



HAT 2010 Annual General Meeting

Friday 1st October, 7.00pm
VicHealth, Ground Floor 15-31 Pelham St, Carlton 3053

MINUTES

1. WELCOME

2. CONFIRM ATTENDEES, APOLOGIES, PROXIES

Attendees: Peter Larter, Peter Constable, Fatima Kanji, Ruth Sutherland, Calum Sutherland, Dan Tang, Anne Adams

Apologies: Binti Singh, Kelvin Lim, Julie Badenoch, Kjerstin Owren Myre.

Proxies: Julie Badenoch (to Peter Larter)

3. CONFIRM MINUTES FROM 2009 ANNUAL GENERAL MEETING

A Adams moves, P Constable seconds. Endorsed.

4. REPORTS:

President's Report presented by P Larter

Treasurer's Report and Auditor's Accounts presented by P Constable; D Tang moves, P Larter seconds

Secretary's Report presented by D Tang; P Constable moves, A Adams seconds

Vice President's Report tabled (B Singh absent)

5. VOTING ON PROPOSED CONSTITUTIONAL AMENDMENTS

See Attachment entitled "Constitution Changes 2010 (proposed)".

P Constable moves, F Kanji seconds. Endorsed.

6. ELECTION OF COMMITTEE MEMBERS:

Position	Present Incumbent/s	Nominations for 2010-11	Voting Proceedings
President	Peter Larter	Peter Larter	To be elected unopposed
Vice President	Binti Singh	Fatima Kanji	To be elected unopposed
Secretary	Dan Tang	Ruth Sutherland	To be elected unopposed
Treasurer	Peter Constable	Peter Constable	To be elected unopposed
Up to 3 ordinary members	Fatima Kanji	Dan Tang Kjerstin Owren Myre	To be elected unopposed

All elected unopposed .

7. CLOSE

7.30pm

PROPOSED CONSTITUTIONAL CHANGES – 2010 AGM

Proposed Change 1: Add a new clause 4 that inserts HAT's objects and purposes into the Constitution; and re-name clause 4 to clause 5 as a consequence of this insertion. Rationale: Current constitution does not state HAT's objects and purposes; the committee feels it would strengthen our governing instrument.

(a) **"4. *Objects and purposes***

HAT is a voluntary, not-for-profit and non-government membership-based organization, incorporated in the State of Victoria.

HAT's principal purpose is to:

1. Improve the health of rural communities in Tanzania by providing them with access to health related facilities and information through development projects; and
2. Empower rural communities in Tanzania to identify their own development needs and to meet their needs in a sustainable manner.

HAT's secondary purpose is to:

1. Engage Australians in our efforts to improve the health of rural communities in Tanzania."

(b) Re-name current clause 4 to clause 5.

Proposed Change 2: Remove Appendix 1 (membership form) from Constitution as attachment and insert a new clause giving the Committee responsibility to maintain an approved Application for Membership form; and change the subclause and Appendices numbers as a consequence of this insertion. Rationale: to enable the Committee to make small changes/improvements to the membership form over time without having to change the Constitution.

(a) Insert a new clause 5(1) [previously clause 4(1)]: "The committee must maintain an approved Application for Membership form".

(b) At clause 5(3)(a) [previously clause 4(3)(a)], change "be made in writing in the form set out in Appendix 1" to "be made in writing in the Association's Application for Membership form"

(c) Change clause 5(1) to clause 5(2).

(d) Change clause 5(2) to clause 5(3).

(e) Change clause 5(3) to clause 5(4).

(f) Change clause 5(4) to clause 5(5).

(g) Change clause 5(5) to clause 5(6).

(h) Change clause 5(6) to clause 5(7).

(i) Change clause 5(7) to clause 5(8).

(j) Change clause 5(8) to clause 5(9).

(k) Change clause 5(9) to clause 5(10).

(l) Change clause 5(10) to clause 5(11).

(m) Change clause 5(11) to clause 5(12).

(n) Change clause 5(12) to clause 5(13).

(o) Change clause 5(13) to clause 5(14).

(p) Change clause 5 to clause 6.

(q) Change clause 6 to clause 7.

(r) Change clause 7 to clause 8.

(s) Change clause 8 to clause 9.

(t) Change clause 9 to clause 10.

- (u) Change clause 10 to clause 11.
- (v) Change clause 11 to clause 12.
- (w) Change clause 12 to clause 13.
- (x) Change clause 13 to clause 14.
- (y) Change clause 14 to clause 15.
- (z) Change clause 15 to clause 16.
- (aa) Change clause 16 to clause 17.
- (ab) Change clause 17 to clause 18.
- (ac) Change clause 18 to clause 19.
- (ad) Change clause 19 to clause 20.
- (ae) Change clause 20 to clause 21.
- (af) Change clause 21 to clause 22.
- (ag) Change clause 22 to clause 23.
- (ah) Change clause 23 to clause 24.
- (ai) Change Appendix 2 to Appendix 1.
- (aj) Change Appendix 3 to Appendix 2.
- (ak) Change Appendix 4 to Appendix 3.

Proposed Change 3: Decrease the quorum necessary at an Annual General Meeting of the Association from five members to three members. Rationale: to decrease the risk of not having a sufficient membership quorum at HAT AGMs.

- (a) At Clause 14(2) [previously clause 13(2)], replace “Five members personally present” with “Three members personally present”.

Proposed Change 4: Add a new clause 24 that describes how conflicts of interest are identified and addressed. Rationale: the committee believes it would strengthen our governing instrument.

(a) **“24. Conflicts of interest**

- (1) The President must keep and maintain a Register of Committee Member Interests (“the Register”), which must list any potential or real conflicts of interest for each officer of the Association and the nature of the conflict.
- (2) Members of the Association will be able to request and gain access to the Register at any time.
- (3) At meetings of the Association, officers shall disclose any potential or real conflicts of interest, to be recorded on the Register.
- (4) The committee will decide how conflicts listed on the Register will be managed, and these decisions will be recorded in the minutes of committee meetings.”

- (b) Change the current clause 24 to clause 26.
- (c) Change clause 25 to clause 27.
- (d) Change clause 26 to clause 28.
- (e) Change clause 27 to clause 29.
- (f) Change clause 28 to clause 30.
- (g) Change clause 29 to clause 31.
- (h) Change clause 30 to clause 32.
- (i) Change clause 32 to 34.

Proposed Change 5: Establish a relief fund into which tax-deductible gifts or contributions of money of sale of gifted property. Rationale: this is an ATO requirement for DGR status.

(a) Insert a new clause 35 to establish a relief fund:

“35. Relief fund

- (1) The Association shall maintain a relief fund.
- (2) The purpose of the relief fund is to solicit and receive gifts towards the carrying out of the objects of the relief fund.
- (3) An account will be established to receive all gifts received by the relief fund. This account must only include any money or property which is a gift to the relief fund or which is received because of such gifts including, without limitation, interest received on any monies in the account.
- (4) All receipts for gifts must be issued in the name of the relief fund. Receipts issued for gifts must include:
 - a. The name of the relief fund on behalf of the Association
 - b. The fact that the receipt is for a gift, and
 - c. The Australian business number of the Association
- (5) The general public will be invited to make gifts to the relief fund to be used for the purpose of carrying out the objects of the relief fund.
- (6) The relief fund is to be managed by a Relief Fund Subcommittee. The committee of management of the Association must ensure that the majority of Relief Fund Subcommittee members are persons having a degree of responsibility to the general community by reason of their occupation or standing in the community.
- (7) In the event of the relief fund being wound up, any surplus assets remaining after the payment of liabilities of the relief fund shall be transferred to another organisation or fund with similar purposes to which income tax deductible gifts can be made.
- (8) The committee must notify the Australian Taxation Office of any alterations made to the relief fund rules.

(b) change clause 33 to 36.

(c) change clause 34 to 37.

(d) change clause 35 to 38.

(e) change clause 36 to 39.

Proposed Change 6: To update the details of where our funds would be channelled in the event of HAT winding up. Rationale: Oxfam Community Aid Abroad have changed their name to Oxfam Australia, and thus our Constitution needs updating to reflect this change.

(a) At clause 38(2) [previously clause 35(2)], replace “Oxfam Community Aid Abroad” with “Oxfam Australia”.

Proposed Change 7: Increase the Schedule of Fees for membership of the Association given inflation since 2005, and introduce a new membership category “Passionate membership”. Rationale: Increase to regular membership fees due to inflation since 2005; and introduction of new passionate membership category to enable people who have the will and the means to contribute more funds to HAT as part of their membership to do so.

(a) In Appendix 3 [previously Appendix 4], amend the Schedule of Fees to the following:

<i>Fee</i>	<i>Amount</i>
Entrance fee	\$0
Annual subscription fee	
-Child*	\$5
-Student/Unemployed	\$10
-Regular	\$25
-Passionate	\$60
-Honourary	\$0

*Note child members do not have voting rights