



ICN 7355

NOTICE OF ANNUAL GENERAL MEETING

All members of the corporation are advised that an Annual General Meeting of the members of Pika Wiya Health Service Aboriginal Corporation will take place as follows:

Date: 28 October 2021

Location: Stirling Progress Hall
37 – 40 Quorn Rd, Stirling North

Time: 6pm – 10 pm

Registration opens at 5pm and on arrival members should check the register of members and if needed, update their name, address and any other details.

If you are unable to attend, please advise of your apology at your earliest convenience. You may nominate a person to vote as your proxy, this must be done by completing the Proxy Form which is available at the webpage www.pikawiyahealth.org.au/agm-2021 or by contacting Stephanie Wall on 8642 9999. The Proxy Form must be returned by 5.00 pm on 26 October 2021.

John Buckskin
Acting Chief Executive Officer

4 October 2021.

AGENDA

1. WELCOME, ATTENDEES, APOLOGIES

- 1.1. Chairperson for the Meeting – Mr David Rathman
- 1.2. Attendees
- 1.3. Apologies
- 1.4. Quorum - confirmed

2. PROXY APPOINTMENTS

3. PROCEDURAL MOTIONS

- Member's Responsibilities – Rule Book Clause 18.1.4.
- Enabling non-members assisting the meeting to remain in the meeting

4. MINUTES OF THE PREVIOUS MEETINGS

- 2019 AGM
- 2020 AGM

5. MATTERS ARISING FROM THE MINUTES

6. ELECTION OF MEMBER DIRECTORS

Election to be conducted if more nominations are received for the available positions.

7. CORPORATION REPORTS

- 7.1. CEO Report – verbal
- 7.2. Directors' Report – to be tabled
- 7.3. Financial Report – to be tabled
- 7.4. Member Director Elections – Catchment Area Election Proposal for a Rule Book Change

8. APPOINTMENT OF AUDITOR

9. QUESTIONS ABOUT THE CORPORATION

10. ANY OTHER BUSINESS

11. CLOSE

REPORTS

ITEM 3: PROCEDURAL MOTIONS

3.1. Recognition of clause 18.1.4. of the Rule Book – Member’s Responsibilities

Recommendation:

That the meeting observe Rule Book Clause 18.1.4. regarding the conduct of this meeting in that each Member has a responsibility to *“not behave in a way that significantly interferes with the operation of the General Meeting”*.

3.2. Meeting Attendances

Recommendation:

That the meeting acknowledges and supports the attendance of the following persons who will provide guidance to our meeting:

- **Administrative staff present for the taking of minutes and to assist with the venue requirements;**
- **Legal and Financial Advisors present to provide input and explanations;**
- **COVID Marshalls who will ensure that we observe the health restrictions placed on us by the government due to the pandemic; and**
- **Security guards present as a requirement of the venue hire;**
- **Invited guests.**

4. MINUTES OF PREVIOUS MEETINGS

Recommendation

That the meeting adopts the minutes of the AGMs held on 26 September 2019 and 26 November 2020.

Discussion:

There are two sets of minutes to be considered:

- 2019 AGM – not accepted at the 2020 AGM
- 2020 AGM

These minutes follow.

PIKA WIYA HEALTH SERVICE ABORIGINAL CORPORATION

DRAFT

MINUTES OF ANNUAL GENERAL MEETING

Wednesday, 25 September 2019 at 4.00pm

(Pika Wiya Health Service, 42-46 Dartmouth Street, Port Augusta SA 5700)

Present: Vikeshni Kumar, Veronica Brady, Teresa Brady, Stephanie Long, Sherie Stuart, Shakira Allen, Rosslyn Coulthard, Ronald Wright, Ronda Coulthard, Reginald Reid, Raelene Hunt, Peter Long, Mona Jackson, Miriam Mohamed, Michelle Walters, Maxine Jackson, Mary Allen, Margaret Stuart, Lynne Milera, Lynette Allen, Lionel Milera, Leonie Brady, Kisha Stuart, Kerryn Dadleh, Kerri Shannon, Joanne Sansbury, Janice Long, Janet McKenzie, Jacinta McKenzie, Jacinda Amos, Ivana McKenzie, Irene Dingamen, Gregory Jackson, Gail Bowman, Fiona Stanley, Elizabeth Austin, Edith Larkins-Burk, Dwayne McKenzie, Dianne Allen, Devon Barnes, Derryn Gibson, Deidre Coulthard, Clive Stuart, Clayton Burk, Cindy Koolmatrie, Cheryl McKenzie, Cheryl Waye, Charmaine Hull, Brenda Dadleh, Barry Carlton, Brenda Amos, Anna Caponi, Alicia Jackson, Aldren McKenzie, Aileen Shannon (55)

Debra Merchant

Amanda Mitchell, Isaac Hill, Stephen Dickinson, Rob Wallace, Cherrie Glasson

Mandy Green (Minutes)

1. Welcome

The Meeting opened at 4.14pm. Margaret Stuart and Debra Merchant sat at the front tables. An Acknowledgement of Country was given and a Minute Silence was observed to pay respect to loved ones who are no longer with us.

At this point Reginald Reid put a Motion to the floor.

Motion: All non-Indigenous and non-Members vacate the meeting room.

Moved: Reggie Reid Seconded: Deidre Coulthard CARRIED

At this point non-Indigenous and non-Members vacated the room including Amanda Mitchell, Isaac Hill, Stephen Dickinson, Rob Wallace and Cherrie Glasson.

It was agreed that the Minute Taker be permitted to stay.

2. Confirm Chairperson for Meeting

Janet McKenzie was nominated for Chairperson but did not accept.

Janet McKenzie nominated Margaret Stuart and Margaret accepted.

The nomination was seconded by Reggie Reid and put to the members.

Carried

Board Members were invited to sit at the front tables if they wish.

A brief discussion was held regarding the importance of everybody having their say to take control and move the organisation forward to ensure good service for the community. The importance of the traditional custodians working together, including with the mixed cultural groups, was noted.

Liz Austin queried why other people, external to the organisation, were at the meeting, and stated it was like we can't run our own meetings.

3. Apologies
Marsha Warren, Uncle Charles Jackson and Lavene Ngatokoura were noted as apologies.

4. Minutes of previous meeting

Janet McKenzie, former Chairperson, raised concerns that she had not had an opportunity to review the previous AGM Minutes from 7 February 2019 until today. She noted the importance of Minutes being circulated to Directors prior to subsequent meetings. The importance of updating the Pika Wiya HSAC Rule Book and Constitution as a matter of priority was raised.

Motion: That the Minutes of the previous AGM, held on 7 February 2019, be accepted.
Moved: Reginald Reid Seconded: Cheryl McKenzie CARRIED

Motion: That Pika Wiya Rule Book and Constitution be reviewed and updated.
Moved: Lionel Milera Seconded: Jacinta McKenzie CARRIED

5. Check register of members
It was noted that 55 Members were represented at the AGM today.

6. Accept proxy votes
Denise Warren has given Jacinta McKenzie
Delvene Warren has given Brenda Dadleh
Kyle Stuart has given Sherie Stuart
Debbie Warren has given Kerry Dadleh
Edward Kelly has given Cheryl McKenzie
Clive Stuart has given Margaret Stuart
Jean Warren has given Alwyn McKenzie
Tracey Reid has given Lynette Allen
Kym Chamberlain has given Ivana McKenzie
Russell Warren has given Liz Austin
10 additional Proxies in the room, altogether 65 votes in the Room
Moved: Liz Austin Seconded: Derryn Gibson CARRIED

7. Reports
The Members requested that Cherrie Glasson and Rob Wallace return to the Room to present reports.

Chairperson
Cherrie Glasson read out the former Chairperson, Marcia Warren's Report.

Q. When was Marcia Warren Chairperson?
Response (Cherrie) She came into the position in late August/early September.

Q. Since the last AGM can we confirm the Chairpersons that we have had?

Response (Cherrie) The last Chairperson was Janet McKenzie, Janet left the position in June, from June to September there was a rotation of Chairperson until Marcia took the position of Chairperson.

A Member suggested that whoever gets on the Board should undertake ORIC training.

Margaret referred to the issue of Police Clearance requirements with ORIC and the Pika Wiya HSAC Rule Book. Maxine Jackson advised that she had a National Police Clearance but not the SA Police Clearance and she contacted ORIC and they stated you still need to abide by the Rule Book requiring SA Police Clearance. She noted the issue with SA Police Clearances when you have employees coming from other States and they apply for SA Police Clearances, you won't know if they have committed crimes in other States. She added that even Practitioners under the Australian Medical Practitioner Board go by the National Police Checks. Maxine advised that the ORIC website needs updating as it has the former CEO and Directors listed. Jacinta noted that the registration for Members also needs to be updated.

Liz Austin referred to the Annual Report and asked why Janet McKenzie was not reported as Chairperson. Cherrie noted it was a draft and will be rectified.

CEO

Cherrie Glasson advised that Rob Wallace had left the premises following the earlier Motion. It was agreed Rob Wallace would be asked to return to provide his report.

Cherrie provided a brief personal and professional background including her 17 years' experience in Queensland Health, primarily focussed on primary health care. She welcomed AHCSA as the supporting organisation. Cherrie advised that she was keen to progress Pika Wiya HSAC with a forward facing future and to ensure access to health services for all Aboriginal people in the Port Augusta catchment, to be achieved by:

- Addressing social determinants of health and inequality issues in health
- Long-term (4-Year) goal of establishing a Centre of Excellence for Primary Health Care in SA
- Establishing, maintaining and improving key partnerships
- Accountability
- Aboriginal community control
- Engagement with community

The Chairperson invited questions at this point.

Q. What training opportunities are there for our young people?

Response (Cherrie) I am passionate about the workforce for the organisation. This includes encouraging our staff to further their careers and support staff members for pathways leading to career advancement.

Q. Some Doctors and Nurses who come to Pika Wiya HSAC have no cultural awareness training and are not appropriate to work for us, where is your role and responsibility regarding this and what will be done to address it? There are concerns that many do not undergo the training before they visit.

Response (Cherrie) I can understand and empathise with that, our Doctors, Nurses and Allied Health Staff should have access to cultural awareness training through partnerships such as PHNs and this should be a requirement. I will put this on notice to follow up.

Motion: That Cultural Safety Training is a requirement for Pika Wiya HSAC staff, GPs and visiting clinicians.

Q. Who would you as a CEO partner with to Close the Gap for Aboriginal people?

Response (Cherrie) We need to significantly restore the relationship with the Port Augusta Hospital and Country SA PHN, their also needs to be other partners for social determinants of health such as education and housing. Building blocks have already been established through the Coalition of Australian Governments (COAG), we need to base strategies on building blocks for early childhood, social and emotional wellbeing, youth programs, education pathways, addressing aged care and disability access.

Q. How do you measure outcomes?

Response (Cherrie) Through consultation processes and working it out together as a group.

Q. Some Aboriginal people may require assistance with an interpreter between the Dr and patient, what will be done to address this?

Response (Cherrie) I plan on addressing this through community participation networks and will look to establish four different networks and advisory groups, this will assist with the way to best address interpretation within the organisation.

Q. What is the employment status of Rob Wallace at Pika Wiya HSAC?

Response (Cherrie) Pika Wiya has disengaged the services of Rob Wallace, he had been providing governance support to the Board.

Margaret Stuart advised that the need to be assured that there were 3 quotes for consultancy, and she thought this is in the Rule Book. Cherrie advised she will respond by notice.

Q. How long are you hoping to take to get an interpreter?

Response (Cherrie) I am hoping to get the Advisory Groups up reasonably quickly, within the next 4-6 weeks, and will promote engagement and expressions of interest in these particular networks, there will be opportunities for community.

Q. Why haven't we identified an interpreter position before today?

Response (Cherrie) I can take that on notice.

Q. Referred to surrounding areas Pika Wiya HSAC has to provide services to, how are you going to address that?

Response (Cherrie) We will recommence the Clinic in Copley and in Nepabunna and this will go through the Board for endorsement.

Q. We need more support in Roxby Downs and Andamooka.

Response (Cherrie) We have negotiated a 6-month extension on that ALO position and will do a review to see if we can better utilise that funding to service the community in that area.

Q. Are we going to have someone in Copley 24/7?

Response (Cherrie) There is provision for a CHSP part-time position in Copley, to be endorsed by the Board, would like to trial initially with CHSP worker. There are also plans for Copley outreach and for Nepabunna with Aboriginal Health Worker and Nurse to catch-up on childhood and adult immunisations.

Q. There is no communication or notice when Doctors are coming into communities.

Response (Cherrie) I can take that on notice.

Q. Can we have a vehicle in Roxby Downs, there is no vehicle available for specialist appointments and people are made to change their appointments.

Response (Cherrie) I will do the costings and get back to you.

Q. What is the annual wage for a person in Roxby Downs.

Response (Cherrie) I think it is about \$45k, but will get back to you on that. It was noted that Pika Wiya HSAC and the Hospital jointly fund the ALO position in Roxby Downs.

Cherrie was invited to stay in the room at this point.

CEO, Financial and Audit Report

Rob Wallace returned to the Meeting at this point to provide a CEO, Financial and Audit Report

He noted the following:

- Board appointed him in February 2019 as Interim CEO
- Primary purpose was to recruit a new CEO
- Review of Service Level Agreements
- In the last financial year Pika Wiya made a cash surplus of \$400k, this was offset by depreciation of \$500k
- The cash flow crisis was based on Pika Wiya HSAC accepting funds from the previous financial year, putting funds in investment accounts and having to break investment accounts to put cash back into cash flow
- There were issues with Price Waterhouse Coopers (PWC) managing finances, therefore a Corporate Services Manager position was implemented, support is also provided by Colin Davies on an hourly rate as required
- Most significant concern is NDIS when being 20 months into a 24 month contract with none of the activity achieved. We managed to get a lot of activity done in the last 4 months by upping staff numbers at that particular time.
- CHAP – hadn't achieved enough yard clean-ups and support, so managed to get a lot of activity happening

A Member noted that there was an issue with staff not having budgets which caused some difficulty with managing programs.

- The Board were very strong on moving back towards primary health care and we managed to get Davenport reopened successfully. Cherrie is working on Nepabunna and noted the requirements now with Gayle's Law to factor in.
- The Well Women's House was low on staffing but targets still met
- Clinical governance addressed with AHCSA conducting a clinical review
- Corporate governance, documentation-wise needs to be improved and rebuilt
- All three senior positions are now filled and will lift capability of those individuals
- In terms of finances for this year the budget is very tight
- The CASP program will come to an end at some point in time
- There will be a deficit for the first couple of months, the budget has not gone to the Board yet for approval, to balance the budget \$1.2M in Medicare receipts is reasonable (\$100k per month), but the organisation is not achieving this.
- There is \$1.5M in investment funds and money sitting in the bank, but don't want to continue with months of deficits.

The Members raised concerns/questions about:

- Seems we are going back to Administration
- How come we are not bringing in money from the clinic – 715, 40% of community here are going to mainstream services

- Response** Rob Wallace stated that the organisation is underperforming at the level it should be.

 - We need to make sure our mob's health is attended to, if we were working to 100% our mob would stop falling through the gaps
 - Let's support our leaders to be the best they can be, our mob deserve health care

Response Rob Wallace stated he would be happy to work with the team

Rob Wallace advised that previously the organisation was losing \$100k per month, we went to the Board and could have dealt with it by immediate redundancies, the Board wanted voluntary redundancies. At the AGM a Board was elected, there was a lot of governance hostility, ORIC came in and put the organisation into Administration. Your Board asked me to come in and recruit a new CEO, they asked me to step in as Interim CEO, I then restructured and made the Deputy CEO position redundant.

Margaret Stuart stated queried was the organisation paying for 2 CEOs.

Maxine Jackson stated that Rob was Interim CEO for about six weeks and there was not 2 CEOs at the same time.

Cherrie Glasson confirmed that Rob Wallace remained on as a HR support person as we didn't have a HR person and he provided significant HR support at that time.

Q. Why wasn't that HR position advertised? You can't put people in through the back door.

Response (Cherrie Glasson) Noted the immediate need for HR support with structures, managing HR responsibilities and high level strategic positions.

Reggie Reid stated that people from here would have been better off in that HR position.

A Member suggested there should be opportunities for a young Aboriginal people to work alongside the HR position, and this be advertised as well.

At this point Rob Wallace thanked the Members for the opportunity to work at Pika Wiya HSAC.

Margaret Stuart thanked Rob Wallace for his time and he left.

Following a query, Cherrie Glasson confirmed that Rob Wallace's contract ceased 3-4 weeks ago. There was no payout provided.

Janet McKenzie stated that she is happy to say that the Financial Report from 1 July 2018 to 30 June 2019 is alright. Maxine Jackson stated that she was happy to support Janet. Janet confirmed that financial reports were presented at Board Meetings. Janet advised the Finances have already been audited.

Q. Senior Staff/Managers at Pika Wiya should speak at the AGM.

Response (Cherrie Glasson) Referred to the Senior Staff Reports within the draft Annual Report.

Motion: The Members accept the Financial Reports for the 2018/19 Financial Year.
 Moved: Jacinta McKenzie Seconded: Maxine Jackson CARRIED

8. Confirmation of Auditor and agreeing on fee

Cherrie Glasson advised that the Auditors fee was \$18k for the 2018/19 Financial Year and with CPI will increase to approximately \$20k for the 2019/20 Financial Year. Following a query, Cherrie confirmed she did not have any other quotes. Janet McKenzie advised the current Auditor was very thorough.

Motion: To accept the Auditor fee for this financial year and that 3 Auditor quotes are presented for the next financial year.
Moved: Janet McKenzie Seconded: Maxine Jackson CARRIED

9. Appoint scrutineers
Deb Merchant nominated Liz Austin, seconded by Derryn Gibson
Reginald Reid nominated Peter Long, seconded by Lynette Allen
Cheryl McKenzie nominated Fiona Stanley, seconded by Miriam Mohamed

At this point Maxine Jackson read out the following Resolution from the floor from Marilyn Coulthard:

I wish to table a resolution that due to the incorrectness and incompleteness of the Member's registration list which is meant to be maintained by the Secretariat to the Board. As a result of the incompleteness and non-updating of the Members addresses many Members have failed to receive notification of the AGM and the Director nomination form in due time for this AGM, this includes myself. I wish to table a resolution that more Director nominations be accepted on the floor today.

Liz Austin stated that it is not her responsibility, when you look at that Members list in ORIC, a Director has responsibility for updating it.

The resolution was not considered by the meeting.

10. Election of six (6) vacant Director positions
At this point the Members were asked to complete their ballot paper. Following this the scrutineers counted the votes.

It was announced that there were 65 eligible votes including proxy votes and that 67 ballot papers were received. It was agreed that the final 2 ballot papers were invalid votes.

A Member stated that we need to ensure that somebody is sitting at the AGM sign-in table at all times in the future.

A brief discussion regarding non-attendance of some Members to meetings was held.

Motion: That Janet Peterson and Irene Argent be removed from the Members list and Members list be reviewed and updated.
Moved: Diedree Coulthard Seconded: Derryn Gibson CARRIED

At this point the Chairperson vacated the seat and Cheryl McKenzie was appointed as Interim Chairperson. Due to the scrutineers scoring different results, the votes were recounted in another room.

Cheryl McKenzie acknowledged all for coming to the AGM. She opened Item 11 pending the second count.

11. Any questions about how the corporation is managed
The Members requested that Cherrie Glasson re-join the meeting.

Q. Anna Caponi raised concerns regarding the lack of services at the Davenport Clinic, people sleeping rough and the big influx of community in the summer period. The only services are social and emotional wellbeing services, we need clinical services. This has been raised with the previous CEO and Medical Director. We need people out there doing health assessments.

Response (Cherrie Glasson) Thank you for raising that, I will address that, I will take that on notice and respond to you about how we support the community out there, rehabilitation, alcohol and drug issues, partnering with other organisations, working out a model of care and how that can be health worker led to support that service. I am sure that is within our scope.

Q. Rossie raised the issue of staffing and that we need to employ more casual staff, more male health workers, our clinic is short of staff, I am in programs but am picking up social and emotional wellbeing clients, we need to employ more health workers and get in a pool of casual staff again.

Response (Cherrie Glasson) My first few months will be about analysing our Medicare generation, we are lacking in revenue generation, if we don't have the money, we can't provide primary health care services, if we don't have the funding. I am dipping into funding I have already got allocated for other services. We need to be able to generate our own income to achieve those aspirations.

A discussion was held regarding Health Practitioners claiming Medicare and the suggestion of more training was raised. Following a query, Michelle advised she has offered staff to come and sit with her and she will provide training. Miriam advised that she had sessions with Medicare and claims whatever she can. It was noted that Courtney Forbes is doing a lot of work with Health Workers regarding Medicare claiming.

Q. How come Doctors in Pika Wiya HSAC can't meet patients in Port Augusta Hospital?

Response (Cherrie Glasson) I will follow this up.

A discussion was held regarding Members who don't attend meetings and what penalty there will be for that mob. Maxine suggested that this be addressed as part of the Rule Book review and that we need to delete some Members to level up so that we can get a quorum at meetings.

At this point the scrutineers returned to the Room and advised the successful candidates elected through the secret ballot process were:

Alwyn McKenzie
Jacinta McKenzie
Reginald Reid
Margaret Stuart
Teresa Brady
Aileen Shannon

All accepted their Director appointments.

At this point Derryn Gibson advised there was a conflict of interest with Jacinta McKenzie being a Director and referred to Clause 5.5 relating to the ineligibility of a Member who has a member of his/her immediate family who holds an Executive/Managerial position at Pika Wiya, to be a Board Director.

Jacinta referred to the current organisation chart displayed in the room. Cherrie advised the organisation structure has been revised but has not been endorsed by the Board. Jacinta noted that therefore the chart displayed was current.

A heated outburst occurred between Derryn Gibson and Margaret Stuart regarding the point raised by Derryn (Clause 5.5 and Jacinta's eligibility to become a Director). Jacinta McKenzie left the Room at this point. Some other Members also started to vacate the Room from this point.

Janet McKenzie put to the floor that the Board has been elected and they will have their meeting and solve the problem there.

Sandra stated the following:

- that whatever is written in the Rule Book is a legal document and stands
- that Jacinta should have been told beforehand if that is the position
- that this meeting is irrelevant

Janet thanked those that were still in the room for coming and stated that going forward we have an elected Board and they will solve the problem.

The Meeting finished at 7.40pm.



ICN7355

Minutes of Annual General Meeting held Thursday 26 November 2020 at 11.00am at Central Oval, Port Augusta

Registration opened at 10am and on arrival members checked the register of members and if needed, updated contact details.

An electronic voting system was trialed at the meeting. Voting practices used at previous meetings (show of hands/ballot) will remain in place for this meeting during the trial of the new software. Future meetings of the corporation will use the electronic voting software in order to expedite the counting of votes.

11.08am The CEO announced housekeeping information and introduced Board Chairperson Aileen Shannon.

1.1	<p>Welcome</p> <p>The Chairperson provided a “Welcome to Country”. The meeting observed a minute’s silence to recognise members of the community who had died since the last meeting.</p> <p>The Chairperson outlined the COVID-19 compliance measures in place at the meeting.</p> <p>Board Directors were introduced – Reginald Reid, Alwyn McKenzie, Teresa Brady, Sam Johnson and noted apologies from Roger Johnson, Eric Brown and Craig Fullerton.</p> <p>The Chairperson confirmed that this meeting is her last in the role of Chairperson of the Board of Directors. Ms Shannon highlighted various accomplishments of the Board over the past two years. These include dealing with governance compliance issues, the appointment of 3 independent specialist directors and the review of the Rule Book. A new Rule Book was adopted at a Special General Meeting held on 16 October and we are awaiting the Registrar’s approval before it can be used.</p>
	<p>1.1 Confirm the chair for the meeting</p> <p>The Chairperson confirmed the Board of Director’s decision of 24 November to appoint her as chair of the AGM.</p> <p>1.2 Attendees</p> <p>Refer to registration list at Attachment 1.</p> <p>1.3 Apologies</p> <p>Member Director Roger Johnson, Independent Specialist Directors Eric Brown and Craig Fullerton.</p> <p>1.4 Quorum</p> <p>The Pika Wiya Rule Book requires 10% of the membership to be present to have a quorum. This means that we must have 39 members present. A quorum was confirmed.</p>

<p>2</p>	<p>Proxy appointments</p> <p>Schedule 2 of the Rule Book enables members to have a proxy member vote for them at the AGM. A member can only hold 1 vote for another member.</p> <p>The Chairperson advised that the following people are holding a proxy vote today:</p> <table border="1" data-bbox="300 353 1390 555"> <thead> <tr> <th>Member</th> <th>Appointed Proxy</th> </tr> </thead> <tbody> <tr> <td>Kerry Warren</td> <td>Joanne Sansbury (not present at meeting)</td> </tr> <tr> <td>Lynette Allen</td> <td>Russell Warren</td> </tr> <tr> <td>Liz Austin</td> <td>Janet Amos</td> </tr> <tr> <td>Rosslyn Coulthard</td> <td>Bruce Wilton</td> </tr> </tbody> </table>	Member	Appointed Proxy	Kerry Warren	Joanne Sansbury (not present at meeting)	Lynette Allen	Russell Warren	Liz Austin	Janet Amos	Rosslyn Coulthard	Bruce Wilton
Member	Appointed Proxy										
Kerry Warren	Joanne Sansbury (not present at meeting)										
Lynette Allen	Russell Warren										
Liz Austin	Janet Amos										
Rosslyn Coulthard	Bruce Wilton										
<p>3</p>	<p>Procedural Motion</p> <p>Members were advised of the need to pass a procedural motion which will enable non-members to assist us to meet here today and ensure we are appropriately resourced.</p> <p>Moved Alwyn McKenzie Seconded Teresa Brady</p> <p>That the meeting acknowledges and supports the attendance of the following persons who will provide guidance to our meeting:</p> <ul style="list-style-type: none"> ○ administrative staff present for the taking of minutes and to assist with the meeting and venue arrangements ○ Legal Advisor, Paul Gordon (Wallmans) who will advise on meeting procedure and the election, as required ○ Facilitator, Wendy Campana, to assist with item 4 – your questions about the Corporation and vote counting ○ COVID Marshalls who will ensure that we observe the health restrictions placed on us by the government, due to the pandemic ○ Security Guards present as a requirement of the venue hire <p>For 26, Against 16. The motion was declared as CARRIED.</p>										
<p>4</p>	<p>Minutes of the previous meetings of members</p>										
<p>4.1</p>	<p>Confirmation of the minutes of AGM 25 September 2019</p> <p>Moved Teresa Brady Seconded Charmaine Hull</p> <p>That the minutes of the AGM held on 25 September 2019 be confirmed as an accurate record with the following exceptions:</p> <ul style="list-style-type: none"> - Marsha (not Marcia) Warren - Deidre Coulthard (not Deirdre) - Margie Stuart advised page 10 “red text” needs to be removed as what was written describing something, did not actually happen - Page 6 – correct reference to “Aboriginal people don’t understand English ...” to phrase more appropriately/politely - Page 6 query re reference to Rob Wallace – Chair advised that question can be dealt with later in the meeting at question time. - Page 9 – Janet Paterson (not Peterson) - Page 11 – reference to “Sandra” - was Sandra present? - Page 3 – Margie Stuart queried the relevance of “sat at the front tables” – Chairperson confirmed that those mentioned were at the time Board members which clarifies the relevance of where they were seated. - Query on whether there was a quorum of Board Directors present at the meeting. Paul Gordon confirmed that there is no requirement for quorum of Board Directors to be present, only a quorum of members <p>For: 13, Against 21. The motion was declared LOST.</p>										

	<p>Paul Gordon advised that given the meeting chose not to confirm the minutes, with the suggested changes, he recommended that the new Board review the minutes and fix the minutes so that they can be re-presented at the next meeting for approval. There is a legal requirement for minutes of meetings to exist, and the accuracy can be determined by the Board.</p> <p>Moved Jacinta McKenzie Seconded Diana Allen</p> <p>That the 2019 AGM minutes be reviewed by the Board of Directors in order to reflect an accurate record of proceedings and that members be informed of the review, for adoption at the 2021 AGM.</p> <p>For: 41, Against: 0. The motion was declared as CARRIED.</p>
4.2	<p>Confirmation of the minutes of SGM 16 October 2020</p> <p>Paul Gordon advised that an alteration was required to the Special General Meeting Minutes to eliminate the duplication of within the minutes to the voting that was undertaken in regard to Special Resolution 1.</p> <p>Moved Alwyn McKenzie Seconded Devon Barnes</p> <p>That the minutes of the Special General Meeting held on 16 October, 2020 be confirmed with the deletion of the reference to Special Resolution 1 (regarding retaining the “Rule Book” name) in the table included in item 3 of the minutes.</p> <p>For: 31, Against: 0. The motion was declared as CARRIED.</p>
3.3	<p>Matters Arising from the 2019 AGM and 2020 SGM minutes</p> <p>Moved Teresa Brady Seconded Maxine Jackson</p> <p>That the AGM determines that the future review of the Rule Book entail appropriate consultation (at least 3 opportunities) with members.</p> <p>For: 35, Against: 0. The motion was declared as CARRIED.</p> <p>12.40pm The meeting adjourned for lunch.</p> <p>Director Johnson and Marsha Warren left the meeting. T</p> <p>1.00pm The meeting reconvened.</p> <p>The Chairperson advised that given time constraints a change of order of agenda items was required as follows: Item 6 – Appointment of Auditors and Item 7 – Election of Member Directors would be dealt with.</p>
7	<p>Election of Member-Directors</p> <p>Paul Gordon confirmed 3 candidates for 2 member director positions: COULTHARD Kenneth Patrick JOHNSON Roger Wayne WARREN Marsha</p>

	<p>Paul Gordon explained that Aileen Shannon’s resignation becoming effective at the conclusion of the AGM would trigger a casual vacancy and required compliance with the Rule Book to call for nominations as a separate process.</p> <p>Janet McKenzie referenced the advertisement in the Transcontinental dated 14 October which called for nominations for three member-directors (refer Attachment 1 to minutes). Paul Gordon advised that if that was the case, then the meeting should therefore allow for the election of three member directors.</p> <p>A question from the floor was asked regarding nominations being possible from the floor. Paul Gordon confirmed that in addition to the three nominations confirmed in the agenda papers, that it was possible for nominations to be invited from the floor. It was also noted that the nomination of Joseph HULL had been withdraw and Paul Gordon confirmed that the Rule Book requires that a member cannot be a Board Director if directly related to a senior employee of the Corporation.</p> <p>Moved ‘ Liz Austin Seconded Margaret Stuart</p> <p>That the AGM determine that nominations from the floor be accepted. For: 40, Against: 0. The motion was declared as CARRIED.</p> <p>The Chairperson advised that “Consent to be a Director” forms would be required from persons who accept to be nominated and called for nominations from the floor. The following nominations were received:</p> <p>Janet McKenzie (nominated by Liz Austin) Diana Allen (nominated Tracey Reid) T Tracey Reid (nominated by Lynette Allen) Deidre Coulthard (nominated by Janet McKenzie)</p> <p>The Chairperson advised the following 7 nominations received in total (3 prior to the meeting and 4 at the meeting) and closed the call for nominations from the floor. Roger JOHNSON Marsha WARREN Kenneth COULTHARD Janet MCKENZIE Diana ALLEN Tracey REID Deidre COULTHARD</p> <p>The Chairperson invited scrutineers to witness the vote counting. The Chairperson advised result of the ballot as follows: Janet McKenzie, Tracey Reid, Roger Johnson</p>
4	<p>Corporation Reports</p>
4.1	<p>CEO Report</p> <p>The Chairperson invited CEO to present her report. CEO Cherrie Glasson delivered her report as follows::</p> <p><i>I thank you for allowing me into your community and I rise to the challenge of being CEO at Pika Wiya Health Service.</i></p> <p><i>I also thank the Nunkari’s being present today for their time to attend this meeting.</i></p> <p><i>This first year has been difficult with a lot of change needed to position PWHS for the future. A number of staff have left, some disgruntled, but a health service like ours needs to refresh and embrace change to ensure we provide the services our communities need.</i></p> <p><i>This year has seen many projects undertaken such as:</i></p>

	<ul style="list-style-type: none"> • <i>Men’s shed</i> • <i>Registered Training Organisation</i> • <i>Outreach programs</i> • <i>Kidney Transplant support</i> • <i>Extraction from the Information Communication Technology Platform</i> • <i>Model of Care</i> • <i>Health Needs Analysis of our communities</i> <p><i>All occurring during the backdrop of a global pandemic.</i></p> <p><i>Our staff have responded to the challenge of Covid-19 and we have a fully functioning respiratory clinic.</i></p> <p><i>In the next few months, we will be developing new approaches to maternal and child health and a stronger focus on re-establishing Copley Clinic with permanent staff who will facilitate primary health care in all of our communities with transportation. This will bring employment opportunities within our communities.</i></p> <p><i>Davenport remains the spiritual base for PWHS and we will continue to develop services there. Pika Wiya Health Service is expected to grow by 25% in 2021. We are building relationships with the SAHMRI, Adelaide University and Defence Force to allow for PWHS to be a research centre, medical training centre and a place for young people to develop and shine.</i></p> <p><i>Our staff and I will be challenged by this but we will rise to the challenge as we move Pika Wiya to a centre of excellence in aboriginal primary health</i></p> <p><i>Finally, I would like to take this opportunity to acknowledge the tremendous work of our staff. They are a great group of people, highly skilled and dedicated to the communities they serve. I would also like to thank the Board for their support and in particular thank Aileen for her leadership while she has been Chair.</i></p>
4.2	<p>Directors’ Report</p> <p>The Chairperson delivered the Directors’ Report and advised members that she intends to provide a handover to the new Chairperson that will be determined by the Board.</p>
4.3	<p>Financial report (including Auditor’s Report)</p> <p>1.53pm Rob Wallace presented the financial report.</p>
6	<p>Appointment of an Auditor</p> <p>As set out in our Rule Book at 4.2. the AGM is to determine the Auditor for the Corporation. The report discusses that Bentleys have been our auditor for 5 years and it would be prudent to change the auditor. Members you have a recommendation on the screen to seek support to engage Creative Auditing who are based in Port Augusta to be out newly appointed auditors. The work the staff have undertaken here in getting quotes suggest there would be a saving of \$50,000 over 5 years if this auditing firm was appointed.</p> <p>Moved Janet McKenzie Seconded Alwyn McKenzie</p> <p>That the Annual General Meeting :</p> <ol style="list-style-type: none"> 1. receives and notes the report; 2. appoints Bentleys to remain as PWHS auditors for the 2020/21 financial year; 3. requests the CEO to obtain three (3) quotes for consideration at the 2020/21 AGM; <p>and</p>

	<p>4. acknowledge that 3 quotes were not provided for consideration by members as requested at the 2019 AGM.</p> <p>For: 44, Against : 0. The motion was declared CARRIED.</p>
5	Questions about how the corporation is managed
	<p>2.06pm Margaret McKenzie – query on \$530 spend on consultants. Rob Wallace advised due to CHSP and COVID, corporation did not have capacity on staff.</p> <p>Clarification sought on breakdown on spend. Rob Wallace confirmed this question will be taken on notice.</p> <p>Margaret Stuart queried \$77k on Ngnangkari’s and \$90k on security.</p> <p>The Chairperson advised that the CEO will take the questions on notice for the Board to address.</p> <p>2.14 pm The meeting Anthony Brady sought clarification on the status of a complaint he lodged over 4 months ago.</p> <p>2.18 pm Paul Gordon confirmed the process for removal of a Director.</p> <p>Member Director Alwyn McKenzie left the meeting</p> <p>2.19 pm Teresa Brady left the meeting.</p> <p>The Chairperson advised the meeting that the sensitive matter was being investigated and that this was not the correct forum for this issue to be raised.</p> <p>At this point the meeting became disrupted by some members yelling and using inappropriate language (swearing). Rob Wallace advised that due to the unacceptable and loud and disrespectful language that was being used by some members, that security officers present would escort people from the building and the meeting would be closed.</p>
8	Any other Business
	<p>Due to time constraints, the meeting did not consider any other business.</p>
9	Close
	<p>The Chairperson declared the meeting closed at 2.20pm.</p>

2020 Attendee list:

Dianne ALLEN
Jacinda AMOS
Kristelle AMOS
Maria ANDERSON
Elizabeth AUSTIN
Devon BARNES
Melika-Lee BONNER
Anthony BRADY
Teresa BRADY
Xena CARPENTER
Rosslyn COULTHARD
Brenda DADLEH
Irene DINGAMEN
Dylan DODD
Laurel DODD
Charmaine HULL
Norma HULL
Alicia JACKSON
Hayden JACKSON
Maxine JACKSON
Roger JOHNSON
Vikeshni KUMAR
Janice LONG
Natasha LONG
Peter LONG
Stephanie LONG
Miriam MAHOMED
Aldren McKENZIE
Alwyn McKENZIE
Janet McKENZIE
Margaret McKENZIE
Lionel MILERA
Lynne MILERA
Seraphine MILERA
Janice REID
Reginald REID
Tracey REID
Joanne SANBURY
Aileen SHANNON
Kerri SHANNON
Fiona STANLEY
Kristie-lee STRANGWAYS
Daniel SHANNON
Margaret STUART
Isabelle TAYLOR
Stephanie WALL
Edwin WALTERS
Michelle WALTERS
Kerry WARREN



ICN 7355

Notice of Vacancies – Board of Directors - Three (3) Member Directors

The PWHSAC Board requires three Member Directors and invites current members who meet the eligibility criteria to consider nominating. To obtain further information and the nomination form, please go to www.pikawiyahealth.org.au or contact Xena Carpenter 86429999. Nominations close 5pm on Friday 23 October.

If the number of eligible nominations received exceeds the number required, members will determine the appointments via a vote at the AGM in November.

Annual General Meeting - 25 November 2020

Members are notified that the AGM will be held on Wednesday 25 November at 10am at Central Oval, Port Augusta. Members resolutions may be submitted for inclusion on the agenda no later than 5pm Friday 23 October and must be directed in writing to jacqui.kelleher@pikawiyahealth.org.au.

7. CORPORATION REPORTS

7.4. Member Director Elections – Catchment Area Election Proposal for a Rule Book Change

Recommendation:

That the meeting requests a proposal for changing the Rule Book to enable the election of Member Directors to come from the catchment areas for the Corporation as set out in the Rule Book.

Discussion:

The Board resolved that the matter of the election of Member Directors be further considered in relation to a potential Rule Book Change. The Board saw value in Member Directors coming from the catchment key areas covered by the Corporation as set out in the Rule Book.

These areas are serviced by the Port Augusta City Council, Davenport Community and District Council of Flinders Ranges and includes the townships of: Marree, Leigh Creek, Woomera, Roxby Downs, Andamooka, Copley and Nippapunna and the Aboriginal Community homelands managed by the Yartawarli Aboriginal Corporation as delineated on the map annexed to the Rule Book.

8. APPOINTMENT OF AUDITOR

Recommendation:

That the meeting receives 3 quotes for appointing an auditor and determine the preferred provider.

Discussion:

At the 2020 AGM it was resolved that the members would be provided with 3 quotes for the provision of auditing services to the Corporation. These quotes will be tabled at the meeting with the Pika Wiya's financial advisors, Rowe Partners, speaking to the report.