

**MINUTES OF THE ANNUAL GENERAL MEETING OF MEMBERS OF  
ANIMAL WELFARE LEAGUE NSW  
ACN 000 533 086**

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<b>DATE</b>	Saturday, 13 May 2017
<b>TIME</b>	2.00 pm (Australian Eastern Standard Time)
<b>PLACE</b>	Parramatta RSL Club, Cnr O'Connell Street & Macquarie Street, Parramatta, NSW 2150
<b>PRESENT</b>	Christine Richardson (Chair) Audrey McGeown (Director) Glyn Boobyer (Director) David Hope (Director) Christopher Adamson (Director) Deborah Cox (Director)
<b>IN ATTENDANCE</b>	Therese Markou (Acting CEO) Maryse MacMurdo (Company Secretary) Stephen Jean-Louis (Returning Officer – Grant Thornton Australia Ltd) John McCombe (Legal Advisor – HWL Ebsworth) Richard Mussell (President of AWLA)
<b>APOLOGIES</b>	Shawn Skyring (Director) Kirsten Taylor-Martin of Grant Thornton Australia Ltd Trevor Costa and Wil Piepers from Berger Piepers(Auditors)
<b>MEMBERS</b>	45 Members as per the signed attendance sheet

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**1. Opening Meeting**

Christine Richardson, Chair, welcomed the AWL members staff, and volunteers and fellow Board Members. The Chair also welcomed Mr John McCombe, Legal Advisor of HWL Ebsworth, Mr Stephen Jean-Louis, Returning Officer of Grant Thornton Australia Ltd who will ensure the independence and integrity of the process for the election of directors and a special welcome to Mr Richard Mussell, President of AWLA.

**Quorum**

The Chair noted a quorum was present and declared the Annual General meeting open at 2.05 pm.

**2. Apologies**

The Chair noted apologies had been received from a Director, Mr Shawn Skyring, Kirsten Taylor-Martin of Grant Thornton Australia Ltd and the Auditors, Trevor Costa and Wil Piepers from Berger Piepers.

### **3. Notice of 2017 Annual General Meeting**

The Chair noted the Notice of Meeting dated 23 March 2017 convening the 2017 Annual General Meeting was sent to all members via email or post. The Notice of Meeting was taken as read.

### **4. Minutes of previous meeting**

The Chair noted the minutes of the previous Annual General Meeting of members held on 19 March 2016, a copy of which had been posted on the Company's website, have been signed by the Chair of that meeting in accordance with the Corporations Act and were noted and taken as read.

### **5. Company Presentations**

The Chair noted there is no requirement under the constitution, the Corporations Act or the ACNC Act for members to approve or adopt the 2016 Annual Report or the financial statements and reports and advised accordingly, there will be no vote on these items of business.

#### **2016 Annual Report**

The 2016 Annual Report was tabled and laid before the meeting. The Chair noted the Annual Report provides information on the activities of the Company over the past year and commended everyone for their hard work. It was noted a copy of the Annual Report was sent to members with the Notice of Meeting and is available on the website for those of you who would like to consider it in more detail.

#### **Chair's Presentation**

The Chair provided a short address to the meeting providing the highlights over the financial year.

### **6. 2016 Financial Statements and Reports**

The financial report, directors' report and auditor's report for the financial year ended 30 June 2016 were laid before the meeting

The Chair opened the floor for question time in respect to the 2016 financial report. There were a couple of questions from members in this regard and it was noted that a full break down of Legal and Professional Fees as set out in the 2016 Financial Report together with the 2017 Legal and Professional Fees to date will be provided to members on the member only page of the website.

### **7. Election of Directors**

The Chair moved each of the 12 separate ordinary resolutions for the election of a director set out in the Notice of Meeting.

The Chair noted as detailed in the Notice of Meeting, there are six (6) vacancies on the Board to be filled at this meeting. In order to be elected, a candidate must receive more votes validly cast in favour of the resolution for their election than against. If more than six (6) candidates receive such a majority, the six (6) candidates who receive the highest number of FOR votes will be successfully elected. In the case of a tie, the candidates who receive the fewest number of AGAINST votes will be successfully elected. It was further noted information about, and statements by, each of the candidates appear in section 7.4 of the Notice of Meeting.

The Returning Officer provided a Summary of valid Postal and Proxy Votes (including the number of open or undirected proxy votes in favour of the Chair and persons other than the Chair) in respect of each resolution received by the lodgement deadline.

The Chair opened the floor for any questions or discussion in relation to the election of the Directors. There were no questions from the floor.

### **Call the Polls**

In accordance with rule 18.2(a)(iii) of the constitution, the Chair called a poll on each of the 12 resolutions set out in the Notice of Meeting and directed that they be taken now. The Chair advised the meeting the voting instructions are set out on page 2 of the Voting Paper members received on registration are consistent with those set out in the meeting documents and noted should any person have any questions, the Returning Officer will assist.

After allowing time for members and proxyholders to complete and lodge their Voting Papers, the Chair advised the meeting that the Returning Officer had indicated that all Voting Papers have now been collected and noted the poll was now closed.

After allowing time for the Returning Officer to count all votes, the Returning Officer announced the election results to the meeting as follows:

	<b>For</b>	<b>Against</b>
Christopher Adamson	143	228
Narelle Cocks	242	114
Deborah Cox	136	229
Jeanette Emanuel	221	111
Theresa Hawkins	132	227
Audrey McGeown	246	115
Andrew Moody	136	215
Joanne Righetti	258	111
Deborah Rouse	122	235
Elizabeth Royds	132	217
Shawn Skyring	225	120
Annette Tomlinson	251	108

The Chair noted following the results of the polls just announced, **IT WAS FORMALLY DECLARED THAT** the following resolutions numbered

- 2 Narelle Cocks
- 4 Jeanette Emanuel

- 6 Audrey McGeown
- 8 Joanne Righetti
- 11 Shawn Skyring, and
- 12 Annette Tomlinson

as set out in the Notice of Meeting are passed and that the remaining resolutions set out in the Notice of Meeting are not passed.

## **8. Closure**

There being no further business, the Chair declared the meeting closed at 4.47 pm.