

Nature Foundation SA Inc.
ABN 24 131 531 874



Dear Nature Foundation Member,

You are warmly invited to the Nature Foundation SA's

2018 ANNUAL GENERAL MEETING

To be held

5.30pm for 6.15 pm Monday 22nd October 2018
Holden Street Theatres, 34 Holden Street, Hindmarsh, SA 5007

Please come at 5.30 pm for registration and drinks prior to the AGM. The AGM proper will commence at 6:15 pm.

Your Nature Foundation SA Council plays a vital role in setting direction for Nature Foundation SA, nature conservation in South Australia and prudent management of the organisation.

Nominations for Council positions were sought from people who are passionate about nature conservation, are suitably skilled and knowledgeable about guiding an organisation such as Nature Foundation and have a heart for team work as part of a committed Council team.

This year there are four vacancies on the Nature Foundation Council- two from existing Council members whose terms have expired and are re nominating, and two from members who have resigned from Council for work reasons: Tony Sharley (March 2018) and Prof Chris Daniels resigning at the 2018 AGM.

There have been four nominations for positions as Council Members, so in accordance with the Constitution (cl 12.4.3) and as the number of nominees is equal to the number of vacancies, all candidates who have nominated will be appointed to the Council. This will take Council to its full complement of 11 members.

In accordance with the Constitution clause 12.3.1 (to ensure that as far as practicable, the terms of not more than one third of members expire at any Annual General Meeting), all candidates will be appointed for a term of three years.

Please note that the following Council members will continue to serve on Council as their terms have not yet expired:

Mr Nic Edwards

Ms Jan Ferguson OAM

Mr Bob Lott

Mr Doug Ransom

Mr Chris Reed

Ms Suzanne Ridding

Prof Phil Weinstein

Enclosed please find the AGM Agenda and Candidate Statements for those nominating for positions of Council Member.

Enclosed please also find a Proxy Form to be filled in **if you are unable to attend the Annual General Meeting.**

The Proxy Form can be used to authorise a financial member of Nature Foundation SA who is attending the AGM to exercise your vote on proposed motions. Please return your Proxy Form in the prepaid envelope, noting that all forms must be received at the Nature Foundation office by 6.15pm Sunday 21st October 2018.

In order to vote, a person must be a financial member as at 6.15pm 28th September 2018.

Minutes of the 26th October 2017 AGM will be available at the AGM, together with the 2018 Annual Report. Minutes will also be available 21 days prior to the AGM on the Nature Foundation web site. The 2018 Annual Report and Financial Statements will be available on the Nature Foundation web site at least 7 days prior to the AGM.

The AGM will be followed by presentations from Nature Foundation Science Scholarship grantees. We hope that after this you will be able to stay for supper.

To assist us with catering and administrative tasks please RSVP about your attendance at the AGM to the Office on 08 8340 2880 or admin@nfsa.org.au by Monday October 15th 2018.

On behalf of all at Nature Foundation I very much look forward to seeing you there.



Hugo Hopton
Chief Executive Officer

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AGENDA

1. **Welcome, Apologies and report on proxies.**
2. **Confirmation of Minutes of 2017 Annual General Meeting held 26th October 2017**
Note that these draft Minutes will be available on the Nature Foundation web site 21 days prior to the Annual General Meeting
3. **To consider and, if thought fit, adopt the President's report in the Annual Report**
4. **To consider and, if thought fit, adopt the Chief Executive's report in the Annual Report**
5. **To consider and, if thought fit, adopt the Financial Statements for the year ended 30 June 2018 (Treasurer)**
Note that these Financial Statements with the Annual Report will be available on the Nature Foundation web site at least 7 days prior to the Annual General Meeting
6. **Special Business (Constitution clause 10.5.3)**

Motion on Notice: Proposed by Dr David Hansman. Seconded M V Hansman:
 "NFSA Councillors, other Office Holders and staff may not use official occasions of the Foundation including the Annual General Meeting to further their business interests or those of their families or associates."

7. **Amendment of the Constitution - None proposed**
8. **Election of Council Members**

The following persons have nominated for the position of Council Member for three years.

- 8.1. Members whose terms expire at this AGM, and who are seeking re-election with the support of Council:
 - a. Susie Herzberg OAM (Nominated Prof Philip Weinstein, seconded Jan Ferguson OAM)
 - b. Millie Nicholls (Nominated Douglas Ransom, Seconded Jan Ferguson OAM)
- 8.2. Members who were appointed by the Council to fill casual vacancies pursuant to clause 12.3.3 of the Constitution (nil)
- 8.3. Members nominated in accordance with clause 12.4.1 of the Constitution:
 - a. Angela Hazebroek (Nominated Jan Ferguson OAM Seconded Millie Nicholls)
 - b. Mervyn Lewis (Nominated Graeme Tonkin Seconded Greg Bannon)

Constitution Clause 12.4.3

12.4.3 If the number of persons nominated for the position of Council member is less than or equal to the number of Council members to be elected, the chairperson of the meeting must declare each of those persons to be elected to the position of Council member.

9. Award of Nature Foundation SA Recognition Awards

10. Award of the Mike Bull Medal

11. Other Business – None

12. Resignation of President

The President (Mr Bob Lott) has, on the 27th September 2018, announced his resignation from the Office Holder position of President, effective from midnight following the 2018 AGM.

Council has endorsed the President's recommendation to appoint Jan Ferguson OAM to the Casual Vacancy.

Acknowledgement of the role of Mr Bob Lott as President of Nature Foundation.

13. Close of AGM



Susie Herzberg OAM
Honorary Secretary

Dated: 28th September, 2018

After the AGM there will be presentations with supper following.

End