organising party of well over 100 events. We have been in a unique position to see and understand the impacts these situations can have on family and friends, event organisers, medical teams, the industry and the wider community.

We founded Gardian Technologies and developed Gardian EMS, a state-of-the-art proactive and preventive medical assistance solution, to tackle the issue of drug related harm, in a new way.

Time can be the critical factor in saving a life. We believe that Gardian EMS will revolutionise the way people are cared for at festivals and events.

Gardian EMS can detect, very early on, if medical intervention is required, often before the individual is aware of it themselves. We can identify and auto-dispatch the nearest medic to them and provide the care that they need.

As we have been building our solution throughout 2020, we also used the time to develop COVID-19 functionality to assist the industry get back on its feet; with features like social distance monitoring, auto check in, active alerts and contact tracing.

Over the last few months we have formed an experienced and passionate team with a diverse set of skills to help us with the next steps in our journey. We have also appointed one of the industry's best and most sought-after publicists, Stacey Piggott, to tell our story.

We are now looking to fill the positions on our Advisory Panel. Our Panel will be made up of experts who can provide valuable insights, knowledge and feedback on our way of thinking, products and solutions, and steer our way forward.

We have commenced our selection process and are looking for individuals that can help us make a difference.

Again, we thank you for your interest and are available for any discussions you may wish to have about our products, purpose or journey so far.

Warm Regards,

Graham Gordon
Co-Founder
& Chief Executive Officer

Mike Hammond
Co-Founder &
Chief Paramedic Officer

*Australian Music Festival Attendees: A national overview of demographics, drug use patterns, policing experiences and help seeking behaviour, DPMP Bulletin No 28



ADVISORY PANEL CHARTER 2020

Introduction

The External Advisory Panel ('Panel') was established in 2020 to assist Gardian Technologies (Gardian) in meeting its core vision of connecting and protecting communities through innovative products, AI technologies smart applications, and solutions.

The Panel hosts a range of experts who can provide valuable insights, knowledge and feedback on our way of thinking, products and solutions, and steer our way forward.

Purpose

The Panel assists Gardian in gaining a deeper understanding of developments and risks within the industry. This will assist Gardian in achieving its strategic goals:

- Create technology solutions that can enhance the way we care for others
- Support Australian businesses to get back on their feet
- Build an innovative, strong and sustainable organisation
- Develop an industry leading, internationally recognised organisation considered a thought-leader in the area of onsite medical technologies, practices and patron care

The Panel is an advisory body and steers decisions, however has no decision making authority.


Composition, Chairman and Deputy Chairman

Membership

The Panel consists of approximately 12, but not more than 15, members. The actual number of members comprising the Panel is determined by the Gardian Chairman from time-to-time.

Ideally, the combined expertise of the Panel members will cover the following areas:

- Live Entertainment Promotion / Production / Management
- Music Industry Governance Body
- Venue Owner / Operator
- Performing Arts Organisation
- International Sports Events Management
- Harm Minimisation or Drug Support Community Organisation
- University Representative for Related Industry(ies)
- Head of Emergency / FACEM
- Event Risk Management or Operations Advisor / Consultant
- Local / State Government Event / Health Leader



Composition, Chairman and Deputy Chairman

The Gardian Chairman, in consultation with the Panel Chairman, appoints the members of the Panel.

Chairman and Deputy Chairman

The Panel Chairman is a member of the Panel nominated by the Gardian CEO, and who in the first 3 months will be the Gardian CEO – Graham Gordon. The first replacement Chairman will be determined by vote of the panel members.

The Panel Deputy Chairman is a member of the Panel nominated by the Gardian CEO, and in the first 3 months will be the Gardian Chief Paramedical Officer – Mike Hammond. The first replacement Deputy Chairman will be determined by vote of the panel members.

The Panel Chairman must preside at all Panel meetings at which he/she is present. If the Panel Chairman is not present at a Panel meeting and the Panel Deputy Chairman is present, the Panel Deputy Chairman must preside. If neither the Panel Chairman nor the Panel Deputy Chairman are present at a Panel Meeting, the Panel members must elect one of their number to preside.

Term of Office

Members of the Panel serve in their personal capacity (not as a representative of an organisation) for a minimum term of 1 year with approximately one third of the membership of the Panel (those longest serving) retiring each year.

The Panel Chairman and Deputy Chairman are appointed for an indefinite period by agreement of the parties concerned.

Frequency and Conduct of Meetings


Frequency

The Panel meets on a quarterly basis.

The Panel Chairman, may convene further meetings of the Panel if this is considered necessary.

Quorum

As the Panel is an advisory body, issues submitted to the Panel for discussion will not be subject to any vote. As such, quorum requirements do not apply to meetings of the Panel.



Frequency and Conduct of Meetings

Duties and Scope of the Panel

Conduct

Secretarial services to the Panel are provided by a Gardian representative.

Gardian senior executives have a standing invitation to attend meetings of the Panel as long as no more than 2 attend any one Panel sitting.

Agenda

Agenda items for the Panel meetings are determined by the Gardian CEO in consultation with the Panel Chairman. However, Panel members are encouraged to provide suggestions on topics or issues to be considered for future meetings, which can be taken into account by the Gardian CEO and Panel Chairman when setting agendas.

Location

Panel meetings are held in appropriate locations in the Sydney CBD and Gold Coast / Brisbane CBD, with a advance notice of at least 1 month given to members in advance of the meeting date. Panel members are encouraged to attend in person but may attend via Zoom. Gardian will cover the reasonable travel costs of interstate Panel members.

The duties and scope of the members of the Panel include, among other things :

- the provision of professional expertise as needed and from time to time;
- as a whole, or through some of the Panel's members (depending on their expertise), the provision of advice to Gardian (generic in nature and not related to any specific client or entity);
- the provision of feedback from the event and entertainment industry on current matters of interest, focus or concern;
- to act as a key note speaker, advocate, provide statements in media releases and attend events from time to time; and
- in principle, and subject to other commitments, make themselves available to provide advice on ad hoc issues or to working groups (specific to their expertise), which may arise from time to time and which are beyond the forum of the Panel meeting.

Topics for discussion will not include current Gardian client financials or commercial in confidence information, including any legal proceedings.

Conflicts of Interest Protocols

At the beginning of each meeting, each member must disclose to the Chairman of the meeting any conflicts of interest, real or potential, they may have in relation to any agenda item.

Members must also notify the Panel Chairman of the meeting of any conflicts of interest that arise during the course of the meeting.

Unless the Chair of the meeting decides otherwise, the member should then exclude themselves from the meeting for each relevant agenda item and not take part in Panel discussions relating to that matter.

Confidentiality

Advice and input provided by members of the Panel will be treated as confidential by Gardian. Members must keep information and materials provided by Gardian as confidential to Gardian.

Gardian may acknowledge the existence of the Panel and name members of the Panel in its Annual Report and on its website.



w: gardian.tech
e: info@gardian.tech