



ashm
Australasian Society for HIV Medicine

Annual General Meeting Minutes

Date: Thursday 18 September 2008
Time: 12.30 pm
Location: Perth Convention Centre

Apologies: None recorded

Present: Jonathan Anderson, Christopher Bourne, Mark Boyd, Michael Boyle, Bruce Brew, Katherine Brown, Chris Burrell, Dianne Carey, Marina Carman, Jillian Carr, Catherine Cherry, John Chuah, Damian Conway, Deborah Couldwell, Levinia Crooks, Paul Crouch-Chivers, Pauline Dobson, William Donohue, Liza Doyle, Fraser Drummond, John Dyer, Martyn French, Virginia Furner, Carla Gorton, Ken Hazelton, Margaret Hellard, Susan Herrmann, Sonja Hill, Peter Hollingsworth, Jennifer Hoy, Anthony Kelleher, Stephen Kent, Michael Kidd, Stephen Lambert, Russell Levy, Marilyn McMurchie, Paul McQueen, Adrian Mindel, Margaret Mobbs, Richard Moore, Richard Norris, Catherine Pell, Patricia Price, Damian Purcell, Tim Read, Sean Riminton, Gary Rogers, Dianne Rowling, Darren Russell, Joe Sasadeusz, Jan Savage, Julie Silvers, Maggie Tompkins, Garry Trotter, Olga Vujovic, Jo Watson, Bill Whittaker, Edwina Wright.

Proxies: David Baker, Chris Birch, Mark Bloch, Benjamin Cowie, Gregory Dore, Helen Henzell, Richard John Hillman, Wendy Lee, Sharon Lewin, Mathew Luttrell, Kristine Millar, Ross Philpot, Anna Pierce, Norman Roth, Stephen Rowles, Tina Schmidt, Catherine Sheppard, Richard Teague, Gregory Dore, Kristine Millar, Simona Achitei, Cherie Bennett, Hiba Jebeile, Michelle Lee, Elizabeth Dax, Edward Reis

Quorum: As of this morning ASHM has a financial membership of 631 full voting members. The constitution requires that 10% of the membership participate in the Annual General Meeting either by being present at the meeting or by proxy. Quorum for this meeting is therefore 63 people. There are 59 voting members present and 26 proxies so we reached quorum.

Jonathan Anderson asked if the Minutes from the last AGM could be discussed.

That the Minutes from the 2007 AGM accepted for discussion

Moved: Fraser Drummond Seconded: Stephen Kent
CARRIED

That the Minutes as circulated are a true record of that meeting.

Moved: Jenny Hoy Seconded: Kate Cherry
CARRIED

Presidents Report:

The Report is published in the Annual Report. Jonathan Anderson presented this to the members and stated that the annual report has been posted to the website since last week and hard copies of the report available for this meeting.

Jonathan Anderson outlined how he did not want to rehash the report as it appears there but there were a number of other matters he would like to draw to the members' attention.

Last year we were asked to pursue RTO status. That application has been lodged and is being reviewed. We anticipate a positive response. We have not progressed an application for recognition as a non-self accrediting Higher Education Organisation at this point in time. The Commonwealth is currently reviewing Australia's Higher Education System and that review is due at the end of the year. The review is considering non-self accrediting agencies and we will wait to see the outcome of the review.

Secondly we have successfully applied to AusAID and the Australian Taxation Office to establish a Tax Deductible Gift Fund for overseas activities. Members may remember that we have established a similar fund for domestic purposes some years ago. This new fund will allow us to raise funds in support of our international activities and to use these funds overseas. We have established a Trust which is governed by a Trust Deed, and the ASHM Board will administer those funds. As with the Domestic Fund, the funds raised for this purpose will attract a tax deduction for the donor and the funds will be managed in a separate account.

That the President's Report be accepted.

Moved: Jenny Hoy Seconded: Catherine Cherry
CARRIED

Treasurer's Report

Jonathan Anderson thanked Joe Sasadeusz for his considerable contribution to the Society as Treasurer over the last five years, and invited him to present the Treasurer's Report.

Joe Sasadeusz described how the Financial Report is included in the 2007-07 Annual Report and drew members' attention to a couple of salient issues.

Some years ago we set the Secretariat the task of broadening our financial base. Not just pulling in more money, but making us less reliant on any single source of income. Joe Sasadeusz outlined how he thinks we have achieved this, referring members to a figure on page six which indicates how our funding base has diversified.

He also drew members' attention to the financial statement on page 22 and the notes to that on page 27. This indicates that our revenue has declined in the past year. But in turning to the notes it can be seen that we have, on the advice of our accountant, changed the manner in which we report the Conference Division revenue. In previous years we included the revenue from third party conferences. Now we are managing those in trust, and thus the conference revenue goes down.

Lastly, he mentioned ASHMs support of the HIV Regional Capacity Development Consortium. This is a great new initiative of 9 sector agencies, including ASHM and ASHM is providing hosting and financial management to the consortium. Members are encouraged to visit the Consortium booth. The Board is really pleased about this and Joe Sasadeusz said he thought that ASHM, because of the strength in the Secretariat, can provide that sort of assistance to the sector.

That the Treasurer's Report be accepted:

Moved: Jo Watson Seconded: Frazer Drummond

Motions on Notice:

Levinia Crooks outlined how members had received notice of one motion. This relates to our legal status and our desire to transition the Society from the NSW Incorporations Act to the Commonwealth Corporation Act. This change is an important one as it will require us to develop a new constitution for subsequent approval by the membership. The rationalisation for this change is outlined in the papers for this meeting.

Levinia Crooks described how as the CEO she thought it is essential that we now start work on making this change. It will take some time and will reflect the increased complexity of our organisation. It will mean more work for the CEO and the Secretariat, but it will give the membership greater security in our legal foundation. We have out grown the protections offered to members by the Incorporations Act and increasingly we will be required to have federal registration when we enter into new contracts.

Because of its importance this is a special resolution. That means we need 75% approval of members present, in person or by proxy, to pass the motion. It gives the CEO and the Board the authority to start this transition process on your behalf.

There was no discussion recorded for the special resolution.

That:

- (a) ASHM apply to become registered as a public company limited by guarantee;
- (b) ASHM adopt the name *Australasian Society for HIV Medicine Limited*; with the understanding that application will be made to ASIC to remove of the term limited from the name and
- (c) a constitution be adopted which is consistent with the *Corporations Act*.

Moved: Jonathan Anderson Seconded: Levinia Crooks
CARRIED

Election of the Board

Jonathan Anderson thanked retiring members of the Board:

Garry Trotter is leaving the board but will remain on as Chair of the ASHM HIV Nursing Working Group.

Tim Blackmore came on through the year as a replacement for **Alan Pithie**, also from New Zealand. Tim was unable to commit to the Board this year due to competing time demands and we did not get another nomination from New Zealand. In the event that any Board vacancy occurs through the year we will attempt to secure a representative from New Zealand and we will also invite a New Zealand representative to the Face-to-face Board meeting in the new year.

Nick Medland is also stepping down from his formal Board position but will remain as a resource to the Board in an ex officio role as a corresponding member from the region. As members may know Nick is now living and working in Viet Nam.

And as mentioned earlier Joe Sasadeusz is retiring from the Board where he has been an active member and Treasurer since 2003.

Jonathan Anderson then asked Levinia Crooks as CEO to provide the results of the election for the Board. Nominations for the Board closed on 11 July at which time there were 14 nominations for 14 vacancies. Those people nominated were elected unopposed they are:

| | |
|-------------------|--------------------------|
| Jonathan Anderson | President |
| Greg Dore | Vice President |
| Edwina Wright | Secretary |
| Philip Cunningham | Treasurer |
| Sharon Lewin | Immediate Past President |

Mark Boyd
Ben Cowie
John Dyer
Michelle Giles
Richard Hillman
Stephen Lambert
Richard Norris
Darren Russell
Russell Wardell

Setting of Membership Fees

Levinia Crooks described how last year we resolved to make the standard membership fee \$100 per year for all classes of member, full voting members, associate members and individual sustaining members. We kept the reduced price membership fee of \$60 for

- retired members and
- full-time student members

There was some concern raised last year that Associate Members may object to this fee increase. We received three negative comments and addressed these to the complainants' satisfaction. Our nursing membership has increase over the year and at the same time ASHNA has taken on the role of HIV and been encouraging nurses with an interest in HIV to join their membership. We are in discussion with ASHNA about how our organisations can work closely together.

We have also been actively phasing out the three year rule for associate members. This will be the last year that members can remain as associates under this former interpretation.

Scott Chambers has also joined the Secretariat and will be working with our sector partners in fleshing out sustaining membership arranging for organisations. We have been vigorously pursuing late renewals and discussing with people their reasons for joining and leaving the society. We have set a target in the new strategic plan for a membership of over 1000.

One issue which has been raised is whether medical registrars should receive the reduce membership rate of \$60. Based on a review of remuneration rates for registrars and that of other professional who are expected to pay full rates the board is requesting that reduced rate membership be restricted to full-time students and not employed registrars.

That the annual fees for:

- full voting member remains at \$100
- associate member be set at \$100
- students and retired associate member remain at \$60
- individual sustaining member remains at \$100

Moved: Levinia Crooks Seconded: Jonathan Anderson
CARRIED

The meeting closed at 1.09pm.