

## BOARD OF DIRECTORS

### Annual General Meeting

#### Minutes

**Meeting:** Annual General Meeting **Date:** Thursday, 19 October 2023

**Meeting No.:** 01/2023 **Time:** 4.00pm

**Chair:** Edwin Vandenberg **Venue:** Boardroom, Morwell office

#### Board Members In Attendance:

Edwin Vandenberg	Board Director/Chair
Deb O'Keefe	Board Director/Secretary
Robyn George	Board Director/Treasurer
Leisa Harper	Board Director
Phil Drummond	Board Director

#### Apologies:

Judi Griffith	Member
Nicholas Mielke	
Jessie Stevens	
Marianne Fontaine	Board Director

#### In Attendance (in person):

Jenelle Henry	Chief Executive Officer
Wendy Matthews	General Manager
Debbie Lee	Operations Manager
Nicky Levey	Support Coordination Manager
Lora Moulton	Executive Assistant & Minute Taker
Rhiannon Harasymenko	Marketing & Communications Officer

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Gary Dore

Shirley Cowling

Thelma Kingwell

#### In Attendance (via Microsoft Teams):

Shaylah Pitt

Support Coordinator

Victoria Kee

Finance Assistant

Emer Boyle

Life Skills Officer

Lisa Kuhne

Support Coordinator, Senior

Megan Mathisen

Support Coordinator

Cheryl Dunn

Support Coordinator (via Megan's laptop)

Agenda No.	Subject
1.	<p><b>Official Acknowledgement</b> <i>Presented by Wendy Matthews</i></p> <p><u>Acknowledgement</u></p> <p>I acknowledge the traditional custodians of the land we are meeting on today, the Gunnai Kurnai people, and pay my respects to their Elders, past present and emerging.</p>
2.	<p><b>Welcome</b> <i>Presented by Jenelle Henry</i></p> <p>Welcomed Members, Management, and guests to the 2023 Annual General Meeting of Headway Gippsland Inc., acknowledging appreciation of attendance and an overview of the year was provided, with thanks extended to various areas of our organisation for their dedication and contributions.</p>

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3.	<p><b>Welcome &amp; Financial Overview</b></p> <p><i>Presented by Edwin Vandenberg</i></p> <p>Gratitude expressed once more to Jenelle and her dedicated team for their efforts throughout the year, along with a brief overview of the Board and where we go from this point.</p> <p>This was the final AGM as Chairperson (for Edwin), his thanks were extended for the support received during his term. Edwin also shared reflections on the journey, highlighting the transformation experienced by Headway Gippsland Inc., not only in terms of its financial growth but also in the expansion of our dedicated staff, increased resources, and, most significantly, the positive impact on our participants.</p> <p>Edwin discussed the financial report, and that it is included in the annual report.</p> <p>Motion: That the annual financial report for the year ended 30 June 2023, be accepted (see attached).</p> <p>Moved: Debbra O'Keefe</p> <p>Seconded: Leisa Harper</p>
4.	<p><b>Annual Report</b></p> <p><i>Presented by Jenelle Henry</i></p> <p>This booklet, put together by our Marketing &amp; Communications specialist, Rhiannon, contains stories about our participants and various teams within our organisation. It's a testament to the work we do here at Headway Gippsland Inc. If anyone wishes to obtain a copy of this report, please contact Rhiannon.</p>
5.	<p><b>Presentations</b></p> <p><i>Presented by Jenelle Henry</i></p> <p>These presentations have been awarded for recognition of Years of Service, expressions of thanks and appreciation to our valued Board Directors, as well as recognition of our dedicated volunteers.</p>

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	<p>Presentations were made to retiring/resigning board member, Debra O'Keefe, who has served the organisation for many years. Also to Edwin Vandenberg, who is stepping down from the role of Chairperson.</p> <p>For attendees not present at the meeting, yours will be dispatched to your designated address. If you do not receive yours, please do not hesitate to contact Lora.</p> <p>A list of presentations can be found below.</p> <p><u>Thanks/Appreciation</u></p> <p><i>Board Of Directors</i></p> <ul style="list-style-type: none"> <li>• Edwin Vandenberg</li> <li>• Debra O'Keefe</li> <li>• Robyn George</li> <li>• Leisa Harper</li> <li>• Marianne Fontaine</li> <li>• Philip Drummond</li> </ul> <p><u>Years Of Service</u></p> <p><i>5 Years</i></p> <ul style="list-style-type: none"> <li>• Julie Young</li> <li>• Lisa Kuhne</li> <li>• Michael Sinclair</li> <li>• Sharon Bullard</li> <li>• Susan O'Connor</li> </ul> <p><u>Volunteers</u></p> <ul style="list-style-type: none"> <li>• Judy Hall</li> <li>• Sue Box</li> </ul>

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6.	<p><b>Confirmation Of Previous Minutes</b></p> <p><i>Presented by Edwin Vandenberg</i></p> <p>Motion: That the minutes of the previous Annual General Meeting, held on Monday, 14 November 2022, be accepted (see attached).</p> <p>Moved: Edwin Vandenberg</p> <p>Seconded: Robyn George</p>								
7.	<p><b>Proposed Amendment To Constitution</b></p> <p><i>Presented by Edwin Vandenberg</i></p> <p><u>Current</u></p> <p>The Board consists of a minimum of 7 members elected at the Annual General Meeting up to a maximum of 12.</p> <p>The quorum for a general meeting is 5 members who are entitled to vote and are physically present or participate by teleconference.</p> <p><u>Proposal</u></p> <p>Headway Gippsland Inc. is proposing a change from a minimum of 5 to a maximum of 10 with a quorum being considered as half of the members of the board being present at any one meeting.</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tbody> <tr> <td style="width: 70%;">Sent To</td> <td style="text-align: center;">30</td> </tr> <tr> <td>Votes Received</td> <td style="text-align: center;">10</td> </tr> <tr> <td> <ul style="list-style-type: none"> <li>• Yes 10</li> <li>• No Nil</li> </ul> </td> <td></td> </tr> <tr> <td>Votes Not Received</td> <td style="text-align: center;">20</td> </tr> </tbody> </table> <p>The outcome is that members voted in favour of the proposed change, and therefore, the change will be implemented.</p>	Sent To	30	Votes Received	10	<ul style="list-style-type: none"> <li>• Yes 10</li> <li>• No Nil</li> </ul>		Votes Not Received	20
Sent To	30								
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Votes Not Received	20								

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**Annual General Meeting**
**Minutes**

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8.	<p><b>Appointment Of Positions</b></p> <p><i>Edwin Vandenberg handed over to retiring Director, Debra O'Keefe</i></p> <p><u>Nominations</u></p> <ul style="list-style-type: none"> <li>• Gary Dore                      3 year term</li> <li>• Edwin Vandenberg        1 year term</li> <li>• Emma Vandenberg        1 year term</li> </ul> <p>Ballot for elections not required.</p>
9.	<p><b>Wrap Up &amp; Close Annual General Meeting</b></p> <p><i>Edwin Vandenberg handed over to retiring Director, Debra O'Keefe</i></p> <p>Our thanks to all those who were able to join us, either in person or via Microsoft Teams. Refreshments (including tea, coffee, water, sandwiches, scones, and a fruit platter) were available for attendees to enjoy.</p>

<b>Meeting Closed</b>	
Date:	Thursday, 19 October 2023
Time:	4.29pm
Chair:	Edwin Vandenberg
Signature:	_____
Date signed:	_____