



31st Annual General Meeting

6.56pm Wednesday 21 May 2019

Australian Institute of Aboriginal and Torres Strait Islander Studies,
51 Lawson Crescent, ACTON ACT 2601

MINUTES

1. Notice of convening meeting

The meeting opened at 6.56pm on Tuesday 21 May 2019. In accordance with the Association's constitution, the President, Lyndall Ley, gave notice of convening the meeting. She acknowledged the traditional owners of the land and welcomed everyone, including long standing Members, past Presidents and Board members. Lyndall Ley introduced the Vice President/President-elect Robert Knight, Chief Executive Officer, Sue McKerracher, Nicole Barnes, Company Secretary and Ian McCallum, Parliamentarian for the Annual General Meeting.

52 Members were present which constituted a quorum. The President called the meeting to order.

Voting rights for Members voting in person were established. Proxies were received from 7 Members. The voting procedures were outlined by the Parliamentarian noting that the special resolutions relating to proposed changes to the ALIA Constitution must be passed by at least 75% of the votes cast by members entitled to vote on the resolution and who voted at the meeting in person or by proxy. In order to ensure the special resolutions were passed by the required percentage, voting for the special resolutions relating to Constitutional amendments was conducted by a show of hands and by use of a poll for Members attending via webinar.

2. Apologies

Apologies were received from: Margaret Galbraith and Jennefer Nicholson.

3. Minutes of the 2018 AGM

The draft minutes of the 2018 Annual General Meeting were available to members present at the meeting and had also been posted to the ALIA website.

Motion: That the minutes of the 2018 Annual General Meeting be confirmed as a true and correct record of the meeting.



Moved: Lyndall Ley

Second: Roxanne Missingham

Motion Carried.

4. Reports

a. President's Report

The President presented the following report:

ALIA, now over 80 years strong, continues to be a proactive and forward-facing organisation offering advocacy and support for members and for the library and information sector in general.

It has been my pleasure, as President, to observe the significant impact that libraries of all types continue to make on Australian society, at both national and local levels, and to see the many ways in which they positively influence and enable all Australians to fulfil their hopes and dreams for the future.

The Board continues to focus not only on the strategic plan, but on the long-term viability and sustainability of the organisation, as well as delivering value and benefit for Members. In 2018, the Board delivered, along with staff and Members, another year packed with opportunity, excitement, inspiring and educational events, powerful conference programs, and unparalleled advocacy.

The annual report articulated many ALIA activities and achievements, but I would like to draw particular attention to some of the highlights of 2018. The ALIA Board approved five major projects to pursue in relation to Indigenous matters, the presidential theme for my term. The projects, which have all commenced, are:

1. Finding ways to ensure more Aboriginal and Torres Strait Islander people are qualified for employment in professional library roles – and I'm grateful for all the scholarships and bursaries that have been on offer;
2. Initiating a review and revision of the ATSILIRN (Aboriginal and Torres Strait Islander Library and Information and Resource Network) Protocols allied with work on classification of First Nations' original material – and we must welcome the reinvigoration of ATSILIRN;
3. Supporting libraries and library and information professionals to acknowledge and celebrate UNESCO's International Year of Indigenous Languages in 2019 – there are some terrific stories coming to light;
4. Creating ALIA's first Reconciliation Action Plan – many thanks to Nicole and the staff, as well as Rebecca Bateman for bringing this to fruition; and
5. Producing guidance for libraries and library and information professionals seeking to improve library services for Indigenous people through the publication of a case study-based report (released in January 2019 and highlighting many exciting initiatives).



These projects are being undertaken by ALIA in partnership with LIS educators, National and State Libraries Australia, AIATSIS, ATSLIRN, the ALIA Australian Public Library Alliance, and other stakeholders.

Importantly, ALIA Directors have also stated their support for the *Uluru Statement from the Heart*, which aligns with the Association's objects and values, and, if adopted, would provide constitutional recognition for Australia's first peoples.

ALIA provided practical ideas for members to support the 70th anniversary of the Universal Declaration of Human Rights and offered scholarship opportunities to Aboriginal and Torres Strait Islander library and information science students to help encourage engagement of Aboriginal and Torres Strait Islander peoples in the library and information sector. ALIA was also welcomed as a civil society partner in the UNESCO International Year of Indigenous Languages and we are proud to promote the campaign as part of our 2018–2019 focus.

More than 600 delegates joined us on the Gold Coast at the end of July for the Asia-Pacific Library and Information Conference (APLIC). The event was held on the land of the Yugambah peoples, to whom we paid our respects and offered our deep gratitude for making us so welcome on their country. I found it to be a stimulating three days, based on the energetic conference theme of Roar, Leap, Dare.

ALIA Information Online, held in Sydney in February, was also particularly successful, with over 750 delegates and an amazing trade exhibition. There were some innovative ways of engaging delegates, as well as inspiring keynote and other presentations.

Much gratitude goes to everyone who had a hand in seeing these two major events come to fruition, especially all volunteers, plus organizing and programme committees.

It's at conferences like these that I realise how much we rely on partnership and collaboration across the library world. APLIC highlighted ALIA's international focus, partnering with the Library and Information Association of New Zealand Aotearoa (LIANZA) and the Library Association of Singapore (LAS), and welcoming speakers and delegates from all over the Asia-Pacific. Both conferences highlighted the importance of our industry partners, without whom many ALIA activities could not take place in the vibrant way they do.

The same message of engagement and collaboration resonated through the 2018 ALIA Leadership & Innovation Forums, which took place around Australia in the second half of the year. There were seven events, involving 32 different organisations and more than 300 participants. Following the Indigenous matters theme, issues raised included the lack of diversity in the library workforce, the need for more professionals from an Indigenous background, and the opportunity to develop new forms of resource description to provide valid and respectful ways of cataloguing collections of Indigenous materials.

I would like to take this opportunity to thank Directors of the Board for their commitment, their enthusiasm, and their willingness to contribute skills, thoughts, ideas, and precious time to ALIA. I would also like to commend CEO Sue McKerracher and the ALIA staff without whose initiative, creativity, hard work and passionate professionalism none of this would be possible.



b. Chief Executive Officer's Report

The Chief Executive Officer presented the following report:

From an external perspective, our major event in 2018 was the Asia-Pacific Library and Information Conference (APLIC), which fell outside former President Vicki McDonald's term of office but was very much driven by the theme of international affairs during her presidential year.

Alongside this event, we held the ALIA Asia-Pacific Sustainable Development Goals Summit, with more than 50 leaders from across the region. Incoming President Lyndall Ley introduced Indigenous matters as her theme from May 2018 and this contributed both to the summit content and to the 2018 ALIA Leadership & Innovation Forums as Lyndall has described.

Advocacy continued to be a primary function of the Association and during 2018, we participated in 26 meetings with government. We made submissions to 16 inquiries and reviews, we developed reports and promotional collateral, and we were active members of advocacy and lobbying groups for copyright reform, early literacy, digital inclusion, education and the book industry. Whereas in previous years we have been in the position of having to approach government departments to propose a library and information perspective on policy, we were pleased to receive a number of invitations during 2018 to participate in discussions about data, open government, health, literacy, digital inclusion and government digital transformation.

From a business perspective, our focus was on renovating, repairing and maintaining ALIA House, with a view to returning to full tenancy. The capital investment was significant – and will continue to be a major cost for the Association in 2019 – however, full tenancy was achieved in December, when the Indigenous Allied Health Association took over the vacant ground floor office space at ALIA House. As a result of this, our finances are in better shape going forward, and while 2018 was a deficit year, we were able to present the ALIA Board with a surplus budget for 2019.

Our *ALIA Education, Skills and Employment Trend Report 2018* indicated an increase of 400 jobs in the sector by 2023. This represented a 1.5% increase in the workforce and confirmed the relatively static situation of the library and information science profession – mirroring the global experience. Against this backdrop, membership income continued to be a challenge for ALIA, as it did for other library associations around the world.

Despite this environment, through tight financial management, we were able to deliver a financial result which was a significant improvement on the original operating budget. This was in no small part due to the expertise and professionalism of our Director of Conferences and Events, Christina Granata, and our Director of Corporate Services, Nicole Barnes.

I would also like to pay tribute to our Director of Learning Judy Brooker, who announced her retirement in December 2018, and to Jayshree Mamtora, for her service to ALIA as Northern Territory Manager for over 10 years.



In summary, 2018 was a good year for the Association. We achieved a strong outward-looking focus, while managing significant capital investment in ALIA House to maintain this important asset base for ALIA in the future. We ended the year with an improved financial position and positive signs for a successful 2019.

5. Presentation of the 2018 annual report and financial statements

The 2018 Annual Report and the annual financial statements for the year ended 31 December 2018 together with the Directors' report and auditor's report in respect of those financial statements were tabled.

The President noted that Annual Report records the outstanding achievements of the preceding 12 months.

There were no questions from Members relating to the Annual Report or the financial statements.

6. Confirmation of newly elected Directors

The meeting considered the confirmation of the election of Directors to the ALIA Board.

Motion: the meeting notes that Viv Barton was declared elected as Vice-president (President-elect), Vicki Edmunds and Kim Sherwin were declared elected as Directors of the Association for the term commencing from the conclusion of the 2019 Annual General meeting.

Moved: Lyndall Ley

Second: Vanessa Little

Motion Carried.

7. Notices of motion

The President advised the meeting that there were no motions to put to the meeting.

8. Special business

The meeting considered the special resolutions relating to proposed changes to the Australian Library and Information Association Limited Constitution. The proposed amendments had been unanimously endorsed by the Board of Directors and the Board recommended that ALIA members accept the amendments. Details of the proposed amendments were provided to members attending the meeting and had been made available on the ALIA website.

For ease of consideration by Members, the amendments had been divided into three special resolutions.



For each resolution a table that identified the clause to be amended, the current wording of the section and the proposed new wording was provided to Members.

Special Resolution 1

The President outlined the changes contained in Special Resolution 1 that dealt with amendments within sections 1 through to 9 and 13 to 24 of the Constitution. These largely minor amendments had been recommended by the Associations Forum representative to ensure consistency within the document and ensure it complies with the requirements of the Corporations Law which our Association must abide by.

The amendments included:

- Updating of the Definitions section,
- Insertion of a new legislative interpretation clause,
- Insertion or updating of references to the Corporations,
- Clarification of who can be appointed as a proxy to comply with the Corporations law,
- More appropriate terminology inserted into some clauses,
- Redundant clauses removed, and
- Clauses renumbered as required by these changes.

Motion: With regard to Special Resolution 1, that the Constitution of the Australian Library and Information Association Limited be amended by in the relevant section of the Constitution deleting the words in the 'Current Wording' column specified in Special Resolution 1 Table of Changes and inserting in their place the words in the 'Proposed Wording' column specified in Special Resolution 1 Table of Changes and as detailed in the explanatory notes accompanying the Notice of Meeting for this annual general meeting with the change to apply from the conclusion of this annual general meeting.

Moved: Lyndall Ley

Second: Paula Kelly Paull

Speakers for:

- Helen Ebsworth; The speaker reiterated that the proposed changes were recommended by the Associations Forum and were largely minor changes to tidy up the document and make it more accurate, contemporary and accessible. She also confirmed that the ALIA Board had given serious and detailed consideration to the amendments before recommending them to Members for approval.

Speakers against:

- Nil.

Motion Carried Unanimously.

Special Resolution 2

The President explained that Special Resolution 2 related to amendments to sections 10 and 11 of the Constitution.

These amendments dealt with procedures associated with general meetings of the Association including:



- Clarification of who can be appointment as a proxy
- Deletion of reference to a member who can cast two votes. Clause 11.5 of the Constitution only allows one vote per member. This does not prevent an individual casting a vote as an Individual Member and as the nominated representative of an Institutional Member
- Clarification in section 11 that a quorum must be present throughout the entire meeting
- Inclusion of a clause on the use of technology for general meetings in an attempt to future proof the Constitution so that a range of options are permitted to facilitate Member participation in general meetings adding clarity and flexibility to the broad power in the Corporations Act that permits the use of technology for meetings
- Replacement of the term 'secret ballot' with 'poll' as 'poll' is the standard term recognised within the Corporations Act and *to clarify the procedure when a poll is used*
- Clarification of the methods by which votes may occur, including direct vote. This is also intended to provide clarity in line with the voting requirements in the Corporations Act.
- Removal of references to voting by Members with a disability as it is inappropriate to differentiate how a Member may vote based on mental health issues.
- Minor clarification of terminology and renumber of clauses as required by the changes in special resolution 2.

Motion: With regard to Special Resolution 2, that the Constitution of the Australian Library and Information Association Limited be amended by in the relevant section of the Constitution deleting the words in the 'Current Wording' column specified in Special Resolution 2 Table of Changes and inserting in their place the words in the 'Proposed Wording' column specified in Special Resolution 2 Table of Changes and as detailed in the explanatory notes accompanying the Notice of Meeting for this annual general meeting with the change to apply from the conclusion of this annual general meeting.

Moved: Lyndall Ley

Second: Robert Knight OAM

Speakers for:

- Monika Szunejko; The speaker reinforced that the ALIA Board had given significant consideration to each of the amendments relating to general meetings and procedure that brings the Constitution into line with Corporations Law requirements and modernises the methods for participating in meetings. She encouraged Members to support the changes.

Speakers against:

- Nil.

Motion Carried Unanimously.



Special Resolution 3

The President explained that the third special resolution dealt with the restructuring of the Board and election of Directors.

The proposal amended sections 12.2 and 12.3 of the ALIA Constitution to:

- Include the position of President for a two-year term elected directly by both Personal and Institutional ALIA Members.
- Change the Vice-President position from one elected by ALIA Members to one appointed by the ALIA Board of Directors from current members of the Board for a period of one year following the confirmation of the new Board at the Annual General meeting each year. All members of the Board would continue to be elected by ALIA Members.
- Include an additional general Director position, to be elected by ALIA Personal and Institutional Members, to retain the current total number of seven members of the ALIA Board.

The new Board structure would comprise:

- President (2-year term elected by ALIA Personal and Institutional Members).
- General Directors – 5 positions (2-year term elected by ALIA Personal and Institutional Members).
- Institutional Director (2-year term elected by ALIA Institutional Members).
- Vice-President (Annual appointment by the Board of one Director other than the President from the current Board membership).

All Directors would be elected by ALIA Members as is the current practice.

Operational provisions of the Constitution are also amended to:

- remove reference to the Vice-President term in line with the amendments made to section 12.2 so that all Directors serve for a period of two years; and clarify the period after which a Director may re-join the Board.
- Delete the clause *relating to the first six months of incorporation of the Association as the Association has been incorporated for many years and it is no longer relevant.*

Rotation of Directors clauses are amended to accommodate the changes to the Board structure and new election cycle introduced in section 12.2 and 12.3. To provide for the carry-over of corporate knowledge the current practice of overlapping terms of office would continue. Two general Directors and the President would be elected in uneven years for a period of two years and in the following even year three general Directors and an Institutional Director would be elected for a period of two years.

The Election of Directors section is extended to:

- Allow for the transition to the new Board structure.

On the advice of the Associations Forum representative, provisions relating to casual Board vacancies that are currently dealt with under the Association By-Laws are incorporated into the Constitution so that only the Members may change the arrangements.

These changes would be phased in from 2020.



Motion: With Regard to Special Resolution 3, that the Constitution of the Australian Library and Information Association Limited be amended by in the relevant section of the Constitution deleting the words in the 'Current Wording' column specified in Special Resolution 3 Table of Changes and inserting in their place the words in the 'Proposed Wording' column specified in Special Resolution 3 Table of Changes and as detailed in the explanatory notes accompanying the Notice of Meeting for this annual general meeting with the change to apply from the conclusion of this annual general meeting.

Moved: Lyndall Ley

Second: Robert Knight OAM

Speakers for:

- Robert Knight; The speaker indicated that the issue of a longer term for the President had been discussed by ALIA Board members for several years. The amendment would provide more seamless governance and stability for the Association. Various options had been considered but the recommendation was considered by the Board to be the most practical solution.
- Paula Kelly Paull; The speaker noted that the transitory provisions to enable the change to the new structure will automatically be deleted from the Constitution once the transition period is complete.
- Roxanne Missingham; The speaker advocated the proposal as a sophisticated solution to enable engagement with a diverse and complex sector that is not possible within a one-year Presidential term. The excellent work of the Chief Executive Officer, Sue McKerracher and the ALIA staff was acknowledged, but the important role of the President in supporting and achieving the long-term goals of the Association would be enhanced by adoption of these amendments.

Speakers against:

- Nil

Comment:

- Ingrid Gascoigne; questioned the impact of the changes should a Director decide after one year as a Director that they would like to stand for the position of President.

Response; The casual vacancy provisions of the Constitution would be implemented in this situation.

Motion Carried Unanimously.

9. General business

a. Presentation of pins to newly elected Board members

The incoming President, Robert Knight OAM, acknowledged and congratulated the new Directors, and presented them with their ALIA gold pins.



b. Thanks to outgoing Board members

Robert Knight OAM also thanked the outgoing Directors, Lyndall Ley, Jonathon Guppy and Anne Reddacliff for their contribution to the work of the Board and presented the retiring Directors that were present at the meeting with a small token of appreciation on behalf of ALIA members.

c. Vote Library campaign

Roxanne Missingham expressed thanks to ALIA for conducting the Vote Library 2019 federal election campaign, to encourage ALIA Members and library lovers to engage with candidates that best represent the needs of library services.

No further items were raised.

10. Meeting closed

There being no further business, the President thanked members for their attendance and declared the ALIA 2019 Annual General Meeting closed at 7.45pm.

A handwritten signature in black ink, appearing to read 'Robert Knight', written over a horizontal line.

President

31 May 2019

Date