

**Minutes of an Extraordinary General Meeting of Members
held on Thursday, 31 July 2025 between 4:00pm and 5:03pm AEST
by virtual meeting technology**

Directors present: Julianne Whyte (National President and Chair of the Meeting), Christine Hannan (National Vice President), Bindi Bennett, Susan Green, Fotina Hardy, Brooke Kooymans, Peter Munn, Jenny Rose

Formal apology: Muriel Wymarra

Management present: Cindy Smith (Chief Executive Officer), Geoff Bennett (Company Secretary)

Members present: Per attendance register provided by Vero Voting

Electronic voting and electronic proxy appointment provider: Greg Mitchell (Director, Vero Voting)

Acknowledgement of Country

The Chair provided an *Acknowledgment of Country*.

Welcome, apologies and proxies

The Chair welcomed members and noted that the Association's quorum requirements had been met. The Chair advised that 239 proxies were lodged by the closing time for lodgement of proxies, which was 4:00pm Melbourne time, Tuesday, 29 August 2025.

Introductions and formalities

The Chair introduced Board members, Chief Executive Officer, Company Secretary and Mr. Greg Mitchell, a Director of Vero Voting, the company providing electronic voting and electronic proxy appointment services to the Association.

At this time, Mr. Mitchell opened the voting links to enable Members to vote immediately on the resolution or at any time during the EGM.

Opening remarks

The Chair expanded on the Board's proposal to replace the current combined Aboriginal and Torres Strait Islander Director position with two dedicated roles - one for a Member who is an Aboriginal person and one for a Member who is a Torres Strait Islander person.

The Chair noted that change is intended to (1) reflect the distinct cultural identities, experiences, and aspirations of Aboriginal and Torres Strait Islander peoples; (2) ensure equal representation

for both groups in the governance of the AASW; and (3) embed the leadership and perspectives of Torres Strait Islander social workers in Associat. policies and practices.

The Chair emphasised that the Board size would remain at nine Directors.

The Chair noted that embedding the Torres Strait Islander Director role in the Constitution demonstrates a long-term commitment to inclusivity, leadership, and cultural representation. This may encourage more Torres Strait Islander individuals to enter the profession and seek governance roles. It would also remove ambiguity in future appointments.

The Chair noted that all Directors, including those appointed to the new dedicated role, must meet existing Constitutional and By-law standards, including integrity, cultural humility, strategic thinking, and collaboration. Governance training is provided to all newly elected Directors.

The Chair emphasised that the Board recognises the unique status of Aboriginal and Torres Strait Islander peoples as the First Peoples of Australia, distinct from other equity groups, and acknowledges the ongoing impacts of systemic racism and oppression. The proposal aligns with the AASW Code of Ethics, which affirms commitments to mutual respect, equity, and self-determination.

Legal basis of the proposal

The Chair confirmed the proposal qualifies as a “special measure” under Section 8 of the *Racial Discrimination Act 1975*, aimed at addressing historical disadvantage and promoting equal enjoyment of rights. Such measures are lawful, necessary, and temporary, ceasing once their objectives are achieved.

Questions from Members

In response to questions from Members, the Chair confirmed that

- if no eligible Torres Strait Islander candidate nominated for the dedicated role, then under the Constitution, the Board could either leave the position vacant or appoint an eligible member (who is not Aboriginal or Torres Strait Islander) until the next AGM, provided they meet Board eligibility criteria.
- A member’s proposal to amend the resolution (to increase the Board size from nine persons to eleven) could not be considered, as the amended resolution would need to be put to all members – not just those present at the meeting.
- If the proposal was passed by Members at this meeting, the newly created position will be eligible for nomination at the 2025 Director elections to be held later this year.
- Existing ByLaws set out the “working criteria” for identification of Torres Strait Islander nominees.
- Notwithstanding the current low numbers of members who identify as Torres Strait Islander, the Board was reluctant to delay the initiative until participation increases.
- The Association will embark on proactive strategies to identify, recruit, mentor, and retain Torres Strait Islander members, ensuring the role is meaningful and not tokenistic. The Chair thanked Members who offered to help identify and mentor potential candidates.

- Future Boards may consider initiatives to expand Board membership to increase representation of rural, remote, gender diverse and other cultural groups.

Invitation from Members to speak “for” or “against” the resolution.

At this time, the Chair invited Members to speak “for” or “against” the resolution. The Chair outlined the rules of engagement including time limits and the need for respectful discussion.

Two members expressed support for the principle of Torres Strait Islander representation but opposed the resolution on the basis of timing. They noted the current low number of Torres Strait Islander members within the AASW and argued that the existing combined Aboriginal and Torres Strait Islander Director position has been effective and sufficiently representative to date. The member raised concerns that creating a dedicated Torres Strait Islander role might reduce opportunities for other groups requiring representation. They also questioned the appropriateness of embedding in the Constitution a role that, as a special measure under the *Racial Discrimination Act*, would be temporary, asking whether such a change was warranted given uncertainty about its long-term application.

Seven members spoke in support of the proposed constitutional amendment.

Arguments in favour included that the change would provide a dedicated voice for Torres Strait Islander members within the Board, aligning with the profession’s commitments to human rights, social justice, cultural authority, truth-telling, and self-determination. Speakers acknowledged the historical harm social work had caused Aboriginal and Torres Strait Islander peoples and saw the measure as a step towards reconciliation and more inclusive governance.

Supporters noted that low numbers of Torres Strait Islander members should be regarded as a challenge to address, rather than a reason to delay action, with the new role helping to encourage participation in both membership and leadership. The change was described as having both symbolic and practical value in demonstrating the Association’s commitment to First Nations peoples and positioning AASW as a leader in equity and representation. Some members also saw it as a first step toward broader reforms in governance and diversity within the profession.

Voting on the resolution

The Chair then invited Members to vote on the resolution and handed over to Mr. Greg Mitchell of Vero Voting, for this purpose.

Mr. Mitchell outlined the voting process for Members, including use of the “for,” “against” or “abstain” functionality within the voting tab of the Vero Voting platform. Mr. Mitchell held the voting window open for approximately 2 minutes to allow Members sufficient time to vote.

Voting result

The voting results were projected onto the screen and showed 84% support for the resolution.

Conclusion

The Chair acknowledged the vote and thanked Members for their participation. Changes to the Constitution would become effective from closure of the meeting. The Chair advised that the updated Constitution would be posted on the Association's website, as soon as practicable.

The Chair closed the meeting at 5:03pm AEST.







Confirmed Minutes of the EGM held on 31 July 2025

Final Audit Report

2025-08-25

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