**Minutes of 2021 Annual General Meeting**

Friday, 28 May 2021 at 1.00pm AEST/12.30pm ACST/11.00am AWST

via Zoom Meeting

**Present:**

**Board**

Belinda Locke, Chair

Liz Martin, Deputy Chair

Peter Kearney, Treasurer

Larissa MacFarlane, Board Director

Martin Sawtell, Board Director

Matthew Hall, Company Secretary and CEO

**Auditors**

Bill Thomas, Brian Tucker Audit

Kanwar Singh, Brian Tucker Audit

**Members**

See attendance list

1. **Open meeting**
	1. *Quorum*

With a quorum present, the Chair opened the meeting at 1.05pm AEST.

* 1. *Acknowledgment of Country*

The Chair acknowledged the Traditional Custodians of Country throughout Australia, their connections to land, sea and community; and paid respect to their elders past and present and emerging, and to their contribution to arts and culture over thousands of years.

1. **Apologies**

The Chair **RECEIVED** and **NOTED** the apologies for the meeting.

1. **Minutes of meeting**
	1. *Confirmation of minutes of Annual General Meeting held on 29 May 2020*

The minutes of the Annual General Meeting of the company held on 29 May 2020 were tabled.

**MOTION:**

That the meeting approves the minutes of the Annual General Meeting of the company held on 29 May 2020 as a true and correct record of that meeting.

**Moved:** Madeleine Little **Seconded:** Larissa MacFarlane

**CARRIED**

1. **Financial statements and reports**

The Chair tabled the 2020 Annual Report of the company.

* 1. *Chair’s report*

2020 was a transformational year for AAA as we navigated significant changes to our funding, the global pandemic, and embraced new leadership of the organisation.

At the news of the loss of four-year funding from Australia Council for the Arts, we reaffirmed our continued commitment to make every effort to ensure the survival of AAA to undertake critical national advocacy, facilitation and leadership on arts and disability matters.

The Board began conversations with key government agencies to identify potential activity streams and funding options and a working party convened regularly to discuss and debate options for the way forward, inviting people long associated with AAA to join as guests to share their thoughts, views and knowledge of the organisation’s history.

We thanked Meagan Shand for the incredible impact she made on AAA with her leadership over three years as CEO; taking what we stand for, and the artists with disability we champion, from Perth to Berlin to Alice Springs to Canberra with our Meeting Place events. Meagan will be greatly missed by all at AAA, and we wish her every future success as she embarks on new horizons.

Matthew Hall was appointed as Chief Executive Officer at this pivotal point in time for the organisation, and for the arts sector as a whole. A lawyer by trade, Matthew brings to AAA 20 years of management experience across both commercial and non-profit organisations. He also has personal experience of living with disability, ensuring AAA’s continued commitment to disability leadership.

It has been a delight to work with Matthew thus far, and we look forward to an exciting era for AAA under Matthew’s guidance. We also acknowledge the contribution of Interim CEO Bev East, who provided instrumental support to the organisation for four months as we transitioned leadership.

The year was one of many firsts for AAA. We delivered Meeting Place online for the first time via Zoom with national and international speakers. Writing Place, edited by Gayle Kennedy, was launched as an online magazine showcasing the work of d/Deaf and disabled writers. Our first online Disability-Only Forum in late 2020 highlighted how invaluable our members’ experiences and feedback are to AAA.

We partnered with Australia Council for the Arts once again to present the National Arts and Disability Awards for 2020, this time as a live-streamed, inclusive and accessible online event. Together we recognised Australian artists and arts-workers who have made an outstanding contribution to the artistic and cultural life of the nation and proudly announced Abbie Madden as the recipient of AAA’s National Leadership Award.

On behalf of my fellow Board members, I would like to express our sincere gratitude to all of the organisations, members, and individuals whose support has allowed us to deliver a year of successful initiatives in a particularly unusual context. I would also like to thank outgoing Board members Carol Taylor, Christine Johnson, Guy Morgan and Coralie Bishop for their service to AAA.

Finally, a huge thank you to the staff of AAA, including CEO Matthew Hall, for their diligence, unwavering commitment and creative thinking that has seen us through the year. We are so very proud of you and the work you are doing.

* 1. *CEO’s report*

I am very pleased to present my first report to AAA’s Members and other important stakeholders as Chief Executive Officer. I am also very grateful for the trust and confidence that the AAA Board have expressed in me, and my personal and professional attributes and experiences, in appointing me to the position.

I also recognise the privilege I have been given, together with the weight of the challenges we face, in leading AAA at this pivotal period that will determine AAA’s future, and strongly influence the opportunities, outcomes and quality of experiences throughout the course of the personal lives and professional careers of all our stakeholders with disability. I want to assure you that I take this responsibility very seriously, and the potential effects on AAA and our stakeholders is at the heart of everything I do in carrying out my role.

It is important that I record formally Bev East’s comprehensive and insightful handover of the role to me. The professionalism in her attitude and approach, the relevance and quality of the information included, and the generosity of her time (which continued after she left her role as interim CEO) allowed me to come up to speed quickly and hit the ground running.

2020 was certainly an interesting and challenging time to take up this role. Even though faced with significant challenges imposed by COVID-19 and funding pressures following the decision by the Australia Council for the Arts, my fantastic team and I, assisted by your Board, have continued to work to achieve a diverse and vibrant Australian arts and culture enriched by the strong voice and contribution of people with disability. We have worked hard to increase equitable access and opportunities for artists, arts workers, participants and audiences with disability, through systemic advocacy, sector development and representation, and providing information. More details of our work, and projects for 2020 are set out in later sections of this Annual Report.

I want to thank all of the team who have worked incredibly hard with me on your behalf: Yvette Tulloch, Maxxi May, Harmonie Downes, Sarah Briggs and Jo-Anne Jenkins. I also want to thank your Board for their support and, in particular, the guidance and wise counsel of AAA Chair Belinda Locke.

* 1. *Treasurer’s report*

The Treasurer tabled the audited financial report (including the directors’ report, director’s declaration and the audited financial statements) for the company for the financial year ending 31 December 2020. The Treasurer spoke to the report.

2020 was a challenging year for everyone and Arts Access Australia was not immune. Our major event, Meeting Place, was moved to an online format. Despite this, ticket sales income in 2020 was the highest we have had, by a significant margin, making a substantial contribution to the event costs. Although the costs associated with running the event outweighed the tickets sales by $10,125, AAA made a significant contribution to cover the difference because the Board considers the event to be very important for the arts and disability community, and an essential part of delivering on the AAA mission.

Our total revenue in 2020 was $344,100 [2019: $332,900]. This was, in part, thanks to the $81,838 received in subsidies from the Federal Government to carry us through the Covid pandemic. While donations, individual and corporate, fell in 2020 to $2,992 [2019: $24,750], memberships increased to $6,990 [2019: $5,243].

Our overall expenditure fell in 2020 to $277,450 [2019: $382,641]. The most significant area of savings occurred due to the Meeting Place event not going ahead face-to-face which resulted in an underspend of $76,030. Second to this was a reduction in staffing and administration costs by $29,161.

2020 saw a significant improvement to our net result, a profit of $66,650 [2019: ($49,741)]. This was a welcome contribution to the positive financial position of AAA as we move out of the pandemic and into 2021.

1. **Election of directors**
	1. *Declaration of the results of the election of Directors of the company nominated by Original Members*

The Returning Officer noted that there were three vacancies on the Board to be filled by persons elected by the Original Members, and that the Returning Officer had received two valid nominations from Original Members for candidates for election as Directors by the Original Members, being:

1. Liz Martin, nominated by Accessible Arts. Director Martin is eligible to be elected by the Original Members for a further term, under clause 3.8 of the Constitution, and
2. Madeleine Little, nominated by Access Arts.

There being fewer candidates for election (two) than vacant positions able to filled by an election by the Original Members (three), the Returning Officer declared each candidate duly elected as a Director elected by the Original Members.

* 1. *Declaration of the results of the election of Directors of the company nominated by Ordinary Members.*

The Returning Officer noted that there were two vacancies on the Board to be filled by persons elected by the Ordinary Members, and that the Returning Officer had received six valid nominations from Original Members for candidates for election as Directors by the Ordinary Members, being (in alphabetic order, by surname):

a. Dan Graham

b. Peter Kearney

c. Trudy Ryall

d. Martin Sawtell

e. Caroline Smith, and

f. Duncan Steward.

Director Sawtell resigned as a co-opted Director prior to the holding of the Annual General Meeting.

Director Kearney has decided to seek re-election and is eligible to be elected by the Ordinary Members for a further term.

As there were more candidates for election (six) than the number of vacancies on the Board for Directors elected by Ordinary Members (two), the Returning Officer conducted an election. The two candidates who received the most votes in that election were:

a. Martin Sawtell, and

b. Dan Graham.

The Returning Officer declared Martin Sawtell and Dan Graham duly elected as Directors elected by the Ordinary Members.

statements with the Treasurer, and obtain his comments.

1. **Appointment of independent auditor**

The Chair noted that the Charities and Not-for-Profit Commission Act 2012 requires the company (by passing an ordinary resolution by the Members) to appoint an independent auditor, and for the annual financial statements to be audited each year, in accordance with the Australian Auditing Standards.

**MOTION:**

That Brian Tucker Audit is appointed the independent auditor of the company, until such time as Brian Tucker Audit resigns, is no longer qualified to act or is removed in accordance with section 329 of the Corporations Act 2001.

**Moved:** Peter Kearney **Seconded:** Martin Sawtell

**CARRIED**

1. **Meeting close**

The Chair congratulated the new directors on their election, and thanked everyone in attendance for attending.

The Chair closed the meeting at 1.37pm AEST.

**SIGNED** as a correct and accurate record of the meeting

Chair:

Date: