

THE ROYAL SOCIETY OF VICTORIA INC.

AGENDA for the **2020 ANNUAL GENERAL MEETING**
 to be held via Zoom Videoconference at 5.00pm on **THURSDAY, 13th May, 2021**

VOTING MEMBERS (AND EMPLOYEES) ONLY ARE PERMITTED TO ATTEND

Chairman: Mr David Zerman, 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 14th May 2020 (as circulated)**

Item 3 Motion: 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.

Moved: D Zerman Seconded: P Baines

	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 2020 year.

Item 4a Motion: 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).

Moved: D Zerman Seconded: P Baines

Proxies received	Nominated representative	Direction of Proxy

Totals		

b. Financial Report for 2020

The Treasurer to speak to the 2020 Financial Report and present the Auditor’s statement.

Item 4b Motion: 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).

Moved: A Davison Seconded: P Baines

	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: A Davison Seconded: P Baines

	Proxies received	Nominated representative	Direction of Proxy
Totals			

6. Council 2021-22:

6.1. Mr Zerman to confirm the names of the Councillors and Council Officers elected for 2021/22 [and previously advised via Ordinary Meetings and the Newsletter]

2021-22 Council Officers – newly elected:

Mr Robert Gell AM, President

Dr Catherine de Burgh-Day, Vice-President

Mr Siddharth Verma, Treasurer

2021-22 Councillors – newly elected:

A/Prof Robert Day

Mr Viktor Perunicic

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

Outgoing Councillors

Mrs Nicola Williams

Dr Peter Baines

Mr Andrew Davison

Dr William Birch AM

Ms Pamela Borger

Prof David Walker

Continuing Councillors

Dr Kevin Orrman-Rossiter

Dr Sophia Frentz

A/Prof Gavin Smith

Dr Jane Canestra

Continuing Council Officers

Mr David Zerman, Immediate Past President

Moved: R Gell Seconded: C de Burgh-Day

9. CLOSE OF ANNUAL GENERAL MEETING:

2021 Annual General Meeting: on a date to be announced in 2022 in accordance with the Rules.

For confirmation at the 2020 Annual General Meeting
THE ROYAL SOCIETY OF VICTORIA INC.

MINUTES of the 2019 ANNUAL GENERAL MEETING held via Zoom Conference
at 5.00pm on **THURSDAY, 14th May, 2020**

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, Jeff Robinson, David Walker, Milosh Lee, David Grayden, Anne Miller, Rob Gell, Richard Thwaites, Sid Verma, Ian Kelly, Patrizia Kelly, Mark Williams, David Rees, Sandra Rees, Peter Thorne, Helen Vorrath, Tom Johnstone

1. Welcome & Acknowledgement of the Kulin Nation

38 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

Bob Constantine, Norman Kennedy, Lynne Selwood, Robert Slater, Renate Mattiske, David Donald Mattiske, Anne Sarr, James Warren, Andrew Habets, Christopher Roy Simpson, John Link, Simon Torok, Frances Separovic, Craig Robertson, Thomas Alwynne Darragh, Barry Norman Southern, Linda McIver, Alison Compton, Melinda Kemp, Elissa Goodrich, Simon Storey, Helen van de Pol, Cheryl Taylor, Tim Todhunter, Murray Littlejohn, Bram Mason, Manju Mohandoss, Anthony Burkitt, Darold Klindworth, Meredith Doig, William McMaster, Libby Robin, Andrew Chisholm, Elaine Muir, Madelaine Willcock, Colleen Morris, Anthony Boxshall, Pera Wells, Renee Beale, Leon Costermans, Neville Nicholls, Robert Bruce Sandie, Ian David Endersby, Tom Beer, Jemma Cripps, Pauline Ladiges, Kerrie McNicol, Bruce Livett, Arjumand Khan, Laurence Martinelli, Pamela Margaret Procter, John Edwin Sherwood, Aaron De Fina, Silvio Bagnara, William Palmer, Alan Evered, Kenneth W King, Terence Corbett, John Ramshaw, Wendy Elspeth Coates

Proxies Recorded before closing date/time: 56. One was allocated to Robert Slater, who was unable to attend, bringing the effective number to 55.

With 38 voting members in attendance and 55 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 9th May 2019 (as circulated)

Moved: D Zerman Seconded: N Williams (for 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.

	Proxies received	Nominated representative	Direction of Proxy
	35	Chairman	For
	13	Chairman	At proxy holder's discretion
	3	Nicola Williams	At proxy holder's discretion
	2	Peter Thorne	At proxy holder's discretion
	1	Bill Birch	At proxy holder's discretion
Totals	55		

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 2019 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: N Williams (for P Baines)

That the Annual Report (including the President's Report) of the Royal Society of Victoria for 2019 be received in accordance with Rule 11 (4) (b) & (d).

	Proxies received	Nominated representative	Direction of Proxy
	36	Chairman	For
	12	Chairman	At proxy holder's discretion
	3	Nicola Williams	At proxy holder's discretion
	2	Peter Thorne	At proxy holder's discretion
	1	Bill Birch	At proxy holder's discretion
Totals	55		

Carried unanimously.

b. Financial Report for 2019

The Treasurer spoke to the 2019 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 2019 be received in accordance with Rules 11 (4) (b) & (d).

	Proxies received	Nominated representative	Direction of Proxy
	34	Chairman	For
	14	Chairman	At proxy holder's discretion
	3	Nicola Williams	At proxy holder's discretion
	2	Peter Thorne	At proxy holder's discretion
	1	Bill Birch	At proxy holder's discretion
Totals	55		

Carried with four abstentions.

5. Appointment of Honorary Auditor:

Moved: A Davison Seconded: N Williams (for 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).

	Proxies received	Nominated representative	Direction of Proxy
	34	Chairman	For
	14	Chairman	At proxy holder's discretion
	3	Nicola Williams	At proxy holder's discretion
	2	Peter Thorne	At proxy holder's discretion
	1	Bill Birch	At proxy holder's discretion
Totals	55		

Carried unanimously.

6. Council 2020-21:

- a. Mr Zerman confirmed the names of the Councillors and Council Officers elected for 2020-21

2020-21 Councillors – newly elected:

Dr Jane Canestra
Dr Catherine de Burgh-Day
Dr Kevin Orrman-Rossiter
Dr Sophia Frentz
Dr Gavin Smith

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

Outgoing Councillors

Dr Julie Boyce

2019-20 Council Officers until AGM held in 2021, subject to re-election (only Andrew Davison and Peter Baines are eligible for a further term on Council):

Mr David Zerman, President
Mrs Nicola Williams, Vice-President
Dr Peter Baines, Secretary
Mr Andrew Davison, Treasurer
Dr William Birch AM, Immediate Past President

Continuing Councillors until AGM held in 2021, subject to re-election (all are eligible for a further term on Council):

A/Prof Robert Day
Ms Pamela Borger
Prof David Walker
Dr Viktor Perunicic
Mr Robert Gell

Moved: David Zerman Seconded: Nicola Williams

Carried.

The meeting was closed at 6:15pm

Next Annual General Meeting: on a date to be announced in 2021, in accordance with the Rules.