**NAWIC 2020 Annual General Meeting**

**Agenda**

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| **Date:** | Thursday 26 November, 2020 |
| **Time:** | Meeting commences: 5:30pm (AEDT) |
| **Location:** | The meeting will be held by video-conference. |

**Agenda**

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| **17:15** |  | Registration |  |
|  |  | **Items of Business** |  |
| **17:30** |  | **Welcome & Acknoledgement** | KS |
|  |  | **Apologies and Proxies**   |  |  | | --- | --- | | **NAME** | **PROXY ASSIGNED TO** | | Jaqueline Barker | Kristine Scheul | |  |  | |  |
|  |  | **Draft Minutes of AGM 28th November 2019 (paper)**  ***Motion****: That the minutes of the 24th NAWIC Annual General Meeting, held of 28th November 2019, be endorsed as a true and accurate record.*  ***Motion put by Kristine Scheul***  ***Seconded by Miriam D’Souza***  *Motion passed* | KS |
|  |  | **Chair’s report**  ***Motion****: That the Chair’s report be received and approved.*  *Motion put by Kristine Scheul*  *Seconded by Samantha Woodward*  *Motion passed.* | KS |
|  |  | **Treasurer’s Report**   1. Treasurer’s Report 2. Profit & Loss 3. Balance Sheet 4. Auditor’s Report   ***Motion****: That the Treasurer’s Report, Profit & Loss, Balance Sheet and Auditor’s Reports for the financial year ending 30 June 2020 be received and approved.*  *Motion put by Kristine Scheul*  *Seconded by Miriam D’Souza*  Motion Passed | MDS |
|  |  | **Election of Directors**  An election has been carried out by an external provider with the following being elected as Directors:   * Joanne Farrell * Kylie Judd * Hayley Gilmour |  |
|  |  | **Special Resolution (Paper)**  The Board proposes the following amendments:   1. Spelling and minor grammatical errors resolved 2. Removal of Honorary Treasurer as an office bearer. This role to be replaced with Chair of the Finance and Audit Committee to focus full attention of finances on all Directors 3. Corporate Membership – remove one representative to vote on behalf and replace with all individuals registered by a corporate member being able to vote. 4. Clause 3.4(v) added – “Failure to pay membership dues after 3 months from due date” 5. Clause 4.3 Unfinancial Member - deleted 6. Clause 9.1 Number of Directors (a) – amended to a maximum of ten (10) 7. Clause 9.1 Number of Directors (b) – amended to not more than six (6) Elected Directors 8. Clause 9.2 Eligibility (b) (i) – “or a Chapter Council” deleted 9. Clause 9.4 Term – term amended to three (3) years 10. Clause 9.5 Maximum Term of office for Directors (a) (i) – amended to “must not serve more than two” from four consecutive terms – total of 6 years 11. Clause 9.5 Maximum Term of office for Directors (a) (ii) – eligibility reduced to six (6) years 12. Clause 9.5 Maximum Term of office for Directors (a) (iii) – five years in a fifteen year period amended to three terms 13. Clause 9.5 Maximum Term of office for Directors (b) – deleted 14. Clause 10.2 Payments to Directors with Board approval (b) – deleted as conflicts with Clause 9.2 15. Clause 11.2 Vacation of Office (f) – “or by an Alternate Director or by a proxy appointed under article” deleted – Directors cannot transfer duties/responsibilities 16. Clause 13.1 Meeting – wording amended to better reflect timing of Face to Face meetings 17. Clause 13.5 Chair and Vice Chair – remove term of two years and replace with “commensurate with their tenure….” 18. Clause 14 – “telecommunication” replaced with “Virtual” 19. Clause 15 – Chief Executive Officer – “or equivalent” added 20. Clause 16 – Amended from “Local Management” to “Delegation of Responsibilities” 21. Clause 18.1 – 18.3 – Delete “Common Seal” – discussion re: alternative clause for authorisation of documents. 22. Clause 22 Chapters (e) – “rules” amended to “published policies”   A poll was taken and the motion to amend the constitution was passed with 100% of votes agreeing to the changes. |  |
|  |  | General Business  ***Note:*** *Items of Business may be raised by Members during this section of the meeting. Questions will be taken on notice.* |  |
|  |  | Meeting Close |  |

**Notes**

Quorum

Pursuant to Section 7.3 of the NAWIC Constitution (2015), a Quorum at the meeting shall consist of ten (10) members, present in person, by proxy, attorney or Representative.

Questions

Members will have ample time to ask questions or speak about any items of business. Members may also submit questions in writing prior to the meeting and the Chair will seek to address as many of the topics raised having regard to the available time. Otherwise, questions will be taken on notice during the meeting and addressed subsequently.