



## **Transplant Australia AGM Minutes 2018**

**ATTENDANCE:** Helen Rizvi, Antony Harding, Chris Thomas, Jason Ryan, Bernie Freeman, Julie Edmonds, Corey Smith, Heather Edgell, Logan Heald, Bob Flood, Roxanne Kavanagh, Nicki Scholes, Neil Scholes-Robertson, Damian Ryan, Ivan Baxter, Pauline Sweeny, Sue Dawson, Mary Bawden, John Purdy, Flick Nolan, John Dawson, Alan McKaskill

1. Apologies: Lisa Gavin, Jeremy Chapman, Richard Allen
2. Proxies: none lodged
3. Previous Minutes of 2017 AGM: Moved – John Purdy (no seconding required)
4. Chairman's Report

Mr Ryan covered the strategic plan of the organization, principally to increase donor rates and support Australians through their transplant journey.

5. CEO's Report

Mr Thomas outlined where Australia sat in global donation statistics and the importance of lifting our donor per million head of population rate. This could best be achieved through increasing consent rates. Families agreeing to donation where the person was registered equaled 90 per cent. It fell to 44 per cent if the family had not had the discussion.

6. Presentation of Financial Report for year ended – December 31, 2017

The Finance Report detailed the following:

Total Revenue - \$1,305,221 up \$214,506  
Total Expenditure - \$1,195,947 up \$62,054  
Surplus - \$109,274

Total Assets - \$670,468  
Total Liabilities - \$373,342  
Equity - \$297,126

It was approved.

- 7(a) Motion to approve changes to constitution:

Recommendation

It is recommended that the Membership approves the changes to the Constitution presented to the Annual General Meeting in October, 2018.

## Background

The current Constitution of Transplant Australia was adopted in 2003. It was developed by Clayton Utz lawyers in Melbourne. There are a number of inconsistencies in the Constitution which are to be resolved. Additionally the Board of Transplant Australia wishes its governance practices to conform to the Principles laid down by the Australian Sports Commission (ASC).

## Membership

Under the Objects, Donor Family Members has been changed to refer to Donor Families which brings it consistent with the other groups to which we provide assistance.

Under Members it is clarified that either any person or any group of persons in the case of a family (defined as Family Member) can join Transplant Australia.

The option of an initial (joining) fee is deleted.

Honorary members are better defined as:

- Living Donors
- Donor Families
- Health Care Professionals

Note: Spouse of a living donor is deleted as an honorary member

Under voting rights it is clarified that each Member, including a Family Member, has one vote at a poll of members. This clarifies that Family Members do not have multiple votes.

## Directors

Director terms are changed to three years to better meet the Governance Principles of the Australian Sports Commission.

A director's term will cease at the end of the third AGM following their appointment.

The maximum term a director can stay on the Board is 10 years from the date of first election at the AGM. This is in keeping with the Governance Principles.

At each AGM, one third of directors must retire to ensure a proper rotation of directors.

## Managing Director

The Managing Director (referred to as the CEO) ceases to be a Director if they cease to be the Managing Director and visa versa.

The Managing Director is exempt from the Term of Appointment and Rotation of Directors rules.

Implement a clause that if a person ceases to be a managing director, then the person ceases to be a Director and is not eligible for reappointment for a period of three years. The role of alternate directors is removed as it has not been used.

**Adoption: Changes to Constitution carried by minimum of 75% of members present**

7(b) Confirmation/Appointment of Directors:

- Retiring Directors – Jan Wall and Matthew Maddocks
- Current Directors – Richard Allen, James Reilly, Holly Tyrell
- To be Reappointed – Jeremy Chapman, Jason Ryan, Chris Thomas

**Carried by more than 50% of members present**

8. Re-appointment of Auditor:

- Reappointment of Foster Raffan as auditors

**Carried**

9. General Business – Response to written questions

- a) Does Transplant Australia check out venues thoroughly  
*Yes, the venues are checked out well in advance of Games by CEO, Sports Manager and appropriate local organizing committee members. They are checked for suitability, parking, easy access, catering facilities where applicable and budgeted costs.*
- b) Where are the next Australian Transplant Games being held?  
*Where possible the Australian Transplant Games are announced at the current Games but this is dependent on agreements and funding being in place at the time. Other than that, the Games are announced as soon as agreements/funding is in place.*
- c) In the year of the Games will the AGM take place at the Games?  
*The AGM has been moved to cover the financial year period of January to December each year. As such, in the year of the Games the AGM can occur at the Games for the previous financial year. In non-Games years, the AGM will be held in September or a date suitable to the Board.*
- d) Will lawn bowls be held at the 2019 World Transplant Games?  
*No, lawn bowls is not included in the 2019 World Transplant Games.*
- e) How can the Australian Transplant Games be better promoted to attract more junior participants?  
*Transplant Australia will endeavour to reach out to all the various transplant groups throughout Australia such as Heart Kids, Little Livers etc. as we recognize the value of the Games for children in terms of their mental and physical well-being.*

The meeting closed.