



## **Sports Aviation Federation of Australia - ACN 635 378 139**

### **SAFA Annual General Meeting to be held online, on Saturday the 14th of November 2020 at 1:00pm (AEDT)**

#### **Agenda Summary**

- Chair's Welcome Message
- Apologies, attendance, and proxies
- Minutes of previous meeting
- Questions to directors and/or the auditor regarding reports
- Presentation of reports required to be prepared under the Corporations Act
- Special Business
- Motions from Members
- General Discussion
- Close

#### **1. Chair's Welcome Message**

The SAFA Annual General meeting will be chaired by the President who provides an opening.

The Chair will outline how voting will work and the way the meeting will be conducted.



## **2. Apologies, attendance, and proxies**

The Company Secretary will outline any apologies (that is, the name of any person who is unable to attend and has asked that this be noted) which have been received, then ask if any member has an apology to record. These apologies are recorded in the minutes.

The BlueJeans Events software will record the names of the people present for the secretary to incorporate into the minutes.

A summary of proxy forms received will be provided.

The secretary will assure the meeting that a quorum is present.

## **3. Minutes of the previous AGM**

The minutes of the previous AGM have been distributed with the notice of motion. It is intended that the minutes will be taken as read and the following motion considered:

***Motion 1:** That the minutes be confirmed as a true and accurate record of the AGM conducted on 19 Oct 2019.*

## **4. Questions to directors and/or the auditor regarding the reports**

The financial report, company report and auditor's reports have been distributed with the notice of motion. It is intended that the reports will be taken as read at agenda item 5. Prior to that the chair will ask for questions from members to address matters which must be considered prior to the reports being voted upon (matters for general discussion should be addressed in agenda item 8).

## **5. Consideration of reports**

The chair intends to that the following motions will be considered:

***Motion 2:** That the SAFA Annual Financial Report for 2019-20 be agreed.*

***Motion 3:** That the SAFA Annual Company Report for 2019-20 be agreed.*

***Motion 4:** That the SAFA Auditor's Report for 2019-20 be agreed.*



## 6. Special Business

Special business consists of matters placed on the agenda by the board. Special business may also be a proposed special resolution or some other important matter to be discussed.

One special resolution has been proposed for consideration, amendments to the SAFA Constitution. The initial SAFA Constitution was adopted upon the formation of SAFA in late 2019. An amended constitution with track changes and explanatory comments was distributed with the notice of motion. The proposed amendments seek to fix minor mistakes, provide additional clarity on some clauses, add a sub-clause regarding direct voting in accordance with developing best practice, and remove the transitional provisions.

The following motion will be proposed for consideration as a special resolution (which, for it to pass, means that 75 percent of those members entitled to vote, and who do so, must vote in favor of the resolution):

***Motion 5 (to be proposed as a Special Resolution):*** That the proposed amendments to the SAFA Constitution be agreed.

As a Company Limited by Guarantee, established under the Corporations Act, SAFA is required to formally appoint an auditor at an AGM. It is likely that this appointment can be properly considered to have transitioned as we evolved from the HGFA to SAFA, however to avoid ambiguity the following motion is proposed:

***Motion 6:*** That SAFA continue with the appointment of Bush & Campbell Accountants (ABN 33 225 395 249) as our Company auditors at an annual rate of less than \$10,000.

## 7. Motions from Members

The SAFA Constitution requires that not less than 45 days prior to the AGM the Members are requested to provide proposed motions. These must be distributed with the notices of motion.

The attached document "SAFA AGM Motions from Members" provides additional detail regarding proposed motions, including the proposer and additional narrative provided.

For each motion, the member proposing it will be asked to speak to it for no more than two minutes before the motion is voted upon. It is not intended that the motions from members will be subject to detailed discussion.

In summary, the following motions from members have been received and will be considered at the AGM.



**Motion 7:** *That SAFA review all theory exams*

The board notes that this action is already underway, but that such a motion will reaffirm the company's commitment, and as such the Chair intends to recommend members consider voting in favor of this motion.

**Motion 8:** *That SAFA considers providing a mediator function to assist with the resolution of complaints between members.*

The board notes that a fully formed motion was not received from the member suggesting this matter be addressed, and that it has been re-worded by the directors at the suggestion of the member. If this motion is agreed, the board intends to ask the COO to research appropriate options and consider ways such a mediator function could be implemented, and the costs of doing so, prior to a mediator function being provided.

**Motion 9:** *That the SAFA undertake a full review of its membership fee structure as well as regional development levies with the aim of making the sport more affordable for its members by introducing a number of different membership categories to better reflect the memberships' demographic and their flying habits.*

The board notes that membership fees are reviewed prior to each renewal period, and that the relevant actions which would arise from this motion are effectively in progress in preparation for the next renewal period. The board also notes that Regional Development Levies are set by the Regional Associations and are not under SAFA control. However, such a motion will reaffirm the company's commitment to the regular consideration of fees, and as such the Chair intends to recommend that members consider voting in favor of this motion.

## **8. General Discussion**

During general discussion the Chair will ask directors and members to raise items for consideration. However, it is important to note that if a new resolution is proposed by a member, it should not be considered at that meeting because proper notice has not been given to all members.

If additional matters of important business are raised at the meeting, a further general meeting may be conducted, or the Chair may propose that the matters be considered by the board.

Members who wish to raise complex issues should advise the chair of their intentions before the meeting, although the last date for proposing motions which can be voted on at this AGM was 17 Oct 2020.



## **9. Close**

The Chair will close the meeting.