



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of members of the IPWEA (National) for the financial year ended 30 June 2012 will be held as follows:

Place: Sheldon Convention & Entertainment Centre
Sheldon College, Gate 1, Taylor Road, Sheldon QLD

Date: Friday 12th October 2012 at 12:30pm

A member entitled to vote at the AGM may appoint a proxy to vote on his or her behalf. A proxy shall be in the approved form available here. [Download Proxy Form](#). Proxies must be received at least 48 hours before the meeting.

The business to be considered at the AGM is as follows:

AGENDA

1. President's Welcome

2. Attendance, Apologies

Motion: That the meeting has been duly convened in accordance with the requirements of the Corporations Law and the Institute's Constitution.

3. Confirmation of minutes of previous AGM

Motion: That the minutes of the Annual General Meeting be accepted and signed by the Chairman as a true and correct record.

4. Presentation of reports from officers

Motion: That the reports from officers be received.

5. Presentation of financial reports, director's report and auditor's report

The Institute incurred an operating surplus before income tax for the year of \$977,437 compared with an operating surplus of \$78,086 in the previous year.

The net amount of the surplus of the company for the financial year was \$756,741 (2011: \$95,696), after income tax (benefit)/expense of \$220,696 (2011: (\$17,610)).

The retained surplus now stands at \$1,478,705 (2011: \$721,964).

There was a cash position of \$2,195,338 (2011: \$929,811) at 30 June 2012.

Motion: That the Directors Report, Auditors Report, Directors Declaration, Financial Statements and Auditors Statements be received.

6. Appointment of Auditor – Nexia Court & Co

Motion: That the Nexia Court & Co be appointed as auditors for the financial year 2012/2013

7. General Business

8. Special Business

Amendment to the Constitution

Purpose:

To amend the Constitution such that the timing of the election of Office Bearers including President can allow formal announcement of results at each National Conference, and that Office Bearers be elected for a two-year term. This would confirm current practice where Office Bearers are elected for two one-year terms.

Amendments:

The constitution of the company is to be altered by:

- i. Deleting rules **37**, **38** and **39** from the articles of Association, which read as follows:

"37. The Officers of the Company shall be elected by and from the Directors and shall hold office for a term of one (1) year but shall be eligible for re-election. The Directors and Officers of the Company from time to time shall comprise the Board of Directors of the Company.

38. The existing President, Vice-President, Secretary and Treasurer of the existing incorporated association known as the Institute of Municipal Engineering Australia Incorporated shall be the first officers of the Company. They shall all retire at the first Annual General Meeting of the Company but shall be eligible for re-election.

39. Immediately following the first Annual General Meeting of the Company and the Annual General Meeting of the Company in every year thereafter the Directors shall meet together for the purpose of electing the officers of the Company and the officers so appointed shall hold office until the next Annual General Meeting after their appointment when they shall be eligible for re-election PROVIDED THAT the President shall not be eligible for re-election for a period exceeding four (4) consecutive years."

ii. Replacing rules **37**, **38** and **39** from the articles of Association as follows:

"37. Unless otherwise determined by the Board, the elected Officers of the Company will be drawn from and elected by the Board and will consist of:

(a) a President, and

(b) a Vice-President

38. The Officer Bearers will hold office on the terms and conditions determined by the Board and as stated in the Constitution. Officer Bearers shall be eligible for re-election. The term of the office for Office Bearers shall be for two years and must be concurrent with Board membership. For the avoidance of doubt, an Office Bearer can only hold office whilst a Director.

39. The President shall not be eligible for re-election if they have already served a total period of four consecutive years."

Motion:

For the Board to consider, and if thought fit, to pass these resolutions as ordinary resolutions.

9. Close of Meeting

Chris Champion
CHIEF EXECUTIVE OFFICER

INSTITUTE OF PUBLIC WORKS ENGINEERING AUSTRALIA

ANNUAL GENERAL MEETING HELD ON THURSDAY 6TH OCTOBER 2011
Held at Melbourne Exhibition Centre, Claredon Street, Melbourne at 6pm

MINUTES

Item 1 Chairman's Welcome

Item 2 Attendance

The Chairman, John Truman, welcomed those present to the meeting. Apologies were received. A quorum was present at the meeting.

The Annual Report including Notice of the AGM and Financial Report was noted as having been previously distributed to all Members and available at this meeting.

Resolved:

That the meeting has been duly convened in accordance with the requirements of the Corporations Act and the Company's Constitution.

Item 3 Minutes of the Previous AGM

Resolved:

That the Minutes of the previous AGM be accepted and signed by the Chairman as a true and correct record.

Item 4 Officers Report

The Chief Executive Officer Chris Champion made a presentation drawing attention to highlights of the past year.

Resolved:

That the Officers Report be received.

Item 5 Financial Report

The Financial Statements provided within the Annual Report were outlined highlighting key aspects. It was noted that the result for the year was a surplus of \$95,696 after tax. The retained funds position was held at \$721,964. It was noted that the Accounts had been audited and were satisfactory.

Resolved:

That the Annual Financial Reports, Directors Report and Auditors Report be received.

Item 6 Appointment of Auditor

Resolved:

That the Nexia Court & Co be appointed as auditors for the financial year 2011/2012

Item 7 General Business

The Chairman noted that the existing executive officers of the Board retire at this meeting with the election to be held at the next Board Meeting.

The meeting closed at 6:30pm.

Approved:

Chairman

Date