

Canberra Montessori Society
AGM meeting, Tuesday 17 March 2020
DRAFT Minutes

The meeting was moved to video conference using Microsoft Teams owing to the escalation of the COVID-19 pandemic. This decision was made on Sunday 15 March and logins onto the platform have been used as the attendance record. The Board would like to thank Richard Willard-Turton for his procedural guidance during the meeting, as we adapted to holding the AGM by video conference for the first time.

The meeting recording is available on Microsoft Stream, members who attended the meeting can gain access by emailing the Board Chair:

<https://web.microsoftstream.com/video/b60630bb-45fc-4feb-b205-9427e510e321>

1. Welcome from the Board Chair

- *Meeting opened at, attendees, apologies, proxies,*

The meeting opened at 7.00pm.

At the School: Martin Drinkwater (Board Chair), Tim Bourke (Chair, Finance Committee), Rael Matthews (Acting Principal)

Appearing Remotely: Kate Luck (School Business Manager)

Attendees (all remote): Shane Bennett, Aileen Frost, James Garbutt, Stephen Halsall, Ros Hartley, Christine Harrison, Junko Keighley, Maja Leech, Sonia Marhaba Smith, Jess McAuley, Emma-Kate Potter, Petrea Simeon, Robert Waterworth, Sharon Watson, Richard Willard-Turton, Elena Williams, Sarah Woodhams.

2. Adoption and signing of the previous minutes

Motion: to adopt the 2019 AGM minutes.

Moved: Sharon Watson; Seconded: James Garbutt

The Chair noted that the presentation of the 2018 Financial Statements at that meeting by the-then Chair, particularly with reference to the current position of the Society, may have been misleading. Clarity was provided to members as part of the incoming Chair's message in August 2019.

3. Welcome from the Principal

The Acting Principal expressed his appreciation for working so closely alongside the Board to ensure the School's ongoing stability sustainability over the past year.

A highlight of the year was the Snow Gum Early Childhood facility's opening, which provides a base for future school enrolments and diversifying revenue. The facility opened in Term 2 and is now at capacity, with a waiting list extending to two years.

The Acting Principal noted that the small cohort sizes taking the NAPLAN test (Years 3 and 5) made it difficult for the School to use that information to drive school improvement. The School is looking at additional indicators to demonstrate the school's value-add and be able to evaluate student learning outcomes, particularly between the Cycles. Baseline diagnostic testing will be introduced for students so that the School can better identify where children need support or guided materials.

The School completed the rollout of the Transparent Classroom online platform to teachers and parents. This provides an insight into what is occurring in classes and is part of record keeping for teachers.

Despite constrained finances, the School prioritised a number of infrastructure and maintenance activities, including the internal telephone system (also to be used for lockdown and safety procedures) and a sustainable grounds watering system. The partner with Koomarri for grounds and general maintenance was delivering benefits for the School as well as their community participants.

The Principal also noted the establishment of a Parents & Friends Association to coordinate community activities and fundraising.

4. Presentation and adoption of the Annual Report

Board Chair, Martin Drinkwater

The Chair noted the significant disruption associated with the resignation of the Principal and previous Board Chair in April 2019 and the bushfires that affected Canberra from December 2019, and thanked the Acting Principal and all of the School's staff for their ongoing service and commitment to the School.

The Chair thanked members for their ongoing feedback and encouraged members to direct any concerns through the School's Communication Pathway.

The Chair:

- spoke to the Chair's message and other items in the 2019 Annual Report

- noted the Board focus on supporting staff to ensure students have what they need.
- noted continuing collaboration between the school and the Board to strengthen governance and help build the school's leadership capacity. Grateful to the principal, staff and all of the community for efforts.

Motion: to adopt the 2019 Annual Report.

Moved: Sharon Watson; Seconded: Stephen Halsell

5. Presentation and adoption of Annual Audited Financial Statements

Tim Bourke, Chair of Finance Committee spoke to the financial statements and noted:

- Surplus of \$19,869 in 2019 after deficit of \$266,887 in 2018. Revenue from school fees rose significant in line with the beginning of a turnaround in student enrolments. Grant revenue (associated with students aged 5+) also grew, but by a lesser amount. Staffing levels were maintained and non-salary expenses were carefully managed to ensure a favourable result. There was a concerted effort to chase or write off bad debts throughout the year.
- In Chair's opinion, cash flow and solvency position has improved significantly, and the school is continuing to make advance payments against its loan facility.
- Members thanked the Board, Acting Principal and School Business Manager for their collective efforts in managing the School Budget.

Motion: to adopt the 2019 Annual Audited Financial Statements.

Moved: Richard Willard-Turton; Seconded: Christine Harrison

6. Membership Fees for 2020

The Board Chair moved Motion that membership fees for the Canberra Montessori Society remain at \$120 for the coming year. Voted in favour unanimously by all members.

7. Appointment of Auditor

Board Chair introduced Motion that Laterals Chartered Accountants be re-appointed as the Society's auditors.

Moved: Emma-Kate Potter; Seconded: Richard Willard-Turton

8. Notice of motion – discussion of issues with constitution

The Board Chair discussed issues with the incorporation model for the Society and its constitution, both in terms of its interpretation and the decision-making functions of the Board, Principal and School Leadership.

Advice from Carden and Co was tabled, along with a model constitution drafted by Montessori Australia and the Association of Independent Schools NSW. The Chair noted that a review of the Society's Constitution would be an action item for the upcoming year, with a view to potentially disestablishing the Society and establishing the School as a Company Limited by Guarantee, in line with other independent schools.

9. Election of Board Members, Sub-committee expressions of interest

No nominations were received, though informal expressions of interest were received from members and the general public to contribute to work in sub committees. The Chair noted that the School's risk around financial solvency made it difficult to recruit new Board members and that involvement in sub-committees initially may be a prudent approach. The Board Chair also thanked outgoing Board Member Samantha Scott for her service, including for her work as Acting Chair for four months.

10. Q&A

The Board Chair noted that the last-minute change to holding the AGM by video conference was designed to test the School's business continuity plan in light of COVID-19 and ensure reasonable attendance by members (attendance at the 2018 and 2019 AGMs was very low).

The Chair re-iterated the Board's position of 15 March around the School's operations in light of media and public commentary around the potential for schools to close temporarily, ie. that the School would remain open until such time that there is a formal directive from health authorities for Schools generally to cease on-campus operations, or a health or safety risk is identified in relation to an individual student or staff member. The School has a contingency plan in place for off-campus learning and continues to provide a safe learning environment on-campus, with additional cleaning procedures put in place and social distancing measures including restriction of movement of students between classes.

Home learning support and materials will be provided to parents, along with the provision of Google Classroom as an online platform. Regular video meetings will be scheduled with parents and students.

The Board Chair also discussed the process for appointing an ongoing Principal, including the establishment of an external review panel in coming months.

In response to a query from a member, the Acting Principal outlined the current School Leadership Team structure and their responsibilities. The School Business Manager provided further detail on recent spending on staff professional development. A number of in-house development opportunities have been established, focusing on pedagogy.

The Board agreed to hold a blended AGM in 2021 with face-to-face and online attendance options.

The Chair also reiterated the separation between the Board and the emerging P&F Association and noted that discussions around fundraising were best addressed to the School Leadership Team.

11. Meeting Close

Meeting closed 8.30pm.