

Minutes: Philanthropy Australia 2025 Annual General Meeting

Date Wednesday 21 May 2025, at 11.00am

Venue **Online:** Zoom Meeting

Attendees Amanda Miller OAM (Co-Chair)
Lisa George (Co-Chair)
Michael Graf (Chair – Finance, Risk, Audit & Compliance Committee)
Susan Wolff AGM Secretary
Attendance as per Schedule 1

Apologies Sam Meers AO
Juanita Pope
Julie Reilly OAM
Philip Mayers AM
Chris Povey

These minutes are recorded in meeting order.

1. Proxies

No proxies were received for the Chair.

2. Welcome

The Co-Chair of Philanthropy Australia, Ms Amanda Miller, opened the meeting, welcomed attendees, and acknowledged the traditional Custodians of the lands on which attendees were gathered. Ms Miller paid her respects to Elders past and present and extended that respect to any Aboriginal and Torres Strait Islander peoples present.

3. Confirmation of Minutes – 2024 AGM

The Chair moved that the minutes of the 2024 Annual General Meeting, held on 22 May 2024 be accepted as a true and correct record.

- **Moved:** Amanda Miller
- **Seconded:** Michael Graf

4. 2024 Annual Report

Ms Miller handed the Chair to Co-Chair Ms Lisa George, who presented the highlights of the 2024 Annual Report.

Key points included:

- Reflections on a challenging domestic and global environment
- Strong collaboration across initiatives such as IDAC, PLACE and She Gives

- Growth in new community foundations and positive legislative changes
- A record-breaking national conference in Adelaide with over 1,000 attendees
- A highly engaged and successful Australian Philanthropy Awards event
- Announcement of a major strategic partnership with Minderoo Foundation
- Appointment of new CEO Ms Maree Sidey
- Developments in national policy including the final Productivity Commission report and new DGR category advocacy
- A success UK study tour with more than 40 speakers across 20 organisations
- Broad delivery of learning programs, workshops, webinars and peer networks

No questions were raised by members.

5. Annual Financial Report for Year Ended 31 December 2024

Ms George invited Mr Michael Graf, Chair of the Finance, Audit, Risk and Compliance Committee (FARCC) to present the audited financial report.

Highlights:

- Audit completed by Nexia Australia with an unqualified opinion
- Surplus of \$341,691 in 2024 (compared to \$132,383 in 2023)
- Revenue increased to \$7,772,921 (33% increase)
- Membership rose from 852 to 920, generating revenue of \$1.55m
- Strong support from Strategic Partners and Champions: revenue of over \$2.4m
- Expenses well managed at \$7,431,230, aligned with revenue growth
- Net assets stood at \$2,774,593 with over \$3.2m in cash and term deposits
- Largest liability: \$1,091,504 in income received in advance

Mr Graf thanked the PA staff and the members of the Finance, Audit, Risk and Compliance Committee for their support, knowledge, and expertise during the year.

No questions were raised by members.

Ms George proposed the following resolution:

Resolution: That the meeting notes the Co-Chairs' Report and the Financial Statements, that form part of the 2024 Annual Report, have been received.

- **Moved:** Lisa George
- **Seconded:** John McLeod

6. Results of Board Election

Ms George announced the following appointments to the Board, effective at the close of the AGM:

- Catherine Brown OAM – Elected
- Michael Graf – Reappointed
- Nayomi Kannangara – Elected
- Roxanne Moore – Elected

She thanked outgoing Directors:

- John McLeod (Director since 2016, served as Chair of FARCC and Membership & Engagement Committee)
- Kirsty Allen (Director since 2017, served on FARCC, Governance and First Nations Governance Committees)

- Liz Gillies (Director since 2022, served on the Policy & Research Committee)

Ms George acknowledged their significant contributions, collaboration and dedication.

She then returned the Chair to Ms Miller.

7. Special Resolution – Constitutional Amendment

Ms Miller introduced a Special Resolution to amend clause 12.3 of the Constitution proposing fixed three-year terms for all elected directors (removing the “one-third to retire” requirement).

Ms Miller noted:

- That all elected directors will serve three-year terms.
- The term to start from a date set by the board, which aligns with how PA currently manages appointments.
- Directors appointed to fill a casual vacancy, i.e. stepping in mid-term, will still only serve until the next election, as they do now.
- The new three-year term structure will apply to any elected director who is still in office after the 2025 AGM, i.e. from today onwards
- Directors will continue to be eligible for re-election, subject to existing maximum service period of nine years, unless varied by the board.

An electronic vote was conducted with the following result:

- Votes in favour: 30
- Votes against: 0
- Abstentions: 0

Resolution passed – exceeding the required 75% majority of eligible members voting for the amendment.

Ms Miller confirmed that the updated Constitution will be published on the Philanthropy Australia website and lodged with regulators.

8. Other Business

Ms Miller invited final questions and comments.

No further business or questions were raised.

9. Meeting Close

Ms Miller thanked members for their participation and declared the 2025 Annual General Meeting closed at 11.25 am

Signed:

Amanda Miller OAM

Lisa George

Co-Chair

Co-Chair

Date:

Date:

Schedule 1: Attendance Register

First Name	Last Name	Company/Organisation
Kirsty	Allen	The Sidney Myer Fund & The Myer Foundation
Che	Bishop	Foundation for Young Australians
Catherine	Brown OAM	
Trinh	Bui	Mamakai Foundation
Georgie	Byron	Snow Foundation/Philanthropy Australia
Fern	Cargill	Wch Foundation
Nicola	Clyne	PMF Foundation
Francie	Doolan	Small Giants
Tyson	Feng	Caradonna Capital/Philanthropy Australia
Judith	Fiander	Australian Philanthropic Services
Kate	Finch	Health Justice Australia
Lisa	George	Macquarie Foundation/Philanthropy Australia
Michael	Graf	Graf Family Foundation/Philanthropy Australia
Annie	Hill	Hill Tribe Family Office
Cherrell	Hirst	John Villiers Trust Ltd
Robyn	Jones	Carclew
Nayomi	Kannangara	IWDA
Karen	Kennedy	Social Ventures Australia
Louise	Kuramoto	The Jack Brockhoff Foundation
Alice	Macdougall	Herbert Smith Freehills
Stevie	McGregor	Perpetual
John	McLeod	McCleod Family Foundation/Philanthropy Australia
Tracy	McNamara	Fame Ltd
Aaron	McNeilly	Australian Communities Foundation
Gillian	Mercer	Creative Australia
Amanda	Miller OAM	Impact Generation Partners/Philanthropy Australia
Laura	Minutillo	University of Tasmania
Roxanne	Moore	Foundation for Young Australians
Ken	Knight	
Sandy	Shaw	Newsboys Foundation
Kristen	Stevenson	Minderoo Foundation/Philanthropy Australia
Nicola	Stokes	AMP Foundation
Stacey	Thomas	The Wyatt Trust/Philanthropy Australia
Amanda	Thornton	Melbourne Women's Foundation
Anke	Timm	Rotary Foundation Australia

Bella	Conyngham	Philanthropy Australia
Shaye	Singline	Philanthropy Australia
Liz	Branigan	Philanthropy Australia
Annabel	Davies	Philanthropy Australia
Asitha	Bandaranayaka	Philanthropy Australia
Catherine	Elliot	Philanthropy Australia
Radha	Cumarasamy	Philanthropy Australia
Yean	Ng	Philanthropy Australia
Saska	Coote	Philanthropy Australia
Natasha	Judd	Philanthropy Australia
Michelle	Di Fabio	Philanthropy Australia
Maree	Sidey	Philanthropy Australia
Ollie	Hanson	Philanthropy Australia
Pat	Burke	Philanthropy Australia
Lisa	McSweeney	Philanthropy Australia
Kristian	Seibert	Philanthropy Australia
Jes	Teubert	Philanthropy Australia
Ingrid	Gregory	Philanthropy Australia