# MINUTES

# Blind Citizens Australia

# 42nd Annual General Meeting

## Friday, 13 October, 2017 at 7:00PM

## Novotel Glen Waverley

## 285 Springvale Road, Glen Waverley

Chaired by John Simpson, President

## Welcome and acknowledgements

John welcomed attendees to the Novotel Glen Waverley. 95 people were in attendance along with five on the teleconference and several listening online.

Stephen Belbin delivered an acknowledgement of country.

Roll Call: John introduced Tony Grant, Finance and Administration Manager, who read the meeting attendance list. Attendees announced their membership status for voting purposes.

## In attendance:

### In Person:

Gary Adler, Jessica Arena, Jaci Armstrong, Mick Baker, Neryl Baker, Chelsea Bartlett, Stephen Belbin, Emma Bennison, Julian Bennison, Vaughn Bennison, David Blyth, Jess Blyth, Robyn Bousie, Rhonda Boyle, Terry Boyle, Anna Briggs (minutes), Rikki Chaplin, Barry Chapman, Margaret Clarkson, Debbie Cooke, Pauline Cornell, Ronald Coulston, Rocco Cutri, Lynne Davis, Ross de Vent, Maryanne Diamond, David Ditchfield, Joana D’orey Novo, Lyn Eagers, Peter Elson, Scott Erichsen, Deanne Ferris, Helen Freris, Patrick Glynes, Tony Grant, Lauren Hayes, Lauren Henley, Tristan Hodson, Annette Holden, Graeme Innes, Francois Jacobs, Angela Jaeschke, Michael Janes, Bill Jolley, Bridget Jolley, Stephen Jolley, Vicki Jolley, Joyce Jones, Donna Keller, Robert Klauke, Valerie Klauke, John Machin, Krystel Malcolm, Nemoy Malcolm, Ramona Mandy, Paula Manfre, Gaynor Marsh, Samantha Marsh, Doug McGinn, Jeff McNeil. Bonnie Mosen, Jonathan Mosen, Kevin Murfitt, Bernadette Packer, Jennifer Parry, Will McRostie, Steve Patterson, Kim Phin, Paul Price, Vanessa Ransley, Steve Richardson, Janene Sadhu, Marie Shang, Deborah Simons, Christine Simpson, Dale Simpson, John Simpson, Michael Simpson, Rebecca Simpson, Tammy Simpson, Tony Starkey, Martin Stewart, Dan Stubbs, Katrina Taylor, Tyan Taylor, Susan Thompson, John Truslove, Annabelle Waller, Prue Watt, Jo Weir, Liz Wheeler, Teresa Whelan, Sondra Wibberley, Ben Wilson, Fiona Woods,

### Attending via teleconference:

James Manders, Vicki Alipasinopoulos, Mark Muscat, David Squirrell, Julie Sutherland.

## Apologies:

Fred Schroder, Carmel Jolley, Robyn McKenzie, Amanda Acutt, Bernadette Jolley, Pat Thompson.

## Declaration of proxies

27 proxies were declared:

Member Proxy

Robert Altamore Chair

Dorothy Banks Chair

Joan Hardy Chair

Graeme Hedrick Chair

Karen Knight Chair

Rachel Knowles Chair

Glen Davis Chair

Nancy Maddalena Chair

Peter Simpson Chair

Mary Lovett Chair

Erika Webb Chair

Bernadette Jolley Bill Jolley

Robyn McKenzie Ramona Mandy

Susan Blackslan Stephen Belbin

Rodney Edmunds Stephen Belbin

Susan Eckart Stephen Belbin

Laurie Grovner Stephen Belbin

Anthony Henley Stephen Belbin

Susanne Hudson Stephen Belbin

Greg Lowcot Stephen Belbin

Bruce McAllister Stephen Belbin

Laurie McGowan Stephen Belbin

Christopher Richards Stephen Belbin

Mark Scofield Stephen Belbin

Graeme Teasdale Stephen Belbin

Lilliana Velevski Stephen Belbin

Ian Waller Stephen Belbin

## Receipt and Approval of Minutes

Receipt and approval of minutes of the 41st Annual General Meeting held 26 November, 2016

Moved by Mick Baker, seconded by Chelsea Bartlett; Minutes approved.

## Presentation of Reports

### Annual Report 2016-2017

The “president’s overview” was presented by John Simpson and the “Chief Executive Officer's Summary” was presented by Emma Bennison. The combined President and CEO report will be published along with a summary of achievements in due course.

Lynne Davis moved that the reports be accepted, and commended John and Emma for their content. Prue Watt seconded.

The above reports were accepted.

### Receipt of Audited Financial Statements and Auditor's Report

Dan Stubbs, Treasurer and Chair of the Finance, Audit and Risk Management Committee presented the financial reports.

Dan moved the reports for acceptance, and Mick Baker seconded.

Motion carried.

Bill Jolley responded to David Blyth’s query about an outstanding bequest. The bequest in question was left through a property development organisation, however the only funds there will be used to pay the bequest administrators, so BCA will not receive proceeds from this. The member’s commitment and intentions were acknowledged all the same.

## Confirmation of Auditor

Dan Stubbs moved that Brent Murphy be confirmed as auditor for the 2016-17 financial year. BCA will go to market in 6 months to seek bids from other accounting firms.

Mick Baker seconded the confirmation.

Resolution carried.

Susan Thompson sought clarification regarding the expenses for legal fees. The expenses relate to BCA’s support of an individual case which has systemic importance. BCA, BCNSW and Vision Australia all put funds aside to make sure the representative’s costs did not apply to the individual.

## Report: Jeffrey Blyth Foundation

David Blyth presented the report of the Jeffrey Blyth Foundation. The Foundation only supports BCA. It was restructured under the ACNC a few years ago and set up as a Private Ancillary Fund by accident, which is now being corrected (to a Public Ancillary Fund).

Renewal of the organisation is currently being looked at, as well as succession planning. Trustees include Bill Jolley, Michael Simpson and Graeme Innes. The foundation has committed to supporting BCA again this year (2017-18) with a $50,000 contribution with no restrictions.

David acknowledged founder Hugh Jeffrey.

Sondra Wibberley moved this report. Graeme Innes seconded.

Report carried.

## Election Report – Emma Bennison, Company Secretary

Elected directors for the next three year term were announced.

Emma thanked Michael Janes and his brother Mark for their assistance with counting votes.

There were seven ballot paper envelopes received after the close of voting. These were excluded from the count.

Total votes received: 336

Fiona Woods 227    Elected

Helen Freris 182    Elected

Prue Watt 176    Elected

Michael Baker 175    Elected

James Manders 164

Mark Muscat 148

Vicki Alipasinopoulos 141

Informal 5

John remarked on these great results and thanked Vicki, Mark and James. John acknowledged James’ work on the board over the past few months. Congratulations to Helen as the newest director appointed.

Elected member for the South Australia NPC position was announced.

Total votes: 38

David Squirrell 26      Elected

Julie Sutherland 11

Informal 1

John welcomed David back onto the National Policy Council and thanked Julie for her work as a co-opted National Women’s Branch representative on the NPC.

Doug McGinn was elected unopposed as the Tasmanian NPC representative.

Dan Stubbs moved receipt of the election report. Stephen Belbin seconded.

Motion carried.

John noted that no nominations were received for the NPC position in Queensland. John also noted that the late votes were substantially late according to their post mark. Members were notified if their vote was not counted due to late receipt.

## Special Business

### Amendments to the BCA Constitution

The special resolution required a 75% majority vote. Votes were accepted in person, via teleconference or by proxy, from full members only.

Resolution: That the draft revised Constitution of Blind Citizens Australia, including the amendments detailed in the Explanatory Statement circulated with the Notice of the 2017 Annual General Meeting and dated October 2017 be adopted, to take effect from the close of the 2017 BCA Annual Meeting.

Lynne Davis moved the resolution, Fiona Woods seconded.

John outlined the major amendments from the explanatory statement.

The resolution passed by more than 75% (including proxies). No opposition was expressed by those on the teleconference.

Resolution to Consolidate Blind Citizens NSW into Blind Citizens Australia

Resolution required a simple majority vote.

Resolution:

1. That, on request from the members of the Association of Blind Citizens of NSW Inc, (Blind Citizens NSW) expressed through a Special Resolution of its members, BCA accept responsibility for the assets and liabilities of the said Association.
2. That BCA establish a State Division, as provided for in Clause 10 of the BCA Constitution, to be known as "Blind Citizens NSW", as the semi-autonomous structure responsible for promoting and furthering BCA's purpose, and supporting, engaging and growing the BCA membership across NSW.
3. That the BCA Board work to implement the "Conditions of Merger" as set out in Section Five of the Memorandum of Understanding between the organisations, which took effect on Saturday 11 February 2017, as summarised below:
* Organisational history: BCNSW (formerly the Association of Blind Citizens of NSW) has a proud history of advocacy for people who are blind or vision impaired since 1910. BCA has a similar history since 1975. A merger of these two organisations must take these histories into account, and celebrate them into the future.
* Organisational structure: Both organisations recognise the benefits of combining resources whilst retaining a degree of autonomy at a State level. Whilst not weakening the BCA ethos of direct control of the national organisation by its members, BCA will develop constitutional amendments to allow for state divisions. These state divisions will remain in the effective control of the national board, but may provide a degree of autonomy for members in that state.
* Membership: Any member of BCNSW who is not a member of BCA will become a member of BCA at no cost to them, unless they advise that they do not wish this to occur.
* Board of the merged organisation: The first board of the merged organisation will consist of a minimum of one-third of its members being resident in NSW or the ACT. This condition is not required to be contained in the constitution, but must gain the agreement of BCA members and be maintained for three years from the date of the merger.
* NSW office: BCA will retain an office in Sydney for at least ten years after the merger, with similar capacity to, and delivering similar services for members to that of the BCNSW office immediately prior to the merger.
* BCNSW employees: The employees of BCNSW at the time of merger will be employed by BCA on existing terms and with existing entitlements for the term of their current contracts.
* BCA co-ordination across NSW/ACT: BCA will continue to support the work of the NSW/ACT co-ordinating committee following the merger.
* Jeffrey Blyth Foundation: BCNSW will, prior to the merger, contribute the funds it received for the sale of Shirley House to a sub-fund of the Jeffrey Blyth Foundation to be known as the Shirley sub-fund. The objectives of this sub-fund will be similar to those of the Foundation, with the exception that grants from that sub-fund will be primarily to provide significant and continuing benefit to BCA in NSW and the ACT, its members in NSW and the ACT, and people who are blind or vision impaired in NSW and the ACT.
* BCNSW funds and assets: Funds and assets held by BCNSW at the time of merger will be paid to BCA which has similar tax exempt and charitable status, and similar objects in its constitution. These funds will continue to be separately accounted for, and spent primarily on activities which provide continuing and significant benefits to BCA members in NSW and the ACT, and people who are blind or vision impaired in NSW and the ACT.

Stephen Belbin moved the motion. Graeme Innes seconded.

Resolution carried.

As there was no other business for discussion, the meeting closed at 8:40PM