

**2023 ANNUAL GENERAL MEETING MINUTES
WEDNESDAY 24th MAY 2023, 3.00pm AEST**

Zoom Meeting

1. *Attendee*

Member attendance as per Schedule

Susan Wolff, Company Secretary – AGM Secretary

2. *Apologies received.*

Ralph Ashton

3. *No proxies received for the Chair.*

4. *Welcome*

The Co-Chair of Philanthropy Australia (PA), Amanda Miller, 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 Wurundjeri Woi-wurrung peoples of the Kulin 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

5. *2022 AGM Minutes*

The Chair began by moving that the minutes of the 2022 AGM, distributed with the Notice of Meeting, be accepted as a true and correct record of the 2022 AGM.

Moved: Amanda Miller

Seconded: Joe Skrzynski

RESOLUTION: The meeting accepted the minutes of Philanthropy Australia’s 2022 Annual General Meeting, held on 18 May 2022.

6. *2022 Annual Report*

Lisa George, Co-Chair, presented the Annual Report 2022 and highlighted the following:

- In March, with our colleagues at Social Ventures Australia and the Centre for Social Impact, we launched the Pay What It Takes report generously supported by the Paul Ramsay and Origin Foundations. The Report highlighted the critical need to fund the indirect costs of programs and organisations if philanthropy is going to deliver real impact to the communities it invests in.
- In April, the Coalition Government picked up on the long called for reform to grant DGR1 status to 28 Community Foundations which we had championed with our colleagues at Community Foundations Australia.

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- In May, with the election of a new Labor Federal Government, incoming Prime Minister Anthony Albanese committed his government to fully implement the Uluru Statement from the Heart. Importantly, the incoming Government also picked up Philanthropy Australia's goal to double structured giving by 2030 and extended it to all giving in Australia. We welcomed this increased focus on philanthropy led by the Assistant Minister for Competition, Charities and Treasury, Dr Andrew Leigh MP and the Treasurer's announcement of the 2023 Productivity Commission Inquiry into Philanthropy which we will actively promote and contribute to.
- Our national conference 'For the Love of Humanity: People, Place and Planet' was a resounding success based on the feedback received. It provided a range of inspiring presentations across the full gamut of philanthropy.
- A key highlight of 2022 was our establishment of Strategic Partnerships with six of Australia's leading philanthropies: the Paul Ramsay Foundation, the Lord Mayor's Charitable Foundation, Perpetual, Equity Trustees, the Snow Foundation and an anonymous donor. These multi-year partnerships provide Philanthropy Australia with the resources needed to execute on the ambitious growth agenda for philanthropy set out in our Strategic Plan. In November, we warmly welcomed the appointment of Sue Woodward AM as Commissioner of the Australian Charities and Not-for-Profit Commission (ACNC). Sue's legal expertise and extensive experience in the not-for-profit and philanthropic sectors equip her well for this critical role.
- Our peer networks were strengthened and expanded to include a network for communications professionals working in the sector along with new disability and social enterprise peer networks.
- In November, we engaged with Labor Senator Patrick Dodson, a Yawuru man from Broome, Western Australia and the Special Envoy for Reconciliation and Implementation of the Uluru Statement from the Heart. In a compelling presentation, the Senator described his experience growing up as a young Aboriginal kid in Western Australia and then discussed the government's process for the referendum on the Voice to Parliament and the specific roles of the government and wider community, including the progress of the Referendum Working Group and the emerging public debate.
- In December, we launched our inaugural Telescope survey which identified key trends, issues and opportunities that more than 100 respondents said would shape the giving agenda in 2023. Our first Telescope survey pointed to 5 big world issues that were top of mind for our members: housing, climate change, the economic downturn, First Nations peoples and systems change.
- Over the course of the year, we embarked on our Reconciliation Action Plan (RAP). Thank you to the First Nations peoples and other members of the Executive Working Group who generously gave their time to advise on our RAP and related activities.

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- We ended our year with the launch of a new visual identity and a completely redeveloped website.
- We thank everyone who contributed to the substantial achievements and successes of Philanthropy Australia in 2022. We thank our members, our Philanthropy Champions and our Strategic Partners alongside the dedicated Board and our highly professional and passionate staff. We very much hope that each and every one of you feels part of this collective accomplishment and that you choose to continue on the journey with us in the years ahead to inspire more and better philanthropy.

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

There were no questions from the members.

7. Annual Financial Report – Audited reports for the year ended 31 December 2022

Jon Cheung, Chair of the Finance, Audit, Risk and Compliance Committee (the FARCC Chair) presented the audited financial report. He noted the Financial Statements have been subjected to audit with an unqualified opinion issued by PA's auditors Nexia Australia.

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

Philanthropy Australia had a surplus of \$9,774 in the 2022 financial year in comparison to a deficit of \$280,554 in 2021.

- This includes an unrestricted surplus from operations of \$1,901.
- And a surplus of \$7,873 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 projects.

From a profit and loss perspective, income totalled \$5,412,724, an increase of 7.2% due to an increase in collaborative activity and member fees.

- Membership numbers increased to 818 from 752 in 2021.
- Pleasingly, grants, donations and sponsorships remained over \$1 million.
- Our Philanthropy Champions continued their support of the Philanthropy Champions Program, with 20 philanthropic leaders supporting Philanthropy Australia for up to three-year periods. Philanthropy Champions' support has underpinned the transition to a new business model, whilst also supporting our policy and advocacy initiatives to advance philanthropy in Australia.

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

- Expenses totalled \$5,402,950 and was under budget due to delayed expenditure on projects, staff vacancies and minimal staff travel and in person events.

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Turning to the balance sheet

- Our balance sheet position as at 31 December 2022 continues to be strong, with net assets of \$2.3m and over \$2.5 million sitting 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 \$456k.

Mr Cheung thanked the members of the Finance, Audit, Risk and Compliance Committee for their support, knowledge and expertise during 2022 and asked for questions from members.

There were no questions from the members.

RESOLUTION: The meeting noted the Co-Chairs' Report and the Financial Statements that form part of the 2022 Annual Report have been received.

Moved: Amanda Miller

Seconded: Kirsty Allen

8. Results of Board Election

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

- Alex Dimos (elected)
- Amanda Miller OAM (reappointed)
- Kirsty Allen (reappointed)
- Kristen Stevenson (elected)

Ms George welcomed the new Board Directors and handed over to Ms Miller to provide acknowledgement and appreciation for the departing Board Members for their outstanding contribution and extensive support of Philanthropy Australia, namely Mr Joe Skrzynski AO and Mr Jon Cheung.

Ms Miller noted that Joe Skrzynski has been a Director of Philanthropy Australia since 2015 and served as Chair of the Policy and Research Committee since its establishment in 2016. Joe has made a significant contribution to the Board over the past eight years, bringing his philanthropic and business expertise to the Board, as well as his invaluable experience in government relations.

As Chair of the Policy and Research Committee, Joe has led PA's national leadership in advocacy and policy on giving and has seen PA become an effective advocate for policy, regulatory and other reform to unlock the enormous potential for giving in Australia. We are thrilled that Joe has agreed to remain as a non-Board member of the Policy and Research Committee.

Joe has also been a generous supporter of PA, with his family foundation the Sky Foundation being a Philanthropy Champion since 2017. Joe has kindly agreed to remain as a non-Board member of the Policy and Research Committee.

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Ms Miller noted that Jon Cheung has provided more than three years of outstanding service to Philanthropy Australia. Jon has made an extraordinary contribution to PA through his chairing of the Finance, Audit, Risk and Compliance Committee, active membership of our Reconciliation Action Plan Executive Working Group and buddy to a number of new board members over the years. Never one to fly his own banner, Jon has always gone about his work with a sharp intelligence informed from his deep legal understanding of the philanthropic sector along with a warmth and humility that made him a cherished board colleague. Jon built great rapport with the management team and was always generous in his advice and contributions on so many fronts. PA is sorry to lose Jon as a board member but very pleased that he has kindly agreed to stay on as a non-Board member of the Finance, Audit, Risk and Compliance Committee.

Ms Miller thanked Joe and Jon for their passion, wisdom and leadership over the years.

Ms Miller acknowledged that Board members so generously give their time and expertise and have so much passion for the sector. It's been a privilege working with them as a genuine team, united in a desire to serve members to inspire more and better philanthropy.

Ms Miller confirmed she is looking forward to continuing to work with the new Board to develop and grow Philanthropy Australia so that we may support you to achieve more and better philanthropy.

9. Life Membership

Ms Miller provided an overview of the Philanthropy Australia Life Membership Award and announced the two 2023 recipients were Ms Ann Johnson and Mr Alan Schwartz AM.

Ms Miller noted that it was the highest acknowledgement Philanthropy Australia can bestow is Life Membership, as recognition of a person's significant contribution to both Philanthropy Australia and the philanthropic sector in Australia.

Ms Miller introduced two new Life Members – Ann Johnson and Alan Schwartz. Both Ann and Alan are leaders in the philanthropic sector and have made significant contributions to Philanthropy Australia, as members, Board Chairs, Philanthropy Champions and generous supporters.

Ann was a Director of PA from 2012 - 2022, taking on the Co-Chair role in 2019, and her influence and impact on Philanthropy Australia cannot be understated. Over the past decade, Ann has graciously shared her knowledge and insights of the philanthropic sector to drive PA towards success.

Ann brought her experience of having a family foundation to PA, and she had been an active member of the family foundations network for many years. Ann was a member of the Governance and Nominations Committee from 2013 - 2022 and played a crucial role in the appointment of CEO Jack Heath. In 2017, Ann

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played a pivotal role in the change of PA's business model to the membership model we have today, and with that, the move from being an incorporated association to a company limited by guarantee.

Ann has also been a very generous supporter of PA, with her PAF, the W & A Johnson Family Foundation, established in 2006, being a Philanthropy Champion since the concept was introduced in 2017 and a supporter before that time.

As a Co-Chair, Ann helped navigate PA through COVID, the development of a Blueprint for Philanthropy and an ambitious new strategic plan.

Ann is also Deputy Chair of the Sydney Theatre Company.

[VIIDEO: Ann Johnson (1.57)]

Alan chaired the PA Board from 2014 to 2019. During his time as Chair, Alan oversaw significant changes to PA, including the development of a 2017-2020 strategic plan, a new membership model and a change in governance structure from an incorporated association in Victoria to a company limited by guarantee.

Alan also introduced the Philanthropy Champions program which was powerful because the Champions see philanthropy as a cause in its own right and support Philanthropy Australia because we work to advance philanthropy. Under Alan's leadership, PA embraced advocacy and a focus on policy as a key component within philanthropy's toolkit.

Before joining the Board, Alan said that he had three simple goals: a happy membership base, a government that listened and respected us and financial sustainability. He was able to make significant inroads on all three during his time as Chair.

The important strategic work Alan led during his time as Chair of PA laid the foundations for the PA we know today, and for the work we are now engaged in in growing our membership base, engaging with more diverse stakeholders, becoming the go to sounding board for government, being a strong advocator for the sector and working to double giving by 2030.

Beyond PA, Alan has made a significant contribution to the philanthropic, not-for-profit & community sectors. Alan contributed to the creation of Jewish Care and was appointed its Inaugural President. He has held a number of other senior not-for profit board positions including Volunteering Victoria (Treasurer) and Philanthropy Australia (Treasurer, 1998-1999).

In 2006, Alan and his wife Carol established the Trawalla Foundation – a Private Ancillary Fund that invests in the arts, ideas, scholarship and innovation.

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In recognition of his contribution to the community and business, Alan was awarded a Centenary Medal in 2003, followed by an Order of Australia (AM) in 2007.

[Video: Alan Schwartz AM (1.33)]

Ms Miller reiterated her thanks to Ann and Alan for their significant contribution to Philanthropy Australia and to the broader philanthropic sector.

10. Other business

Ms Miller invited any further questions.

As there were no questions and no other business lodged, the Co-Chairs thanked Members for attending the 2023 Annual General Meeting and declared the event closed at 3.20pm.

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Amanda Miller OAM

Co-Chair

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Lisa George

Co-Chair

DATE:

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Schedule 1: Attendance Register

First Name	Last Name	Company/Organisation
Adam	Ognall	Philanthropy Australia
Alan	Watt	Sydney Dance Company
Alexandra	Dimos	Nunn Dimos Foundation
Amanda	Martin	Australian Environmental Grantmakers Network
Amy	Lyden	Westpac Foundation
Amanda	Miller	Impact Generation Partners
Ann	Johnson	W&A Johnson Family Foundation
Anna	McCann	Tanarra Philanthropic Advisors
Annabel	Ward	Vision Australia
Barbara	Wellesley	PIRI
Ben	Rodgers	Inner North Community Foundation
Briar	Stevens	Equity Trustees
Catherine	Brown	Lord Mayor's Charitable Foundation
Christine	Darcas	Melbourne Women's Fund
Diana	Hodgetts	Philanthropy Australia
Earle	Johnston	The Salvation Army Australia
Elizabeth	Gillies	Menzies Foundation
Emily	Gribble	UNICEF Australia
Prof Eric	Makoni	PA Board Observer
Felicity	Dennis	Philanthropy Australia
Gina	Grimaldi	Benevolent Society
Glen	Thomson	Helen Macpherson Smith Trust
Jack	Heath	Philanthropy Australia
Jenny	Stephens	The Ross Trust
Joe	Skrzynski	The Sky Foundation
John	Chambers	Yajilarra Trust
John	McLeod	JBWere
John	van Ruth	Wyatt Trust
Johnny	Ni	Philanthropy Australia
Jon	Cheung	Prolegis Lawyers
Julia	Erben	WWF
Kaitlin	Beattie	BlueRock
Kate	Duffy	Philanthropy Australia
Kim	Harland	Philanthropy Australia
Kirsty	Allen	The Myer Foundation and Sidney Myer Fund
Kristen	Stevenson	Minderoo Foundation
Lisa	Allan	The Smith Family
Lisa	George	Macquarie Group
Maree	Sidey	Australian Communities Foundation
Martin	Murley	OzChild
Mary	Chackola	Philanthropy Australia
Meta	Goodman	The Goodman Foundation
Michael	Moran	Centre for Social Impact Swinburne

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Natasha	Judd	Philanthropy Australia
Niall	Fay	Fay Fuller Foundation
Nick	Moraitis	Foundation for Young Australians
Nicola	Stokes	AMP Foundation
Nina	Lorenzini	Minderoo Foundation
Pat	Burke	Philanthropy Australia
Paul	Murnane	Grameen Australia
Paulleen	Markwort	The Centre for Excellence in Child and Family Welfare
Rebecca	Moriarty	Philanthropy Australia
Roshni	Banwait	Monash University
Sam	Rosevear	Philanthropy Australia
Sandy	Shaw	Newsboys Foundation
Sarah	Hardy	The Ross Trust
Shaye	Singline	Philanthropy Australia
Sinclair	Prowse	YT
Sophie	Gordon-Clark	Justice Connect
Susan	Wolff	Philanthropy Australia