

**CMS Annual General Meeting**  
**7.11 – 8:54**  
**22 March 2016**  
**Minutes**

Item No	Agenda	Points to Consider
1	Welcome – Meeting opened at 19:11.	Chair opened.
	Apologies	Petrina Schiavi, Gemma Fisher, Peter Stephenson, Kieron Meagher, Anna Neilan, Heather Stewart, Rohan France, Vibeke Morrison, Vanessa Caig, Leharne Fountain, Joanne Davids, James Nevin
	Attendees	Attendance List collected. There were 18 CMS members at the AGM.
2	Principal opening statement	
3	Previous AGM Minutes	Minutes from the last AGM were accepted. These were nominated by Mike Power and seconded by Rob Smith-Saarinen
4	Matters arising from previous AGM	Nil
5	Presentation of Board Annual Report	The Board Chair presented and tabled the Board Report.  The report was accepted. Proposed by Tony Butler, seconded by Ronnie Reichelt.
6	Annual Audited Financial Statements and Accounts	Audit Report was reviewed and accepted.  Over the past year the organisation has greatly improved its financial reporting thanks to Anthony and Amy's work with the Finance Committee. Now in a situation where the committee can help steer and contribute to the Board based

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		<p>on sound reporting.</p> <p>Key thing to draw attention to:</p> <p>We received unqualified endorsement by auditor.</p> <p>The report was accepted. The motion was moved by Beth Liddall and seconded by Mike Power.</p>
7	CMS Membership fee for this current year.	Proposal to remain at \$60.00. The motion was moved by Beth Liddall and seconded by Jacqueline Gellatly. Fee remains at \$60.00.
8	Appointment of Auditor	It was decided to postpone the appointment of an auditor and call an SGM to appoint auditor. Motion was proposed by Catherine Prosser and seconded by Antares Wood.
	Proxies	<p>Proxies were received from</p> <ul style="list-style-type: none"> <li>- Gemma Fisher</li> <li>- Peter Stephenson</li> <li>- Douglas Amarfio</li> <li>- Petrina Schiavi</li> <li>- Kieron Meagher</li> <li>- Anna Neilan</li> <li>- Heather Stewart</li> <li>- Rohan France</li> <li>- Vibeke Morrison</li> <li>- Vanessa Caig</li> <li>- Leharne Fountain</li> <li>- Joanne Davids</li> <li>- James Nevin</li> </ul>
9	Election of Board Members	<p>Currently in mid-term are Catherine Prosser, Tony Butler, Rob Smith-Saarinen, Anna Neilan, [REDACTED] Mike Power</p> <p>There were 9 nominations for 6 positions.</p> <ul style="list-style-type: none"> <li>• Jacqueline Gellatly</li> </ul>

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		<ul style="list-style-type: none"> <li>• Peter Stephenson</li> <li>• Jodie Beitzel</li> <li>• Nemanja Jovanovic</li> <li>• Samantha Scott</li> <li>• Bruce Fisher</li> <li>• Stuart Pascoe</li> <li>• Nick Surawski</li> <li>• Douglas Amarfio</li> </ul> <p>Stuart Pascoe, Jodie Beitzel, Douglas Amarfio, Sam Scott, Nick Surawski were welcomed to the Board.</p> <p>Jacqueline Gellatly was welcomed back for another term.</p>
10	Sub-Committee Expressions of Interest	No specific indications from people interested in joining sub-committee
11	Motions received	<p>Special Resolution:</p> <p><b>Special Resolution 1</b></p> <p><b>MOTION</b> That the Society adopts the proposed changes to the Constitution listed in Amendment 1 below:</p> <p><b>THE FOLLOWING SECTION (7iii) IS TO BE REMOVED:</b></p> <p>i.The Association shall not:</p> <p>a. <b>Appoint a person who is a member of the Board to any office of the Association to the holder of which there is payable any remuneration by way of salary, fees or allowances; or,</b></p> <p><b>Pay to any such person any remuneration or other benefit in money or monies worth (other than the re-payment of out-of-pocket expenses);</b></p> <p style="text-align: right;"><b>END SECTION TO BE REMOVED</b></p> <p><b>THE FOLLOWING SECTION (7iii) IS TO BE INSERTED:</b></p>

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		<p>The Association may provide remuneration by way of salary, fees or allowances to Board members. The sum of any salary, fee or allowance provided to a Board member must be passed by resolution at the annual general meeting or at a special general meeting.</p> <p><b>END SECTION TO BE INSERTED</b></p> <p>Motion moved: Tony seconded: Mike Power 18 voted in favour of the motion, passed.</p> <p><b>Special Resolution 2</b> <b>MOTION</b> That the Society adopts the proposed changes to the Constitution listed below</p> <p><b>THE FOLLOWING SECTION (7iv) IS TO BE REMOVED:</b></p> <p>i.A nomination for election to the Board shall not be accepted unless it is delivered to the Chair of the Board before the commencement of the annual general meeting, except in the event that no written nomination has been received prior to the annual general meeting when nominations may be received from the floor of the meeting;</p> <p>If insufficient nominations are received to fill all vacancies on the Board, the candidates are elected and further nominations may be received at the annual general meeting;</p> <p>If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected;</p> <p>If the number of nominations received exceed the number of vacancies to be filled, a ballot must be held;</p> <p>The ballot for the election of the board must be conducted at the annual general meeting in any way that the Chair may direct</p> <p style="text-align: right;"><b>END SECTION TO BE REMOVED</b></p> <p><b>THE FOLLOWING SECTION (7iv) IS TO BE INSERTED:</b></p>

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		<p>A nomination for election to the Board shall not be accepted unless it is delivered to the Chair of the Board two weeks prior to the commencement of the annual general meeting.</p> <p>v. In the event that the Chair of the Board does not receive enough nominations for all of the available positions on the Board in accordance with section 17A iv above, nominations may be received from the floor of the annual general meeting.</p> <p>vi. Any person nominated in accordance with 17A v above shall be subject to the operation of section 17A vii below.</p> <p>vii. Each nomination for election of Board member must be passed by resolution by Association members voting yay or nay.*</p> <p>viii. Board member positions can remain vacant positions and nominations are subject to the voting requirements set out in section 17A vii.</p> <p>ix. If there are no successful nominations, the Board may, at its discretion, call for a second round of voting at the annual general meeting.</p> <p>x. If a second round of voting is called, the Board may either approve a nominee that does not meet the requirements of section 17A vii, or keep the position vacant in accordance with section 17A viii.</p> <p>*successful nominations require that the nominated person receives 50% of the 'yay' vote plus one additional vote.</p> <p><b>END SECTION TO BE INSERTED</b></p> <p>Motion moved: Mike Power Seconded: Ronnie Reichelt</p> <p>19 voted in favour of the motion, passed</p> <p><b>Special Resolution 3</b>  <b>MOTION</b> That the Society adopts the proposed changes to the Constitution listed below:</p> <p><b>THE FOLLOWING SECTION (21iii) IS TO BE REMOVED:</b></p>

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		<p>i. Within two weeks of the annual general meeting, or within two weeks of the office of the chair becoming vacant, the Board shall meet and elect the Board Chair from amongst its members. The Board Chair shall act as the:</p> <ul style="list-style-type: none"> <li>a. Chair of the Association as required; and</li> <li>b. The Public Officer for the Association as defined under the Act</li> </ul> <p style="text-align: right;"><b>END SECTION TO BE REMOVED</b></p> <p><b>THE FOLLOWING SECTION (21iii) IS TO BE INSERTED:</b>  Offices of Chair and Deputy Chair will be determined by resolution passed at the first general meeting after the annual general meeting. The Board Chair shall act as the:</p> <ul style="list-style-type: none"> <li>a. Chair of the Association as required; and</li> <li>b. The Public Officer for the Association as defined under the Act</li> </ul> <p>If during the term of office, the office of Chair becomes vacant, the Board shall call for a general meeting within 2 weeks of the vacancy, and by resolution, appoint a new chair from amongst the members.</p> <p><b>END SECTION TO BE INSERTED</b></p> <p>Motion moved: Jacqueline Gellatly seconded: Antares Wood  19 voted in favour of the motion, passed</p> <p><b>Special Resolution 4</b>  <b>MOTION</b> That the Society adopts the proposed changes to the Constitution listed below:</p> <p><b>THE FOLLOWING SECTION (21vii) IS TO BE REMOVED:</b>  At a meeting of the Board, a quorum shall be constituted by a number greater than 50% of the current Board membership.</p> <p style="text-align: right;"><b>END SECTION TO BE REMOVED</b></p> <p><b>THE FOLLOWING SECTION (21v) IS TO BE INSERTED:</b>  At a meeting of the Board, a quorum shall be constituted by a number at least 50% of the current Board membership.</p>

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		<p style="text-align: center;"><b>END SECTION TO BE INSERTED</b></p> <p>Motion moved: EK Potter seconded: Beth Liddall  15 voted in favour, passed  The updated Constitution will be lodged with the Office of Regulatory Services.</p>
12	Other Business	The Board would like to acknowledge the work of the Community in running the school, all of the volunteers in many different areas, the teaching staff and the Principal.
13	Close Business	The Meeting was closed at 20.54

**Attendance List**

Michael Power  
Emma-Kate Potter  
Karl Caig  
Catherine Prosser  
Tony Butler  
Rob Smith-Saarinen  
[REDACTED]  
Jacqueline Gellatly  
Beth Liddall  
Samantha Scott  
Bruce Fisher  
Jodie Beitzel  
Nem Jovanovic  
Melanie Buswell  
Douglas Amarfio  
Eirlys Foster  
Lejla Buza  
Ronnie Reichelt  
Brigid Lombard  
Kathryn Stephenson

**Other attendees**

Anthony Vandermolen

Aine Barker

Sarah Beresford-Jones