Annual General Meeting

Minutes

Sunday, 20 November 2022

**Attendees:**

Leah Marrone (LM) President, Holly Lam (HL) VP, Astrid Haban-Beer (AHB) Treasurer, Jamie Shine (JS) Secretary, Harriet Boothman (HB), Vanessa Shambrook (Vic), Adrienne Morton (AM)

Online via Zoom: Jessica Sabapathy (JS), Catherine Cheek, Traci Keys, Shelley O’Connell

In person: Renee Bianchi (from NSW), Kylie Weston-Scheuber (VWB), Joanna Abraham (VWL), Sophie Lefebre (VLA Vice President), Stephanie Pasharis.(VLA President), Eugenie Chung

**Apologies:** Janette McMahon

**Proxys:** received from 34 members.

**Meeting commenced**: 10:47am (AEST)

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| **Confirmation of the minutes** 1. Confirmation of the minutes of the Annual General Meeting held on 23 November 2021
 | LM Acknowledgement of country. LM acknowledged all those in attendance and invited introductions around the room. AHB moves minutes, AM seconded. |
| **Receipt and adoption of reports** 1. To receive and where necessary adopt
	1. The Directors Report for the financial year ending June 2022
	2. The financial report for the financial year ending June 2022
	3. Auditors’ Report on the financial statements for the financial year ending June 2022
 | ***President’s Report (annexure A to these minutes)***President, Leah Marrone, spoke to the President’s report and circulated printed copies to board members (***annexure A*** to these minutes).LM spoke to the President’s report and noted the following:* AWL objects are two pronged; advancing women in the profession but also using privilege to advance all women. All conbods have similar objects except QLD. All WLA associations are members of AWL, as is Victorian Women Barristers. A lot of women barrister groups are part of bar association or another informal committee. If became separately incorporated, could become members. Copy of AWL constitution on website. Every WLA association has one vote, except the Victorian vote is split.
* Current board members have worked really hard over past year to get the conference running again.
* Usually Board would have two strategic face to face meetings per year, have not and has brought challenges. Not using money on travel costs means have invested in updating AWL website and branding.
* AWL launched new brand in February and used it on the conference and will be on new website (on verge of being live).
* Current website not been updated for many years, plug ins would crash if updated, delays with Balmer.
* Conference was successful, hybrid format so people could attend online and streamed into venues in NSW and SA.
* Met with Attorney General following the conference. He was really well briefed on everything AWL has worked on in the past 12-18 months and was across AWL submissions on respect at work, putting AWL in a really good position in terms of lobbying moving forward.
* Referring to the table in the report on everything AWL commented on, LM notes AWL was in the media nearly every month.
* AWL put out election priorities, worked on family and domestic violence leave, parental leave campaign, put name to campaign on getting super on parental leave, and with new government have been thoroughly consulted re federal court and high court appointments. AWL also spoke out on human rights abuses in Iran and on respect at work reforms and fairer access to justice in those reforms.
* Also direct contact with women’s groups across the country and several requests for assistance from the former department of public prosecutions in Afghanistan – LM provided information to connect these women to the attorney general in Texas who has a real interest in helping these women.
* Looking forward, LM noted:
	+ IWD comes up quickly
	+ Sustainability of AWL – peak body funding could provide more assistance
	+ Strategic plan requires a refresh
	+ Need to start thinking about next conference and a state that really wants to cohost
	+ Social media will require ongoing maintenance; and
	+ Reflecting on constitution and how organisation set up, could focus more on utilising subcommittees. Constitution enables us to have people not on the board to join subcommittees, and could outsource work to interested women.
* LM notes importance of individual board member as conduit with own organisation, to consult and come back. Also noting the constitution allows for a back up AWL board member – this could be encouraged more.
* Thank you to all board members, especially those heavily involved in the conference: Jamie, Astrid, Holly, and Vanessa.
* President’s report moved by AHB, seconded by VS.

***Treasurers/Financial report/Auditors Report (annexures B and C to this report)***Treasurer, Astrid Haban-Beer, spoke to the 2021/22 draft financial report, and circulated draft written report to board.AHB Spoke to the Treasurer’s Report and noted following:–* Draft auditor’s report received from auditors, today presenting draft report for year ending 30 June 2022. Draft only due to delays and will be finalised by auditor Crowe Horwarth in coming week.
* Cash balance $101,512.00 in one Westpac bank account.
* Notes liability to 30 June 2021 of $928.00 reflecting untraceable credit from Westpac (and reported in previous years). Westpac cannot trace so kept on balance sheet as a suspense liability. Given passage of time, both Auditor and AHB recommend we reregister from suspense account liability and absorb into account as a credit.
* As at today’s date we have no subsequent liabilities or invoices. Are completely up to date re solvency.
* No contingencies as of 30 June 2022.
* Current cash $94,452.45. solvent and have remained so for last financial year and going into this financial year. AWL healthy to carry out objectives of the organisation. No matters of concern to raise and for purpose of directors, no-one in breach of duties.

With regards to the draft audited financial report:* Total membership income of $19,126.00. Some of this includes multiple year capitation, because AWL counts on a cash basis and so it is recorded in the year it is received.
* AWL cannot consider membership income as receivable, policy is that con bods report 10% member fees to AWL by way of capitation. As a result of the pandemic, some con bods did not pay capitation fees so will be some patchiness on what has been paid over the last 3 years. Some conbods also reduced fees as a result of pandemic. This does not, as a whole, affect AWL’s financial health.
* In terms of the conference, $30,000 sponsorship ($15,000 Australian Bar Association; $10,000 Australian Government Solicitor, $5,000 Shine Lawyers). Trade show sponsorship will be in 2023 financials.
* Sponsorship total is $20,000. AHB to confirm this with auditors (noting this is draft).
* Conference was overall financially healthy. 4 tranches of income received from Eventbrite:
	+ $10,256.61 15 August 2022
	+ $4,611.29 4 August 2022
	+ $5,912.71 28 July 2022
	+ $25,619.39 21 July 2022.
* AHB notes that updating website will be a cross financial years and will be further costs.
* Current bank account is Westpac due to gender equality policies. Currently, AM, LM, AHB and HL are administrators.
* Bookkeeper Catherine Wilkinson is retiring and AHB extends thanks for her assistance in maintaining financials and improving processes.
* Recommendation we reappoint Crowe Horwarth as auditors, even though costs gone up, subject to recommendations we wish to consider for alternative auditors (noting new bookkeeper may have recommendations.
* Final audited reports could be reported to ACNC, from robustness perspective new board may do that.
* AHB acknowledges JS improved processes by ensuring all directors have director’s ID (noting now compulsory).
* AHB notes registered address of AWL still in Tasmania. New board may need to consider permanent address as WAL registered headquartered address.
* AHB has also participated in media in the past 12 months, speaking to the Age and Lawyers Weekly.
* AHB notes thank you to board for support, it has been great being the treasurer, and thank you especially to LM for her leadership. It has been an exciting and dynamic time for women lawyers and women in Australia. Thank you also to extended stakeholders.

AHB presented her report, the financials and the auditor’s report.LM noted the work AHB and thanked her for her work.Reports moved by AM, seconded by HL. Motion that Crowe Horwarth be reappointed as auditors. AHB moved, LM seconded.***Secretary’s Report (Annexure D to these minutes)***JS provided written Secretary’s report and spoke to it. * Noting board members over the financial year;
* Proxies received 34 in total (16 for LM, 15 for HL, 1 for AHB, 1 for JS, 1 for Sophie Lefebvre).
* JS thanks the board, notes putting on the conference was fantastic. Thank you to executive committee for their leadership. AWL is an amazing orgnisation and been marvellous to be a part of.

LM noted Shelley O’Connell is attending in person and so LM is no longer a proxy, and amendment required.LM noted that JS did an amazing job as secretary, the conference could not have run without her and she was very desering of recent QLD woman lawyer of the year award.LM moved report with amendments, and HL seconded. |
| **Appointment of Representatives and Officers**1. To appoint the nominees of the following recognised organisations pursuant to 3.2(a) and 3.3(a) of the Company’s constitution
	1. Women Lawyers Association of New South Wales Inc.
	2. Women Lawyers Association of Queensland
	3. Women Lawyers of Western Australia Inc.
	4. Northern Territory Women Lawyers Association Inc.
	5. The Women Barristers Association
	6. Victorian Women Lawyers’ Association
	7. Women Lawyers Association of South Australia
	8. Tasmanian Women Lawyers Inc.
	9. Women Lawyers Association of the Australian Capital Territory Inc.

To co-opt any member or members to the Board  | **Directors appointed as follows:**Women Lawyers Association of New South Wales Inc – Renee Bianchi – two year appointment.Women Lawyers Association of Queensland – Catherine Cheek – two year appointment, noting she was appointed as at 1 July 2022. Women Lawyers of Western Australia Inc. –Janette McCahon – confirming second of two year appointment.Northern Territory Women Lawyers Association Inc. –Traci Keys– confirming appointment continues for another year.The Women Barristers Association – Astrid Haban-Beer - confirming appointment continues for additional year.Victorian Women Lawyers’ Association – Vanessa Shambrook resigned and Stephanie Pasharis appointed one year appointment. Women Lawyers Association of South Australia – Leah Marrone resigned and Shelley O’Connnell appointed for two year term. Tasmanian Women Lawyers Inc. – Jessica Sabapathy resigned and Adrienne Morton appointedWomen Lawyers Association of the Australian Capital Territory Inc. – Harriet Boothman continuing for second year.Board then discussed co-opting the immediate past president to assist with the transition to new president. Board agreed to co-opt outgoing president for a further one year – Leah Marrone. Shelley O’Connell nominated LM to be co-opted for a period of 12 months. |
| Appointment of Auditor 2022/20234. To appoint the auditor for the next financial year | AHB recommends we continue to engage Crowe Horwath, subject to any recommendations received throughout the year when compared the market. Moved by AHB and seconded by LM. |

Meeting close: 11.47AM AEST

# Commenced General Board Meeting at 11:47am AEST

# Minutes

**Attendees**

Leah Marrone (LM) President, Holly Lam (HL) VP, Astrid Haban-Beer (AHB) Treasurer, Jamie Shine (JS) Secretary, Harriet Boothman (HB), Vanessa Shambrook (Vic), Adrienne Morton (AM)

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Apologies: Janette McCahon

1. All positions declared vacant and open for nomination
	1. LM nominated AHB as President. RB seconded.
	2. AHB nominated RB as Vice President. AM seconded.
	3. AHB nominated HB as Secretary. RB seconded.
	4. AHB nominated CC as Treasurer. AM seconded.
2. Substantive discussion adjourned to the next board meeting.
3. Other business:
	1. AHB thanks LM for her presidency and long involvement. LM has been involved in every conference since 2010, as well as significant policy work. Thank you to Leah.
	2. AHB notes she has some themes and priorities for the new board, and as a key goal wants to focus on sustainable lawyering for women, and supporting woman lawyers and women in the justice system in Australia.
	3. LM acknowledges work of retiring Board member Jess Sabapathy in her policy work and writing articles for Lawyers Weekly.

Meeting closed 11:51am AEST