

2025 Annual General Meeting

Minutes and outcomes of resolutions

68th Annual General Meeting

The Royal Australian College of General Practitioners Ltd
100 Wellington Parade, East Melbourne, VIC, 3002
ACN 000 223 807

Thursday 13 November 2025, 5.00 pm AEST, Brisbane Convention and Exhibition Centre and via zoom webinar

ITEM 1: Welcome and thank you the 67th Board

The President, Dr Michael Wright welcomed members and staff in attendance to the Annual General Meeting (AGM) and confirmed that a quorum was present.

Dr Wright acknowledged the traditional owners and custodians of the lands and waterways in which attendees were joining the meeting from.

Dr Wright noted the members of the Board in attendance at the AGM.

ITEM 2: Meeting proceedings and to note the minutes of the 67th Annual General Meeting held on 21 November 2024

The Chair noted the four principles of the AGM being:

1. To present the activities and financial accounts of the RACGP for the 2024–2025 financial year.
2. To vote on two ordinary resolutions.
3. To vote on eight special resolutions.
4. To give members the opportunity to ask questions about any of the resolutions put forward for a vote.

The Chair noted that the minutes of the previous AGM held on 21 November 2024 were provided to members on the AGM website.

ITEM 3: Chair's Report

The Chair's Report was provided by Dr Siân Goodson, with key items summarised as follows:

- The strong leadership of Chief Executive Officer, Georgina van de Water was acknowledged by the Board. It was noted that the CEO led the development of the 2025–29 Strategic Plan, which sets out a clear and ambitious course for the College and re-affirms the commitment to supporting GPs.

- The College has achieved several milestones that demonstrate the strength and capacity of the RACGP, including re-accreditation from the Australian Medical Council and obtaining Health Promotion Charity status.
- With an ongoing focus on good governance and continuous improvement, several structural changes were implemented including:
 - establishing the Academic Committee to replace the Education and Workforce Committee, to better align the College's academic leadership and oversight.
 - establishing the Supervision and Medical Education Committee, recognising the vital role of supervision in quality training.
 - establishing the National International Medical Graduate (IMG) Committee, ensuring the voices and experiences of IMGs are represented and heard in decision-making at all levels of the College.
- A broader governance review was undertaken in partnership with members. The review was led by the Future Governance Committee which resulted in several proposed constitutional changes that members are voting on at the AGM.
- Membership retention rates remain strong, and the College continues to operate from a position of stability and strength, which allows for investment in the future of general practice.
- The Chair extended thanks to all members, partners and the dedicated College staff for their engagement, expertise and commitment to ensuring a sustainable future for the general practice, and by extension shaping a healthier future for all Australian communities.

ITEM 4: Finance Report

Scott King, Chair of the Finance, Audit and Risk Management Committee introduced the finance report, summarised as follows:

- The RACGP delivered another year of solid financial performance, maintaining strong financial management and budgetary controls in line with the strategic plan.
- A focus is to build on the financial stability and allow for growth in the reserves for reinvestment opportunities into the College.
- The College delivered a surplus of \$8.3 million for the 2024–2025 financial year.
- There was continued success through the main operational activities including:
 - a 4.4% growth in membership numbers.
 - significant growth in the Fellowship Support Program and PEP Specialist pathway.
 - high investment returns.
- There was improvement in equity, and the cash balance grow to \$186.3 million, an increase of \$26.7 million since the previous financial year.

Pranay Lodhiya, Chief Financial and Corporate Services Officer provided a detailed finance report, summarised as follows:

- Excluding the one-off items, the underlying surplus is \$4.8 million, meeting the 5% strategic measure.
- The FY25 surplus of \$8.3 million was due to one-off expenditure savings and timing of projects, supported by a strong foundation and cohesive framework.
- With strong cash balances, the reserve fund is currently at \$20.5 million covering three months of operating expenses. The target is to have in reserve \$42 million to cover operating expenditure.
- The future fund is the rainy-day support to secure the College's position into the future.
- The foundation fund is the Colleges commitment to research and teaching.
- Membership fees are invested across the College in:
 - 19% - RACGP Conferences and events.
 - 17% - National and state faculties.
 - 16% - Advocacy, Policy and Research.
 - 13% - RACGP publications and media.

- 12% - CPD home
- 10% - membership and committee support.
- 9% - workforce initiatives.
- 4% - RACGP products and subscriptions.
- The College's financial sustainability plan is critical to guard against unseen volatilities and future fiscal challenges.
- The strong financial position provides the ability to reinvest in capabilities and activities that support the core objectives of the College.
- Areas of reinvestment over the past year have included technology to improve the digital experience, the communications strategy, international strategy and research and foundation activities to support the members' experience.

ITEM 5: President's Report

The President's report was provided by Dr Michael Wright, with key items summarised as follows:

- During the first year as President, Dr Wright has had the privilege of representing more than 50,000 members, travelling from remote communities to rural towns and metropolitan practices to meet with GPs, noting that their commitment to patients and profession never wavers.
- RACGP members have been clear on what they need from the College and government which is strong and consistent advocacy, increased and sustainable funding, and a well-supported workforce.
- Over the past year there has been record numbers of registrars entering general practice training, alongside new supports for supervisors and training providers.
- GPs provided more than 172 million consultations over the past year, seeing more than 2 million Australians every week.
- There has been positive feedback from registrars in the training programs and the renewal of the College's five-year Australian Medical Council accreditation, which confirms the College's commitment to excellence as a training organisation.
- For the first time in a decade, the biggest commitment to increase Medicare funding in the program's 40 years was provided. This has been through the general practice being central to policy discussions.
- Advocacy efforts have been focused on accessible, affordable general practice care and called for sustainable funding models for general practice. This has included funding for longer consultations and increased women's consultations, which were achieved, while contingent on bulk billing and will increase Medicare payments for many practices.
- The recently released Health of the Nation report highlighted the increasingly complex care that GPs are providing, the need to provide more preventive and multidisciplinary care and also the limitations of inadequate and inflexible funding.
- The College's future focus remains clear in ensuring that affordable and accessible healthcare is available to every Australian, no matter where they live.
- Future advocacy efforts will be pushing for investment and infrastructure and digital integration to provide a modern general practice that has the right tools to meet modern healthcare demands.

ITEM 6: Ordinary Resolutions

The Chair confirmed that no postal proxy appointments were received and cast by members, and that due to conflict-of-interest provisions the Board would abstain from voting on ordinary resolution 6.1 and that he, as Chair, would abstain from voting on ordinary resolution 6.2. The following ordinary resolutions were put forth:

Ordinary Resolution 6.1: Directors' remuneration for Financial Year 2027

To consider and pass the following motion as an ordinary resolution, requiring 50% of those who vote to be in favour of the item:

“The total amount available to remunerate directors is \$962,248, including superannuation, for the 2026–2027 financial year (1 July 2026 to 30 June 2027), but excluding the President’s remuneration.”

Ordinary Resolution 6.2: President’s remuneration

To consider and pass the following motion as an ordinary resolution, requiring 50% of those who vote to be in favour of the item:

“The total amount available to remunerate the RACGP President in performing the constitutional duties of the President is \$348,628, including superannuation, effective from the 2025 AGM to the 2026 AGM.”

ITEM 7: Special Resolutions

The following ordinary resolutions were put forth to amend clauses in the Constitution.

To consider and, if thought fit, pass the following resolutions as special resolutions, requiring 75% of the total votes cast by members who are entitled to vote of the resolutions. All clause references are to the Constitution of the RACGP and all changes may be viewed in context of each clause in the marked-up version of the Constitution available to be viewed on the AGM website at www.racgp.org.au/agm.

Special Resolution 7.1: Three (3) year terms for Directors

“**THAT** in accordance with the marked-up amendments circulated with the notice of meeting, clause 60 be amended in order to:

- a. introduce three (3) year terms for Directors who are Faculty Chairs, who are co-opted Directors or who are a substitute Faculty Council representative where the Faculty Chair has been elected as the Board Chair [amend clauses 60(a)(vii), 60(b) and 60(d)];
- b. confirm that the three (3) year terms for Directors, with a maximum of six (6) years in office, apply from the next Director election cycle after the adoption of these changes and, in order to stagger the terms of office, the Board may impose rules as to which Director will have shorter terms in order to retire by rotation [insert a new clause 60(e)(i)]; and
- c. confirm that the maximum of six (6) years in office does not apply to a Faculty Chair or co-opted Director who wish to nominate to be elected as President-Elect and so appointed as President [insert a new clause 60(e)(ii)]

with subsequent and consequential amendments to clarify **THAT** clauses 64(b) and 66 be amended so that the Chair of the Board and Chair of the Finance, Audit and Risk Management Committee hold office for two (2) year or until they are due to retire as a Director **AND THAT** clause 61(a) be amended by the insertion of the words “despite any other provision of this Constitution” and “and from the Board” **ON AND WITH EFFECT** from the date of this resolution in accordance with section 137(1)(a)(i) of the Corporations Act 2001 (Cth).”

Special Resolution 7.2: Director Eligibility Requirements

“**THAT** in accordance with the marked-up amendments circulated with the notice of meetings new Clause 60A be inserted, and clause 67(b) be amended to confirm that to be elected as Chair of a Faculty Council the person must also be eligible to be a Director under clause 60A, with subsequent and consequential amendments **THAT** clauses 60(c) and 70(i) be amended to clarify that a co-opted Director does not need to be a member or Fellow of the College **AND THAT** clauses 9(f), 11(e) and 15(d) be amended by the insertion of the words “in accordance with” before “Part 7”, **ON AND WITH EFFECT** from the date of this resolution in accordance with section 137(1)(a)(i) of the Corporations Act 2001 (Cth).”

Special Resolution 7.3: Six (6) year maximum terms

“**THAT** in accordance with the marked-up amendments circulated with the notice of meeting new clause 70(a) be inserted so that the office of a Director becomes vacant if they have served the maximum term of six (6) years, **ON AND WITH EFFECT** from the date of this resolution in accordance with section 137(1)(a)(i) of the Corporations Act 2001 (Cth).”

Special Resolution 7.4: A Director can't be an Employee

“**THAT** in accordance with the marked-up amendments circulated with the notice of meeting re-numbered clause 70(h) be amended to clarify that holding an office of profit includes that a Director cannot be an employee of the College **AND THAT** clause 100(c) be amended to delete with the words “or as employees” and insert “or as the Censor-in-Chief (if a Director)”, **ON AND WITH EFFECT** from the date of this resolution in accordance with section 137(1)(a)(i) of the Corporations Act 2001 (Cth).”

Special Resolution 7.5: President-Elect

“**THAT** in accordance with the marked-up amendments circulated with the notice of meeting clause 60(a)(iii) be deleted in order to remove the President-Elect from being on the Board as a Director until they become the President **AND THAT** clause 62(a) be amended so that the President Elect is no longer an ex officio member of the Board but may attend Board meetings as an observer however is not a Director nor Board member until they commence as President, **ON AND WITH EFFECT** from the date of this resolution in accordance with section 137(1)(a)(i) of the Corporations Act 2001 (Cth).”

Special Resolution 7.6: Censor-in-Chief

“**THAT** in accordance with the marked-up amendments circulated with the notice of meeting clause 60(a)(iv) be deleted **AND** clause 65 be replaced with the new clause 65 **AND THE** heading to Part 7.6 be amended to give the Board the power to and may appoint a Fellow as a Censor-in-Chief on such terms and conditions as the Board determines from time to time as an employee position and no longer a Director nor Board member,

AND if the new clause 65 is approved then the inserted words “or as the Censor-in-Chief (if a Director)” be deleted from clause 100(c),

ON AND WITH EFFECT from the date of this resolution in accordance with section 137(1)(a)(i) of the Corporations Act 2001 (Cth).”

Special Resolution 7.7: Company Secretary

“**THAT** in accordance with the marked-up amendments circulated with the notice of meeting clause 82 be amended so that the Company Secretary must call a Board meeting at the request of the President, the Chair of the Board or on the requisition of 2 or more Directors, **AND THAT** clause 94 be amended to change “company secretary” to “Company Secretary”, **ON AND WITH EFFECT** from the date of this resolution in accordance with section 137(1)(a)(i) of the Corporations Act 2001 (Cth).”

Special Resolution 7.8: Miscellaneous and Administrative Changes

“**THAT** in accordance with the marked-up amendments circulated with the notice of meeting the front cover of the current Constitution be amended by the insertion of “Ltd” and the ACN and ABN of the RACGP,

THAT clauses 23 and 24 are amended by changing “regional” to “Regional” and a definition of “Regional Faculty” is inserted at clause 108(a)(xxvi),

THAT clause 95(d) and the definition of “seal” in old clause 108(a)(XXVI) be deleted,

AND THAT clauses 98(a)(iii), 98(c) and 98(e) referring to “facsimile transmissions”, be deleted and the reference to “electronic mail” changed to “email” in new clauses 98(a)(iii) and 98(c),

ON AND WITH EFFECT from the date of this resolution in accordance with section 137(1)(a)(i) of the Corporations Act 2001 (Cth).”

ITEM 8: Memorial minute

The Chair respectfully acknowledged those RACGP members who had passed away since the last annual general meeting and their dedicated service to the health of the Australian public and involvement in the RACGP was acknowledged.

ITEM 9: CEO address

The CEO’s report was provided by Georgina van de Water, with key items summarised as follows:

- The College launched the 2025–2029 strategy that sets out four clear priorities:
 1. supporting our members.
 2. strengthening workforce and training.
 3. driving innovation and technology.
 4. leading national advocacy and funding forum.
- There has been significant in Medicare and the GP workforce, laying the foundation for major reform across primary care. The College will continue to advocate at all levels of government and help shape the changes to ensure that the voice of GPs is heard clearly in every discussion about Australia’s healthcare future.
- The College hosted a Hackathon which brought together members, tech experts and entrepreneurs to tackle real-world challenges in general practice.
- Throughout 2025, multiple member forums and round tables were held including sessions on workforce challenges in the Northern Territory, urgent care clinics and the Fellowship Support Program.
- The Rural faculty and College support teams have worked to strengthen the support for rural training and post-Fellowship pathways, noting the essential role that rural GPs play in their communities.
- RACGP launched the Aboriginal and Torres Strait Islander Cultural and Health Training Framework, which guides GP training teams in delivering culturally safe and appropriate care.
- The College statement against racism was released earlier in the year which reinforced the commitment to measuring, challenging and addressing racism within general practice and across the broader healthcare system.
- Through the GPs in Training wellbeing committee, the RACGP signed up to the *Every Doctor, Every Setting* national framework, which supports the mental health and wellbeing of doctors and registrars.
- The College has been recognised with re-accreditation from the Australian Medical Council for another six years as well as achieving full Health Promotion Charity status, which strengthens the capacity to invest in members and ultimately patient support and health initiatives.

ITEM 10: To declare the outcomes of the resolutions put to the AGM

The Chair declared the results of voting on the resolutions as provided by the appointed Returning Officer from OGL Group to the Company Secretary. The results were announced as follows:

Ordinary Resolution 6.1 – APPROVED

YES: 1158
NO: 537
Total Votes: 1695

Ordinary Resolution 6.2 - APPROVED

YES: 1299
NO: 429
Total votes: 1728

Special Resolution 7.1 - APPROVED

YES: 1289
NO: 244
Total votes: 1533

Special Resolution 7.2 - APPROVED

YES: 1201
NO: 308
Total votes: 1509

Special Resolution 7.3 - APPROVED

YES: 1315
NO: 181
Total votes: 1496

Special Resolution 7.4 - APPROVED

YES: 1319
NO: 167
Total votes: 1486

Special Resolution 7.5 - APPROVED

YES: 1345
NO: 138
Total votes: 1483

Special Resolution 7.6 - APPROVED

YES: 1236
NO: 229
Total votes: 1465

Special Resolution 7.7 - APPROVED

YES: 1356
NO: 95
Total votes: 1451

Special Resolution 7.8 - APPROVED

YES: 1369

NO: 85

Total votes: 1454

ITEM 11: Welcome to the 68th Board members

The Chair acknowledged the members of the 68th Board of Directors.

ITEM 12: Close of official Annual General Meeting proceedings

It was noted that in line with the RACGP's Constitution, the Board would be meeting following the AGM to appoint the positions for Vice-President.

Dr Michael Wright thanked members for attending and declared the AGM official proceedings closed at 6.40pm AEST.

Signed by the Board Chair as a correct record of the meeting



Dr Siân Goodson

Date: 10 December 2025