



Royal United Services Institute for Defence and Security Studies
Australia

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**ANNUAL GENERAL MEETING
7 OCTOBER 2024 AT 1900H AEDT
BY VIDEOCONFERENCE**

MINUTES

Present:

Paul Irving
Kerry Gallagher
Bill Henman
Mike O'Brien
Lance Scott
Kim Turner
Mark Cooper
Ron Lyons
David Leece
David Toose
Allan Dixon
John Howells

Chair
President RUSI QLD
President USI ACT
President RUSI VIC
President RUSI WA
President RUSI NSW
Representing RUSI TAS
RUSI NSW
Observer
Treasurer
Auditor
Secretary

Apologies

Mark Bouchier

President (RUSI SA)

Meeting commenced at 19:04 AEDT.

Item 1: Minutes of the 2023 Annual General Meeting

No amendments were required of the minutes.

Moved that the minutes as amended be accepted (Irving/Scott).

Item 2: Matters Arising from the Previous Minutes

There were no matters arising from the previous minutes.

Item 3: Directors' Report

Paul Irving summarised the Director's Report that had been circulated prior to the AGM. He noted that directors Paul Ferguson and Rob Atkinson had retired due to ill health. Former long serving Company Secretary, Mickey Michaelis, had died in December. John Howells had been appointed Company Secretary in January and David Toose had been appointed National Treasurer.

Paul emphasised that Directors welcomed the detailed financial reports provided by David Toose as Treasurer.

Moved that the Directors' Report for the period 2 October 2023 to 6 October 2024 be accepted (Irving/Turner).

Item 4: Financial Report for FY 2023/24

The Audited Financial Report for FY 2023/24 was attached as Annex A to the Directors' Report. Paul Irving stated that the Company was solvent, with a surplus of \$3,478, partly due to unanticipated copyright royalty payments of \$1,322.

Alan Dixon commented that moving from using MYOB and no longer having to submit GST BAS statements had made work for the Treasurer and Auditor much easier.

Moved that the Financial Report for FY 2023/24 be accepted (Irving/Gallagher).

Item 5: Capitation Fees for 2024/25

Paul Irving advised that based on the RUSI-A Proposed Budget for FY 2024/25 (Annex B to the Directors' Report), around \$5,300 was needed from capitation fees to run the National Office. CB Presidents had been requested to provide at the AGM their best estimates of financial membership to set a capitation fee for FY 2024/25.

The following figures were presented by CB representatives:

CB	Financial Membership
QLD	97
NSW	350
ACT	79
VIC	203
TAS	82
SA	64
WA	22
TOTAL	897

The membership figure for SA was provided after the AGM.

CB representatives advised that these numbers were tentative and final figures would not be available until later in 2024. One option discussed was to delay a decision on a capitation fee until a special AGM was held in November 2024.

After discussion of the options, it was **Moved**: that the National capitation fee be set at \$7 per financial member with a supplementary audit in January 2025 if it is found there is a shortfall in the funds necessary to run the National Office (Irving/Scott).

Item 6: Insurance Premium Break-up for FY 2024/25

Moved: That the 2024 national insurance cost (\$2,469.80) be allocated to each CB in accordance with financial membership as set out in the table above. (Irving/Henman).

7. Election of Directors

Paul Irving advised that Kerry Gallagher, Bill Henman and Lance Scott had stood down as required under the constitution. All have nominated to serve again as directors. Ron Lyons has been nominated by Kim Turner from NSW as a director.

Moved that Kerry Gallagher (QLD) be re-elected as a Director of RUSI-A (Irving/Turner).

Moved that Bill Henman (ACT) be re-elected as a Director of RUSI-A (O'Brien/Irving).

Moved that Lance Scott (WA) be re-elected as a Director of RUSI-A (Irving/Gallagher).

Moved that Ron Lyons (NSW) be elected as a Director of RUSI-A (Turner/O'Brien).

Paul Irving handed the chair of proceedings over to Kim Turner for the election of the President and Vice-President.

Paul Irving indicated he is prepared to stand again as President but advised that he would be seeking for a new appointment to be made in 2025.

Kerry Gallagher advised that he did not want to be considered for Vice-President. Bill Henman said he was prepared to serve as Vice-President for one year.

Moved: That Paul Irving be elected President of RUSI-A (Turner/O'Brien).

Moved: That Bill Henman be elected Vice-President of RUSI-A (Turner/Gallagher).

Paul Irving resumed the chair.

Item 8: Appointment of the Auditor

Paul Irving proposed that Allan Dixon be appointed as Hon. Auditor. In addition to carrying out the audit functions, Allan had been keeping an eye on the RUSI-A Canberra office.

Item 9: National Constitution and Trading Name Discussion Paper

Attention was drawn to the paper prepared by David Leece at the request of the President and circulated as Annex C to the Directors' Report. Paul Irving indicated there were three aspects to the paper:

1. Should the situation continue where RUSI-A oversights a loose federation of self-governing CBs, or should the operating model be changed with RUSI-A

becoming a unified national body, with individuals as its members and CBs becoming state/territory branches of RUSI-A.

2. Should a trading name be adopted that reflects our role and is more understandable by the public and stakeholders such as government.
3. Whether a new national constitution should be drafted.

David Leece spoke to the paper, emphasising lower numbers of members making some of the CBs less self-sustaining and the pros and cons of each model.

Kim Turner suggested an alternative model with the current federated arrangement continuing, with all CB members becoming “non-voting” members of RUSI-A and CBs amending their constitutions to allow reciprocal rights to members of other CBs. This would mean that all RUSI/USI members had equal rights with respect to any CB and CBs would still be able to control membership and assets. To enhance this, as with *United Service*, the RUSI NSW YouTube Channel and podcasts could be nationally branded; the USI (ACT) annual dinner could be nationally branded; and the RUSI NSW International Dialogue could be Nationally branded and moved from CB to CB. From the outside world, it would look like RUSI-A but the CBs would be controlling the activity. Kim Turner offered to provide a paper to the Board on the alternative model.

Bill Henman advised that ACT members would need a compliance issue to be present before changing the governance model.

Mike O'Brien said RUSI VIC advocated decentralised governance and centralised cooperation.

Mark Cooper indicated RUSI TAS values its independence but supports cooperation.

Lance Scott said RUSI WA favours the model being put forward by Kim Turner.

Paul Irving requested Kim Turner to produce a paper no later than 11 November 2024 on the alternative model for discussion at the Board meeting on 18 November 2024.

Paul Irving advised that the trading name would be discussed at the next Board meeting.

Item 10: Next AGM

Paul Irving stated that the next AGM will be at 19:00 AEDT on Monday 13 October 2025.

Meeting Closure

Paul Irving thanked the Directors; Allan Dixon Hon. Auditor; David Toose, Treasurer; John Howells, Secretary; and David Leece, Advisor to the Board for their work over the last 12 months.

Meeting closed at 19:54h AEDT.

Signed

Paul Irving
Chair

John Howells
Secretary

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