

**MINUTES OF THE THIRTY FIFTH ANNUAL GENERAL MEETING OF THE BOARD OF GOVERNORS OF THE WORLD WIDE FUND FOR NATURE AUSTRALIA, HELD IN THE BOARD ROOM, WWF-AUSTRALIA HEAD OFFICE, LEVEL 1, 1 SMAIL STREET UTIMO, ON WEDNESDAY NOVEMBER 27TH, 2013 AT 5:45PM.**

<b>PRESENT</b>	<b>IN ATTENDANCE</b>	<b>APOLOGIES</b>	<b>PROXIES</b>
Greg Bourne Dr Andrew Burbidge Michael Chilcott Peter Cosier Alex Ding Piers Grove Anthony Hyde Dr David Ireland Peter Kingston Diccon Loxton John Mooney Susan Moore Rob Purves Dr Sandra Schuster Simon Spellicy Peter Thomas Brent Wallace Martijn Wilder Dr Dedee Woodside Susan Young	Dr Joshua Bishop Tim Cronin Kim Dixon Leanne Elliott Toby Gray Semir Hasanbegovic Dr Gilly Llewellyn Shannon Maher Paul Molloy Sarah-Jane Monahas Ron Newton Dermot O'Gorman Dr Jamie Pittock Martin Sabanos	Lyn Allison Greg Bourne Peter Bridgman Dr Margeret Brock Dr Andrew Burbidge Prof Chris Daniels Professor Stephen Davies Dr Guy Fitzhardinge Prof Stephen Garnett Margaret Gibson Doug Gimesy Alison Hanson The Hon Robert Hill Tony Hyams Jason Kimberly Holly Lindsay Michael McFarlane Associate Professor Susan Moore David Moyle Anthony Nicholas Christina Nicholas Prof Hugh Possingham Prof Bob Pressey Ed Rowley Paul Sattler Dr Denis Saunders Kerryn Schrank Dr Sandra Schuster Peter Thomas Keith Walkerden Martijn Wilder Brian Wills-Johnson	Doug Gimesy

**OPENING**

Before beginning the proceedings, Mr Rob Purves, President of WWF-Australia, acknowledged and paid respect to the Gadigal people, the traditional owners of the land on which the meeting was held.

The President welcomed all those present and introduced the Board of Directors, Executive team and special guests. The President formally opened the meeting stating a quorum was present and

noted the apologies for the meeting.

## **MINUTES OF THE LAST MEETING**

The minutes for the Annual General Meeting held on November 28<sup>th</sup>, 2012 were accepted as a true and accurate record of proceedings.

Moved:	Mr Peter Kingston	
Seconded:	Ms Linda Funnell-Milner	Resolution carried

## **PRESIDENTS ADDRESS**

Mr Purves addressed the meeting and thanked everyone for attending the 35<sup>th</sup> Annual General Meeting.

Mr Purves reflected on the efforts and overall results of the organisation over the past 12 months across supporter acquisition, fiscal position and conservation outcomes.

Mr Purves noted WWF-Australia increased revenue by 12% in FY13, which is a strong result within a sector that faces challenges in maintaining funding. The organisation is half way through delivering the 5 year strategic plan, with continued efforts in building the strengths of the leadership team and operational goals. WWF have invested in growing and strengthening the supporter data base with over 90k active supporters now participating in giving the environment a greater voice and resources to deliver on conservation goals.

Mr Purves highlighted the growing challenges facing the environment and the politicised nature of key environmental issues, including the rollback of land-clearing legislation in QLD, devolution of the EPBC powers to the states, cuts to staff numbers at the state and national environmental agencies and the unwinding of action on climate change. Mr Purves acknowledged the political mood had shifted towards a generally negative framing of environmental issues.

Mr Purves emphasised the importance of building community support to apply pressure on the decision makers to ensure effective environmental protection policies are put in place and enforced across all levels of Government.

Mr Purves noted the growing public interest in the fight for the Great Barrier Reef with reported degradation, development proposals and impacts of climate change being a recipe for disaster for the World Heritage Area. Mr Purves reflected that the damage being done to the reef due combined with the impacts of climate change will galvanise increasing levels of public outcry and acknowledged the Fight For The Reef campaign as one of the biggest campaigns run by WWF-Australia.

Mr Purves acknowledged there was considerable work to be done to protect identified priority areas within the region and that WWF is well placed to drive ambitious conservation outcomes being a science based, internationally recognised and financially stable environmental organisation.

On behalf of the Board of Directors, Mr Purves acknowledged the efforts of WWF-Australia staff over the past 12 months, the leadership and organisational direction provided by the CEO, Mr Dermot O’Gorman and the financial stewardship of the CFO, Mr Paul Molloy.

In conclusion Mr Purves extended his thanks as the Chair to the Board of Directors for their time

and commitment to WWF, making special note of the resigning Chair of the Finance, Audit and Risk Management Committee, Mr Peter Kingston. Mr Purves also thanked the members of the Eminent Scientists Group and welcomed two new Directors, Mr Stephen Gottlieb and Prof Lesley Hughes.

#### **ITEM 4 – CEO ADDRESS**

Mr O’Gorman acknowledged the Governors, special guests and staff attending the AGM and provided an update on the progress of WWF-Australia at the midway point of the 5 year strategic plan,

Mr O’Gorman highlighted the refined focus for impact, delivering more strategic programs with greater conservation outcomes. The High Impact Initiatives have helped mobilise community support and integrate the efforts of the conservation, fundraising and communication teams.

Mr O’Gorman cited the need for the organisation to grow financially, with the bottom up plan of investment in the first few years of the strategic to grow our supporter base, which has yielded a 33% increase in conservation spend in FY13.

Mr O’Gorman referenced the importance of innovation, highlighting the success of embracing new campaigns such as the I Am Real climate change campaign in 2013.

Mr O’Gorman reflected on the importance of WWF-Australia’s supporters and the efforts to bring them on our conservation journey, noting the increase of regular givers is on track with our strategic plan projections.

Mr O’Gorman noted the 12% growth experienced by WWF-Australia is not reflected across the market and the need to be working with the wider environment movement, playing a role in strengthening the sector. WWF are working with a variety of organisations to build capacity so collectively, the movement becomes better equipped to address environmental challenges.

Mr O’Gorman discussed the science based foundation of WWF-Australia and the effective translation of information into stories that matter and relate to people, inspiring them to take action.

Mr O’Gorman acknowledged the challenges facing the environment with the roll back on environmental legislation and the need to work strategically to turn these into opportunities that ensure strong conservation outcomes. Mr O’Gorman reflected on WWF-Australia’s market transformation work, notably in seafood, sugar and palm oil, as leading corporation’s partner with WWF to drive transformational change within the supply chain of these commodities.

Mr O’Gorman reflected on WWF-Australia’s own journey and undertaking of a digital transformation which will be led by WWF’s new Digital and Engagement Director, to be recruited in early 2014.

Mr O’Gorman reiterated that there will be challenges ahead for the organisation as we continue to advocate for strong action on climate change, the reef and the need to protect the environment for future generations, in collaboration with the wider environment movement.

To conclude, Mr O’Gorman acknowledged the work of the staff within the organisation, and conveyed his thanks to the Governors and ESG for their support over the past year. Mr O’Gorman acknowledged the work of retiring Director, Peter Kingston and welcomed the newly appointed Directors, Mr Stephen Gottlieb and Prof Lesley Hughes.

## **ITEM 5 – PRESENTATION AND ADOPTION OF THE DIRECTORS REPORT BALANCE SHEET**

Mr Kingston presented the Directors report and financial statements for the year ended June 2013.

Mr Kingston reported an income of \$27M for FY13, being an increase of \$3M from FY12 and consistent with WWF-Australia's Strategic Plan. Mr Kingston noted expenses increased in line with anticipated spend on conservation initiatives, increasing by 33% or \$14M and small deficit of \$600k. Both figures remain in line with projections as per the Strategic Plan.

Mr Kingston noted progress on plans to grow individual supporter income through the continued implementation of the fundraising strategy, with the organisation on track to achieve projected growth and income target by 2016.

Mr Kingston outlined projected conservation spend of \$20M by 2016, reporting the organisation is on track to achieve this target.

Mr Kingston reported on the office relocation, noting a 10 year lease had been undertaken that allows for expansion of the organisation in the future. Mr Kingston noted the fitout was funded by the landlord as a lease incentive, the net rent remains the same as the previous building and that no supporter funds were used for the fitout. Mr Kingston acknowledged Mr Frank Milner for his assistance in negotiating the lease in the new building.

Mr Kingston expressed thanks on behalf of the organisation to Mr Shannon Maher and Martin Sabanos of PriceWaterhouseCoopers for their work as WWF-Australia's auditors. Mr Kingston also thanked Mr Ross Knowles and Mr Trevor Thomas of Ethinvest for their work in managing WWFs investments during the year.

To conclude, Mr Kingston noted his appreciation of the FARM Committee and support from Mr Paul Molloy and the finance team. Mr Kingston noted this was his last report as Treasurer, with the position to be taken up by Mr Stephen Gottlieb, and acknowledged the level of professionalism and dedication of the staff, right across the organisation.

There were no further questions the audited financial report from 1 July 2011 to 30 June 2012 was adopted by the meeting.

Moved:	Mr Peter Kingston	
Seconded:	Ms Linda Funnell-Milner	Resolution carried

Declared the resolution carried.

## **ITEM 6 – PRESENTATION OF THE SUSTAINABILITY REPORT OF THE WORLD WIDE FUND FOR NATURE AUSTRALIA**

Mr Cronin presented the sustainability report for FY2013.

Mr Cronin highlighted the results across energy, transport and waste reduction targets, highlighting a 55% reduction of paper use over three years and 8% reduction on per capita energy usage against the FY08/09 baseline.

Mr Cronin acknowledged the role of the Board in leading the organisation with the adoption of

paperless meetings and the increased investment in appropriate technology enabling the wider organisation to shift towards paperless meetings.

To conclude, Mr Cronin noted the importance of driving a culture of sustainability both within WWF and with our partners, noting the strategy would be reviewed as part of the mid-term review process. Mr Cronin recognised the effort of the sustainability team in delivering the FY13 outcomes and thanked Ms Linda Funnell-Milner for her assistance and guidance on the sustainability reporting.

#### **ITEM 7 – ELECTION OF BOARD OF DIRECTORS**

Mr Purves reported that in accordance with Article 35 of the Constitution of WWF-Australia the following members of the Board of Directors will retire, and being eligible, offer themselves for re-election:

<b>NAME</b>	<b>MOVED</b>	<b>SECONDED</b>
Paul Harris	Rob Purves	Brent Wallace
Dedee Woodside	Rob Purves	Paul Harris
Brent Wallace	Rob Purves	Linda-Funnell-Milner
Stephen Gottlieb	Rob Purves	Dedee Woodside
Lesley Hughes	Rob Purves	Brent Wallace

The President declared the motion passed for all of the above elected candidates.

#### **ITEM 8 – ELECTION OF OFFICE BEARERS**

The President reported that at the end of the Board meeting preceding the AGM the following appointments were re-confirmed.

President: Mr Rob Purves  
Deputy President: Ms Linda Funnell-Milner  
Honorary Secretary: Mr Alex Ding  
Honorary Treasurer: Mr Stephen Gottlieb

#### **ITEM 9 – OTHER BUSINESS**

Mr Purves and Mr O’Gorman formally thanked Mr Peter Kingston for his service and dedication to the work of WWF-Australia during his time as a Director and presented him with a gift of appreciation.

#### **CLOSE**

There being no further business, the President declared the 35<sup>th</sup> Annual General Meeting of WWF-Australia closed at 6:30pm. The President thanked guests and staff for their attendance and invited everyone to stay for the official office opening for the new WWF-Australia Head Office.

Signed as a true and correct record:

Mr Rob Purves, AM  
President, WWF-Australia

Date 22/12/15

