



**PEOPLE WITH DISABILITY
AUSTRALIA**

Minutes of 2023 PWDA Annual General Meeting

On 15 November 2023, 6.02pm – 7.25pm
Via Zoom and
Level 8, 418a Elizabeth Street, Surry Hills NSW 2010

Present:

Members and PWDA Staff:

Nicole Lee -President and Chair, Sam Connor – Co- Vice President, Marayke Jonkers - Co-Vice President, Clare Gibellini – Secretary, Suresh Rajan – Treasurer, – Director, Michelle Hyde – Director, Arun Baramundi - Director, Haidi Badawi - Director, Zhila Hasanloo – Director, Presley Chihuri – Director, Sebastian Zagarella CEO of PWDA (MC), Adrienne Kadwell (Minute Taker), Carolyn Hodge Deputy CEO, Tracie Junghans (PWDA Staff), Anastasia Symons (PWDA Staff), Jodie Burling (PWDA Staff), Kristy Wan (PWDA Staff), Giancarlo de Vera (PWDA Staff), Kevyn Morris, Colin Henson, David Abello, Emily Hutchinson, Kevin Boyce, Nidhi Shekaren, Ferdinand Guba, Eva Sifis, William Crisp, Juanita Vernon, Stephin Hargreave (Member, PWDA Staff), Jen Hamilton, Isaac Cheng, Quentin James, Tara Eliffe, Belinda Jane, Melinda Paterson, Terence O’Hanlon, Robyn Ryan, James Newton, Craig Andrews, Cheryl Langdon-Orr, Julie Magill, Bernadette Cheesman, Samantha Connor, Jen Harland, Lyndall Painter, Saphia Grant, Jill Sears, Vanessa Fanning, Graham Banks, Courtney Watts, Louisa Cordle, Ros Sackley, Tanya Carroll Tully, Nick Pascuel, Daniel Flynn, Jodi Pearce, Jax Brown

External providers and advisers:

2 Auslan Interpreters – Kylie and David, Captioner – Helen Lubke, Alex Cowell from Purpose Accounting, Travas Burns – ESV Business Advice and Accounting, Nathalie NG – HWL Ebsworth Lawyers

~~As a result of COVID-19~~ The meeting was held via Zoom. The Zoom link had been provided to members prior to the meeting.

Apologies:

Bill McKennariey, Gail Demetriou

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The meeting started at 6.00pm

Welcome - NL:

Nicole Lee– President and Chair welcomed members and acknowledged the interpreters and support people in the room.

Acknowledgement to Country: - MH

Dr Michelle Hyde - Director of Board of PWDA provided the Acknowledgement to Country

Rules of Engagement and Housekeeping: - AK

Adrienne Kadwell - Senior Administration Officer of PWDA and Minute Taker, explained the rules of engagement for members and ran through ‘housekeeping’ items prior to commencement. They made it clear that this was not a public meeting. Only members of PWDA, support people to members, those holding proxies for members, PWDA directors, its auditors, and PWDA staff and advisers were entitled to be in the meeting. They requested attendees to not post about this meeting on social media, including Facebook and Twitter, and asked that members not record the meeting.

They explained the voting would be undertaken virtually using Zoom. Members would be asked to move and second resolutions. They then explained the voting method for the motions.

1. Procedural Matters: NL

1.1 Acceptance of Apologies and Proxies

The Chair presented the apologies and reported on directed and undirected proxies received. **NL** advised:

The following people have sent their apologies for this AGM. They are:

- Bill McKennariey
- Gail Demetriou

We also received proxies from three members. All of these are directed.

The first motion is to accept the apologies and proxies. The company has received three directed proxies for this motion. I am advised that the vote from proxies is as follows:

- 3 Members have sent in proxies. Of these:
 - 3 directed proxies
 - 0 undirected proxy
 - 0 abstained

Motion 1: that the apologies and the proxies for the PWDA AGM be accepted
Motion carried.

Proxy Received
 3 For | 0 Against | 0 Abstain

Moved: Tanya Carroll | Seconded: Isaac Cheng
 97% For | 0% Against | 3% Abstain | **Motion carried.**

1.2 Notice of Annual General Meeting

The Chair noted that the Notice of Annual General Meeting convening this meeting was sent to all members and would take this Notice of Meeting as read.

1.3 Quorum

The Chair noted that there were at least 40 members present in person or attending as proxies or body corporate representatives, and as such declared there was a quorum for the meeting to proceed.

2. Minutes of the 2022 AGM - NL

The Chair announced the minutes of the 2022 AGM be adopted as a true and accurate record of the meeting.

NOTE: There were no matters arising.

Motion 2: that the minutes of the 2022 AGM be adopted as a true and accurate record of that meeting.

Proxy Received
 3 For | 0 Against | 0 Abstain

Moved: Cheryl Langdon-Orr | Seconded: `Colin Hensen
 79% For | 2% Against | 19% Abstain| **Motion carried.**

3.1 Presentation of President's Annual Report

NL as President and Chair presented the President's Report.

NL acknowledge the passing of one of our loved and respected grassroots disability advocates, John Moxon, who passed away in September 2022.

NL also thanked Samantha Connor and Clare Gibellini for their time on the Board and all their work over the last few years as President, Co-Vice President, and Secretary.

Statement: Kevyn Morris (Member) Thank Nicole for her President Report

Motion 3.1: that the President's report be accepted.

Proxy Received

3 For | 0 Against | 0 Abstain

Moved: Nidhi Shekaren | Seconded: Emily Hutchinson

90% For | 0% Against | 10% Abstain| **Motion carried.**

3.2. Treasurers Report - SR

The Treasurer's Report was presented by Suresh Rajan – Treasurer

Motion 3.2: that the Treasurer's Report be accepted.

Proxy Received

3 For | 0 Against | 0 Abstain

Moved: David Abello | Seconded: Emilly Hutchinson

87% For | 0% Against | 13% Abstain| **Motion carried.**

3.3. Audited Financial Statements - SR

Our Accountant Alex Cowell from Purpose Accounting was present this evening for questions. No questions were directed to Alex Cowell this meeting.

Motion 3.3: that the Audited Financial Statements be accepted.

Proxy Received

3 For | 0 Against | 0 Abstain

Moved: Tanya Carroll | Seconded: Nidhi Shekaren

93% For | 0% Against | 7% Abstain| **Motion carried.**

4. Appointment of Auditors - NL

The Chair reported that PWDA would like to thank our current auditors ESV Business Advice and Accounting have been PWDA's auditors for this year and as is good practice the Board have proposed to engage the firm ESV Business Advice and Accounting as auditors for the financial year 2023/24.

Motion 4: that ESV Business Advice and Accounting be appointed as auditors for the financial year 2023/24.

Proxy Received

3 For | 0 Against | 0 Abstain

Moved: Julie McGill | Seconded: Tara Eliffe

92% For | 0% Against | 8% Abstain| **Motion carried.**

5. Report from Returning Officer

The Chair informed the meeting that PWDA had engaged the services of OGL to independently conduct the election for 2 Director positions on the Board.

The Chair presented the Returning Officer's report on behalf of Thomas Balakas who was unable to attend this evening. There were 9 candidates for 2 director roles – For any member wishing more information on preferential elections this is available at www.prsa.org.au/rule1977.htm

Motion 5.1: That the Returning Officer's Report be accepted and adopted.

Proxy Received

2 For | 1 Against | 0 Abstain

Moved: Emily Hutchinson | Seconded: Daniel Flynn

90% For | 10% Abstain| **Motion carried.**

Motion 5.2: Approval of the appointment of Eva Sifis as Board Director in accordance with the 2023 Returning Officers Report.

Proxy Received
3 For | 0 Against | 0 Abstain

Director – **Eva Sifis**
Moved: David Abello | Seconded: Clare Gibellini
95% For | 0% Against | 5% Abstain| **Motion carried.**

Motion 5.3: Approval of the appointment of Kevyn Morris as Board Director in accordance with the 2023 Returning Officers Report.

Proxy Received
3 For | 0 Against | 0 Abstain

Director – **Kevyn Morris**
Moved: David Abello | Seconded: Emilly Hutchinson
93% For | 0% Against | 7% Abstain | **Motion carried**

6. Other Business

6.1 PWDA Member and Past President, David Abello, Shared his Reflection of his life within disability advocacy. Nicole Lee thanked him for sharing his story and all the work that he has done with relation to disability policy.

6.2 Questions

Q: Kevin Boyce: When will the Peak Advocacy Organisation have offices in each state.

A: Sebastian Zagarella: We do have offices in Queensland and New South Wales where we do individual advocacy. From a policy perspective we do not need to have offices across Australia. We can do all that work nationally from the Surry Hills Office. We are looking at other opportunities to expand our client services but currently we have not landed on any.

Q: Eva Sifis: This organisation is not part of the National Australian Federation for Disability Organisations (AFDO) and that I'm a representative of AFDO as well as a new Board Member for PWDA. Are there any plans for PWDA to join AFDO.

A: Sebastian Zagarella: AFDO and PWDA are separate entities, they are quite different organisations but we do partner with them in the policy work that we do, like we do with NEDA and a bunch of other DPOs and DROs. There are no plans for PWDA to become a part of AFDO but we do work alongside them.

Q: Louisa Cordle : why are proxy votes being announced before voting has been completed? And the answer we do this for transparency for members to know what has been received regarding proxy votes.

A: Sebastian Zagarella: we call it out ahead of time to be transparent so that it can't be perceived that we are topping up the vote at the end of the poll. We do this in terms of transparency and call out the proxies ahead of time so then everyone knows what we're starting with and then we have the poll.

Q: Kevyn Morris asked for a list of acronyms.

A: Nicole Lee. A list will be provided to you

Q:Tara Eliffe: what do we do when someone has a person with Down syndrome in the community.

A: Nicole Lee: stated that a previous Board Member did have down syndrome and was provided with the support that was required for them. We work closely with NSW Down Syndrome.

Q: Lyndall Painter – with regards to the proxy votes that Louisa raised, in relation to what Louise has raised in regard to the proxies, is it possible that instead of announcing how the proxies have voted, that we announce the number of proxies received and after the vote has been held announce how those proxies voted. This would avoid confirmation bias by participants in the voting process.

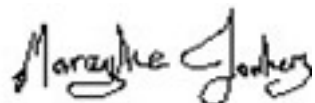
A: Sebastian Zagarella: We will take that on notice and check with the returning officer around the best practice. If advice we receive is that it's acceptable to do that then we will take that on notice. I'll chat to the returning officer tomorrow and Louisa I will email you with what I find out.

7. Close of meeting

No further business had been notified to the meeting.

The meeting closed at 7:18pm.

Signed as a true and accurate record:



Marayke Jonkers
Interim President
People with Disability Australia Ltd

Date: 4 April 2024