

**ROYAL UNITED SERVICES INSTITUTE FOR DEFENCE AND SECURITY STUDIES, NEW SOUTH WALES, INCORPORATED**  
**MINUTES OF THE 123rd ANNUAL GENERAL MEETING**

Held in the Mitchell Theatre  
Sydney Mechanics School of Arts, 280 Pitt Street Sydney on  
**Tuesday 26 September 2017**

The meeting commenced at 1410 hours.

**Attendance and Apologies**

**In Attendance:** Paul Irving, the President, chaired the meeting. There were 23 members eligible to vote as per the attendance list (**Attachment 1**). There being more than 10 members present, the Secretary (John Rudd) declared there was a quorum.

**Apologies:** Apologies were received from Ron Osborn, Roland Millbank, David Parker, Clive Longstaff, John McDonagh, Barry Collins, Tony Hunt, Warren Barnes, Ian Watkins, Chris Wood, Lyall Wood, Priscilla Leece, and John Bewley.

**Minutes of previous AGM held on 26 September 2016**

The Secretary advised there no issues arising from the Minutes.

Resolved: that the Minutes of the Annual General Meeting held on 26 September 2016 be confirmed (J Hutcheson/ K Myers)

**Board Report on Activities of the Institute for the Year 1 October 2016 to 30 September 2017**

The President provided a Power Point presentation summarising the Board's Report on the Institute's activities for the year. Copies of the Board's Report (**Attachment 2**) were made available to members at the meeting. Key features of the report were:

- Relocation of the library to the new extension of the Anzac Memorial in mid 2018.
- The need to freeze the collection prior to moving in order to kill any vermin, such as silverfish.
- The purchase of a new compactus to house the collection in its new location.
- The generosity of members by way of donations so that our move can be undertaken.
- Defence funding by way of grant-in-aid was nil for the 2016/17 year.
- Our education program has seen increased participation by serving ADF personnel. Our program now provides continuing professional development for members of the ADF.
- An independent Conservation Needs Assessment of the library was undertaken during the year funded by a grant from the National Library.
- We have initiated a fund-raising program.
- There has been no increase in subscriptions for the 2017/18 financial year.
- Our membership numbers as at 30 June 2017 were 488. This compares with 535 members in 2016.
- Acknowledgement of the contribution made by members to the successful operation of the Institute during the year.

Resolved: that the Board's Report be received for the Year ended 30 September 2017 (J Hutcheson/ C Skinner)

**Financial Report**

The Treasurer, Graham Brown, presented the audited financial report for the financial year ended 30 June 2017 (**Attachment 3**). Key features of the year's trading were:

- A small trading surplus of \$4,982 was achieved.
- No grant-in-aid was received from Defence.
- Subscription income was lower due to falling membership numbers.
- Reduction in employment costs with reduced hours for our Office Manager.
- Donations to the Library Gift Fund were \$56,674.

Resolved: that that the Financial Report for the Year ended 30 June 2017 be received (P Sweeney/ J Hitchen).

**Election of Honorary Auditor**

The Chairman advised that the current auditor, Mr RCG Grace JP, FCPA, FCIS, FGIS was willing to continue to serve in that role.

Resolved: that Mr Grace be appointed Honorary Auditor for 2017/18 (Brown/Rudd)

**Constitutional Amendments**

Following the establishment of the Royal United Services Institute for Defence and Security Studies, New South Wales, Incorporated in September 2016, the Board reviewed the Constitution to incorporate a number of consequential amendments, to remove reference to a number positions that no longer exist and to make reference to the *Associations Incorporation Regulation 2016*. Kim Turner explained the need for each Special Resolution and the President put each Resolution to the meeting. The following special resolutions to amend the Constitutional were determined:

Special Resolution 1: **THAT** sub clause 7 (1) of the Constitution of the Royal United Services Institute for Defence and Security Studies, New South Wales, Incorporated, be amended, as follows:

- a. by deleting "**Director-General** means the Director-General of the Department of Services, Technology and Administration".
- b. by deleting "**the Regulation** means the *Associations Incorporation Regulation 2010*" and inserting: "**the Regulation** means the *Associations Incorporation Regulation 2016*".
- c. by deleting "**the Institute** means the Royal United Services Institute of New South Wales, Incorporated" and inserting: "**the Institute** means the *Royal United Services Institute for Defence and Security Studies, New South Wales, Incorporated*".
- Resolved to effect these changes. (J Hutcheson/ P Court)

Special Resolution 2: **THAT** sub clause 11(1) of the Constitution of the Royal United Services Institute for Defence and Security Studies, New South Wales, Incorporated, be amended by inserting "student" after the word "family".

Resolved to effect this change. (P Court/ P Sweeney)

Special Resolution 3: **THAT** sub clause 15(1) of the Constitution of the Royal United Services Institute for Defence and Security Studies, New South Wales, Incorporated, be amended by deleting "public officer" and inserting "treasurer".

Resolved to effect this change. (J Hutcheson/ C Ballantine)

Special Resolution 4: **THAT** sub clause 22 (3) and sub clause 22 (4) of the Constitution of the Royal United Services Institute for Defence and Security Studies, New South Wales, Incorporated, be repealed and replaced by new sub clauses 22 (3), 22 (4), 22(5) and 22 (6) as follows:

- "(3) Each office-bearer and Board member is, subject to this Constitution, to hold office for a period of three years.*
- (4) Each office-bearer and Board member is, subject to this Constitution, to hold office until immediately before the election of office-bearers and Board members at the annual general meeting held in the third year of the office-bearer's or Board member's election, and is eligible for re-election.*
- (5) No office-bearer or Board member may hold office for more than four consecutive terms of three years.*
- (6) The person elected president may hold office as president for an initial term of three years and, subject to annual re-election, for no more than three successive terms each of one year."*

Resolved to effect these changes by more than 75% of members who voted in favour. (G Brown/ J Rudd). Two members voted against the motion.

Special Resolution 5: **THAT** sub clause 35 (b) of the Constitution of the Royal United Services Institute for Defence and Security Studies, New South Wales, Incorporated, be repealed and replaced by a new sub clause 35 (b) as follows:

*"(b) within any later time that may be allowed or prescribed under section 37 (2) (b) of the Act."*

Resolved to effect this change. (J Hutcheson/ G Usher)

Special Resolution 6: **THAT** sub clause 36 (1) of the Constitution of the Royal United Services Institute for Defence and Security Studies, New South Wales, Incorporated, be amended by deleting the words "*during the third month of each new financial year*".

Resolved to effect this change. (G Brown/ K Broadhead)

Special Resolution 7: **THAT** sub clauses 43 (1) and 43 (3) of the Constitution of the Royal United Services Institute for Defence and Security Studies, New South Wales, Incorporated, be repealed and replaced by new sub clauses 43 (1) and 43 (3) as follows: "*(1) A special resolution may only be passed in accordance with the Act, which permits a resolution to be passed as a "special resolution":*

*(a) at a meeting of the Institute of which notice has been given to its members no later than 21 days before the date on which the meeting is held, or*

*(b) in a postal or electronic ballot conducted by the Institute, or*

*(c) in such other manner prescribed by the Act, if it is supported by at least three-quarters of the votes cast by members of the Institute who, under this Constitution, are entitled to vote on the proposed resolution.*

*(3) A postal or electronic ballot referred to in sub clause (1) (b) may only be conducted in relation to resolutions of a kind that this Constitution permits to be voted on by means of a postal or electronic ballot and, if conducted, must be conducted in accordance with the Regulation."*

Resolved to effect this change. (J Hutcheson/ C Ballantine)

Special Resolution 8: **THAT** clause 51 of the Constitution of the Royal United Services Institute for Defence and Security Studies, New South Wales, Incorporated, be amended by deleting the words "*to the Director General*".

Resolved to effect this change. (J Rudd/ P Sweeney)

The meeting closed at 1440 hours.  
Confirmed:

..... Chairman

Dated .....

**Attachments:**

1. List of Attendees
2. Board's Report on the Activities of the Institute for the Year 1 October 2016 to 30 September 2017
3. Financial Report for the Year ended 30 June 2017