



## Annual General Meeting (AGM) MINUTES

### Meeting Details

**Date:** 19 October 2022

**Time:** 8.30am

**Location:** Stamford Plaza Hotel, 241 O’Riordan Street, Mascot

**Via Zoom**

**In attendance:** Janice Frey (online), Leigh McLaughlin (online), Larry Langman (in person), Steve Bunnell (in person), Robyn Lamond (in person), Nicola Chirlan (online), Sonia Christie (online), Adrian Wells (in person), Chris Roberts (online), Ninna Douglas (online), Stephanie Cameron (in person), Gareth Johnston (in person), Hunter White (in person), Lyn Thomson (in person), Turlough Guerin (in person), Kathy Kelly (in person), Bruce Rolph (in person), Linda Cavanagh (in person), Steve Harvey (in person), Gemma Purcell (in person), Randall Pearce (in person), Lawrence Balcomb (in person), Paul Quirk (online), Edwina Hayes (online), Karlee Burgess (online), Seiya Grant (online), Wayne Chaffey (in person)

**Apologies:** Robert Dulhunty, Jacqui Gidley-Baird, Kathryn McGuirk, Kristin den Exter, Christopher Noon, John Simpson, Anne Doak, George MacDonald, Robert Belcher, Colin Hamilton, Therese Moffitt

A quorum was confirmed.

Item	
1.0	<b>Landcare NSW Officers Report</b>
1.1	<b>Meeting Open &amp; Welcome</b> Acknowledgment of Country
1.2	<b>Chairpersons Report</b> The Chair’s report was provided by Stephanie Cameron, with key items summarised as follows: <ul style="list-style-type: none"><li>• LNSW has made significant progress in the key focus areas for Landcare in the past 4 years, and we’re committed to continuing to embed a culture that enables the NSW Landcare community to be even more resilient than we already are.</li><li>• LNSW new governance arrangements and constitution for Landcare NSW Limited came into effect from 1 July 2022. The new governance arrangements are a culmination of two years’ worth of consultation and collaboration with the NSW Landcare community. The changes increase representative democracy and, importantly, put Landcare group members in direct control of a Board of Directors that is drawn from all parts of NSW.</li><li>• The single most important thing every group big and small, incorporated and unincorporated can do is to ensure that Landcare NSW can be an effective resource advocate for you and encourage EVERY group incorporated or unincorporated to join Landcare NSW.</li><li>• LNSW has developed exclusive opportunities to partner with organisations such as the recent \$1.3 million Partnering in Private Land Conservation project with the Biodiversity Conservation Trust, and \$5 million in funding through the Landcare Led Bushfire Recovery Grant.</li><li>• Absolutely critical has been the replication of the successful co-governance arrangements we have in place with government agencies such as Local Land Services, the Biodiversity Conservation Trust and the Department of Planning and Environment. Thank you to our key partners without them we would not be in such a good solid position.</li><li>• Publicly thanked dedicated executive committee members from the past year former vice chair Bev Debrincat, Treasurer Hunter White, former secretary Marg Applebee, Lyn Thomson, Gareth Johnston, Kathy Kelly, Georgia Rivers, Bruce Rolph, Steve Bunnell and Adrian Wells and the dedicated staff at Landcare NSW who work tirelessly to support our members and the important work they do on-ground for our environment and our community.</li></ul>

### 1.3 CEO Report

The CEO's report was provided by Turlough Guerin, with key items summarised as follows:

- Would like to echo Chair's comments and discuss highlights and achievements. Landcare has never been more important or more valued. In the 2021-2022 FY we learnt a lot about how to adapt.
- Achievements include 60,336 trees planted as part of Creating Canopies, 35 activities organised by LLCs, 32 workshops as part of PPLC project, \$22.4m for current program, 23860 reached out to an online presence during Covid, 121000 labour hours contributed through NSW Landcare Program, 15 riparian works through OzFish program.
- Bushfire Recovery Fund – great example of LNSW working with Landcare Australia and NLN
- LNSW brought on a new Aboriginal Engagement Manager.
- The Eat Dirt program on the North Coast which continues to generate energy, excitement and hope.
- The governance program is coming to a successful and positive conclusion this year.

### 1.4 Audited Financial Statements

Financial statements are available on website. There was a loss last year but LNSW remains solvent with retained earnings of \$1.6m. HW concerned about securing income for LNSW to keep it going in the future. HW recommends that the Financial Reports be accepted.

**Motion: Be it resolved that the Financial Reports be accepted**

**Proposer: Hunter White**

**Second: Gareth Johnson**

**CARRIED**

## 2.0 Motions/Special Resolutions

### 2.1 Approval of honorary stipend for Chair (*vote*)

Chair leaves room 8.47am

Discussion between those present regarding the proposed stipend for Chair. Treasurer Hunter White noted LNSW traditionally volunteer-led however is considering a motion to provide a stipend to the Chair because of the large amount of time necessary for the role.

The terms of the proposed motion were discussed and amendments to the wording of the motion suggested. Motion amended to reflect changes to wording discussed.

**Motion: Be it resolved that the members approve the payment of a one-time honorary stipend to Stephanie Cameron as Chair, presuming she is confirmed in that position, in the amount of \$20,000 for the upcoming year from today until the next AGM, under section 4 c (v) of the Constitution of Landcare NSW Limited.**

**Primary: Steve Bunnell**

**Seconder: Adrian Wells**

Result:

**FOR 13**

**ABSTAIN 0**

**AGAINST 0**

**CARRIED**

## 3.0 Confirmation of Directors

3.1 Vice Chair and Chair of the Nominations Committee Gareth Johnston acknowledged the traditional owners and custodians of the lands in which attendees were joining the meeting from and acknowledged people experiencing current floods throughout the state.

Overview of Constitution rules regarding Directors and the following resolutions were put forth:

### 3.2 Ordinary Directors Term Extension:

***"Be it resolved that the following Ordinary Directors have their terms extended to ensure continuity and strategic focus:***

- **Stephanie Cameron & Gareth Johnston until 2023 AGM**
- **Lyn Thomson & Steve Bunnell until 2024 AGM**

**Vote**

**FOR 12  
ABSTAIN 1  
AGAINST 0**

**CARRIED**

- 3.3 **Independent Directors Term Extension:**  
*“Be it resolved that the following Independent Directors have their terms extended to ensure continuity and strategic focus:*
- **Bruce Rolph until 2023 AGM**
  - **Kathy Kelly until 2024 AGM**

**Vote**

**FOR 13  
ABSTAIN 0  
AGAINST 0**

**CARRIED**

- 3.4 **Ordinary Directors Acclaimed until 2025 AGM:**  
*“Be it resolved that the following Ordinary Directors be acclaimed for a period of three years until the 2025 AGM:*
- **Hunter White – Central Tablelands/Central West**
  - **Howard Jones – Western**

**Vote**

**FOR 13  
ABSTAIN 0  
AGAINST 0**

**CARRIED**

- 3.5 **Independent Directors Acclaimed until 2025 AGM:**  
*“Be it resolved that the following Independent Directors be acclaimed for a period of three years until the 2025 AGM:*
- **Elizabeth Riley**
  - **Rene Woods**

**Vote**

**FOR 13  
ABSTAIN 0  
AGAINST 0**

**CARRIED**

Apologies for the delay with technical difficulties in vote counting. Reads results.

**22 registered voters  
13 voters responded**

**All motions carried unanimously, one abstention.**

Chair noted there is no previous AGM meeting minutes because it is the first one as the new company Landcare NSW Limited.

#### **4.0 Questions from Members**

- 4.1 **Open question time**  
Query regarding membership fees. Wayne Chaffey (North West) represents small group which is incorporated, with own insurance. In order to become a member they would need to pay \$550 which includes insurance. LNSW can provide membership only on case by case basis.

Question regarding Business Case from Paul Quirk (Hunter region).

Chair Stephanie Cameron provided an overview of Business Case status. Business case put together by LLS and LNSW and developed in consultation with community. Business Case has been developed over the past 12 months. It has been very well received. Pitch has been developed for new program and presented to Coalition government (Dugald Saunders), Labor (Penny Sharpe, Mick Veitch) and Greens (Sue Higginson). Currently being reviewed.

Discussion regarding components of business case and timeline of program of advocacy for local Landcare groups to approach local Members of Parliament. Plan is to reach as many parliamentarians and candidates as possible and be made aware of Landcare's achievements and need for continued support.

**5.0 Meeting Close**

5.1 Meeting Close

**AGM Adjourn 9:49am – Move to SGM**