

2022 Annual General Meeting Minutes

Date & Time: Location: Meeting Chair: Scribe:	Thursday, 13 October 2022 at 11am (AEDT) Zoom Charlie Prell Tryphena Watson
Quorum Required:	11 members
FCA Members:	Charlie Prell (Chair), Dr Anika Molesworth, Brett Hall, Anna Rose, Michael McDonald, Angus Emmott, Lucinda Corrigan, Joanne Oddie, Anthony Houston, Peter Holding, Jim McDonald, Norman Pater and Dale Park.
FCA Staff:	Dr Fiona Davis (CEO), Georgia Webster (General Manager), Tryphena Watson (Office Manager) and Emily Jones (Organising Manager)
Guest Speaker:	Claire O'Rourke

1. Welcome and Chair remarks

Inaugural chair of FCA, Lucinda Corrigan, was recognised and welcomed by the Chair as part of the welcome.

2. Guest speaker

Claire O'Rourke is a campaigner, communicator and behavioural change expert working to transform Australia into a global leader in climate solutions.

Claire has 20 years' experience in journalism, communications and campaigning in Australia and around the world. Claire has held a number of leadership positions, including most recently at Amnesty International Australia and as National Director of community-led renewable energy advocacy organisation Solar Citizens. Claire O'Rourke

Chair

Claire has a broad history of organising and campaigning in social movements and for organisations that deliver positive impact, including overseeing communications for Australia's successful Every Australian Counts campaign for the National Disability Insurance Scheme.

Claire shared her insights from her recently released book, entitled *Together We Can*.

The Chair thanked Claire for her presentation and thoughts, and commended her new book to those present.

Chair officially opened the AGM proceedings at 11.28am

3. Apologies

Chair noted apologies were received from Rob Lee, Angus Whyte, Mark Wootton, Eve Kantor and Christie Kingston, Rebecca Gorman. *Confirmed*

4. General

- a. Recommendation: That the Membership of Farmers for Climate Action accept the minutes of the previous AGM as a true and accurate record of the meeting.
 Confirmed by Lucinda Corrigan and seconded by Jo Oddie.
 Resolution: The minutes of the 2021 AGM meeting were confirmed as a true and accurate record.
- b. No business arising

5. Chairperson report

The Chair, Charlie Prell, summarised his report (see appendix one) and expressed appreciation to the FCA Board Directors, staff and the CEO for their extraordinary commitment and dedication to the work of FCA.

The Chair particularly acknowledged the work of the Company Secretary, Michael McDonald for his chairing of the Governance and Nominations Committee and the management review of FCA's governance structures to strengthen them and make them appropriately robust and best practice now and into the future. Chair

Chair

Chair

The Chair made special mention of the professionalism and dedication of Brett Hall as Chair of the Finance Risk Audit and Remuneration Committee and thanked him for his extraordinary contribution.

The Chair thanked Claire Turner as FCA's Bookkeeper who made an incredible contribution to the financial management for the movement of Farmers for Climate Action over 5 years. Claire Turner has stepped down as bookkeeper and we now welcome Jess Roberts from JEM Bookkeeping to the team.

Report endorsed

6. CEO report

Dr Fiona Davis summarised her report (see appendix two) and thanked the team, board, members, farmers and donors for the contributions they have made in assisting Farmers for Climate Action to become a trusted voice on climate action.

The CEO highlighted the following:

- This year we have laid the foundation that we see now which is a great political opportunity where members of parliament who want to take action on climate are looking to FCA for policy support.
- The Board led the process of the development of the new Strategic Plan for 2022-24. This is focused on the goal to influence Australia to adopt strong climate policies.
- The Federal National Party supported an economy-wide net zero emissions target.
- The post election polling that FCA commissioned clearly showed that the city and country had united to vote for climate action.
- Successful launches of two reports: <u>"How can Australia's</u> agriculture sector realise opportunity in a low emissions future?" by Ernst & Young, and <u>"Fork in the Road</u>" by Stephen Bartos.
- The delivery of three fellowships with farmers in Western Australia, South Australia and Victoria.

Fiona thanked the board for their full support in her undertaking the role as CEO.

Report endorsed

CEO

Recommendation: That the Membership of Farmers for Climate Action accept the provided audited financial report and express confidence that FCA can meet all obligations as they fall due.	
Recommendation: That the Membership of Farmers for Climate Action appoint Jeff Ryan of Thomas Davis & Co as auditor for the 2022/23 period.	
Both recommendations were confirmed by Jim McDonald and Seconded by Jo Oddie. Motion Carried	
Questions to the Directors	Chair
No questions to the Directors.	
The Chair noted the Board is seeking two or three new Board Directors to expand and develop its skills and encouraged members to consider nominating for the Board in the future.	
Election of Office-bearers	Chair
 a. Chair noted the nomination for re-election of Board Director, Angus Emmott was received. b. Chair endorsed the re-election of Angus Emmott. Motion Carried c. Election results announced (see appendix five) 	
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Chair of the FRAR, Brett Hall tabled his report (see appendix three) and

congratulated the FRAR committee, CEO and staff for their

10. Meeting formally closed at 11:52am

7. Financial Report

management of the budget.

Chair

Appendix One: Chair Report

The past year has been one of huge growth and increasing impact for Farmers for Climate Action. I'm very proud of all that our organisation has achieved this year and of the vision we've created for the future of our 7,000+ farmer network.

A key achievement of the past 12 months is our new strategic plan which will guide our work for the next three years 2022-2024. We have set ourselves some very ambitious goals and targets, both in financial terms but also in measures of success within our organisation. So far, we've met and exceeded these targets.

Our work this year has been against a backdrop of significant challenges for farmers. Floods and wet conditions in some areas, ongoing drought in others, supply chain disruptions, labour, biosecurity and processing challenges across the country. The energy crisis and cost of living increases are exerting pressures on farmers and farming communities. This has emphasised the need for the rapid shift to renewable energy.

Political change occurred federally this year with the election of a Labor Government for the first time since 2013. The substantive changes in our parliamentary make-up across the political landscape mean independents have an increasingly important role to play. Our commitment to being fiercely non-partisan means Farmers for Climate Action is well placed to engage across politics to amplify farmers' voices calling for strong climate policy.

One of our greatest strengths is our ability to work with farmers across the ag sector, working together to build our influence. We will continue to work this way to achieve our ambitious goals with our partners and supporters. We have always been constructive and willing to work with farmers in their own backyard, as well as with their representatives in industry and political organisations.

Our small but cohesive Board of Directors has worked with a strong focus on strengthened, robust governance and stewardship as we enter a new strategic phase. Our Board of Directors are focused on overseeing the organisation's rapid growth deliberately and judiciously, while keeping our vision and ambition in the front of our minds. We are committed to ensuring our corporate governance is best practice, and have streamlined our processes accordingly.

I want to acknowledge and applaud the dedication and performance of our CEO, Dr Fiona Davis, who stepped into the CEO role in mid-2021. She has built a formidable team within the

FCA staff and the Board is blessed to have such a strong leader in charge of such a capable and diverse team. Their cohesion, enthusiasm, capabilities, and work ethic are the foundation for the ongoing success of our organisation and our wider farmer network right across Australia.

Farmers for Climate Action continues to be a driver of leadership, supporting farmers and our representatives to be climate leaders. I'm really looking forward to the coming year, to meeting and beating our targets, and to all we will achieve together. This is THE decade for strong climate leadership that will produce deep cuts to our emissions. Farmers for Climate Action will play its part in ensuring that we have the leadership in Australia we so desperately need.

Charlie Prell Chair of the Board Farmers for Climate Action

Appendix Two: CEO Report

Farmers across our Australia-wide network have made huge strides this year in their climate leadership, despite challenging conditions. I'm really proud of what our movement has been able to do. We're growing our reach and impact in public conversation, in the ag sector, and in the political landscape.

Farmers continue to be on the front lines of a changing climate, and their voices are a trusted and sensible messenger to the wider Australian community about the need for emissions reductions and strong climate policy to protect Australian farming businesses and communities. We are committed to ensuring farmers and farming communities can benefit from the opportunities that come from strong climate policy,

Some of the achievements you can read in our annual report include:

- The Federal National Party's support for an economy-wide net zero emissions target, signalling federal bipartisan support for the first time for such a target. Our work meeting with, and briefing, MPs, elevating farmer voices and influencing agriculture sector policy, including the National Farmers' Federation's climate policy which supported a 2050 economy-wide net zero goal, helped make this happen.
- 2. Being able to show that the city and country uniting to vote for climate action at the Federal Election. Our <u>polling</u> showed that across the three electorates of Gilmore, Page and Eden Monaro, more than 70% of voters said "effective climate change policies" were important to their vote.
- 3. Growing the size and depth of our movement to include over 7,000 farmers across Australia. This growth was supported by fellowship programs in multiple states, webinars, conference; our "I'm a farmer for climate action" farm gate sign program; and road shows to NSW's Northern Rivers region and Victoria's Goulburn Valley region to connect with farmers in these communities and support them to build local farmer groups.
- Successfully launching two major reports <u>"How can Australia's agriculture sector</u> realise opportunity in a low emissions future?" by Ernst & Young, and <u>"Fork in the Road"</u> by Stephen Bartos.
- 5. **Delivering successful fellowship programs** in Victoria, South Australia and Western Australia, supporting 100 farmers to boost their skills and knowledge in climate science, creating change on-farm, and advocating for climate solutions beyond the farm gate.

Our staff has grown this year and every one of them is making a critical contribution to set and achieve our strategic goals. With staff working from farm and home offices, as well as from our office 'hubs', we've enjoyed meeting for two in-person retreats to plan and refine our work as a team. We've also benefited from the input of experienced political and ag industry advisors. Our Strategy Director Cam Klose left us to travel the world in March, and we remain grateful for the incredible contribution he made to our movement in the three years he was with us.

I would like to thank the Board, and particularly our Chair Charlie Prell, for their enthusiasm and critical strategic guidance. Their committed foundational governance continues to set our staff team and farmer movement up for great success.

Dr Fiona Davis CEO Farmers for Climate Action

Appendix Three: Finance Report

The Finance, Risk, Audit & Remuneration Sub-committee, (FRAR) continued to monitor the organisation's financial management and review the risks for the organisation and staff. The committee generally meets monthly prior to board meetings and the minutes circulated to the board. These minutes include current financial reports, actions and any recommendations for the board to consider.

The membership of the FRAR Committee this year included: Mr Brett Hall (Chair), Mr Charlie Prell, Ms Anna Rose and Ms Anika Molesworth. The finances are also overseen by our CEO, financial advisor, bookkeeper and auditor - we thank them and our FRAR Committee for their hard work over the past 12 months.

The organisation has continued its record of sound financial management by again ending the year in the black. The board had set an ambitious rather than a conservative budget, so it was very pleasing to see the FCA team achieve this goal by gaining additional donations to fulfil our work programs. It should also be noted that due to Covid restrictions, FCA carried over funds from last financial year (\$438,000) for programs which were delivered early in the 21/22 financial year.

In line with the Board's strategy, we identified that it was important to increase our working capital to ensure a constant cash flow, as many of our donors contribute closer to the end of the financial year. Our reserves were also increased to reflect our salary obligations for employing additional staff to work across regional Australia.

Audited Financial Report

The 2022 AGM documents circulated to members included the audited 'Farmers for Climate Action Limited', Financial report for the period 1 July 2021 to 30 June 2022. Highlights of the report include:

- 1. Revenue: \$1,625,557
- 2. Expenditure: \$1,564,891
- 3. Net operating profit/(loss) after income tax: \$60,666
- 4. Net assets: \$1,599,100

The FRAR Committee & Board were very pleased with the quality of the audit conducted by Mr Jeff Ryan of Thomas Davis & Co for Farmers for Climate Action for the 2021/2022 financial year and recommend their engagement for another year.

Brett Hall - Chair of Finance, Risk, Audit & Remuneration Committee, Farmers for Climate Action

Appendix Four: Director nominations

Board Nominations for Farmers for Climate Action Ltd 2022

Nomination for re-election of Board Director, Angus Emmott was received.

Board of Directors as of 13 October 2022:

Chair:	Charlie Prell	Crookwell, NSW	elected to 15 Oct 2023
Deputy Chair:	Anika Molesworth	Griffith NSW	elected to 15 Oct 2023
FRAR Chair:	Brett Hall	Hobart, Tas	elected to 15 Oct 2023
Governance Chair:	Michael McDonald	Gerroa, NSW	elected to 14 Oct 2024
Board Director:	Anna Rose	Sydney, NSW	elected to 14 Oct 2024
Board Director:	Angus Emmott	Lake Eacham, Qld	elected to 13 Oct 2025

Under clause 90 of the Farmers for Climate Action Constitution, the number of Directors comprising the Board will be at least 3 and no more than 10.