



**Australian Medical Association (Victoria) Limited (AMAV)  
Medical Society of Victoria Inc (MSV)  
Minutes of Annual General Meeting**

**Date and Time:** Tuesday 19 May 2019 at 6.30pm (meeting held by Zoom)

**Venue:** AMA Victoria, 292 Royal Parade, Parkville

**Present:** 31 ordinary (voting) and 3 student associate (non-voting) members as per the Attendance List.

**Apologies:** Dr Shahbaz Sendi, Dr Andre Wannenburg, Dr Michael Aizen, Dr Jill Tomlinson, Dr Lorraine Baker, Dr Phil Jacksa, Dr Vinay Lakra and Dr Barbara Robertson

**In Attendance:** Mr Steven Burrell (AMAV CEO and Returning Officer)  
Mr Peter Goffin (AMAV Company Secretary/Chief Governance Officer)  
Ms Katie O'Connor (AMAV Events Manager)  
Mr Lewis Horton (AMAV Communication Officer)  
Mr Mathavan Parameswaran (External Auditor, RSM Australia)

**1. Welcome**

The Chair (AMAV President, Assoc Prof J. Rait) welcomed everyone to the meeting and paid his respects to the traditional owners of the country.

**2. Virtual Meeting Rules of Participation**

The Chair summarised the Rules of Participation which had been posted to the AMAV website meeting link and emailed to members who had registered to attend including how and when to observe/listen, ask a question, make a comment and vote on a motion and what would happen if there were technical issues.

He noted that all motions had been pre-loaded into the webinar and would be displayed before voting took place and reminded Student Associate members that they had no right to vote.

He then gave members an opportunity to ask questions but there were none.

### 3. **Quorum and Proxies**

The CEO declared a quorum present, read apologies and summarised proxies as follows (details being available on request):

The President, Ass Prof J. Rait	2
The Vice President, Dr Roderick McRae (also present)	13

### 4. **Confirmation of Due Notice**

The CEO confirmed that due Notice of the Annual General Meeting which had been posted to the AMAV website meeting link had been given in accordance with the requirements of the Constitution.

### 5. **Minutes of Last AGM**

Members **resolved** (82% for, 18% abstained) to adopt the draft minutes of the last Annual General Meeting held on 28 May 2019 as a true and correct record of that meeting.

### 6. **President's Report**

The President summarised the key AMAV achievements and issues during his last year in office including:

- Industrial Matters – The Enterprise Agreement has been ratified and all outstanding issues in the Compendium Dispute resolved except Long Service Leave which is to be arbitrated.
- Public Hospital Crisis - The 'perfect storm' of the pre-pandemic blowout in public hospital elective surgery lists, coupled with the impact of the pandemic, including greater economic stress which may lead to an exodus from private health insurance, will then place greater pressure on the public health system. A government strategy is required to address the situation and at his recent appearance at the Estimates Committee, the President stressed that improving communications with General Practitioners would assist.
- Mental Health Royal Commission – The detailed AMAV submission to the Mental Health Royal Commission.
- Safe Injecting Facility – The end of the trial for a safe injecting facility and AMAV's ongoing support for the program.
- SafeScript – Advocacy for practitioners in relation to issues over the implementation of SafeScript with an exemption being granted for public hospitals and the government showing leniency during the pandemic crisis.
- Bushfire Support – The financial support given by the Victorian Medical Benevolent Association for doctors in distress as a result of the bushfires.

- COVID-19 Crisis – The almost constant dialogue with and support provided to him by the AMA Federal President and Vice President, the Australian Chinese Medical Association of Victoria and Dr Allen Cheng from the Alfred Hospital in relation to the COVID-19 crisis.

The President ended by expressing his gratitude to the AMA Federal President and Vice President, AMAV Board members, the Council Chair, the CEO and the staff of AMAV for their excellent support and encouragement throughout his term as President and his wish for AMAV to enjoy continuing success in the future.

## **7. CEO's Report**

The CEO summarised the year for AMAV in terms of the wins in health policy, improvements in member services, enhanced efficiencies in AMAV operations and real progress in its wider strategic goals, including the aim of first stabilising and then strengthening AMAV finances.

He noted the financial goals underpinning this aim were to break even financially in 2019, generate a sustainable surplus of 2 per cent of revenue within three years and achieve 5 per cent membership Growth in 2019.

He highlighted aspects of the 2019 financial results which were summarised in the Finance Report 2019 posted to the website including:

- A surplus of \$1,916,665 (\$16,665 after adjustment for the gain on revaluation of land and building).
- The operational budget in 2020 projected to record a small surplus, reaping the benefits of strategic decisions implemented in 2019.
- The goal of 5% overall membership growth in 2019 was close to being achieved, rising 4.6% (including student associate members) due to better targeted marketing and more enhanced member communication and services and strong membership growth experienced during the pandemic.

Other highlights included:

- The approval by members of a new Constitution.
- The creation of new vocational subdivisions to help revitalise engagement with members.
- The highly successful Medical Careers Expo which attracted more than 1,000 participants.
- The inaugural annual AMA Victoria Awards night, which was a very successful event.

## **8. Annual Financial Statements**

Members **noted** the Annual Financial Reports for AMAV and its controlled entities including MSV for the year ended 31 December 2019 including Financial Statements, Directors' Declaration, Directors' Report and Auditor's Report.

The Chair invited comment on the Statements from the auditor, Mr Parameswaran from RSM Australia who noted in particular the open and transparent attitude of management in the conduct of the audit.

Before moving to adopt the Statements, the Chair invited questions on the Statements from members but there were none.

Members **resolved** (96% for, 4% abstained) to adopt the Annual Financial Reports for AMAV and its controlled entities including MSV for the year ended 31 December 2019.

**9. External Auditor for FY2019**

The CEO advised that RSM Australia Pty Ltd had performed well as external auditors and had rotated their audit partner in accordance with best practice auditor independence rules for listed companies.

Accordingly on the recommendation of the AMAV Board, members **resolved** to appoint RSM Australia Pty Ltd as external auditor for the year ended 31 December 2020 (91% for, 9% abstained).

**10. Member Questions on Notice**

The Chair read out the following questions on notice received from a member:

*What action has AMA Vic taken with regard to refugees and asylum seekers held in indefinite detention by the Commonwealth of Australia in Victoria?*

*Has AMA Vic acted to seek medical care for the refugees and other asylumseekers brought to Melbourne, from detention in New Guinea, under the MediVac scheme? They have not received the medical attention for which they were brought here. Those in MANTRA HOTEL live in prison conditions at risk for Covid-19, as seen recently on television?*

The Chair noted that refugee detention was an area of great concern to AMA and had been discussed fervently at the Federal Council. AMA has publicly opposed indefinite detention and has also engaged in advocacy on particular issues including refugee cases and the Mantra Hotel conditions which had been raised with the Federal Health Minister. Although technically the matter was a Federal issue, AMAV has been working closely with Federal AMA in relation to it.

**11. Member Questions without Notice**

The Chair then opened the floor to members to ask questions and make comments.

Dr Segal raised concerns about the progress on development of subdivisions as a mechanism for member engagement noting that the boundaries of geographical subdivisions are in need of revision.

The CEO responded to the question. He confirmed that the subdivision elections had been postponed due to COVID-19 restrictions and

associated member priorities but that AMAV had invited the new vocational subdivisions to install interim chairs so they could 'hit the ground running'. He advised that progress on reviewing the boundaries of geographic subdivisions had also been affected by other pandemic priorities but that the matter would be addressed later in the year. Given the success of recent virtual AMAV meetings, AMAV would look at holding larger council meetings by virtual technology which may enable the election process to be reinstated.

There were no further questions or comments from members.

**Meeting Close**

The Chair closed the meeting at 7.05pm.

Confirmed as a correct record:

J. Rait  
Chair

Date



**Australian Medical Association (Victoria) Limited (AMAV)  
Medical Society of Victoria Inc (MSV)  
Minutes of Extraordinary General Meeting**

**Date and Time:** Tuesday 10 November 2020 at 7pm

**Venue:** By Zoom from AMA Victoria, 293 Royal Parade, Parkville

**Present:** 27 voting members and 1 non-voting member as per Attendee Report

**Apologies:** As per CEO's Report

**In Attendance:** Mr Steven Burrell (AMAV CEO)  
Mr Peter Goffin (AMAV Chief Governance Officer)  
Katie O'Connor (AMAV Events Manager)  
Frances Morrell (AMAV Stakeholder Engagement Manager)  
Lewis Horton (AMAV Communication and Advocacy Officer)

**1. Welcome**

The President as Chair welcomed everyone to the meeting and paid his respects to the traditional owners of the country.

**2. Explanation of Rules of Participation**

The Chair summarised the Rules of Participation which had been uploaded on the website meeting page.

In particular, the Chair highlighted that no other business was permitted other than that in the Notice of Extraordinary General Meeting, the confirmation of proxies for absent members at the start of the meeting, the means by which members could participate in the meeting and the restrictions on the use of the chat line.

**3. Quorum, Apologies and Proxies**

The CEO as Returning Officer declared a quorum present and summarised apologies and proxies as follows (details available on request):

The President or in his absence	23
the Vice President	
Dr Pearly Khaw	2
Dr Nathan Abraham	1

**4. Background**

The Chair summarised the purpose of the meeting as per the Notice of Extraordinary General Meeting to propose a special resolution to make changes to the Constitutions of AMAV and MSV as per the Statement of Explanation.

The Chair clarified that the key change that needed to be approved prior to the commencement of 2021 was the addition of a new Article which permits the conduct of meetings and elections using virtual or electronic technology in response to the COVID-19 pandemic. Whilst a number of other lesser substance changes were being considered as foreshadowed in the Explanatory Statement, these changes were not time critical and so would first be submitted to the Council in the new year for review and feedback. Revised versions of the Constitutions with only the key change had been uploaded to the website for the purpose of voting on the special resolution.

**5. Motion**

The Chair then put the motion for the proposed special resolution as per the Notice of Extraordinary General Meeting:

*That the Constitutions of Australian Medical Association (Victoria) and Medical Society of Victoria be replaced with the Constitutions that have been uploaded to the AMA Victoria website at the following link: <https://amavic.com.au/about-us/ama-victoria-board/extraordinary-general-meeting-2020>*

Proposed G. Segal Seconded J. Rait

Dr Segal, Dr Haikerwal and Dr McRae spoke to the motion citing the need for AMAV to follow best health and hygiene practices during the pandemic and the role of the Council in reviewing the non time critical changes.

**Carried** (46 votes being 98% in favour, including proxies, remainder abstentions).

**Meeting Close**

The Chair closed the meeting at 5.35pm.

Confirmed as a correct record:

J. Rait  
Chair

Date