



2023 Annual General Meeting (AGM)

AGENDA

Joining Link:	https://us02web.zoom.us/j/84559163768
Date:	Wednesday, 15 November 2023
Time:	1:30–3:00pm AEDT 1:00-2:30pm CDT (SA) 12:30-2:00pm AEST (QLD) 10:30am–12:00pm AWDT

Voting will take place using the 'Polls' function of the Zoom meeting. **Items requiring a vote are indicated in red.** Resolution information over the page.

Item	Time	Description	Speaker
1	1:30	Welcome and apologies	President
2	1:33	Acknowledgement of Country	Video presentation
3	1:35	Minutes of previous AGM (23 November 2022)	President
4	1:37	Acknowledgement of New Fellows & Paul Bourke Awardees	President
5	1:40	President's Report	President
6	1:50	Treasurer's Report ♦ Acceptance of financial statements	Treasurer
7	1:56	Appointment of external Auditor	Treasurer
8	1:58	Confirmation of 2023-24 Membership fees	Treasurer
9	2:00	Special resolution to transition to a company structure and to adopt a new constitution	President
10	2:10	Election of President-Elect	President
11	2:12	Election of Committee Chairs • Treasurer • Panel C • Panel D	President
12	2:14	CEO Report	CEO
13	2:17 2:20 2:23 2:26	Highlights ♦ Policy ♦ Communications ♦ International ♦ Grants & Awards	Policy Committee Chair CEO International Secretary Grants & Awards C'tee Chair
14	2:28	Panel Committee Reports	Panel Chairs
15	2:40	State Convenors Reports	State Convenors
16	2:50	Other business	President
17	3:00	Meeting Close	

2023 AGM RESOLUTIONS

Agenda Item	Resolution
7	<p>Appointment of External Auditor</p> <p>The Office of Regulatory Services requires the Academy’s Financial Statements to be audited by a registered company auditor. To meet this requirement, the Executive Committee recommends the re-appointment of Anthony Wilson of AccountAbility (ACT) Pty Ltd for the 2023-24 financial year.</p>
8	<p>Confirmation of 2024-25 Membership Fees</p> <p>Background</p> <p>At the 2022 AGM, members approved a change in the structure of membership fees to bring the Academy in line with other learned Academies, to improve equity across the Fellowship and to support the costs of running the organisation.</p> <p>A new fee category with a 30% discount was introduced for Fellows working part-time (<20 hours per week) and it was agreed that the full fee rate would increase by \$50 p.a. (approx.) for three years.</p> <p>Resolution</p> <p>It is proposed that membership fees for 2024-25 will be set at:</p> <ul style="list-style-type: none"> • Full-time Ordinary Fellows – \$650 (inc. GST; 2023-24 rate \$600) • Part-time Ordinary Fellows – \$455 (inc. GST; 2023-24 rate \$420) • Retired/Overseas Fellows – \$325 (inc. GST; 2023-24 rate: \$300) • Honorary Fellows – no fee • Emeritus Fellows (opt in from age 80) – no fee.
9	<p>Special resolution to transition to a company structure and to adopt a new constitution</p> <p>Background</p> <p>The Academy is an Incorporated Association under the <i>Associations Incorporation Act 1991 (ACT)</i> (this incorporation dating from 1957 and the establishment of the Social Science Research Council of Australia Inc.)</p> <p>With a growing and national scope of operations, including several interstate staff and coordination of significant events and activities outside the ACT, this entity structure is no longer fit-for-purpose, and the Executive Committee wish to migrate the structure to that of a Company Limited by Guarantee.</p> <p>The <i>Corporations Act 2001</i> provides for such a migration without affecting the continuity of the entity or its charitable or DGR status. The primary impacts would be the adoption of a new company constitution and a transfer from regulation under the Associations Act to ASIC (although still under the umbrella of the Australian Charities and Not-For-Profits Commission).</p> <p>The proposed company constitution has been circulated to members with the AGM papers. It is based on the ACNC template constitution for not-for-profit companies limited by guarantee with inclusion of the Academy’s objects and specific requirements pertaining to membership and the process for election as a</p>

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	<p>Fellow. Two standard clauses of the template constitution have been removed: the first making provision for member representatives, and a second for member's to convene a general meeting in cases where directors fail to do so on receipt of a proper request.</p> <p>Importantly, the proposed constitution omits procedures for appointment of the President and Officers, as well as procedures for Executive and other committee meetings. Following modern practice, these matters will be incorporated into by-laws that can be more easily be updated as needs arise.</p> <p>Special Resolutions</p> <p>In order to proceed with the migration, the Executive Committee proposes the following special resolutions.</p> <ul style="list-style-type: none"> a) That the Academy migrate from an Incorporated Association to a Not-For-Profit Company Limited by Guarantee b) That in making this migration, the Academy adopt the proposed company constitution as circulated to members.
10	<p>Election of President Elect</p> <p>The Academy President serves a three-year term, preceded by one year as President-Elect and followed by two years as Immediate Past President. The term of the current President concludes on 31 December 2023.</p> <p>As advised in a notice to all Fellows on 24 October, 2023, the Academy's Executive Committee's has nominated Professor Kate Darian-Smith for the role of President-Elect. No other nominations have been received. Therefore, it is proposed that Kate Darian-Smith is elected President Elect of the Academy commencing January, 2024.</p>
11	<p>Election of Committee Chairs</p> <p>Nominations have been received to fill vacancies as Chairs of Academy Committees as follows.</p> <ul style="list-style-type: none"> • Treasurer – Professor Stephen Taylor • Panel C (History, Philosophy and Law) Committee – to be advised following Panel C Committee meeting. • Panel D (Education, Psychology and Public Health) Committee – to be advised following Panel D Committee meeting. <p>It is proposed that these individuals are endorsed as Chairs of Committees, and in that capacity as members of the Academy's Executive Committee.</p>