

**MEETING OF THE BOARD OF DIRECTORS OF
THE SOCIAL & ETHICAL AUDITING INSTITUTE INCORPORATED
HELD IN PERSON AT THE CHAMBERS, 30 FLOSS STREET, HURLSTONE PARK, NSW 2193 AND BY
TELEPHONE CONFERENCE ON
WEDNESDAY 23 DECEMBER 2005 AT 10.30 A.M**

BOARD MEETING #16

CHAIR: Mr Richard Boele President

PRESENT: Mr Peter Kaye
Mr Peter Caldwell
Ms Corrine Proske
Ms Tim Heesh
Mr Michael Nugent

APOLOGIES: Ms Marcelle Holdaway
Mr Terence Jeyaretnam

OBSERVERS: Ms Sonali Bishop
Ms Elizabeth Skelton
Ms Elizabeth Darlison

CHAIR: Richard Boele took the Chair, welcomed those present, and noted a quorum existed.

He noted that this meeting was called to cover the matters detailed in the agenda circulated to the board prior to the meeting. (Annexure 1)

MINUTES AND BUSINESS ARISING:

The minutes of Meeting #15 held on 2 August 2005 were tabled and accepted without amendment.

Business arising from previous minutes.

1. A working Committee had been established to consider amendments to the constitution and report back to the board with recommendations. The Chairman asked the board to have this as an agenda item to be considered in this meeting. The item was then added to the agenda.
2. Authorisation was been sought to circulate details of members to other members. This item was also added to the agenda for further consideration of the board.

MEMBERSHIP AND FINANCIAL REPORTS:

The President reported on the status of the membership. In summary:

- Total current membership: 43
- Includes 3 life members

The Secretary reported on the Institute's financial status. In summary

- The amount in the bank account sits at approximately \$5,400. Mission Australia contribution for the Brisbane Work shop of \$2,000 had yet to be particularised in the accounts. The current years earnings were reported as \$6,209 however approximately \$4,000 of expenses would be charged against that profit when invoices are received for the November Workshops and the Brisbane workshops.

GENERAL BUSINESS – THANKYOU TO RICHARD PARSONS

Resolution: Proposed by Richard Boele
Seconded by Peter Kaye

15/1 “That the board thanks Richard Parsons for his contribution as director over last 2 years”.

Result Carried

GENERAL BUSINESS – CONSIDERATION OF DIRECTORS APPOINTMENT TO FILL CASUAL VACANCY

The chairman asked the two nominees for the position, Sonali Bishop and Liz Skelton to vacate the meeting whilst the board considered their applications for the director’s position.

15/2 Resolution: Proposed by Richard Boele
Seconded by Peter Kaye

“ That the application of Elizabeth Skelton be accepted and that Sonali Bishop be invited to be an alternate director if any board member be absent from any meeting and to also join the constitution rules committee as its chairperson and also to be entitled to receive all board minutes’.

Result: Unanimously Carried

Elizabeth Skelton accepted the invitation to the board and Sonali Bishop accepted the invitation to be the alternate director and head up the constitution rules review committee.

GENERAL BUSINESS – WEB-SITE

The chairman noted that Peter Pamment had offered to maintain the web-site for the Institute. The board agreed that Michael Nugent hand over the responsibilities as soon as practicable.
Specific matters requiring attention

Membership Form:

- It was agreed that changes needed to be made to reflect direct payment details such as BSB number and depositors name and details. Peter Pamment to assist in the alterations

Website:

- It was agreed the Website needed to change to reflect the institute is for individuals not organisations . Peter Pamment to assist.

GENERAL BUSINESS – 2006 MEMBERSHIP ACTIVITY,
INSTITUTE RESEARCH PROJECT
MEMBERSHIP PROMOTION CAMPAIGN

The Board agreed that these items would be the subject of the planning meeting to be held in early 2006. The president would circulate the issues to participants prior to that meeting.

GENERAL BUSINESS – PEAK CSR BODY

It was agreed that the Institute would get on with its objectives and not concern itself at this stage with the issue of being a peak body.

Action: The president to contact Alison. Michael Nugent to also follow up with Alison.

GENERAL BUSINESS – OTHER BUSINESS

Rules Committee: It was agreed that Michael Nugent Sonali Bishop and Tim Heesh form the Rules committee. The committee to contact Tony Woods who had previous carriage of the matter. Peter Kaye to lend his expertise to the committee when available.

Membership: Disclosure of membership details was discussed in light of obligations under various privacy acts' requirements. It was agreed to hold off on the investigation of this matter for the moment

Approach of Institute to public initiatives such as discussion papers etc released into the field of social and ethical accountability.: It was agreed that a framework and high level specific principles be developed to guide the Institutes responses to these initiatives. Sonali Bishop and Peter Kaye to consider possible high level principles and report back to the board.

CLOSURE: There being no further business, the meeting closed at 12 noon

NEXT MEETING: The date of the next meeting was determined to be 15th February 2006 at Sydney and would be face to face.

(Signed)
Chair

**Agenda for the MEETING OF THE BOARD OF DIRECTORS OF
AUSTRALIAN INSTITUTE of SOCIAL & ETHICAL ACCOUNTABILIBY
INCORPORATED**

**TO BE HELD AT The Chambers, 30 Floss St, Hurlstone Park, NSW 2193
Friday 23 December 2005 AT 1000 HOURS**

BOARD MEETING #16

1. OPENING, APOLOGIES & AGENDA CONFIRMATION
 - 1.1 Apologies
2. MINUTES
 - 2.1 Minutes of Meeting #15
3. BUSINESS ARISING
4. MEMBERSHIP AND FINANCIAL REPORTS
 - 4.1 Membership Report including admitting new members
 - 4.2 Financial Report
5. GENERAL BUSINESS
 - 5.1. Consideration of casual vacancy & thanks to Richard Parson
 - 5.2. Web Site offer from Peter Pamment
 - 5.3. 2006 membership activity
 - 5.4. Institute research project
 - 5.5. Membership promotion campaign
 - 5.6. Other Business
6. CLOSURE
 - 6.1 Next Meeting