Australian Breastfeeding Association

2024 Annual General Meeting

Friday, 29 November 2024, 7:00 pm -8:00 pm AEDT

## Via Zoom Webinar

*Zoom registration for voting members opens 8 - 28 November 2024*

Agenda

1. Welcome — Cate Uhe, President
2. Acknowledgement of Country— Cate Uhe, President
3. Attendance, apologies and proxies— Leila Forde, Honorary Secretary
4. Acceptance of the Minutes of the Annual General Meeting held on 24 November 2023
5. President’s Report, as published in Annual Report 2023-24 — Cate Uhe, President

Ordinary Resolution to accept the:

5.1 Report of the President

1. Treasurer’s Remarks — Dominique Bougoure, Honorary Treasurer

Ordinary Resolution to accept the:

6.1 Statement of Income and Expenditure, Balance Sheet and reports of the Auditor of the Association for the period ended 30 June 2024

1. Special Resolutions to accept the Constitutional changes as recommended by the Board of Directors:

|  |
| --- |
| 7.1 Accept the Constitutional changes as recommended by the Board of Directors in Special Resolution 1. (see next page)  7.2 Accept the Constitutional changes as recommended by the Board of Directors in Special Resolution 2. (see next page)  7.3 Accept the Constitutional changes as recommended by the Board of Directors in Special Resolution 3. (see next page) |
|  |

8. Strategic and Future Directions – Cate Uhe, President and Victoria Marshall-Cerins, Executive Officer

9. General Business

9.1 Questions on Notice

9.2 Question from the floor

10. Meeting Close

Details of Special Resolutions.

Special Resolution 1 is to remove out-dated terminology ‘subscriber’ from the definitions section as this is no longer a category of member in line with the changes to the Constitution in 2010.

7.1 Special resolution 1:

Remove reference to the term ‘subscriber’ from clause 1.1 Definitions in the definition of Member and amend the definition

from:

means a member of the Association in accordance with the Corporations Act who has agreed in writing to abide by the Constitution*.* For the avoidance of doubt, a member does not include a Subscriber.

to:

means a member of the Association in accordance with the Corporations Act who has agreed in writing to abide by the Constitution.

Special Resolution 2 is to remove out-dated terminology ‘subscription fee’ and replace this with the term ‘membership fee’.

7.2 Special Resolution 2:

Remove reference to the term ‘subscription fee’ and replace with ‘membership fee’ in clauses:

Table of Contents, section 5.5

5.1 b)

5.5 heading

5.5 a) twice

5.5 b)

5.5 c)

7.1 a) twice

7.4 b)

Special Resolution 3 is to:

Firstly, clarify that the requirement for the branch president is to hold the Certificate IV in Breastfeeding Education or equivalent, as a core qualification rather than being an ABA breastfeeding counsellor or breastfeeding educator.

Secondly, increasing the period of time branch president may be appointed or elected to ‘up to three years’, allows for more flexibility in determining the commitment for this role.

7.3 Special Resolution 3:

Change clause 13.1b)

from:

Each Branch, subject to the direction and oversight of the Board, will be led and administered by a Branch President. Unless the Board otherwise determines, the Branch President must be a qualified Breastfeeding Counsellor or Breastfeeding Educator. A Branch President will be elected by a majority of the relevant Branch members and the appointment of the person so elected will take effect upon the appointment being approved by the Board. Should there be no nomination for a Branch President, or a casual vacancy in the position of Branch President, the Board may appoint a person to the position of Branch President. Branch Presidents may be appointed or elected for up to two year terms, provided that no Branch President may hold office for more than six consecutive years.

to:

Each Branch, subject to the direction and oversight of the Board, will be led and administered by a Branch President. Unless the Board otherwise determines, the Branch President must hold the qualification of Certificate IV in Breastfeeding Education or equivalent. A Branch President will be elected by a majority of the relevant Branch members and the appointment of the person so elected will take effect upon the appointment being approved by the Board. Should there be no nomination for a Branch President, or a casual vacancy in the position of Branch President, the Board may appoint a person to the position of Branch President. Branch Presidents may be appointed or elected for up to three years, provided that no Branch President may hold office for more than six consecutive years.