

Institute of Managers & Leaders Limited

ABN 31 163 376 921

MINUTES OF THE 11th ANNUAL GENERAL MEETING OF MEMBERS

Friday 31 May 2024 from 1.00pm to 2.00pm AEST

Via virtual meeting (Chair located in Brisbane, QLD)

Chair of the meeting: Brendan Blomeley, Director (referred as Chair)

Company Secretary: Jenna Gibbs

Attendees (Members) – 46:

Alu, Nancy
Bell, Sam
Blomeley, Brendan
Bowden, Gregory
Boyle, Riordan
Burge, Josh
Burling, Michael
Carlson, Charlize
Coriakula, Ebony
Covington, Libby
Dashtdar, Essie
Day, Kelly
De Hulsters, Diana
Dwyer, Louise
Everitt, Nick
Fazldeen, Linda
Frances, Lana
Gander, Michelle
Gibbs, Jenna
Goodall, Jason

Goode, Charisse
Hunter, Julie
Jankovic, Isabela
Keightley, Bridget
Keogh, Jessie
Kerwick, Anna
Lincolne, Natalie
Lyons, Michael
Mahoney, Emma
Martin, Scott
McClymont, Karla
Mead, Darren
Meyer, Phillip
Nyamdela, Kosam
O'Shea, Alexandra
Parker, Savannah
Pearson, Marie-Louise
Rennison, Ash
Slade, Steve
Smithson, Wayne
Te Hau, Celeste
Tholasi, Shivani
Turner, Fiona
Wardrop, Bryan
White, Lisa
Withers, John

Attendees (Guests) – 1:

Mannoor, Liz

Apologies - 3:

Matt Watts

Mee Moi Edgar

Maree Harris

Quorum:

Confirmed

Meeting opened at:

1.00pm AEST

GOVERNANCE

1. **Opening**

The Chair welcomed the Directors, Life members of the Institute, Fellows, Associate Fellows and Members of the Institute.
2. **Acknowledgements**

The Chair acknowledged the traditional custodians of country throughout Australia and recognised their continuing connection to land, waters and community. The Chair paid his respects to them and their cultures; and to Elders past, present and emerging.

The Chair also acknowledged Māori as tangata whenua and Treaty of Waitangi partners in Aotearoa New Zealand.
3. **Questions and voting**

The Chair provided guidance on how the virtual AGM platform offered Members and guests to electronically raise questions. The Chair advised Members that questions would be opened for all items at the end of the meeting.
4. **Confirmation of Quorum**

The Chair confirmed that there was a quorum in accordance with the Constitution and declared the formal part of the AGM open at 1.05pm.
5. **Directors, Company Secretary and Auditors**

The Chair introduced the current IML Directors who were attending the AGM;

 - Himself, Brendan Blomeley,
 - Diana De Hulsters,
 - Marie-Louise Pearson,
 - Wayne Smithson,
 - Dr Michelle Gander,
 - Kosam Nyamdela; and
 - Sam Bell

The Chair also introduced the Company Secretary, Jenna Gibbs, and welcomed Liz Mannoor, IML's Audit partner from RSM Australia Partners Pty Ltd.
6. **Apologies**

The Chair noted that 3 apologies had been received:

 - Matt Watts,
 - Mee Moi Edgar; and
 - Maree Harris

7. **Notice of Meeting** **The Chair informed** the attendees that the Notice of Meeting was sent to all Voting Members on 26 April 2024. A copy of the Notice was also available on IML's website.

The Chair proposed that the Notice of Meeting was taken as read.

ORDINARY BUSINESS OF THE MEETING

8. **Minutes of the 2023 AGM of the Institute of Managers and Leaders Limited** **The Chair advised** the members that a copy of the Minutes was made available on 26 April 2024, together with the Notice of Meeting. A copy of the Minutes was also available on IML's website.
9. **Financial Statements and Reports** **The Chair advised** members that the 2023 Annual Report including the audited Consolidated Financial Report, the Director's Report and Auditor's Report for the year ended 31 December 2023 were made available to members on 26 April 2024 and confirmed that a copy of the report was also available on the IML website.
10. **Chair of the Board's report** **The Chair of the Board**, Marie-Louise Pearson, addressed the members and provided a report on the Company's 2023 performance and significant events throughout the year.
11. **CEO's report** **The CEO**, Sam Bell, addressed the meeting and provided an overview on the year.
12. **Outcome of the Director's election** **The Chair of the meeting (The Chair) advised** that the Notice of the election of Directors including ballot paper and profiles of 4 candidates, were sent to all members on 10 May 2024. The Ballot closed at 5pm on Monday 27 May 2024.

The Chair advised that in line with Constitutional requirements, two current Directors would step down at the end of this AGM.

These Directors are:

1. Wayne Smithson; and
2. Kosam Nyamdela

Both Directors were able to stand for re-election and nominated. As 4 valid nominations were received an election was held.

A total of 637 valid votes were received by the due date, with the majority of votes cast for:

1. Wayne Smithson from NSW; and
2. Steve Slade from VIC

The Chair of the meeting expressed gratitude to Kosam for his contribution to IML since his appointment in 2022, and congratulated Wayne and Steve on being elected to the IML Board.

The Chair thanked all who nominated for a Board Director position and confirmed the composition of the new IML Board of Directors for the 2024/2025 year:

- Marie-Louise Pearson
- Diana De Hulsters
- Dr Michelle Gander
- Sam Bell
- Wayne Smithson
- Brendan Blomeley; and
- Steve Slade

13. Life Membership

The Chair of the meeting awarded Life Membership status to 2 long serving Members, and noted that both of these Fellows and Chartered Managers had made a significant contribution to IML's membership community in various forms over many decades.

These recipients were:

1. Captain Owen Esther
2. Eric Leape

SPECIAL BUSINESS OF THE MEETING

14. Conclusion

The Chair of the meeting asked Members if there was any other business which may be legally brought before the meeting. There being no further business or questions put forward, the Chair thanked Members for their attendance and declared the meeting closed at 1.24pm AEST.

Chair


Date 1/8/2024