

Australasian Society for HIV Medicine

Annual General Meeting Minutes from the Meeting

Date: Wednesday

Time: 12:30 to 1:30pm

Canberra Convention Centre

Apologies: Michael Frommer, David Menadue, Catherine Peterson, John Rule, Jill Sergeant, Sean Slavin,

Present: Margaret Bain, David Baker, Russell Barker, Barry Bland, Mark Bloch, Mark Boyd, Michael Boyle, Katherine Brown, Richard Gannon, Dianne Carey, Abha Chopra, John Chuah, Benjamin Cowie, Levinia Crookes, Philip Cunningham, Kathryn Daveson, William Donohue, Gregory Dore, Gregory Dore, Liza Doyle, Fraser Drummond, Michael Ebrey, Sian Edwards, Julian Elliott, Bradley Forssman, David Fowler, Miriam Grotowski, Lynlee Hanan, Newell Johnson, Goran Jovanov, Anthony Kelleher, Michael Kidd, Christopher Lemoh, Maya Lindsay, Athanasios Lygdas, Rosemary McGuckin, Stephanie McLean, Jeffrey McMullen, Marilyn McMurchie, Adrian Mindel, Richard Moore, Catherine O'Connor, Jason Ong, Louise Owen, Catherine Pell, Nanette Preswell, Patricia Price, Phillip Read, Andrew Redmond, Rebecca Reeves, Edward Reis, Darren Russell, Julie Silvers, Tuck-meng Soo, Sven Strecker, Soenke Tremper, Michelle Walsh, Bill Whittaker, Edwina Wright.

Attending but not voting: Fraser Drummond.

GREG: I declare the meeting open at 12.30 pm
The list of proxies is as follows:

Proxies: Jacinta Ankus, Victoria Bowden, Anthony Cunningham, Leo Domigan, Sonja Hill, Jennifer Hoy, Sharon Lewin, Lewis Marshall, Duc Nguyen, Anna Pierce, Ann Purcell, Joe Sasadeusz, Tina Schmidt, Benjamin Tarsh, Jillian Thompson, Jo Watson, Nikki Woolley, Richard Wright.

MINUTES

GREG: Can I have a member who was present at last years meeting move that the minutes be accepted.

Moved: Philip Cunningham

Seconded: Louise Owen

Is there any discussion about those minutes.

In that case I move the minutes from the AGM of 30, October 2010 were accepter as a true and accurate record of that meeting.

Moved: Philip Cunningham

Seconded: Louise Owen

Presidents Report:

GREG: The President's Report is published in the Annual Report. I am happy to present this to members. Members will recall that the annual report has been posted on the website since 7 September, along with the full financial reportm and hard copies of the report made available for you at this meeting.

The financial report is also included in the Annual Report and Levinia is happy to take questions. I would like to draw members' attention to the Director's Financial Statement.

In order for us to discuss the Annual Report including the President's Report and the Annual Financial Statement, can I have someone move the report?

Moved: Mark Boyd

Seconded: Tony Kelleher

I am happy to advise members that after our first full year reporting period as a company limited by guarantee, the Society continues to be in

a healthy financial position. We have maintained a position where we have sufficient operating funds to allow us to cover fluctuations in cash flow and to keep the organisation functioning while contracts are negotiated.

At this point, the President thanks the Executive Officer Ms Levinia Crooks for her dedication and contribution to ASHM. This has been a difficult and challenging year, but the Board has been very supportive. The Organisation is clearly in good position moving into the new-year.

The President then thanked the outgoing Board for their work over the past 12 months, particularly Michelle Giles.

ELECTION OF THE BOARD

Michelle Giles, who is leaving the board after a long and productive association with ASHM, will continue her support to ASHM in the area of paediatrics, and on the ARV Guidelines.

Two new members join the Board:

David Cooper is a foundation member of ASHM and Director of the Kirby Institute.

Julian Elliott is an ID physician from the Alfred in Melbourne and he has an interest in international issues, research and clinical issues.

The President noted that he would now move to the position of Immediate past president and will continue to work with ASHM in the viral hepatitis area.

Philip Cunningham moves into the position of Vice President.

Executive:

Edwina Wright - President

Mark Boyd – Vice President

Philip Cunningham – Vice President

Greg Dore – Immediate Past President

Ordinary Members

Mark Bloch – NSW

David Cooper - NSW

Ben Cowie - VIC

Lyndall Daly - SA

William Donohue - SA

Julian Elliott– VIC

Louise Owen - TAS

Patricia Price – WA

Darren Russell – QLD

The President then invited those in attendance to welcome the new Board.

The outgoing President then handed over to Dr Edwina Wright, incoming President.

APPOINTMENT OF AUDITOR

Walker Wayland Accountants are our Auditors, and I would like the meeting to formally endorse that we continue to use Walker Wayland.

Moved: Adrian Mindel

Seconded: Rosemary McGuckin

Carried unanimously.

Motions on Notice:

SPECIAL RESOLUTIONS:

There are four special resolutions to go to the Annual General Meeting on Wednesday 26 September 2011. The first two establish a designated Aboriginal or Torres Strait Islander position on the Board of Directors. This would be an additional position, similar to the current 10th Board member position which is an optional position filled by the Board to bring a particular skill set to the Board. It does not need to be elected. In the case of the Aboriginal or Torres Strait Islander Director, filling the 11th Ordinary Director Position, she or he would be appointed by the Board on the basis of recommendations made by the Expert Reference Committee for the ASHM Aboriginal and Torres Strait Islander BBV & STI Program.

Special Resolution #1

That the following Clause be inserted into the ASHM Constitution, with the effect that an additional Director's position is established.

39.5 Election of the Eleventh Ordinary Director

The eleventh (11th) position of Ordinary Director is a position designated to be filled by an Aboriginal or Torres Strait Islander Australian who is eligible to be an ordinary member in accordance with **clause 6.5 a**, The position will be filled by an individual recommended by the ASHM Aboriginal and Torres Strait Islander BBV & STI Program Expert Reference Committee and approved by the Board.

In the event that an individual holding the Eleventh Ordinary Director position wishes to contest an Office Bearer position, she or he would have to contest that position subject to **clause 39.1 and 39.2**

In the event that the position fell vacant and there was no nomination coming from the ERG, the position could be filled under the provisions of **clause 40**, but would remain a designated position.

Moved: Greg Dore

Seconded: Darren Russell

Carried unanimously

Special Resolution #2

In the event that Special Resolution #1 is passed, the reference to the number of Directors of the Board be changed to 15 from 14 (see clause 36.1) and Ordinary Directors from 10 to 11 (see clause 36.2) and in any other occasion where relevant.

Moved: Greg Dore

Seconded: Darren Russell

Carried unanimously

The third and fourth resolutions bring the constitution fully in line with the desire to make communication more simple using electronic communication. The need for movers and seconders for membership was removed previously. The Board is required to formally accept applications for membership removal of the need for a hard written signature on electronic applications and changes in status, further simplifies this process. This is in keeping with common standards and practices.

Special Resolution # 3

That the following definition be inserted into the clause 4 of the ASHM Constitution, with the effect of making it possible to communicate intention and acceptance through email and the website, rather than just by hand written signature

In writing means in written form be that hand writing, typed or electronically generated

Moved: Levinia Crooks

Seconded: Edwina Wright

Carried unanimously

Special resolution #4

That the constitution be amended replace the word "signed" by the word "completed" in clause 6.7(b)ii, clause 10.2 (c) iii and clause 10.3 (c) iii to effect the desired change.

Moved: Levinia Crooks

Seconded: Edwina Wright

Carried unanimously

GREG: The last item for the agenda is the setting of our annual membership fees

It is proposed that for the 2011-12 financial year:

- all membership category dues remain at \$100, apart from
- students and retired member fees, which will remain at \$60

Moved: Greg Dore

Seconded: Edwina Wright

General discussion around membership fees, which have been fixed at \$100+GST/ \$60+GST since 1999.

As ASHM has now expanded its organisational member program, it was agreed that organisation membership fees should continue to be negotiated individually based on benefits to Affiliates and number of Affiliates.

A proposal to raise the fees to \$180 was discussed.

Members discussed that fees could be a tax deduction, and that a hardship fee should be considered. There was a discussion about the risk of doubling the fee, and if this would be cost prohibitive for some members.

It was pointed out that Organisational Memberships allowed members to join up via an Organisational membership, such as ASHA or APNA, which would equate to a reduced price membership.

Increased membership fee will not come into effect until 2012, and that a detailed set of benefits could be developed to promote membership.

Recommendation that membership fees be raised to \$180 – Full Member and Student/retired remain at \$60.

Moved: Edwina Wright

Seconded: Greg Dore

Carried unanimously

GREG: Thank you that brings to a close the formal issues for the meeting at 1.30.