



The Royal Australasian
College of Physicians

MINUTES OF THE 72nd ANNUAL GENERAL MEETING OF THE ROYAL AUSTRALASIAN COLLEGE OF PHYSICIANS

Meeting No: 72
Date and Venue: 23 May 2011
Meeting Room 4
Ground Floor
Darwin Convention Centre
Stokes Hill Road
Darwin
Northern Territory
Time: 1.00pm

Welcome

The President, Professor John Kolbe, declared the meeting open at 1.00pm and welcomed all attendees to the Annual General Meeting.

Quorum

The President noted that a quorum was present.

1. Annual Report of the Board for 2010

The President and the Chief Executive Officer, Jennifer Alexander, spoke to the reports of the President and the Chief Executive Officer respectively, those reports being included in the Report of the Board in the College's Annual Report for 2010. There were questions and discussion on the reports.

2. Financial Reports for the year ended 31 December 2010

The Honorary Treasurer, Professor Michael Hooper, spoke to the report of the Honorary Treasurer, also included in the Report of the Board in the 2010 Annual, and introduced the financial reports for the year ended 31 December 2010. There were questions and discussion on the financial report.

3. Appointment of Auditor

The Honorary Treasurer spoke to the proposal to appoint BDO (Australia) Ltd as auditor of the College.

The proposed resolution was put to the meeting.



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It was **RESOLVED** on a show of hands: To appoint BDO (Australia) Ltd as auditor of the College from 1 July 2011.

4. Changes to the Constitution - Special Resolution

The President tabled and spoke to the proposed changes to the Constitution, and invited questions and comment from the meeting.

There was discussion on the proposed changes. In particular, member Dr Greg Stewart drew the meeting's attention to proposed clause 14.1 which read:

"Subject to clause 7.5, the Board shall, by the By-Law, establish an Adult Medicine Division and a Paediatrics and Child Health Division and such other Divisions, Faculties and Chapters, on such basis, as the Board determines. The Board may remove any person as an Office Holder of a College Body if he or she is found by Board Special Resolution to have conducted him or herself in such a manner that is deemed prejudicial to the interests of the College or unbecoming of an Office Holder of a College Body."

The objection was to the proposed amendment of this clause by the inclusion of the second sentence. The Chairman advised that the power to remove an Office Holder of a College Body was consistent with existing clause 4.1(c) (which under the proposed changes had been renumbered as 4.2.1(e)) and was intended to operate only after an adverse determination by the College Standards Committee.

There was further discussion in which other members also indicated their opposition to the proposed clause 14.1 and associated clauses.

The Chairman declined a proposal to amend the proposed resolution on the floor by omitting reference to the offending clauses in the proposed Constitutional amendments.

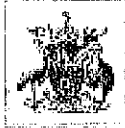
The proposed resolution "To amend the Constitution of the College as tabled with effect from the close of the meeting" was put to the meeting as a special resolution.

There being an equality of votes on a show of hands, the proposed special resolution failed to attain the 75% requisite majority on a show of hands and was not passed.

Noting the matters raised on the floor and that members not present had not had the opportunity to hear those matters, the Chairman did not call a poll and proposed that Constitutional amendments be reconsidered at the next Annual General Meeting or an Extraordinary Annual General held in the meantime.

5. Other Business

There being no further business, the President thanked the members present and declared the meeting closed



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The meeting closed at 2.00pm.

Signed as a true record.

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Professor John Kolbe
RACP President

Date: 9/12 2011

