



Australasian Corrosion Association Inc.

Annual General Meeting held 26 May 2021

Minutes

The meeting commenced at 6:15 pm AEDT.

There is a requirement that under the South Australian Incorporations Act that the ACA must hold its AGM within five months of the completion of its financial year. Holding the meeting on this day meets this requirement.

1. Opening and Welcome

The ACA online for the AGM was chaired by ACA Chair, Mr Dean Ferguson and opened by the General Manager Ross Boucher.

Mr Ross Boucher welcomed the 2021 ACA board of directors:

- New chair Dean Ferguson who took office in November 2020
- Patricia Shaw
- Kingsley Brown
- Kim Jones
- Wayne Burns
- Aaron Sudholz
- Blane McGuinness, and
- Michael Werle

There are two non-executive Directors on the Board – Kim Jones and Michael Werle.

Kim Jones was welcomed to the Board, joining in the last couple of weeks.

Mr Boucher thanked director Di Brookman, who resigned from the board during 2020, for her work and.

Welcome to the Board Directors attending this evening and also acknowledge the 2021 ACA Council President Mr Igor Chaves.

As the ACA Board Chair, Mr Ferguson welcomed the 31 online member attendees and thanked all ACA members attending the AGM.

2. Apologies & Proxies Received



Mr Boucher noted that there were 12 proxies received and 31 people online, 43 in total.

Mr Boucher stated that the quorum of 40 had been met under the ACA Constitution requirements.

3. Confirmation of the minutes of the AGM conducted on 27 May 2020

The draft minutes of the Annual General Meeting conducted on 27 May 2020 were circulated via a link.

No questions were received about the draft minutes.

The draft minutes of the Annual General Meeting conducted on 27 May 2020 were accepted.

Moved: Candice Blackney
Seconded: Andrew Russell

CARRIED

4. Correspondence Received

There was no correspondence received to date, in relation to the AGM, for consideration.

5. Presentation of 2020 Annual Report

Mr Boucher spoke to a video presentation which summarised the highlights of 2020 and future growth in the digital space:

Training & Education

- it was a challenging but very successful year during Covid, given the circumstances, as it presented ACA with interesting opportunities to progress into online content. A few courses were commenced at the beginning of the year however by May 2020, when ACA had its AGM, regions went into lockdown which required the cancellation a number of courses.
- With ACA's training partner, NACE, ACA was able to develop some blended formats for the CIP courses, ACA's most popular courses.
 - Theory content was provided in an online format
- A live stream studio was set up by Rob Slater, the Digital Services Manager, in the ACA head office at Preston so lecturers could deliver live stream training courses, and webinars and events could be streamed to anywhere in the world.
- Trained more than 400 students from all parts of the world
- Traditionally, face to face events constrained by who could attend ACA's courses
- Course delivery online – Cathodic Protection course lectured out of Dubai with students over six different world time zones.
- In the second half of 2020, Melbourne went into a hard covid lockdown for nearly three months where:



- No staff at all were allowed into head office
- Delivery of all courses was online streaming via Zoom. For example, ACA ran an online course in Thailand under lockdown conditions with the lecturer streaming in from his home in Donvale Victoria Australia.
- Following the lifting of covid restrictions, ACA had a high demand and many registrations for courses in November and December of 2020, which traditionally are quiet periods.

Conference

The conference was affected by the pandemic which was scheduled to go to Perth in 2020. ACA learnt a lot and adapted with new technical media to deliver the conference.

Like many other Associations, ACA became:

- a full online conference
- 15 guest speakers
- Free to ACA members
- Streamed live over three Wednesday sessions for two hours each session
- 250 individual logins
- Feedback was positive with future conferences being hybrid – making it possible for more internationals to attend
- Applicator Day – orgs presented via video stream on equipment
- Bristle Blaster demonstration has been ACA's most viewed video on the ACA website

Webinar series

Thanks to Lachlan Sebbens who was instrumental in delivering ACA webinars to ACA members:

- 30 webinars during the year
- 2,000 registrations
- More than 1,500 attendees in 20 countries
- Full program converted to online
- Thanks to branches for working with us. We got to engage with more of our members.

Mr Ferguson also talked about 2020 being a tough year for the Association and noted the efforts of the previous Board from 2020, including thanks to our outgoing Directors Dean Wall, Wayne Thompson, Di Brookman and Graeme Carlisle with some joining the ACA Council which keeps the knowledge there. Also acknowledging the staff's efforts in keeping the association afloat through 2020.

Particular acknowledgement of Dean Wall as a giant for the association for a long time – role in ACA Foundation and mentor for Mr Ferguson – thank you.



6. Presentation of the Annual Audit and Financial Statements for year ending 31 December 2020

The annual audit and ACA financial statements for the period ended 31 December 2020 were presented to the meeting by the Chair.

- Cash flow positive
- Final deficit - \$130K
- \$3M in assets, half in property, half in cash
- Revenue down from \$3.3M to \$1.76M with covid
- End the year with about \$2.2M in member's equity - \$100K down from previous year due to adjustments by auditor (writing off & depreciation of old assets – some equipment & furniture dating back to 2014)
- Strong platform upon which to build upon
- Strong result, despite the downturn, represents the hard work of the Director team and the staff team throughout 2020.
- Auditor recommended a re-valuation of ACA's property assets in Middleborough Rd Blackburn as part of that process.
- Unlike other Associations, the ACA has come through the pandemic without having to tap into its reserves.
- Overall, while 2020 wasn't a growth year, leaves us in a strong position to re-grow

A question was raised about how the meeting course and revenue costs fell from 46% of revenue to 27% of revenue which greatly helped the bottom line when revenue had fallen so sharply. Was this due to the lower costs of online events? Will we continue to have online events?

Mr Ferguson confirmed that that ACA would continue events and courses online, however being mindful of a balance of face-to-face and online. Factor in reduction in costs could also be explained that ACA is now running Victorian-based training from its head office and not paying for venue hire, thus significantly reducing costs. This was part of the business case to move from Middleborough Rd to 30A Jessie St Preston.

Future will include planning to run more events and courses online, face to face and hybrid. Working with branches and technical groups to find the right balance of online and face to face events Eg online events for the Brian Cherry awards, normally held in Victoria had people from all around Australia attending.

Question about increase in deferred course and sponsorship revenue:

What was the increase in deferred course and sponsorship revenue due to as it went from \$97K to \$424K?

Mr Ferguson that he has conferred with the finance Manager who said it had a bit to do with:

- *moving the conference.*
- *< \$100K was from a single course deferred and moved across*



- Also, in practice, ACA used to wait until January to release its courses for the year so traditionally wasn't booking in course into the next year ahead of time. however, over 2019 to 2020 calendar years, head Office started to release courses earlier so we started to book in a 12-month rolling course plan and bookings as we pre-sold courses.

Course sales particularly in Oct, Nov & Dec period were for course to be run in the next financial year, so we will see a pick up in deferred revenue as we pre-sell in one financial year and deliver them in a future financial year.

Mr Boucher confirmed a rolling 12 -month program, giving continuity of revenue coming in for training courses over the period rather than peaks and troughs ACA had previously experienced by setting a calendar of courses in Oct each year.

Mr Ferguson also added that from a cash flow forecast, we've been financially tracking to ensure that Aca wasn't creating an artificially created level of revenue.

Several questions were raised in regard to specific line items on the Annual Report to which Dean and Ross responded.

Moved: Dean Wall
Seconded: Peter Dove **CARRIED**

7. Appointment of 2021 Auditor

The Chairman called for a motion to accept Baumgartner Audit Pty Ltd as the 2021 ACA auditors.

Moved: Dean Wall
Seconded: Jessie Ratcliffe **CARRIED**

8. General Business

Mr Boucher provided an update on the following:

- Upcoming Queensland Roadshow – sold out regional events for technical face-face in Gladstone (60 attendees) and Mackay.
- Responding to covid and continuing online networking.
- 2021 conference in Newcastle: still risk from pandemic so Newcastle will go ahead. 83 abstract presentations (3 full streams), thank to sponsors who are supporting Newcastle conference.
- Continued Covid-19 measures implemented – challenging time in Victoria with constant lockdowns; check-in procedure and QR code; covid worksafe plan with changing conditions. Constantly having to rearrange courses with no notice with lockdowns.



- New training course – SPCC, ACA has taken up the C7, C12 training courses that ACA has the licensing agreement to run those courses (had run in 2008-2010). Demand is now to start running again to support applicator training space. Board committee to identify gaps and look at new courses.
- Two major training course provider partners NACE and SSPC merged in late 2019 into AMPP (Association for Materials Performance and Protection) – existing licensing agreements with NACE & SPCC will be changed over to AMPP agreements.
- Plans for Middleborough Rd Blackburn –the offices cleaned out and ready to be painted, re-carpeted and then covid hit. Deadline is 1 July 2021 to have ready for lease.
- Property lease renegotiation for an extended period for ACA Head Office at Melbourne Polytechnic. Aca signed a 2yr lease with a one-year notice period at Jessie St. The intention of Melbourne Polytechnic is at some stage to look at redevelopment of this building on Preston campus. Because of Covid, Melbourne Polytechnic is putting it in the long-term basket. Opportunity to take an extended lease is on the table so Mr Boucher will be talking to Melbourne Polytechnic to try and secure a longer term lease.

9. Question Q&A

Mr Ferguson responded to a question in the chat:

“Annual report looks back and demonstrated our Survival during the heights of Covid 19. I don't see anything looking forward. what are the plans?”

Annual report is a report for the year, rather than the path forward

Last year, Di Brookman left us in May and this was filled by someone who only stayed for a short period of time. A decision was made not to fill that role a month out from council elections. It gave the opportunity to look at the Board and then find someone to complement the Board skills.

Three new Directors were elected at the Council elections and joined the four existing Board Directors:

- Trish Shaw
- Aaron Sudholz
- Wayne Burns

Kim Jones joined the Board a couple of weeks ago after a bit more searching and reviewing from the Board.

From a Board perspective, we have had to go over and above with respect to time commitments to bring new people into the team – refreshing.



Directors are responsible for the strategic direction of ACA, for the financial performance on behalf of the members. The Directors come together to understand the organisation. Review of 2019 members survey and strategic plan. Collectively, consider ACA constitutional objectives and reviewing the strategic plan during covid.

The Board put the strategic plan on hold to navigate the pandemic in Feb/Mar 2020. We are now working on the strategic plan 2019-2022. Strong theme on advocacy to explain corrosion to the wider community.

Mr Ferguson spoke to a question raised about staffing. ACA is understaffed while trying to navigate processes through a pandemic. At the moment, there is only staff “deep” in each income service line.

Mr Boucher reconfirmed that ACA is low in numbers and working in here and now.

Engage volunteers: plans to do that in the future – watch this space. Need more staff. 3-year strategic plan needs to be broken into years.

Plans to more effectively engage volunteers includes having staff supporting those member volunteers.

Mr Ferguson spoke to CTC as a requirement as part of ACA’s advocacy plans.

It was noted that membership statistics don’t yet provide gender statistics. Women In Corrosion is identified an area of growth for ACA.

Zero carbon emissions – we should consider that in the future.

10. Close of Meeting

The Chair thanked all those who took the time to attend the annual general meeting of the ACA. Mr Ferguson again thanked everyone for questions, as well as Graeme Carlisle, Dean Wall and Wayne Thompson for all their efforts because being involved at this level takes up a lot of time. He also thanked the commitment of the team, branch members, volunteers, ETC, Membership and other Board Committees, Board colleagues for everyone contributing and being great people.

The Chairman closed the meeting at 7.29 pm.



Signed: Chairman Dean Ferguson

Date: 5 June 2022

Unconfirmed