FUTURECOAL

The Global Alliance for Sustainable Coal

FC80 Board Meeting

16 May 2024

Virtual

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Agenda

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1. **Opening Remarks**
   - 1.1 Apologies & Introductions
   - 1.2 Approval of Agenda
   - 1.3 Noting of Competition Law Compliance Guidelines
   - 1.4 Health & Safety

2. **Minutes of WCA79 Board Meeting**
   - 2.1 Approval Minutes
   - 2.2 Matters Arising

3. **FutureCoal Reports**
   - 3.1 Executive Committee Meeting Minutes
     - 3.1.1 Meeting - 15 February 2024
     - 3.1.1 Meeting – 18 April 2024
   - 3.2 Chief Executive Report
     - 3.2.1 FY24 Key Performance Indicators (KPIs)

4. **FY24 Strategy Review and Work Programme Update**
   - 3.1 Membership
   - 3.2 Reputation Management
   - 3.2 Advocacy
   - 4.4 Strategy Review 2025-2035

5. **Financials**
   - 5.1.1 FY22-23 Report of Directors and Financial Statements
   - 5.1.2 FY22-23 Audit Report
   - 5.1.3 FY23-24 Appointment of Auditors
   - 5.1.4 FY24 Finance Update
   - 5.1.5 FY24 Finance Work Programme
     - 5.1.5.1 Membership Tiers & Fee Review

6. **Governance**
   - 6.1 Review of Office Holder Positions
   - 6.2 Directors' Appointments and Resignations
   - 6.3 Executive Committee Members Review
   - 6.4 Policy and Engagement Committee (PECo) Minutes
   - 6.5 Brand and Communications Committee (BCCo) Minutes
   - 6.6 Next Meetings
   - 6.7 Company Secretary Review
   - 6.8 Secretariate Movements

7. **Any Other Business**

1. Opening Remarks

1.1 Apologies & Introductions
1.2 Approval of Agenda
1.3 Noting of Competition Law Compliance Guidelines
1.4 Health & Safety

Opening Remarks

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1.1 Apologies & Introductions

1.2 Approval of Agenda

1.3 Noting of Competition Law and Guidance Guidelines

Recommendation
That the Board:
- approve the Agenda, and
- note the Apologies & Introductions and Competition Law and Guidance Guidelines.

1.4 Health & Safety

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- Secretariat operating in Australia, China, India, South Africa, and the UK.

- Each jurisdiction is following relevant Government guidelines including working from home where possible and/or using Regus worldwide offices where social distancing and safety are embedded.

- Travelling team members are following the advice of airlines and their health protocols of destination countries.

- Alliance ensures that the team members are adequately protected through the placement of appropriate travel insurance.

- Cybersecurity Awareness Programme training through Numata Business IT.

Recommendation
That the Board:
- note the Health and Safety practices of the Secretariat.

2. Minutes WCA79 Board Meeting

2.1 Approval of Minutes
2.2 Matters Arising

2. Minutes WCA79 Board Meeting

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2.1 Approval of Minutes

- In-Session
- Out-of-Session

2.2 Matters Arising

- 4.1 **FutureCoal Rebrand** (Refer Item 4.2)
- 4.2 **FY24 Strategy Review and Workshop Proposal** (Refer Item 4.4)
- 5.1.5.1 **Membership Tiers and Fee Review** (Refer Item 5.1.5.1.)
- 6.2 **Review of Office Holder Positions** (Changes noted and updated at Companies House).
- 6.3 **Directors' Appointments and Resignations** (Changes noted and updated at Companies House).
- 6.4 **Executive Committee Members Review.** (Refer Agenda Item 6.3)

Recommendation
That the Board:
- approve the Minutes of the 24 October 2023 WCA79 Board Meeting (In-Session and Out-of-Session), and
- note matters arising and actions complete and ongoing.

3. FutureCoal Reports

3.1 Executive Committee Meeting Minutes
- 3.1.1 Meeting - 15 February 2024
- 3.1.2 Meeting – 18 April 2024

3.2 Chief Executive Report
- 3.2.1 FY24 Key Performance Indicators (KPIs)

3. FutureCoal Reports

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3.1 Executive Committee Meeting Minutes

3.1.1 Meeting - 15 February 2024

3.1.2 Meeting – 18 April 2024

3.2 Chief Executive Report

3.2.1 FY24 Work Programme and Key Performance Indicators (KPIs)

Recommendation

That the Board:

- note the Minutes for the Executive Committee Meetings held on 15 February 2024 and 18 April 2024, and
- note the Chief Executive Report, and consider the half-year progress made against the FY24 Work Programme and Key Performance Indicators (KPIs) during FY24 including achievement and/or outperformance of KPI's.

4. FY24 Strategy Review and Work Programme Update

4.1 Membership
4.2 Reputation Management
4.3 Advocacy
4.4 Strategy Review 2025-2035

4.1 Membership Movements

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- New Corporate Membership applications received from the following:

  Hwange Colliery

- Termination notice received from Orica.

Recommendation
That the Board:
- approve the application for Corporate Membership of Hwange Colliery, and
- note the termination notice received from Orica.

4.1 Membership Activities

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South Africa

- The majority of the major players are all part of our Alliance and discussions are progressing with strategic players **Eskom, Barloworld and Sasol**.

China & Mongolia

- Second Roadshow concluded 12 April to progress Country Strategies supported by Vice Chair, Stephan Solzhenitsyn.
- Second round meetings with **China Energy** (application progressing) and **CNBM** (seeking different membership arrangement i.e. technology partner).
- **Shandong Energy** approval received but awaiting China Energy to formalise. **China Coal** application submitted for approvals, awaiting response.
- **Erdenes Mongol (ETT parent)** indicated it will seek approval to join despite current operational activities freeze.
- **Mongolian Coal Association and FutureCoal** to explore bundling individual membership approaches to the private sector smaller players given their shared objectives which is likely to have more success.

4.1 Membership Activities

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India

- **NTPC** are in process of obtaining final internal approval.
- Discussions with the steel players are progressing and **AMNS** signalled interest to join the FutureCoal Global Alliance.
- The Secretariat is engaging **GE Vernova** at a global level, and we should be in a position to draft a membership invitation ahead of the FC81 Board meeting.

Australia

- Q3 Australia Roadshow planned with meetings secured for existing and prospective members **Glencore, QCoal, Bowen Coking Coal, Coronado Global Resources.**

US

- Q4 Keynote Address at **Bluefield Coal Symposium** and engagement with prospective members **Consol Energy and Ramaco** where discussions have been progressed and been positive under the rebrand.

Recommendation

That the Board:

- note the positive progress and ongoing discussions in support of Member recruitment.

4.2 Reputation Management

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FutureCoal Launch and Media

- **Launch** held on **20 November 2023,** in **New Delhi**, **India**.
- The launch event attended by **FC Chief Executive Michelle Manook, FC Vice Chairman Stepan Solzhenitsyn, and FC Board Member Sunil Chatervudi.**
- **Media attendees** included esteemed journalists from Indian and global media giants namely **Bloomberg, Reuters, S&P Global, Times of India, The Hindu**, and many others.
- The event showcased **keynote speeches**, revealed the new **FutureCoal Logo**, and **hosted an interactive Q&A with journalists, followed by one-on-one interviews.**
- Media reached over **1.2 billion people**, with over 500 individual pieces of media coverage.
- Publications included global and regional media: **Bloomberg, AP, Yahoo!, Xinhua, China Daily, and The Hindu.**
- **77%** of stories were **positive**.
- Post-rebrand interviews included the **Financial Times, Reuters, Business Today (India), China Daily, Times of India and Japan NRG.**

Recommendation
That the Board:
- note the FutureCoal Launch and Media Activities.

4.2 Reputation Management Q1 & Q2 Activities

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Interviews

- Chief Executive
  - **Australian Financial Review** – 3.4 million readership (29 January).
  - **Mining Indaba TV** – 10,000 circulation (6 February).
  - **China Coal News** – 8 million circulation (6 April).
  - **Mongolian Tengen TV**, **National Broadcasting ASA**, and **TV 9** – collective viewership of up to 3 million (7-8 April)
- Director Business Development and Membership
  - **BigMint** on FutureCoal's Sustainable Coal Stewardship – circulation over 300,000 (20 March)

Events

- **17th Indian Coal Market Conference Kolkata (21-22 March)** - Keynote address Director Strategy & Sustainability

Op-Eds

- **South Africa Sunday Times** op-ed "Leave Coal Behind, Leave Africa Behind – circulation of 10 million (4 February).
- **World Coal**, Chief Executive comments on FutureCoal, its rebrand and philosophy – circulation of 5,000 (30 March).

Recommendation

That the Board:

- note the Reputation Management Q1 and Q2 activities.

4.2 Reputation Management Q3 Activities

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Media

- **Energy Focus** op-ed (Chief Executive).
- **The Energy Question** podcast with David Blackmon (interview with Chief Executive).
- Q4 Australia Roadshow (op-eds & Interviews), planning and approaches underway.

Asset Suite:

- Review under process to support strategic objectives.

Events

- **McCloskey Coal and Met Coke Conference** of the Americas (17-18 April). Virtual panel (Director Strategy & Sustainability).
- **Argus Coal Conference 2024** (24-26 April). Pre-recorded keynote (Director Strategy & Sustainability).
- **Bluefield Coal Symposium** (13-14 August). In-person keynote (Chief Executive).

Marketing Collateral

- Promotional video (Support multiple language platform)
- Sustainable Coal Stewardship Map
- FutureCoal Membership Brochure.

Recommendation

That the Board:

- note the upcoming Reputation Management activities for Q3.

4.3 Advocacy Q1 & Q2 Activities
(Policy, Government and Finance and Investment Engagement)

Sustainable Coal Stewardship (SCS)

- Ongoing efforts focused on **fostering a community of innovators** within the coal ecosystem, with emphasis on environmental stewardship alongside innovation.
- SCS Value Proposition plays a **significant role** in providing value to Government and Financial stakeholders.
- FutureCoal's new **Finance and Investment strategy** is being finalised with the team looking to engage with finance sector players.
- Q1 included engagement with **key South African governmental stakeholders at Mining Indaba 2024**.
- The **SDG report with ACE** has allowed us an avenue to engage with more **ASEAN public stakeholders, particularly Indonesia, Malaysia and the Philippines.**

Recommendation
That the Board:
- note the Advocacy activities supporting Sustainable Coal Stewardship (SCS).

4.3 Advocacy Q1 & Q2 Activities
(Policy, Government and Finance and Investment Engagement)

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- **Government engagement** during Q2 in support of the Advocacy strategy for China and Mongolia included:
  - Australian Embassy in China (Simon Farbenbloom, Minister Counselor
  - Embassy of United States of American in China (Everett Wakai, Minister Counselor)

- **Australia Roadshow,** meetings with key stakeholders currently under consideration.

- **Engagements for next China Roadshow (End 2024):**
  - Australian Ambassador to People's Republic of China (Scott Dewar)
  - United States Ambassador to People's Republic of China (Nicholas Burns)

- **17 'off record' enquiries conducted by Chief Executive:** Initiated by key finance, investment and insurance professionals mostly located in Europe, US and South America.

Recommendation
That the Board:
- note the Advocacy Q1 & Q2 activities.

4.3 Advocacy Policy Brief & Reports
(Policy, Government and Finance and Investment Engagement)

- FutureCoal policy briefs conducted during the first half of FY24 included:
  - **IEA's releases of the World Energy Outlook 2023 and Coal 2023**
  - **IEA's Peak Fossil Fuels by 2030**
  - **COP28**
  - **IEA Lacks Credibility**
  - **Navigating the Energy Transition in Europe**

- Report Reviews in Progress
  - **"A Pathway for Sustainable Coal" (with material from University of Witwatersrand, South Africa)**
  - **"Digitalisation in Mining" and "Coal in a Carbon-Neutral Future"**
  - **"Mapping UN SDGs in the ASEAN Coal Value Chain" (MOU with ASEAN Centre for Energy (ACE) – 1st draft completed)**
  - **"Assessment of Coal in the ASEAN Energy Transition and Coal Phase-Out" (Advisory role to ACE on position paper)**

Recommendation
That the Board:
- note the the Policy Briefs, Reports and Research to support advocacy activities.

4.2 Advocacy Q3 Activities

(Policy, Government and Finance and Investment Engagement)

- **Finance and Investment Strategy:** Currently under development, to be further informed by the outcomes of the strategy session.

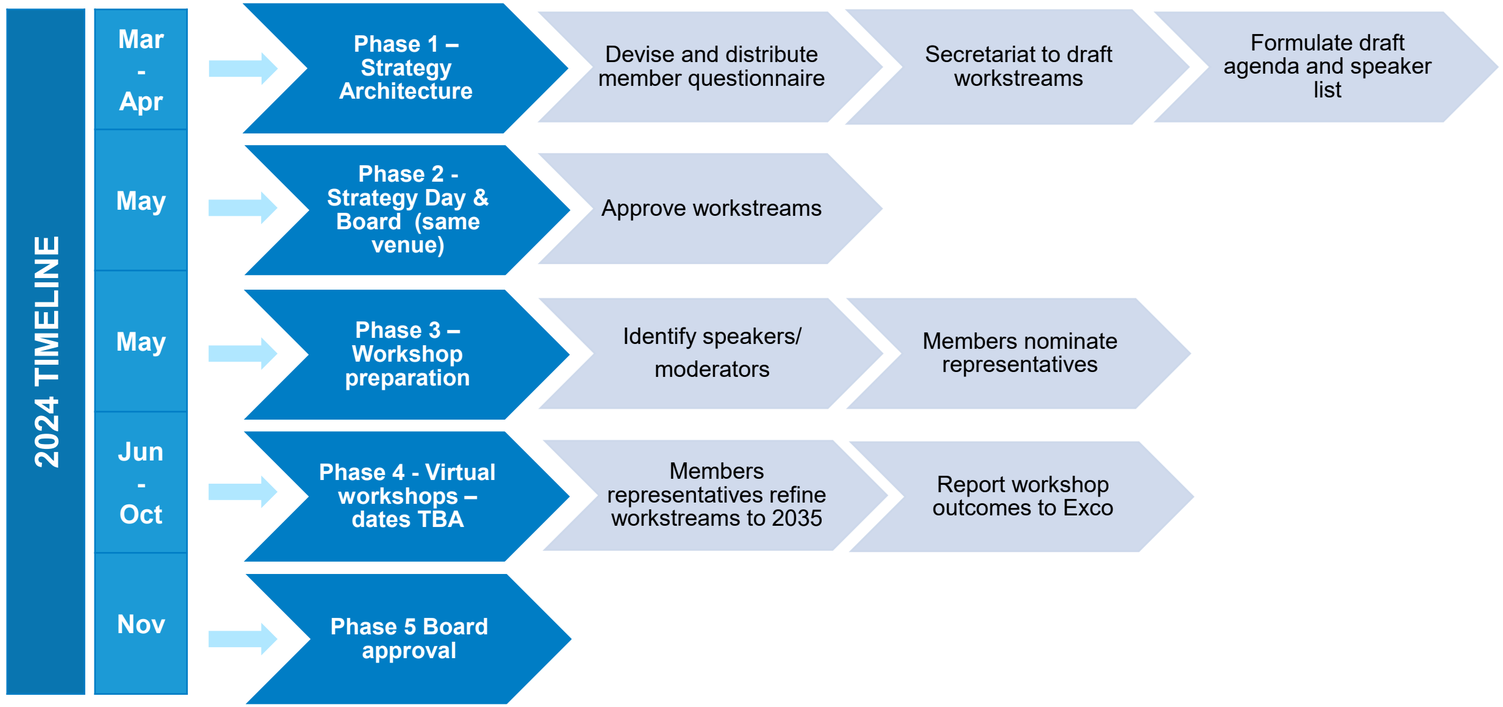
- **Q3 Engagements**
  - **Howden, Willis Towers Watson (WTW) and UBS follow-up in-person meetings.**
  - **Middle East engagement opportunities.**

Recommendation
That the Board:
- note the upcoming Advocacy activities for Q3.

4.3 Strategy 2025-2035

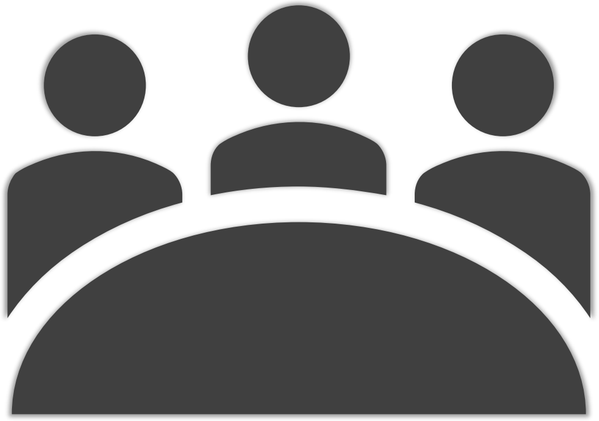
FutureCoal 2025-2035 Global Strategy Proposal

1. FutureCoal to be shaped as a 10-year strategy embedding the Global Alliance's vision for Sustainable Coal Stewardship, superseding *Evolving Coal* .
2. The strategy process to commence in March 2024 and conducted in five (5) phases:



Recommendation
That the Board:
- note the FutureCoal 2025-2035 Strategy Review Process and Timeline as endorsed by the Executive Committee.

4.3 Strategy Day (15 May 2024) Feedback



Recommendation
That the Board:
- note the feedback from the Strategy Day held 15 May 2024.

5. Financials

5.1 Financial & Budget Update

- 5.1.1 FY22-23 Report of Directors & Financial Statements
- 5.1.2 FY22-23 Audit Report
- 5.1.3 FY23-24 Appointment of Auditors
- 5.1.4 FY24 Finance Update
- 5.1.5 FY24 Finance Work Programme
  - 5.1.5.1 Membership Tiers & Fee Review

5.1.1 FY22-23 Report of Directors and Financial Statements

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Report of Directors and Financial Statements for FY22-23 compiled by PKF Littlejohn LLP

- **Item 5.1.1** FY22-23 Report of Directors and Financial Statements

- **Income and Expenditure**
  - Income of £1.38m (including interest)
  - Administrative expenses of £1.63m
  - (Deficit) carried forward (£ 246k) after tax

- **Balance Sheet**
  - Cumulative (Deficit)/Surplus brought forward FY21-22 - £722k
  - Cumulative (Deficit)/ Surplus carried forward FY22-23 - £476K

Recommendation
That the Board:
- note the Report of Directors and Financial Statements for FY22-23 for approval at the Annual General Meeting (AGM39).

5.1.2 FY22-23 Audit Report

Audit Report issued by the independent auditors for the year ended 30 September 2023 conducted by PKF Littlejohn LLP.

- Item 5.1.2 FY22-23 Audit Report

Recommendation
That the Board:
- review and note the contents of the Audit Report for FY22-23 with no material findings.

5.1.3 FY23-24 Appointment of Auditors

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- **The Board to approve the appointment of PKF Littlejohn LLP as External Auditors for the financial year 2023-24 and ratified at the Annual General Meeting (AGM39).**

- PKF Littlejohn LLP is recommended to continue as External Auditors given:
  - the knowledge of the alliance they gained during the previous external audit engagement; and
  - its successful outcome.

Recommendation
That the Board:
- approve the appointment of PKF Littlejohn LLP as External Auditors for the year ending 30 September 2024. Ratify at the Annual General Meeting (AGM39).

5.1.4 FY23-24 Financial Update

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FY23-24 H1 Profit or Loss Forecast

The period 1 October 2023 to 31 March 2024 shows a negative variance against budget, which is largely driven by the following factors:

- Membership Fees were negatively impacted by unrecognised at-risk members and unrealised prospects.
- Surplus brought forward remained consistent with budget expectations and has not been adjusted by PKF.
- Total remuneration variance was impacted by vacant roles, with no immediate intention to fill these positions.
- Total Finance and Governance variances were affected by timing allocations.
- Total depreciation and amortisation resulted from the pending reclassification of the intangible asset related to rebranding.
- Total Work Programme was mainly affected by workstream timing.

Recommendation
That the Board:
- note the provisional FY23-24 (H1) Profit and Loss Forecasted Financial Results.

5.1.4 FY23-24 Financial Update

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FY23-24 Q3 Cash Flow Forecast

Cash flow will continue to be monitored and optimised to ensure coverage of at least three months of expenditure.

- Forecasted payments include:
  - Remuneration: £227,543
  - Finance and Governance: £26,011
  - Work Programme Expenditure: £76,254
- Receipts from Membership Income and other miscellaneous revenues, including finance income and pending VAT refunds, are expected by the end of June 2024.

Recommendation
That the Board:
- note the FY23-24 (Q3) Cash Flow Forecast.

5.1.5.1 Membership Tiers and Fee Review

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Phase one
This phase focused on a fee structure which attracts the changing profile of global Membership which increasingly encompasses more strategic:

- small to medium size producers; and
- similar sized downstream abated coal technology players.

The Executive Committee endorsed the additional two new Associate Corporate sub-tiers: (1) Coal Producing (new and emerging miners) and (2) Technology Players (emerging and technology) at the end of last year to allow for immediate recruitment while the broader review is being conducted.

Phase Two is conducted by the Directors Finance and Governance and Business Development and Membership, aimed to address members desire to move away from the traditional tonnage model.

The Secretariat will continue the review process and provide the Executive Committee with a further proposal, reflective and aligned with both the Members objectives as well as the Strategy Session outcomes, during FY24 Q3-Q4 for endorsement. Once endorsed this proposal will be presented at the FC81 Board Meeting and ratification at the AGM40 Annual General Meeting in May 2025.

Recommendation
That the Board:

- note that the Secretariat continue the review process to align with both the Members objectives as well as the outcomes of the Strategy Session. The final proposal to be socialised with ExCo and presented at the FC81 Board Meeting.

6. Governance

6.1 Review of Office Holder Positions
6.2 Directors' Appointments and Resignations
6.3 Executive Committee Members Review
6.4 Policy and Engagement Committee (PECo) Minutes
6.5 Brand and Communications Committee (BCCo) Minutes
6.6 Next Meetings
6.7 Company Secretary Review
6.8 Secretariate Movements

6.1 Review of Office Holder Positions

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The Articles of Association currently provides that the Office Holders and Executive Committee to be elected for a two-year term. A review of the Executive Committee Members will be conducted acknowledging that several Members have exceeded their two-year term to support the Executive Committee during the Evolving Coal transition and a number of new Members have been recruited.

No appointments or resignations noted.

Recommendation
That the Board:
- note no changes to Office Holder Positions.

6.2 Directors' Appointments and Resignations

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The UK Companies Act 2006 legally requires Directors' Appointments and Resignations to be updated on the Company Register at Companies House.

Appointments

The following Director appointments require Board approval:

- Adani - Samir Vora
- Dyno Nobel - Nigel Convey and Dave Pearce
- Hwange Colliery - Munashe Shava and William Gambiza

Resignations

Board to note resignations received from:

- Adani – Paul Fennelly
- Dyno Nobel – Greg Hayne

Recommendation

That the Board

- approve the appointment of Samir Vora (Adani), Nigel Convey and Dave Pearce (Dyno Nobel), and Munashe Shava and William Gambiza (Hwange Colliery) as FutureCoal Directors; and
- note the resignations of Paul Fennelly (Adani) and Greg Hayne (Dyno Nobel) from the Board of Directors; and
- authorise the processing of the changes at Companies House by Director Finance & Governance.

6.3 Executive Committee Members Review

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To ensure a thoughtful, progressive and responsible FutureCoal Executive Committee who can support the:

- Recruitment of new Members;
- retention of current Members; and
- alignment with our Articles of our Association and *Evolving Coal* Strategy and 'Future Coal' Direction.

The Secretariat is progressing a review to align with our Articles of Association and taking into account Board movements. A recommendation is expected to be made following discussion with the Chairman mid FY24.

Recommendation

The Board to

- note the Secretariat is progressing this review and a recommendation is expected to be made following discussion with the Chairman mid FY24.

6.4 Policy and Engagement Committee (PECo)

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Policy and Engagement Committee (PECo) Minutes for the meeting held virtually on the 24 April 2024.

- Item 6.4 Policy and Engagement Committee (PECo) Minutes – 24 April 2024

Recommendation
The Board to
- note the Policy and Engagement Committee (PECo) Minutes for the meeting held on the 24 April 2024.

6.5 Brand and Communication Committee (BCCo)

FUTURECOAL

Brand and Communication Committee (BCCo) Minutes for the meeting held virtually on the 30 April 2024.

- Item 6.5 Brand and Communication Committee (BCCo) Minutes – 30 April 2024

Recommendation
The Board to
- note the Brand and Communication Committee (BCCo) Minutes for the meeting held on the 30 April 2024 to be distributed as a late paper.

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6.6 Next Meetings

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Board & AGM	Executive Committee (ExCo)	Policy and Engagement Committee (PECo)	Brand and Communications Committee (BCCo)
The next Board Meeting **(FC81) will be held virtually on 20 November 2024.** **FC82 & FC83 Board and AGM40** Annual General Meeting - The date and locations for these meetings are **under consideration** to support the FutureCoal strategy.	The Executive Committee Meetings for the second half of 2024 to be held virtually on: • **22 August 2024** • **24 October 2024**	It is proposed that the next Policy and Engagement Committee (PECo) Meeting be held virtually in: • **October 2024 (date to be canvased)**	It is proposed that the next Brand and Communications Committee (BCCo) Meeting be held virtually in: • **October 2024 (date to be canvased)**

Recommendation
The Board to
- note the dates of the next Board & AGM, Executive and Sub-Committee Meetings.

6.7 Company Secretary

Bridgehouse has been identified as the final candidate to assume the role of Company Secretary FY24 Q3 and following Executive Committee endorsement, Board approval is hereby sought.

Recommendation
The Board to
- approve Bridgehouse as the new Company Secretary following Executive Committee endorsement.

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6.8 Secretariat Movement

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In support of the new ‘Future Coal’ Direction and Membership Strategy, the following changes to the Secretariat are noted:

Communication

Christopher Demetriou, appointed as Head of Global Communications, following departure of Communications Director, Antonios Papaspiropoulos.

Business Development and Membership

David Ma, appointed as Regional Director China & Mongolia to support our advocacy in the region.

Recommendation
The Board to
- note the Secretariat’s movements.

7. Any Other Business

7. Any Other Business

- The opportunity for the Board and Members to raise any issues not covered in the Agenda.

Recommendation
That the Board:
- note any other business raised.

Close

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FUTURECOAL

The Global Alliance for Sustainable Coal

AGM39 Annual General Meeting

16 May 2024

Virtual

CONFIDENTIAL

1. Opening Remarks

FUTURECOAL

1.1 Attendance

1.2 Approval of Agenda

1.3 Noting of Competition Law and Guidance Guidelines

Recommendation
Seek a motion from floor to:
- approve the Agenda,
- note the Competition Law and Guidance Guidelines.

2. Minutes AGM38 Annual General Meeting

Approval of Minutes for the AGM38 Annual General Meeting held on 17 May 2023.

2.1 AGM38 Meeting Minutes

Recommendation
Seek a motion from floor to:
- approve the Minutes of the AGM38 Annual General Meeting.

3. Financials

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Resolution 1

The AGM to approve the FY22-23 Report of Directors and Financial Statements for year ending 30 September 2023.

Resolution 2

The AGM to approve the appointment of PKF Littlejohn LLP as FC External Auditors for the year ending 30 September 2024.

Recommendation
Seek a motion from floor to approve the following Resolutions:
1. FY22-23 Report of Directors and Financial Statements for year ending 30 September 2023; and
2. appointment of PKF Littlejohn LLP as FC External Auditors for the year ending 30 September 2024.

4. Governance

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Membership Tiers and Fee Review

This Agenda Item has been deferred for the Secretariat to continue the review process to align with both the Members objectives as well as the outcomes of the Strategy Session. The final proposal to be socialised with Executive Committee and presented at the FC81 Board Meeting.

Recommendation
No motion required

5. Any Other Business

- The opportunity for the AGM to raise any issues not covered in the Agenda.

Recommendation
That the AGM:
- note any other business raised.

Close

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