

THE ROYAL SOCIETY OF VICTORIA INC.

AGENDA for the 2021 ANNUAL GENERAL MEETING
 to be held via Zoom Videoconference at 5.00pm on **THURSDAY, 26th May, 2022**

VOTING MEMBERS (AND EMPLOYEES) ONLY ARE PERMITTED TO ATTEND

Chair: Mr Rob Gell AM, President, to constitute the meeting and welcome Members.

- 1. Welcome & Acknowledgement of the Kulin Nation**
- 2. Receipt of Apologies and Proxies:**

Apologies:

Proxies Recorded before closing date/time:

- 3. Receipt of the minutes of the Annual General Meeting of 13th May 2021 (as circulated)**

Item 3 Motion: *That in accordance with Rule 11 (4) (a) the Minutes of the 2020 Annual General Meeting held 13th May 2021 as presented by the Council be confirmed.*

Moved: R Gell

Seconded: C de Burgh-Day

	Proxies received	Nominated representative	Direction of Proxy
Totals			

- 4. Annual Report (including Officer, Council and Committee reports):**

- a President's Report on Council and Committees**

The President to present his report on the Society's activities for the 2021 year.

Item 4a Motion: *That the Annual Report (including the President's Report) of the Royal Society of Victoria for 2021 be received in accordance with Rule 11 (4) (b) & (d).*

Moved: R Gell

Seconded: C de Burgh-Day

Proxies received	Nominated representative	Direction of Proxy

Totals		

b. Financial Report for 2021

The Treasurer to speak to the 2021 Financial Report and present the Auditor’s statement.
The President and CEO to respond to member queries with the Treasurer.

Item 4b Motion: *That the Financial Report and Auditor’s Review statement of the Royal Society of Victoria for 2021 be received in accordance with Rules 11 (4) (b) & (d).*

Moved: S Verma Seconded: C de Burgh-Day

	Proxies received	Nominated representative	Direction of Proxy
Totals			

5. Appointment of Honorary Auditor:

Item 5 Motion: *That Pitcher Partners Advisors Pty Ltd be invited to accept the position of Auditor of the Royal Society of Victoria for 2021 in accordance with Rule 11 (4) (e).*

Moved: S Verma Seconded: C de Burgh-Day

	Proxies received	Nominated representative	Direction of Proxy
Totals			

6. Amendments to the Rules:

Item 6 Motion: *That proposed amendments to the Society’s governing Rules as circulated in March 2022 be received and confirmed, subject to any amendments agreed at this meeting, in accordance with Rule 3.*

Moved: C de Burgh-Day Seconded: R Gell

	Proxies received	Nominated representative	Direction of Proxy

Totals		

7. Council 2022-23:

7.1. Mr Gell to confirm the names of the Councillors variously elected or co-opted for 2022/23 [and previously advised via Ordinary Meetings and the Newsletter]

2022-23 Councillors – newly elected:

- Dr Jane Canestra
- Mr Richard Blundell (co-opted)
- Dr Djuke Veldhuis (co-opted)

7.2. Mr Gell to move a vote of thanks for the contributions of outgoing and continuing Councillors:

Outgoing Councillors

- Dr Kevin Orrman-Rossiter
- Dr Sophia Frentz

Continuing Councillors

- Associate Professor Robert Day
- Dr Viktor Perunicic (co-opted)

Continuing Council Officers

- Mr David Zerman, Immediate Past President

Moved: R Gell Seconded: C de Burgh-Day

9. CLOSE OF ANNUAL GENERAL MEETING:

2022 Annual General Meeting: on a date to be announced in 2023 in accordance with the Rules.

For confirmation at the 2021 Annual General Meeting
THE ROYAL SOCIETY OF VICTORIA INC.

MINUTES of the **2020 ANNUAL GENERAL MEETING** held via Zoom Conference
at 5.00pm on **THURSDAY, 13th May, 2021**

VOTING MEMBERS (AND EMPLOYEES) ONLY WERE PERMITTED TO ATTEND

Chair: Mr David Zerman, President

RSV Members in formal attendance:

David Zerman, Alistair McArthur, Jude Ediae, Pam Borger, Geoffrey Paterson, Roger Morgan, Christian Doerig, Viktor Perunicic, Robert Day, Kevin Orrman-Rossiter, Simon Molesworth, Jane Canestra, Sophia Frentz, Richard Lodder, Andrew Davison, Oskar Lindenmayer, William Birch, Catherine de Burgh-Day, Tessa Barrett, Paul Holper, Nicola Williams, Thomas Michael Williams, David Walker, David Grayden, Anne Miller, Rob Gell, Sid Verma, Mark Williams, David Rees, Sandra Rees, Peter Thorne, Helen Vorrath, Tom Johnstone, Jeffrey Luckins, Steven Latham, Frances Separovic, Rod Keenan, Lynne Selwood, Laurence Martinelli, Peter Baines

1. Welcome & Acknowledgement of the Kulin Nation

40 voting members were in attendance. The Chair constituted the meeting, welcomed Members and acknowledged the meeting was taking place on the traditional lands of the Kulin Nation, paying respects to elders past and present.

2. Apologies and Recognition of proxies received

Susan White, Pauline Ladiges, John Harrison, Simon Torok, Jane Canestra, Alison Compton, Gregory Crocetti, Vicki Hallett, Ian Kelly, Patrizia Kelly, Darold Klindworth, Bruce McKellar, Kerrie McNicol, Roger Morgan, Jeffrey Robinson, Helen van de Pol, Norman West, David Bellair, Anthony Burkitt, Wendy Coates, Aaron de Fina, Meredith Doig, Elizabeth Eager, Peter Ebeling, William Ian Edwards, Susan Halliwell, Geoffrey Harrison, Stuart Hooper, Ken King, Bruce Livett, Bram Mason, William McMaster, Elaine Muir, Kevin Orrman-Rossiter, William Palmer, John Ramshaw, Haripriya Rangan, Craig Robertson, Robert Sandie, John Sherwood, Gavin Smith, Richard Thwaites, John Tiller, James Warren, Wendy Wright.

Proxies Recorded before closing date/time: 45. One was allocated to Martin Harris, who was unable to attend, bringing the effective number to 44.

With 40 voting members in attendance and 44 valid proxies allocated to voting members present, the meeting exceeded the requisite quorum of 50 and could proceed with business.

3. Receipt of the minutes of the Annual General Meeting of 14th May 2020 (as circulated)

Moved: D Zerman Seconded: P Baines

That in accordance with Rule 11 (4) (a) the Minutes of the 2019 Annual General Meeting held 14th May 2020 as presented by the Council be confirmed.

Carried with two abstentions.

4. Annual Report (including Officer, Council and Committee reports):

a President's Report on Council and Committees

The President presented his report on the Society activities for the 2020 year. He emphasized the various advances made thanks to the hard work of the CEO and staff, our Councillors and Committee members, and the many members and partners.

Mr Zerman referred to the remarkable scope of the Society's partnerships and activities, particularly the Inspiring Victoria science engagement program, observing the organisation was doing more than at any point in its recent history to fulfil its mission to promote science and scientific literacy in our state.

The President concluded by thanking staff for their work, members for all their support, and the Council members for their dedication.

Moved: D Zerman Seconded: P Baines

That the Annual Report (including the President's Report) of the Royal Society of Victoria for 2020 be received in accordance with Rule 11 (4) (b) & (d).

Carried unanimously.

b. Financial Report for 2020

The Treasurer spoke to the 2020 Financial Report and presented the Auditor's statement. Our annual deficit continues, as budgeted, and a solution must be found very soon to enable the Society's financial sustainability. Mr Davison related the Council's position that a fund of \$10 - \$30M would be required to sustain the Society's program beyond the next few years, without which it is likely the Society would need to wind down its operations to a volunteer base. The Treasurer, President and CEO responded to queries from members, which were concerned with securing more pro-bono services, further budgetary details in the Annual Report, the nature of the Inspiring Australia grant conditions and the ability for the Society to persist in light of COVID-19 pandemic impacts on our investment portfolio. The CEO showed members the lead fundraising video to demonstrate the Society's current efforts to secure broader support from philanthropy, seeking the assistance of all members in distributing the campaign widely to their networks in the coming months.

Moved: A Davison Seconded: N Williams (for P Baines)

That the Financial Report and Auditor's Review statement of the Royal Society of Victoria for 2020 be received in accordance with Rules 11 (4) (b) & (d).

Carried with four abstentions.

5. Appointment of Honorary Auditor:

Moved: A Davison Seconded: P Baines

That Pitcher Partners Advisors Pty Ltd be invited to accept the position of Auditor of the Royal Society of Victoria for 2020 in accordance with Rule 11 (4) (e).

Carried unanimously.

6. Council 2021-22:

- a.** Mr Zerman confirmed the names of the Councillors and Council Officers elected for 2021-22

2021-22 Officers – newly elected:

Mr Robert Gell AM – President

Dr Catherine de Burgh-Day – Vice-President

Mr Siddharth Verma – Honorary Treasurer

Mr Jeffrey Luckins – Honorary Secretary (Co-opted)

2021-22 Councillors – newly elected:

Dr Viktor Perunicic (subsequently co-opted)

Associate Professor Robert Day

- b. Mr Gell moved a vote of thanks for the contributions of outgoing and continuing Councillors:

Outgoing Officers

Mr Andrew Davison

Outgoing Councillors

Mrs Nicola Williams

Ms Pamela Borger

Professor David Walker (subsequently co-opted)

Dr Peter Baines

Dr William Birch AM

2020-21 Council Officers continuing until AGM held in 2022, subject to re-election (only Andrew Davison and Peter Baines are eligible for a further term on Council):

Dr Sophia Frentz

Dr Gavin Smith

Dr Kevin Orrman-Rossiter

Dr Jane Canestra

Mr David Zerman continues on Council as Immediate Past President.

Moved: Robert Gell Seconded: Catherine de Burgh-Day

Carried.

The meeting was closed at 6:10pm following a screening of the induction of 2020 Fellows Professor Tom Beer, Professor Pauline Ladiges, Dr Peter Thorne and Professor Jenny Graves at Government House.

Next Annual General Meeting: on a date to be announced in 2022, in accordance with the Rules.