



**2022 Annual General Meeting Minutes
4.30pm-6.30pm, Wednesday 2 November 2022
Rendezvous Hotel, 328 Flinders Street, Melbourne & Via Zoom**

PRESENT: Board members: Naomi Colville(Chair), Meredith Carter, Dan Barron, Kris Peach, Judy Gouldbourn, Chris Lockwood, Patricia Vaz, David Arndt

PCA Families staff: Wendy Mason, Bruce Hart, Ray Carrol and Deborah Hunt

IN ATTENDANCE: Please see [attached](#) attendance list of members and non-members

APOLOGIES: Cas O’Neil, Liz Powell, Caroline Buchanan and Chris Cook

Item	Minute
1	<p>Welcome</p> <p>Meeting opened at 4:30pm</p> <p>Dan Barron acknowledged the lands on which we meet and all the lands from which we gather and confirmed that PCA Families has zero tolerance of child abuse and we are committed to establishing and maintaining child safe environments.</p> <p>Naomi Colville PCA Families’ members, fellow directors and our guests. And also welcomed guest speaker Renee Carter, CEO from Adopt Change, any DFFH personal in attendance, Rebekah Beveridge and other stakeholders – Gadens, FCAV, KCV, our External Secretary Julie Krieger from Onsonble who will be handling the ballots and monitoring our polls and as well as the election later in the meeting.</p> <p>Apologies were noted from Cas O’Neil, Liz Powell, Caroline Buchanan and Chris Cook.</p> <p>Naomi advised that as in the PCA Families constitution, a quorum for a general meeting is 20 members entitled to vote and who are present personally or who have submitted the proxy vote. Naomi confirmed there was a quorum for the AGM.</p> <p>Naomi advised that the AGM was being recorded to assist with minutes.</p>
2.	<p>Review of recent trends – Meredith Carter</p> <p>Meredith Carter spoke to the recent trends in out of home care.</p>
3.	<p>Guest Speaker Renée Carter, CEO of Adopt Change addressed the meeting, discussing discuss the adoption landscape in NSW and what has helped the change in attitude towards adoption Renée, took questions from the floor.</p> <p>Chris Lockwood thanked Renée</p>
4.	<p>Apologies and Minutes of the 2021 Annual General Meeting</p> <p>Deputy Chair Chris Lockwood Moved that “that the minutes of the PCA Families Annual General Meeting held on 27 October 2021 are a true and accurate record.”.</p>

Item	Minute
	The returning officer Julie Krieger confirmed that motion to accept the minutes was passed.
5.	<p>Acceptance of 2022 CEO and Annual Report</p> <p>Kris Peach talked to the activities of PCAF in 2022.</p> <p>Kris thanked Sam Hauge from FCAV for her work supporting funding requests with PCAF</p> <p>Kris thanked DFFH for the programs they have been able to support with funding.</p> <p>Kris thanked Board and staff</p> <p>Kris thanked Lisa Milani previous CEO and Amanda Bresnan who stepped in as interim CEO.</p> <p>Kris tabled the 2022 Annual report.</p> <p>Kris moved “that the PCA Families 2022 Annual report tabled be accepted”.</p> <p>The returning officer Julie confirmed that the motion was passed.</p>
6.	<p>Presentation of Annual Financial Statements</p> <p>The Chair, Finance, Audit and Risk Committee, Judy Gouldbourn thanked:</p> <ul style="list-style-type: none"> - previous chair Roslyn Rule fellow committee members Meredith Carter and Dan Barron. <p>Judy provided a brief overview of the key points of the audit and financial reports. Noting that the financial position for next 12 months is in good shape.</p> <p>Judy confirmed that Members were provided a copy of the 2021 Auditor’s report and the financial statements.</p> <p>Judy moved “That the that the PCA Families financial statements, including the directors’ declaration and auditor’s report, for the year ending 30 June 2022 be accepted.”</p> <p>On the advice of the returning officer, Judy confirmed that the motion was passed.</p>
7.	<p>Appointment of Auditor</p> <p>Judy thanked outgoing auditors, Connect National Audit, and noted PCA Families has appointed Crowe as auditors for the year ending 30 June 2023.</p>
8.	<p>Membership and professional subscription fee</p> <p>Judy confirmed there is no fee being proposed and noted that a review of professional subscription will be undertaken.</p>
9.	<p>Board member elections</p> <p>The returning Officer Julie Krieger outlined the process for the Board election and noted:</p> <p>2 existing members have retired in accordance with the constitution and are eligible for re-election – Naomi Colville, Chair of Board and Judy Gouldbourn Chair of FAR, And that accordingly she was conducting the voting for board members</p> <p>Julie advised that five nominations were received for the Board, whilst 3 were needed to meet the minimum required by the constitution, the board recommended that the 5 vacancies be filled.</p>

Item	Minute
	<p>The 5 nominees were introduced</p> <ol style="list-style-type: none"> 1. Naomi Colville, 2. Judy Gouldbourn, 3. David Arndt, 4. Patricia Vaz <i>and</i> 5. Kellie Burns <p>Julie noted that</p> <ul style="list-style-type: none"> - 5 Proxies were received by the Secretary, Board Chair or Deputy Chair are included in the vote, with their votes directed to the chair. - And that for those attending the meeting today but had already submitted a proxy, the PCA Families Constitution outlines the process required: <ul style="list-style-type: none"> Section 9.10 Voting by proxy or representative: <ol style="list-style-type: none"> d. The appointment of a proxy or representative is not revoked by the appointer attending and taking part in the general meeting but, if the appointer votes on a resolution in person, the person acting as proxy or representative for the appointer is not entitled to vote, and must not vote, as the appointer's proxy on the resolution. And Section 9.11 voting by giving notice to the association: <ol style="list-style-type: none"> c. A person who has cast a vote by notice prior to a meeting is entitled to attend the meeting. If a member attempts to cast more than one vote on a particular resolution, the vote cast in person at the meeting prevails over the vote cast by notice prior to the meeting. - Only members can vote in the poll. - Candidate information provided by each of the nominees was included with the AGM papers - For those online that the poll would appear on the screen listing each of the candidates for nomination. - Members were to please Vote for each candidate they chose. - In order to count the votes appropriately and be able to see that members are voting, the vote would show your name so those voting can be confirmed as members. <p>Julie opened the poll for the Board election.</p> <p>And put the motions to the AGM that:</p> <ol style="list-style-type: none"> 1. Naomi Colville is appointed as a Board member of PCAF Families in accordance with the constitution section 10.2 for a term of 3 years 2. Judy Gouldbourn is appointed as a Board member of PCAF Families in accordance with the constitution section 10.2 for a term of 3 years 3. David Arndt is appointed as a Board member of PCAF Families in accordance with the constitution section 10.2 for a term of 3 years 4. Patricia Vaz is appointed as a Board member of PCAF Families in accordance with the constitution section 10.2 for a term of 3 years <i>and</i> 5. Kellie Burns is appointed as a Board member of PCAF Families in accordance with the constitution section 10.2 for a term of 3 years

<p>10.</p>	<p>Introduction of New CEO</p> <p>Naomi welcomed Wendy Mason, the new CEO for PCAF who introduced herself to members and guests.</p>
<p>11.</p>	<p>Outcome of Election</p> <p>The returning officer advised that the following 5 candidates were elected to the Board, confirming that:</p> <ol style="list-style-type: none"> 1. Naomi Colville is appointed as a Board member of PCAF Families in accordance with the constitution section 10.2 for a term of 3 years 2. Judy Gouldbourn is appointed as a Board member of PCAF Families in accordance with the constitution section 10.2 for a term of 3 years 3. David Arndt is appointed as a Board member of PCAF Families in accordance with the constitution section 10.2 for a term of 3 years 4. Patricia Vaz is appointed as a Board member of PCAF Families in accordance with the constitution section 10.2 for a term of 3 years <i>and</i> 5. Kellie Burns is appointed as a Board member of PCAF Families in accordance with the constitution section 10.2 for a term of 3 years
<p>12.</p>	<p>Annual general meeting close</p> <p>Naomi Colville noted there was no other business.</p> <p>Naomi thanked:</p> <ul style="list-style-type: none"> - The returning Officer Julie Krieger from Onsonble. - Special guests and speaker Renee Carter - Andy Dao for his work as PCAF Book Keeper - Interim CEO Kris Peach who stepped in selflessly to support PCAF for longer than planned and our new CEO Wendy Mason. - Deb Hunt and Bruce Hart and to the other staff who were present for their work on behalf of all our families. - Fellow directors on the board for their work for PCAF - Thanks to those who have supported the Chair in her role ongoing - All members, supporters and volunteers who took the time to join the AGM <p>Naomi officially closed the PCA Families' 2022 AGM and wished everyone a less challenging, a most happy and safe year to come.</p> <p>Meeting closed at 5:48pm</p>