



**Amnesty International Australia (AIA)
DRAFT Minutes of the 2024 Annual General Meeting
Held via Zoom on 1 June 2024 11am AEDT**

The proceedings of the meeting are not necessarily recorded in the order in which they occurred.

Attendance:

A list of those attending is in **Appendix 1**.

The Chair acknowledged Country.

Reports on key activities and highlights of the year in each region were provided by the Regional Presidents (or delegate) prior to the formal commencement of the meeting.

Annual General Meeting

The formal parts of the meeting commenced at around 11:30 am AEST.

1. INTRODUCTION

The Chair welcomed everyone to the meeting and confirmed it was quorate.

(a) Explanation of voting system

The proposed Returning Officer, Greg Mitchell of VERO Voting, explained the voting system.

(b) Preliminary Matters

The Company Secretary announced the following meeting protocols:

- The meeting was to be recorded for minuting and internal purposes;
- Only General Meeting Voters (GMVs) were allowed to vote;
- Attendees were reminded to be respectful and abide by the AIA Values and Behaviours Charter at all times, attendees who did not would have their ability to engage with the meeting limited and/or be removed from the meeting; to this end, The Charter could be found on the AGM google site;
- Attendees were requested not email text or to use the chat to direct questions to the Chair or staff but rather to use the hand raise function;



- Attendees were advised to treat everyone with compassion, respect, courtesy, without discrimination and in accordance with the AIA Code of Conduct, and Values and Behaviours Charter;
- Attendees were reminded to be mindful of using inclusive language at all times; to avoid using offensive, culturally insensitive, or discriminatory language; and that any derogatory comments or actions or actions towards other volunteers, employees or community members would not be accepted;
- Attendees were reminded to ensure everyone is given an opportunity to participate in line with the Standing Orders.

(c) Apologies

The Company Secretary noted the following apologies:

Caroline Davis
Giles Gunesekera

(d) Acknowledgment of Country

The Chair acknowledged country, paying respects to the custodians of the lands upon which meeting participants joined the meeting, and paying respects to elders past and present. He noted that sovereignty has never been ceded.

The Chair also acknowledged and celebrated the important contributions of Aboriginal and Torres Strait Islander communities in upholding the strength of the oldest living cultures and progressing human rights.

2. GOVERNANCE PART I: Preliminary matters

AGM 24/01	The 2024 Annual General Meeting ADOPTS the Standing Orders for the 2024 Annual General Meeting.
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AGM 24/02	The 2024 Annual General Meeting ADOPTS the Agenda for the 2024 Annual General Meeting.
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AGM 24/03	The 2024 Annual General Meeting CONFIRMS the minutes for the 2023 Annual General Meeting and 2023 Extraordinary General Meeting.
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(a) Returning Officer

AGM 24/04	The 2024 AGM APPOINTS Greg Mitchell of Vero Voting as Returning Officer.
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(b) Announcement of Proxies

The Company Secretary advised that the following proxies had been submitted for the 2024 AGM:

Fahima Ahmadi to Drew Pavlou

Philip Armit to Peter Hanley

Sally Choi to Stephen Rowe

Zainab Clark to Bethan Frake

Hudson Denning to Drew Pavlou

Victoria Edwards to Gabrielle Kavanagh

John Della Bosca to Sophia Tsai

Maurice Freeman to Drew Pavlou

Ajoy Ghosh to Lisa Annese, for any voting past 4.00pm

Giles Gunsekera to Gabrielle Kavanagh



Colleen Holloway to Sarah Holloway

Jillian LaBruzzo to Katrina North

Richard Lue to Tshung Chang

Kombe Musonda to Euan Gleeson-Brown

Belinda Neal to Sophia Tsai

Sandra Nori to Sophia Tsai

Tkachuk Oleksander to Anton Bogdanovych

Pablo Rozas Larraondo to Gabrielle Kavanagh

Madelaine Wood to Bronwen Kippen

Marhaba Salay to Terence Jeyeratnam

Daniel Wolody to Anton Bogdanovych

(c) AGM Ombudsman

24/05	The 2024 AGM APPOINTS Justine Nancarrow as Ombudsman.
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(d) Nomination and Assessment Committee Report (NAC)

The Chair introduced Kate Cooper, Chair of the Nomination and Assessment Committee (NAC).

Kate Cooper introduced the three members of the committee, Lisa Williams (non-amnesty), Jeremy Ellis (board-appointed) and herself (AGM-appointed) and spoke to the process undertaken by the NAC in relation to the recruitment and assessment of candidates for the board elections, and the context in which it arises.



Ms Cooper confirmed there were six (6) candidates for two board positions. She thanked her colleagues on the NAC for their thorough and outstanding work, as well as all of the candidates.

3. GOVERNANCE PART II - Accountability

The Chair noted that the 2023 AGM Resolution Implementation report, Questions on Notice with their responses and Youth Advisory Group report have been published on the AGM google site. He thanked the members of the Youth Advisory Group and all the young members past and current who participated in putting together that report.

(a) Annual Report 2023-2024

The Chair and National Director spoke to the report.

The Chair praised the work of volunteer members, activists and local groups for embodying what AIA is as a people powered organisation. He noted with thanks all of the ALC members, the network members and the Regional Presidents.

He thanked the National Director, the Amnesty Management Team and all staff, as well as Board Committee Chairs and members, including youth members. The Chair made special mention of the external committee chairs, Vicki Jacobs (International Nominations Committee), Alicia Zahmel (International Issues Committee) as well as the NAC.

The Chair also highlighted some of the work the board together with ALCs and regional networks have done with people from impacted communities and gave three salient examples: the Voice referendum, with a position developed through consultation with first nations people; the Amnesty Iran Network, and initiative led by long-term amnesty Iranian activists working together with staff, volunteers, the Victorian ALC and the Australian Iranian community; and work with colleagues from the Asia Pacific region, many of whom have direct experience of repression and human rights abuses, noting China, Myanmar and Cambodia as three priority countries for work over the 2024-2025 year.

The Chair took the opportunity to thank finance director, Sumithira Thavapalan for her outstanding work since joining in January 2023 and highlighted the strong open and supportive leadership the organisation has benefitted in the five years Sam Klintworth has been CEO.

The National Director spoke to the report. She noted that the AGM was taking place during Reconciliation week and the necessity to continually push for justice, truth, treaty and voice. The National Director thanked all of our members, activists and ALCs for their extraordinary work for human rights, as well as all the Regional Presidents, ALCs and activists for their reports.



The National Director spoke to AI Australia's collective human rights impact in Australia and internationally, highlighting work on the Voice and Raise the Age campaigns, providing a refuge for those fleeing persecution, and tirelessly advocating for the enactment of a Human Rights Act in Australia as well as spearheading the abolition of the death penalty, opposing torture and securing the freedom of the oppressed and marginalised internationally.

The National Director reaffirmed AIA's commitment to stand in solidarity with First Nations People in Australia and noted the disappointing result in the Voice referendum. However, she mentioned AIA's Indigenous representative, Uncle Rodney's positivity in looking at the 6.2 million Australians who voted Yes and confirmed AIA's hope to leverage off that indication of support and engage those allies in future indigenous rights work.

The National Director spoke favourably of the Government's action to abolish the temporary protection visa and safe Haven Enterprise visa schemes, and praised the increase of the number of humanitarian intake protection visas, noting that the increase is still insufficient to address the million displaced people worldwide and that not one visa had been issued to those fleeing Gaza.

She noted the continuing challenges to human rights work in the face of escalating abuses against dissenting voices in human rights internationally and especially against marginalised communities, women and girls and LGBTQIA+ people.

The National Director acknowledged the difficulty faced by – and thanked – all Palestinian, Muslim and Jewish people joining the AGM today for their continued advocacy, campaigning and support. She confirmed AIA's continuing support and noted the ICC's application for arrest warrants for perpetrators of injustice. She noted Amnesty has played a critical role in documenting violations and cited Jen Robinson's (International Human Right's Lawyer and Barrister) reminder that on the international human rights stage and in the courts Amnesty International's work is relied upon on a daily basis, assisting with building cases before the ICC and International Court of Justice. The National Director noted AIA's internal focus to ensure its sustainability and confirmed that the following years' focus will be on the core work of Amnesty.

She thanked AIA staff, particularly the ELT and everyone present again for their continued and tireless work achieving such outstanding human rights impact.

A video on the theme of international collective action from Asia Pacific colleagues (including former Hong Kong, current Thailand, Malaysia, and Taiwan) was shown.

(b) 2023 Annual Financial Report

The Chair introduced Michael Dundon, board member and Chair of the Audit and Risk Committee and member of the Remuneration Committee.



He spoke to the 2023 Annual Financial Report, noting that our 2023 income remained similar to the previous year, with higher bequests compensating for slightly lower regular donations. In terms of expenses, these were lower in 2023 than 2022, largely driven by a waiver of the usual assessment agreed with the IS to grow the reserves of the organisation. Michael Dundon noted that this waiver resulted in a surplus in 2023 of \$1.4 million compared with 2022's deficit of \$1.1 million.

He spoke to the financial results for the first four months of 2024 and noted we were ahead of the budget in income by a strong result, about \$1.6 million, qualifying that with the fact that the main driver is a large uplift in bequest income.

He noted that the team has managed expenses well and that costs are generally in line with this time last year and close to the YTD 2024 budget, a strong position that will help manage any income shortfall that may arise in the rest of the financial year. Driven by bequests, our reserves position has doubled since the end of 2023 and are just under \$6M, representing 3.5 months of monthly operating costs, noting this is a good start and conforming with the AIA reserves policy, but not as much as the desirable reserves of 5 to 6 months operating costs.

The ARC Chair noted that despite the strong cash balance and budget surplus, discussions with the IS were continuing around the need to waive the assessment to ensure sustained strengthening of reserves until fundraising and diversification of sources of fundraising is sufficient to maintain our sustainability. He noted that the finances were being managed carefully and cautiously but trade-offs will be necessary in terms of what activities can be undertaken and with what priority as the financial position remains tight, particularly if assessment payments to the IS are resumed in the short term.

Michael Dundon confirmed that a capability review was performed across the whole organisation, led by Sam, the National Director and Sumithira, the Finance Director and noted that looking at the cost base of the organisation, fundraising capability and projected income going forwards. The projected growth of 5%, together with costs control supports a gradual return commencing in 2026 to paying IS assessments in full by 2029.

His final message was that the budget will remain very tight given the cost of living pressures and their impacts on donations and gifts and regular giving.

Questions were taken from the floor.

24/06	The 2024 AGM APPROVES the 2023 Annual Financial Report.
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4. GOVERNANCE PART III - ELECTIONS

The Returning Officer took the floor and explained the process of online voting for the board positions and introduced the candidates for election.

(a) Report on elections to board positions

The Returning Officer announced that the elections were valid and did not involve a tie.

The Chair moved that Ajoy Ghosh be appointed as a Director, Class III and asked if there were any objection to that motion. There was none.

24/07	The 2024 AGM RESOLVED to appoint Ajoy Ghosh as Director Class III of Amnesty International Australia.
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The Chair moved that Anne Wright be appointed as a Director, Class III and asked if there were any objection to that motion. There was none.

24/08	The 2024 AGM RESOLVED to appoint Anne Wright as Director Class III of Amnesty International Australia.
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(b) Report on the election to the Appeals Committee

The Chair moved that Amanda Bolleter be appointed as a member of the Appeals Committee and asked if there were any objections to that motion. There were none.

24/09	The 2024 AGM RESOLVED to elect Amanda Bolleter as member of the Appeal Committee.
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(c) Report on the election to the Nominations and Assessment Committee

The Chair moved that Kate Cooper be appointed as a member of the Nominations and Assessment Committee and asked if there were any objections to that motion. There were none.

24/10	The 2024 AGM RESOLVED to elect Kate Cooper as member of the Nomination and Assessment Committee.
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(d) International Nominations Committee report

Vicki Jacobs, Chair of the International Nominations Committee (INC) spoke to the paper and to the recommendation for the delegate to the International Global Assembly for 2025.

24/11	The 2024 AGM ENDORSES Thurrkka Jayakumar as Amnesty International Australia's youth delegate to the 2025 Global Assembly and Gavin Choong and Zahra Al Hilaly as reserve Global Assembly Youth Delegates.
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5. JUNE FASSINA AWARD

Carol King, member of PrepCom and Chair of the Activism and Membership Committee announced Southern Group based in Cygnet, Tasmania as the 2024 winner of the annual June Fassina Award for extraordinary activism.

6. GOVERNANCE PART IV - SPECIAL RESOLUTION AND RESOLUTIONS

The Chair introduced Kate Waterford, Chair of the resolutions session. Ms Waterford took the floor and explained the process for voting on both classes of resolution: for ordinary resolutions to pass, more than 50% of General Meeting Voters (GMVs) had to vote in favour, while for special resolutions to be passed, more than 75% of GMVs were required to in favour.



Ms Waterford reminded AGM participants to keep in mind the Values and Behaviours policy and the AIA Constitution and adhere to those at all times.

(a) *Vote on the Special Resolutions*

The special resolutions did not pass.

(b) *Vote on Ordinary Resolutions*

24/12	<p>The 2024 AGM</p> <p>DIRECTS the National Board and each of its directors to :</p> <ul style="list-style-type: none"> a. Comply with their duties and obligations as directors under the law and the constitution of Amnesty International Australia; b. Comply with the Board Charter; c. Comply with the Member Undertaking; d. Comply with the Values and Behaviour Charter; e. Comply with the Code of Conduct f. Conduct themselves in a respectful manner at all times, including but limited to all Amnesty International Australia meetings and on social media; g. Respect the principles of board solidarity, meaning that once a decision has been made by the National Board, the directors are collectively responsible for it; and individual directors will support and adhere to decisions of the Board in any public statements and actions; and h. Refrain from contradicting or criticising Amnesty International Australia’s positions outside of National Board meetings, including on social media.
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24/13	<p>The 2024 AGM</p> <p>NOTES that it is expected and has always been expected that Members nominating for elected positions at Amnesty International Australia will present their nominations truthfully and in good faith.</p> <p>The 2024 AGM DIRECTS the National Board to exercise its powers under the Amnesty International Australia Constitution and/or other policies</p>
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	<p>and procedures to take action against members, including suspending or removing them from membership, whose nominations are found by Member Standards Committee to fall short of those standards of truthfulness and good faith.</p>
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<p>24/14</p>	<p>The 2024 AGM</p> <p>INSTRUCTS the National Board and each of its directors to :</p> <ul style="list-style-type: none"> a. Conduct and evaluation of the Branch-based frameworks that AIA uses to manage its volunteer resources and governance structures; and b. Assemble a comprehensive report for the 2025 AGM that: <ul style="list-style-type: none"> a. provides insights into the above issues, detailing the potential risk, benefits, strengths and vulnerabilities associated with the Branch model of volunteer organisation; b. explores possible alternative methods for mobilising our volunteer activist resources beyond the conventional state/ branch/ geographic model; and c. identifies any constitutional amendments and/or resolutions to be put forward by the Board to support identified improvements which better support AIA’s members and structures for volunteer resources to be in line with the core People Powered Strategy.
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<p>24/15</p>	<p>The 2024 AGM</p> <p>REQUESTS that the National Board consider the implementation of an ‘impact’ or ‘sustainability’ strategy for AIAs operations, and report back on to AIA members on progress by no later than 30 September 2024.</p>
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<p>24/16</p>	<p>The 2024 AGM NOTES that:</p>
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	<p>To date 1,319 Israelis have been killed and around 200 hostages taken following attacks on 7 October by Hamas and other armed groups. Amnesty has documented the war crimes of indiscriminate rockets targeting of civilians and hostage taking all of which are war crimes.</p> <p>Israel’s assault has killed more than 35,000 Palestinians and injured over 800,000 more. Amnesty has documented the indiscriminate targeting of civilians and civilian objects, the forced displacement of 1.5 million Palestinians and prevented humanitarian aid access resulting in famine.</p> <p>The 2024 GM CALLS for the: Immediate ceasefire by all parties; Immediate access to humanitarian aid; the release of civilian hostages, unharmed; and Independent and unhindered International Criminal Court investigations.</p> <p>The 2024 AGM condemns the war crimes committed by Israel, Hamas and other Palestinian armed groups and demands the protection of all civilians.</p>
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7. CLOSE

The Chair thanked the Regional Presidents and their representatives, General Meeting Voters, members, movers of resolutions, and his colleagues on the board. Special thanks were given to Michael Dundon, Kate Waterford; Anne Wright and Katie Wood, the Credentials committee; Kate Cooper, Jeremy Ellis and Lisa Williams of the NAC, the returning officer, Greg Mitchell of VERO voting; the auditors – Andrew Archer form Grant Thornton; Justine Nancarrow the Meeting Ombudsman; the National Director, Sam Klintworth and her senior management team and staff; Prep Com: Lisa Annese, Carol King, Peter Hanley, Katie Wood, Frederique Blanc and Faye McEvoy, Katie Wood, Frederique Blanc

Meeting closed at 3:15 AEST

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National Board Chair



Appendix 1 - Attendees

General Meeting Voters 2024	
ACT/SNSW	Sally Choi
ACT/SNSW	Cetana Das
ACT/SNSW	Pablo Rozas Larraondo
ACT/SNSW	Liliya Pelikh
ACT/SNSW	Stephen Rowe
ACT/SNSW	Tsewang Thupten
ACT/SNSW	Alicia Zahmel
NSW	Lisa Annese
NSW	Nicholas Buenk
NSW	Anton Bogdanovych
NSW	John Della Bosca
NSW	Victoria Edwards
NSW	Ajoy Ghosh
NSW	Silvia Greco
NSW	Giles Gunsekera
NSW	Gabrielle Kavanagh
NSW	Carol King
NSW	Belinda Neal
NSW	Sandra Nori
NSW	Sophia Tsai
NSW	Daniel Wolody
QLD/NNSW	Fahima Ahmadi
QLD/NNSW	Philip Armit



QLD/NNSW	Hudson Denning
QLD/NNSW	Ruth Gould
QLD/NNSW	Peter Hanley
QLD/NNSW	Bronwen Kippen
QLD/NNSW	Drew Pavlou
QLD/NNSW	Pearl Tabart
QLD/NNSW	Roselle Tenefrancia
QLD/NNSW	Madelaine Wood
SA/NT	Kia Devine
SA/NT	Timothy Green
SA/NT	Sarah Faulkner
SA/NT	Deanna Hall
SA/NT	Vicki Jacobs
SA/NT	Marhaba Salay
SA/NT	Saras Suresh Kumar
TAS	Sarah Holloway
TAS	Bethan Frake
TAS	Zainab Clark
TAS	Yi Yan Yvette Chan
TAS	Colleen Holloway
TAS	Oleksandr Tkachuk
VIC	Gavin Choong
VIC	Michael Dundon
VIC	Maurice Freeman
VIC	Sylvia Freeman
VIC	Suzan Gencay
VIC	Jamie Hodgson
VIC	Terence Jeyaretnam
VIC	Jillian LaBruzzo



VIC	Cheuk Long Lee
VIC	Max Mok
VIC	Katrina North
VIC	Mario Santos
VIC	Clive Weston
VIC	Anne Wright
WA	Parhat Ahmed
WA	Leonie Alexander
WA	Tshung Chang
WA	Chelsea Francis
WA	Euan Gleeson-Brown
WA	Richard Lue
WA	Kombe Musonda

Members and Guests

Nishara Fallon
Nalinda Gunawardana
Jeremy Ellis
Kate Cooper
Susan Herbert
Elsa Adshead
Miu Kanokkantapong
Sarah Faulkner
Thurkka Jeyakumar
Cloe de Winter
Margaret Bullen
Oksana Hrubskyj
Najiba Rahimi
Alex Wood
Matthew Riordan
Joseph Wilson
Kevin Sweeney
Jodie Sard
Kalsang Derab



Miles Britton
 Lisa Williams
 Austin Tran
 Christine Leopardi
 Adam McGuigan
 Ronnie Gori
 Adelaide Xerri
 William Cook
 Andrew Archer
 Ian Gibson
 Susanna Ritchie
 Yousif Suliman
 Rebecca Ju
 Paul O'Neill
 Brenna McNeill

Board members	
Position	Name
Chair	Mario Santos
Board Member	Terence Jeyaretnam
Board Member	Anne Wright
Board member	Lisa Annese
Board member	Michael Dundon
Board member	Ajoy Ghosh
Board member	Belinda Neal

Staff	
Position	Name
National Director	Sam Klintworth
Communications and Digital Innovation Director	Justine Nancarrow

AMNESTY INTERNATIONAL



Company Secretary	Katie Wood
Governance Coordinator	Frederique Blanc
Activism Coordinator	Kathy Allan
Activism Coordinator	Edward Krutsch
Executive Assistant to National Director	Faye McEvoy