

**ANNUAL GENERAL MEETING
15 October 2019**

MINUTES

Meeting held at 6.30 pm on Tuesday, 15 October 2019,
at Fullarton Park Community Centre, 411 Fullarton Road, Fullarton SA 5063.

BKFA acknowledges the traditional owners of the land on which it meets today and pays respects to Elders past, present and emerging.

1. Attendance

The Chair of BKFA, Jenny Weaver, opened the meeting at 6.30pm and noted there was a quorum present in compliance with the BKFA Constitution, with 14 BKFA Members in attendance supported by 20 Proxy Voting forms.

The Chair acknowledged members present, apologies, proxy voting forms received and BKFA staff present as follows.

All proxy votes were in favour of the resolutions to be put, with:

- One abstaining on the resolution re: Voting Rights after 12 months of membership
- One abstaining and one against the resolution on changes to Membership Fees
- One abstaining on the resolution to confer Honorary Life Membership to Maggi Gregory

Members Attending:

Jenny Weaver	Joy O'Hazy	Ted A'Bear
Melanie Cottell	Maggi Gregory	Gail Casey
Deborah Floyd	Julie Monis-Ivett	Julie Irwin
Lyn Lillecrapp	Margaret Parsons	Aileen Elderidge
Sally Richardson	Lynda A'Bear	

BKFA Staff (Non Members attending):

Matt Anderson – Chief Executive Officer
Nicole Marshall – Business Development & Marketing Manager
Tiffany Burton – Company Secretary
Mercy Oloo – Global Partnerships Coordinator

Proxy Voting Forms Received (20 in total):

14 x Proxy Voting Forms received in favour and given to the Chair, Jenny Weaver

Irene Kiroff	Alison Martin	Zonta Club of Bendigo
Maureen Flaherty	Kaye Metaxas	Zonta Club of Sydney West
Elaine Newman	Judith Hutchinson	Zonta Club of Bunbury
Caroline Weber	Susan Churchman	Zonta Club of Perth
Yvonne Stapleton	Carole Theobald	

5 x Proxy Voting Forms received in favour and given to BKFA Director, Julie Monis-Ivett

Robyn Ivett	Dawn Newman
Courtney Ivett	Elaine Dietsch
Kimberly Ivett	

1 x Proxy Voting Forms received in favour and given to BKFA Director, Maggi Gregory

John Gregory

2. Apologies

Apologies Received - Members:

All Members that provided proxy voting forms expressed their apologies to the AGM.

Apologies Received – BKFA Staff (Non Members):

Zeshi Fisher
Hilary Carruthers
Hemesh Lakhani

3. Minutes of the Previous Meeting

The minutes of the 2018 Annual General Meeting have been approved by the Board of Directors and placed on the BKFA website.

4. Reports

4.1 Chairperson's Report

The Chairperson, Jenny Weaver, addressed the meeting acknowledging her report published in the BKFA Annual Report for 2018/2019 as tabled. The Chairperson spoke to the challenges of the year in review, as well as the new Adaptive Strategy which will enable BKFA to increase its impact in an increasingly more complex global operating environment.

The Chairperson acknowledged the financial position of the BKFA, the necessity for increasing the price of the Birthing Kits, the firm foundation of the organisation and the contribution, skills and experience of the Board and staff.

The Chairperson also acknowledged the outstanding contribution of core foundation partnerships with Zonta Clubs, as well as all BKFA partners, whose contributions are ultimately impacting the lives of women, children and their communities all over the world.

The Chairperson reiterated the need for BKFA to innovate and be creative as well as the dedication, skills and experience of the Board and staff in implementing the new Adaptive Strategy, which will lead to a stronger organisation that has even more impact.

4.1.1 Amendment to Voting Classes

Less than two-thirds of the total membership voted on the resolution to amend Voting Classes in accordance with the minimum requirement (to amend the BKFA Constitution), therefore the matter was deferred to a future General Meeting.

4.2 Treasurer's Report

The Treasurer, Maggi Gregory, addressed the meeting on the 2018/2019 Financial Year, in that it was a challenging year, and despite a significant organisational effort, grant income did not reach budget targets, and, the realisation of the fixed donation provided for each birthing kit assembled was insufficient. As a result, the Board chose to use accumulated reserves to fulfill its project commitments resulting in a deficit of \$209,156.

Overall BKFA remains in a strong and stable financial position with reasonable cash reserves to carry forward for resilience, stability and sustainability.

There is more detail of the Treasurer's Report in the Annual Report. If any members want to view the full Financial Statements please email: info@bkfa.org.au and the statements will be sent to you.

The Treasurer thanked the Directors for their support, Deborah Floyd (former Company Secretary) for good advice, and sincerely thanked the members of staff who provided support with generosity of spirit and goodwill.

4.3 Chief Executive Officer's Report

The Chief Executive Officer, Matt Anderson addressed the meeting and his report is published in the BKFA Annual Report for 2018/2019 as tabled. The Chief Executive Officer expressed a sense of deep personal satisfaction in doing the work of the Birthing Kit Foundation, and acknowledged the calibre and outstanding expertise of the BKFA staff.

The Chief Executive Officer also acknowledged that the work of BKFA is now more than just a kit, and BKFA programs are making an impact through the work of partners to support basic literacy of community workers, education for men and women, as well as saving the lives of women and children.

5. Appointment of Auditors

Motion: That the Birthing Kit Foundation (Australia) appoint Nicholas Matsis CPA at Not For Profit Accounting Services, 38 Surrey Rd, Keswick, South Australia 5035, as registered company auditor of the Foundation for the 2019-2020 financial year.

Moved Jenny Weaver Seconded Joy O'Hazy CARRIED.

6. Membership Fees

Less than two-thirds of the total membership voted on the resolution to amend Membership Fees in accordance with the minimum requirement to (amend the BKFA Constitution), therefore the matter was deferred to a future General Meeting.

7. Acknowledgement of Contribution

The Chairperson acknowledged the expertise and outstanding contribution of Deborah Floyd (former Company Secretary), thanking her for her commitment to the BKFA and sound advice to the Board.

8. Honorary Life Membership

The Chairperson acknowledged the tireless contribution of Maggi Gregory, in particular as Treasurer to the BKFA, whose inaugural start to serving the BKFA was marked by assembling birthing kits at one of the very early Assembly Days. All Members and guests at the meeting acknowledged Maggi's commitment and the relationships built over that time, and thanked Maggi for her generosity and service to the BKFA.

Motion: That Honorary Life Membership is conferred to Maggi Gregory in recognition of exceptional and outstanding contribution to the work and purpose of the Birthing Kit Foundation (Australia). Moved Jenny Weaver
Seconded Joy O'Hazy CARRIED

9. Election of Directors

Nominations were received from Ted A'Bear, Gail Casey, Melanie Cottell and Julie Monis-Ivett.

Motion: That Ted A'Bear, Gail Casey, Melanie Cottell and Julie Monis-Ivett be appointed as Director's for a two-year term.

Moved Jenny Weaver Seconded Ted A'Bear CARRIED.

10. General Business

10.1 Questions for the Board

Member Lynda A'Bear addressed the increase in price of the Birthing Kits, in that this has had a significant impact on the ability to meet fundraising requirements for Assembly Days. The question posed to the Board was why BKFA does not do fundraising.

The Chief Executive Officer, Matt Anderson, advised that the BKFA does a lot of different fundraising activities with corporates, philanthropists and partnerships and have achieved exceptional results in that regard. The Chief Executive Officer acknowledges that BKFA are having to do the hard yards in terms of fundraising, building on firm foundations, and in closing the Chief Executive Officer welcomed any opportunity to fundraise for the BKFA.

10.2 Presentation by Matt Anderson, Chief Executive Officer, BKFA

The Chief Executive Officer, spoke on a range of matters relating to:

Our Way Forward: Partnership, Growth and Innovation

Partnerships

In response to the increasing rate of change occurring around the BKFA have been:

- Working diligently developing its global brand identity as an organisation is delivering benefits beyond the birthing kit
- Evolving new and existing corporate partnerships into deeper and mutually beneficial relationships, and,

- Opening up conversations with Assembly Day volunteers, engaging with them in their volunteering experience and the meaningfulness of their contribution to birthing kit recipients

Growth

Growth is about deepening the impact of BKFA, by transferring greater benefits to recipients and ultimately transforming lives. At this time the BKFA are analysing how to grow in a more efficient way, using sophisticated analytics to identify areas that will deliver the greatest impact. The pathway ahead includes ensuring the BKFA are working for the greatest impact with empowered, mutually beneficial partnerships.

Innovation

Innovation and learning is about finding new and better ways to get things done, adapting through the change process and implementing solutions that work. Innovation is not an option. Realising the benefits set out in the Adaptive Strategy will require transformation that can only be achieved through innovation, learning and adjusting to change.

7. Close of Meeting

The Chairperson, Jenny Weaver made concluding remarks including regarding the future for BKFA and especially for the coming year.

The Chair thanked everyone for their attendance and closed the meeting at 7.30pm.