



Canberra Ornithologist Group t/a Canberra Birds

Annual General Meeting 13 November 2024

Canberra Girls Grammar School, Deakin

Draft Minutes

The meeting started at 19:35

Opening

Retiring president Neil Hermes welcomed all present at the Annual General Meeting of the Canberra Ornithologists Group for 2023-2024. The participating members of the AGM were those in the room and members who attended by Zoom. Members signed the attendance sheet or emailed the COG office email address to indicate their presence. The quorum was formed by the members in the room and those attending by Zoom.

Apologies

Apologies were received from Penny Moyes, Jean Golding, Sandra Henderson, Lia Battisson, Sue Howieson, Michael Robbins, Alison Russell-French OAM, Heather Booth, Nicki Taws and Lindsay Hansch.

Confirmation of minutes of 2023 AGM

Alison Mackerras moved that the Minutes of the 2022-2023 AGM be accepted. Seconded: Prue Watters

Adoption of President's Reports for 2021-22 and 2022-23

Alistair Drake moved that the President's Reports for 2021-22 and 2022-23 be adopted. Seconded: Bill Graham

President's Report 2023-24

Neil Hermes reported on some of Canberra Birds' activities and achievements for the year. He remarked on the year's highlight, the news that Bluetts Block, the subject of much lobbying by Canberra Birds and other interested groups, will become a Nature Reserve. He noted Canberra Birds' 60th birthday and the formal name change from COG to Canberra Birds, along with the introduction of a new logo. He listed notable projects, the publication of Ethical Birding Guidelines and the

updating of Canberra Birds brochures and Canberra Birds' hosting of the Birds Interest Group Network meeting.

Neil acknowledged the work of the committee, the strong contributions of retired and retiring members and the continued representation of Canberra Birds' conservation interests at various forums and groups. Neil also acknowledged the work of non-committee members in providing services for members.

Neil concluded by referring to his involvement and service to COG and Canberra Birds over 50 years of membership. He remarked on Canberra Birds members, who, with their different skills and common interest contribute to the success of Canberra Birds as an organisation and continue to encourage young people with their enthusiastic support.

See President's report

Adoption of President's Report 2023-24

Jenny Bounds moved that the President's Reports for 2023-24 be adopted. Seconded: Steve Read

Presentation of Annual Statement of Accounts

Prue Watters presented the audited financial reports for COG and the Canberra Birds Conservation Fund. Prue moved that the financial reports be accepted and moved a vote of thanks to the auditor, Rod Griffiths. Seconded: Julie Hotchin

Adoption of Annual Statement of Accounts

Steve Read moved that the annual statement of accounts be adopted. Seconded: Julie Hotchin

Appointment of Auditor for 2024-25

As a small charity COG is not required to have the books reviewed or audited, but as good practice COG should continue with an annual review. Prue Watters moved that Mark Tindale, Axiom Associates, be appointed to review the accounting records each year pro bono commencing in 2024/25. Seconded: Julie Hotchin

Public Officer

Prue thanked Jack Holland for agreeing to act as Public Officer again. Moved: Steve Read Seconded: Julie Hotchin

Election of Office Bearers for 2023-2024

Jack Holland acted as Returning Officer and the following were elected unopposed:

President: Kim Farley

Vice-President: Julie Hotchin

Treasurer: vacant

Secretary: Margaret Robertson

Ordinary committee members: Jenny Bounds, Bill Graham and Prue Watters were welcomed as returning general members of the committee.

Presentation of Steve Wilson Medal

Geoffrey Dabb was awarded the Steve Wilson Medal in recognition of his long-term help and advice with legal and procedural matters to successive COG committee: his role as a committee member of Canberra Birds Conservation Fund, for his many contributions as guest speaker at COG meetings and as Convenor of BirdLife Australia's English Names Committee.

Other matters for which notice has been given

Special Motion: Vesting Surplus Property on Dissolution

COG is obliged to nominate an entity in which to vest surplus property in the unlikely event of COG's dissolution. Accordingly several organisations were considered as potential nominees and BirdLife Australia was selected as having similar objectives and purposes. It agreed that any funds would be directed towards bird conservation, research or education in the ACT and southern NSW. The meeting was asked to endorse the committee's recommendation. See Appendix A

Moved: Barbara Allen Seconded: Prue Watters.

From the floor Alistair Drake thanked Neil Hermes for his service to COG over many years.

The meeting closed at 20:15.

Appendix A

Canberra Ornithologists Group (COG) Annual General Meeting, November 2024

Special Motion: Vesting Surplus Property on Dissolution

That according to Clause 38 of its Rules of Association the Canberra Ornithologists Group nominate BirdLife Australia to be the entity in which it is to vest surplus property in the event of COG's dissolution or winding up.

Explanatory Note

Clause 38 'Surplus property' of COG's Rules of Association (laid out in Attachment A) requires COG to nominate another organisation to receive COG funds and assets should COG ever be dissolved or wound up. No record can be found of such a nomination having been made following COG's incorporation in August 1987 or since. While dissolution or winding up of COG is highly unlikely to occur, we nevertheless need to make such a nomination.

The nominated organisation is required by the *Associations Incorporation Act 1991* of the Australian Capital Territory (see also Attachment A) to have its objects substantially the same as COG's objects, not to function with the purpose of securing pecuniary gain for its members, and to have a similar provision to this in its rules to cover its potential dissolution or winding-up. COG's four objectives are:

1. To encourage interest in, and develop knowledge of, the birds of the Canberra region;
2. To promote and co-ordinate the study of birds;
3. To promote the conservation of native birds and their habitats;
4. To establish and maintain a public fund ... for the specific purpose of supporting the association's environmental objects.

After a thorough search, the Committee considered in detail seven candidate conservation and education organisations as potential nominees to receive COG's funds and assets should COG ever be dissolved or wound up. The organisation with the most similar set of purposes to COG and which also fulfilled the other required criteria above was BirdLife Australia.

Following a series of discussions, BirdLife Australia has agreed to receive COG's funds and assets should COG ever be dissolved or wound up. Importantly, BirdLife Australia has also agreed to use any funds or assets received from COG to support bird conservation, research and/or education in the ACT and southern NSW. The letter in Attachment B indicates the agreement from BirdLife Australia to these conditions.

Following approval by the Annual General Meeting of this motion, COG and BirdLife Australia will enter into a formal agreement reflecting this arrangement.

CANBERRA ORNITHOLOGISTS GROUP INCORPORATED

RULES OF THE ASSOCIATION

PART 6 – MISCELLANEOUS

38. Surplus property

(1) At the first general meeting of the association, the association must pass a special resolution nominating—

- (a) another association for the Act, section 92 (1) (a); or
- (b) a fund, authority or institution for the Act, section 92 (1) (b);

in which it is to vest its surplus property in the event of the dissolution or winding up of the association.

(2) Despite the provisions of subrule (1), the Association may, by special resolution, nominate an association, fund, authority or institution for the purposes of section 92 of the Act which differs from the association, fund, authority or institution nominated pursuant to subrule (1).

(3) An association nominated under subrule (1) (a) or subrule (2) must fulfil the requirements specified in the Act, subsection 92 (2).

NOTE

‘The Act’ in Clause 38 of the Canberra Ornithologists Group Rules refers to the *Associations Incorporation Act 1991* of the Australian Capital Territory. Subsection 92(2) of that Act is as follows:

92 Property of defunct association

...

(2) ... an association is taken to comply with this subsection if it—

- (a) has objects substantially the same as the objects of the former association; and
- (b) is not carried on for the object of securing pecuniary gain for its members; and
- (c) has a provision in its rules requiring any surplus property of the association to be passed, on the dissolution or winding-up of the association, to another association that—
 - (i) has objects substantially the same as the firstmentioned association; and
 - (ii) is not carried on for the object of securing pecuniary gain for its members.