



**PERMACULTURE INTERNATIONAL LIMITED**  
**ACN 003 386 258**

(trading as Permaculture Australia)  
17 Gray Court, Acton Park Tas 7170, AUSTRALIA  
<http://www.permacultureaustralia.org.au>

**ANNUAL GENERAL MEETING**

**Tuesday 13th April 2021, 5.00pm AEST**

at the Australasian Permaculture Convergence, Camp Kindilan,  
Cnr. Days Rd. and German Church Rd. Redland Bay, QLD 4165 or via Zoom\*

**MINUTES**

- 1. Welcome and Introductions** – Virginia Solomon
- 2. Appointment of AGM Chairperson**  
Robyn Francis appointed as AGM Chairperson
- 3. Attendance**

**Members (self declared) In Attendance:**

Robyn Francis (Chairperson)  
Dick Copeman (Returning Officer)  
Wendy Marchment (AGM Minutes and Board Secretary)  
Virginia Solomon (Chair of the Board)  
Donna Morawiak (Board Treasurer)  
Kym Blechynden (PA Paid Position)  
Kiran Charles (PA Paid Position)

Kerrie Anderson  
Kate Bevendge  
Sarah Boule  
Mark Brown  
Chris Carroll  
Robyn Clayfield  
Megan Cooke

Chelsea Foskett  
David Holmgren  
Annaliese Hordern  
Lucy House  
Jay Jackson  
Liz Jakins  
Robert Lawrence

Beck Lowe  
Veronica Martin  
Sandi Pointner  
Shaun Taliana  
Richard Telford  
Sophie Thompson  
Jed Walker

**Members Present Online:**

John Champagne

John McKenzie

Greg Rodwell

**Non-Members (self declared) In Attendance:**

Francine Chanovre	Ruth Harvey	Wil Seiler
Jesika Dawnn	Paul Kelly	Keryln Seiler
Bron Elliott	Alexandria	Megan Seiler
Paul Grace	McClintock	Lizzy Smith
Timothy Greenwood	Rich Pay	

**Apologies:** None

**Proxies:** None

**4. Minutes of Previous Meeting – 2020 AGM**

Moved that the 2020 AGM Minutes be accepted: Virginia Solomon

Second: Donna Morawiak

Carried

**5. 2020 Annual Report**

The Chair of the Board and Treasurer spoke to the report.

Acknowledgement and thanks was given to the paid positions and others involved with the impressive 'new look' Annual Report.

The Treasurer advised, as per the financials presented, the company is currently in a sound financial position. During the previous year Permaculture Australia (PA) was the fortunate beneficiary of a Federal Government grant and JobKeeper, both associated with the COVID pandemic. However, with a view to the future and a more stable income, the Board has looked at different ideas in regards to diversification of income streams to reduce risk and support paid positions, ideally on an ongoing basis rather than the current short-term contractual arrangements.

Motion put - To receive and adopt the 2020 Annual Report containing:

- a. The 2020 Directors Report and Financial Statements
- b. Balance Sheets and Statement of Income and Expenses for 2020
- c. Reviewer's Report thereon.

Move: Virginia Solomon    Second: Donna Morawiak    Carried

**6. Auditor Appointment**

PA is required to have an auditor identified.

Motion: That Tony Ager of TST Audit and Assurance Services, St Kilda Road Melbourne, be appointed auditor.

Move: Donna Morawiak    Second: Wendy Marchment    Carried

It was explained that as small charity under the ACNC we are not required to conduct an audit annually. A review (lesser type of audit) costs about \$1200 currently which has been and is, a large amount in PA's budget. The Board consulted with the Accountant and Auditor, both of whom confirmed that an annual audit is not required. The Accountant confirmed that PA already has many systems in place to reduce the risks covered by the review. The main risks to PA were viewed as being theft and non compliance with regulatory and constitutional requirements. The Board agreed to maintaining the current financial checks and balances in place and review them regularly for improvements, and conduct a review when it's deemed necessary.

Changes underway post the ACNC 2018 Review mean that all charity reporting is transitioning to the ACNC, which for PA means there will be no separate REO reporting required in the near future as per the implementation of the recommendations to streamline reporting for charities.

## 7. Special Resolutions

Consistent with the advice that audits are not required annually, and to update financial clauses to be in-line with the relevant ACNC Constitution template, the following special resolutions were put to the meeting.

Motion: That the Notice clause 7 in the Memorandum of Association be changed to:

The **company** must make and keep written financial records that:

- (a) correctly record and explain its transactions and financial position and performance, and
- (b) enable true and fair financial statements to be prepared and to be audited.

Move: Donna Morawiak Second: Wendy Marchment Carried

Motion: That Clauses 54, 55 and 56 in the Articles of Association be changed to:

54. The Directors shall cause proper accounting and other records to be kept and before or at the annual general meeting, the directors must give information to the members on the company's activities and finances during the period since the last annual general meeting

55. A director has a right of access to the financial records of the company at all reasonable times.

56. A properly qualified Auditor or Auditors shall be appointed.

Move: Donna Morawiak Second: Wendy Marchment Carried

## 8. Permaculture International Public Fund Management Committee

Permaculture International is a registered environmental organisation (REO) with deductible gift recipient status. This requires the appointment of a Public Fund Management Committee as per the REO rules and guidelines. The responsible persons on

the Public Fund Management Committee during 2020, who are all members of the Permafund team were:

- Christine Carroll
- John Champagne
- John McKenzie

All three are continuing as responsible persons. Their long standing contribution as responsible persons is appreciated and acknowledged.

Appreciation was expressed by those present.

Given the financial reporting requirements to REO and consistent with the Accountant being a responsible person on the [ACNC register](#), the Accountant Helen Cowhan was nominated by the Board to be added as a responsible person, and has been confirmed by the REO.

The Permaculture Australia (PA) website was updated last year, including reflecting that donations are sought for Permafund (to support overseas microgrants) and for PA more generally, noting that all donations to PA are tax deductible. General donations to PA support various activities and initiatives within PA, including necessary administration and compliance activities.

It was advised that PA has been the grateful recipient of a few bequests over the years that have assisted enormously. Whilst not tax deductible, they are a different aspect of 'donations' and the PA community is encouraged to consider a bequest in their will. Even small amounts can and do make a big difference. Information about bequests can be found on PA's website.

## 9. Election of Board of Directors (7 positions)

Returning officer - Dick Copeman

Board positions declared vacant

Nominations for the Board were received as follows:

Wendy Marchment	Move: Virginia Solomon	Second: Donna Morawiak
Donna Morawiak	Move: Virginia Solomon	Second: Wendy Marchment
Greg Rodwell	Move: Virginia Solomon	Second: Wendy Marchment
Jed Walker	Move: Kym Blechynden	Second: Donna Morawiak
Sophie Thompson	Move: Donna Morawiak	Second: Wendy Marchment

Returning officer declared the above persons duly elected

Those present congratulated the people elected to the Board.

## 10. Other Business

A vote of thanks was expressed for the huge contribution and tireless work of outgoing Board member and Chair for the past 6 years Virginia Solomon.

## 11. Chair closed meeting 5:50pm