

**2021 ANNUAL GENERAL MEETING MINUTES
WEDNESDAY 18th MAY 2022, 3.00pm AEST**

Zoom Meeting



1. Attendees

Member attendance as per Schedule

Sarah Sorola, Company Secretary – AGM Secretary

2. Apologies received

None

3. Proxies received for the Chair

None

Welcome

The Co-Chair of Philanthropy Australia (PA), Ann Johnson, opened the meeting, welcomed attendees and acknowledged the traditional custodians and caretakers of the waters and the land on which the attendees were gathered, noting she was on the land of the Gadigal people of the Eora nation. She paid her respects to their elders both past and present and extended this respect to any Aboriginal and Torres Strait Islanders who were in attendance.

Ordinary Business

4. 2021 AGM Minutes

The Chair began by moving that the minutes of the 2021 AGM, distributed with the Notice of Meeting, be accepted as a true and correct record of the 2021 AGM.

Moved: Ann Johnson

Seconded: Caroline Stewart

RESOLUTION: The meeting accepted the minutes of Philanthropy Australia's 2021 Annual General Meeting, held on 19 May 2021.

5. 2021 Annual Report

Amanda Miller, Co-Chair, presented the Annual Report 2021 and highlighted the following:

- Despite the profound challenges presented by the ongoing COVID-19 pandemic, achievements including the launch of our Blueprint to Grow Structured Giving and our Strategic Plan for 2022-25, harmonise Philanthropy Australia's priority to double structured giving in Australia by 2030, and set out a bold agenda for the organisation's growth, a significant shift in PA's membership goals through a broader engagement focus and a larger investment from key supporters to help us achieve our long-term aims.

2022 ANNUAL GENERAL MEETING MINUTES
WEDNESDAY 18 MAY 2022, 3.00pm

- We ran a stimulating and popular webinar series on promoting better philanthropy. Our conference, which featured international figures from US and Asian philanthropy, provided a benchmark for debate within the sector about fundamental issues of diversity and power. The Australian Philanthropy Awards were presented as an online event that celebrated some of the best examples of innovative and bold philanthropy. At the end of the year, we launched our Reconciliation Action Plan following a number of initiatives in recent years to support funding of First Nations' organisations and projects.
- The pivot to online events, including conference related workshops and webinars, showed there was a healthy appetite for content that supported the sector with new ideas, strategies, and big thinking. Philanthropy Australia has led the way in helping to shape some of these approaches, especially the Pay What It Takes initiative.
- Philanthropy Australia has been active in the political sphere, launching our Federal election statement that reflected the increased engagement with Government and Opposition. We also built strong links with the Federal Treasury and Ministerial Advisers as we secured engagements for our Philanthropy Champions with the Assistant Treasurer the Hon Michael Sukkar MP, as well as the Shadow Minister for Treasury and Charities the Hon Andrew Leigh MP.
- In a challenging political environment, we helped marshal a coalition of over 100 philanthropic entities and individual philanthropists who successfully lobbied to ensure the proposed ACNC Governance Standards 3 regulation that would have threatened charities' free speech and introduce unnecessary red tape did not become legislation. The value of this increased engagement with Canberra was evident in the 2022 Federal Budget which contained a historic reform that will enable 28 community foundations to receive a specific listing as Deductible Gift Recipients.
- PA is committed to developing a stronger value proposition for our members tailored to people's needs and interests to drive our membership growth. Internally, we are investing in our systems, processes and people to support this growth.
- All this could not happen without strong support from many of Australia's leading foundations and very generous individual donors who share our vision for a more giving nation. PA thanks everyone who is on this journey with us – our Board, our staff, our funding partners and our members.

Ms Miller passed the chair back to Ms Johnson who opened the meeting to the floor for questions.

There were no questions from the members.

6. Annual Financial Report – Audited reports for the year ended 31 December 2021

Caroline Stewart, Chair of the Finance, Audit, Risk and Compliance Committee (the FARCC Chair) presented the audited financial report. She noted the Financial Statements have been subjected to audit with an unqualified opinion issued by PA's auditors Saward Dawson.

The FARCC Chair presented the key contributors to PA's financial performance as follows:

- PA had a reported a financial deficit of \$280,554 in the 2021 financial year in comparison to a surplus of \$691,599 in 2020. This includes an unrestricted surplus from operations of \$123,888 and a deficit of (\$404,442) from restricted activities – that is where funds received and payments made relate to specific or tied purposes such as PA Chapter groups, other partnerships and grants for specific

2022 ANNUAL GENERAL MEETING MINUTES
WEDNESDAY 18 MAY 2022, 3.00pm

projects. The deficit this financial year is as a result of funds being expended during the financial year that were received in prior years. In 2020 there was a surplus of \$345,682 from restricted activities.

- Profit and Loss:
 - Income totalled \$5,048,332, a reduction of 27% due to a decrease in collaborative activity and JobKeeper payments.
 - Membership numbers and fees remained steady
 - Pleasingly, grants, donations and sponsorships were over \$1 million.
- Our Philanthropy Champions continued their support of the Philanthropy Champions Program, with over 20 philanthropic leaders supporting Philanthropy Australia for up to three-year periods. Philanthropy Champions' support has underpinned the transition to a new business model which was fully implemented in 2018, whilst also supporting our policy and advocacy initiatives to advance philanthropy in Australia.

- Expenses:

On the expense side there was a continued strong and disciplined focus on managing our expenses and expenditure was lower than budgeted.

- Expenses totalled \$5,328,8856 and was under budget due to delayed expenditure on projects such as the new website, staff vacancies and minimal staff travel.

- Balance Sheet

Our balance sheet position as at 31 December 2021 continued to be strong, with net assets of \$2.3m and over \$3 million in cash or term deposits accounts.

On the liability side, the most material liability is associated with income received in advance (where we can defer such revenue under accounting standards), for both memberships and grants. This represents \$1 million.

Thanks from the FARCC:

- The FARCC Chair thanked the PA finance team for doing an excellent job with limited time and resources. The Chair noted particular appreciation for Dinah Rowe Roberts, Executive Director-Business Services, as she transitioned into her full-time role managing PA's finances and managed the ongoing enhancement of PA's financial reporting processes and controls.
- The FARCC Chair also thanked the other members of the Finance, Audit, Risk and Compliance Committee, including Co-Chair Alecia Rathbone, for their support, knowledge and expertise during the past year.

There were no questions from the members.

RESOLUTION: The meeting noted the Co-Chairs' Report and the Financial Statements that form part of the 2021 Annual Report have been received.

**2022 ANNUAL GENERAL MEETING MINUTES
WEDNESDAY 18 MAY 2022, 3.00pm**

Moved: Ann Johnson
Seconded: Kerry Gardner AM

7. Results of Board Election

Ms Johnson advised the meeting that, following the close of the nominations process which ended on 5.00pm AEDT on Friday, 18 February 2022, ten nominations were received. As the number of nominees was in excess of the number of vacancies, an election was called. Voting opened on 1 March and closed at 5.00pm AEDT on Tuesday, 15 March 2022. The voting process was managed by our Returning Officer, Gavin Ryan of OGL Group.

Ms Johnson noted the declaration of the Returning Officer that the following Members appointed to the Board and they will commence their terms at the conclusion of this AGM:

- John McLeod (reappointed)
- Ling Ang
- Lisa George (reappointed)
- Liz Gillies
- Maree Sidey
- Michael Graf
- Stacey Thomas (reappointed)
- Tabitha Lovett (reappointed)

Ms Johnson welcomed the new Board Directors and announced that with her retirement, Lisa George and Amanda Miller were unanimously approved at the 18 May Board Meeting as the next Co-Chairs of Philanthropy Australia.

Ms Johnson handed over to Ms Miller to provide acknowledgement and appreciation for each of the retiring Board Members for their outstanding contribution and extensive support of Philanthropy Australia, namely Ann Johnson, Craig Winkler, Jenny Stephens and Caroline Stewart.

Ms Miller handed back over to Ms Johnson.

8. Other business

Ms Johnson invited any further questions.

As there were no questions and no other business lodged, the Co-Chairs thanked Members for attending the 2022 Annual General Meeting and declared the event closed at 3.27pm.

Ms Johnson provided a few final words as departing Co-Chair and encouraged attendees to continue to support Philanthropy Australia. Ms Johnson noted her respect and appreciation for her Board colleagues, particularly Ms Miller as her fellow Co-Chair, and for Jack Heath, CEO.

2022 ANNUAL GENERAL MEETING MINUTES
WEDNESDAY 18 MAY 2022, 3.00pm



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Amanda Miller OAM

Co-Chair

DATE 06 / 06 / 2022

2022 ANNUAL GENERAL MEETING MINUTES
WEDNESDAY 18 MAY 2022, 3.00pm

Schedule 1: Attendance Register

First Name	Last Name	Company/Organisation
Dom	O'Donnell	Australian Communities Foundation
Maree	Sidey	Australian Communities Foundation
Alex	Janczenia	Australian Red Cross
Thomas	Lopez	Australian Red cross
Ruth	Jones	AVPN
Bruce	Argyle	Bendigo & Adelaide Bank
Fiona	Menzies	Creative Partnerships Australia
Niall	Fay	Fay Fuller Foundation
Phillip	Mayers	Freemasons Foundation Victoria
Anthony	Cavanagh	Ganbina
Michael	Graf	Good2Give
Roslynn	Black	Hand Heart Pocket
Debra	Morgan	Helen Macpherson Smith Trust
Amanda	Miller	Impact Generation Partners
John	Mcleod	JBWere
Chris	Povey	Justice Connect
Lisa	George	Macquarie Foundation
Elizabeth	Gillies	Menzies Foundation
Meredith	Dellar	National Parks Conservation Trust
Sandy	Shaw	Newsboys Foundation
Anna	Marinovich	Philanthropy Australia
Dylan	Smith	Philanthropy Australia
Genevieve	Polderman	Philanthropy Australia
Johnny	Ni	Philanthropy Australia
Kay	Burton	Philanthropy Australia
Lucy	Timmons	Philanthropy Australia
Lynne	Umbers	Philanthropy Australia
Nick	Richardson	Philanthropy Australia
Pat	Burke	Philanthropy Australia
Rebecca	Moriarty	Philanthropy Australia
Sarah	Sorola	Philanthropy Australia
Sarah	Ramantanis	Philanthropy Australia
Sophie	Marcard	Philanthropy Australia
Jack	Heath	Philanthropy Australia
Dinah	Rowe-Roberts	Philanthropy Australia
Adam	Ognall	Philanthropy Australia
Nicole	Recks	Philanthropy Australia
Amanda	Williams	Philanthropy Australia
Caesar	La Rosa	PricewaterhouseCoopers
Georgia	Mahony	RMIT University
Louise	Burton	Sisters of Charity Foundation
Belinda	Collins-Polglase	Social Ventures Australia
Ling	Ang	Souvenirs of Sleep

2022 ANNUAL GENERAL MEETING MINUTES
WEDNESDAY 18 MAY 2022, 3.00pm

Sally-Anne	Biggins	Souvenirs of Sleep
Joseli	Munvie	St Vincent de Paul Society NSW
Kim	Bartlett	The Invergowrie Foundation
Mitty	Williams	The Kimberley Foundation
Kerry	Gardner	The Myer Foundation
Kirsty	Allen	The Myer Foundation
Jenny	Stephens	The Ross Trust
Sarah	Hardy	The Ross Trust
Jenny	McGregor	The William Buckland Foundation
Ann	Johnson	W & A Johnson Family Foundation
Deb	Mills	WWF Australia
Stacey	Thomas	Wyatt Trust
Craig	Winkler	Yajilarra