

Minutes of WIOA Incorporated Annual General Meeting

Held online, Thursday 21 April 2022, commencing at 2.06 pm AEST



1. Meeting Opening

The Annual General Meeting of the Water Industry Operators Association of Australia Incorporated was held online.

The meeting was opened by President, Mr Mark Samblebe at 2.06p.m.

Acknowledgement of Country

We acknowledge the traditional custodians of the various lands on which we all individually gather for today's meeting and recognise their continuing connection to land, water and culture. We pay our respects to their Elders past, present and emerging.

The WIOA Inc Constitution requires a minimum of 30 eligible Members to be present to form a quorum. The following eligible Members were present via the chat or from their actual login.

Present: Mark Samblebe, Sally Shepherd, George Wall, Heidi Josipovic, Anthony Evans, Jeremy Bell, Peter Tolsher, Alan Butler, Nick Swain, Darren Sharman, Bill Collie, David Reyne, Denis Holmes, Heath Cameron, Jess Littlejohn, John Harris, Kathy Northcott, Jill Busch, Kayleen White, Nazli Ghadi, Nina Allen, Colin Haynes, Pat Rokahr, Paul Gregg, Peter Westbrook, Richard Scott, Sean Cahill, Tim Holmes, Tony Hourigan, Wes Trotter, Ryan McGowan, Jess Hollard, Paul Clancey, Brooke Samblebe, Grant Waite, Luke Sandri, Bridgett Elliott, Rod Grundy, Luke McCosh, Tanya Reyne.

Apologies: Robran Cock, Pat Davis, Jim Martin, Andrew Povey

Apology Acceptance :

MOTION: "That the Apologies be accepted".

Moved – Darren Sharman; **Seconded** – Alan Butler; **CARRIED**

Previous Minutes :

MOTION: "That the Minutes of the previous AGM (21 April 2021) be accepted as per the website and as distributed at this meeting".

Moved – Jeremy Bell; **Seconded** – Heidi Josipovic; **CARRIED**

Correspondence Inwards:

- Independent Auditors report 2021

Correspondence Outwards:

- Minutes 2021 AGM to Committee, to WIOA website and to Members at this meeting
- Annual return plus 2020 audited financial statement sent to Consumer Affairs Victoria
- Notice of Annual General Meeting and Committee Nomination form for 2022 to all Members
- Annual Review for 2021 on website plus copy to all Members.

MOTION: "That the AGM Correspondence in and out be ratified".

Moved – Sally Shepherd;

Seconded – Anthony Evans;

CARRIED

2. Financial Report

Treasurers Report:

The Treasurer, George Wall outlined the finances of WIOA Incorporated for 2021.

- Membership fees totalled \$193,664 which is approx. \$18,000 more than 2020.
- Expenses directly related to WIOA Inc activities amounted to \$4,452
- The balance of the membership income of \$189,212 was transferred to WIOA Ltd to assist with the provision of Member services and events.
- The interest from the WIOA Inc Account was retained with the final balance of cash at bank being \$23,481.17

The Treasurer explained to members that a consolidated Treasurers report appears in the 2021 Annual Review and the link to the separate reports for WIOA Inc & WIOA Ltd were provided to Members on the website and at the AGM. The Treasurer also noted that there are two organisations, WIOA Incorporated which is where the members join, and WIOA Limited which manages the business operations of the organisation including employing the staff and staging all the events.

The following cash balances were advised:

Cash at Bank at 31/12/21 -	<u>\$1,041,347.15</u>
<i>Comprising</i>	
WIOA Incorporated Cash Mgmt Account	\$ 23,481.17
WIOA Limited Cheque Account	\$ 649,036.79
WIOA Limited High Interest Holding Account	\$ 50,025.51
WIOA Term Deposit 1	\$ 106,218.35
WIOA Term Deposit 2	\$ 206,185.33

The Treasurer elaborated further on the key expenditure items and performance against budget for 2021, as well as noting items of significant difference from 2020 to 2021.

The following comments on the financial situation, key income and expenditure items and performance against budget for 2021, were provided to the WIOA Inc Committee and WIOA Ltd Board for consideration and have been approved.

1. The consolidated financial position provided in the Annual Review, which just looks at trading from a cash perspective, indicates a surplus for the year of \$570,694 as represented by an increase in cash at bank. When the prepayments for the postponed NSW and Victorian conferences are considered (approx. \$600,000) there is a trading deficit of \$30,000 for the year. In contrast, the audited WIOA Ltd Financial Report indicates a \$70,766 deficit. The main reasons for the difference include the depreciation of assets, the changes in staff leave entitlements and the balance of GST owed to the ATO for the December quarter, none of which are considered in the cash trading figures.
2. Income was slightly higher than 2020 when the prepayments received for conferences in both 2020 and 2021 are considered. Contracts to undertake operator training review projects in both Queensland and NSW provided almost \$200,000 of new revenue, whilst Government subsidies reduced by \$220,000. Staging the 2021 Queensland conference effectively replaced the income from Virtual Water which was held in 2020. Income from publications, membership and other services were similar to 2020 levels.
3. Operating Expenditure was similar to 2020, when conference refunds in 2020 are considered. Employment expenses reduced by 9.8% with all of the Administration Team on JobKeeper stand down until March 2021. There were no staff wage increases and one Admin position was made redundant in October 2021 due to declining workloads from continual postponement of conferences. The Office and Administration expenses were slightly higher due to extra travel, accommodation and expenses to undertake the Queensland training review project, but there were very few other face to face events. Property Services, Events and Vehicles costs were also similar to 2020, with staff mostly working from home and very little travel being undertaken.
4. Debtor payments from 2020 of \$660 were realised with no bad debts recorded. Debtors for 2021 amount to \$12,870 and it is anticipated that all outstanding invoices will be paid in due course.
5. The value of non-current assets in the form of plant, property and equipment after depreciation is \$394,331. Depreciation of the plant and equipment totalled \$15,711 with the majority of the depreciation attributed to our vehicles.
6. Employee provisions increased slightly from \$156,285 in 2020 to \$160,669 with staff encouraged to take as much leave as possible throughout 2021. With the first conference now proposed for April 2022, it is anticipated that more Leave may be accessed in early 2022. This, along with the resignation of the COO in March 2022 has resulted in a significant reduction in the overall value of the leave provisions.

Overall, this is an excellent result when taking the significantly reduced level of government subsidies and the lack of income from events such as conferences into consideration. Being able to continue to deliver all the services to members whilst retaining the majority of our staff in 2021 provides the capacity for the organisation to ramp up activities once the impacts of the pandemic reduce.

Treasurer George also provided a summary of WIOA's current financial position particularly in light of the ongoing impacts of COVID-19.

- The forced cancellation of all the conferences in 2020 and 2021 and the rescheduling of the NSW conference to October 2021 has put a significant strain on finances. The cash reserves built up from operational surpluses over the past 7-8 years have been vital in keeping WIOA commercially viable.

- Having access to these reserves has allowed the organisation to continue providing services to members and retain our staff without tapping into the term deposits. Retaining our staff is important as it allows us to be able to stage our very large conferences and resume other events seamlessly when the time comes.
- WIOA received a number of Federal and State Govt grants and the JobKeeper subsidies which provided a welcome cash injection.
- Contract to undertake training needs analysis projects for all the water operators in the Indigenous Councils in Queensland and also in the Orana Region of NSW under the Town Water Risk Reduction program have provided around \$200,000 of income. This helps replace some of the income lost from cancelled conferences.
- Should all four conferences be staged in 2022, WIOA will still be in a solid financial position at the end of the year.
- If two or more of the conferences need to be cancelled, then the financial position becomes a lot tighter. The staff and Board have already done a lot of scenario planning and will continue to work very hard on managing the finances in the coming months.

MOTION: “That the Treasurer’s Report including the WIOA Inc Audited Financial Report be accepted as published and distributed, noting a closing total cash balance in the WIOA Incorporated account of \$23,481.17”.

Moved – Darren Sharman; **Seconded** – Sally Shepherd;

CARRIED

3. President & Secretary Reports

President’s Report:

WIOA worked through another disrupted year dealing with the ongoing uncertainty and challenges presented by the COVID-19 pandemic. After an optimistic start to 2021 with lowish case numbers, things changed rapidly and we were forced once again to reschedule many of our face to face events. Both the NSW and Victorian conferences were postponed to late in the year and ultimately were not able to be staged.

Pleasingly, with support from our Queensland Advisory Committee members and a host of volunteers, the Queensland conference was the only major event that ran in 2021. The majority of WIOA’s staff were unable to attend due to the closure of the Queensland border in the week prior to the event, it was the outstanding support of our members, volunteers and exhibitors that allowed the event to proceed. Although like many others, I was unable to attend, all reports and feedback received was that the event was well attended and was a resounding success.

We will rely on continued support of all the organisations who allow their staff to attend and share their knowledge and experience, introduce new technologies and build their networks as we move forwards through 2022. A big thanks goes out to all sponsors, exhibitors and Corporate Members whose continued support has been outstanding through multiple event postponements and cancellations. Challenges we hope are now a thing of the past.

I would also like to acknowledge the fantastic work done by the WIOA staff. Their commitment through another year of disruption and change, plus dealing with additional work generated in rescheduling events must have been frustrating when so much time had already gone into planning each event. On top of that, several completely new processes and systems were implemented to ensure that we met all the requirements of our COVID Safe event plans. They deserve a pat on the back for demonstrating WIOA’s commitment to protecting the health and welfare of all our stakeholders.

Despite another year of limited face to face interaction and engagement opportunities, it was fantastic to see WIOA's membership numbers increase by 3.2% from 4296 to 4435 by the end of the year. This is a great outcome and we hope that this support will continue as we move closer to some sort of "Covid Normal" through 2022.

I pass on my congratulations to all those who put their hand up for a position on the General Committee as well as everyone associated with our state based Advisory Committees. With no opportunity for interest days or other events, the Advisory Committee members took on responsibility for managing most of the webinars under the WIOA Talks banner through 2021. There were some excellent and very interesting presentations delivered. The contribution of members to WIOA through volunteering their time and expertise is always greatly appreciated. Like everyone, I'm looking forward to the day when things settle down again and I hope to be able to catch up with you all at an event in 2022.

Secretary's Report:

A comprehensive report on behalf of both the President and Secretary (MD) along with the WIOA Ltd Chair was included the Annual review and outlined the WIOA activities undertaken in 2021.

Secretary George Wall provided a summary of the significant events of 2021. In particular, the maintenance of Membership numbers even with the pandemic, the range of services and events made available to Members and some of the issues facing WIOA into the future were noted. A pictorial summary of the activities undertaken by the Association during the past year was also presented.

MOTION: "That the President and Secretary/MD Reports as published in the 2021 Annual Review" and communicated at the AGM be accepted".

Moved – Peter Tolsher;

Seconded – Nick Swain;

CARRIED

4. General Business

Election of 2022 Committee:

President Mark Samblebe declared all Executive and Committee positions vacant and passed over to Vice President Sally Shepherd to confirm the election of President.

At the close of nominations, there was one nomination received for **President**:

Mark Samblebe Nominated by Brooke Samblebe Seconded by Jillian Busch

Mark Samblebe was confirmed as President.

Sally then passes control of the meeting over to Mark to stage the remainder of the elections.

At the close of nominations, there was one nomination received for **Vice President**.

Sally Shepherd Nominated by Andrew Krol Seconded by Linda Brook-Franklin

Sally Shepherd was confirmed as Vice President.

At the close of nominations, there was one nomination received for **Secretary/Treasurer:**
George Wall Nominated by Peter Tolsher Seconded by Ryan McGowan

George Wall was confirmed as Secretary/Treasurer

The following members were deemed to be automatic inclusions onto the General Committee as the nominated representatives of the five State based Advisory Committees:

Alan Butler	Representing the WIOA NSW Advisory Committee
Robran Cock	Representing the WIOA South Australian Advisory Committee
Stephen Westgate	Representing the WIOA Tasmanian Advisory Committee
Anthony Evans	Representing the WIOA Victorian Advisory Committee
Colin Haynes	Representing the WIOA Queensland Advisory Committee

Unfortunately, Colin has had to step down as Queensland Chair due to work and personal commitments. The Queensland Advisory Committee meets in May and will nominate a replacement then.

At the closing date for nominations the Secretary had received 5 nominations for the 5 **General Committee** positions. As the number of nominees did not exceed the number of vacant positions, the following members were confirmed as elected.

Committee Nominations:

<i>Ryan McGowan</i>	Nominated by Anthony Deith	Seconded by George Wall
<i>Grant Waite</i>	Nominated by John Day	Seconded by Peter Tolsher
<i>Jillian Busch</i>	Nominated by David Barry	Seconded by Heidi Josipovic
<i>Elise O'Keefe</i>	Nominated by Nicole Wallace	Seconded by Stephen Burns
<i>Heidi Josipovic</i>	Nominated by Adam Carty	Seconded by Jillian Busch

President Mark thanked outgoing Committee Member in Bill Collie

Appointment of Auditor:

Under the Associations Incorporation Reform Act 2012, the Members are now able to determine and vote on whether they wish to have an independent review of the accounts of the Association.

This issue was discussed at the Committee Meeting on 8 February 2022 and the Committee recommends that in the interest of good governance, we should continue to have the WIOA Inc accounts audited.

A vote was held which indicated that the accounts should be audited.

WIOA Incorporated & WIOA Limited both used Shepparton company Goulburn Murray Audit Services (Stubbs Wallace) as auditor in 2021.

MOTION: "That the Members of WIOA Inc require an independent audit of the accounts and that Goulburn Murray Audit Services from Shepparton be appointed to undertake an independent audit of the WIOA Inc accounts for the 2022 year".

Moved – Al Butler; Seconded – Anthony Evans; CARRIED

Business from the Floor:

As there were no other items of General Business, the President declared the AGM closed.

Meeting Closed at 2.47pm.