

## MINUTES OF ANNUAL GENERAL MEETING

Held 17 September 2002

### MINUTES OF PREVIOUS AGM:

Unable to table minutes of 2001 AGM as tape did not work at all well. That is why it is critical to tape successfully this year.

### ISAAC PRESIDENT'S ADDRESS:

I would like to thank Sharon Lilly from Head Office for making a long trip out to Australia and for her presentations and workshops here.

In his absence, I would also like to thank Francis Schwartz for coming out from Germany and again presenting his sessions and his workshop this coming Saturday. There are still places left in that workshop and it would be good if we could fill the whole lot.

In no particular order of importance or otherwise I would like to just briefly run through a few things from the year's activities, and first up I would like to thank Tony Lydon, as Treasurer, for what has been an absolute dog-fight to get both the finances of the ISAAC back into order, and his efforts in administration over the past 12 months or more. It has been a difficult job and whilst we on the executive have not been as sympathetic as we could have been, I would like to thank Tony for his efforts on that now.

(Tape silence) .....talk about that a bit more later on in the meeting, but it is sounding very encouraging, and it looks like it will work very well for ISAAC in the future.

### Conference:

On the conference that we have just about come to the end of I would like to thank David Balsamo, Clive Sorrell and Stephen Frank as the Organising Committee for the Conference. On the conference itself, I know that it has been a bit difficult for some of our members; I know the cost has been an issue, and we will do a comprehensive debrief on the entire thing over the next month, and work out what worked, what didn't and what we need to change. It's probably unlikely that we will do it next year, seeing that the PLA conference is in Perth, and that could be an even bigger problem for us. I think that this conference in some ways has worked quite well. It has given us the opportunities for networking, and the opportunity particularly for outreach to allied professions is probably one of the biggest advantages of running a conference in conjunction with something like PLA.

**Membership:**

Membership is climbing slowly. I believe at this stage we are up to around about 170 members, and we certainly aim to push that up as far as we can and as fast as we can. Over the last two years I have promised to run a membership drive and I have found myself swamped in other things and I haven't done that. Because of the way the membership is structured it is a very difficult job to sell membership. After the end of the financial year people are paying a full year's fee for 6 months and that has been a problem. That has changed recently where I believe that if you pay after September 1, you get membership for the full year, which is a major step in the right direction.

**Certification:**

Also at the last conference we ran our first Certification exam, and there were a considerable number of hiccups in getting that all sorted out. The hiccups have still not been sorted out and I apologise for that. We tried to get a Certification exam ready for the conference this year, but we basically ran out of time. Martin Norris is heading up Certification for us now. I don't know how many of you know Martin, from Wellington Shire, but he has put in a massive effort to get it ready for this year, but unfortunately it was just too difficult. Most of you won't have seen the results of his efforts, but I assure you you will, probably within the next month.

**Insurance:**

David Galwey has been working on an Group Insurance deal for ISAAC members for the coming year that offers potentially impressive discounts for members of ISAAC on their insurance premiums, which could be a massive help to both those in business and ISAAC in terms of membership.

**Events:**

Probably the biggest one has been Arbor Camp with about 350 people attending. Arbor Camp was conceived by Phil Kenyon, Dave Balsamo and some others, and it was an amazing success. It has been since its inception, and this year's was no different. Dave Balsamo is also taking it to the International Arboricultural community and it looks as though we may be able to move in that direction in future. I would like to take this opportunity to thank Phil Kenyon for his driving efforts in getting Arbor Camp up and running and keeping it running. We hope that the focus of next year's Arbor Camp will be on Women in Arboriculture, and hopefully we will be able to make some headway in that area.

I would also like to congratulate Jerry Romanski for getting Tasmania's first Tree Climbing Championship up and running. It was the first one in Tasmania and I would also like to apologise to Jerry for the low levels of support that he got from us on the mainland. It happened at a bad time. The Kenyons were all in the Northern Territory and whoever wasn't in the Northern Territory was in the States competing in the Internationals.

**The Victorian Tree Climbing Championships:**

Again Phil Kenyon played a major part in that, along with a number of others - Peter Clark and Phil Kenyon were the main drivers there. We ran 42 competitors in an A and B grade system.

When Phil first mentioned this to me I said "That ain't gonna work", and I kept saying this right up until the time it did work. Very well. We were finished everything by 1.00pm or just after and that's the first time I've seen that in a Tree Climbing Championship. So once again Phil, thanks for that.

(Kia: There was also a Women's division, so that makes it an even more remarkable achievement.")

My apologies - there were three divisions - A, B and Women's, and congratulations to Kia for that.

#### **Australian Tree Climbing Championships:**

These followed the Victorian Championships and I would like to thank Rodney Page and Doug Sharpe for their efforts in getting that running. Also the support of all our sponsors, including NMIT - they did a brilliant job and it was a very good event.

Other events that were run were the Fungian Tree Workshop organised by the Melbourne Arborists Discussion Group and the ISAAC. It was a very successful event and I believe that it does point the way to the alliance that we can build with other organisations

#### **ISAAC Website:**

This is developing remarkably well thanks almost entirely to the efforts of Craig Hinton. I believe that the Website will be a major tool for dissemination of information, as it possibly already is at the moment, and Craig's efforts in that line have been absolutely outstanding. It's a great site and it is up to us to get Craig enough content to keep it running. So we all need to hit the word processors and keep the content flowing to Craig.

#### **Executive:**

Two members of the Executive are retiring - Jerry Romanski is retiring and Hugh Taylor is also retiring. Jerry is going on to further studies and taking the smart option of clearing the decks before doing it. Hugh Taylor has landed some seriously large contracts in his part of the world, and is up to his eyeballs in work. I would like to take the opportunity to thank them both for their time on the Executive this year.

That concludes my section of this. I would like to call upon Tony Lydon to present the Treasurer's Report for ISAAC.

#### **TREASURER'S REPORT:**

We have had year of difficulty getting the computer to behave itself. You can see now in front of us we have a copy of the Profit and Loss and Balance Sheet, which a very expensive accountant has helped us with.

I'll move on to talking about some of the figures in that, but first of all the bottom line is that our financial position has considerably improved since our last set of accounts. How has this come about? First of all, we have lived within our means. Even perhaps the difficulty I had during the year trying to explain our accounts to our Executive and people who have read the minutes on the Website will realise that that has been an ongoing contentious issue. At least I think not knowing how much we could actually spend has caused us not to spend all of it, and that has been a very good thing. The second factor in the positive nature of these accounts, is that there has been an important change in accounting policy. If you remember last year the accounts were an unaudited set of accounts. We weren't certain how far in the red we were, and we weren't even sure if we were actually bankrupt or not, and in some ways we preferred not to find out. We sold some life memberships, and kept the thing going with personal funds and then we got into the next year's income, and so at that stage the accountant who audited our books chose to have a system for our membership which, if you recall, starts in January and goes through to December. So at the June accounts he apportioned the income we had already received (say for example, someone joined in March), he only took up took up half of the Chapter dues, because we hadn't in fact earned that money for all the tax year.

To explain in lay terms - The year starts in January. We took financial dues for the calendar year, but we split them in terms of the financial year so that last year's income was only taken up as income for the amount which was apportioned before June. So this year's income shows us not only what was apportioned after June last year, but the dues we have now taken up from January onwards for this year, and we haven't reapportioned after June of this year. So a third of our income for this year is a larger amount than it might have been. So we changed the accounting system, and this year's figures have gained a benefit because of that. If we stick to this system we won't go backwards in future years because the same number of people hopefully will rejoin every year and the membership will grow, so we don't need to worry about how we are going to service the last six months of the year in terms of memberships, particularly now that you can join after 1 September and benefits are derived for the whole of the future. So this year only there is a blip in the figures. After this time we will go back to a more stable norm and that's one of reasons why we have done so well this year.

I will now move on the Profit and Loss and Balance Sheet. I will try to anticipate people's questions. I know that there are varying degrees of financial understanding in the room. Perhaps if I'm allowed to go through it, and finish the last of my Treasurer's report, if there are any more or specific questions, we will save the questions until the end.

If you refer to the Profit and Loss - items I have got notes on.

- (1) Income from Training income. It wasn't only \$313.00 - that's the Training Income external to the Conference and it's actually items we have sold since that time.
- (2) Income from Apparel and Publications.
- (3) We've got International Dues and Airmail collected. We've had income from Seminars and \$7,267 from Donations.

That's a large amount of money, and that's mostly based up from donations (so called) from Tom Greenwood and everyone who helped Tom to the go to the ICCC. We could have called that sponsorship, but we actually called it a donation simply for Tom's tax benefit, etc. So it was a purpose given donation, and then it was expended in an travel expense.

We've got some Student dues and some ISA refunds. With apologies to Sharon, I have never quite worked out how the ISA works. We discover more refunds all the time. I must say it's mostly beneficial, and it's great to know that the ISA is doing so well and is financially strong. They keep giving me refunds for things I didn't know we were going to get. Most recently for Student memberships.

Chapter dues \$19,662 - realistically that's only about \$16,000, but we've got a benefit that's come from the accounting process that we followed previously.

Other Income - we see that the ATCC had raised \$1,054. That's actually a net amount, that's how the accounting systems work. With the computerised accounts, you can almost make them how you like. With these accounts we make them net accounts and expenses go into the same account, so that at the end of the year members can see what the profit was. So without taking into account postage or other administration expenses etc. you can actually see the return from these, and you can see that there is no expenses set against those particular codes later on. The VTCC also made a profit on this, and Arbor Camp. Now this figure for Arbor Camp is actually part of income which came in after June last for last year's Arbor Camp and also the Sponsorship for 2002 Arbor Camp with came directly to the administration office. This does not actually include any of the ongoing ins or outs, debtors or creditors, from this year's Arbor Camp. Burnley Student Association is helping us with that and we haven't had a resolution with these figures at this stage.

There is also an abnormal income from the year 2001 - I know how it got there, but I am not sure how it was missed, but in our previously audited accounts after June we suddenly found some other income which we received for some purpose and so I wanted to make sure that the accountant showed that this was not income we had earned this year. I think it was a sponsorship or similar for a previous conference which we hadn't collected.

Cost of Sales: Purchases - Apparel and Publications.

Expenses: Bank charges are large due to the amount charged by the bank for credit cards.

Board meeting: I think was at Rawson - part of the Arbor Camp.

Conference and Seminar costs: Last year's conference did not make a large profit but it broke even.

Depreciation: Is an expense on our climbing equipment. We've got an asset in the climbing equipment. Although we were given a computer a year ago, it is still sitting in a corner of the office, as all the software is still loaded on my computer.

General Expenses were abnormal expenses. Most of that amount was a debt we owed the USA for books some years ago which were to do with the Gillman seminar, and so that's been taken up as an abnormal expense here rather than putting with goods, and the other part of the abnormal expense was volunteering to pay Roy Cody for some trophies, so it did not appear as an ATCC expense as it was not for this year.

International Dues: The expense of the International dues is far less than the income for the International dues. There are a number of reasons for that. Part of it is the USA's occasional refund and the other part of it of course is the exchange rate. We charge our members at a certain time of the year and memberships are paid using a Visa card and the exchange rate is extremely variable. Sometimes its good and sometimes it's not so good. But generally we anticipate a fall in the Australian dollar and we charge more for membership, and the Australian dollar has done reasonably well, so that means that on our accounts here we are shown as making a profit from our International dues. That probably needs to be explained to the Tax Office as a refund from the American, otherwise there are all sorts of GST implications, etc. The accountant is happy with the concept. Apparently it is not unusual for this to happen.

Profit for the year: \$24,477.

Balance Sheet: ANZ showing overdrawn by \$5,300. We weren't actually overdrawn - we don't have an overdraft facility, but because we had written cheques. We are still running two bank accounts - we should only run one.

There is also \$380 is a Student Account - in a separate account. This was cash raised at an auction in Brisbane and this money will have to be dealt with, and if we are going to form a genuine Student society we could start them off with that, otherwise put it into general funds.

Trade Debtors: As at June we were owed \$20,000. We are now down to about \$12,000.

We've got plant and equipment which was worth \$5,500, with accumulated depreciation of \$2,000, so the value is \$3,385.

We have a Formation Asset. I questioned the accountant when I was going through this with him. That's just the value of the Company - it's not really anything we can actually sell to anybody, but it goes in the books and that's an artefact of the accounting method.

Liabilities: We did owe at June about \$9,000 - most of that money is owed to me now, mainly because it was paid to the USA for publications and updates of memberships and that sort of thing. I have to get that in, because in the past people have not been happy that it takes 30 days to pay a bill out of the ISA office. There aren't any other creditors other than those we know and who are friendly to us.

GST: This is good news isn't it. Having spent a year worrying about if we are legally registered and what should be done, it turns out that the Government owes us \$317. They are less likely to want to find us if they owe us money.

Trauma Fund Liability: This is considered a liability. This was money raised from auction etc. at Arbor Camp.

We are just about at the breakeven position to go forward.

I would like to note in the Treasurer's report that I think it is important to formalise responsibility with respect to outside organisations. We have a lot of people wanting to help us, sometimes it appears that we are saying go away because you can't help us unless you do it our way. Particularly for accounts, particularly with decision-making, particularly with who is responsible for insurance and all sorts of other things. I just want to state publicly that I think we need to get those protocols tightened up and unfortunately that might mean that some people don't have as much energy to help us, but otherwise it's going to come around and bite us. The people from Burnley Students' Association aren't going to be happy to hear from me when I go back to them and say well, where are those Tax Invoices, who did you collect GST from, who did you pay GST to, because the accounting paperwork is not there. I am leaving it in their hands and I am sure it will work itself out and they will have to charge us some more for doing all of that paperwork, but it's almost impossible for two different parts of an organisation or an association to do paperwork, particularly with the GST legislation as it stands. So it is my opinion that we should work with the other organisations, but we need to make sure that there is a very clear pattern of communication. It is very easy for our executive to discuss expenditure, particularly if we know there is some money in the bank, and we want to say to David, for example, go to the Board of Directors meeting in the States.

We can do that, but it is far harder if we are trying to keep track of who is using our ABN for what's an IOU and what's a donation in kind, etc.

Our recent events have been well run and profitable, but I don't feel comfortable that there's a proper protocol in place, so I think that we need to make sure that there are no unexpected future losses, which we of course have had in the past.

There is a balance in allowing people to help us and the risk we take from doing that.

Administration items: We are currently taking membership for 2003 and membership should be in the vicinity of 170 shortly.

Administration we hope will move very soon, and continuity is important.

## QUESTIONS:

*Jenny Boyer:* Tony the conference and seminar costs \$30,000 on P & L statement and then down further there is travel and accommodation allowance for nearly \$10,000. Can you tell us what the travel and accommodation was for? That wasn't in the conference costs?

*Tony:* No that wasn't in the conference costs. \$8,000 of this was for Kia and Tom to go to the USA - part of the other would have been for David to go the USA, but I am not sure if that was in this financial year or last financial year, but whatever the figure shows, it is a genuine travel and accommodation cost.

*Jenny:* The administration expenses for nearly \$22,000. Does any of that include costs incurred by people such as Clive undertaking secretarial work, or is that all accounting.

*Tony:* There are many people who contribute time and energy which saves ISA lot of money. Clive is obviously doing the minutes, but nothing is paid to Clive. Another big one which has helped us in recent times is the people who are producing the Newsletter. The Chapter budget contains a whole bunch of expenditures but no reimbursements for phone calls, postages etc. have been claimed, so people are still dipping into their own pockets to try to keep things ticking along.

*Jenny:* So Tony can I confirm that the administration expenses of \$22,000 are costs incurred by your office?

*Tony:* Yes, basically. It doesn't cover phone calls, but does include expenditure for printer cartridges and those sort of things.

*Jenny:* One final question on the Balance Sheet - Trade Debtors. Can you give us an idea who makes up that \$20,000?

*Tony:* Some of this is made up of Tax Invoices sent out to Councils etc. for fee renewals. Those debtors are now down to \$12,000.

*Mark Hartley:* Tony you mentioned that membership is being apportioned in terms of a monthly basis. You also mentioned that there are a number of life members. Has life membership been apportioned or has that been included in a lump sum? In other words those members are going to receive benefits for a number of years to come. Have they been apportioned or are they listed in one lump sum?



*Tony:* There have been no life members join this year. We had hoped that there would be four of them, but nobody has come forward with the money to become a life member. I believe that from the previous set of audited accounts they weren't apportioned, but from now on none of the dues will be apportioned - they will be taken up as income at the time they are received.

*Phil Kenyon:* Tony I am please to see that the Trauma Fund Liability is a sum of \$4,000. I am wondering where you got that figure from? My memory is somewhere in the order of \$2,000 plus.

*Tony:* I can't tell you where I got that figure from. I would probably have asked you. It must have been in some of the notes to do with closing the bank account previously. If that figure is wrong, it is an accounting exercise to reduce that liability.

*Phil Kenyon:* That figure should have come from Jeanette Thyer's figures from the Arbor Camp prior to this years.

*Roger Greenwood:* That should be the case. The statements from that account should state the exact value and I do recall it being around \$2,000. I'd like to think that I raised \$4,000 at the auction, but I don't think I did.

*Tony:* That's a good point then. In terms of acceptance of these as the Chapter's accounts I don't think you need to change anything. We just need to let our members that the amount which has been put into the Trauma fund in fact may not be that much.

*Phil Kenyon:* We all raised money to send Tom and Kia to the competition, but as I understood it sponsorship money was paid in to cover their air fares. When the time came it appeared that that money wasn't available. I did not really understand why it wasn't there.

*Tony:* This goes back to the issue I raised previously about the nature of communication. Who organises what, what they say the money is for and where the money actually does go. I understand it was repeated to competitors at the ATCC that sponsorship was going to pay the air fares. No one ever told the Treasurer that so the accounts show income from the TCC as being positive, but the money was not put into a liability as a prize. Independently and separately from that we had budgeted \$1,500 to send one person overseas and then when that proved not to be enough, that's when the idea came up to hold an event to raise those funds.

The amount raised was just over \$7,000 and we rounded it up by the \$800 or \$900 difference. So in fact we only spent \$800 or \$900 of the budgeted amount for ISAAC funds and the rest came from that particular event.

*Phil Kenyon:* I guess that problem has been overcome this year by the companies holding the money themselves and they don't seem to trust us to manage it and offering to provide an air fare. I believe companies have offered air fares.

*Tony:* As Treasurer I have no knowledge of that. It is highlighting the point I was making that executive doesn't always know exactly what the financial arrangements are.

*David Balsamo:* Tony regarding that \$4,000 Trauma Fund. If that money was derived from the account here in Melbourne, then I recall figures in the vicinity of \$2,200 and about \$1,800 taken on the weekend, but it's too nice a round a number I think.

*Tony:* We are chasing this up about a year and a half later. I think when that account was closed it had something like \$6,000 in it. What I simply need to do is reduce that liability down to \$2,200.

*Kia:* I just want to make it clear that the donation of \$7,000 paid for Tom and I to go overseas. The ISA was roughly \$800. Regardless of whether one or two people go to the ITCC \$800 is simply not enough, and it took 24 volunteers to send us overseas. And whilst we can thank each other I think for the ISA Australia we need to pick up our act on that level to send people to represent the country at a World Championship. It may not mean a lot to some people, but it means a lot to those people that are there, so just something for the executive to consider, to ensure that there is money there for that person who people who win the competition to go and represent the country.

*Tony:* It is a balancing act as to what we spend our money on. We need to find more sponsors and more ways of promoting the ISA.

President: At this point I would like to move a motion that the accounts be accepted as prepared

At this point I would normally have gone on to reports from other members of Executive Committee, but time is running too short for that. These things will be in *The Bark*. Basically they were to do with insurance that Dave Galwey is organising, the admin. expressions of interest that Craig Hallam was organising, and certification from Martin Norris.

At this point the Executive stands down and we will move into the election of the ISAAC Executive committee for the year 2003. So can I call upon Clive Sorrell to read the nominations for the Executive.

#### **NOMINATIONS FOR EXECUTIVE COMMITTEE:**

*Clive Sorrell:* 12 nominations have been received.

- John Canning, John Cobbett, Geoff Double, David Galwey, Roger Greenwood, Craig Hallam, Marcus Lodge, Tony Lydon, Martin Norris, Rodney Page, Doug Sharpe and Clive Sorrell.

Clive Sorrell has been nominated as Secretary.

Roger Greenwood wants to stand for President again.

David Galwey is willing to take on the task of Treasurer for Chapter, which is a great relief to all of us.

Because David will take on the rather onerous task as Chapter Treasurer, he wishes to relinquish his role as editor of the Chapter Newsletter, so we need someone else to solicit articles etc.

Absent members have submitted 15 proxy votes, so some members who are present will have voting right for more than one person.

All nominated members elected to Executive.

Discussions re change to Constitution regarding extending length of term of President took place.

*Craig Hinton:* Just from a procedural point of view I thought that the President elect was required under the Constitution to act as the sole representative of the organisation once the previous executive had been dissolved, in which case there probably needs to be a process in place for putting in a president-elect.

*Tony Lydon:* I think a lot of this can be worked out by the new executive meeting tonight. We have adopted this Constitution based on an American model and then we have actually moved from an Association into a Company so without knocking it it's more important that our Constitution is legitimate and correct from the Australian Securities Investments point of view than it is from the ISA and how we organise our own internal affairs. We need to work out who is actually a director from the ASIC point of view.

*Kia:* Do we need a President-elect as well? When and if you decide to resign do the members have some idea who is ready to step into that position? Has one of those executive nominees actually nominated for that position?

*Roger:* No.

*Craig Hallam:* There is a person standing for Vice President.

*Roger:* Is that on the nomination?

*Craig:* No. That person is Marcus Lodge.

*Kia:* This is the AGM and I would really like an Agenda next year, and I would also like more time allocated for this meeting, because I think it is quite unrealistic to think that we can get through some of the essential things that we as members and executive members need to discuss in the time that has been allocated.

*Clive:* All papers re AGM including agenda were posted to members a month before meeting, and also posted on Website.

## CONSTITUTIONAL CHANGE:

The motion now reads: That the Constitution be amended to state that President of ISAAC is eligible to stand for consecutive re-election to the office of President.

Seconded: Mark Hartley.

Carried.

## DISCUSSION ON ISSUES WHICH ARE OF CONCERN TO MEMBERS:

*David Balsamo:* Just a motion for the formation of a Standing Committee to provide protocols and administer funds for the Trauma Fund. We currently have some \$2,200 sitting in a Trauma Fund. This was initially established at Arbor Camp under the instigation of one Phil Smorman to assist persons involved in the industry who may be injured and who needed start-up funds to get back in their life. We have never put together a Standing Committee that can administer those funds, so we need to do so.

Seconded: Rodney Page

Discussion: *Phil Kenyon:* I support the motion. I have in front of me on the computer some notes about the discussion which Phil Smorman and I had re this Trauma Fund. I would fully support this motion providing Phil Smorman is made a member of that Committee.

Motion carried.

*Rodney Page:* Once Standing Committee has been formed and plans made members are to be made aware.

*Phil Kenyon:* I presume that one member of the Executive will now nominate to be the leader of that Standing Committee.

*Roger:* The new Executive will discuss that at the next meeting.

*Phil:* Wouldn't it be fair to ask Dave Balsamo to nominate.

*Roger:* David is not a member of the ISAAC executive.

*Craig Hinton:* Just a question on Committee's need. Need a member of the Executive be on the Committee.

*Roger:* No I don't necessarily believe that has to be the case. However the Committee needs to report back to Executive before making any issues of substance.

*Craig Hinton:* But people can be co-opted.

*Roger:* Yes, and I believe that the Executive cannot do a fraction of what needs to be done, and members need to be co-opted.

*Craig Hinton:* One other simple request. At the AGM last year I requested that an updated version of the Constitution be circulated to members. Can I reiterate that this time, and hopefully that can also form a core promise. I put a motion that the Executive review and update the Constitution and forward a copy to all members. I would prefer by mail, and posted on the Website by 1st January 2003.

*Craig Hallam:* There is no way that we can have the Constitution reviewed and out in that short period. It's just an impossibility. The legal blokes will take that long to screw it over. There are lots of things that have been minuted over a period of time, but never been changed.

*Rodney Page:* OK we can still commit to maybe a bit longer time, but how about we get what we've got up on the Website now. Save postage, and put it on the Web and then we can commit to a better time frame.

*Roger:* OK can we commit to getting the Constitution into electronic format and onto the Web within three months? OK, Mark Hartley has offered to retype the Constitution. Thank you. Craig, do you still want to run the motion you proposed.

*Tony Lydon:* I believe that there is also an extra-ordinary general meeting required to change the Constitution. There are previous changes which need to be typed in, and we think there will be further changes.

*David Balsamo:* Have we finished on this matter.

*Roger:* No the date needs to be decided for an up-to-date copy of the Constitution to be provided to members and I believe Craig Hallam is right in that it will take some considerable time for amending the structure of the Company as well.

*Mark Hartley:* I think we are getting the motion confused. It is an up-to-date copy of the Constitution. If there are amendments you need to make, then post them on the Web in a different colour, so that anyone can look at the changes in the meantime. Members have to know rules by which they are governed. It will be easy enough. It will be in Word format before the end of the week and it is just up to someone to attach that to the Website.

Craig Hinton's motion was seconded by Phil Kenyon.

Carried.

*Roger:* We can incorporate the changes made at this meeting and other AGM's in that time frame. In terms of the legal review of the document, in terms of the document's relationship to our existing business structure etc. that is a whole different ball game, and that needs to be sorted through in due course.

*Phil Kenyon:* I would like the Executive to form a sub-committee to undertake a membership drive, headed by an Executive member that has the time and will commit to having a real go at a membership drive.

*Kia Martin:* Just on the Constitution and the point that Craig made that it needs a really good looking at, I would like to see that happen before the next AGM so that we don't go another 12 months without having a solid Constitution for us to work with, and for us to come back next year and say that we ran out of time. It's not good enough any more to keep saying that, so I'd just like to reiterate that the Constitution does need to be looked at in depth, and the lawyers do need to go through it, and it needs to be actively pursued before the AGM.

*Craig Hinton:* My point was to incorporate what we already have changed in it. As far as reviews, I am happy to leave that to the Executive. But I agree with Kia, if it needs to be done, let's get it done.

*Mark Hartley:* I have something which is dear to heart which I would like to raise, and that is that we form a non-profit association for the purpose of raising funds for research. For the last two years I have ridden in the Tour d'Trees to raise funds for the Trust, and that money is ear-marked for Australian Research projects, and I basically have a philosophy and it's "pedal or pay." If you're not going to be riding next year, you had better be giving, because I am sick of riding and you Melbourne-ites getting the research funds but not contributing. Texas so far has contributed AU\$6,000 to research here in Australia. Melbourne has contributed \$600 in the same timeframe. We enjoy the learning and the experiences, but we should look at going deeper and contributing either by pedalling and raising funds or by donating funds, and to do that, ideally we do need a non-profit charity established for that purpose here in Australia. So can I put the motion that Executive establish a non-profit charity for the purposes of research.

*Tony Lydon:* Charities are non-profit. ISA is non-profit. Under our accounting regulations ISA is an organisation owned by its members, so we don't actually pay tax on our income. It's a mutual association under the Tax legislation, so it might be similar to the Trauma fund, or it might be a separate bank account, or it might be something entirely separate.

Mark is saying that a Charity is actually Tax deductible so other members not in the Association can contribute and claim a tax deduction. That's a valid point.

There are a number of things we need to do, and I think the new Executive needs to look at all of that administration structure, and put into place not just a membership drive, etc. but a protocol for all of these different things to be managed by the executive committee.

*Roger:* Mark Hartley, would you be prepared to attend to that on behalf of the executive?

*Mark:* I actually have the forms to be filled out by ISA. It is simply a matter of lodging it and along with the Constitution, it says that the money is to be used for research into urban trees, and it is as simple as that. It meets the requirements of the Act.

*Unknown Lady Member:* Just a question regarding the \$6,600 for research. Is that money being used for research in Australia at this minute? If not, and that money is available, who would decide how that money is spent?

*Answer:* The Research Trust or Tree Fund in America.

*Roger Greenwood:* Is there any requirement for the funds to be stored in Australia? Can that not be handled and dispersed in America?

*Answer:* That's probably a legal and technical question. It certainly doesn't make any difference whether the account is managed here or overseas. What we really want to see is research, and then we want to see that information disseminated and the application of that to benefit our industry both from an arboricultural and practical point of view in terms of climbing and rigging and those sorts of things.

*Tony Lydon:* There was a question raised a couple of years ago about whether it would be wise to have an Australian account in America in US dollars so that the Americans could put money into it and take it out again without having to exchange back and forth all the time. That is another thing which I think should be looked at as part of the whole thing. A lot of the money has been raised in the States and is still in American dollars it is pointless bringing out here and paying an exchange rate and then the next time memberships are due we send it back to the States. Maybe there is some way we can look at making sure we have an account at Head Office or our own account somewhere with an American Bank.

*David Balsamo:* I support the motion that has been brought by Mark. I would like to move and amendment that we form a Standing Committee to review all these technical procedures, etc. and put it all together.

Seconded: Roger Greenwood

Motion defeated.

*Phil Kenyon:* I think I still have a motion regarding the Membership drive.

*Craig Hinton:* Is it possible for an executive member to be responsible just for membership? Then they could co-opt people onto a committee.

(Indistinct speaking in background with name of John Cobbett mentioned).

*Roger:* The gist of what Clive was saying is that it was time the membership stood up and did something.

*Kia:* I was going to respond to that by saying that if the membership does nothing, then shouldn't we rely on the Executive to actually stand up and go forward, and not rely on the members who do nothing. That's my response to your response, Clive. It might actually motivate more members, and it might actually motivate members to do more.

(More indistinct speaking in background).

*Phil Kenyon:* I am happy to take on the role of a membership drive, but I want some support. I don't know the people in Tasmania very well, I don't know the South Australians very well. I do believe that we need more than a Victorian. I believe we need someone in each state to take on that role.

*Craig Hallam:* I am happy to pick it up and lead it providing I get some assistance from the members.

*Tony Lydon:* Just a general point for discussion. We all know the benefits of being an ISA member. In the past we have had many people involved with events and sometimes given a discount for membership. Do we want to have a discussion now about future events for ISA and what we perceive. What benefits of membership are we going to offer in the membership drive.

*Mark Hartley:* We watched a video not so long ago which said let's not re-invent the wheel - let's just decide what colour we are going to paint it. I believe that there have been some rather successful membership drives in the history of the ISA. We would probably do well to talk to the ISA about what they have done, what has worked, and what hasn't worked. One of the things which we have heard was certification, so we need to look at that. They had books which you couldn't get unless you were a member. A membership representative should liaise with ISA. Let's not spend hours tonight trying to make a round thing with a hub and spokes.

*Roger:* Just one thing on certification and membership. I believe that the same laws do exist in Australia - that we actually are in restraint of trade by demanding membership, but that is something that has to be clarified.

*Kia Martin:* Just on the membership thing. I am so behind the ISA, but it is one thing for everyone to want to go out and do the right thing, and it's easy to say that someone can just stand up and do it. The point is we all need to focus back into one spot and filter things through so that we get follow-through, stuff gets done and 30 people aren't hassling one person in the States for information because everyone is trying to do their own little bit. We need to filter through one person, who can then feed back to ISAAC etc.

It's about filtering information, disseminating information, getting people to be responsible for things. That's all I'm trying to suggest, is that there is someone we can all go to so that they can tie this all up together, because we are just running around like chickens with our heads cut off most of the time, but with good meaning. And what we really need is to bring this all together as an organisation and make it work from bottom up and from the top down.

*Rodney Page:* I agree Kia. We've got a president, a vice-president, secretary, treasurer. We have these titles - there are not other titles within the executive and because of that there is no one person. There is no one that the membership believe they can go to - there is no minister for new members as such.

Craig Hinton has just acknowledged that Craig Hallam is our Communications Officer.



Earlier we were talking about bringing the Arboricultural industry out to the rest of the world to rake up new members, and specifically women within the membership - the membership drive that we talked about earlier Kia, will deal with that. So we will run with that, you will be the executive's outside contact in that regard as well.

*Kia Martin:* The minutes of this will go into *The Bark* and onto the Website, so there will be actions to those minutes and timeframes and a call for members to assist and all that sort of stuff will be part of that and the members at large can actually get on board with some of these things that have been discussed, and assist wherever possible with that point of contact that they can go to.

*Phil Kenyon:* This year the Arbor Camp was a great success. I was disappointed that the executive met on the Saturday of the Arbor Camp when I felt pretty swamped by all that had to happen. I would fully support a meeting during the Arbor Camp, but with some warning so that we can program executive members to be available for these events. It was a bit hole in the organisation of it, to have some important executive members not available on that afternoon.

*Tony Lydon:* I was a very strong advocate for a face to face meeting during the year. The reason that the executive meeting was called during Arbor Camp was that most people were there, and it was a double-whammy. We should have another executive meeting at some other time during that year so that we can spend a whole day and focus entirely on administrative issues etc.

*Rodney Page:* It was said earlier that so much money is being left aside for expenses incurred by the executive and no one is taking advantage of it. I would now like to put in a claim for mobile phone expenses.

*Phil Kenyon:* I think that we as members should thank the Executive for the year's work. It is pretty hard work, and at times you get no thanks. So I would like to move a motion from the floor that we really do give everyone our heartfelt thanks.

*Craig Hinton:* A commendation to Mark Hartley for his efforts in the last two years on the Tour d'Trees and the other to Tom Greenwood to ensure that two climbers got to Seattle.

## **CLOSURE:**

Meeting closed: 6.45 pm.