



**The Wilderness Society Ltd 2021 Annual General Meeting**  
**Minutes (Confirmed by Meeting Convenor)**  
**Thursday, 25 November 2021, 6.30pm AEDT**

Hosted at 132 Davey Street, Hobart - Member attendance by Vero Voting webinar

**Members in attendance:** 27 Members were confirmed as attending the meeting around the country (list not for publishing)

**Eligible Proxies (in attendance):** One eligible general proxy was confirmed for the Convenor

**Apologies:** 18 Members offered apologies for the meeting (list not for publishing)

**Meeting Convenor:** Leanne Craze, Director, The Wilderness Society Ltd Board

**Minutes:** Jo Stephen

**Timekeeper/Moderator:** Christine Zangari

**In Attendance by Invitation of the Board:** Andrew Marks and Zac Irvin (William Buck Audit, in Melbourne)

**1. Welcome and Meeting Opening**

Matt Brennan, The Wilderness Society CEO (Sydney), addressed the meeting and thanked everyone for attending The Wilderness Society Ltd (TWS Ltd) 2021 Annual General Meeting. Matt confirmed that there was a sufficient quorum of registered Members for the entire meeting before acknowledging the Traditional Custodians, past and present, of the land at the various sites where the meeting was taking place.

In light of the continued uncertainty and public health restrictions on gatherings arising from COVID-19, The Wilderness Society made arrangements consistent with the law for this AGM to be held by webinar, enabling all Members to safely participate in the event remotely. A summary of the meeting's format and process was provided for attending Members.

Leanne Craze, TWS Ltd Convenor, addressed the meeting, stating that in line with Clause 21 of the Constitution, she would be pleased to convene the meeting and declared the meeting open at 6.33pm, noted apologies received for the meeting and confirmed one eligible general proxy was received. Also noted in attendance at the meeting were Andrew Marks and Zac Irvin of William Buck Auditors (Melbourne).

**Meeting Process Overview**

Leanne then summarised the agenda as advertised by Jen Rowe, Company Secretary, and outlined TWS Ltd reporting requirements as a charity registered with the Australian Charities and Not-for-profits Commission. As a Public Company Limited by Guarantee, there is no requirement for Members to vote to approve the TWS Ltd Financial Statements or Directors'

Report, however, time was allocated for questions and answers at Items 3 and 4, with Members able to provide questions online.

## **2. Minutes of the Previous General Meetings**

In accordance with The Wilderness Society Ltd's Constitution, Minutes of the 2020 Annual General Meeting, as confirmed by the meeting's facilitator, were made available on The Wilderness Society website within a month of the meeting.

The meeting noted that there was no requirement to accept those Minutes.

## **3. Reports from The Wilderness Society Ltd Board**

### **Director's Report**

Leanne Craze, Board Convenor, presented the Director's Report on behalf of The Wilderness Society Ltd Board. The full report is included in the Annual Review for the year available on The Wilderness Society website.

Leanne provided the following points of note from the 2020/21 Financial Year, further highlights from the financial year are outlined in the Annual Review:

- ❖ 2021 was a difficult year, thank you to all staff and volunteers for steering the organisation so successfully through these difficult times, and to our supporters for being with us all the way.
- ❖ This year the campaigns team delivered a new approach to our work protecting, promoting and restoring nature across the continent. It was endorsed by governors across the Wilderness Society as being critical for our continued continental drive. It is now operating effectively to help protect the wildlife and places we love.
- ❖ Core to this plan continues to be the integration of grassroots organising and campaigning, with a focus on strengthening community voice in the face of the disproportionate power of vested interests.
- ❖ Our local Movement For Life teams are an enormous resource and have continued to deliver outcomes despite the restrictions posed by COVID. The Wilderness Society is supporting local groups protecting nature in their communities, while more broadly driving change at a systemic level.
- ❖ There has never been a more critical time for communities to have a voice in environmental decisions. We face a climate and biodiversity crisis that poses a great risk for nature and humanity. If we are to get businesses and governments to make the urgent changes required, we need grassroots groups working all over the continent to hold them to account.
- ❖ It is exciting to see children wanting to support The Wilderness Society and become active in caring for the environment. This year it was inspiring to hear that one of our supporters, Rhiannon, made a donation on her 9th birthday instead of receiving gifts as part of her possum-themed party! This was the second year running that she has done this. We want to inspire more children and families, something we are doing through our annual Environment Award For Children's Literature, which in 2021 was bigger and better than ever.
- ❖ On behalf of the Board, I would like to pay my deepest respects to Coral Robinson, who is stepping down from her Director's role on the Board this year. An Honorary Life Member of the Wilderness Society, Coral has been an active member for over 25 years. From successful shareholder activism in Tasmania through to her work on the Board and contributions to governance and finance, in particular, we will miss her calm and wise counsel.
- ❖ Our supporters' time, passion and financial support throughout the pandemic have been key to prosecuting our campaign plan and delivering real impact for nature and communities. Together, we are well placed to continue to protect, restore and sustain nature in the years ahead.

## Financial Overview

Andrew Barker, Director and Convenor of the Finance Audit Risk and Compliance Committee (in Melbourne), presented an overview of the 2020/21 Financial Statements on behalf of the Board.

The meeting noted that, as a charity registered with the Australian Charities and Not-for-profits Commission, The Wilderness Society Ltd makes available the Annual Financial Report, including Audit Report to Members and that the full financial Report, including Audit Report, is available on The Wilderness Society website, with a summary included in the Annual Review publication.

In 2020-2021, The Wilderness Society Ltd achieved an overall financial result of a \$2.9m surplus that has strengthened our financial position in line with our financial strategy.

Further points of note included:

- ❖ The 2020-2021 surplus result supports the implementation of the new Organisational Campaign Plan and represents a solid result in a difficult year, with further impacts from the COVID-19 pandemic on our finances and how we went about our business.
- ❖ Due to the resulting uncertainty, the Board adopted a rolling budget strategy during the financial year 2020-2021 which ensured continuous and close monitoring of the financial position as fundraising programs continued to be affected, and operating expenditures were heavily constrained.
- ❖ As a result of the reduction of expenditures, The Wilderness Society Ltd has produced a surplus that further shores up our financial footing and supports our new continental campaign plan. We are building financial confidence to keep doing our important work regardless of the challenges, COVID or otherwise.
- ❖ In 2020-2021, total fundraising income decreased only slightly from the prior year because it was held up by a large increase in bequest income received. The detrimental impact of COVID on the operations of our fundraising program to recruit new supporters has been significant.
- ❖ Investment in the acquisition of new supporters fell by almost 30% -- this was offset by investment into testing new fundraising initiatives which we hope to roll out over coming years.
- ❖ Spend on our environmental campaigns and programs increased as a proportion of total costs, but was down 4% in dollar terms on the prior year largely due to COVID constraints on our Purpose activity. However, we increased reserves that will support future growth of environmental campaigns, program spend and build our Purpose impact.
- ❖ We continued to increase our operational efficiency, and as a result, reduced our governance, finance and operating costs to just 9.6% of total expenditures, compared to 10.2% in the prior year and 11.6% in the year before that.

The floor was opened for questions from attending Members, with Members invited to submit questions via the online webinar question function.

- Q1 received from David Wanless - Has there been consideration of giving back the COVID subsidies, given that we made a profit, much as we'd make better use of it than the government?
  - This has been considered, our revenue did decrease through the COVID period.
  - The COVID pandemic is still not over and we remain in uncertain times with unknown economic challenges ahead.
  - These funds are not a profit for The Wilderness Society, these are reserves that will be invested back into our environmental purpose.

- Q2 received from Donald Hellyer - What is the breakdown between 'ordinary' donors and major donors?
  - Major Donor contributions fell further through the year ending 2021 and untied major donations fell to around 5% of our total fundraising income.

Further questions were invited from Members with no further questions forthcoming.

#### 4. Chief Executive Officer Report

Matt Brennan presented the CEO Report, reflecting on the rapid change of the past two years. Key points of the presentation included:

- ❖ The Wilderness Society's aim has been to keep staff and volunteers safe whilst continuing to connect with Supporters.
- ❖ The resilience, optimism and creativity of The Wilderness Society is astounding - adapting to new ways of working and without travel.
- ❖ Holding relationships with our many long-standing Supporters has been very important, this is the fabric of the organisation - dialogue and building community power are important.
- ❖ We have invested our people, in ways to connect and share our work better - such as with our Wilderness Journal.
- ❖ There is much to be proud of in the exceptional organisational and staff response in dealing with these challenges.

Acknowledgement and warm thanks were given for the time and energy offered in all communities around the country to support the Wilderness Society movement. The full CEO Report is included in the 2020/21 Annual Review available on The Wilderness Society website.

Amelia Young, National Campaign Director, was invited to present a snapshot of key campaign highlights from the 2020-21 year:

- ❖ Campaigning challenges include impacts on campaigning and organising during the pandemic, we are an organisation used to influencing and persuading people face to face which has largely not been possible, and the Black Summer bushfires loomed very large and which the Wilderness Society committed to not let go unnoticed or be forgotten.
- ❖ The continental Organisational Campaign Plan was approved, enabling the take-up and creation of opportunities with the Wilderness Society being adaptable and ambitious in taking up our campaign agenda with renewed focus.
- ❖ The Wilderness Society's identified niches include: Australia-wide scope; values-based national community organising program; campaigning on nature and climate; reputation and style - going where other organisations do not choose to go and stay the course in pursuit of our Purpose.
- ❖ Our organisational goal is *"A future that does not rely on continued destruction of nature and our climate but rather flourishes because of our responsible custodianship of these core life support systems."*
- ❖ Three key streams within the Plan complement one another, they are:
  - Iconising areas with outstanding universal value with renewed vigour and effort and at a continental scale;
  - Actively reducing the power of our opponents - those seeking to destroy the values we are working to protect - sectorally and continentally; and

- Increasing our power and that of community and, in particular, that of First Nations people.
- ❖ Using these tools enables us to tackle the root causes and secure systemic change by:
  - Challenging power relations;
  - Catalysing our own power - continentally;
  - Generating and spreading new stories - being visionary;
  - Measuring progress and outcomes; and
  - Bringing a large community of supporters along with us.
- ❖ Icon area campaign program includes areas we are currently working to protect:
  - Australia's native forests (both logging and deforestation).
  - Lake Eyre Basin (Queensland and South Australia).
  - Wollemi, New South Wales.
  - Lake Malbena, Tasmania.
  - Great Australian Bight - seeking World Heritage protection.
  - Kimberley - to confront fossil fuel industries, deforestation and protection from large scale irrigation.
- ❖ Progress snapshot from the year includes:
  - Supported Aboriginal-led Kooparoo National Park proposal in Tasmania (Great Western Tiers).
  - World Heritage Lake Malbena, opposing privatisation of Halls Island - recent legal proceedings found in our favour.
  - Wollemi is threatened by coal on the North-West fringe of the Blue Mountains World Heritage area - providing expert submissions to the government assessment processes, our Movement For Life volunteers have been instrumental in backing in our views that these coal exploration leases must not go ahead - in breaking news, the Deputy Premier announced that he will not be recommending that these coal fields go ahead - this is an important milestone.
  - A watching brief of Pilliga forest continues and Santos' plan to create a large gasfield in that forest - our planned *Pilliga Ultra* marathon has been postponed due to COVID and will now take place next year.
  - In the Great Australian Bight, action was taken by communities along the southern coastline (including many paddle-outs) and a number of big oil companies have decided the project is too risky - five companies who have sought to drill for oil in this marine wilderness.
    - Now we are working to support the Mirning land and sea claim to secure World Heritage listing for this outstanding marine environment.
  - Just today the South Australian government announced the creation of the new Munga-thiri/Simpsons Desert National Park, this is Australia's largest national park and is very significant on a global scale for protecting desert ecosystems.
  - Movement For Life teams are to be congratulated for efforts on the New Laws campaign to disrupt the devolution agenda by building valuable dialogue and meaningful debate across the political spectrum.
  - Membership of the *Places You Love Alliance* has continued to be important, represented ably by Suzanne Millthorpe.
  - We have been very focussed on forests right around the country, backing in promises from the outcome of the Queensland 2020 state election with a renewed commitment to the Land Restoration Fund - a program which supports and encourages landowners to manage country for biodiversity and

- carbon and to not deforest their land - and saw a renewed commitment from the government with funding to this Wilderness Society-led proposal.
- Protecting forest is even more critical following the 2019/20 bushfires - visionary proposals are vital, such as the Emerald Link national park nature conservation economy proposal, well supported by the local community.
  - Building on the Ethical Paper campaign targeting drivers of deforestation, a volunteer-led team are leading the foundational research to pivot to an Ethical Packaging campaign.
  - In the West, we produced a native vegetation report which contributed to the West Australian government's decision to end native forest logging in coming years.
  - We backed demands made by Traditional Owners of the Martuwarra/Fitzroy River region in the Kimberley and mobilised our community to make submissions to the public consultation about the Martuwarra.
  - A continent-wide *Watch My Wilderness* app has been launched which uses technology to identify vegetation change across the continent, investigate it further and measure against respective legislation.
- ❖ Strategic communications is another strategic campaign approach with a focus on identifying vulnerabilities, for example:
    - The rusting oil rigs left in marine environments and the mindless release of acreage for the fossil fuel sector to bid on for rights to explore.
    - The Wilderness Society named those issues with a focus on exposing these vulnerabilities to new audiences, researching and pursuing media in new outlets to diminish the social license that these sectors and vested interests hold.
    - The successful outcome came with a levy introduced with the sector responsible to clean up abandoned rigs, and the most recent release of acreage being more constrained with less marine environment included.
  - ❖ Looking ahead, The Wilderness Society will:
    - Continue to focus on and develop strategic communications sectorally and continentally, to improve the conditions to advance our campaign agenda across all of the icon areas.
    - Harmonise the Continental Forests campaign with interventions rolled out.
    - Tackle onshore gas with renewed focus.
    - Seek to elevate biodiversity risk so that it is understood by the financial sector similarly to that of climate risk.
    - Use the federal election as a key moment for accountability around matters relating to the environment and advancing community rights to have a genuine say in decision making, access to information and greater transparency.

The floor was opened for questions from attending Members:

- Q1 received from Mark Ames - There are a lot of significant areas in the Northern Territory which need Wilderness Society attention.
  - Within the Organisational Campaign Plan, we have an express commitment to reassess the Wilderness Society's role in the Northern Territory, with campaigners bringing this forward as a priority.
  - In the meantime, we are supporting the Environment Centre of the NT in their lobbying work around the fast-tracking of decisions for the establishment of gas projects in the state.

- We are committed to understanding and refining what The Wilderness Society's role is in the Northern Territory moving forward.
- Q2 received from Kirsten Anchor - As travel options open up again, what will be your attitude to online meetings? What are your approaches for minimising emissions from travel?
  - We have learned as an organisation how to utilise online meetings and by so doing, to avoid travel. The change we have been able to make without travel has been significant and will be looking to continue wherever possible.
  - It is unlikely we will return to our previous travel habits and will look at the question of its necessity differently.
  - Nevertheless, some travel is really important, face to face connections, especially with community, reaching out into remote and other communities across the continent - so some travel is unavoidable.
  - The organisation will look to manage our own carbon footprint very carefully.
- Q3 Kirsten - Do you believe there will be a rush to cut timber before the ban on harvesting native forests comes into effect?
  - Yes, assuming this query relates to the Western Australian government's announcement, but it could equally also apply to the Victorian government's commitment to end logging in that state by 2030.
  - We do tend to see anytime that a state government announces adjusting or reducing logging levels, or ending native logging, that the industry is very keen to do a 'last log' and often find that shortcuts are taken, regulations are even less adhered to and there is a big wood grab.
  - This is where citizen science plays a critical role in monitoring what is going on in the forests and where, collectively, we need to be evermore sending strong messages to the businesses buying that wood, manufacturing the wood and paper products and also retailing those products, that this kind of logging activity is, as consumers, not something that we wish or are willing to support.
  - Businesses are increasingly heeding these kinds of messages and changing their procurement practices when it comes to purchasing paper and manufactured timber products.
  - So, whilst it is sobering that there will likely be a wood grab, there is also something that we can do about it.

There were no further questions for the Meeting.

## 5. The Wilderness Society Ltd Board of Directors

Jen Rowe, Company Secretary, provided an explanation of the direct ballot election of Directors process, as provided for under the Constitution, explaining that Directors this year were elected by direct ballot in a process leading up to the Annual General Meeting. The nomination and election process are designed to ensure broad geographic representation with elected Directors coming from at least four of the following six regions: Australian Capital Territory and New South Wales; Queensland; Northern Territory and South Australia; Tasmania; Victoria; and Western Australia.

For 2021, the Elected Directors retiring are Leanne Craze and Coral Robinson from New South Wales/ACT, and Amanda Branley from Western Australia, opening three positions for election.

### Results Declaration | 2021 Election of Directors

The following eligible nominees offered themselves for election in 2021:

- Leanne Craze from New South Wales/ACT;
- Amanda Branley from Western Australia; and
- Jacqueline Mills from New South Wales/ACT.

All candidates received ballots in the Election of Directors, allowing them to fill the available positions. With thanks to the 179 Members who participated, the results of the election were: 162 votes - Leanne Craze; 160 votes - Jacqueline Mills; and 156 votes - Amanda Branley.

Andrew Marks (in Melbourne), Scrutineer for the Election as appointed by the Board, confirmed the counting of votes as correct and that there was nothing further to report.

Congratulations were offered to the newly elected Directors of the Wilderness Society Ltd Board, declared as Jacqueline Mills, Leanne Craze and Amanda Branley.

These Directors join continuing Elected Directors, Gabrielle Appleby from Tasmania; Sam Rando from Northern Territory/South Australia; Lisa Roberts and Andrew Barker both from Victoria; and appointed Directors, Karl Tischler and Junita Mushenko, on the Board. All were thanked for their commitment to the governance and processes of The Wilderness Society.

#### **Farewell to Outgoing Director**

Coral Robinson, outgoing Director for this financial year, was thanked for her immense contributions to The Wilderness Society over more than two decades, a remarkably long history of service and dedication to the organisation.

Coral has contributed over 20 years of her life in various governance roles for The Wilderness Society, providing expertise in finance, planning and, of course, governance. Even before that, Coral was an active Member taking part in many protests and campaigns.

The contribution Coral has made is enormous, she is a true Wilderness Society Giant! Over and above the responsibilities of being an elected Director of the Board, Coral has put in many hours working on numerous committees including the Board's Governance and Constitution Committee(s); Finance, Audit, Risk & Compliance Committee; Wilderness Fund Committee, and is a Trustee of the Forever Wild Trust. In these many roles, Coral has worked with our Executive Officers on compiling and drafting many much-needed organisational documents.

The Wilderness Society owes Coral a great debt - for long loyal service and providing advice that is always considered, balanced and measured. Since being elected to the Committee of Management in June 2010, Coral has worked to build a strong and resilient organisation focused on delivering its environmental Purpose. This commitment still stands, and Coral continues to contribute her skills for the benefit of the organisation and the protection of nature.

Thank you Coral for your many contributions and for helping to develop the organisation.

The entire complement of the Board of The Wilderness Society Ltd was noted as:

- Leanne Craze - New South Wales/ACT
- Jacqui Mills - New South Wales/ACT
- Sam Rando - Northern Territory/South Australia
- Amanda Branley - Western Australia
- Lisa Roberts - Victoria
- Gabrielle Appleby - Tasmania

- Andrew Barker - Victoria
- Karl Tischler (Appointed) - Victoria
- Junita Mushenko (Appointed) - New South Wales

## 6. **Honorary Life Members**

The meeting noted that three Honorary Life Member nominations were received in 2021, endorsed by The Wilderness Society Ltd Board and confirmed as:

- Stuart Baird - nominated by The Wilderness Society Ltd, for his many years of voluntary contributions to the governance of The Wilderness Society in various roles.
- Bill Doyle - nominated by The Wilderness Society SA, for his remarkable voluntary contribution to TWS's campaign work in SA for over 20 years - including extensive photographic documentation of wilderness areas.
- Carol Ridgeway-Bissett - nominated by The Wilderness Society Newcastle, for her many years of campaign activism and collaboration - Carol is a knowledge holder of the Maaiangal Ngura (Clan) of the Worimi Nation.

The meeting offered congratulations to Stuart, Bill and Carol for their very significant contributions to the organisation over many years.

## 7. **The Wilderness Society Ltd Auditor**

William Buck Audit (Vic) Pty Ltd was appointed at the 2018 Annual General Meeting and they continue as auditors. Appointment and removal of auditors is subject to the provisions of the Corporations Act 2001 (Cth).

## 8. **Meeting Close**

In closing, Leanne thanked the process team, all Members, volunteers and staff for their attendance and contributions around the country, and for being involved in the governance of The Wilderness Society. Thanks were also given to Vero Voting for supporting AGM governance processes in 2021.

Members were reminded of the annual Wilderness Society Members' Forum providing the opportunity for Member discussion with the Board, the most recent having been held in September, another will be scheduled for 2022.

The meeting closed at 7.31pm AEDT.