



Australian Conservation Foundation Inc.

ABN 22 007 498 482

56th ANNUAL GENERAL MEETING

6.00pm on Friday 25 November 2022

Held online, on Zoom

DRAFT MINUTES

OPENING OF MEETING

The Acting President (Chair of the AGM), Shar Molloy opened the annual general meeting, and introduced Wurundjeri Elder, Aunty Diane Kerr.

1. WELCOME TO COUNTRY

Aunty Diane Kerr welcomed those present to the Wurundjeri land on which the meeting was hosted, and honoured her ancestors and her elders. Aunty Diane paid her respects to the ancestors, elders and families of all attending the meeting. She noted it is a pleasure to talk to people who care for country. We can tell by what is happening at the moment, that Mother Nature is angry. Mother Nature has not been looked after well and the country is very sick. It is important to look after the waterways, as well as the land and Aunty Diane invited attendees to talk to each other and share their culture. If we understand the different cultures, we can live in harmony and pave the way for the younger generations to live in peace and walk the streets without fear. To bring about change in our communities we need an open heart.

2. INTRODUCTIONS

The Acting President introduced the virtual head table: Treasurer Miles George, ACF Secretary Leon Cermak and CEO Kelly O'Shanassy.

The Acting President welcomed ACF Members, Honorary Life Members, Life Members, Board and Council members, ACF staff and other guests.

3. APOLOGIES AND ATTENDANCE

3.1 Apologies

The Acting President advised that 24 apologies have been received from Members. A list of apologies has been posted on the AGM page of the ACF website and will be included in the minutes of this meeting.

3.2 Attendance

The Acting President noted that 45 ACF members were in attendance at the opening of this meeting, exceeding the required 40-member quorum.

Thirteen proxies have been recorded for this meeting, all appointed the Secretary:

Clifford Morris	Kenneth Rendell	Scott Cowen
Donald White	Wendy Graham	John Ackroyd
Geoffrey Wratten	Howard Foster	Damien Morgan
Graham Ogilvy	Mark Wootton	Eve Kantor
Ann Crawford		

4. MINUTES OF 54th ANNUAL GENERAL MEETING

The Acting President explained that a simple majority vote is required for this item, and that voting would be by show of hands.

The Acting President noted that the Minutes of the 55th AGM, 26 November 2021 were made available with this meeting and that no requests for amendment had been received.

It was then moved “that the Minutes of the 55th Annual General Meeting be confirmed.”

Proposed: Miles George

Seconded: Leon Cermak

The Chair confirmed that the motion was CARRIED.

5. BUSINESS ARISING

The Acting President noted that there was no business arising from the minutes of the 2021 Annual General Meeting.

6. PRESIDENT’S REPORT

The Acting President began her report by noting that with smart strategy, tenacity and the support of members, this year we “bent the arc” towards a safe climate with a three-point plan: changing the hearts and minds of Australians so they voted for climate action; shifting the business community to advocate for climate action; and activation of state governments like Queensland and communities like Gladstone to take climate action.

Combined, these actions created the conditions for the 2022 federal election to be the “climate election” and a federal parliament that had climate action on the agenda. She also noted the many Independents elected with strong commitments to climate policy and integrity in politics.

These achievements took smart campaigning and unwavering commitment to the transformation goals we hold for climate and nature, and this was only possible with the support of members.

The Acting President acknowledged the contributions of President Mara Bún, board members Erika Avellaneda Celis, Tim Chapman, Ash Peplow-Ball and Donna Bagnall who retired this year.

The Acting President thanked Miles George who is retiring from the Board, and the role of Treasurer, after the AGM.

The Acting President welcomed new Board members elected from the Council – Sarah English (Co Vice-President), David Hood, Melanie Birtchnell and Leon Cermak (Secretary), and co-opted Board members Grace Vegesana and Josh Gilbert.

The Acting President thanked all Board and Council members for their commitment to ACF and nature and advised that details about the new ACF President will be announced in the coming weeks.

7. CHIEF EXECUTIVE OFFICER'S REPORT

The CEO commenced her report by thanking Shar Molloy for being a wonderful Acting President and for taking on the role.

The CEO noted we have a new dawn for climate action and nature protection in Australia and outlined some of the major actions already being undertaken by the Federal and State governments:

- Increase of Australia's emissions reduction target from 26 to 43 percent
- Legislation of this target and the creation of legal protections for this target
- Australia signed the global pledge to reduce methane levels by 30% by 2030
- Australia joined the group of nations committed to ending deforestation
- Queensland Government released its Clean Energy Plan
- Minister Plibersek has committed to protect 30% of Australia's land and sea habitats by 2030
- The Prime Minister signed the Leaders Pledge for Nature which commits to ending human caused extinction and reversing biodiversity loss by 2030
- Federal government has committed to reforming the EPBC Act to include strong nature protection standards and a national EPA to enforce them

ACF worked for these changes, including:

- Attending Glasgow COP to put Australia's lack of climate action on the world stage.
- Commissioning Australia's biggest ever climate poll (twice) and partnering with the Murdoch media to communicate the results across progressive and conservative audiences
- ACF community delivered the poll to every MP and across electorates important to the election.
- Disruption of the carbon market, showcasing through investigations, that many of the carbon credits granted under the Emissions Reduction Fund were not real.
- Collaboration with the Business Council of Australia, the ACTU and WWF to release the Sunshot report which identified the economic and job opportunities to replacing coal and gas exports with clean exports.
- Collaboration with environment and business groups to create national nature laws that will end extinction

Over the next year, ACF will:

- Focus on building the climate action and environment protection laws and policy.
- Focus on building a renewable-powered Australia and protecting our big backyard
- Attend the global nature COP in December
- Continue the landmark court case against Woodside's Scarborough gas mine to compel them to have the mine assessed for its climate impacts.

- Work to change the national story to build support for clean energy and exports, remove the social license for coal and gas, and help Australians call for the scale of action needed to fix Australia's extinction crisis.
- Build people power and diversify our community so it reflects the diversity of the Australian community.

The CEO concluded by thanking the members, donors, supporters, grassroots community groups, our Board, Council, staff and volunteers.

8. TREASURER'S REPORT

The Treasurer advised that ACF is in excellent financial shape, donation revenues remain strong and the balance sheet is sound.

- ACF's Board approved a significant increase to environmental expenditure in 2021-22, drawing down on the reserves and boosting our activity. The Federal Election represented an important moment in time to broaden awareness of the climate and nature crises.
- Drawing on our reserves meant that last year ACF made a deficit of \$2.7 million
- There are further opportunities to invest in 2023 as the federal government undertakes a once in a decade review of Australia's environmental laws.
- To fund the ambitious nature campaign, we need to grow our revenues. The fundraising team are embarking on a range of initiatives to dramatically increase our donation revenue, to deliver exponential rather than incremental growth. These initiatives will take 2 to 3 years but have the potential to significantly enhance ACF's capacity for impact.
- ACF has ambitious plans to grow and address the big issues facing the environment. ACF's financial strength gives us the platform to launch these initiatives and our management strength means we will do this in a fearless yet prudent manner.

The Treasurer concluded his final AGM presentation by thanking the CEO and the Board, Anthony Moore, ACF's Director of Finance and Operations and his team, the members of ACF's Finance Audit and Risk Committee, and all of the ACF staff

The new ACF Treasurer, Board member Joshua Gilbert, introduced himself and provided a brief background. He acknowledged the strong background established by Miles George, thanked him for his support and looks forward to working in this new role.

Questions from Members on the Financial Statements:

The Treasurer was asked if a reduction in donations under the new Labour government was expected, as traditionally ACF has done better under Liberal governments, as donors react to what was going on politically. He responded that with the increasing scale and breadth of the challenges facing the environment from climate change, nature destruction and biodiversity loss it was not expected that there would be a decrease in support for ACF or a reduction in donations.

Anthony Moore, Director Finance and Operations confirmed that core donation revenue grew last year and that ACF had ambitious plans for continued growth.

It was then moved “That the Audited Financial Statements for the year ended 30 June 2022, as they appear in Part 2 of the Annual Report, be received and accepted.”

Proposed: David Hood

Seconded: Sarah Reid

The Acting President confirmed that the motion was CARRIED.

9. APPOINTMENT OF AUDITOR

On behalf of the Board and the organisation, the Acting President thanked the external auditors, Grant Thornton, for their work in undertaking the audit of the 2021-22 Financial Statements.

It was then moved “That Grant Thornton be re-appointed external auditors for the coming year.”

Proposed: David Hood

Seconded: Sarah Reid

The Acting President confirmed that the motion was CARRIED.

10. PETER RAWLINSON CONSERVATION AWARD

A video was played from Marnie Rawlinson, founder of the Peter Rawlinson Conservation Award. Marnie thanked ACF staffer Alex Nash for her administration of the award and the judging panel and acknowledged the passing of a previous Award winner Micklo Corpus.

Marnie announced the 2022 winner, Hamish Cumming, for his work on protecting the Southern Brolgas. Hamish, via video, thanked ACF for the award and spoke about his work

Guests left the meeting.

11. SPECIAL RESOLUTION no.1: AMENDMENT TO THE ACF CONSTITUTION RULE

37.1

The Acting President proposed to members, on behalf of the Board and Council, and seconded by ACF member Mary Latham, Special Resolution no.1:

“THAT rule 37.1 of the Constitution of the Australian Conservation Foundation Incorporated be amended to allow a payment to be made to the ACF President. The amended rule would state (*addition in italics*) “The Board must elect a Board member to the role of President of ACF and Chair of the Board. *The Board may resolve that ACF make reasonable payment to the President for their services as President*”.

The Resolution was made available to members prior to the meeting.

The Acting President spoke in support of the Resolution noting:

- ACF is currently undertaking a recruitment process for an ACF president
- Some highly qualified candidates are not in the financial position to undertake this role and only candidates that are retired or financially secure can consider the role.
- People of working age, particularly highly qualified women, are discouraged from applying for the role.

- A small payment to the President, set by the Board, would make the role more inclusive and attractive to more qualified candidates.

Motion seconder, ACF member, and former ACF Board member and Treasurer, Mary Latham spoke in strong support of the Resolution noting a time commitment for the President may include weekdays during business hours, which can limit the pool of candidates. As a paid position, ACF is more likely to attract the right candidate.

Members Ray Stephens, Henry Koberle and Jimmy Cocking spoke in support of the Resolution:

- The payment seems fair and the president deserves to be paid
- The payment is a small fraction ACF's budget, and we need the best candidate for the important work ACF is doing
- It is important to be inclusive and provide opportunity for a more diverse range of applicants

The Acting President called for Members present to vote on Special Resolution No. 1 using a secure online Zoom poll.

The following vote results, including pre-submitted proxies was displayed:

Votes	For	Against	Total votes
By Zoom Poll	43	0	43
In person	9	0	9
By Proxy	10	3	13
TOTAL	62	3	65
TOTAL %	95.38%	4.62%	

It was moved "That rule 37.1 of the Constitution of the Australian Conservation Foundation Incorporated be amended to allow a payment to be made to the ACF President. The amended rule would state: "The Board must elect a Board member to the role of President of ACF and Chair of the Board. The Board may resolve that ACF make reasonable payment to the President for their services as President".

Proposed: Shar Molloy

Seconded: Mary Latham

The Acting President confirmed that the motion was CARRIED.

12. SPECIAL RESOLUTION no.2: AMENDMENT TO THE ACF CONSTITUTION RULE 43.1

The Acting President presented to Members Special Resolution no.2 proposing the Constitution of the Australian Conservation Foundation Incorporated be amended to ensure the ACF Board retain accountability for any functions they delegate.

This is an administrative change to ensure the rule, in its current form, cannot be misinterpreted to allow the ACF Board to delegate accountability. While boards can delegate functions, they retain accountable for any functions they delegate.

As it is an administrative change only, there were no cases for and against required and there were no member questions.

The Acting President proposed to members, on behalf of the Board and the Council and seconded by Board and Council member Sarah Reid, Special Resolution no.2:

THAT rule 43.1 of the Constitution of the Australian Conservation Foundation Incorporated be amended to state (*additions in italics*) "The Board may, by resolution, delegate *all or some of its functions* under this Constitution (except this power of delegation) to a committee or committees consisting of the Member or Members of ACF and other persons that the Board considers appropriate. Every delegation under this Rule will be revocable by resolution of the Board and no delegation will prevent the exercise of any power or function by the Board. *The Board remains accountable for the operation of its committees and for the exercise of any delegated authority by those committees.*"

The Acting President called for Members present to vote on Special Resolution no. 2 using a secure online Zoom poll.

The following vote results, including pre-submitted proxies was displayed:

Votes	For	Against	Total votes
By Zoom Poll	39	0	39
In person	9	0	9
By Proxy	13	0	13
TOTAL	61	0	61
TOTAL %	100%		

It was moved" That rule 43.1 of the Constitution of the Australian Conservation Foundation Incorporated be amended to state "The Board may, by resolution, delegate all or some of its functions under this Constitution (except this power of delegation) to a committee or committees consisting of the Member or Members of ACF and other persons that the Board considers appropriate. Every delegation under this Rule will be revocable by resolution of the Board and no delegation will prevent the exercise of any power or function by the Board. The Board remains accountable for the operation of its committees and for the exercise of any delegated authority by those committees."

Proposed: Shar Molloy

Seconded: Sarah Reid

The Acting President confirmed that the motion was CARRIED.

13. MEMBERS' QUESTION TIME

Question: ACF is attending the UN Conference on Biodiversity COP 15 in Montreal next month. Will the ACF delegation contact the WILD Foundation, which will also be attending, and which is spearheading the Nature Needs Half campaign, and campaigning for the protection of half the Earth's land and sea with a minimum of 30% protected by 2030?

Acting President response: We will reach out to the WILD Foundation. Protecting 30 percent of land and seas by 2030, and 50 percent beyond that are important goals that ACF's supports. We have advocated to Minister Plibersek for Australia to play a leading role on the 30 by 30 target being included in the global nature agreement. We are pleased that Minister Plibersek has announced this goal for Australia. While 30% of our marine environments and 22% our land environments are already protected, protection needs to apply across ecosystem types.

Question: ACF does not address over population, which is the root cause of our problems. When will ACF put this back in the Constitution?

CEO response: ACF agrees that population growth is a key driver of unsustainability in Australia and globally. ACF has deliberated on running a campaign to manage population growth and immigration. This issue has been long discussed at ACF and was most recently debated at the 2016 ACF AGM where the members voted against running a population campaign. The underlying reasons for this were as follows:

- Australia's population growth is largely driven by immigration, both economic and humanitarian. ACF members felt that ACF could not adequately influence birthing rates or education and empowerment of women and girls in developing nations and therefore has little ability to change the drivers of immigration to Australia.
- ACF's work in curbing climate change is crucial to curbing immigration, with 'climate refugees' emerging as a dire problem in the Asia Pacific region.
- Australia's 'ecological footprint' is driven by both consumption and population, with a significant proportion driven by the former.

We respect the work of Sustainable Population Australia and recommend them to supporters, journalists and donors who approach ACF on population.

Council member, Stephen Lightfoot proposed a vote of thanks to the Acting President for chairing the meeting so well and for stepping into the role of Acting President.

Council member, Revel Pointon, provided an update on the landmark decision from the Queensland court that found that the proposed Galilee Coal Project should be rejected. Youth Verdict and the Bimblebox Alliance argued coal from the mine will impact the human rights of First Nations Peoples by contributing to dangerous climate change. They also argued the mine would destroy the Bimblebox Nature Refuge which sits on top of the proposed mine site, on Wangan and Jagalou Country. This case was also the first time an Australian court heard evidence against a coal mine on-Country and according to First Nations protocols.

14. MEETING CLOSED

There being no further business, the President declared the 56th Annual General Meeting closed.

2022 ANNUAL GENERAL MEETING ATTENDANCE (MEMBERS)

Graeme A. Hosken	Gill Caunce	Graham K. Neilson
Warren J. Muller	Shar Molloy	Margaret A. Johnson
Graeme Dennerstein	Sarah Reid	Rod Novak
Jack A. Hoadley	Leon Cermak	Stephen Lightfoot
Raymond Gibson	Sarah English	Matthew Whitting
Kevin Rattigan	Melanie Birtchnell	Louise Harrison
Liz Reen	Rosalind Harvey	Michele Smith
Geoffrey Goode	Vaughan Kippers	Patrick Lightfoot
Noel R. Hart	Miles George	Kathryn Featherstone
Malcolm K. Shore	Raymond Stephens	Jessica Hargrave
Caroline Le Couteur	Karyee Chiu	Neridah Murray-Douglass
Mark Rohde	Johanna Rosenthal	David A. Hood
Sue Richardson	Elizabeth Grice	Lisa Williams
Peter Dart	Anthony Moore	Amanda Cornwall
Jonathan L. King	Christine Anderson	Maureen Frances
Darren Bowman	Gilbert Elliott	Narelle McCarthy
Alison M. Street	Jade Kudrenko	Steph Ianni
Kelvin Thomson	Martyn Summers	Michelle Springall
Astrid Werner	Luke Blackburn	Joshua Gilbert
Kelly O'Shanassy	Mary Latham	Jo Fraser
Jimmy A. Cocking	Revel Pointon	Peter Caunce
Emily Lewis	Hartmut Koberle	

2022 PROXIES APPOINTED BY

Clifford Morris	Kenneth Rendell	Scott Cowen
Donald White	Wendy Graham	John Ackroyd
Geoffrey Wratten	Howard Foster	Damien Morgan
Graham Ogilvy	Mark Wootton	Eve Kantor
Ann Crawford		

2022 ANNUAL GENERAL MEETING APOLOGIES

Keith Little	Geoffrey Wratten	Eve Kantor
John Ackroyd	Howard Foster	Ewan E. Ogilvy
Michael Williams	Don O. White	Ann Crawford
Bill Breed	Romaine Rutnam	Damien Morgan
John & Judy Blyth	Mark Wootton	Scott Cowen
Kenneth Rendell	Philip Morris	Don Hutton
Wendy Graham	Sue Kalab	Ray Radford
Gai Simmons	Maurice Sexton	