



Safety Institute of Australia Limited
(Trading as Australian Institute of Health and Safety)

ACN: 151 339 329

(The Institute)

Minutes of the Annual General Meeting of the Institute

Held at 5:00pm on Thursday 5th September 2019

Location: Victoria University City Convention Centre
Level 12, 300 Flinders Street, Melbourne VIC 3000

1. Welcome

Chair of the Board, Patrick Murphy welcomed all those present and declared the meeting open at 5.03pm.

Patrick indicated that the meeting was being webcast and that in addition to those present in the room there were more than 20 members online and indicated that they would be able to participate in asking questions by using the online facility.

Before proceeding with the meeting proper, Patrick then gave an Acknowledgement of Country and specifically acknowledged the Wurundjeri People and paid respects on behalf of the organisation to their elders, past, present and emerging.

2. Apologies

Patrick called for any apologies and noted the advice of the Company Secretary that only one official apology had been registered on behalf of Nicole Walters and that there were no other apologies from the floor of the meeting.

3. Declaration of Proxies

Patrick called for declaration of proxies either pre-registered or from the floor and noted the advice of the Company Secretary that there were not proxies, either pre-registered or from the floor.

4. Declaration of Quorum

Patrick then indicated that a requirement of the Constitution of SIA Ltd. is that there are at least 20 members present or by proxy in order for the meeting to progress. He then noted the advice of the Company Secretary that there were more than 20 members present in person and registered and that there were another 23 members registered online by way of discrete login, thus meeting the requirement for a Quorum and that the meeting could proceed.

Patrick then outlined that the Agenda for the meeting had been available online for several days and that there were a number of specific matters to be dealt with, including:

- Presentation of the Annual Report
- Presentation of the CEO Report
- Presentation of the Financial Report
- Declaration of the outcome of Director Elections
- Appointment of Auditors

5. Consideration of Minutes of 2018 AGM

Patrick then called on the meeting to consider the minutes of the AGM held on 24 September 2018 as a true and correct record of that meeting and that these minutes should be passed by the meeting.

A motion was then put to the meeting to this effect:

Moved: Patrick Murphy

Seconded: Cameron Montgomery

Carried unanimously

6. Presentation of Annual Report

6.1 Chairman's Report – Patrick Murphy

Patrick reported that he was honoured to present the annual report.

He went on to say that still too many people were being killed, seriously injured and contracting illness and disease as a result of their work. He highlighted that from the start of the year up to 1 August 2019, a total of 83 workers had been killed and that many thousands had been injured or became severely ill as a result of going to work and doing their job.

Patrick outlined the vision that he had when he became Chair of the SIA six years ago as consisting of three phases:

- Stabilisation of the organisation
- Refreshment of the Strategic Direction
- Repositioning for the Future

He went on to say that the first two elements are reflected in the strength of the organisation both financially and operationally and the significant improvement in stakeholder feedback about the performance of the organisation.

The third element was reflected in the recently announced name change of the organisation to the Australian Institute of Health and Safety, which is about building the voice of the organisation in both policy and in engagement with business as well as building the status of the profession with industry and the wider community.

Patrick went on to indicate that the world of work is changing and both the Institute and the Profession has to change with it. He indicated that he felt that we should focus on:

- Being enablers in business not blockers
- Reducing complexity every day and focus on work as done vs work as imagined
- Cutting through and driving issues that make a difference
- Injecting more H into OHS, particularly in the area of mental health
- Focussing on the why we do things from a commercial value perspective not just on the what and how

- Being open to new ideas and learning

Patrick went on to thank those people around him after his 7 years on the Board and 6 as chair noting that he was constitutionally barred from restanding.

Among those that Patrick thanked were:

David Clarke, CEO and all of the staff in the National Office

Strategic partners, sponsors and stakeholders

Deputy Chair, Naomi Kemp and previous Deputy Chair, Nathan Winter for their support and tireless efforts

Inaugural Independent Directors, Peter Henneken and Victoria Taylor for their tireless efforts in bringing an external view of our activities and direction

Retiring Company Secretary, David Segrott after more than 13 years at the highest level within the Profession

6.2 Operations Report – David Clarke, Chief Executive Officer

Dave opened with remarks about the strength of the organisation and how it has continued to grow in numbers over the recent years, continuing with the just completed year.

He indicated that the major focus on activities was to maintain and grow the connection between the organisation and the members and that this had been achieved through a continued effort in the area of supporting events around Australia with more than 1000 delegates attending nationwide over the 12 month period.

He indicated that there had been an increase in the level of interaction with corporate partners and with regulators and government agencies and that the organisation was moving strongly in the direction in re-establishing the organisation as a reputable and authoritative voice in the WHS space, something that was difficult in the tri-partite arena where each of the three participants had their own, often very entrenched views and were reluctant to consider outsiders having a legitimate input.

Dave concluded by saying that the focus over recent years on the Certification process was continuing and was becoming more popular, although it was a challenge among newer members who required greater convincing of the value associated with Certification compared to the early adopters.

He went on to finalise his presentation with a note of thanks to the Board, particularly outgoing Chairman Patrick Murphy for their support and to all of the National Office staff for their support.

6.3 Financial Report – Nathan Winter, Chair FRACC

Nathan began by outlining the improved revenue figure of \$1,767,959 which is a 1.47% increase on the previous year, which is below CPI of 1.6% and down against budget by 9%.

He went on to indicate that the above income, when compared to expenses, resulted in a deficit of \$54,165, which is the first deficit in five years, but is accounted for by investing previous surpluses back into the rebranding exercise and associated costs.

The deficit is 17.4% better than the approved budgeted figure for the year of \$65,607.

The financial results were arrived at following an external audit by the organisations auditors Moore Stephens, who in arriving at this figure made the following five observations:

- The practice of allowing staff time in lieu when they attend conferences and seminars out of hours or on weekends is not formalised and should be supported with a formal policy framework.
- Ensuring that when Directors cease, that if they are bank signatories, confirming action is taken with the bank to remove them as signatories.
- That the organisation confirms its status in relation to obligations around Payroll Tax provisions in Victoria and applies for Tax Exempt Status as a charitable organisation, which has been progressed.
- That segregation of duties particularly in receiving money and invoicing is considered. Nathan indicated that however as a small organisation we do not have the staff numbers to implement this and so have other dual approval systems in place to facilitate an adequate level of financial security in this aspect.
- That the organisation needed to ensure that it was appropriately and correctly accruing Long Service Leave provisions. This had been done in previous years, but the auditors noted that it had not strictly been calculated in accordance with the relevant Accounting Standard. The organisations response is that the figures are essentially the same despite the different methodology and that it had no impact.

Nathan finalised his report by indicating that the Board had approved a balanced budget for 2019/20 with a planned surplus of \$924.00.

Patrick then called for any questions about any aspect of the report.

Two questions online were asked in relation to the value of fellowship and certification and what was being done to promote these aspects.

Dave Clarke answered by indicating that there was a clear and present focus on all of the activities of the organisation to promote fellowship through the event both online and face to face at Branch and National levels and that this would continue into the future.

Dave then reiterated his earlier comments in relation to Certification in that it was being promoted at all opportunities but that there were challenges in getting new members to engage in the value proposition.

Patrick then proposed a motion that the Annual Report for 2018/19 be accepted as presented.

Moved: Patrick Murphy

Seconded: Neil Dine

Carried unanimously

7. Declaration of Directors Election – David Segrott, Company Secretary

David outlined the process for the conduct of the election in once again being conducted online, with an option of paper voting for those that did not wish to vote online.

He indicated that the election was due to the normal cycle of Directors retirements and indicated that the following Directors retired at the end of this AGM:

- Patrick Murphy – has served two consecutive terms and is ineligible to re-stand this election
- Nathan Winter – has served two consecutive terms and is ineligible to re-stand at this election
- Loren Murray – has served one term and is eligible to stand again at this election

David went on to indicate that there were 13 candidates offered themselves for election and that a total of 340 members voted with a total of 889 validly cast votes and one informal vote made.

Results of the election were announced as follows:

Candidate (in ballot order)	Votes
Catherine LEE	75
Liam O'CONNOR	80
Brea RICHARDSON	23
Alison GILL	58
Jennifer JACKSON	71
Brad CROCKET	55
Richard COLEMAN	110
Rene VAN DER MERWE	100
Loren MURRAY	65
Michael SPITERI	30
Sumesh SINGH	45
Cameron MONTGOMERY	89
Total Votes	889

David Segrott then declared that on the basis of the ballot that Richard Coleman, Rene Van der Merwe and Cameron Montgomery were elected as Directors of the Safety Institute of Australia Ltd. for the period of 3 years.

David then handed the meeting to Deputy Chair, Naomi Kemp.

8. Appointment of Auditor

Naomi invited Nathan Winter, Chair of FRACC to present a motion for the appointment of auditors and Nathan moved that the organisation appoint Moore Stephens to again be the auditors for the 2019/20 year.

Moved: Nathan Winter

Seconded: Kym Bills

Carried unanimously

9. Other Business and Close of Meeting

Naomi indicated that as there were no Special Motions and that there was no provision for General Business from the floor that the meeting was not closed.

Meeting closed at 5.45pm

Record of meeting created by:



David Segrott
Company Secretary
5/9/2019