CONFIRMED MINUTES OF THE ANNUAL GENERAL MEETING

Held on Thursday 30 November 2017 at Ibis Adelaide, Engine Room
122 Grenfell Street, Adelaide SA 5000

Meeting Opened at 5:43pm

Present & Eligible to Vote

• Brendan Nelson RPIA (Chair)
• Alison Cusack MPIA
• Ben Murphy MPIA
• Cate Hart MPIA (Fellow)
• Darren Crombie MPIA CPP
• Donna Ferretti RPIA (Life Fellow)
• Elinor Walker MPIA
• Emma de Jager RPIA
• Gary Mavrinac RPIA (Fellow)
• Ian Stanley RPIA (Fellow)
• Jane Strange MPIA
• Joel Taggart MPIA
• Kuol Baak RPIA
• Kym Pryde RPIA
• Marc Voortman MPIA
• Marion Thompson MPIA
• Michael Davis MPIA
• Michael Hihimanis MPIA CPP
• Nathan Cunningham RPIA
• Nicola Smith RPIA (Fellow)
• Olivia Franco RPIA
• Paul Burton MPIA
• Phoebe Harrison MPIA
• Rebecca Gallacher MPIA
• Rolf Fenner RPIA (Fellow)
• Scott Lobdale RPIA
• Stacey Mills MPIA
• Steve Hamnett RPIA (Life Fellow)
• Steve O’Connor RPIA (Fellow)

Others Present

• David Williams (CEO)
• Brenda Payne (minutes)
• Jodi Mavrinac
• Matthew Ryenbakken PIA (Assoc.)
• Victoria Shute (Allied Prof.)
1. **Welcome and Notification of Proxies**

The Chair welcomed members to the 2017 Annual General Meeting of the Planning Institute of Australia (PIA), being PIA's 66th Annual General Meeting. He acknowledged the traditional custodians of the land and Elders past, present and emerging, and PIA's Fellows and Life Fellows who were present at the meeting. The Chair confirmed a quorum was present, and the Notice of Meeting and Explanatory Notes were taken as read.

The CEO, as Company Secretary, advised the members present that 8 valid Proxy Forms from Members of the Planning Institute of Australia had been received. 7 proxies were in favour of the Chair (Brendan Nelson RPIA) and 1 was in favour of Marion Thompson MPIA. Of proxies in favour of the Chair, all except 1 indicated how they would like to vote.

A list of Members who submitted proxy forms is included here for completeness:

- Anna Ohrman MPIA
- Benjamin Taylor MPIA
- David Bailey RPIA (Fellow)
- Dy Currie RPIA (Fellow)
- James Li RPIA
- Juliet Grant RPIA (Fellow)
- Scott Spargo MPIA
- Larry Guise MPIA

2. **Apologies Received**

The CEO advised that apologies for the meeting were received from Stephen Smith RPIA (Fellow), David Bailey RPIA (Fellow), Ed Wensing MPIA (Fellow), Dy Currie RPIA (Fellow), Sallyanne Atkinson (Hon. Fellow), Juliet Grant RPIA (Fellow), Ian McQueen (Hon. Fellow), Cindy Robson MPIA, and PIA's Auditor *Vincent's Assurance and Risk Advisory.*

3. **Remembering Passed Fellows, Life Fellows and Honourary Fellows**

The Chair asked those present to take a moment to remember PIA's Fellows, Life Fellows and Honorary Fellows who had passed away in the preceding year. Those specifically remembered where: Douglas Francombe, Csaba Fadgyas, Sonja Lyneham (Fellows), David Whitney, Henry Wardlaw (Life Fellows), Bruce Davis AM (Hon. Fellow). Also remembered were Rebekah Kuehn and David Hillan (Members).

4. **Declarations of Conflicts of Interest**

The Chair invited Members present to declare any conflict of interest in relation to the business proposed. No conflicts of interest were declared.
5. **Minutes of the 65th AGM, November 2016 and the Special General Meeting, September 2017**

The confirmed minutes of the last Annual General Meeting held on Thursday 24 November 2016, and of the Special General Meeting held 8 September 2017 as distributed with the Notice of Meeting were tabled and taken as read.

6. **President’s Year in Review**

The Chair presented the Institute’s 2016/17 Annual Review containing the President’s Year in Review to the meeting. The Chair then called for questions in relation to PIA’s activities during the year, thanked PIA’s volunteers at Division and national levels for their efforts, and thanked PIA’s CEO for his leadership.

7. **Financial Statements and Auditor’s Report**

The Chair asked that the Financial Statements and the Auditors Report for the period ending 30 June 2017, as previously distributed to Members, be tabled and be taken as read. The CEO mentioned that 2016/17 was a favourable year and PIA now has financial reserves which the Board is considering how best to reinvest for the benefit of members.

The Chair opened the meeting for any questions on the Financial Statements and Auditors Report. No questions were received.

The Chair declared the Financial Report of the Institute for the year ended 30 June 2017 together with the declaration of the Directors, the Directors’ Report and the Auditors’ report as received and considered.

8. **RESOLUTION 1 – Revise the Code of Professional Conduct**

The Chair explained the voting administrative processes for ordinary and special resolutions.

The Chair gave a summary of the Explanatory Notes for the proposed *ordinary resolution* and together with the CEO responded to questions from the floor, including: rationale for the new Code taking effect on 31 January 2018, the extensive nature of the changes, and broadly what kind of action the Board has taken in response to complaints against Members over the last few years.

The Chair proposed that the revised Code of Professional Conduct be endorsed for adoption by the Institute from 31 January 2018.

*Moved: Brendan Nelson*  
*Seconded: Gary Mavrinac*

All votes were in favour.

*The Chair declared the motion carried and resolution passed unanimously.*
9. **RESOLUTION 2 – Amend the Constitution**

The Chair provided background information for the proposed *special resolution* and how it relates to the changes made to the Constitution at the Special General Meeting in September 2017 regarding the need for the Constitution to address part-terms for Directors. The Chair opened the meeting to questions from the floor, and none were received.

The Chair proposed that Constitution of the Planning Institute of Australia be amended by *special resolution* so that:

a. An individual in the role of President or Young Planner Director will be deemed to have served a term if they have held the position for 365 or more consecutive days;

b. A period where the President or Young Planner Director has held that position for less than 365 days will not be considered a term, and the individual remains eligible for reappointment for the maximum number of terms permitted;

c. The period will be calculated from the date the individual's appointment takes effect; and

d. A definition of “Board” is included at Section 34.2 Definitions.

*Moved: Brendan Nelson  
Seconded: Darren Crombie*

One voter (by proxy) abstained. All other votes were in favour.

*The Chair declared the motion carried and resolution passed.*

10. **Announcement of Incoming Directors and 2017/18 Board**

The Chair announced that Victorian Director Steve Dunn RPIA retired at this AGM, and additionally that ACT Brooke Yates MPIA resigned from the Board in September 2017, and thanked them both for their service to PIA.

The CEO as Company Secretary then announced:

The following new director has been appointed to serve on the Board:

- Rebecca Gallacher MPIA – ACT, commenced in the casual ACT vacancy on 8 November 2017 and will serve the remainder of the term until 2018.

The following directors’ terms expired this year and they were re-elected:

- Darren Crombie MPIA CPP QLD
- Steve O’Connor RPIA (Fellow) NSW

The following new director has been elected to serve on the Board:

- Nicola Smith RPIA (Fellow) – VIC
The following directors will continue to serve on the Board:
- Brendan Nelson RPIA  National President
- Cate Hart MPIA (Fellow)  SA
- Cindy Robson MPIA  NT
- Ian Stanley RPIA (Fellow)  TAS
- Marion Thompson MPIA  WA

To summarise - the Board of Directors for 2017/18 is:
- Brendan Nelson RPIA  National President
- Phoebe Harrison MPIA  Young Planner Director
- Rebecca Gallacher MPIA  ACT
- Cate Hart MPIA (Fellow)  SA
- Cindy Robson MPIA  NT
- Darren Crombie MPIA CPP  QLD
- Ian Stanley RPIA (Fellow)  TAS
- Marion Thompson MPIA  WA
- Nicola Smith RPIA (Fellow)  VIC
- Steve O’Connor RPIA (Fellow)  NSW

11. General Business / Close

No matters of General Business were received from Members.

The Chair concluded there were no other matters to be considered by the Meeting, and declared the meeting closed.

Meeting closed:  6.17pm

I confirm these minutes as a true and accurate record of the meeting.

Brendan Nelson RPIA  
National President (Chair)

Date: