



**Indigenous Allied Health Australia  
Annual General Meeting  
Friday 2 December 2016  
Canberra Rex Hotel, Northbourne Avenue Canberra ACT**

**The meeting opened at 17 minutes past 11am.**

**Ordinary Business**

**1 Acknowledgement of country**

The IAHA Chairperson opened the meeting and acknowledged the Traditional Custodians on the lands where the meeting was taking place, and the elders past and present. She acknowledged the different nations represented at the meeting, and the elders past and present for all members and associate members of IAHA.

**2 Apologies**

Nil

**3 Approval of minutes**

**MOTION:** That the Draft Minutes of the AGM held on 3 December 2015 in Cairns Queensland, be accepted as a true and accurate record.

**Moved:** By show of hands

Carried

**4 Chairperson's report**

The Chairperson noted that her report is contained in the IAHA Annual Report, which was distributed. She acknowledged the dedication and commitment of her fellow Board members and the IAHA Secretariat for their work through the year.

The Chairperson also advised the members, as mentioned in the AGM Notice Letter issued to all, that Conscious Governance were contracted by IAHA in April to June 2016 to undertake an external governance review of IAHA for the purpose of good governance, implementing better practice principles and for the continuous improvement of IAHA. From this review, Conscious Governance provided recommendations, being the proposed Constitutional changes that will be addressed with members for their consideration, later in this meeting.

The meeting noted the contents of the report.

**5 Financial statements and reports**

The Chairperson noted that the relevant financial statements and reports are in the IAHA Annual Report. She asked that the members receive and consider the financial report, the directors' report and the auditor's report for the year ended 30 June 2016.

The reports were accepted as tabled, and the contents noted.

**Faye McMillan stepped down as chair, and Justin Bernau the Returning Officer, of Clayton Utz, chaired the meeting for the duration of the election process.**

## 6 Election of directors

The Returning Officer advised the members that they were to consider and, if they thought fit, pass the resolution on the AGM agenda as an ordinary resolution.

He also advised that the election process will be per the current IAHA Constitution's Nomination and Election By Laws, where the new proposed Constitutional changes will be addressed after the election process.

It was also noted that Ms Tileah Drahm-Butler had withdrawn her Director nomination and her name to be crossed off the ballot papers before voting, therefore numbering each box in preference from 1 to 7 only.

Though most candidates had submitted a statement for publication on the IAHA website, they are also given the opportunity to address the members directly. While each candidate spoke, the other nominees left the room.

**For the student director position**, there was 1 nominee:

Ms Tracy Hardy

Resolution: "That Tracy Hardy be appointed IAHA Student Director unopposed."

Moved: By show of hands

Carried

**For the four (4) graduate director positions**, there were eight (8) nominees:

Mr Tony McCulloch  
Ms Faye McMillan  
Ms Danielle Dries  
Ms Tileah Drahm-Butler (Withdrawn)  
Ms Diane Bakon  
Mr Thomas Brideson  
Mr Trevor Ritchie  
Mr Matthew West

[The members voted on the ballot papers and then placed them in the ballot box including any valid proxy votes received].

Agenda Item 8 General Business discussions commenced, during which time the votes were counted, and a preferential system used to decide the final outcome. The Returning Officer announced that the successful candidates in no specific order were:

- Ms Faye McMillan
- Ms Danielle Dries
- Mr Trevor Ritchie
- Mr Matthew West

Resolution 1: "That the appointment of the persons selected by the ballot process as directors of IAHA as announced by the Returning Officer of the annual general meeting be confirmed and will take effect as at the end of the AGM."

Moved: By show of hands

Carried

## 7 Proposed Changes to Company Constitution

### Chaired by the Returning Officer

A Marked-up version of IAHA's company constitution was issued to all Members with the Annual General Meeting Notice showing:

- Removal of provisions that are no longer required as a Company;
- Provision changes, where specific or further information was required; and
- Proposed changes per the governance review recommendations.

The Returning Officer described the proposed changes to the IAHA Constitution by reference to the Explanatory Notes issued with the Notice of Meeting.

The Returning Officer gave the Members an opportunity to ask questions, there were none.

The motion was read out, requiring 75% of voting members present in the room for approval. Special Resolution to endorse the new IAHA Constitution.

Resolution 2: "That for the purpose of section 136 of the Corporations Act 2001 and for all other purposes, the Company adopt the marked up amendments to its Company Constitution tabled at the meeting, and signed for the purposes of identification by the Chairperson."

Moved: By show of hands 45 to 9.  
Carried.

## 8 General business

### Chaired by Faye McMillan

#### Questions and discussions from the floor from the Annual Report and AGM agenda

- Regarding the proposed Constitutional changes – why was the Student Director position removed from the Board?

IAHA will still have a Student Representative Committee (SRC), where they have a voice on student matters and the opportunity to approach and work with the Board, which has worked out well this year.

The Chairperson went on to say that due to the seriousness of the IAHA Board regarding the governance and legal responsibilities for the organisation by each Board member representing all members, it can be immense pressure and responsibility for a student and possibly someone young. Whilst the proposal for the Student Director position be removed, this in no way takes away any leadership opportunities nor voice of the student members or SRC.

The members were also reminded of IAHA's Mentoring website and the IAHA Cultural Responsiveness Framework, both implemented to assist students with their journeys.

- Regarding the SRC – Is it only the SRC Chair and Deputy Chair's voices and points that are heard or accepted by the Board?

The Chair of the SRC will bring the collective of the SRC's voices/points to the Board, it is not one person that represents the SRC. The Chair is the spokesperson to the Board on behalf of the SRC.

- Regarding the AGM and Forum – a member thanked the IAHA Events Coordinator and Secretariat for assisting and organising travel to and from the Forum/AGM and for all the information provided for a successful event.
- Regarding IAHA Representational Travel – it would be appreciated if any IAHA representatives travelling to the areas where other members reside or work, to advise them so they can possibly meet and join in on the representative activity.

An apology and thank you that is a great point and noted. In saying this and whilst many members are present - if anyone has changed addresses and/or contact details to advise the secretariat via email so the membership database can be updated.

- Regarding the Board and SRC recommendations – how quick do the Board action the decisions & ideas the SRC provide them?

This will go to every Board meeting as there is a SRC Report agenda item for meetings. Whilst the Board take all SRC or student recommendations seriously, the Board will consider these though if overturned or not accepted, the recommendations will go back to the SRC.

- Regarding invasion day – whilst many organisations are boycotting celebrating this day, I too will be taking a stance as I will be working and have requested my employer to withhold my pay on this day.

Thank you and noted. Whilst many view this day differently, it will be up to individuals to choose what they wish to do on this day.

## **9 Acknowledgements (directors)**

### **Chaired by Faye McMillan**

Faye McMillan thanked Justin Bernau, of Clayton Utz and the scrutineers for managing the voting process. She acknowledged the outgoing Directors and thanked them for their commitments and contribution to IAHA. She also acknowledged the members of the 2017 Board – Trevor Ritchie, Danielle Dries, Matthew West, Nicole Turner, Jane Havelka, Patricia Councillor, Stephen Corporal, Tracy Hardy (Student Director) and Faye McMillan.

All outgoing and current Board members said thank you and acknowledged the support given by all. The newly elected members thanked all for their election to the Board.

**The meeting closed at 1.45pm**