

# MINUTES SPECIAL GENERAL MEETING

## 3 MARCH 2019



**Purpose:** to consider amendments to Wildcare Constitution

**Meeting opened at:** 1.00pm and concluded at 2.00pm.

**Venue:** Coles Bay Hall, Coles Bay.

**In attendance:**

Name	Current Wildcare member (Yes/No)	Voting or Observer
Sam Cuff	Yes	Voting
Sharon Smith	Yes	Voting
Adrian Sullivan	Yes	Voting
Neil Smith	Yes	Voting
Dave Harris	Yes	Voting
Kim Willing	Yes	Voting
Stella Rodriguez	Yes	Voting
Joan Fitzallen	Yes	Voting
Kate Mooney	Yes	Voting
Ruth Orr	Yes	Voting
Ian Fitzallen	Yes	Voting
Sally Salier	Yes	Observer

**Apology:** Glen Hayhurst

<p><b>1. Meeting open and welcome – Sam Cuff</b></p>
<p><b>2. Overview of the rationale for the proposed Constitutional changes – Sharon Smith</b></p> <ul style="list-style-type: none"><li>- The meeting noted that the following documents had been previously circulated together with the notice of the Special General Meeting: <i>'Briefing: Proposed Changes to the Wildcare Constitution'</i>, <i>'Appendix 1 – Proposed amendments to Wildcare Constitution'</i> and <i>'Appendix 2 – Letter of support from General Manager, Parks and Wildlife Service'</i>.</li><li>- Paper copies of the Briefing document and Appendix 1 were also made available prior to the meeting.</li><li>- The philosophy behind the changes was discussed.</li></ul>
<p><b>3. Process for dealing with the motions – Sam Cuff</b></p> <p>A briefing was provided prior to each motion explaining the background to the motion. Prior to each motion being put there was an opportunity for discussion, clarification and comment, followed by each motion being formally put to the vote.</p> <p>The meeting quorum was noted to be 6 of the members personally present. It was noted that a vote would be carried if at least three quarters of the members present and entitled to vote, voted in favour of it. Based on the number of people voting at the meeting, the number of votes required for a motion to be carried was determined to be 9.</p> <p>The changes were batched into three separate parts relating to:</p> <ul style="list-style-type: none"><li>• All Changes relevant to the Gift Fund Committee</li><li>• The change to allow a member to request to attend a Wildcare AGM remotely. (Clause 15c)</li><li>• A composite of changes largely relating to the Wildcare Board composition</li></ul>

	CONSIDERATION OF PROPOSED CHANGES TO THE WILDCARE CONSTITUTION	VOTING
4	<p><b>Changes relevant to the Gift Fund Committee</b></p> <p><b>Part 1: Naming</b></p> <p>(a) Briefing as to reasons for the changes and the sections affected – Sharon Smith</p> <p>(b) Formal motion proposed – Adrian Sullivan</p> <p>I move that:</p> <ul style="list-style-type: none"> <li>- minor naming updates affecting sections 2(b), 3(l), 4, 5 and 6, including ensuring that the Gift Fund Committee is referred to by its proper name, and is appointed by the Wildcare Board of Management, as marked up in the circulated redraft Wildcare Constitution, be agreed</li> <li>- a new sub clause be inserted in section 4 to provide that the Board of Management will develop and approve Operating Guidelines governing the Wildcare Gift Fund in line with expectations of the Register of Environmental Organisations.</li> </ul> <p>Secunder to the motion: Kim Willing</p> <p><b>Part 2: Independence of the Wildcare Gift Fund Committee Chair</b></p> <p>(a) Briefing as to the reasons for the change – Sharon Smith</p> <p>(b) Formal motion proposed – Adrian Sullivan</p> <p>I move that:</p> <ul style="list-style-type: none"> <li>- a new clause be inserted into the Wildcare Constitution, section 4(g)(v), to provide that the Gift Fund Committee Chair shall not also be a member of the Wildcare Board.</li> </ul> <p>Secunder to the motion: Stella Rodriguez</p>	<p>Carried 11 out of 11 in favour.</p> <p>Carried 11 out of 11 in favour</p>
5	<p><b>Ability to request to attend a Wildcare General Meeting remotely</b></p> <p>(a) Briefing as to the reason for the change and the section affected – Sharon Smith</p> <p>The meeting discussed the importance of procedures to support the change, including requiring reasonable notice for any requests to attend General Meetings remotely, to ensure that suitable arrangements could be organised.</p> <p>(b) Formal motion proposed – Adrian Sullivan</p> <p>I move that:</p> <ul style="list-style-type: none"> <li>- An amendment to section 15(c) of the Wildcare Constitution be made to allow a member to request to attend a Wildcare General Meeting remotely, where facilities are available.</li> </ul> <p>Secunder to the motion: Kate Mooney</p>	<p>Carried 11 out of 11 in favour</p>

