



ASIAN AUSTRALIAN LAWYERS ASSOCIATION INC

PROMOTING CULTURAL DIVERSITY IN THE LAW

ASIAN AUSTRALIAN LAWYERS ASSOCIATION, INC. REG NO. A0060052T (the Association)

Minutes – National Annual General Meeting

Details

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| Place: | <i>Online via Zoom and In-Person at the following venues:</i> Corrs Chambers Westgarth (Brisbane) Level 42, 111 Eagle Street Brisbane QLD 4000 Corrs Chambers Westgarth (Perth) Level 6, 123 Georges Terrace Perth WA 6000 Corrs Chambers Westgarth (Sydney) Level 17, 8-12 Chifley Square Sydney NSW 2000 |
| Zoom link: | https://zoom.us/j/93956848284?pwd=R0drb0orQ0VHcVQ5SGFqV2ltNkViUT09 |
| Date: | Thursday, 26 November 2020 |
| Time: | 6.00pm AEDST (Canberra, Melbourne, Sydney) (for a 6.30pm start) 5.00pm AEST (Brisbane) (for a 5.30pm start) 5.30pm ACDST (Adelaide) (for a 6.00pm start) 3.00pm AWST (Perth) (for a 3.30pm start) |
| Minutes taken by | Jenny Si |
| Chair | Matt Floro |

Minutes

| ITEM | |
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| 1. | Credentiaing IT IS NOTED that Matt Floro opened the AGM through Zoom conference and allowed members in from the waiting room at 6.00PM Sydney time. All branches were conferenced into the Zoom. Credentiaing took place by way of Zoom breakout rooms and physically in Corrs' Brisbane, Perth and Sydney offices, with credentiaing conducted by Nai Yan Yeap, Wai Kaey Soon, Vernon Ting, Chuan Jun Yeap, Belinda Wong and Barton Wu. |
| 2. | Opening and appointment of Chair IT IS NOTED that the AGM was declared open at 6.30PM by Matt Floro and he gave the Acknowledgement of Country. Quorum was achieved. |

| ITEM | |
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| | <p>THE MOTION WAS PUT that the AGM appoint the Chair. The motion was moved by Nai Yan Yeap and seconded by Molina Asthana. There were no objections and one abstention from Matt Floro. MOTION CARRIED.</p> |
| 3. | <p>Motions – preliminary</p> <p>THE MOTION WAS PUT that the AGM ratify the appointment of Barton Wu as National Returning Officer. The motion was moved by Nai Yan Yeap and seconded by Molina Asthana. There were no objections or abstentions. MOTION CARRIED.</p> <p>IT IS NOTED that the AGM paused for further credentialing to occur. Phillip Roberts, Arlou Arteta and Kimberley Hale in attendance and credentialing conducted by Matt Floro and Barton Wu. The AGM then resumed.</p> <p>THE MOTION WAS PUT that the AGM confirm the minutes of the 2019 National AGM as a true and correct record. The motion was moved by Nai Yan Yeap and seconded by Molina Asthana. There were no objections or abstentions. MOTION CARRIED.</p> <p>THE MOTION WAS PUT that the AGM confirm the minutes of the 2019 National AGM as a true and correct record. The motion was moved by Nai Yan Yeap and seconded by Molina Asthana. There were no objections or abstentions. MOTION CARRIED.</p> |
| 4. | <p>Motions – reports</p> <p><u>National President's Report</u></p> <p>IT IS NOTED that Kingsley Liu presented the President's report to the AGM. Kingsley referred to his report in the Annual Report and further slides presented to the AGM. Questions were invited from the floor but none were received.</p> <p>THE MOTION WAS PUT that the AGM accept the National President's Report. The motion was moved by Nai Yan Yeap and seconded by Molina Asthana. There were no objections or abstentions. MOTION CARRIED.</p> <p><u>National Vice President's Report</u></p> <p>IT IS NOTED that Molina Asthana presented the Vice President's report to the AGM. Molina referred to her report in the Annual Report and further slides presented to the AGM. Questions were invited from the floor but none were received.</p> <p>THE MOTION WAS PUT that the AGM accept the National Vice President's Report. The motion was moved by Brian Vuong and seconded by Jenny Si. There were no objections or abstentions. MOTION CARRIED.</p> <p><u>National Secretary's Report</u></p> <p>IT IS NOTED that Matt Floro presented the Secretary's report to the AGM. Matt referred to his report in the Annual Report and further slides presented to the AGM. Questions were invited from the floor but none were received.</p> <p>THE MOTION WAS PUT that the AGM accept the National Secretary's Report. The motion was moved by Brian Vuong and seconded by Jenny Si. There were no objections or abstentions. MOTION CARRIED.</p> <p><u>National Treasurer's Report</u></p> <p>IT IS NOTED that Nai Yan Yeap presented the Treasurer's report to the AGM. Nai Yan Yeap referred to her report in the Annual Report and further slides presented to the AGM. Questions were invited from the floor but none were received.</p> |

ITEM

THE MOTION WAS PUT that the AGM accept the National Treasurer's Report. The motion was moved by Brian Vuong and seconded by Jenny Si. There were no objections or abstentions. **MOTION CARRIED.**

Annual Report and Financial Statements

IT IS NOTED that Nai Yan Yeap gave a summary of AALA's financial position for the 2019-2020 financial year with reference to her slides and the Annual Report and financial statements. Questions were invited from the floor:

Peter Luo noted that function and events increased by \$10,000 and travel increased by \$2000 and that AALA should be conscious to spend funds for the benefit of members.

Nai Yan Yeap in response: The financial reports are based on the financial year and therefore reflects the activities of the AALA prior to the COVID-19 pandemic (March 2020). There was the William Ah Ket Scholarship Award Ceremony in Canberra and a Strategy Meeting with the Executive Committee held on the same day. The surplus was maintained at a similar level in comparison with the previous year. The Executive is very conscious of every dollar spent and all is used towards members and AALA activities.

THE MOTION WAS PUT that the AGM accept the Annual Report and Audited Financial Statements for the 2019-2020 Financial Year. The motion was moved by Nai Yan Yeap and seconded by Jenny Si. There were no objections or abstentions. **MOTION CARRIED.**

5. Motions – Membership and Ordinary Committee Member number

Ordinary National Executive Committee Members

THE MOTION WAS PUT that the AGM set the total number of Ordinary National Executive Committee members at 5. Kimberley Hale queried whether there are more positions open for ordinary members in the National Executive. Response from Matt Floro was that it has been at 5 members for the past few years including the previous year and that this year, the National Executive received 4 nominations for the 5 roles. This means 1 position will still be unfilled and can be filled at the discretion of the Executive Committee at a later stage, and as such there is no need for an increase in number of positions to be set. Nomination for an ordinary Executive Committee Member is open to all AALA members through the usual nomination process. Kimberley Hale thanked Matt Floro for the explanation. The motion was moved by Brian Vuong and seconded by Jenny Si. There were no objections or abstentions. **MOTION CARRIED.**

AALA membership fee

THE MOTION WAS PUT that the AGM set the membership fee structure for the 2021-2022 Financial Year in accordance with the membership fee structure stipulated in the Annual Report. The motion was moved by Nai Yan Yeap and seconded by Matt Floro. There were no objections or abstentions. **MOTION CARRIED.**

IT WAS NOTED by Matt Floro that a Membership Subcommittee was established this year to conduct a review of the fees. Before any changes are put to the membership, the Subcommittee determined that more research needs to be done. That research is due to be completed in 2021.

6. Motion – Branch Terms

IT WAS NOTED that prior to the establishment of the National Secretariat Committee, Branch Terms only existed for the NSW and QLD Branches. VIC and WA did not have them. The National ExCo and National Secretariat and Governance Subcommittee considered the existing Branch Terms to see whether there were any changes that were required for them to be made suitable for the other States. The proposed Branch Terms are the result of discussions that took place over 2 months and released to the members for public consultation. A period of time elapsed and no submissions were made. The Branch Terms aim to do two things: they give branches autonomy and financial security but also provide stability for the National ExCo. Questions were invited from the floor.

Julie Moore from WA queried clause 5.8 in relation to Financial surpluses from Branch events, which read to the effect:

ITEM

If the Branch makes a financial surplus from a Branch event, the Branch will be entitled to have 60% of that financial surplus set aside for its expenditure on future Branch events, with the total financial surplus amount that can be set aside from Branch events held in one financial year capped at \$2,000.

Julie Moore: There are two caveats - a percentage of 60/40 and a cap of \$2,000. Why?

Nai Yan Yeap: The cap was a number that was reasonable at the time and ensured a balance between the States and National so that National could continue supporting the States with National events and initiatives.

Molina Asthana: There is always the option of asking the Executive for additional money. There are also National events and projects that the States ought to contribute to as the States benefit from this.

Matt Floro: Acknowledges there is a tension in that a Branch may want to keep 100% of its profit. There are national events (National Summit and Mentoring Program) plus all the infrastructure such as the website and database. The Branch Terms aim to be the starting point and can be amended in the future. There has been public consultation and a lot of work to reach this balance.

William Zhou: In response to Julie, minor comment to clause 5.8 – We are a not-for-profit association and States should not focus on turning a profit. Money should be spent as much as possible on the events.

Matt Floro: Acknowledges we shouldn't be there to make a profit. 60% will go to that Branch. It's about financial surpluses to enable a Branch to build a reservoir to be returned spent of things that will benefit members.

Molina Asthana: All the Branches were consulted and through the discussions, they seemed to be happy with the approach as no responses were received throughout the consultation process.

Julie Moore: WA has requested funds before but not getting things asked for. Acknowledges AALA is an NFP. Where there is a surplus from one event, it allows the Branch to run better events in the future. Membership fees all go to the National body. Clause 5.7 talks about membership fees paid from the Association Account to assist with the Branch's financial viability. There is no detail of the percentage.

Matt Floro: Branches currently don't have their own accounts. The Sub-Committee kept the clause that allowed the State Branches to open their own accounts. Items 5.7 and 5.8 are separate but can co-exist. Clause 5.7 allows the National ExCo and the Branch to agree to a percentage. If the Branch makes a surplus from the event, then the 60% will be set aside for the Branch. The Branch can accrue up to \$2000 per year.

David Bobby Chong: Given the long consultation process that amendments already put forward, and in the interests of time, maybe we should proceed to vote on the motion and even if the motion passes, we can always amend again until WA and all the States are happy.

THE PROCEDURAL MOTION WAS PUT that the motion be put that the AGM adopt the Branch Terms for all Branches in accordance with Annexure C to the Notice of National AGM. The procedural motion was moved by Matt Floro and seconded by Nai Yan Yeap. Objections were noted and the procedural motion went to a count as set out below:

For:

Barton Wu through Zoom - 25
Wai Kaey Soon: 5 Yes in Sydney
Vernon Ting – 8 Yes in Brisbane
David Bobby Chong – 11 votes (proxies)

Against:

WA – all against – 23 votes

Abstention:

Wai Kaey Soon – 1 in Sydney

PROCEDURAL MOTION CARRIED

ITEM

IT WAS NOTED that at this point Belinda Wong referred to clause 84.61 of the Constitution. The substantive motion to be put requires a special resolution and 75% to pass.

THE SPECIAL RESOLUTION WAS PUT that the AGM adopt the Branch Terms for all Branches in accordance with Annexure C to the Notice of National AGM

**52 in favour
24 against
4 abstentions**

52/76 = 68.4%

IT WAS NOTED that Lily Sarkar had voted in relation to the procedural motion but had to leave. The Chair determined that Lily Sarkar's vote could not be counted towards the substantive motion.

SPECIAL RESOLUTION NOT CARRIED

7. Motion – AALA Constitution Amendment and Elizabeth Lee MLA keynote

IT WAS NOTED that the Chair began to give the reasoning behind AALA's proposed constitutional amendments but paused the AGM at 8.00PM Sydney time to introduce Elizabeth Lee MLA, Leader of the Opposition in the ACT Legislative Assembly, to address the AGM.

Elizabeth spoke via Zoom. In summary and paraphrased:

- There is a desire for more diversity in legal roles. There are Asians in the legal profession, but we are lacking in visible roles.
- In politics it is starker. Elizabeth regularly gets asked is it harder being in politics and a leader of a party because she is an Asian female. Her answer – she cannot compare to anything else as she has always been Asian and knows nothing else to compare to. During her career she hasn't seen many faces like hers.
- It is changing and being in a visible role as an Asian is an important one. You can't be what you can't see. If the next generation don't see faces like theirs in politics and media, they will not strive for those roles.
- Australia tries to be diverse and inclusive. Our Parliament should represent the society that it represents, not just Asians but other ethnic backgrounds and in gender too.
- Last election, the ACT had a female majority Parliament. This was achieved again in 2020. However, it doesn't reflect ethnic diversity.
- Elizabeth Lee is Korean-Australian and Elizabeth Kikkert has Tongan heritage. Both are in the female leadership together with Julia Jones who has Italian heritage.
- We are privileged to know the law and have duty to the community to help those who cannot advocate or represent themselves. This duty is not as felt as strong as it should or could be.
- Pursuing law is tough. We should support each other and highlight our achievements

Matt Floro gave thanks to Elizabeth and noted the launch of the AALA Branch in ACT who would be in touch with Elizabeth in due course.

IT WAS NOTED that the Chair had received a proposal from WA and that Belinda Wong would speak to it. Belinda noted that WA is willing to compromise in relation to the motion contained in item 6 above and wants to remove the 60% limitation in clause 5.8 and leave the rest of the clause as is. In other words, swap 60% with 100%.

In response:

Molina Asthana: requested confirmation which clause in the Constitution requires it to be a special resolution.

Aruna: Query whether you could change a proposed motion requiring a special majority without giving notice is a notice requirement.

IT WAS NOTED by the Chair that unless someone could refer to the Constitution to indicate that the motion concerned could be amended, then the proposal by the Chair is to move on, noting that a new motion can be postponed to a SGM.

| ITEM | |
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| | <p>Molina Asthana: Suggested that the AGM moves on noting that any proxies given to AGM attendees were based on the motions in the Notice of the AGM.</p> <p><u>Proposed Constitutional Amendments</u></p> <p>IT WAS NOTED that Nai Yan Yeap and Matt Floro addressed the AGM in relation to the proposed changes to the Constitution. ExCo recognised the financial difficulties and loss of employment occurring across the nation. AALA could not change fees in accordance with the difficult circumstances given the terms in the Constitution until we got to an AGM. We still need members to vote on changes, but it can be done at a SGM and allow for proper discussion and consultation. IT WAS FURTHER NOTED THAT all the law societies gave discounts to their membership and that AALA's Constitution only allows us to consider membership at an AGM. Current terms are inflexible and not best practice and as such provided strong rationale for amendment. The Chair invited questions from the floor in relation to the constitutional amendments and received none.</p> <p>THE SPECIAL RESOLUTION WAS PUT that the AGM adopt the amendments to the Constitution in accordance with Annexure D to the Notice of National AGM. The motion was moved by Nai Yan Yeap and seconded by Matt Floro. 58 votes in favour, none against, no abstentions. SPECIAL RESOLUTION CARRIED UNANIMOUSLY</p> |
| 8. | <p>Motion – Election of Executive Committee Members</p> <p>IT WAS NOTED that Barton Wu announced the nomination of candidates for the 2020-21 term as follows:</p> <ul style="list-style-type: none"> • 1 nomination of Kingsley Liu for National President; • 1 nomination of Molina Asthana as National Vice President; • 1 nomination of Matt Floro as National Secretary; and • 1 nomination of Nai Yan Yeap as Treasurer. <p>Barton noted that there were no other nominations received for the above positions and as such declared that each candidate had won the election for the relevant roles and are appointed in their respective nominated positions.</p> <p>Further, Barton noted that the number of ordinary members of the ExCo was set at 5 and only 4 nominations were received, being Olivia Go, Aruna Colombathantri, Sining Wang and John K Arthur. There being less than 5 nominations, Barton declared all those nominated as the Ordinary Members for the 20-21 year.</p> <p>IT WAS NOTED that each Branch President and Branch Secretary are also appointed to the Executive Committee of AALA per its Constitution.</p> <p>THE MOTION WAS PUT that the AGM ratifies the results of the election of the 2020-2021 National Executive Committee. The motion was moved by Reimen Hii and seconded by Philip Roberts. There were no objections or abstentions. MOTION CARRIED.</p> <p>IT WAS NOTED by the Chair that the following people were elected as Branch Secretaries and Presidents:</p> <ul style="list-style-type: none"> • NSW – Marija Gurlica (President) and David Bobby Chong (Secretary) • SA – Jessica Teoh (President) and Brian Vuong (Secretary) • VIC – Kelvin Ng (President) and Jenny Si (Secretary) • WA – Belinda Wong (President) and Stephanie Tan (Secretary) • QLD – Anand Shah (President) and Vernon Ting (Secretary) • ACT – Veer Dhaliwal (President), Raul Bedi (Vice President) and Pei Chow (Secretary) |
| 9. | <p>CLOSURE</p> <p>IT WAS NOTED that the newly elected National President, Kingsley Liu, gave a message of thanks to the outgoing National ExCo members: Barton Wu, Zubair Mian, Daniel Nguyen, Kerry Truong, Wai Kaey Soon, Catherine Chiang and to contributors Reynah Tang, William Lye, Tuanh Nguyen. Sudha Mitra's sitar performance was broadcasted to the AGM.</p> <p>The AGM closed at 8.34pm AEDST / 7.34pm AEST / 8.04pm ACDST / 5.34pm AWST.</p> |