



CASTLEMAINE STATE FESTIVAL

ANNUAL GENERAL MEETING MINUTES

Monday 9 December 2024, 6:00pm

Castlemaine Town Hall

MINUTES

1. Welcome and Acknowledgment by the Chair, Chris Capper

Castlemaine State Festival acknowledges that we meet, work and perform on Djaara Country where the traditional custodians, the Dja Dja Wurrung people, have been creating and preserving culture for tens of thousands of years. We embrace both contemporary and traditional forms of expression and celebration. We pay respect to Elders past, present and emerging and in the spirit of reconciliation, we recognise the immense contribution Dja Dja Wurrung have made and continue to make to this country.

2. Meeting Apologies

The following members provided an apology in advance of the AGM:

Anitra Nelson

Morry & Margot Rottem

Jenny Cato

Christine Barkla

Gillian Harrison

Julie Millowick

Geoff Callister

Michael Bottomley

Tom Gyorffy

John Stanistreet

Dawn Holland

Jennie Renfree

The Chair also announced the three proxies.

3. Minutes of the previous AGM, 4 December 2023

3.1 Resolve to accept minutes as a true and accurate record of meeting

Moved: Bill Forrest Seconded: Val Gordon

Motion carried

4. Presentation of 2024 reports and Q&A

4.1 The Chair's Report

Introduction of current Board Members and the Executive. Acknowledge Staff.

Thanked donors, patrons, members and the community for supporting CSF in keeping the Festival alive.

Key aspirations for CSF, structures and finances.

The volunteers were thanked for their support.

4.1.1 Resolve that the Chair's report be noted with thanks

Moved: Marshall Segan Seconded: Sue Turner

Motion carried

4.2 The Treasurer's Report

CSF financial summary for 2023/24 and plans for the future (including available cash, expenses and implications on the raising of funds). A reasonably significant level of fundraising will be required.

The auditors opinion on the accounts is a qualified opinion, consistent with an organisation coming out of voluntary administration.

Financial reforms put in place - separate reporting of Festival Operations and the Goods Shed has been established, solvency focus, budgeting to live within means, cash flow forecasting and an overhaul of IT systems so that we can 'do more with less'.

The treasurer announced his step down as Treasurer. To resume in a back-office financial controller role until a formal Treasurer is appointed.

Thanks to members, staff, patrons, volunteers, fellow directors, local business owners, local politicians and members of the community who have stuck with us through a very tough financial period.

The treasurer thanked the Chair, Company Secretary, Gayle McClure, Lucy Mayes, Martin Paten and Linda Sproul.

4.2.1 Resolve that the Treasurer's report and Audited Financial Statements FY24 and the Auditors Opinion be accepted

Moved: Marshall Segan Seconded: Gary McClure

Motion carried

4.3 Goods Shed Report

The Chair thanked Bill Forrest for his efforts and dedication to the Goods Shed Project.

Key activities and focus of the Goods Shed Project and summary of key highlights from the AGM paper – demolition, on / off year activities (co-working spaces, corporate events, artist in residence etc).

Bill Forrest thanked the Government, Besen Foundation, numerous financial supporters / patrons, pro bono solicitors, the steering committee, project control group, Creative Victoria, McCorkell, CSF staff and the staff at Root Partnerships.

4.3.1 Resolve that the Goods Shed Redevelopment Project FY24 Report be noted with thanks

Moved: Lucy Mayers Seconded: Nicola R

Motion carried

4.4 CSF's future direction / festival '26 strategy

Linda Sproul and Martin Paten presented on key highlights of CSF's future strategic direction.

Deep thinking on the festival historically, how the town is changing and who is the audience of today has been considered as an input to the future strategic direction. 40 members of the community were surveyed to help form a perspective of what our community needs in the festival.

The community provided feedback on what is important in a festival1) quality programming in Castlemaine's unique venues 2) the town and shire is the epicenter of creativity which needs to be harnessed 3) festival programs for the younger generation 4) multi arts festival

Key highlights of the program – music program showcase at the Town Hall, re-build of the schools program, doing justice to the wonderful and unique venues of Castlemaine, garden party and a strong visual arts program.

The theme ‘surprise surprise’ brings a sense of occasion (50th anniversary) and brings the elements of the program together.

The Chair thanked both Linda and Martin for their efforts.

5. Board and Directors

5.1 Recruitment of Board Directors Update

The Chair emphasized the time it takes to recruit quality Board candidates. With limited staff and resources, direct approaches were made of high quality candidates to fill urgent board member gaps (e.g legal, goods shed leadership, company secretary). We are yet to fulfill the Treasurer role (CPA qualified). This is a priority.

Val Gordon requested that proposed Board member backgrounds are distributed to members post the Board election (under the constitution S38.4), but prior to members endorsement is sought.

Deferral of the election until Feb 2025 (for the process of selecting the remaining 3 board members).

The Chair thanked the retiring / retired members of the Board.

5.2 Board Directors retired since the last AGM, Dec 2023

Lucy Mayes – Chair (retired Jul '24)

John Watson -Treasurer (retired Dec '23)

Shona Brady – Company Secretary (retired at AGM Dec '24)

Bill Forrest – ex Goods She Committee Chair (retired at AGM Dec '24)

5.2.1 Resolution that the retirement of four Directors: Lucy Mayes, John Watson, Shona Brady and Bill Forrest be noted with thanks.

Motion carried – all in favour

5.3 Board Directors' recruitment and appointment – 2023 AGM to November 2024

Director Appointments under c38.4 Constitution

- Abby McClure, General, Castlemaine

- John Wellington, Legal, Castlemaine
- Gary McClure, Goods Shed Capital Project, Castlemaine
- Kelly Read, Company Secretary / People & Culture, Castlemaine

5.3.1 Resolution that the appointment of Abby McClure, John Wellington, Gary McClure and Kelly Read, by the Board, under s38.4 of the Constitution be endorsed.

Motion carried – all in favour

5.4 Further recruitment of new directors through February 2025

Treasurer, and up to two General Directors preferably with active skills and experience in arts / festival / marketing and fundraising to occur through to Feb 2025. Potential candidates welcome, through the Chair.

6. Determination of Annual Membership Fee for 2025

6.1 Resolve that the membership fee for 2025 will be \$20

Mark Ensac moved a motion that the fee should be half for those aged under 25.

Moved: Nicola Reynolds Seconded: Abby McClure

7. Appointment of Auditors

7.1 Resolve that the Accounting and Audit Solutions Bendigo be appointed auditors for FY25

Moved: John Wellington Seconded: Peter Morris

Motion carried

10. Meeting Close

Attendees

John Carruthers

Chris Capper

Bill Forrest

Ian Gould

Jill Rivers

John Hannah

Marshall Segan

Brian Waltes

Lorraine Callister

Abby McClure

Sue Turner

Margaret Rees-Jones

Peter Morris

Jenny Ryssenbeek

Shona Brady

Kelly Read

Nicola Reynolds

Val Victor-Gordon

Lyndal McClure

Phee Broadway

Jacqui Turnbull

Mary Harris

John Wellington

Gary McClure

Mark Penzak

Jane Goodrich

Scott Victor-Gordon

Martin Paten

Non-Members

Chris Reynolds

Heather Clarke

Mandy Grinblat

Joop Ryssenbeek

Ylana Perlov

Lucy Mayes

Jen Velvick

Tom Velvick

Callum McClure

Linda Sproul

Clayton Trenlett

Zoom attendees

Tom Gyorrffy

Karen Simpson

Julie Millowick

Questions Asked during the meeting

LC – repayment of \$400K

VVG – Board Committee information to be distributed to members