APEN Ltd works to support professional development in extension and related fields in Australia, New Zealand and the broader Asia Pacific region

# 2019 Annual General Meeting: MINUTES

Held at Mindil Beach Casino Resort Beachside Pavilion, Darwin Northern Territory on Friday 13<sup>th</sup> September at 12.30pm.

## 1. Opening Business

- Welcome from President Graham Harris
- Attendance: Denise Bewsell (NZ), Chrissy Stokes (NZ), Jane Wightman (Qld), John Noonan (WA), Adrian Englefield (NSW), Jeanette Gellard (SA), Laura Cunningham (NT), Austin McLennan (Qld), Peter Long (Qld), Les Baxter (Tas), Jeff Coutts (Qld), Sarah Strutt, Anthony Kachenko (NSW), Sylvia Jelinck (NSW), Shayne Hyman (Vic), Cherry Emerick (Qld), Roy Murray-Prior (Qld), John James (Qld), Warren Hunt (NT), Heather Collins (NZ), Caroline Coppo (Qld), Greg Owens (NT), Lawrence Di Bella (Qld), Peter Walton (NT), Noel Ainsworth (Qld), Sophie Lapsley (Tas), Jake Betros (NT), Pat Hamilton (SA), Graham Harris (Qld)
- Apologies: Greg Mills, Donna Lucas, Sandy Gunter, Dani England, Richard Carter and a special apology from Roe Currie [Company Secretary] via video
- Observers: none recorded
- Minutes of 2018 AGM, circulated via <u>www.apen.org.au/2019-annual-general-meeting</u> were taken as read

Motion: "that the minutes of the 2018 APEN Ltd AGM are a true and correct record of the meeting"

**Moved** Chrissy Stokes

**Seconded** Roy Murray Prior

Carried

- 2. Reports (as tabled in the forthcoming APEN Ltd Annual Report 2019 and below)
  - President's Report
  - Company Secretary's Report

Motion: "that the President's and Company Secretary's Report be accepted"

**Moved Jeanette Gellard** 

Seconded

**Chrissy Stokes** 

Carried

#### Treasurer's Report

Treasurer, Peter Long, highlighted that the company had retained a surplus for 2018-2019; the Board met for a face-to-face meeting and strategic planning workshop at the 2018 AGM. He noted that the books had been audited by Bob Travers and Associates of Albury, NSW, who highlighted a discrepancy in

the GST records. This has been addressed. Peter thanked Roe Currie for keeping the books so professionally.

Motion: "that the treasurer's report and audited financial statements be accepted"

**Moved** Peter Long

Seconded Denise Bewsell

**Carried** 

## 3. Vote of thanks to retiring Board member

**Motion:** "that thanks be given to retiring Director, Chrissy Stokes for her time on the APEN Management Committee (MC), the inaugural APEN Ltd Board and Coordinator of the Regional Activities Committee"

**Moved** Les Baxter

Seconded Denise Bewsell

**Carried** 

#### 4. Election of Directors to the APEN Board

Position	Name	Nominator	Seconder	Date Received 01/08/2019	
Director	Anthony Kachenko	Jane Wightman	Warwick Waters		
Director	Roy Murray-Prior	Warren Hunt	John James	30/07/2019	

Motion: "that the Directors nominated by the due date and named as above be duly elected"

**Moved** John Noonan

**Seconded** Jeanette Gellard

**Carried** 

#### 5. 2019-2020 APEN Ltd Place of Business

Motion: "that APEN Ltd Place of Business for 2019-2020 be 11 Eltham Court, Wodonga Victoria."

**Moved** Peter Long

**Seconded** Jeanette Gellard

Carried

## 6. 2019-2020 APEN Ltd Registered Office

Motion: "That APEN Ltd Registered Office for 2019-2020 be11 Eltham Court, Wodonga Victoria."

**Moved** Les Baxter

**Seconded Chrissy Stokes** 

Carried

#### 7. Appointment of Auditor 2019 – 2020

**Motion:** "that Bob Travers and Associates of Albury, NSW be appointed as auditors for the 2019-2020 financial year"

Moved Roy Murray-Prior

**Seconded** Anthony Kachenko

Carried

#### 8. Annual Membership Fee for 2020-2021

The motion from the 2018 AGM to increase membership by 5% per annum was endorsed

#### 9. General Business

- Lawrence Di Bella was endorsed as the GFRAS representative. The President thanked Roy Murray-Prior for his involvement
- The next conference will be confirmed at a later date
- The President thanked everyone for attending and their continuing involvement in APEN

#### 10. Meeting Close: 12 .55pm

## **APEN President's Report for 2018/19**

I'm pleased to present the APEN President's Report for the 2018/19 year.

The past year has continued to be a busy one for our organisation and I would like to thank the Board of Directors for their continued support and efforts, and our appreciation to our APEN Company Secretary Roe Currie for her diligence and continuing hard work over the past 12 months.

#### **APEN Board**

During the 2018/19 year the following Directors sat on the APEN Board:

- Dr Les Baxter
- Dr Heather Collins
- Jeanette Gellard
- Dr Pat Hamilton
- Graham Harris (President)
- Dr Anthony Kachenko (Vice-President)
- Peter Long (Treasurer)
- Chrissy Stokes

Chrissy Stokes has decided not to stand for re-election to the board at the 2019 AGM but intends continuing on the Regional Activities Committee. I thank Chrissy for her excellent contribution to the APEN Board and as the RAC Coordinator.

The Board met on 11 occasions this past year. This included a face-to-face meeting in Brisbane on the 24,25 October 2018, during which we held the 2019 AGM and a Board Governance workshop facilitated by Patrick Herd, Community Business Australia. Directors were provided with a very productive opportunity to consider the future operations of APEN as a Company Limited by Guarantee and put in place the necessary Governance practices to strengthen the organisation and to mitigate risks. In the past year the Board has:

- Developed terms of reference for the four new Board Committees
- Sought interest from the membership to participate in APEN's Board Committees
- Adopted a Conflicts of Interest Policy for the Board
- Joined APEN as a category A member of the Global Forum for Rural Advisory Services (GFRAS) and appointed Dr Roy Murray-Prior as APEN's delegate
- Declined the offer by AgriFutures Australia to participate as a partner in the ExtensionAus
   Community of Practice this position will be reconsidered in response to any future changes in APEN's financial position
- Adopted the APEN Board Duty of Solvency policy

Dr Rosemary Currie, APEN Company Secretary has developed an Operations Manual for APEN – this is a living document and is regularly updated so that the operations of the organisation are readily understood by the Board Directors. Roe's knowledge of APEN and her on-going commitment to the organisation are invaluable.

We also wish to acknowledge the service of Dr Pat Hamilton in her role as APEN Editor (and Director). Pat has done an excellent job as APEN Editor since December 2016 and is seeking a volunteer within APEN to take on the role from January 2020. Pat is enthusiastic about the benefits of being the APEN Editor, so please make contact with her to discuss this if you can assist APEN in this way.

We also appreciate the efforts of Dr Roy Murray-Prior who is Editor of our Rural Extension & Innovation Journal and our representative to GFRAS. We also welcome three new assistant editors – Denise Bewsell,

Dr Aysha Fleming and Dr Lydia Turner. A big thankyou to our past assistant editors – Dr Sally Marsh and DR Lisa Cowan.

The five Strategic Goals of APEN are:

- 1. To influence the extension agenda and reputation of the profession
- 2. To broaden APEN's base and reach
- 3. To provide relevant services to extension professionals
- 4. To deliver effective targeted communications, that meet members needs and enhances the APEN brand
- 5. To maintain good organisation governance

Following the APEN 2019 Conference and AGM, the 2019-20 Board will meet to review our 2017-2022 Strategic Plan. The aim is to further operationalise this plan.

#### **Committees**

Directors have been appointed (in bold) to lead the following committees of the Board:

- Governance and Strategy Committee (Jeanette Gellard, Les Baxter, Peter Long)
- Audit, Risk and Financial Control Committee (Peter Long, Graham Harris, Anthony Kachenko)
- Stakeholder Engagement Committee (Anthony Kachenko, Pat Hamilton)
- Business Development Committee (Heather Collins, Les Baxter)
- Regional Activities Committee (Chrissy Stokes)

We have actively sought other APEN members to join in these committees and there remains an open invitation for the membership to support the organisation via membership of these committees. Please contact Roe Currie if you would like to assist in this way.

#### **Regional Activities Committee**

The current membership of the Regional Activities Committee is detailed below:

Regional Coordinator	Election	Incumbent
New Zealand (and lead)	For three year term at 2017 AGM	Chrissy Stokes
Northern Territory	For three year term at 2017 AGM	Jacob Betros
Queensland	For three year term at 2017 AGM Seconded December 2018	Andres Jaramillo Caroline Coppo
South Australia	For three year term at 2018 AGM	Danielle England
Victoria	For three year term at 2018 AGM	Shayne Hyman
New South Wales	For three year term at 2018 AGM Seconded April 2019	Adrian Englefield (Study Leave) Callen Thompson
Tasmania	Seconded December 2018 Seconded December 2018	Sophie Lapsley Aravind Venkat Kadali
Western Australia	Seconded December 2018 – March Seconded April 2019	Jenni Clausen Karen Smith

The RAC has met regularly and have confirmed their Terms of Reference. Periodically vacancies for Regional Co-ordinators arise. When these occur please consider volunteering – this is a valuable role within APEN and further builds your networks at a regional, national and international level.

#### **Governance and Strategy Committee**

There have been three meetings of this committee. To date the committee has:

- Reviewed the results of the APEN Member survey and Market Research 2018 report. An
  infographic presenting the first instalment of the results of this survey was published in our June
  2019 ExtensionNet.
- Developed a strong Governance Framework based on Legislation, our Constitution, By-Laws, Policies and Procedures
- Worked on a number of policies:
  - Code of Conduct
  - Conflicts of Interest
  - o Dispute Resolution
  - o Director Evaluation
  - Duty of Solvency
  - Fiduciary Duty
  - o **Procurement**
  - o Financial Risk and management

As part of the review of our Strategic Plan it is important that we align our values and strategic direction.

## **Audit, Risk and Financial Control Committee**

There have been three meetings of this committee. To date the committee has:

- Established their terms of reference
- Investigated our Deductible Gift Recipient status
- Developed a Fiduciary policy
- Developed a Board Duty of Solvency policy
- Started audit of information and data held by APEN, with the aim of developing a data security policy

We are keen for two or three additional members who would be willing to share a little of their time and expertise to support APEN on this committee. It is also an opportunity to grow your knowledge and understanding of board governance and finance.

#### **Stakeholder Engagement Committee**

The committee aim is to foster an active on-line extension social network, and to improve APEN's use of existing communication platforms. Achievements to date include:

- Development of a new Communications Plan for APEN
- Establishment of a Communications Task Force we welcome two of our younger members,
   Jasmine Whitten and Adam Goldwater their input has challenged us

APEN has been in correspondence with Ministers of Agriculture, Natural Resource Management and Communities within the various Australia jurisdictions (State and Commonwealth) and with New Zealand, promoting the value of extension and APEN.

We continue to provide ExtensionNet quarterly. A highlight during this year was the *Celebrating 25 Years of APEN*. Regular monthly contact is maintained through the APEN eBulletin.

APEN keeps in contact with international issues as a member of the Global Forum for Rural Advisory Services network, with Dr Roy Murray-Prior our representative. The Rural Extension and Innovation Systems Journal published 5 extension research papers in Volume 14 No2 in late 2018.

## **Business Development Committee**

The list of current available undergraduate and postgraduate extension courses was updated by Dr Rebecca Cross and made available on the APEN website.

The Committee has been pulling together two marketing flyers:

What is Extension?

#### What is APEN?

You should have seen these and associated banners at the 2019 APEN Conference. These can be used by members to promote our profession and APEN to prospective members. They have been used at the HortConnections 2019 Conference held in June 2019. They will also be used at the XV World Congress of Rural Sociology being held in Cairns in July 2020. A proposal by APEN to run a session at this conference has been accepted.

## **Achievements**

## 25<sup>th</sup> Year Celebratory Dinner and Life Memberships

On the 24<sup>th</sup> October 2018 APEN held it's 25<sup>th</sup> Year Celebratory Dinner. This was great occasion for us to reflect upon the success of APEN which culminated in the awarding of our first Life Memberships to:

- Terry Makin, Interim Chair of the APEN Steering Committee in 1993 and Inaugural President
- Dr Jeff Coutts
- Dr John James

#### **APEN Conference 2019**

A big vote of thanks goes to the APEN 2019 Conference committee here in Darwin. The committee, very professionally led by Jake Betros, has done an excellent job in pulling the conference together and in successfully attracting the amount of sponsorship received. With around 100 papers submitted and a registration which was at 189 when my report was written no doubt it will be a success for extension and for APEN. I'd also like to thank the organisers for arranging the pre-conference workshops which were also well attended.

#### **Mentoring Scheme**

The mentoring scheme has been operating again this year. Many thanks to Jeanette Gellard who is coordinating the scheme with the support of Roe. Thank you to our mentors for donating their time to develop emerging professionals.

We completed the 2018 Mentoring Program in December 2018 – for the first time this included 5 miniwebinars which were a great value to participants. A big thankyou to those members who gave their time in delivering these webinars.

For the 2019 Mentoring Program an initial intake of 16 pairs met on-line in March 2019. And many of these are here at the APEN 2019 Conference. In addition, a second and third intake of mentees from the Queensland Farmer Federation extension traineeships has commenced. We thank Dani England for coordinating cohort one and Jeanette Gellard for coordinating Cohort two. The scheme provides professional development to mentees and mentors alike and there is more information available on our website.

#### Webinars

Many thanks to Leanne Isaacson for running our webinars again this year and to our presenters during 2018/2019:

- Don't be such a bloody expert: engaging field days and participatory field work Dr Kathy Evans
- How the groups we belong to influence our Environmental Attitudes and Behaviour Assoc Prof Kelly Fielding
- Jumping the gun preparing for greenhouse gas legislation Dr Terry Parminter

If members would like a webinar on a particular subject or by a specific presenter please forward your suggestion to Roe Currie at <a href="mailto:info@apen.org.au">info@apen.org.au</a>.

#### **Regional Activities**

There have been only a few regional APEN activities in the past year, although our members have supported many other events. One these was a very successful breakfast held in South Australia with Jeanette Long as speaker.

Regional activities provide an excellent opportunity to further develop our professional network. If you would like to organise an event in your region, please contact your regional coordinator and take advantage of the APEN Regional Events Small Grants Program – details of this are spelt out on our APEN website.

The 2018 Roadshow extended beyond last year's AGM with a 12<sup>th</sup> workshop in the series being delivered in December in Bundaberg. Many thanks, again, to Greg Mills for his work and commitment to APEN.

## **Extension Awards**

Once again we have sought nominations for our two Extension Awards to be announced at our APEN 2019 Conference:

- APEN Award for Excellence in Extension Experienced Professional
- Amabel Fulton Award for Excellence in Extension Young Professional

It is of concern that so few nominations were received for these awards – we know there is excellent extension practice being demonstrated by our members and encourage you to consider nominating yourself or others for these prestigious awards in the future.

## **Thankyou**

It has been another busy 12 months for APEN. I expect the next year will be just as busy as we build on the success of this first year as a Company Limited by Guarantee. This success has been the result of the strong commitment of our Directors and Regional Coordinators, and the fantastic work of our Company Secretary, Roe Currie and the volunteers working behind the scenes to deliver to our membership. I am looking forward to the future progress we can make in the next 12 months in further developing the extension profession.

Graham Harris
APEN President

## APEN Company Secretary's Report 2018 – 2019

This is the second Annual General Meeting of our company APEN Ltd since we moved from a Management Committee to a Board of Directors.

During the last year, I have combined my role of Company Secretary with continuing to provide the services of the Secretariat in ensuring the operational tasks are managed.

My role as Company Secretary is largely an administrative one and requires a good understanding of the governance responsibilities of the Board Directors, the committees and organisational policy, procedure and practices. Although challenging, I thoroughly enjoy this aspect of my work.

The President's Report has identified the election and appointment of Directors and their responsibilities for APEN's Committees. As volunteers, our Directors have met their fiduciary duties to ensure good governance is delivered through the drafting of a range of policies and guidelines. Our operational structure of five committees is leading the network forward. I sit ex officio on all these committees, working the coordinators on the agenda and recording the minutes. It gives a thorough knowledge and understanding of our core business.

Attendance of Directors at meetings: The Board has met on eleven occasions during this year, 10 by via web conferencing.

Meeting	GH	AK	PL	CS	JG	PH	LB	HC	RC	Directors present
#1900										Product

24/10/18	✓	<b>✓</b>	<b>V</b>	1	1	1	1	1	1	8
#1901									<del> </del>	
23/11/18	<b>V</b>	✓	<b>1</b>	/	/	✓	1	1	1	8
#1902									†	† – <u> </u>
14/12/18	✓		<b>/</b>	]	1	1	<b>/</b>	1	/	6
#1903 -									<del> </del>	
25/01/19	✓	✓	<b>/</b>	✓	l	1	/	1	1	7
#1904							<u> </u>	<del> </del>	<u> </u>	<del>-                                    </del>
22/02/19	<b>/</b>	✓	<b>V</b>		1	<b>/</b>	1	/	1	7
#1905 –										
22/03/19	<b>/</b>	<b>✓</b>	1		/	<b>/</b>	1	1	1	7
#1906 –										· · ·
26/4/19	<b>✓</b>		✓		1	/	<b>✓</b>	✓	<b>V</b>	6
#1907										
24/05/19	<b>✓</b>	✓	<b>V</b>			/	✓	✓	✓	6
#1908 –										
28/06/19	<b>/</b>	<b>✓</b>		✓	✓	✓	✓		✓	6
#1909 –										
26/07/19	<b>/</b>		✓	<b>✓</b>		✓	<b>✓</b>	✓	1	6
#1910 -										
23/08/19	<b>✓</b>		✓	✓		✓	✓	✓		6
% Attendance	100	64	90	55	64	100	100	90	90	

<sup>✓ =</sup> Attended. Elected Directors: Graham Harris (GH, President), Dr Anthony Kachenko (AK, Vice President), Peter Long (PL, Treasurer), Jeanette Gellard (JG), Chrissy Stokes (CS), Dr Patricia Hamilton (PH, APEN Editor), Dr Les Baxter (LB), Dr Heather Collins (HC).

Non-voting: Dr Roe Currie (RC, Company Secretary & Executive Officer)

li is also my role to record and monitor trends in membership. At the 2017-2018 AGM, membership fees were increased by 5%. The member's survey has identified some strategies to encourage more effective engagement and reach.

I know that APEN will continue to highlight the importance and value of being a change agent in the world of extensionists under a very professional leadership team.

Unfortunately, I will not be delivering my report in person this year. I am being treated for breast cancer. I thank everyone for their concern and support in enabling me to meet my APEN responsibilities. I will be with you in spirit.

Regards
Dr Roe Currie
APEN Company Secretary.

#### 2019 APEN Treasurer's Report

This report is based upon the completed audit of The Australia-Pacific Extension Network Limited (APEN) finances conducted by Bob Travers & Associates, Chartered Accountant, Albury, NSW.

Overall, APEN Ltd is in a positive financial position with a retained surplus 2019 of \$164,747 as at 30<sup>th</sup> June 2019. For the 2019 financial year our net result was an operating profit of \$57,558. This result has been bolstered by 2019 Conference sponsorships and registrations paid prior to June 30th.

The following items are highlights for the 2019 financial year:

#### Major Income items:

- APEN Conference \$82,580 (up against the budget of \$35K)
- Income from the Roadshow was \$41,314 (up against the budget of \$30K)

 Income from membership fees was \$38,641 significantly up on our 2018 result of \$24K (and up against the budget of \$26K)

Major expenses in 2019 financial year included:

- Administration \$39,194 (in line with the budget)
- Roadshow \$21,482
- Conference costs to date \$19,262 (down against budget \$25K)
- The 2018 AGM which was a face-to-face Board meeting and included Board governance training cost \$12,270 (up against the budget of \$11K)
- ExtensionNet \$5,880K

The Auditor identified additional GST liabilities of \$1,366.39. The Company secretary Roe is in the process of identifying the liability and it maybe be a coding error in QuickBooks (the online financial package used). APEN books have been closed off for 2018 and if needed an adjustment will be made in the Q1 BAS return and as such will be reported in the 2020 financial statement.

The Conference continues to be our main source of income. The Board will be considering other business models or activities that can contribute to income while providing services for members.

As Treasurer, I would like to thank the APEN Board who made substantial contributions to APEN. We should recognise the time that Board members commit, many contributing their own time, and also their employer's that provide support including in-kind support.

Finally, I would like to offer my true appreciation and thanks to Roe Currie for her excellent management of the organisation's finances.

Peter Long APEN Treasurer

29 August 2019