



**Minutes of the Fourteenth Annual General Meeting
of the Australian Alpaca Association
Held virtually via zoom at 20:00
23 November 2020**

Attendees:

Carolyn Austin
Diane Boede
Ian Braithwaite
Keryn Burn
Ros Davis
Nick deBruyn
Lyn Dickson
Brett Fallon
Colin Glasser

Pauline Glasser
Susan Haese
Frances Haslin
Paul Haslin
Louise Holbrook
Nic Holdsworth
Lynda Holdsworth
Jillian Holmes
Michelle Malt

Bronwyn Munn
Susan Tiley
David Titley
Prue Walduck
James Wheeler
Sarah Wheeler
Mick Williams

Non-Voting Attendees: Rubey Williams, Margaret Taylor (RSM Auditors) Amanda Olthof, Tanya Wheeler

Apologies:

Beverley Burns
Barbara Linley
Paul Malt
Geoff McGowan-Lay

Ada Milley
Colin Milner
Cathi McMullen
Andrew Munn

Geoffrey Simper
Sheryl Simper
Perry Wheeler

Following an Acknowledgement to Country and one minute's silence to honour the passing of AAA members over the year, the Interim President Prue Walduck declared the Annual General Meeting open at 8.05 pm

The Interim President welcomed members and guests including the representative from RSM Australia who conducted the 2019-20 audit.

The notice of meeting was tabled. The Company Secretary confirmed that the notice of meeting was distributed to all members via email and post to those without an email address in the requisite timeframe required under the AAA Constitution. The AGM pack included a link to the President's report, Treasurer's Report and Audited financial statements. It was noted that all voting Members are entitled to vote, but Associate Members are unable to vote. Polls have been set up within the zoom meeting to allow for voting remotely within the meeting. Voting statistics will be presented on the screen as part of the poll function. The company secretary confirmed a quorum of 20 voting members present.

Two proxies were received, given with directions to vote in a particular way. The directions were announced, and the proxies left to the discretion of the proxy holder were voted and counted and the total proxy votes for and against a motion were announced to the meeting before the motion was put to the meeting.

1. Confirmation of 2019 AGM minutes of meeting

The Interim President noted that during the 2019 AGM, there was a technical error in that Sue Harris, as a sitting Director at the time, should not have read out the results of the vote for Directors



and President conducted by the returning officers from TrueVote. This did not impact the validity of the election process or the results.

M20M1: The minutes of the 2019 AGM be confirmed.

Moved: Pauline Glasser

Seconded: Michelle Malt

CARRIED

2. President's Report

Prue Walduck provided the meeting with her Interim President's Report.

Prue highlighted engagement with AAA members in a challenging year with drought, fire and COVID restrictions. Membership has remained stable over the year, and there have been 135 new members join the AAA in the last 12 months. Member survey gives feedback to the Board to support the strategic direction. Webinars to provide education to members have been well received. The National Fleece Challenge saw 412 fleece entries from 71 exhibitors – Prue congratulated the NFC convenors Paul Haslin and Lyn Dickson.

Industry promotion has increased this year through social media – with a reach of over 3,000 per week and positive and growing engagement on both Facebook and Instagram. Prue acknowledged the CEO on the social media work. While there were no nominations for the Shane Read Medal, and no recipients for Life membership, the Board acknowledges regional certificate of appreciations awarded to Sharon Warland (SA); Roland Schwertner (SQNNSW); Jane O'Neill and Danny Birch (WA); Chris Pendlebury Lezley Golding & Joy Skinner (VER) The President's report was noted as being received.

Prue thanked all of the volunteers involved in the AAA for their work to assist the AAA, including the contribution of volunteers at a Board level, bit the current members and also the contribution of directors who have stepped down since the last AGM - Andrew Munn, Trevor Parry. Steve O'Keefe, Sue Harris, Ian Preuss, Rochelle Veitch and Michelle Simberg. Prue thanked the AAA staff.

3. Treasurer's Report, Audited Financial Statements, Directors' Report and Auditor's Report of the Company for the year ended 30 June 2020.

The Treasurer, Carolyn Austin presented the Treasurer's report, along with the Audited financial statements for the year ended 30 June 2020. The Treasurer noted a \$148,440 deficit and that in addition to drought, flood and COVID limiting the show schedule., the mandatory adoption of new and revised Australian Accounting Standards, the government incentives including cash flow boost and job keeper and increased regulatory supervision form ASIC, especially around audit requirements have all led to increased complexity this year. The Treasurer reported that the AAA has a sound fiscal basis with adequate cash in bank and good membership renewals.

M20M2: That the Audited Financial Statements of the Company for the year ended 30 June 2020 be received.

Moved: Carolyn Austin

Seconded: Sarah Wheeler

CARRIED (94% FOR / 6% ABSTAIN)

4. Appointment and Remuneration of Auditor

M20M3: That the appointment and remuneration of the Company's auditors for the financial year ending 30 June 2021 be determined by the Board at the next Board meeting held.

Moved: Carolyn Austin

Seconded: Brett Fallon

CARRIED (100%)

5. Election of Directors

As per clause 9.4 of the Constitution, the following candidates had offered themselves up for the four vacant Director positions:

- Carolyn Austin
- Sarah Wheeler
- Michael (Mick) Williams
- Catherine (Cathi) McMullen

The Interim President advised the members that given there are an equal number of candidates than the number of vacancies, a vote was not required and Carolyn Austin, Cathi McMullen, Sarah Wheeler and Mick Williams, who have accepted nominations and consented to be directors, are declared to be duly elected to positions as Directors on the AAA Board

6. Election of President

As per clause 12 of the Constitution, the following candidate offered themselves up for the vacant President position: Brett Fallon

The Interim President advised the members that given there was a single candidate, a vote was not required and Brett Fallon, who has accepted the nominations and consented to be AAA President was declared to be duly elected as President of the AAA.

7. General Business

- Lynda / Nic Holdsworth asked about Board vacancies with the recent resignation of Trevor Parry. Prue responded that the Board would take the opportunity to consider the vacancy and will be looking at appointment directly based on skills. There is no plan to open to Expressions of Interest as there was limited response to the call for nomination at the recent election for Board Directors.
- Louise Holbrook asked about the ABN held by AAA Inc which was never closed when the AAA moved from an Incorporated Association to a Company Limited by Guarantee in 2009. The CEO advised that letters written and the relevant forms were submitted to the Australian Business Register, in June 2020 when the situation became apparent, and we understand that the ABN for AAA INC has been officially cancelled.
- David Titley asked about plans for shows in 2021. Mick responded that there are plans to hold shows in 2021 in line with government requirements. SJC has requested regional plans from each regional secretary to assist in planning the show calendar.
- Louise Holbrook asked about show subsidies going forward. Carolyn advised that these have been budgeted for and will be distributed when shows go ahead.
- Diane Boede asked about future plans to improve finances of the association. Carolyn responded that outside income streams are being investigated. While the budget has been tight and a break-even budget has been developed, the Board has still seen fit to invest in the industry with examples such as the revision of QAlpaca and the Richard Dixon scholarship as investment in the future
- Louise Holbrook asked about JobKeeper eligibility. Carolyn responded that the AAA continues to meet the requirements for JobKeeper.
- Michelle Malt made a statement of appreciation for the Board on behalf of members for the efforts during a particularly difficult year.
- While there have been no shows, it has been difficult to touch base with members, so all members are encouraged to get in touch with any Board members or the CEO if they have any questions.
- Brett Fallon thanked Prue for her commitment to the AAA and her work as Interim President on behalf of the Board and members.

Meeting closed at 20.47