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# 48th Annual General Meeting Minutes

Thursday 14th December 2023 at 7:30pm AEDT, online via Zoom

Chaired by Fiona Woods, President

Stephen Belbin, Vice-President, opened with an Acknowledgement of Country.

Fiona acknowledged the recently deceased Dr Kevin Murfitt AM.

Amila Dedovic, Communications Coordinator, gave the roll call of those present.

**Declaration of proxies held:** 1 - Francois Jacobs

**Attendees:** Adrian Watson; Andrew Webster; Angela Jaeschke (staff / associate); Barry Chapman; Bettina Twyman (staff / associate); Bernadette Jolley; Brendon Donohue; Cathy Horner; Cheng Hock Kua; Christine Simpson; Corey Crawford (staff / associate); David Morrell; Deb Deshayes; Debra Simons; Doug McGinn; Emma Bennison; Fiona Woods; Garry Adler; Gwendoline Rai (staff / associate); Helen Freris; Iris Wilson; Jackson Reynolds-Ryan (staff / associate); Janene Sadhu; Jennifer Parry; Joanne Chua; John Simpson; John Machin; Karen Knight; Katrina Taylor; Kristy Stichter; Layal Hage (staff / associate); Lee Chong; Madison Braim; Maree Fenech; Marie Shang; Mark Warrington; Martin Stewart; Maryanne Diamond; Michael Sadhu; Natasha Brake; Neale Huth; Nidhi Shekaran; Paul Price; Peta Hogan (staff / associate); Peter Rickards; Peter Greco; Poh Machin (associate); Prue Watt; Ramona Mandy; Rebecca van Abel (associate); Robyn McKenzie; Rocco Cutri; Ross Hurford; Samantha Marsh; Sondra Wibberley; Sonya Dercksen; Stephanie Sullivan; Stephen Jolley; Steve Pattison; Susan Thompson; Tony Grant (associate); Tony Delmadoros; William (Bill) Jolley; and Vaughn Bennison.

**Apologies:** Robert Altamore; Lynne Davis; Lyn Lepore; Christina Micallef; Chire Fulford; Stefan Slucki; Michael Janes; Phillip Tilley; Dan Stubbs; Carmel Jolley; Bridgett Jolley; Vicki Jolley.

## Minutes

### Receipt and approval of minutes of the 47th Annual General Meeting held 26th November 2022, and adjourned meeting on 13th December 2022.

Moved: Doug McGinn. Seconded: Emma Bennison. Carried.

### Receipt and approval of minutes of Special General Meeting held 28th September 2023.

Moved: Stephen Belbin. Seconded: John Simpson. Carried.

### Receipt of the Annual Review 2022-2023:

#### President's Overview – Fiona Woods

Fiona thanked BCA staff for the work to pull together the Year in Review document and reminded those present that the document is available on the BCA website. Fiona then gave a highlight of the past year, which she linked to the commitment, willingness and contributions of the board directors, including Stephen Belbin, Vice President, Julee-ann Bell, Lee Chong, Joanne Chua, Helen Freris, Francois Jacobs, Doug McGinn, Prue Watt OAM and Andrew Webster. In particular, Fiona acknowledged Prue Watt who leaves the board today after seven years.

#### Chief Executive Officer's Summary – Deb Deshayes

Reflections from Deb related to her time in both the role of General Manager – Projects and Engagement and more recently as Chief Executive Officer lens. Deb described how BCA has continued to fulfill its purpose through meaningful engagements and maintaining connections across our membership. Deb thanked BCA directors, staff, volunteers, members and partner organisations for their dedication, collaboration and conscientiousness. Deb highlighted the importance of communication and when members share the positive impacts that have increased their confidence or access to a service. Deb looks forward to the next three years leading BCA to achieve all that is possible for members and the organisation.

Receipt of the Annual Review moved by Vaughn Bennison Seconded: Joanne Chua.

It was noted that Emma Bennison raised concern about the rationale not to include board attendance records in the Directors Report in view of transparency. Fiona reflected that the Board Charter states that directors must attend 80% of meetings to fulfill their obligations as directors, however meeting attendance does not guarantee contribution to the meeting and is only half the story. For example, do directors respond to circular resolutions and conversations out of session? Fiona will take this concern under advisement and is interested to hear further feedback on the matter in the coming year.

### Receipt of 2023 Audited Financial Statements and Auditor's Report.

Andrew Webster, Treasurer, presented a summary of the financial statements and auditor's report previously circulated to members and available on the BCA website.

In closing, Andrew thanked BCA donors and the Jeffrey Blyth Foundation who provide funds that are untied to particular projects and which enable BCA to undertake its essential work of systemic and individual advocacy. Andrew also thanked Sue Cutler and Gwen Rai, past and current finance managers for their tireless work on the audit, David Wells from Shaw and Partners, the BCA Finance and Risk Management (FARM) committee, especially Mick Baker and Rocco Cutri, the auditors, Alison Flakemore, and Mackenzie Roma, and the team at Crowe Global.

Question from John Simpson: Was adoption of the new accounting standard (AASB 1058) a requirement or recommended? Given that income for BCA has been episodic and does not come at regular intervals, how does the board see this change as advantageous? Andrew’s response: AASB 1058 was strongly recommended, but not required. The board was initially reluctant to adopt the Standard and took some convincing. The auditor acknowledged that there are currently some limitations in the Standard for presenting accounts for NFPs like BCA. If improvements are to come, however, they will build on AASB 1058 not revert to the previous presentation. BCA will be in a strong position should this occur. The episodic nature of BCA’s funding is not necessarily an impediment for us to understand whether we are being effective mangers of the monies we have or not. With increased use, I think we’ll find it straightforward to make these adjustments when interpreting the figures.

It was noted that John Machin had his hand raised but was unable to pose a question due to apparent technical difficulties. Fiona advised that Andrew would contact John directly at a later date to follow up his query.

No further questions raised.

Receipt of the 2023 Audited Financial Statements and Auditor's Report moved by Andrew Webster. Seconded: William Jolley. Carried.

### Confirmation / appointment of auditor for 2023-2024

Andrew confirmed his satisfaction with the quality of the audit received by Crowe and Partners in both 2022 and 2023 and moved to engage them again for 2024. Seconded: David Morrell. Carried.

Fiona thanked Andrew, Gwen, Deb, Sally, Angela and Sue for the enormous amount of work completing the audit.

### Reports

#### Jeffrey Blyth Foundation

Bill Jolley gave an update on the Jeffrey Blyth Foundation (JBF), including a brief history and background. The Foundation is made up of two separate funds: a general fund which may be used for the benefit of people who are blind or vision impaired in Australia; and the Shirley Fund which may be spent for the benefit of people who are blind or vision impaired and living in NSW or the ACT. It is the ongoing policy of the Foundation that these two funds are given exclusively to Blind Citizens Australia (BCA). The year end 2022-2023, the foundation received $231,736 in income, and reported a combined net income from investments of $482,618. Operating costs were $55,306 and there were no donations received during the year. The combined income and costs resulted in a net increase of $427,312, compared with a deficit of $498,328 last year. This amount was allocated between the funds in the proportion of 32% to the general fund and 68% for the Shirley Fund. A total of $153,932 including scholarships was granted to BCA. At 30 June 2023, the Foundation was holding $3,673,669 that’s up by $273,381 from last year. Approximately 60% of the Foundation’s assets are held in shares with the remainder taken up by interest bearing or fixed interest securities. The average increase from shares was 14%. The operating surplus of $427K reflects a very good investment performance. The JBF is a public ancillary fund and donations to the general fund or the Shirley Fund are tax deductible. The Foundation must regularly seek donations from the public and must disperse a minimum of 4% of its net assets to its beneficiaries each year. The Foundation and BCA have recently signed a memorandum of understanding (MOU) with a purpose to provide a framework for cooperation and promotion and public fundraising through agreed activities and allocation of costs incurred and funds received. Under the MOU, we have agreed to auspice and fund:

1. the Hugh Jeffrey Scholarship Fund to support people who are blind or vision impaired in their post-secondary studies at university, in vocational education and training, or in courses relating to governance or leadership.
2. Increase the Foundations presence on the internet, creating a location for current and historic information and records, highlighted by an online donations portal with capacity to receive on off and ongoing public donations as directed to their chosen party (either BCA or the Foundation)..
3. To cooperate to engage a fundraising professional and share the cost.
4. To work together to foster engagement with a committed group of regular donors to either or both organisations.

Members and friends of BCA are reminded that donating to JBF is a great way to make a lasting contribution to the work of BCA. Donations currently can be made through the BCA office or contacting Bill directly.

The Foundation has also determined its grants for the 2023-2024 financial year. Each grant will be paid in two equal installments to BCA: $47,000 from the general fund and $100,00 from the Shirley Fund (total $147,000), an increase of $11,068 (8%) from last year. In addition, $15,000 will be contributed towards the Hugh Jeffrey Scholarship Fund. Bill thanked Tim Murton and Shaw and Partners for their support and advice this year. Bill also acknowledged the support and diligence of the board of Trustee: David Blyth, Ashley Blyth, Maryann Diamond, Graham Innis, Donna Purcell and Bill Jolley.

#### Election Report for director and NSW/ACT State Division positions and confirmation of NPC representatives

Angela Jaeschke, Company Secretary, presented the Election Report. BCA called for nominations for the positions of director (5 vacancies); the NSW and ACT State Division Committee (3 vacancies for NSW and 1 vacancy for the ACT); expressions of interest for the National Policy Committee representatives for Victora, Queensland, South Australia and the ACT; and expressions of interest for the Finance Audit and Risk Management (FARM) Committee.

At the close of nominations BCA received 5 eligible nominations for director positions from Lee Chong, Helen Freris, Neale Huth, Robyn Mckenzie, and Andrew Webster. As this was the same number of vacancies as nominations received, Lee, Helen, Neale, Robyn and Andrew were elected unopposed.

For the NSW and ACT State Division Committee, three nominations were received for NSW (Stephen Belbin, Kristy Quigg and Susan Thompson). There were no nominations for the ACT State Division and this position remains vacant.

There were two expressions of interest for the National Policy Committee: Robert Altamore (ACT) and Ross Hurford (Queensland). In a subsequent call out for expressions of interest and additional interest was received from Debra Simons (VIC) and Stephanie Sullivan (NSW). After review by the nominations committee, all were accepted to the National Policy Committee.

There were no expressions of interest received for the FARM committee.

Angela congratulated all successful nominees, those appointed / reappointed.

Fiona thanked Prue Watt, outgoing chair of the National Policy Committee, and Michael Janes, outgoing NPC committee member, for their contributions.

Receipt of the Election Report moved by Joanne Chua. Seconded: Katrina Taylor. Carried.

### Other business:

The Annual General Meeting will consider a special resolution to amend the BCA Constitution, following its adoption on 28th September 2023, that the constitution be amended as follows:

1. Insert section 11.2 (e) Date of birth.
2. Amend section 15.2.2 to insert "or" between "any branch" and "The State Division" and to delete "or any member group."

Move to accept the above minor amendments to the Constitution: Kristy Stichter. Seconded: Mark Warrington.

With 21 days’ notice previously given to members about the proposed amendments, a vote was called for those present and eligible to vote:

Total in favour in person and by proxy: 50

Total against: NIL

87.72% in favour received. Carried.

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Meeting Closed at 8:50pm.

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