

ABN 28 062 495 452

Minutes of the Australian Institute of Traffic Planning and Management Ltd (AITPM) 2019 Annual General Meeting held on Wednesday 31 July 2019 at Adelaide Convention Centre, Adelaide, SA 5000 at 5.20pm

1. Welcome

The meeting was opened at 5.20pm by the National President, Paul Smith.

2. Apologies/Attendance

Apologies were received from Bob Taylor & Derrick Hitchins. Attendance is as per attendance lists.

3. Confirmation of Minutes of Previous Meeting

The National President confirmed that copies of the minutes of the previous Annual General Meeting held Wednesday 25 July 2018 at Perth Convention and Exhibition Centre, 21 Mounts Bay Road, Perth, WA 6000 at 4.30pm had been distributed earlier and had been available on the AITPM website. Noted

Ratified by Lindsay Oxlad.

4. Business Arising

There was no business arising from the minutes of the previous AGM.

5. Ordinary Business

5.1 Reports

Reports received and presented were the Reports of the Directors, Financial Report and Auditor Report for year ended 31 March 2019. Noted

Ratified by Lindsay Oxlad



5.2 Appointment of Directors

That in accordance with clause 34.5 of the constitution the following Directors have been duly nominated and consented to act and who is eligible under the constitution, be appointed an Elected Director subject to the constitution.

- 1. Appoint Paul Smith a Director
- 2. Appoint Andrew Leedham a Director

Resolution: Appoint the Elected Directors. Ratified and resolution passed.

Moved: Lindsay Oxlad

National President, Paul Smith advised the appointment of the Board of Directors would be for two years.

5.3 Appointment of Auditor

That in accordance with clause 59.1 of the constitution and section 327B(1)(a) of the Corporations Act 2001 (Cth), Wayne Asher Pryor CPA, registered auditor 3576, of PBA Partnership be appointed auditor of AITPM.

Resolution: Appoint the Auditor. Ratified and resolution passed.

Moved: Lindsay Oxlad

Meeting closed 5.40pm.

Paul Smith, National President Signed:

Date: 31/07/2019



Attachment A – Annual Report including Financial and Audit Report



TABLE OF CONTENTS

DIRECTORS REPORT 2018-2019	
STRATEGIC DIRECTIONS – 2018-2019 Key Priorities and Achievements	6
INVESTMENT ALLOCATIONS 2019/2020	
FINANCIAL AND AUDIT REPORTS	11
STRATEGIC DIRECTIONS	11





AUSTRALIAN INSTITUTE OF TRAFFIC PLANNING AND MANAGEMENT LTD. (AITPM)

DIRECTORS REPORT 2018-2019

Period ending 31 March 2019

KEY PRIORITIES

In the period ending 31 March 2019 the Board of Directors progressed the key priorities outlined in the Presidents Report to the 2018 AGM. In summary, these were to:

- Complete the transitions of the Institute from an Incorporated body to a company limited by guarantee and of National Council to a Board of Directors.
- Develop a strategy to reduce dependence on cash reserves to support operating budget and manage investments in new initiatives.
- Develop a Code of Conduct to maintain a positive working environment, to protect the reputation and welfare of individual members, to protect the Institute's brand and reputation and to provide members with guidance on ethical conduct and their obligations when acting on behalf of the Institute.
- Commence planning and development for a future appointment of the Institutes first Executive Officer.
- Develop a Professional Development Program accessible to all members.
- Integrate the Institute's information systems and database to enable more efficient and effective delivery of services.
- Maintain, identify and proactively manage the key risks to the Institute and its members.

Progress on these initiatives is summarised in the Table commencing on page 6.

ORGANISATIONAL CHANGE

AITPM, on the 2 May 2018, commenced as a registered public company limited by guarantee, and is now governed by a new Constitution and along with the new Board Charter and Code of Conduct, have been posted on the internet. A new 10 member Board (5 directly elected by members + the 5 State Presidents) was endorsed at the July 2018 AGM in Perth. All Board members have 2-year terms with the executive positions of President and Vice President elected by the Board to 1-year terms, and 2-year term for the Company Secretary. This change brings with it new responsibilities and requirements for AITPM and its Directors.



Planning for an Executive Officer remains the last of the key recommendations of AITPM's 2015 Strategic Review. Reporting directly to the Board, the Executive Officer will be required to:

- Lead and manage AITPM operations in line with Board direction
- Be the primary source of advice to the Board; and
- Successfully execute the AITPM strategic plan

Being a proud and heavily invested volunteer organisation, we are very wary that our organisational culture is not diminished by the addition of an Executive Officer. To this end, a clear set of operating principles between the Board and Executive Officer including detailing delegations and extents of authority form part of the recruitment strategy.

At this time the Board is considering tenures of 3 - 5 years fixed term, commencing 3 - 4 days a week with a view to moving to full time as required. The position will initially be funded through the Institutes reserves and proposed to be forecast as budget neutral by the third year. Performance measures including increases in membership and sponsorship will be linked to the position. A public recruitment process is expected to commence after the Adelaide National Conference.

DELIVERY THEMES

It is timely to remind ourselves why we are on this path of transformational change – *To effectively and efficiently deliver on our Strategic Directions (attached), these themes drive and influence everything your Board, its committees, the State Branches, and our contracted resources do*:

- **Relevance** ensuring alignment with members, sponsors/partners and industry
- **Professionalism** we represent AITPM, our industry, our employer and ourselves
- Diversity striving to include and represent everyone in our industry
- **Financial Sustainability** through remaining relevant, professional, commercially savvy, and continuous improvement.

FINANCIAL AND AUDIT REPORTS

The Independent Audit Report for the 12-month period ending 31 March 2019 is attached.

The Profit and Loss Statement shows a net gain of \$63,198 compared with a net loss of \$23,831 in the prior year.

It should be noted that the Profit and Loss Statement includes both operational income and expenses and well as investments in initiatives funded from the Institute's cash reserves. The Balance Sheet shows total equity (cash reserves) at \$1,135,953. The Statement of Cash Flows shows a net change (gain) in cash for the period of \$69,075.61.



The financial position of the Institute remains sound. The Board has acknowledged that annual operational activities must strive to be budget neutral, allowing cash reserves to cover risks, providing for additional paid resources, and fund new initiatives. Accordingly, membership fees have been increased for 2019-20, in line with CPI.

In the 2019-20 financial year, the Institute will adopt an accruals-based accounting system. This will assist in more accurately assessing our financial performance from year to year and bring us into line with industry best practice.



STRATEGIC DIRECTIONS – 2018-2019 Key Priorities and Achievements

STRATEGIC DIRECTIONS – 2018-19 Key Priorities and Achievements

Priority	Key initiatives	Achievements	Comments
Industry Sustainability	Young Professional Network	 YPN's established in most states and thriving under strong leadership. YPN active in development a business case introducing a new tiered Associate membership category. 	 Successful pilot with funds allocated for implementing new podcasts in 2019/20. Tiered Associate membership category endorsed and commenced in May 2019.
	Awards	 The Awards continue to attract strong interest nationally. The New Zealand Study Tour Award attracted 13 applications. The Award assists in maintaining a strong relationship with Engineering New Zealand (Transport Group). The Excellence Award attracted 13 submissions. The Young Professional Awards attracted 29 submissions. The Ted Huxtable Research Grant was offered for the first time with up to \$10,000 funds available. One Outstanding Service Award and one Service Award awarded. 	 Funding will continue in 2019-20. The relevance of the awards continues to be monitored by the Awards and Procedures committee. Grant has not been awarded at this time.
	Membership	 Membership numbers are stable. Current membership is 1269 including 66 corporate, 270 student, 45 Fellows, and 12 life members. 17 members transferred from grade of Member to grade of Fellow in 2018/19 	 The AITPM brand is attracting new members. There has been no concerted effort to recruit new members.
Accountability	Governance Strategic Plan Risk management Reporting	 AITPM, on the 2 May 2018, commenced as a registered public company limited by guarantee, and governed by a new Constitution. First Board Charter endorsed. Available on website. 	 Board of Directors established, including appointments of President, Vice President and Company Secretary.

AITPM Annual Report 31 March 2019



STRATEGIC DIRECTIONS – 2018-19 Key Priorities and Achievements

Priority	Key initiatives	Achievements	Comments
		 First Code of Conduct endorsed and publicised. Available on website. Annual priorities established for the 8 committees acting as working groups reporting to the Board. Appointment of AITPM's first National Finance Officer. 	 Member fees and cost of sponsorship increased to contribute to reduced operating losses.
		 Risk register reviewed and actions followed up by the relevant committees. 	 New Board members to receive training in governance. Significant member benefits for: membership renewal, detailing member
		 Successful 'Go Live' on 28 February 2019 integrating existing information systems and membership databases (including the website) and incorporation with future needs to improve 	profiles, and event registration.
		understanding of members and sponsors needs and improve reporting.	 Noted expenditure for EO can be comfortably accommodated within the Institutes reserves with financial impact of
		 Commenced planning and development for a future appointment of the Institutes first Executive Officer (EO). 	the position forecast to be budget neutral by the third year.
Relationships and Networking	Establish and maintain professional relationships with kindred organisations	 Liaising with Transport Australia Society regarding joint events in a spirit of collaboration rather than competition. Engineering New Zealand (Transport Group) through the New Zealand Study Tour Award. 	
		 Continue to provide networking opportunities at technical forums, social events, seminars and the national conference. 	 State Branch run technical forums remain the 'engine room' of AITPM activities. To be reviewed after 12 months.



STRATEGIC DIRECTIONS – 2018-19 Key Priorities and Achievements

Priority	Key initiatives	Achievements	Comments
		 Formal Monash University National Education Partnership established. Maintained and strengthened relationships with existing and new State, National and National Platinum sponsors/partners. 	 National sponsor opportunity available. Interested organisations should contact the Board President
Professional Development	Monthly Technical Forums Seminars National Conference Professional Development Program	 State Branch Presidents now meeting regularly to seek opportunities to share insights, amongst other things, on technical forums/presentations and governance. National conference continues to be the flagship event. International keynote speakers attract delegates and provide opportunity for a national technical tour of the other states providing benefits to members unable to attend the conference. Tools under development to assist in tracking the key conference milestones. A Professional Development Program is under development to replace the Education Program which will be offered to all members. AITPM in partnership with Monash University successfully conducted a pilot two-day Traffic Engineering Fundamentals workshop in Victoria. 	 Working on new Branch Charters detailing consistent governance practices across all States Very successful conference in Perth with over 450 delegates, well managed and executed whole-of-event. Congratulations WA Branch and Conference Committee. Intention to roll out the program nationally.
Industry Participation	Transport Modelling Network Marketing / Publicity Diversity	 TMN Code of Conduct in operation. TMN plays a vital role in the development of the modelling component of the national conference program. 	 Transport modellers will be encouraged to refer to and adopt the principles of the Code in their daily activities. TMN charter reviewed to focus on consistent quality, and frequency of



STRATEGIC DIRECTIONS – 2018-19 Key Priorities and Achievements

Priority	Key initiatives	Achievements	Comments
			provision of TM-themed technical
			forums/seminars in each State.
			 Funds allocated to develop marketing and
			publicity materials to showcase our
			leadership capability.
		 Greater awareness through conduct of specific events targeting a 	 Congratulations to State Branches and
		broader and more diverse traffic and transport audience	Perth Conference Committee for their
			initiatives.



INVESTMENT ALLOCATIONS 2019/2020

The allocation of funds to initiatives to support our Strategic Directions was approved by the Board of Directors on 22 March 2019. These funds have been made available through AITPM's cash reserves and are not part of the 2019/20 operating budget

Priority	Initiative	2019/2020 Allocation
Industry Sustainability		
Accountability	Professional planning and recruitment advice – Executive Officer Renumeration – Executive Officer (part year)	
	Professional financial planning advice	
	Integration, upgrading and support of information systems and databases	
Relationships and Networking	Review and formalisation of national conference procedures manual	
Professional Development	Expand professional development program pilot workshop from Melbourne into other States	
Industry Participation	Provision to develop publicity materials to market AITPM's leadership in the industry	
	TOTAL	\$155,500



FINANCIAL AND AUDIT REPORTS

FINANCIAL STATEMENTS

The Statement of Financial position for the 12-month period ending 31 March 2019 is attached.

INDEPENDENT AUDIT REPORT

The Independent Audit Report for the 12-month period ending 31 March 2019 is attached.

STRATEGIC DIRECTIONS

The Strategic Directions plan is attached.

ATTACHMENT A Financial Statements & Audit Report



AUSTRALIAN INSTITUTE OF TRAFFIC PLANNING AND MANAGEMENT LTD

ABN 28 062 495 452

FINANCIAL REPORT FOR THE YEAR ENDED 31 MARCH 2019

Contents-

Director's Report

Profit and Loss Statement

Balance Sheet

Notes to the Financial Statements

Auditor's Report

AUSTRALIAN INSTITUTE OF TRAFFIC PLANNING AND MANAGEMENT LTD

COMMITTEE'S REPORT

Your committee members submit the financial report of the Australian Institute of Traffic Planning and Management Ltd for the financial year ended 31 March 2019.

Committee Members

Paul Smith	National President
Gary Wood	Vice President
Dan Sullivan	Director
Andrew Leedham	Director
Kyriakos Tyrologos	Director
Derrick Hitchins	QLD Branch President
Tessa Knox-Grant	NSW Branch President
Scott Benjamin	VIC Branch President
Paul Froggatt	SA Branch President
Andrew McDougall	WA Branch President

Principal Activities

The principal activities of the association during the financial year were to promote the positive and productive aspects of traffic and transport management.

Significant Changes

No significant changes in the nature of these activities occurred during the year.

Operating Result

The Profit after tax from ordinary activities amounted to \$63,198.

Signed in accordance with a resolution of the members of the Committee,

Paul Smith (National President)

Dated this

10 day of

July 2019

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31 MARCH 2019

ncome	\$	\$
nterest Received	21,609	9,368
ATO Interest		30
National Conference	424,615	456,932
Seminars	115,407	6,445
Sponsorships	126,750	131,869
Subscriptions	139,295	179,508
Aiscellaneous	12	246
States GST claimed	-	11,379
	827,688	795,777
Expenses		
Accountancy and Audit Fees	4,250	4,501
ASIC Fees	568	-
Association Forum	10,909	-
Bank Charges	2,588	2,522
Brochures, Folders etc	743	-
Committee Meetings	3,733	-
Computer Software	1,152	-
Conference Co-ordination	-	969
Consultancy for Business Assessment	2	9,000
Depreciation	3	2
Education	368	46,214
Events & Seminars Costs	103,005	-
nsurance	6,715	6,450
nternational Speakers	-	2,472
Miscellaneous	8,621	3,521
National Conference	386,677	439,035
National Council	45,990	44,420
Network Group		3,612
Newsletter, Production & Distribution	29,148	31,384
Paypal Fees	9,769	6,517
Printing & Stationery	549	0,017
Postage	458	-
Promotions	682	29,181
Refunds	-	20,101
Secretarial and Office Services	54,771	77,819
State Branches	54,771	65,150
State Seminars	533	6,445
Storage Rental	2,526	0,440
Telephone	356	5.5
Transport Modelling Nstwork		
Website	3,334	25 207
A A CHORICE	81,806 759,254	35,387 814,601
Net Profit / (Loss) before Income Tax	68,434	(18,824
Less: Income Tax Expense	5,236	5,007
Profit / (Loss) after Income Tax	63,198	(23,831

AUSTRALIAN INSTITUTE OF TRAFFIC PLANNING AND MANAGEMENT LTD

BALANCE SHEET AS AT 31 MARCH 2019

	2019	2018
Current Assets	\$	\$
Business Transation Account	104,077	95,492
AUD PayPal	3,874	-
Business Online Saver	100,713	100,450
Term Deposit 1	607,311	593,367
Term Deposit 2	223,172	216,777
Term Deposit	50,000	-
NSW Branch Account	1,274	-
QLD Branch Account	5,406	-
SA Branch Account	16,489	-
VIC Branch Account	27,196	-
WA Branch Account	3,173	-
Conference Prepayments		5,100
	1,142,686	1,011,186
Non Current Assets		
Computer Equipment - CWDV	-	3
Total Assets	1,142,686	1,011,189
Current Liabilities		
GST Payable/(Receivable)	2,919	5,170
Provision for Income Tax	(1,098)	(3,155)
Business Credit Card	4,912	
Total Liabilities	6,733	2,015
Net Assets	1,135,953	1,009,174
Retained Profits brought forward	1,009,174	1,033,005
Profit / (Loss)	63,198	(23,831)
Income Tax adjustment	970	-
Historical Balances - Branch Accounts	62,611	-
Members' Funds	1,135,953	1,009,174

AUSTRALIAN INSTITUTE OF TRAFFIC PLANNING AND MANAGEMENT LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

Statement of Significant Accounting Policies

This financial report is a special purpose report prepared for use by the directors and members of the entity. The comittee have determined that the entity is not a reporting entity.

The financial report has been prepared in accordance with the requirements of the following applicable Australian Accounting Standards:

AAS 4:	Depreciation of Non-Current Assets
AAS 5:	Materiality
AAS 8:	Events Occuring after Reporting Date
AASB 1048:	Interpretation of Standards
AASB 108:	Accounting Policies, Changes in Accounting Estimates and Errors

No other Accounting Standards, Australian Accounting Interpretations or other authoritative pronouncements of the Australian Accounting Standards Board have been applied.

The financial report has been prepared on an accruals basis and is based on historic costs and does not take into account changing money values or, except where specifically stated, current valuations of non-current assets.

The following specific accounting policies, which are consistent with the previous period unless otherwise stated, have been adopted in the preparation of this report.

Property, Plant and Equipment

Property, plant and equipment are carried at cost, independent or directors' valuation. All assets, excluding freehold land and buildings, are depreciated over their useful lives to the company.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AUSTRALIAN INSTITUTE OF TRAFFIC PLANNING AND MANAGEMENT LTD

A.B.N. 26 062 495 452

Report on the Financial Report

We have audited the accompanying financial report, being a special purpose Financial Report, of AUSTRALIAN INSTITUTE OF TRAFFIC PLANNING AND MANAGEMENT LTD, which comprises the Balance Sheet as at 31 March 2019, Profit and Loss Statement for the year then ended 31 March 2019, a summary of significant accounting policies, other explanatory notes and the Directors' declaration.

Directors' Responsibility for the Financial Report

The Directors of the Company are responsible for the preparation and fair presentation of the Financial Report and has determined that the accounting policies described in Note 1 to the Financial Statements, which form part of the Financial Report, are appropriate to meet the financial reporting requirements of the Company's constitution and are appropriate to meet the needs of the members. The Directors responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on the Financial Report based on our audit. No opinion is expressed as to whether the accounting policies used, as described in Note 1, are appropriate to meet the needs of the members. We conducted our audit in accordance with Australian Auditing Standards. These Auditing 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 auditors' judgment, 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 auditors consider internal control relevant to the entity's preparation and fair presentation of the financial report 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the Financial Report.

The Financial Report has been prepared for distribution to members for the purpose of fulfilling the Directors financial reporting under the Company's constitution. We disclaim any assumption of responsibility for any reliance on this report or on the Financial Report to which it relates to any person other than the members, or for any purpose other than that for which it was prepared.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AUSTRALIAN INSTITUTE OF TRAFFIC PLANNING AND MANAGEMENT LTD A.B.N. 26 062 495 452

Independence

In conducting our audit, we have complied with the independence requirements of Australian professional ethical pronouncements.

Auditors' Opinion

In our opinion, the financial report presents fairly, in all material aspects, the financial position of AUSTRALIAN INSTITUTE OF TRAFFIC PLANNING AND MANAGEMENT LTD as of 31 March 2019 and of its financial performance for the year then ended in accordance with the accounting policies described in Note 1 to the Financial Statements.

Name of Firm:	PBA PARTNERSHIP
	Certified Practising Accountants
Name of Partner:	Wayne Pryor
Signature:	
Address:	Unit 5B/3 Central Avenue THORNLEIGH NSW 2120
Dated this	day of 2019

ATTACHMENT B Strategic Directions







Australian Institute of Traffic Planning and Management (AITPM)

Strategic Directions



About Us

The Australian Institute of Traffic Planning and Management Incorporated (AITPM) provides a central point of reference for practitioners in traffic and transport planning and management. Members of the Institute are linked primarily by a common vocational interest rather than by similar academic qualifications alone.

Traffic Planning and Management is an integrated activity involving traffic management and operations, transport planning, economics, freight, road safety, public transport, and non-motorised transport modes. The AITPM network is extensive, with its underlying strength being its own membership. The Institute started in 1966 and now has over 850 members and corporate members across Australia and New Zealand.

There are five state branches; Queensland, New South Wales, Victoria, South Australia and Western Australia. The membership is quite diverse across age, gender, qualifications, areas of practice and specialisation and employment sectors. Membership numbers continue to grow steadily each year. As such the AITPM is regarded as the peak traffic and transport body for practitioners in Australia.

AITPM is governed by a Board of Directors comprising five nationally elected executives and five State Branch Presidents elected by members in each state.

AITPM Vision

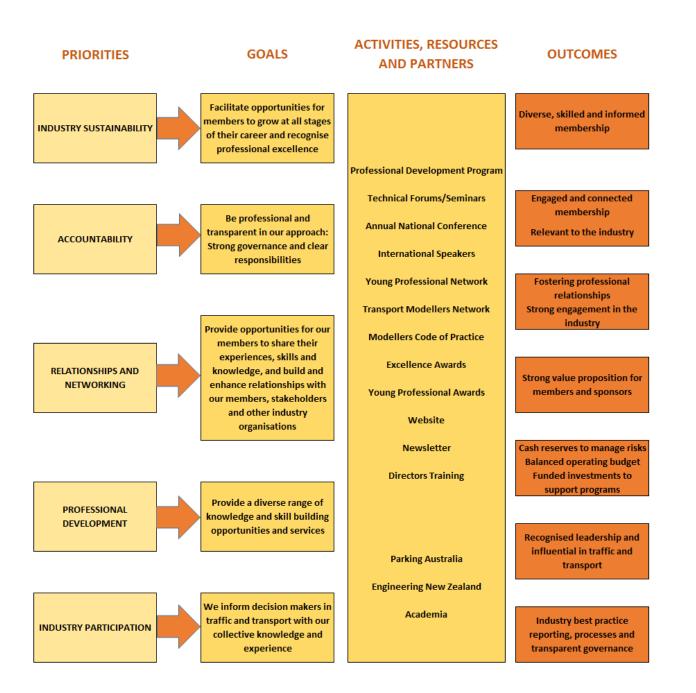
To provide leadership in traffic and transport by contributing to the development and management of a transport system that benefits all Australians.

Strategic Directions

The strategic directions emphasise our core areas of interest. The figure overpage shows our key priorities and goals, the things we do and who we collaborate with to achieve our desired outcomes. Each year we allocate funds to key activities in support of these. The annual budget is developed in March each year and is posted on our website https://www.aitpm.com.au/aitpm/annual budget.

Our strategic directions are reviewed periodically by National Council to ensure we remain relevant to our members, our sponsors, our partners and the industry.

STRATEGIC DIRECTIONS







AITPM National Secretariat PO Box 1070, TOOMBUL QLD 4012

Phone: 0413 828 721 Email: aitpm@aitpm.com

www.aitpm.com.au