



# MINUTES

## VENUE MANAGEMENT ASSOCIATION (ASIA AND PACIFIC) LTD

### ANNUAL GENERAL MEETING

Held: 3:00 PM, Monday, 27<sup>th</sup> July 2020.

At: Virtual Meeting

<b>1.</b>	<b>Quorum</b>
	<p>Articles 22.1 and 22.2 of the Company's Constitution state:</p> <p><i>For a <b>general meeting</b> to be held, at least 25% of members (a quorum) must be present (in person, by proxy or by representative) for the whole meeting. If a quorum is not present, the meeting shall stand adjourned for a period of 15 minutes and if at the adjourned meeting a quorum is still not present, the members present shall constitute a quorum.</i></p> <p><i>During any adjournment period, the members present may be presented with reports of a general nature provided they do not require resolution during that adjournment period.</i></p> <p><b>Quorum Required: 221</b> Members (25% of 883 Financial Members)</p> <p><b>Attendance at AGM @ 3:06PM:</b> 61 Members (including 3 proxy)</p> <p><b><u>Proxy Forms Submitted:</u></b></p> <ul style="list-style-type: none"> <li>• John Glenn,</li> <li>• James Buick,</li> <li>• Juan Svendsen</li> </ul> <p>The required quorum was not present at 3:06 pm; hence a 15 minute adjournment was required before any motions could be carried.</p> <p>All non-voting or non-motion agenda items proceeded in accordance with the VMA Constitution, with the items requiring a vote commencing after the 15 minute adjournment (i.e. those items commenced after 4:21pm).</p>
<b>2.</b>	<b>Welcome to Members &amp; Guests</b>
	VMA President, Steve Harper CVE, welcomed members and guests to the AGM.
<b>3.</b>	<b>Apologies</b>
	<p>VMA President, Steve Harper CVE noted apologies had been received from:</p> <ul style="list-style-type: none"> <li>• John Glenn,</li> </ul>

	<ul style="list-style-type: none"> <li>• James Buick,</li> <li>• Juan Svendsen</li> </ul>
<b>4.</b>	<b>Minutes of previous Annual General Meeting – 26<sup>th</sup> May 2019</b>
	<p>Minutes from the previous AGM held on 26<sup>th</sup> May 2019 were distributed to members in advance of the 2019 AGM in accordance with the Constitution.</p> <p>VMA President, Steve Harper CVE, called for a motion to accept those minutes as a true and accurate record of the meeting held on 26<sup>th</sup> May 2019.</p> <p>Moved: Tim Worton  Seconded: Trish McNamara  Carried</p>
<b>5.</b>	<b>Business arising from those Minutes not addressed on this Agenda</b>
	<p>VMA President, Steve Harper CVE, asked for any business arising from those minutes not addressed on the current agenda.</p> <p>There were no other business matters arising.</p>
<b>6.</b>	<b>VMA President's Report</b>
	<p>VMA President, Steve Harper CVE noted the President's Report was issued to all members in advance of the AGM in accordance with the Constitution.</p> <p>He presented highlights of the 2019 President's Report to members present at the AGM.</p>
<b>7.</b>	<b>Financial Statements and Auditors Report for year ended 31 December 2019</b>
	<p>Chris Farrell presented the Financial Report which was issued to members in advance of the AGM in accordance with the Constitution.</p> <p>The Treasurer summarised the Financial Report as follows:</p> <ul style="list-style-type: none"> <li>• In accordance with the Corporations Act, an Independent Auditors Report was conducted by the VMA for Financial Year 2019.</li> <li>• The VMA made a Net Profit of \$108,819 compared to a Net Loss of \$112,932 in 2018.</li> <li>• On the Balance Sheet, the 2019 Cash Reserves remained strong at \$719,000.</li> </ul> <p>VMA Treasurer, Chris Farrell, called for a motion to accept approve the Financial Statements and Auditors Report for year ended 31 December 2019.</p> <p>Moved: Paul Sergeant  Seconded: Dean Hassell  Carried</p>
<b>8.</b>	<b>Venue Management School Chairman's Report</b>
	<p>VMS Chair, Wayne Middleton CVE, presented the 2019 VMS Committee Report which was issued to members in advance of the AGM.</p> <p>Major highlights for VMS and LI 2019, including the following:</p>

	<ul style="list-style-type: none"> <li>• Record enrolment of 118 students across all school years (Year 1 - 54, Year 2 – 46, and LI – 18).</li> <li>• 23 instructors (local and international) with 42 subjects offered across schools.</li> <li>• Expressed his thanks to Todd Greenberg as guest LI presenter.</li> <li>• Acknowledgement of the generous support received from industry partners: ASM Global Scholarship and Ungerboeck Bursary.</li> <li>• Acknowledgement of Chris Whitney as IAVM’s exchange instructor in 2019 and the 3 international instructors Richard Andersen, Kim Bedier and Steve McKenzie.</li> <li>• Welcomed new instructors Nelita Bryne and Adam Lister.</li> <li>• Katherine Norman attendance at the IAVM School which reaffirmed the professionalism of the Australian School.</li> </ul> <p>The Chair acknowledged and thanked all Committee Members, Instructors, Ex-Officio’s, and VMA Staff for their assistance.</p>
<b>9.</b>	<b>Confirmation of the 2020 Election Results and announcement of new VMA Board</b>
	<p>VMA President, Steve Harper CVE, announced that one third of Directors were required to stand down per the Constitution.</p> <p>The President advised that 7 nominations were received for the 4 vacant positons and following an election process the following members were elected as Directors for a 3 year term:</p> <ul style="list-style-type: none"> <li>• Phil King</li> <li>• Heather Clarke</li> <li>• Anthony Duffy</li> <li>• Evan Wood</li> </ul> <p>The President thanked outgoing Directors Michael Scott and Milton OBrien for their service, and all other Board members for their valued contribution over the past 12 months.</p>
<b>10.</b>	<b>Resolution</b>
	<p>VMA President, Steve Harper CVE, provided background on the proposed resolution to amend Clauses 38.2 (c) and (d).</p> <p>Special Resolution: The members approve the following changes to the Constitution: Paragraph 38.2(c) be deleted and replaced with the following:</p> <p>(c) in the case of an active member the person has been an active member <b><u>for at least two years in the past five years</u></b>, and meets at least two of the following criteria:</p> <ol style="list-style-type: none"> <li>i. completed the Venue Management School or equivalent qualification;</li> <li>ii. served on any VMA committee in any capacity;</li> <li>iii. attended at least two VMA annual congresses in the past five years;</li> <li>iv. attended any VMA training, professional development, educational or other seminar;</li> <li>v. been a venue manager or held a senior position in the venue industry for a minimum of four years; or</li> <li>vi. been a CEO, MD or GM of a major venue for at least two years;</li> </ol> <p>Paragraph 38.2(d) be deleted and replaced with the following:</p>

	<p>(d) in the case of an allied member the person has been an allied member <b><u>for at least two years in the past five years</u></b>, and has been engaged in providing goods or services to the venue industry for a minimum of three years.</p> <p>Question from the floor: Brian Coghlan sought confirmation if the proposed change still required the Director nominee to be a current financial member of the VMA. Steve Harper confirmed this was still the case and the eligibility criteria was not changing in this respect.</p> <p>Proposed: Steve Romer  Seconded: Tony Williamson  Carried</p>
<b>11.</b>	<b>Other Business</b>
	<p>VMA President, Steve Harper CVE, asked those members present if there was any other business for discussion.</p> <p>Chris Farrell:  Noted on behalf of the Board and members an appreciation to outgoing President Steve Harper CVE. A vote of thanks was offered for his significant contribution to the Association as President for the past 3 years and as a Director for the past 9 years.</p> <p>Steve Romer:  Sought confirmation on when the incoming VMA President would be elected and advised to members. Steve Harper noted the election would take place at this week's Board meeting and an announcement made on Thursday.</p> <p>As there was no other business, the President closed the AGM at 5:04pm.</p>