

INSTITUTE OF PUBLIC WORKS ENGINEERING AUSTRALASIA LIMITED

2019 ANNUAL GENERAL MEETING AGENDA

Notice is hereby given that an Annual General Meeting of members of IPWEA (Australasia) will be held as follows:

Place: The Hotel Windsor, 111 Spring Street, Melbourne VIC 3000

Date: Thursday 10th October 2019 at 4.15pm

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 to download from our website: [Download Proxy Form](#)

Proxies must be received at least 48 hours before the meeting

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 Articles of Association.

3. Confirmation of the [minutes of the previous AGM](#)

Motion: That the minutes of the Annual General Meeting held 11th October 2018 be accepted and signed by the Chairman as a true and correct record.

4. Presentation of report from CEO be received

Motion: That the report from CEO be received.

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

Motion: That the Director's Report, Auditor's Report, Director's Declaration, Financial Statements and Auditor's Statement be received.

6. Amendment to the Australasian Articles of Association

The IPWEA Board, by majority vote, recommends the following amendments for members to consider:

Amendment 1 - Clause 42

Current wording:

42. The Directors of the Company shall consist of:-
- (a) Two members appointed by each State Division or Special Division.
 - (b) One member elected by the members of the Company who are not members of a State Division or Special Division where there are up to three hundred such members of the Company.
 - (c) Two members elected by the members of the Company who are not members of a State Division or Special Division where there are more than three hundred such members of the company.

Proposed new wording:

42. The Directors of the Company shall consist of two members appointed by each State Division or Special Division.

Reason for proposed amendment:

The proposed amendment ensures that those on the Australasian Board are appointed by IPWEA Divisions.

The current wording would also allow a single international member, from anywhere in the world, to potentially appoint themselves to the Australasian Board.

Amendment 2 - Clause 74(a)

Current wording:

74. A State Division must:-
- (a) Adopt the name "Institute of Public Works Engineering Australasia (State or Territory) Division".

Proposed new wording:

74. A State Division must:-
- (a) Adopt the name "Institute of Public Works Engineering Australasia (State or Territory) Division" **or "Institute of Public Works Engineering Australasia (State or Territory)"**.

Reason for proposed amendment:

This proposed amendment will allow IPWEA Divisions to determine whether they include the word "Division" in the registered name of that entity.

Amendment 3 - Clause 74(e)

Current wording:

74. A State Division must:-
- (e) Restrict its membership to members who reside in that State or Territory or a State or Territory in which there is no State Division, except with the consent of the Company."

Proposed new wording:

74. A State Division must:-
- (e) Restrict its membership to members who **either** reside **or primarily work** in that State or Territory or a State or Territory in which there is no State Division, except with the consent of the Company."

Reason for proposed amendment:

This proposed amendment will provide members with the flexibility to join the most appropriate IPWEA Division when an individual resides within the geographical boundaries of one Division, but primarily works within the geographical borders of another.

Motion: For members to consider, and if thought fit, to pass the amendment to:

- (a)** Clause 42 of the Australasian Articles of Association
- (b)** Clause 74(a) of the Australasian Articles of Association
- (c)** Clause 74(e) of the Australasian Articles of Association

7. Appointment of Auditor

Motion: The Board recommends that Nexia Australia (formerly Nexia Court & Co) be appointed as auditors for the financial year 2019/20

8. General Business

9. Close of Meeting

Cathy Morcom

Chief Executive Officer
IPWEA Australasia