



2017 ANNUAL GENERAL MEETING MINUTES

Date: 7 December 2017

Time: 6.15pm for 6.30pm start

Location: ACON – 414 Elizabeth Street, Surry Hills

ITEM #	AGENDA ITEM	ACTION / OUTCOME / COMMENTS
	Attendance, apologies, Proxies	<p>Attendees:</p> <p>Mark Haines (President / Chair), Christopher Colwell (Secretary), Gin Shum (Treasurer), Derek Bell (Director), Blake Mason (Director), Ivan Flinn (Director), Scott Quine (Life Member), Tim Daly (Life Member), Simon Davies (Life Member), Wesley Rodwell, Antoine Vidal, Michael Shevers, Nick Williams, Natasha Badrow, Bradley Schultz, and Chrissie Doubae.</p> <p>Apologies:</p> <p>Catherine Pope (Vice President), Jarrod Lomas (Director), Christopher Brooks, Giovanni Campolo-Arcidiaco, Alison Jaffee, Stephen People, Robyn Minici and Nunzio Mosca.</p> <p>Proxies:</p> <p>Jarrold Lomas to Derek Bell.</p>
1.	Welcome	<p>The President acknowledged the traditional owners of the land upon which the meeting was held before welcoming all attendees, including life members, to the meeting.</p> <p>The meeting was declared open at 6:28 pm, noting the apologies and proxies.</p>
2.	Minutes of the 2016 AGM	<p>The Minutes of the 2016 AGM were verified as a correct and complete record of the proceedings of that meeting.</p> <p>The members RESOLVED to approve the 2016 AGM minutes (moved Mark Haines / seconded Tim Daly).</p>
3.	President's Report	<p>The President's report was taken as read and the following items were highlighted by the President:</p> <ul style="list-style-type: none"> • A new Constitution to reflect the new model Constitution released by Fair Trading has been developed and will be put to this General Meeting for adoption. • The new website was launched in June 2017 which provides a number of benefits including the ability to build a better membership profile and market the SGLBA to potential partners, while saving money on the cost of the ISP. The President acknowledged the hard work by Derek Bell to get this up and running. • There was an increase in women's membership this year with the Women's Committee and the Vice President working hard over the year to increase these numbers.

		<ul style="list-style-type: none"> The new initiatives came at a cost but the Board considers them a worthwhile investment for the SGLBA's future and with the recruitment to the Board of new Membership and Partnerships Directors the SGLBA will hope to continue to build on the foundation laid by these initiatives over the coming year. <p>Initiatives to also be looked at in 2018 include:</p> <ul style="list-style-type: none"> Looking at applying for Deductible Gift Recipient status once again. Growing membership outside the LGBTQI community using partnerships with organisations like the NSW Business Chamber. <p>The President also noted that events were now beginning to perform well with Lemons increasing their numbers and Fair Day in 2018 looking to be an improvement on the previous year.</p> <p>In response to member questions received by email it was also noted that:</p> <ul style="list-style-type: none"> Multiple channels and methods such as LinkedIn and Facebook were being used to promote events and with the increased use of EventBrite and other tools the SGLBA was collecting and making much better use of analytics. Mr Ivan Flinn, Analytics Director, took the floor and explained how the analytics for events were used and generated and how the various social media channels and the website worked to get the best results from this data. He also noted that these processes were in their infancy and were continually being reviewed to get better conversions from hit rates to event attendance. Various improvements to the governance and processes of the SGLBA would be introduced by the Secretary over the year and the Board now had a mix of old and new Directors with the appropriate skills to take the SGLBA forward. Some turnover in a voluntary organisation at Board level is to be expected, but this was not a concern at present, although succession planning will be considered during the coming year. <p>The members RESOLVED to accept the President's Report minutes (moved Mark Haines / seconded Nick Williams).</p>
<p>4.</p>	<p>Treasurer's Report</p>	<p>The Treasurer's report was taken as read and the Treasurer provided an overview of the Balance Sheet, profit and loss statements and expenses for the 2016/17 financial year.</p> <p>The SGLBA had made a loss of \$51,430.23 for the 2016/17 financial year. This was primarily due to investments in assets and the members and these expenses were conscious decisions made to make the SGLBA more viable to compete in not-for-profit market.</p> <p>It was noted that the investment in a new website and the Salesforce CRM system saved the SGLBA \$5,500 per annum. Given the CRM set up costs of \$6,000, the improvements represent a good return on investment even before the expected increase in revenue and partnership opportunities they will enable.</p> <p>The Treasurer noted other significant expenses contributing to the loss this year were:</p> <ul style="list-style-type: none"> an overall decrease in revenue, including the loss of the

		<p>anticipated partnership funding of \$25K;</p> <ul style="list-style-type: none"> ● a decline in membership numbers (which the new systems will hopefully address by making it easier for members to renew and for the SGLBA to chase renewals); ● costs for the 35th Birthday Event; ● legal costs for the preparation of the Constitution; and ● an increase in operating expenses, mostly from Events. <p>A robust discussion regarding the financial statements ensued. Some members questioned whether all of these additional expenses were absolutely necessary given the budgetary position and emphasised the need to reign in expenses.</p> <p>After a protracted discussion regarding the various costs involved in some of the more long standing events, and their profitability, a number of suggestions regarding improvements to events and the management of these were forthcoming from the floor.</p> <p>The Board noted the comments from the Members and undertook to re-examine some of the events and its current practices, including the processes it uses to engage contractors and seek competitive quotes and value for money, especially when there may be a potential or perceived conflict of interest.</p> <p>The Treasurer emphasised that the financial position for the current year was much healthier than 2016/17, with events beginning to do well and with the Partnership funding in place. A profit for the 2017/18 financial year is expected.</p> <p>The Members RESOLVED to accept the Treasurer’s Report and the financial statements for the SGLBA for the 2016/17 financial year. (moved Gin Shum / seconded Chris Colwell).</p>
<p>5.</p>	<p>Election of Directors</p>	<p>Paul Rankin, the Returning Officer, took the Chair and declared he had no conflicts of interest. He also declared that he had viewed the nominations received, and that they were all in order.</p> <p>Paul stood the Board down, and then declared that as there were not more nominations than there were vacancies, the nominees had been elected. The nominees declared Directors were:</p> <ul style="list-style-type: none"> ● Mark Haines (President) ● Christopher Colwell (Secretary) ● Gin Shum (Treasurer) ● Blake Mason (Events Director) ● Jarrod Lomas (Membership Director) ● Michael Shevers (Partnerships Director) ● Ivan Flinn (Analytics Director) <p>As there were only seven nominations and a maximum of eight to ten directors are allowed for under the current Articles of Association, nominations for further Directors were called for from the floor.</p> <p>Derek Bell was nominated and elected as a Director (moved Chris Colwell / seconded Tim Daly).</p>

		<p>There being no further nominations Paul Rankins welcomed all the Directors to the Board of the SGLBA.</p> <p>Mark Haines thanked Paul Rankins the returning officer for his assistance and expressed how proud he was to work with such an inspiring team. He also thanked the outgoing Vice President Catherine Pope for her contribution to the Board during her time in office.</p>
6.	Adoption of New Constitution	<p>The following SPECIAL RESOLUTION was put to the Members:</p> <p>In September 2016, Fair Trading NSW released a new model constitution. The Board resolved that given the age of its current Articles of Association (September 2001) that it was well past time to replace them and to adopt a new Constitution that more accurately reflects the current legislation. It is therefore proposed that this new Constitution, provided for your review, be adopted by the Sydney Gay & Lesbian Business Association Incorporated at its 2017 Annual General Meeting.</p> <p>The adoption of the new Constitution was discussed and the Members RESOLVED to adopt the proposed new Constitution for the SGLBA (moved Mark Haines / seconded Simon Davies).</p> <p>The Secretary noted that the new Constitution would take effect once it was registered with the Fair Trading NSW.</p>
7.	General Business	<p>The Members present noted that Marriage Equality had been legislated by the Australian Parliament earlier that evening.</p> <p>The President noted that as far as possible Board had attempted to address those questions raised with the Secretary by two members via email prior to the meeting. However, the Board would review these again at its first meeting in 2018 and correspond with the relevant members regarding any outstanding issues.</p> <p>The Members thanked the President and the Board for their work for the SGLBA for the year.</p>
Meeting closed at:		8:10 pm

ACTION ITEMS

Item #	Action	Assigned	Due
1	Follow up on any outstanding questions requiring answers and correspond with the relevant members	Secretary	February 2018