

**CASTLEMAINE STATE FESTIVAL
ANNUAL GENERAL MEETING MINUTES**

Monday 4 December 2023, 6:00pm

Goods Shed Arts Event Space

Zoom

<https://us06web.zoom.us/j/81932093285?pwd=grd6unexzr0Hq0XdoM9ZQ1btApcUaa.1>

AGENDA

1. Welcome and Acknowledgment by Acting Chair, Lucy Mayes

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.

Introduction of current Board Members and Acting Executive, (Chairs of each of the subcommittees). Acknowledge Staff.

2. Apologies – Amy Brand, Vivien Dickson, Paula Durrance, Howard Errey, Dennis Goldner, Jennifer Lehmann, Martin Paten, Daniel Silver, John Tungeyep

Invite Bill to explain need to amend the agenda due to constitutional technicalities

Amendment of the original order of agenda to bring constitutional changes before the election – due to technicality in the constitution we need to swap them over so everyone can vote.

3. Constitutional Changes
 - 3.1 TO AMEND THE CONSTITUTION by deleting existing Clause 11 and substituting the following clause 11.

11. Who can be a member

11.1 A person who supports the purposes of the **Company**.

11.2 In this clause, 'person' means a natural person.

Move the amendment to the constitution clause 11 as outlined

Moved: Bill Forrest

Seconded: John Watson

Motion carried

4. Minutes of previous AGM, 28 November 2022

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

Moved: Bill Forrest

Seconded: Jennifer Newport

Motion carried

5. Minutes of Special General Meeting, 13 July 2023

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

Moved: Lucy Mayes

Seconded: John Watson

Motion carried

6. Presentation of 2023 Reports – We will take questions pertaining to each report after delivery

6.1 Acting Chair's Report presented by Lucy Mayes, including Board's response to Festival Review Recommendations.

Questions:

- Do you we have a timeline for the appointment of a new director?

Motion to receive report

Moved: Marshall Segan

Seconded: Bill Forrest

Motion carried

6.2 Treasurer's Report and Audited Financial Statement presented by John Watson

Questions:

- How much is owed and when is it due?

Recommendation to separate GSCB and CSF accounts.

Motion to receive report

Moved: Morry Rottem

Seconded: Bill Forrest

Motion carried

Objection lodged: Tom Gyorrffy

6.3 Acting CEO and Artistic Director's Report presented by Krista Horbatiuk

Questions:

- What does State mean to you?
- Explain disappearance of Melbourne Committee, Friends of the Festival and ABC Broadcast.

Motion to receive report

Moved: Lucy Mayes

Seconded: Geoff Callister

Motion carried

7. Election of Directors

7.1 Recommendation for number of directors.

Move that the number of vacancies to be filled is 5.

Moved: Lucy Mayes

Seconded: John Watson, Morry Rottem, Jennifer Newport

Motion carried.

7.2 Late change to the process, inviting candidates to have 3 minutes to speak to the members. No more than 3 minutes. No compulsion to speak. This was a last minute request by a few members. Public speaking skills are not a key selection criteria so please respect that some candidates may not wish to speak.

7.3 Returning Officer Christine Nixon – The election process has been covered in detail in the Board Papers. Acknowledge and thank Christine Nixon.

- Ballot papers with tick boxes for agreed number.
- Ballot box on table in front of Christine.

Declaration of Director Elected

1. Christopher Capper
2. Nicola Reynolds
3. John Carruthers
4. Jenny Ryssenbeek
5. Marshall Segan

8. Determination of Annual Membership Fee for 2024

Motion to set annual membership at \$20 upon renewal.

Moved: Bill Forrest

Seconded: Geoff Callister

Motion carried

Standard date for membership to be set. Suggested to be 4 weeks prior to AGM.

9. Appointment of Auditors

Motion to retain auditors as AASB.

Moved: John Watson

Seconded: Peter Morris

Motion carried

10. Meeting Close