

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

DATE	Thursday, 14 November 2024
TIME	5.00 pm (Australian Eastern Standard Time)
PLACE	Novotel Sydney Parramatta, 350 Church Street, Parramatta NSW 2150
PRESENT	Linda Geddes (Chair) Marg Steel (Vice President) Tina Pacey (Director) Colleen Ringe (Director) Helen Swarbrick (Director)
APOLOGY	Karen Robinson (Treasurer) Glyn Boobyer (Director)
IN ATTENDANCE	Stephen Albin (CEO) Steve Ruzic (CFO) Anne-Marie Nassif (Executive Officer and Company Secretary) Martin Sabanos (Hall Chadwick NSW) (Auditor) Simon Joyce (SDJA) (Returning Officer) John McCombe (McCombe Lawyers) (Lawyer)
MEMBERS	51 Members as per the attendance sheet 5 Non-Members as per the attendance sheet

1. Opening Meeting

Linda Geddes, President of Animal Welfare League NSW (AWL NSW), on behalf of the Board and Management of Animal Welfare League NSW, welcomed members to the 14 November 2024 Annual General Meeting and thanked the Members, staff, volunteers and guests for their attendance.

In accordance with the AWL NSW Constitution, Linda Geddes was Chair of the Meeting and gave an Acknowledgement of Country.

The Chair welcomed fellow Board Members Marg Steel, Tina Pacey, Colleen Ringe and Helen Swarbrick.

The Chair also welcomed:

- Stephen Albin, AWL NSW CEO;
- Steve Ruzic, AWL NSW CFO;
- Martin Sabanos, AWL NSW's Auditor from Hall Chadwick NSW;
- Simon Joyce, Returning Officer of SDJA; and
- John McCombe AWL NSW's lawyer from McCombe Lawyers.

Quorum

The Chair noted the required quorum for this Meeting is present: that being 51 members present, or taken to be present, in person or by proxy or attorney and declared the Annual General Meeting open at 5:00 pm.

2. Apologies

The Chair noted apologies were received from Karen Robinson (Treasurer) and Glyn Boobyer (Director).

3. Notice of 2024 Annual General Meeting

The Chair noted the Notice of Meeting, dated 17 October 2024 convening the 14 November 2024 Annual General Meeting, was sent to all members by post or email. It was also displayed on the AWL NSW website.

There having been no objections lodged, the Notice of Meeting was circulated and taken as read.

4. Minutes of previous Meeting

The Chair noted the minutes of the previous Annual General Meeting of members held on 18 November 2023, a copy of which has been posted on AWL NSW's website, have been signed by the Chair, in accordance with the Corporations Act. There having been no objections lodged, the Minutes were taken as read.

5. Business of the Meeting

The Chair noted the three Items of Business before the current Meeting, namely:

1. Receipt of the Company's 2024 Annual Report;
2. Receipt of the Company's Financial Statements and associated Directors' Report and Auditor's Report for the financial year ended 30 June 2024; and
3. The election of two Directors.

The Chair noted that questions or comments from the floor would be invited after the conclusion of the discussion on the first two Items of Business and again after the discussion of the election of Directors.

6. Voting Instructions

Voting Member

The Chair noted that Members eligible to vote would have been given a Member Voting Paper by the Returning Officer. The Voting Paper includes instructions on the two resolutions to be put to the Meeting.

Proxyholder

The Chair noted that Proxy Vote holders for a voting Member would have been given a Proxyholder Voting Paper together with a summary of proxy votes that sets out details of:

- the total number of valid proxy appointments in their favour;
- the total number of directed proxy votes, if any; and
- the total number of undirected or open votes available

to be cast on each resolution by Proxyholders on behalf of the Members who appointed them as their proxy holder, and voting instructions on the resolution.

A voting Member who is also a Proxyholder will have been given both sets of voting papers.

Visitors

The Chair noted that only those in possession of a Voting Paper are entitled to speak or to vote at the Meeting.

Any visitors are not entitled to speak or vote at this Meeting.

7. 2024 Annual Report

The Chair noted that there is no requirement under the AWL NSW constitution, the Corporations Act or the ACNC Act for members to approve or adopt the 2024 Annual Report or the Financial Statements and Reports. Accordingly, there will be no vote on this Item of Business.

The 2024 Annual Report was tabled and laid before the Meeting. The Chair noted the Annual Report provides information on AWL NSW's activities over the past financial year and the Chair commended everyone for their hard work. The Chair noted a copy of the report is available on the website should Members wish to consider it in more detail.

8. 2023-2024 Financial Statements and Report

The Chair presented the company's Financial Statement and Reports on behalf of AWL NSW Treasurer Karen Robinson, who could not be at the Meeting.

The Chair noted that the Financial Statements and Directors' Report have been adopted and signed off by the Board. A copy of the Financial Reports was posted on the AWL NSW website.

The Chair noted that Martin Sabanos, the company's auditor from Hall Chadwick NSW was present and was available to respond to any questions about the audit of the Financial Statements.

9. Chair's Address

The Chair provided an overview of then financial performance of AWL NWS including:

- "recorded a surplus of \$1.2 million, marking a strong positive turn around from the previous year's deficit of \$0.4 million. The improvement of over \$1.6 million speaks to AWL NSW's collective commitment to financial sustainability and careful resource management.
- Total income for the year was \$13.5 million while our expenses stood at \$12 million.

Three-year Strategic Plan

This year represented the second phase of AWL NSW's three-year strategic plan focused on developing a financially sustainable operating model. The goal is to adjust revenue streams so that they consistently meet or exceed the costs necessary to provide high levels of animal care.

During the second year of the Plan, AWL NSW successfully achieved this critical milestone, putting us on a strong footing for the future. The income structure continues to be greatly supported by Bequests and legacy donations which accounted for 46.8% of total income. The ongoing generosity of donors is essential and AWL NSW's five-year average for Bequest income now stands at approximately \$4.8 million per year. This stability allows AWL NSW to continue supporting and expanding its animal care services.

Challenges

The past financial year also presented ongoing funding challenges. Inflation and its effects on household incomes have created a difficult economic climate, however, AWL NSW managed a 3% increase in fundraising revenue over the previous year. This growth, albeit modest, demonstrates the resilience and dedication of our supporters and our team's effort in creating meaningful engagement opportunities. After deducting overheads for fundraising and corporate costs, the Chair proudly reported that 70% of all income, up from 72% last year, was directly allocated to animal care. This percentage reflects our ongoing commitment to maximising the impact of every dollar received on the lives of animals in need.

Expenses

Total expenditure for the year amounted to \$12 million, a \$2,000,000 increase over the prior year. The primary driver of this rise was an increase in salaries, wages and employee benefits, which accounted for an additional \$1.1 million. This increase reflects both the creation of new roles essential to our mission and salary adjustments for both award and salaried staff. Additional vet fees paid by branches rose by \$0.3 million, covering higher payments related to the companion animal de-sexing and assistance schemes. These investments, while costly, are fundamental to maintaining the high standards of animal care and supporting community initiatives that reduce animal overpopulation.

Financial Position

Looking at our financial position, as of 30 June 2024, our members equity balance stands at \$27.7 million, up \$1.1 million from last year's \$26.6 million. Total assets reached \$34.2 million, while total liabilities was \$6.5 million, of which \$5.2 million represents utilised portions of government grants funds that will be deployed strategically over the coming months.

This year's financial results reflect the hard work and dedication of our staff, volunteers, branch members and supporters.

On behalf of Karen, I want to express my heartfelt thanks to each of you for your unwavering commitment and passion for the mission of AWL NSW. Thanks also goes to our auditor, Martin Sabanos from Hall Chadwick. Our financial achievements this year brings us one step closer to the model of sustainability that ensures continuous high quality care for animals in need.

And that means the Treasurer's reports, the Financial Statements and Directors reports have been adopted and signed off by the Board.

As mentioned, Martin Sabanos, the company's auditor from Hall Chadwick NSW is here today in the Meeting and is available to respond to any questions about the audit of the Financial Statements.

As I foreshadowed earlier, I will shortly open the floor for questions and comments on the 2024 Annual Report and the 2024 Financial Statements and Reports.

I would ask members, in fairness to others, to be succinct and to confine your questions to matters which are relevant to those items of business. In accordance with usual practise, I would ask that all questions be asked to, or through me, as the Chair of the Meeting.”

The Chair invited questions from Members and Proxyholders. There were no questions.

10. Election of Directors

The Chair noted that the Notice of Meeting advises there are two (2) vacancies on the Board to be filled at the Meeting and two (2) candidates, each of whom is a current director. In order to be elected, a candidate must receive more votes validly cast in favour of the resolution for their election than against. Information Statements by each of the candidates appear in section 7.3 of the Notice of Meeting.

The Chair moved each of the two separate ordinary resolutions for the re-election of the named Directors as set out in the Notice of Meeting.

In accordance with Clause 42(b) of the Constitution, the Chair requested the Returning Officer to provide a summary of ballot, postal and proxy votes received on Resolutions 1 and 2. The Returning Officer provided a Summary of valid Postal, and Proxy Votes received by the lodgement deadline for each director election resolution on screen.

The Chair confirmed that any undirected proxies given to the Chair in respect of Resolutions 1 and 2 will be voted in favour of those Resolutions.

The Chair opened to the floor for any questions or discussion to any of the resolutions. There were no questions.

In accordance with Clause 43(a)(iii) of the Constitution, the Chair called a poll to Members Present on each of the two separate ordinary resolutions for the re-election of the named directors set out in the Notice of Meeting.

Resolution 1. "THAT Glyn Boobyer be elected as a director."

The Chair put the following Resolution 1, namely:

"THAT Glyn Boobyer be elected as a director".

Resolution 2. " THAT Marg Steel be elected as a director."

The Chair put the following Resolution 2, namely:

“THAT Marg Steel be elected as a director”.

The Returning Officer indicated that all voting papers have been collected and the Chair confirmed Voting on the two (2) director election resolutions was now closed.

The Returning Officer informed the Meeting of the voting results.

Resolution	Votes for	Votes Against	Abstained
1. Glyn Boobyer be elected as a director.	49	2	0
2. Marg Steel be elected as a director	33	18	0
Total Votes	82	20	0

The Chair noted the results and **FORMALLY DECLARED THAT** the following resolutions were passed:

1. Glyn Boobyer be elected as a director.
2. Marg Steel be elected as a director

The Chair congratulated the candidates on their re-election as Directors.

11. Closure

There being no further business, the Chair thanked all for their attendance and declared the Meeting closed at 5.23pm.

Signed as a correct record.



Chair

28 September 2025

Date