



**Minutes of the Annual General Meeting
Local Government Finance Professionals Inc.
Incorporation No: A0045253V
Friday 3 December at 12.30pm
Leonda by the Yarra, 2 Wallen Rd, Hawthorn**

1. Apologies

- Marc Giglio, Banyule City Council
- Matt Jarvis, Greater Shepparton City Council
- Amanda Burgess, Moreland City Council
- Nicole Maxwell, Mitchell Shire Council
- Laura Bettles, Mornington Peninsula Shire
- Tania O'Reilly, Banyule City Council
- Navec Lorkin, Knox City Council
- Felix Rosman, Westpac
- Nathan Morsillo, Greater Bendigo City Council
- Mark Montague, Whittlesea City Council

2. Minutes of the previous Annual General Meeting – 26.2.21

Moved Charles Nganga Seconded Danny Wain

3. Reports

a. President's Report for year ended 30.9.21

The FinPro President, Bradley Thomas, gave a summary of undertaking of FinPro over the past year and thanked the outgoing Executive for their support and dedication to the sector during that time.

Resolution: That the Report of the FinPro President, Bradley Thomas, be accepted.

Moved Shane Marr Seconded Ange Marshall

4. Treasurer's Report for year ended 30.9.21

The FinPro President, Gabrielle Gordon, gave a summary of financial position of FinPro and also presented the audited financial statements for the year ended 30 September 2021. She thanked the outgoing Executive for their support and dedication to the sector during that time.

Resolution: That the Report of the FinPro Treasurer, Gabrielle Gordon, be accepted.

Moved Wei Chen Seconded Danny Wain

5. Appointment of Auditor for 2021/22

Resolution: That HLB Mann Judd be appointed as honorary auditors for the year ended 30 September 2022 and a letter be written to them thanking them for their past work and advising their appointment for the current year.

Moved Ange Marshall

Seconded Tony Rocca

6. Election of the Executive Committee for the year ended 30.9.22

The following nominations for the Executive Committee for the year ended 30.9.22 were received:

1. Aaron Gerrard, City of Whittlesea
2. Alan Wilson, City of Melbourne
3. Belinda Johnson, Southern Grampians Shire
4. Binda Gokhale, City of Wyndham
5. Bradley Thomas, Hepburn Shire
6. Charles Nganga, City of Casey
7. Chen Wei, City of Yarra
8. Danny Wain – City of Monash
9. Fiona Rae, Golden Plains Shire
10. Nathan Morsillo, City of Greater Bendigo
11. Gabrielle Gordon – FinPro
12. Melissa Baker, Southern Grampians Shire
13. Simone Wickes, City of Frankston, and
14. Tony Rocca – City of Maroondah

As the number of nominations were less than the number allowed within the FinPro rules, all nomination were accepted and elected automatically to the FinPro Executive for the year ended 30.9.22. This election was endorsed by the members present through a show of hands.

The New Executive will now formally meet as soon as possible to elect the Office Bearers for the coming year.

7. Special Resolution – New FinPro Rules

Every incorporated association must have rules. FinPro has had its own rules in place since 2003 when the name of the organisation changed from Victorian Association of Municipal Accountants (VAMA) to Local Government Finance Professionals (FinPro).

Since November 2012 new legislation has been in place for incorporated associations with a requirement to adopt new rules, or in the case of FinPro, continue with the existing “own rules”.

The Executive Committee have reviewed the current rules and feel that a more modern set of rules would be appropriate for our association. These rules were distributed to all FinPro Members and also made available on the FinPro Website for review.

The main reasons for the updating were:

- The addition of a statement of purposes (a requirement if changing the rules)
- Providing for electronic communication and virtual meetings
- The addition of including a minimum number of members (We are proposing 50)
- A new process of how we vote in the Committee at the AGM – Proposing to elect half the committee each year for two-yearly terms (the aim to provide a more orderly succession planning for the Executive Committee) and
- Introducing a formal process for the Election of official office bearers (by the Executive Committee after the AGM)

No questions were asked of the Committee about the changes prior to the AGM, or were asked from the floor during the AGM.

Resolution:

That FinPro members approve, in accordance with Rule 3 of the current FinPro Rules and Associations Incorporation Reform Act 2012, the adoption of new Rules (as presented in Appendix 2 of this Agenda and previously distributed for review.) and that the Secretary take the appropriate steps to lodge these rules with CAV.

Moved Shane Marr **Seconded** Kim Jaensch

The resolution was passed by a show of hands from the members in the room.

8. General Business

There was no other business

9. Meeting closed at 12.59pm

Gabrielle Gordon
Secretary

Appendix 1



**Minutes of Annual General Meeting
Local Government Finance Professionals Inc.
Incorporation No: A0045253V**

Held online on Friday 26 February 2021 at 12.15pm

Apologies

- Paul Franklin, Kingston City Council
- Belinda Johnson, Southern Grampians Shire Council

Minutes of the previous Annual General Meeting – 6.12.19

Moved Danny Wain Seconded Hannah White

President’s Report 2019/20

Resolution: That the Report of the FinPro President, Bradley Thomas, be accepted.

Moved Tony Rocca Seconded John Brockway

Treasurer’s Report 2019/20

Resolution: That the Report of the FinPro Treasurer, Gabrielle Gordon, be accepted.

Moved Danny Wain Seconded Nathan Morsillo

Appointment of Auditor for 2020/21

Resolution: That HLB Mann Judd be appointed as honorary auditors for the year ended 30 September 2021 and a letter be written to them thanking them for their past work and advising their appointment for the current year.

Moved Gabrielle Gordon Seconded Tony Rocca

Election of the Executive 2020/21

Nominations have been received for the following FinPro Members:

1. Alan Wilson, Melbourne City Council
2. Belinda Johnson, Southern Grampians Shire
3. Binda Gokhale, Wyndham City Council
4. Bradley Thomas, Hepburn Shire
5. Charles Nganga, Casey City Council
6. Danny Wain, Monash City Council
7. Fiona Rae, Golden Plains Shire, and
8. Gabrielle Gordon, FinPro
9. John Brockway, Surf Coast Shire

10. Mark Montague, Whittlesea City Council
11. Melissa Baker, South Gippsland Shire
12. Nathan Morsillo, City of Greater Bendigo
13. Simone Wickes, Frankston City Council
14. Tony Rocca, Maroondah City Council
15. Wei Chen, Yarra City Council

Resolution: Given that the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

Other Business – none raised.

Meeting closed 12.48pm

Gabrielle Gordon
Secretary

Appendix 2



FinPro – Adoption of New Rules (December 2021)

Background

Every incorporated association must have rules. FinPro has had its own rules in place since 2003 when the name of the organisation changed from Victorian Association of Municipal Accountants (VAMA) to Local Government Finance Professionals (FinPro).

Since November 2012 new legislation¹ has been in place for incorporated associations with a requirement to adopt new rules, or in our case, continue with the existing “own rules”.

One important change of the new legislation is that when an Association moves to the new rules that they include its statement of purposes in the proposed new rules.

There are several reasons for updating the FinPro Rules to create a modern set of rules:

- *The addition of a statement of purposes (a requirement if changing the rules)*
- *Providing for electronic communication and virtual meetings*
- *The addition of including a minimum number of members (proposing 50)*
- *A new process of how we vote in the Committee at the AGM – Proposing to elect half the committee each year for two-yearly terms (the aim to provide a more orderly succession planning for the Executive Committee) and*
- *Introducing a formal process for the Election of official office bearers (by the Executive Committee after the AGM)*

Process to change the Rules

Under the current FinPro rules it states:

3. *Alteration of the rules*

These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

This requires:

FinPro must take the following steps to change its rules:

1. It proposes the change and notifies members at least 21 days before the upcoming general meeting.
 - a. At the meeting, FinPro members approve the changes through a special resolution. A special resolution will pass if at least 75 per cent of the members who vote at the meeting vote in favour of the resolution to change the rules, and
 - b. any further relevant requirements from the rules have been met.

Once the resolution has passed through the AGM the FinPro Secretary must then :

- notify Consumer Affairs Victoria that it has passed a special resolution to approve adopting a new set of rules.

¹ Associations Incorporation Reform Act 2012

The secretary or approved delegate must lodge the new rules in *myCAV* within 28 days of the special resolution being passed and provide:

- a copy of the notice of the special resolution stating the changes
- a copy of the rules with all paragraphs numbered, which clearly shows the changes, and
- payment of the fee.

Summary of proposed changes to the FinPro Rules

	2003 Rules (current)	2021 Rules (proposed)	Notes
Association purpose	Not included	Included – Rule 2	Under the new regulations an Association must include their purpose.
Minimum number of members	No minimum number of members listed	Rule 7: (1) minimum of 50 members	Currently FinPro has in excess of 500 members.
Becoming a member	Rule 4: new member must complete written form as included in Appendix	Rule 9(4): new members must complete form as approved by the Committee (if any) These can be done electronically	Adding electronic means for membership applications (modern update)
Member rights		Rule 11 (2) – Voting rights are limited to 10 persons where an organisation has a ‘council membership’.	Currently there is no limit on the number of members from any council so it would be reasonable to limit voting rights to a number. e.g.10 per council
Executive Committee	Rule 20 (2): each Executive Committee member is elected until the next AGM (1 year)	Rule 19: Each Executive Committee member is elected for a period of 2 years. The 2-year term also includes an annual spill of half of the committee.	The aim is to provide a more orderly succession planning for the Executive Committee with 2 yearly terms
AGM	Rule 9(1): AGM must be held within 90 days of the end of the Financial Year	Rule 24(1): AGM must be held within 5 months of the end of the Financial Year	This is in keeping with the standard new rules issued by CAV
Seal	Rule 32: seal to be kept	Rule 32: No seal	FinPro does not have an official seal (modern update)
Winding Up	Rule 34: Allows, upon winding up, allows distribution to nominate a charity / registered taxable gift recipient to receive any surplus funds	Rule 34 Allows, upon winding up, any surplus assets must be distributed to one or more organisations which is prohibited from making distributions to its members to at least the same extent as FinPro	Change would allow transfer to a likeminded organisation.

Proposed Special Resolution to be included in the FinPro AGM agenda:

That FinPro members approve, in accordance with Rule 3 of the current FinPro Rules and Associations Incorporation Reform Act 2012, the adoption of new Rules (as presented as part of this meeting's agenda and previously distributed for review and that the Secretary take the appropriate steps to lodge these rules with CAV.

- [Proposed FinPro Rules](#)
 - [Existing FinPro rules](#)
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