

**Minutes of Annual General  
Meeting 17th May 2015**



**Annual General Meeting**

Minutes for the 17th May 2015

A.B.N 12 009 061278

**1. Attendance/Apologies**

As per attendance Register – Plus 70 proxies

**2. Approval of Minutes of PESA Annual General Meeting Sunday 6th APRIL 2014**

It was moved and seconded that the Minutes of the previous AGM held on the 6th APRIL 2014 be accepted.

**3. President's Report**

Max Williamson presented the 2014 Annual Report which forms an attachment to these minutes. The President emphasised the amount of time volunteers put in to running PESA and stressed this was one of the main reasons for appointing an Executive Officer which, he was confident, would be self funding. The President also indicated that the revenue sources of PESA were being eroded and in particular membership renewal fees and PESA News and the excessive cost of developing a website, reversing this trend would be the responsibility of the new Executive Officer.

The meeting discussed at length the deteriorating position of the PESA financial position and requested assurances from the Board that effective strategies would be put in place to ensure that the problems of 2014 would be rectified in 2015. The President, on behalf of the Board, gave that assurance.

It was moved and seconded that the President's Report be received and accepted

**4. Treasurer's Report**

The Treasurer presented the Treasurer's Report which forms an attachment to these minutes.

As raised from the President's Report the meeting was most concerned about PESA's operations for 2014 and wished to record that an operating deficit of over \$300,000 for the year was not acceptable and agreed that action must be taken to rectify the situation.

After further discussion on issues pertaining to the PESA website difficulties it was moved and seconded that the Auditor's Report as presented be received and accepted.

**5. Acceptance of the audited Financial Reports**

It was moved and seconded that the meeting accept the audited financial reports for 2014

**6. Election of Office Bearers**

a. President – Steve Mackie



**PESA**  
Petroleum Exploration  
Society of Australia

# Petroleum Exploration Society of Australia

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b. Vice President – Tobi Colson

c. Secretary – David Williams

d. Treasurer – Sandy Menpes

### 7. Business on Notice

Special Resolution.

A Special Resolution to amend the PESA Constitution, which forms an attachment to these Minutes, was presented the meeting for consideration. After discussion it was moved and seconded that the Special Resolution as presented be approved.

There being no further business, the Chairman declared the meeting closed.

## "Special Resolution"

### To pass the following as a Special Resolution:

The Constitution be amended by:

1. Deleting Rule 30 and replacing it with the following:

"30 Subject to these Rules a Branch Committee or the Federal Executive may at any time and from time to time terminate the membership of any member (in the case of a Branch Committee, only a member whose name is recorded in its Branch Register) in any of the following cases: -

- (1) if the member ceases to be eligible for membership of the Society;
- (2) if the member dies, resigns, becomes bankrupt, makes a composition with or assigns his estate for the benefit of his creditors or becomes a person whose estate or person is liable to be dealt with in any way under the law relating to mental health; or
- (3) if the member is expelled from the Society under Rule 30A.

Upon the termination of membership of any member the name of such member shall be removed from the Branch Register in which it is recorded and he shall cease to have the rights and privileges of membership. Any office held by that member shall thereupon be deemed vacated."

2. Inserting the following new Rules 30A to 30E immediately after Rule 30:

#### **"30A Disciplining Members**

- (a) A Branch Committee or the Federal Executive may, by resolution, warn, suspend or expel a member from membership if:
  - (i) the member refuses or neglects to comply with these Rules; or
  - (ii) the member's conduct or behaviour is determined to be detrimental to the interests of the Society.
- (b) Unless the Branch Committee has determined under Rule 30A(g) to defer the decision to the Federal Executive, the Branch Committee must first hold a meeting of the Branch Committee to resolve whether to warn, suspend or expel a member under Rule 30A(a).
- (c) The State Secretary of the State Branch must, not less than 28 days before the meeting referred to in Rule 30A(b), give written notice to the member:

- (i) of the proposed warning, suspension or expulsion and the grounds on which it is based;
  - (ii) of the date, place and time of the meeting of the Branch Committee pursuant to Rule 30A(b);
  - (iii) that the member may provide a written statement to the Branch Committee prior to that meeting;
  - (iv) that the member may attend that meeting of the Branch Committee to put the member's case; and
  - (v) that in addition to any written statement provided pursuant to Rule 30A(c)(iii), the member will have a reasonable opportunity to address the Branch Committee at that meeting to state the member's case.
- (d) At the meeting of the Branch Committee referred to in Rule 30A(b), the Branch Committee must:
- (i) give the member a reasonable opportunity to state the member's case orally;
  - (ii) give due consideration to any written statement submitted by the member pursuant to Rule 30A(c)(iii); and
  - (iii) resolve whether:
    - A. no action be taken against the member;
    - B. the member be warned;
    - C. the member be suspended from membership, and if so, the period that the member should be suspended from membership;
    - D. the member be expelled from the Society;
    - E. prior to making a decision the Branch Committee shall first obtain a report from an unbiased, independent person with the appointment of such person being on conditions that the Branch Committee considers appropriate and where such a report is obtained, the Branch Committee shall first consider such report before making a decision under this Rule 30A(d)(iii) at a subsequent meeting of the Branch Committee;
    - F. the matter should be determined at a general meeting of the State Branch in which case the provisions of Rule 30A(d)(i), (ii) and (iii)A to E (both inclusive) shall apply to such determination as if the general meeting were the Branch Committee.;
- (e) The State Secretary of the Branch Committee must inform the member in writing of the decision under Rule 30A(d), (g) or (h), as the case may be, within 7 days of the decision being made.

- (f) Once the decision has been made to suspend or expel a member under Rule 30A(d), (g) or (h), as the case may be, the member is immediately suspended or expelled from membership in accordance with such decision.
- (g) If the Branch Committee determines the member's conduct to be detrimental to the Society as a whole, it may refer the matter to the Federal Executive who shall determine the matter and the provisions of this Rule 30A shall apply to such determination as if the Federal Executive were the Branch Committee. Where the Branch Committee so refers the matter, the Branch Committee shall at the same time advise the Federal Executive of the views and recommendations of the Branch Committee in relation to the matter.
- (h) The Federal Executive may initiate a determination under Rule 30A without a referral from a Branch Committee under Rule 30A(g), in which case the Federal Executive shall determine the matter and the provisions of this Rule 30A shall apply to such determination as if the Federal Executive were the Branch Committee.
- (i) The conduct of all meetings with the member under this Rule 30A shall be informal and no representatives (legal or otherwise) of either the member or the Society shall be present at the relevant meetings.
- (j) If the member does not provide a written statement pursuant to Rule 30A(c)(iii) or address the meeting pursuant to Rule 30A(c)(v) the Branch Committee shall be entitled to make its decision based on the information before it and the member shall be deemed to have provided all information, whether written or oral, that the member could have provided.

### **30B Right of Appeal of against Suspension or Expulsion**

- (a) If a member is suspended or expelled under Rule 30A the member may appeal the decision by giving written notice to such effect to the Secretary of the Society within 14 days of receiving notice of the decision under Rule 30A(e)
- (b) The written notice pursuant to Rule 30B(a) shall set out the grounds for such appeal.
- (c) Where a notice is received in accordance with Rule 30B(a), the Secretary shall refer the appeal to the Office Bearers who shall appoint an unbiased, independent person ("Reviewer") to consider the decision under Rule 30A and such appointment shall be on conditions that the Office Bearers consider appropriate
- (d) The Reviewer shall act in accordance with any conditions imposed by the Office Bearers and shall only consider the material, whether written or oral, that was before the Branch Committee or the Federal Executive, as the case may be, at the time of making the decision.
- (e) The Reviewer shall provide a recommendation to the Federal Executive which shall consider such recommendation and determine whether to affirm or amend the original decision, any amendment to be consistent with the powers contained in Rule 30A(d)(iii)(A) to (D) (both inclusive).

- (f) The Secretary shall promptly notify the member of the decision of the Federal Executive under Rule 30B(e)
- (g) If the decision to suspend or expel a member is revoked under Rule 30B(e), any act performed by the Federal Executive, Branch Committee or members in General Meeting during the period that the member was suspended or expelled from membership under Rule 30A(f), is deemed to be valid, notwithstanding the member's inability to exercise any rights or privileges of membership, including voting rights, during that period.

### **30C When a Member is Suspended**

- (a) If a member's membership is suspended under Rule 30A(f), the State Secretary of the State Branch that the member is affiliated with must record in the Branch Register of that State Branch:
  - (i) the name of the member that has been suspended from membership;
  - (ii) the date on which the suspension takes effect; and
  - (iii) the length of the suspension as determined under Rule 30A.
- (b) A Member that has been suspended under Rule 30A(f) cannot exercise any rights or privileges of membership, including voting rights, during the period the member is suspended from membership.
- (c) Upon the expiry of the period of a member's suspension, the relevant State Secretary must record in the Branch Register that the member is no longer suspended.

### **30D Advisory Panels**

- (a) If a member is concerned that any act, thing or event that the member has been or may be involved in may cause that member to be exposed to discipline under Rule 30A, the member can apply to the President of the Society for guidance and if necessary a ruling on the matter.
- (b) Any application pursuant to Rule 30D(a) must be made in a timely fashion to allow the matter to be appropriately dealt with and the member must provide all reasonably relevant information at the same time to enable the matter to be reviewed.
- (c) The matter referred under Rule 30D(a) shall be reviewed by the Office Bearers and the outcome of the review shall be advised to the member.
- (d) Any such response under Rule 30D(c) is advisory only, but will be factual in any subsequent consideration under Rule 30A which involves in whole or in part the matter referred to under Rule 30D(a).

### **30E Complaints**

- (a) A complaint can be lodged by any person or body against any member with the President of the Federal Executive or with the State President of any Branch.
  - (b) If a complaint is received under Rule 30E(a), the party making the complaint will be required to provide the most complete information about the matter available to the Society, including supporting documentary evidence where available.
  - (c) Upon receipt of a complaint under Rule 30E(a), the complaint shall promptly be referred to the Branch Committee of the Branch that the member is affiliated with for consideration and determination of what actions, if any, to be taken, whether under Rule 30A or otherwise.”
3. Rule 56(2) to be amended by deleting the reference to Rule 30(3).