



Permanent Way Institute NSW Incorporated
2016 Annual General Meeting
Minutes

18 August 2016

Welcome

The Annual General Meeting (AGM) was held at the Sydney Masonic Centre on Thursday 18 August 2016, members in attendance. The President, Mark Harris, officially opened the AGM at 5.00pm and welcomed members and visitors.

Apologies:

Sal Hieder; Daniel Collison; Dave Spiteri; Scott Chapman; Graham Priddle; Tania Page; Mark Bell.

2015 AGM Minutes

The minutes of the 2014 AGM dated 20 August 2015 were circulated to the attendees as part of the AGM handout and were accepted.

Moved By: Simon Le Bars
Seconded by: Peter Boonstra
In Favour: All present.

There was no general Business arising from the 2014 AGM, however, an observant member from the floor (John Watsford) pointed out a typo in the second line of the 2015 Minutes regarding the attendance figures which were stated as *"fifty-four (68) members attended"*.

Presidents Report

Mark Harris presented the President's report highlighting the continued strong performance of the PWI despite the tight market and continued consolidation and ownership changes to a number of our valued Corporate Members.

PWI Membership remains strong and the Committee remains focused to provide a quality product that benefits the membership.

The PWI Financial position is in good shape thanks to the continued support from our Corporate and private members and increased Corporate Sponsorship. Our Membership Secretary and his Assistant have also done an outstanding job following up on outstanding arrears to improve the PWI bottom line.

The costs of providing quality events has also increased significantly over passed years and the Committee has endeavoured to keep any cost increases to an absolute minimum.

The Audited Accounts to be presented by the Treasurer will show a significant Profit for the year compared to the budgeted figure. This is a result of a sustained effort by the Committee to collect all outstanding Corporate fees due for the year and other arrears from previous years coupled with cost savings in a number of areas.

Mark also praised the success of a number of events hosted by the Committee including;

- The Annual PWI Convention held on the 30th October 2015 with 450 delegates in attendance and after party with special thanks to Steve Naumovski and his sub- committee for their effort.
- The Golf Sub-Committee ran the 13th Annual Golf day held at Bankstown Golf Club in March 2015 and it continues to be popular drawing over 100 members and Corporate Sponsors to participate.
- The Technical Meetings held throughout the year continue to provide excellent Networking opportunities and are well supported by our Corporate members and consistently have 80 to 100 in attendance.
- The Annual Winter Dinner held at Dolton House at Hyde Park in June 2015 was sponsored by CH2M and had over 250 people in attendance.

Planning is well advanced for the 2016 Annual Convention to be held at Darling Harbour.



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Mark finished off his report thanking the PWI Committee members for their time and effort during the year and expressed a special thank you to the Committee members who are standing down after years of service in particular Mark Bell, Lachlan Daniel, Greg Mackie and Tania Page. (Appendix 1 has the Presidents full report)

Treasurers Report

Claudine O'Donoghue presented the Audited Annual PWI Financial report for the 2015/16 financial year. (refer attachment 2 for full report)

In summary;

Total Members accumulated funds as of 30 th June 2016	\$317,523 (up \$192,255 from previous year)
Profit for the year	\$125,268 (budget estimate \$42,862)

NOTES:

1. The high profit against budget estimate was a result of sustained effort to collect outstanding arrears coupled with cost savings adopted by the Committee.
2. Coding issues hindered accounts reconciliation in the order of \$71,000 which will be addressed in the next financial year.
3. Auditors have recommended PWI adopt an "off the shelf" accounting package – PWI to review MYOB and ZERO for suitability.
4. The new Auditors (DBW) have been excellent and have provided some good guidance on changes to be adopted to improve our financial management.

Mark Harris called for acceptance of the Presidents report and treasurers Report;

Moved By: Mark Butler
Seconded by: Rob O'Hanlon
In Favour: All present.

General Business

Only one item was submitted by the closing date for discussion in General Business being: -

1. Technical Meeting Sponsorship

Mark Harris called for nominations from the floor for Corporate Sponsorship of the 2017 Technical Meetings;

Date	Sponsor
February 2017	Lycopodium Pty Ltd
April 2017	
June, 2017 (Joint Meeting)	WSP PB
August 2017	
November 2017	

Corporate Members were asked to contact Mike O'Shea or Mark Harris if they want to sponsor a Technical Meeting.

Committee Elections

Mark Harris at conclusion of General Business handed the meeting over to **Allan Logan** as Returning Officer for the AGM.

Allan Logan declared the committee positions vacant and then read out the nominations received for the Committee in 2017.

There were **six (6)** new nominations and taking into account the departing Committee the 2017 Committee will be **24**. Rule 7b of the Constitution provides for a committee up to 15 but subject to a Committee resolution the



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numbers can be increased. The Committee resolved to accept the nominations to assist in the ever increasing work load required to maintain the high quality service provided to the membership.

The new Committee nominations from **Patrick Mann; Sarah- Anne Brennan; Paul Hitchings; Jason Tagg; Zane Sell; Peter Boonstra** were therefor accepted along with the existing committee who have renominated;

- | | | |
|-----------------|-----------------------|---------------------|
| • Mark Harris | • Claudine O'Donoghue | • Stuart Sutherland |
| • Mark Xerri | • Daniel Collison | • David Spiteri |
| • Julian Sharp | • Ken Lingabala | • Kevin Golledge |
| • Sal Heider | • Mark Butler | • Mark White |
| • Mike Hickey | • Mike O'Shea | • Sam Cook |
| • Scott Chapman | • Steve Naumovski | • Gillian Cottle |

As there were no objections the Returning Officer declared all nominations accepted and elected to the committee.

Election of Officer Bearers

The Returning Officer then proceeded with the election of the officer Bearers for 2017.

Position	Nominations	Declaration
President	Mark Harris	Accepted - no other nomination
Secretary (<i>vacated by Sam Cook</i>)	Patrick Man	Accepted - no other nomination
Treasurer	Claudine O'Donoghue	Accepted - no other nomination
Membership Secretary	Stuart Sutherland	Accepted - no other nomination
Newsletter Editor	Mark Xerri	Accepted - no other nomination
Web Site Editor(<i>vacated by Tania Page</i>)	Daniel Collison	Accepted - no other nomination
Public Officer	Mark Harris	Accepted - no other nomination
Authorised Officers	Mark Harris; Patrick Mann; Claudine O'Donoghue; Daniel Collison and Mark Xerri	Confirmed as Authorised Officers

Allan Logan then called for a motion from the floor to accept the officer Bearers for 2017 and confirm that Mark Harris; Patrick Mann; Claudine O'Donoghue; Stuart Sutherland; Dan Collison and Mark Xerri be confirmed to the Office of fair Trading as the Authorised Officers.

Moved By: Mike Hickey
Seconded by: Peter Boonstra
In Favour: All present.

Allan Logan closed the proceedings and handed over the meeting to Mark Harris.

AGM Wrap Up

Mark Harris thanked Allan for acting as Returning Officer for the AGM and also welcomed the New Committee.

Mark then officially declared the AGM closed and handed over the meeting to Mike O'Shea to run the Technical Meeting.



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Attachment 1 – Presidents Report

PERMANENT WAY INSTITUTION NSW INC

ANNUAL GENERAL MEETING

18th August 2016

Presidents Report

Financial Year Ending 30th June 2016

As President of the Permanent Way Institution of New South Wales, I would like to officially welcome all members, corporate members and guests to the 2016 Annual General Meeting for the Permanent Way Institution. Thank you for your attendance and your continued support of the PWI. I would also like to personally welcome any new members who are attending their first PWI AGM.

The past 12 months has seen another strong year for the PWI in what has been a tight market with continued consolidation and change of ownership to a number of our corporate members. Our membership remains strong and we as a committee have focused on ensuring that we continue to provide a quality product that benefits all our members.

The PWI continues to be in a strong financial position thanks to the continued support of our corporate and private members. In this past year our revenue has increased with enhanced membership, corporate and personal membership. The Membership Secretary and his assistant have done an outstanding job following up on a number outstanding payment and managing arrears.

The costs of providing quality events has also increased significantly over the years, we have endeavoured to keep these cost increases to an absolute minimum to the membership however some small increases occurred last financial year to ensure the continued health of the Institution.

The Audited accounts that the treasurer will present show a significant profit of \$125,268 against a budget of \$42,862 for the 2015/16 financial year. The accounts will also show that the PWI's total members accumulated funds as of the 30th June 2016 was \$317,523 up from \$192,255 last year. The high profit level against our budgeted figure was a result of a sustained effort to collect all outstanding corporate funds that were due for the year and cost savings in a number of areas.

Since our last AGM in August 2016 the PWI committee has been actively hosting a number of successful events. The Annual Convention held on 30th October 2015 was again an outstanding success with in excess of 450 people in attendance. This high level of interest and spread of delegates across the Rail Industry makes our Annual Convention still the most popular single day Rail Conference in Australia. The "after party" was again a great success and was very well attended. Steve Naumovski and his subcommittee have done fantastic job in providing new ideas and improving our annual convention.

The annual golf day was held at Bankstown Golf Club in March with over 100 starters. This event is professional organised by Kevin Golledge and thanks to the continued strong corporate support this event proves to be a very popular day for the members and their guests.

Five technical meetings were held throughout the year and they continue to provide excellent networking opportunities that are well supported by our corporate members. We are consistently having numbers of around 80 to 100 people in attendance.

The Annual Winter Dinner was again held at Dolton House at Hyde Park on June. This year the event was sponsored by one of our new corporate members CH2M with over 250 guests attending and planning is well underway for our Annual Convention will be held at Darling Harbour on Friday 28th October.

Finally, I would like to personally thank the committee for giving us their time and effort to support the PWI and in particular the committee members who are standing down after years of service for the support and dedication.

In particular, I would like recognised 4 key members of the PWI Committee who are standing down this year after many years on the committee, Mark Bell, Lachlan Daniel, Greg Mackie and Tania Page.

I would also like to thank the all the Members and Corporate Members of the PWI for all your support over the past 12 months, 2016/17 looks to be another extremely busy year and I am sure we all look forward to the challenges ahead.



MARK HARRIS
President



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Attachment 2 – Audited Accounts for 2015/2016

The Permanent Way Institution
New South Wales Incorporated



P.O Box 81
Camden
NSW 2570

17 August, 2016

To: PWI Committee Members

AUDITED ACCOUNTS 2015-16 FINANCIAL YEAR

Fellow Committee Members,

As per clause 9g of the PWI Constitution, the financial accounts of the institution for the 2015-16 Financial Year have been prepared by the Treasurer and subjected to Independent Audit by to verify that the published accounts represent the true state of the finances of the institution.

Copies of the finalised and signed accounts have been distributed for your perusal.

As per clause 9f of the PWI Constitution the full accounts are available for examination by contacting the Treasurer, Claudine O'Donoghue.

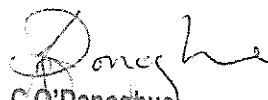
Subject to acceptance by the Committee the accounts will be presented to the wider membership at the Annual General Meeting scheduled for 18th August 2016.

Please advise your acceptance/non acceptance.

Regards

M Harris
President

Date 17 August 2016


C. O'Donoghue
Treasurer

Date 17 August 2016

PERMANENT WAY INSTITUTION NSW Inc
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Independent Auditor's Report to the members of Permanent Way Institution NSW Inc

We have audited the accompanying financial report, being a special purpose financial report, of the Permanent Way Institution NSW Inc, which comprises the balance sheet as at 30 June 2016 and the profit and loss statement for the year then ended.

Committee's Responsibility for the Financial Report

The committee of the Permanent Way Institution NSW Inc is responsible for the preparation of the financial report and has determined that the basis of preparation is appropriate to meet the requirements of the Association Incorporations Act 2009 NSW and is appropriate to meet the needs of the members. The committee's responsibility also includes such internal control as the committee determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the association's preparation of the financial report that gives a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the association's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the committee, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independence

In conducting our audit, we have complied with the independence requirements of the Associations Incorporations Act 2009. We confirm that the independence declaration required by the Associations Incorporation Act 2009.

Auditor's Opinion

In our opinion, the financial records have been properly kept and the financial report of Permanent Way Institution NSW Inc gives a true and fair view of the entity's financial position as at 30 June 2016 and of its performance for the year ended on that date.

DBW AUDIT PTY LIMITED
Matthew Duggan
Director

Dated this 17 day of Aug 2016

PERMANENT WAY INSTITUTION NSW

TREASURERS REPORT BALANCE SHEET YEAR ENDED 30TH JUNE 2016

	Actuals Year Ending 30th June 2016	Actuals Year Ending 30th June 2015
MEMBERS ACCUMULATED FUNDS		
Members accumulated funds at beginning of the year	192,255	190,459
Surplus/(Deficit)	125,268	1,796
Total Members accumulated funds at end of the year	317,523	192,255
ASSETS		
Commonwealth Bank Cheque Acct	50,966	15,505
Encompass Term Deposit	255,791	151,036
Encompass S1 account	6,039	1,068
Encompass S30 account	3,583	23,205
Cash on Hand	0	0
ATO - Account	1,144	1,441
Total Assets	317,523	192,255
LIABILITIES		
		0
Total Liabilities	0	0
NET ASSETS	317,523	192,255


Claudine O'Donoghue
Treasurer


**TREASURERS REPORT
STATEMENT OF REVENUE AND EXPENSES
YEAR ENDED 30TH JUNE 2016**

	Actuals	Proposed Budget
	Year Ending	Year Ending
	30th June 2016	30th June 2016
Income		
Ordinary Member Subscriptions	3,697	17,291
Corporate Member Subscriptions	144,336	182,100
Sales/Others	591	5,000
Convention Fees	82,957	50,000
Convention Excursion Fees	-	inc. above
Social Events		
-Golf	18,200	13,000
-Winter Dinner	33,709	35,909
Sponsorship	71,382	inc. above
Interest	617	4,125
Development Initiative	-	-
Refund	-	-
Total Income	\$355,490	\$307,425
Expenses		
Printing & Website	- 23,532 -	35,000
Postage/Stationary	- 137 -	500
Refunds	- 2,164 -	-
Sydney AGM & Quarterly Meetings	- 33,182 -	35,000
Insurance	- 3,967 -	3,800
Sundry Expenses	- 3,616 -	3,500
Admin Support	- 9,333 -	14,500
Incorporation Fees	- 158 -	660
Convention	- 69,552 -	87,603
Convention Excursion	- -	inc. above
<u>Social Events</u>		
-Winter Dinner	- 54,957 -	47,500
-Golf Day	- 17,451 -	17,000
-Country Meetings	inc. above -	2,000
Development Initiative	- 9,511 -	15,000
Reject Cheques	- -	-
Bank Fees	- 2,664 -	2,500
Total Expenses	-\$230,222	-\$264,563
Total Surplus/(Deficit) for the year	\$125,268	\$42,862


Claudine O'Donoghue
Treasurer

**TREASURERS REPORT
PROPOSED BUDGET 2016-2017**

	Actuals	Budget
	Year Ending	Year Ending
	30th June 2016	30th June 2017
Income		
Ordinary Member Subscriptions	3,697	14,000
Corporate Member Subscriptions	144,336	178,000
Sales/Others	591	5,000
Convention Fees	82,957	70,000
Convention Excursion Fees	-	-
<u>Social Events</u>		
-Golf	18,200	9,000
-Winter Dinner	33,709	35,000
Sponsorship	71,382	32,000
Interest	617	1,000
Development Initiative	-	10,000
Refund	-	-
Total Income	\$355,490	\$354,000
Expenses		
Printing & Website	23,532	25,000
Postage/Stationary	137	500
Refunds	2,164	-
Sydney AGM & Quarterly Meetings	33,182	35,000
Insurance	3,967	1,000
Sundry Expenses	1,649	5,000
Admin Support	9,333	13,000
Incorporation Fees	158	200
Convention	69,552	120,000
Convention Excursion	-	-
<u>Social Events</u>		
-Winter Dinner	54,957	60,000
-Golf Day	17,451	18,000
-Country Meetings	inc. above	inc. above
Development Initiative	9,511	10,000
Reject Cheques	-	-
Bank Fees	2,664	1,700
		15,000
Total Expenses	-\$228,255	-\$304,400
Total Surplus/(Deficit) for the year	\$127,235	\$49,600


Claudine O'Donoghue
Treasurer

PERMANENT WAY INSTITUTION NSW INC

REPORT TO MANAGEMENT AND GOVERNANCE

For the year ended 30 June 2016

For further information please contact:

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Independent Auditor's Report

We have completed our audit of the financial report and records of Permanent Way Institution NSW Inc for the year ended 30 June 2016 and have issued an unqualified report in accordance with the Australian Auditing Standards.

Our report provides an opinion on the view given by the financial statements as to whether, as a whole, they present a true and fair view of the financial position of Permanent Way and its performance.

There were no limitations of scope on our audit and we received all of the explanations and supporting evidence requested.

Independence

We have satisfied ourselves that at all times we have maintained our independence as required by Associations Incorporation Act 2009 ('the Act').

Reporting framework

Permanent Way is an Incorporated Association for the purposes of the Act and is not required to prepare financial statements for the year ended 30 June 2016. The Balance Sheet and Profit and Loss Statement that have been prepared are considered special purpose financial statements prepared in accordance with the requirements of the Act.

There have been no changes to the accounting policies adopted in the 30 June 2016 financial statements.

Internal controls

As part of our audit we have considered the internal controls relevant to the preparation of the financial statements in order to design and implement audit procedures. As outlined in our engagement letter the audit procedures are conducted for the purposes of forming an opinion on the fairness of the financial statements and not for the purposes of expressing an opinion on the effectiveness of the internal controls. Consequently, the matters dealt with in this report may not be the only shortcomings that exist in the present systems. As a result, this report is provided to the Management Committee for the purpose set out above and should not be relied upon to disclose every weakness that may exist or be used for any other purpose.

In an organisation of the size and nature of Permanent Way it can be difficult to maintain effective controls through the use of segregation of duties and automatic controls. In this situation, the Management Committee need to rely on rigid and transparent policies around the approval and documentation of transactions and the supporting evidence for each transaction.

In relation to payments and outgoings, the effectiveness of controls is primarily achieved through ensuring there is supporting documentation for each transaction and, where appropriate, having more than one person evidence the approval of the transaction. In

addition, the reporting of transactions through Treasurer reports to Management Committee meetings.

We confirm that the procedures carried out during our audit indicated that, whilst there were some exceptions, the entity's financial records were generally well maintained during the year ended 30 June 2016 and that the accounting systems and internal controls in place are generally effective.

Areas of Interest

Accounting platform

Currently, the accounting function adopted by Permanent Way is a series of spreadsheets. These spreadsheets have little in the way effective controls and their use has resulted in imbalances in the initial financial reports provided to us for the audit. The spreadsheets can more easily be modified without detection and errors and missing information can arise where there is a change in personnel.

Permanent Way should give consideration to formal accounting software such as Xero or MYOB.

An example of the potential errors is that when the spreadsheets provided were examined to confirm the reconciliation of the bank accounts an unexplained difference of \$1,967 was identified. The effect of this variance has been expensed in the profit and loss for the 2016 financial year. We have not performed any testing to identify the nature of the difference. The use of accounting software would have prevented an error of this nature.

Consideration of fraud and error

Australian Auditing Standard ASA 240, The Auditor's Responsibility to Consider Fraud in an Audit of a Financial Report requires us to consider the risk of material misstatements in the financial statements due to fraud.

The responsibility for maintaining adequate accounting records and systems and internal controls to prevent and detect fraud and error is that of management.

Our audit testing is not primarily designed towards the detection of fraud, however, we have assessed the risk of material fraud as part of the audit process. In accordance with the requirements of the Australian Auditing Standards and in recognition that there is always a possibility of material fraud being conducted, we have maintained an attitude of professional scepticism throughout the audit.

Permanent Way Institution NSW Inc has established some control procedures that reduce the risk of fraud occurring, including:

- delegation of authority for the approval of transactions
- reliance on online bank transactions to ensure transactions are reflected in a timely manner on the bank statements
- use of multiple authorisation of outgoings.
- strong ethical attitudes from management.

In addressing fraud we have performed the following audit procedures:

- considered and assessed the areas of risk for fraud
- made enquiries of management and others
- used unpredictable audit procedures within the audit plan.

We have concluded that the risk of material misstatement in the financial statements is low.

Management has advised us they are not aware of any instances of fraud and our audit procedures have not detected any matters to be reported.

Audit Adjustments and unadjusted differences

Our audit opinion is expressed on the financial report as a whole and therefore we have calculated a materiality level in accordance with the guidelines prescribed in Australian Accounting Standard AASB 1031 Materiality and Australian Auditing Standard ASA 320 Materiality and Audit Adjustments.

Our audit adjustments are as follows:

	<i>Assets</i>	<i>Liabilities</i>	<i>Income</i>	<i>Expenses</i>
Sundry expenses	-	-	-	\$1,967
GST Refundable	(\$1,967)	-	-	-
(Being adjustment required to reconcile GST refundable to audit balance.)				

Contact Us

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