

**INTERNATIONAL SOCIETY OF ARBORICULTURE – AUSTRALIA CHAPTER
(ISAAC)**

MINUTES
of the
ANNUAL GENERAL MEETING 2003

1. **DATE OF THE MEETING**
September 7, 2003

2. **VENUE OF THE MEETING**
Sir Donald Bradman Room, Adelaide Cricket Ground, Adelaide, South
Australia.

3. **CHAIR**
Sophie Thomson.

4. **MINUTES**
Clive Sorrell (ISAAC Secretary)

5. **COMMENCEMENT OF THE MEETING**
The ISAAC Annual General Meeting 2003 (AGM 2003) commenced at 5.05 pm.

6. **AGENDA ITEMS**
 - 6.1 Minutes of the Previous Meeting.
The Minutes of the ISAAC Annual General Meeting 2002, were tabled.

 - 6.2 Amendments to the Minutes of the Previous Meeting.
No amendments were necessary.

 - 6.3 Acceptance of the Minutes of the Previous Meeting.
Motion: That the Minutes of the Previous Meeting be accepted as tabled.

Moved by Doug Sharp.
Seconded by Clive Sorrell.
Motion carried.

 - 6.4 Matters Arising from the Minutes of the Previous Meeting.
No matters were raised.

6.5 Report from the President of the ISA-Australia Chapter.

Marcus Lodge, ISAAC President 2002/2003, outlined the following issues:

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- 6.5.1 Establishment of a new National Administration Office.
In January 2003, Port Secretarial Services, of Port Adelaide, was appointed National Administration Office for the chapter. All chapter related member services are now managed by this office.
 - 6.5.2 Chapter membership.
In December 2002 the ISA-Australia Chapter had 134 members.
In February 2003 the figure had dropped to 116.
In August 2003 the number of members had increased to 205 due to concerted effort by board member Craig Hallam who undertook a membership drive on behalf of the chapter. The President congratulated Craig and thanked him on behalf of the chapter.
 - 6.5.3 ISA Certified Arborist program.
The President congratulated board member Martin Norris for his efforts in establishing in Australia the ISA Certified Arborist program. Board member Clive Sorrell was also thanked for his efforts to 'Australianise' the vast Certification Examination Question Bank. In Adelaide on September 6, eleven candidates had sat for an ISA Certified Arborist examination for which Clive Sorrell was Proctor. In future the ISAAC Board hopes to offer certification examinations at all major chapter events.
 - 6.5.4 ISAAC Website; E-news; Chapter Newsletter ('The Bark').
On behalf of the ISAAC Board, the President of the chapter thanked and congratulated Craig Hinton for his excellent work at establishing and maintaining three different sources of information for chapter members and others: the ISAAC Website; E-news (to which anybody may subscribe at the website); and the chapter newsletter 'The Bark' which is distributed in the post to all members of the Australia Chapter.
 - 6.5.5 Arborist insurance program.
In conjunction with Fitzpatrick Insurance Brokers the Australia Chapter had established an insurance scheme adapted for companies involved with the Australian arboricultural industry. The President thanked and congratulated board member David Galwey for organising the scheme which is being gradually adopted by chapter members.
 - 6.5.6 Women of the Trees (WOTT).
The President thanked chapter member Kiah Martin and others for working to establish a Women of the Trees (WOTT) ISAAC sub-committee, chaired by Kiah.

6.5.7 ISAAC ArborCamp.

Members Philip Kenyon and Peter Clark were thanked and congratulated by the President for their long-term efforts and commitments with ArborCamp.

In relation to attendance, ArborCamp Victoria 2003 had been a resounding success having attracted about 300 visitors to the site. The Queensland Arboricultural Association (QAA) is now planning a QLD ArborCamp for September 2004 in liaison with ISAAC. During November 2003, the South Australia Society of Arboriculture (SASA) will present its second ArborCamp. This year the event will affiliate with South Australia Police to work together at a community project site at Iron Knob.

6.5.8 Tree Climbing Championships (TCCs).

In New South Wales, the state-based tree climbing championships were presented in conjunction with the GreenX event, and was successful.

About forty competitors participated in the Victorian TCC 2003. Five of these were among the six Master's Challenge competitors who vied in Adelaide yesterday for the Australian Tree Climbing Champion title.

Queensland's TCC was held last week and four competitors participated in this year's ATCC, in Adelaide.

6.5.9 ISAAC National Conference & ATCC 2003.

Two hundred delegates have registered for this year's Annual National Conference. This is a record number and an achievement that the ISAAC Board is justifiably proud of.

On behalf of the Australia Chapter, the President thanked the South Australia Society of Arboriculture (SASA), its members and its board for working so successfully in partnership with ISAAC to organise and present the conference and the ATCC. Special thanks were offered to Craig Hallam who is a board member of both SASA and ISAAC, and to Adelaide-based Michael Palamountain of the SASA Board. This partnership with a state-based arboricultural organisation was a first for the ISA-Australia Chapter and will set an example for future partnerships.

Sponsorship of the conference by industry is exceptional this year, as is industry support for, and participation in, the adjacent trade display. As an outcome of the ATCC yesterday, three individuals will represent Australia at the World Championships in the USA during 2004.

6.5.10 Concluding comments.

In concluding his Report from the ISAAC President, Marcus Lodge declared that the year 2003 had been one of building, improving, and consolidating the Australia Chapter. He urged the chapter's members to involve themselves in their chapter by assisting the board and by promoting ISAAC to others.

6.6 Report from the Treasurer of the ISA-Australia Chapter.

ISAAC Treasurer, David Galwey, tabled the following financial information:

ISA-Australia Chapter Profit & Loss Statement
July 2002 through June 2003

Income	\$	\$
International dues	43,920.00	
Australia Chapter dues	20,600.00	
Student dues	1,680.00	
Seminars	5,790.91	
Publications	1,720.23	
Sponsorships	7,799.01	
Group insurance scheme	5,159.51	
Equipment hire	763.64	
VTCC	834.50	
ArborCamp	1,800.00	
Merchandise sales	1,292.27	
Other	50.00	
<u>Total income</u>		91,410.07
Expenses		
Accounting	1,672.00	
Administration	14,696.86	
Bad debts	3,200.00	
Bank fees	946.45	
Conference/seminar costs	4,937.33	
Depreciation	225.00	
Equipment purchase	1,114.21	
Venue catering	502.73	
Insurance	378.77	
Insurance scheme	4,893.74	
Licence fees	1,054.00	
Office, copying, postage	2,170.60	
ATCC	3,493.73	
International dues	15,884.67	
Other	13,873.36	
<u>Total expenses</u>		69,043.45
TOTAL PROFIT		22,366.62

**ISA-Australia Chapter Balance Sheet
As at June 2003**

Assets	\$	\$
Bank accounts (cash on hand)	20,907.13	
Trade debtors	32,695.75	
Inventory	10,325.00	
Plant & equipment	3159.06	
Other assets	1,600.00	
<u>Total assets</u>		68,687.94
Liabilities		
Trade creditors	9,200.00	
GST owing	888.17	
Trauma Fund liability	2,200.00	
<u>Total liabilities</u>		12,288.17
Net assets		
		56,399.77
Equity		
Retained earnings	24,098.73	
Current year earnings	32,301.04	
<u>TOTAL EQUITY</u>		56,399.77

The ISAAC Treasurer received the following question:

- 6.6.1 Member Tony Lydon enquired about the Research Fund which had received money from a sponsored bicycle ride (or 'Tour des Trees') organised by ISAAC member Mark Hartley. The money was lodged with the ISA Head Office for their Research Trust.

According to Tony it was stipulated that the money be utilised for Australia-based research. He sought clarification that this would occur.

The Treasurer did not know the answer.

An observer at the meeting and conference speaker, Mr Dealga O'Callaghan from the United Kingdom, informed the meeting that money submitted to the ISA Research Trust goes into a general fund that the ISA Head Office distributes as it sees fit. Dealga stated that money raised in Australia for research in Australia must be retained here. The ISAAC Board may apply to the ISA Research Trust for funding but the application would be considered along with all other requests to the trust.

ISAAC member Adam Tom stated that his understanding was the same as Tony Lydon's, that any money raised by the Australian Tour des Trees would be utilised for research in Australia.

ISAAC Board member Craig Hinton confirmed that at last year's AGM 2002 Mark Hartley had declared that money raised by the bicycle tour would fund Australian research.

The meeting agreed that a task of the next ISA Board of Directors would be to seek clarification of the issue with the ISA Head Office in Chicago, USA.

6.7 Motions on Notice.

6.7.1 Motions to amend the ISAAC Constitution.

(These Motions were enclosed with the AGM 2003 documents distributed to ISAAC members 30 days prior to the AGM.

The ISAAC Constitution specifies that amendment motions will be determined by poll at an AGM.)

6.7.1.1 Motion 1.

To amend the Constitution to include:

Clause 21 - Amendments to the Constitution may be made by a resolution of Members at a General Meeting or Annual General Meeting, as per Clause 9.6.

Moved by Clive Sorrell.

Seconded by Craig Hallam.

Motion carried.

6.7.1.2 Motion 2.

To entirely replace Section 11 of the Constitution with the following:

(A) All members holding office in The Company must also be a member of the ISA-Australia Chapter and of the ISA.

The Board of Directors shall consist of the President and eleven (11) directors. All shall be members of The Company, elected at a General Meeting by the members of The Company and, as far as practicable, shall fairly represent Company membership across the nation.

(B) Directors will be elected for a three year term, with four Directors to be elected at each Annual General Meeting. In the first year, the President and three (3) Directors; in the second year four (4) Directors; in the third year four (4) Directors.

(i) To facilitate the transition to three year terms, at the Annual General Meeting where this resolution is passed the President and three (3) Directors will be

elected for three (3) years, four (4) Directors will be elected for two (2) years, four (4) Directors will be elected for one (1) year.

Which Directors are elected for shortened terms will be decided at the first Board of Directors' Meeting following this election by a call for volunteers or alternatively by the drawing of lots.

- (C) The President shall be elected for a period of three (3) years and shall retire from office at the end of the three year period at the AGM held in the President's last year of office.

A President cannot normally be re-elected as President after completing a three-year period of office as President but may be re-elected to another position on the Board.

A President can be granted an exemption from this limitation by a resolution passed at an Annual General Meeting by a simple majority of members.

- (D) The election of the President and other Members of the Board of Directors shall take place in the following manner:

(i) Any two members of The Company shall be at liberty to nominate any other member to serve as President or member of the Board of Directors;

(ii) The nomination, which shall be in writing and signed by the member and the member's Nominator and Secunder, shall be lodged with the Secretary at least fourteen (14) days before the Annual General Meeting at which the election is to take place;

(iii) balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;

(iv) If insufficient nominations are received by the Secretary to offer candidates for all vacant Board positions, nominations to make up required numbers may be taken from the floor of the meeting; and

(v) The Board will appoint from its members a Secretary, a Treasurer and a Vice-President at the first Board of Directors' Meeting following each election.

- (E) Any member of the Board of Directors may resign from membership of the Board at any time by giving notice in writing to the Secretary.
The resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice, when it shall take effect on that later date.
- (F) Any member may be removed from executive office at a general meeting of the Company but that member shall be given the opportunity at the meeting to present a case arguing against removal.
- (G) The question of removal of a member of the Board of Directors shall be determined by members voting personally or by proxy at a general meeting.
- (H) A Director who, without the consent of the Board, is absent from three (3) consecutive meetings of either the Board or of a sub-committee of which they are the nominated Director, shall by virtue of such absence, certified in writing by the Secretary, be deemed to have vacated that office.
Alternatively, by a resolution of the Board, a Director who is considered to be not performing their duties shall be given a warning and requested to fulfil their obligations to the Board.
Such a warning will be cited in the Minutes of a meeting of the Board and conveyed to the Director in writing.
A second warning within a six month period will be sufficient grounds for the Director to be removed from office by a resolution of the Board.
- (I) The ISAAC Board of Directors shall select from among their number one representative to sit on the ISA Board of Directors as Representative of the Australia Chapter. Tenure will be for a three (3) year period as stipulated in the ISA Constitution and By-laws.
- (i) This person shall be a member of the ISA and of the ISA-Australia Chapter (ISAAC) and will represent the interests of the Australia Chapter in dealings with the ISA and its affiliates.
- (ii) This person, when directed by the Board of the ISA-Australia Chapter, shall be required to attend meetings of the ISA Board of Directors, which are typically conducted in the USA.

- (iii) The ISAAC Representative must provide a full report to the ISAAC Board at the first meeting of the ISAAC Board that follows the attended meeting of the ISA Board of Directors.
- (iv) It is the responsibility of the Company to pay basic costs that enable the ISAAC Representative to travel to meetings of the ISA Board of Directors. Such costs will include an Economy Class return airfare, and, for the duration of the meeting of the ISA Board of Directors, accommodation and meals. Prior to travel, the Board of the ISA-Australia Chapter will develop a budget for expenses. Claims for subsequent expenses may be submitted to the Board of the Australia Chapter for consideration.

Moved by Adam Tom.

Seconded by Michael Rogers.

Motion carried.

6.8 Pre-notified questions from ISAAC members.

One month prior to the Annual General Meeting (AGM) the ISAAC membership was notified by mail that questions for the meeting must be received by the ISAAC National Administration Office, in written form, before September 3.

This approach was instituted by the ISAAC Board because the time available for the AGM is pre-defined and can not be spontaneously extended.

No questions for this meeting were received from members.

6.9 The incumbent ISAAC Board 2002/2003 relinquishes office.

All members of the ISAAC Board 2002/2003 stood down as required by the ISAAC Constitution. Their names follow:

Barkle, Ashley
 Canning, John
 Cobbett, John
 Galwey, David (Treasurer)
 Hallam, Craig
 Hinton, Craig
 Lodge, Marcus (President)
 Lydon, Tony
 Norris, Martin
 Page, Rodney (Vice President)
 Sharp, Doug
 Sorrell, Clive (Secretary)

6.10 Election of an ISAAC Board for the year 2003/2004.

The ISAAC National Administration Office had received the following nominations for positions on the ISAAC Board of Directors for the year 2003/2004:

Cobbet, John
 Galwey, David
 Hallam, Craig
 Hinton, Craig (for President)
 Lodge, Marcus (for President)
 Norris, Martin
 Page, Rodney
 Sharp, Doug
 Sorrell, Clive (for Secretary)

An additional three nominations will be solicited from members attending the meeting.

Ballot papers were distributed to ISAAC members at the meeting. The two nominated for the position of ISAAC President were asked to address the meeting, speaking on their own behalf. Following the addresses, members submitted their votes.

Craig Hinton was elected ISAAC President.

In line with the meeting's approved Motion 2 (refer to Item 6.7.1.2 C of these Minutes) amending the ISAAC Constitution, the newly elected ISAAC President shall serve for a term of three years.

The remaining eight nominated members accepted positions on the ISAAC Board of Directors.

Three more nominations, to establish twelve board members, were sought from those attending the meeting.

Member Ashley Barkle nominated member Ruth Thomas. This was seconded by member Adam Tom. Acting as her proxy at the meeting, Ashley accepted Ruth's nomination.

Member Steve Brown nominated member Brett Hamlin. This was seconded by member John Cobbett. Brett Hamlin accepted the nomination.

A third nomination did not occur.

The members of the ISAAC Board of Directors for 2003/2004 are:

Cobbet, John
Galwey, David
Hallam, Craig
Hamlin, Brett
Hinton, Craig (ISAAC President)
Lodge, Marcus (Vice President)
Norris, Martin
Page, Rodney
Sharp, Doug
Sorrell, Clive (for Secretary)
Thomas, Ruth

6.11 Other business.

6.11.1 Member Kiah Martin, Chair of the ISAAC Women of the Trees (WOTT) Sub-committee, nominated ISAAC Board member David Galwey as Board Representative on the sub-committee.

Member Rebecca Ramsden seconded the nomination.

The ISAAC President, Craig Hinton, explained that the ISAAC Board determines which members of the Board serve on chapter sub-committees.

The ISAAC Board will discuss the matter at a January 2004 meeting of the Board and determine whether David Galwey is willing to serve as Board Representative on the WOTT Sub-committee.

6.11.2 Member Phil Kenyon explained that ISAAC's annual national event, the Australian Tree Climbing Competition (ATCC), is usually prone to some failings such as insufficient equipment or judges, or unsuitable preparation of venue, or confusion about the roles of organisers.

Phil requested that the ISAAC Board ensure that total power for organising and presenting future ATCC's is vested in ISAAC members based in the particular state or territory hosting the competition.

The ISAAC Board will discuss Phil Kenyon's concerns during the January 2004 meeting of the board.

6.12 Close of the meeting.

The ISAAC AGM 2003 closed at 6.15 pm.