

# NSW Wildlife Council, Inc.

## Special General Meeting

convened under Clause 26(1) and in accordance with Clause 27(2) and (3)  
to consider alterations to the Council's Objects and Rules

**Wednesday 24 March 2010 at 10.25am**

Department of Environment Climate Change & Water  
Bridge Street, Hurstville

## Minutes

### 1. Meeting open and Welcome

In opening the Special General Meeting, the Chair extended a cordial welcome to the several new representatives and alternates in attendance. She invited all delegates to introduce themselves and referred to the Chair's Meeting Rules which will be re-circulated electronically for information.

**1.1 Present:** Audrey Koosmen (Chair) NATF; Stan Wood (Vice Chair) WIRES; Shirley Lack (Secretary and Insurance Officer) NARG, Julia McConnell (Treasurer) IGL, Marny Bonner (Media Officer) ASR, Elena Guarracino (Revenue Officer) LAOKO, Lorraine Vass (Minute Taker) FOK, Philip Machin NARG (Alt.), Georgia Gowanloch SONA, John Gorham FAWNA, John Meany NANA, Caroline Enfield WIRES (Alt.), Georgie Whaley NRWC, Gwen Parry-Jones, Wildlife ARC, Jan Brazel Wildlife ARC (Alt.), Sally Jacka TVWC (Alt.); Helen Kennedy, Sydney Wildlife (Alt.); Coralie Tarlinton Wildcare Qbn, Shona Lorigan ORRCA (Alt.), Brian Chetwynd NTWC, Andrew Burton Wildlife Aid, Damien Brell, Wildlife Aid (Alt.), Peter Daniels, Corrective Services NSW Wildlife Care Centre, Lisa Iwan, Corrective Services NSW.

**1.2 Apologies:** Ilona Roberts TVWC, Sonja Elwood Sydney Wildlife, Greg Tarlinton Wildcare Qbn (Alt.), Ronnie Ling ORRCA, Cheryl Cochrane NRWC (Alt.), John Mostyn IGL (Alt.).

**1.3 Teleconferencing:** Jill Taylor Hunter Koala Preservation Society

### 2. Changes to the Constitution

It was agreed that a poll be taken on each item considered.

#### 2.1. (i) and (ii) – Definitions of General and Special General Meetings

**Julia McConnell** moved and **Sally Jacka** seconded that in Part 1 Preliminary, Clause 1 Definitions, Clause 1.1 an additional definition be inserted following Secretary: **General Meeting** means a routine General meeting as distinct from an Annual General Meeting or a Special General Meeting; and the definition of Special General Meeting be replaced by **Special General Meeting** means a general meeting of the Council that discusses specific predetermined issues only as distinct from a routine General Meeting or an Annual General Meeting. **19 for; 0 against - carried unanimously.**

2.1. (iii) – Holding of General Meetings

**Lorraine Vass** moved and **Elena Guarracino** seconded that in Part 4 General meeting an additional clause be inserted to become number **24 General Meetings – holding of** (1) The Council will hold at least three General Meetings per year. **19 for; 0 against - carried unanimously.**

2.1. (iv) – Quorum for General Meetings

Following discussion primarily focused on expressing the number of council members required for quorum by number or percentage and an explanation of how the number being recommended (seven) was arrived at, **Helen Kennedy** moved and **Jill Taylor** seconded that in Part 4 General meeting, Clause 28 Procedure, (2) be replaced by Seven (7) council members present in person or by teleconference including at least three (3) executive office bearers (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting. Alternates standing in for members will count towards the quorum. **16 for; 3 against - carried. (John Meany, Sally Jacka and Lorraine Vass voting in the negative).**

2.1. (v) – Making decisions at General Meetings – attendance by teleconference

**Elena Guarracino** moved and **Coralie Tarlinton** seconded that in Part 4 General meeting, Clause 31 Making of decisions, (1) be replaced by: A question arising at a general meeting of the Council is to be determined on a show of hands including the votes of members who are in attendance by teleconference and, unless before or on the declarations of the show of hands a poll is demanded, a declaration by the chair that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Council, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution. **19 for; 0 against - carried unanimously.**

2.1. (vi) – Voting – attendance by teleconference

**Coralie Tarlinton** moved and **Sally Jacka** seconded that in Part 4 General meeting, Clause 33 Voting, (2) be replaced by: All votes must be given personally, including votes given personally by members who are attending by teleconference, or by proxy but no member may hold more than 2 proxies. **19 for; 0 against - carried unanimously.**

2.1. (vii) – Repeal of previous Rules/Constitution

The alterations(i) to (vii) having been carried, **Julia McConnell** moved and **Shirley Lack** seconded that the NSW Wildlife Council Incorporated rescinds the previous Rules for the New South Wales Wildlife Council Incorporated under the Associations Incorporation Act 1984 and adopts the Rules as tabled as the Rules for the New South Wildlife Council Incorporated to be registered with the NSW Office of Fair Trading. **19 for; 0 against – carried unanimously.**

3. Close of Meeting

There being no further business, the meeting closed at **10.48am**