ACN: 099 357 454

25th Annual General Meeting Minutes

Wednesday 11th November 2026 at Uralla Community Centre, Hill St Uralla

CEO Karen Zirkler introduced Bev Stubberfield as the chair for the AGM as the chair and deputy chair are apologies for tonight.

The meeting opened at 6 pm.

Item 1: Welcome, Apologies, Minutes of previous meeting

Acknowledgement of country – the chair acknowledged the Traditional Custodians of the land on which we meet today, the Anaiwan people, and paid respects to their Elders past, present and emerging, and acknowledged their enduring connection to Country, culture, stories and community.

Present – Beatrice Bashford, Rowena Childs, Michael Colvin, Margaret England, Struan Ferguson, Brian Ferris, Steve Harvey, Justin Hoad, Janet Hodge, Agness Knapik, Andrew Lawson, Daivd Mailler, Peter Metcalfe, Bill Perrottet, Julian Prior, Elizabeth Rosser, Robert Sieben (online), Emily Sims (guest speaker), Bev Stubberfield, Keith Walker, Helen Webb, Dave Widders, Karen Zirkler (minutes), Craig Zirkler, Michael Taylor, Garry Bashford, Gordon Williams, Carolina Dutre (online).

Apologies – Don Hardman, David Steller, Bryan Johnston, Bruce Whan, Angus Adair, Richard Daugherty, Frank Bell, Lucie Street, Nick Reid, Sara Schmude, Roy Robertson, Henry King, Michael Taylor, Maxine Ross, Roy Robertson, Kate Boyd, Tom Fisher, Brooke Kennedy, Ben Evans, Annette Kilarr, Shane Andrews, Jill Moore-Kashima, Arleen Packer.

Proxies - The following apologies nominated proxies as follows: David Steller nominated Bev Stubberfield, Lucie Street nominated Beatrice Bashford, Nick Reid nominated Bev Stubberfield, Sara Schmude nominated Steve Harvey, Henry King nominated Karen Zirkler, Tom Fisher nominated Steve Harvey and Ben Evans nominated Michael Colvin.

Minutes of previous meeting – were taken as read.

Resolution: Members resolved that the minutes of the meeting held 12th November 2025 AGM are a true and accurate record.

Moved: Steve Harvey. Seconded: Rob Sieben. Carried.

Item 2: Chair's Report

Bev Stubberfield presented the first half of the Chair's Report on behalf of Nick Reid.

2025–26 was another busy year for Southern New England Landcare Ltd in our quest to improve the health and wellbeing of our region. We remain committed to our vision and mission and worked diligently to advance our four strategic objectives.

An infographic summarising our achievements against our Strategic Plan Objectives is available as a handout tonight. This chair's report expands on those highlights in more detail.

Build and Service Our Networks

Our network of Landcare groups increased to 32 in the 2026 financial year (up from 29 in the previous year), while membership grew by 86 to a total of 690 members at 30 June 2026.

We ran action planning workshops with several groups during the year to better understand how we can help you meet your needs and interests. We are continuing to run action planning workshops with our groups to stay connected with our evolving base and respond to the region's and our membership's changing priorities.

A few of our groups have become inactive over the past decade. A priority for us is how to bring new members and new energy to those groups: if you have ideas, we would love to hear them!

We kept members informed with 26 fortnightly editions of our e-News delivered to their email in-boxes, sharing many opportunities and events throughout the year. Our social media presence also grew, with Facebook followers increasing to a total of 1,390. Our SNEL LinkedIn profile is live, and we encourage everyone to connect with us both there and on Facebook.

Our annual Landchat newsletter, circulated in November 2025, showcased our many 2025 calendar year's achievements. Copies of our November 2026 edition will be available in December.

We partnered with 60 organisations in the 2025–26 financial year—an increase of eight over the 2025 financial year.

Enable Innovative Regenerative Initiatives for Environment, Agriculture & Communities

In 2025–26, SNEL delivered 65 contracted milestones across 10 projects aligned with our strategic objective to foster innovation in environmental, agricultural and community regeneration.

We coordinated 19 events, including two Member Musters. These events involved 222 participants. In November 2025, we heard from Thaw Ni Ni Zaw on the Northern Tablelands Koala Partnership Program, while in May 2026, we heard from Jaimie-lee Edwards about Ag360.

The NSW Government's Landcare Enabling Program (LEP) 2023–2027 continued in its penultimate year as our cornerstone project, allowing us to employ 1.75 FTE Local Landcare Coordinators — Struan Ferguson and Elizabeth Rosser — who have done a wonderful job supporting our members.

Their work has included securing and delivering smaller grants, hosting events focused on resilience, mental health and cyber security, and facilitating action planning sessions to revitalise group activity and membership.

As part of our action planning and with the sector-wide shift to individual contracts with landholders rather than group-based funding, Southern New England Landcare is seeking ways to engage with the next generation of rural landholders in our region.

Our Northern Tablelands Koala Partnership Project was led by Koala Conservation Project Officer, Thaw Ni Ni Zaw, ably supported by Janeen Robb. The project achieved such strong on-ground and capacity-building outcomes in 2025–26 that the NSW Department of Environment, Energy, Climate Change and Water agreed to extend the project for an additional year.

As part of the LEP, Southern New England Landcare has hosted the New England Landcare Network's employees, Keith Walker, Regional Landcare Officer, and Shelomi Doyle, Regional Administrative Support Officer, in the SNEL office for the past two years.

NELN is the regional Landcare network that oversees the roll-out of the LEP across the whole of New England, including the work of Granite Borders Landcare, the Glen Innes Natural Resources Advisory Committee (GLENRAC) and the Gwydir Macintyre Resources Management Committee (GWYMAC).

Provide Financial Security for the Organisation

During the 2025–26 financial year, SNEL and its groups submitted 22 new grant applications — a marked increase in number from the previous year, soliciting $2,653,506 in funds.

At 30 June, four grants had been successful, securing a further $878,900 of income, with three pending. The successful grants were:

1. *2025-26 RDRP Landscape Rehydration Initiative worth $278,310*
2. *2026-2028 FRRR Social Outcomes Armidale Uralla worth $99,975*
3. *2026-2029 CEAP Community Energy Project Officer (New England REZ) worth $504,371*
4. *2026-27 NSW LEP3 Revive & Thrive Farm Dams worth $76,219.*

In June 2026, we held our annual strategic planning workshop. Our Strategic Plan was refreshed and is available on our website.

We also renewed most of our policy portfolio in recent months. We updated our Work Health & Safety System during the year and adopted a new Board and Director Governance Manual, to better inform our organisation and our directors what we expect of them and what they can expect from us.

The Risk Committee met twice during the financial year, assisting the board strengthen our organisational resilience. One significant risk facing the organisation is an apparent reduction in grant-based funding opportunities, and consequently a more competitive funding environment and reduced success in attracting competitive grants.

Directors have spent several meetings discussing ways to diversify revenue and increase income, including philanthropy, developing fee-for-service enterprises and pitching business proposals to trusted partners.

Treasurer, Rob Sieben, has led development of a Bequests Booklet for Southern New England Landcare, which we are launching tonight. Copies are available for members to peruse, with further information available in Landchat and future eNews. The board will encourage staff to develop new fund-raising and business initiatives over the medium term.

We finished relocating to our new premises at Unit 4, 121 Allingham Street, Armidale in July 2025. Staff remain happy with the purpose-built space, and the board room is available for our groups to use as well as for hire.

After experiencing two cybersecurity incidents in June and July 2025, we responded by working with consultants to upgrade to a more secure digital platform and adopt a comprehensive cybersecurity plan, as well as arranging additional training for our staff and directors and taking out cyber-insurance.

Our 2025–26 financials were audited by Roberts + Morrow, Armidale, with no adverse findings. The auditor was pleased to see the increasing diversity of revenue streams.

Bev passed the remainder of the reading over to Steve Harvey.

Build and Maintain Team Capacity

Our organisation was governed over the past 12 months by a dedicated board of volunteer directors, who met six times in the 2025–2026 financial year in a mix of in-person and online meetings. Eight directors finish their annual terms tonight, with an average of six directors attending board meetings in the year finishing 30 June 2026.

The board conducted its annual skills audit of directors and developed a draft board and CEO succession plan to be more strategic about the mix of skills among our directors going forward.

A pleasing outcome of this work was the appointment of Dr Andrew Lawson to the board in June. Andrew is a Senior Lecturer in the School of Law, University of New England, and Director of UNE's AgLaw Centre. He researches rural environmental and social issues, teaches undergraduate and Masters level law courses, and supervises domestic and international post-graduate research students in projects spanning the law, public and private governance and institutional arrangements.

At this AGM we also expect to welcome the appointment of three new directors to the board, Rowena Childs (representing AURG), Shane Andrews (representing Cooney Creek Landcare Group) and Agness Knapik. Agness is a Guarantee Individual member and former part-time CEO and Coordinator of Watershed Landcare, Mudgee; now a primary producer at Abington.

At this meeting, we say goodbye to long-serving director, Bryan Johnston. Bryan has been a director at Southern New England Landcare since November 2015 and has been a strong representative for one of our most active groups, the Armidale Urban Rivercare Group (AURG), throughout that time.

Bryan was the recipient of the John Winter Irving Memorial Bequest last year. Bryan's affable, willing nature, considered advice and expertise in agriculture, national parks and rural tourism will be missed. We wish Bryan and Daph all the best for the future.

We were also sad to farewell Janeen Robb in July this year. Janeen was our Land Management Agreement Project Officer and finalised contractual agreements with landholders for the protection and restoration of hundreds of hectares of koala habitat over the past three years. Janeen has moved to the Blue Mountains to be close to family.

Staff and board members participated in nine professional development opportunities during the year, covering governance, financial management, leadership, cybersecurity and philanthropic engagement.

Acknowledgements

2025–26 was a busy and productive year, despite some challenges and mounting workloads. The highlights featured in Landchat #125 speak volumes about the dedication of our team – the year's highlights will be in your letterbox in December.

I extend my heartfelt thanks to our staff. To CEO, Karen Zirkler, in particular, who has carried a heavy workload over more than just the past year and which the board is hoping to assist her with. I would also like to thank the rest of our hard-working team: Beth Rosser, Struan Ferguson, Thaw Zaw, Janet Hodge, Janeen Robb and our bookkeeper, Amanda Fenwicke. Beth left us briefly earlier this year only to return, for which we are so grateful.

Thank you also to my fellow board members over the past 18 months: vice-chair David Steller, treasurer Rob Sieben, Bev Stubberfield, Bryan Johnston, Steve Harvey, Dr Brooke Kennedy, Peter Metcalfe (stepped down in November 2025) and, most recently, Dr Andrew Lawson.

I finish my three-year term as chair of Southern New England Landcare tonight. It has been an honour and privilege to serve as your chair.

Finally, thank you, our group representatives and members. We are here for you and our wonderful region, no other reason. Please reach out to us if you have any ideas about how we can further Landcare together and help you pursue your and our grand vision for southern New England.

Em Prof Nick Reid
8 November 2026

Item 3: Financial Report

The chair asked treasurer Robert Sieben to provide a summary of the Audited Financial Statements.

Rob noted the financial statements had been audited by Robert's + Morrow Auditors in accordance with the relevant regulations and that the financials were then reviewed and approved for signing by the board at their 14th October 2024 meeting.

Rob made the following observations for the convenience of members present:

- The statement of profit or loss and other comprehensive income showed:
    - Total Revenue was $1,002,715, up from $837,396 in the previous year.
    - Total Expenses were $972,878, also up from $824,609 in the previous year.
    - Total Comprehensive Income for the year was up slightly from the previous year to $29,837.
- The Statement of Financial Position showed:
    - Total Current Assets up slightly from the previous year to $1,064,412.
    - Total Non Current Assets up from $36,553 last year to $93,759 this year, the main reason being right of use assets as a result of moving to new premises.
    - Total Liabilities slightly up from last financial year to $455,555, with the vast majority of these being outstanding functions to be performed under the grants.

- Total Equity slightly up from last year to $702,616. The equity consisted of $550,438 in retained earnings and $152,178 in reserves which are the sub-group funds (up from $140,482 in the previous year).
- Cash and cash equivalents were down by about $10,000 from the previous year.

Rob noted the board is happy with the work of Robert's + Morrow, so they signed off on the financial report in their October 2026 board meeting. They also signed off on Roberts + Morrow as the auditors for the coming year.

The CEO noted that individual sub-group funds reports are available to group Representatives at this meeting.

Questions on the financial reports were as follows:

- If there is a reduced chance of funding in future years, what is the likelihood of keeping the organisation open?
- Rob noted cash reserves would allow us to operate for 2-4 years, and that it is common practice for a not for profit to hold this much in retained cash. There is a likelihood that there will be less grant opportunities, but it is less likely we won't get anything. The board is staying across their ability to pay debts as and when they fall due.
- Steve Harvey noted SNEL has had extra staff as a result of the LEP funding over the last four years, and that this will retract if we don't get that funding again in July 2027.
- If the REZ gets up and going and developers have to offset biodiversity, will much of that be coming through Landcare?
- Members noted that Landcare is not the coordinating body for these offsets – rather it is a function of state government (DCCEEW). Most offsets relate to losses of existing vegetation.
- Where do we find subgroup funds on the audited financial statements?
- Page 6 bottom with note 12, named as 'Reserves' and being $152,178. It was noted that these funds are held separately in the accounting system and only available to the group they relate to.

*Resolution: Members resolved to **note** the audited financial statements for year ending 30 June 2026.*

Moved: Beatrice Bashford. Seconded: Michael Taylor. Carried.

Appointment of auditors

*Resolution: Members resolved to **note** we will retain Roberts + Morrow Auditors as Southern New England Landcare Ltd's auditors for 2026/2027 financial year.*

Moved: Steve Harvey. Seconded: Rowena Childs. Carried.

Item 4: Setting of membership subs

The chair noted that Guarantee Memberships for Group and Individual members are currently $0 and that Associate Memberships are currently $110 for Corporate Members and $0 for Individuals. There was no further discussion on membership subs.

Resolution: Members resolved to set annual Associate Membership subscriptions as follows: Corporate - $110 inc GST, and Individuals – free.

Moved: Helen Webb. Seconded: Rob Sieben. Carried.

Item 5: Election of Directors and Office Bearers

Th chair noted that she would hand over to CEO Karen Zirkler to run the election of office bearers process.

Karen took the chair and declared all board positions vacant.

The chair noted that Southern New England Landcare has four Membership Classes and that Guarantee members have voting rights, while Associate members do not. Green lanyards were handed out to Guarantee members tonight.

The chair noted that the constitutional procedures that must be followed for the AGM and election of directors was set out on the AGM business papers and that in the interests of time, she would not run through these unless anyone had a particular question. No questions were asked.

The chair noted that nominations for directors received by the due date were:

Nominations for Directors	**Nominated by**	**Seconded by**
1. Andrew Lawson	Nicholas Reid	Bryan Johnston
2. Bevely Joy Stubberfield	Stephen Harvey	David Steller
3. David Steller	Nicholas Reid	Bryan Johnston
4. Nicholas C. H. Reid	David Steller	Bev Stubberfield
5. Rowena Childs	Nicholas Reid	Andrew Lawson
6. Stephen John Harvey	Bev Stubberfield	David Steller
7. Robert Sieben	Nicholas Reid	David Steller
8. Shane Andrews	David Steller	Nicholas Reid
9. Brooke Kennedy	Nicholas Reid	David Steller
10. Agness Knapik	Nicholas Reid	David Steller
Nominations for Chairperson		
David Steller	Nicholas Reid	Bryan Johnston
Nominations for Vice Chairperson		
Nicholas C H Reid	David Steller	Bev Stubberfield
Nominations for Treasurer		
Robert Sieben	Nicholas Reid	David Steller

The chair noted that under Clause 38.3, the constitution states that each of the directors must be appointed by a separate resolution, unless:

1. The members present have first passed a resolution that the appointments may be voted on together, and
2. No votes were cast against that resolution.

Resolution – Members resolved that the appointments of directors may be voted on together. Moved: Rowena Childs. Seconded: Peter Metcalfe. Carried.

Resolution – Members resolved to appoint Andrew Lawson, Bevely Stubberfield, David Steller, Nicholas Reid, Rowena Childs, Stephen Harvey, Robert Sieben, Shane Andrews, Brooke Kennedy and Agnes Knapik to be directors on the board. Moved: Beatrice Bashford. Seconded: Margaret England. Carried.

Election of chairperson

The chair noted that under clause 39 of the Constitution, the **directors** elect a director as the company's chairperson.

The following nomination(s) for chairperson were received by the due date: David Steller, nominated by Nick Reid, seconded by Bryan Johnston. It was noted that David accepted the nomination prior to the meeting.

Resolution - Directors resolved to install David Steller as Chairperson. Moved: Nick Reid. Seconded: Bryan Johnston. Carried.

Election of vice chairperson

The following nomination(s) for Vice Chairperson were received by the due date: Nicholas Reid, moved by David Steller, seconded by Bev Stubberfield. It was noted that Nick accepted the nomination prior to the meeting.

Resolution - Directors resolved to install Nicholas Reid as Vice Chairperson. Moved: David Steller. Seconded: Bev Stubberfield. Carried.

Election of Treasurer

The following nomination(s) were received for Treasurer by the due date: Robert Sieben nominated by Nick Reid, sconed by David Steller. Rob accepted the nomination.

Resolution - Directors resolved to install Robert Sieben as Treasurer. Moved: Nick Reid. Seconded: David Steller. Carried.

Appointment of secretary

Karen handed the chair back to Bev Stubberfield for the remainder of the meeting.

Bev noted that under clause 56.2, a secretary must be appointed by the directors.

Resolution - Directors resolved to appoint Karen Zirkler as Company Secretary. Moved: Bev Stubberfield. Seconded: Andrew Lawson. Carried.

Members were invited to enjoy supper and celebrate the 25 years of SNEL Ltd with a celebratory chocolate cake.

The meeting closed at 6.55 pm.