



**2023 Annual General Meeting Minutes
4.00pm-6.00pm, Wednesday 8 November 2023
Rendezvous Hotel, 328 Flinders Street, Melbourne & Via Zoom**

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

PCA Families staff: Wendy Mason, Paula Westhead, Ray Carrol, Zahra Shire, Mary Filippone, Merle Shap, Yufei Wang, Jessie Lobleby and Deborah Hunt

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

APOLOGIES: Minister Lizzie Blandthorn; DFFH, Peta McCammon; DFFH, Dr Lisa Griffiths; OzChild

Item	Minute
1	<p>Welcome</p> <p>Meeting opened at 4:00pm</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 welcomed representatives from the Department of Families, Fairness and Housing, the Department of Education, Gadens, our Flexible Funding partner OzChild, CAP program partner Foster Care Association, other key stakeholders, volunteers, carers, staff and Board colleagues along with a warm welcome to Guest Speaker Stacy Blythe who travelled from Sydney.</p> <p>Apologies were noted from Minister Lizzie Blandthorn; DFFH, Peta McCammon; DFFH, Dr Lisa Griffiths; OzChild.</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 their 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 and welcomed guest speaker Stacy Blythe.</p>
2.	<p>Guest Speaker Stacy Blythe, Associate Professor in the School of Nursing and Midwifery at Western Sydney University and Deputy Director of Translational Research and Social Innovation group.</p> <p>Stacy's discussed and presented '<i>Understanding and loving complicated children: the impact of trauma and prenatal substance exposure on children.</i>' Her research focuses on the health and well-being of children in out-of-home care and their families (both birth and foster families). As a lecturer in Infant Mental Health, she is particularly interested in infants who are pre-natally exposed to harmful substances (e.g., illicit drugs). Stacy took questions from the floor. Chris Lockwood thanked Stacy.</p>

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4.	<p>Apologies and Minutes of the 2022 Annual General Meeting</p> <p>Deputy Chair Chris Lockwood Moved that “that the minutes of the PCA Families Annual General Meeting held on Wednesday 2nd November 2022 are a true and accurate record”.</p> <p>Chris confirmed the motion to accept the minutes was passed.</p>
5.	<p>Chair and CEO Report and Annual Report</p> <p>Naomi and Wendy Mason presented the CEO and Chair report and tabled the 2023 annual report along with the results from the Membership Survey Summary.</p> <p>Naomi moved “that the PCA Families 2023 Annual report tabled be accepted”.</p> <p>Chris confirmed the motion to accept the 2023 Annual report was passed.</p> <p>Naomi introduced Judy Gouldbourn; The Chair, Finance, Audit and Risk Committee.</p>
6.	<p>Presentation of Annual Financial Statements</p> <p>The Chair, Finance, Audit and Risk Committee, Judy Gouldbourn 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 and thanked her fellow FA&R committee along with Naomi, Wendy with special thanks to book keeper/accountant Andy Dao.</p> <p>Judy confirmed that Members were provided a copy of the 2023 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 2023 be accepted”.</p> <p>Judy confirmed that the motion to accept the financial statements, including the directors’ declaration and auditor’s report was passed.</p>
7.	<p>Appointment of Auditor</p> <p>Judy thanked our Auditors, Crowe Australasia, particularly Taf Mudarikwa and Trixie Padura.</p> <p>Judy put forward the resolution “That Crowe Australasia be appointed as Auditors for the financial year ending 2024” and confirmed the motion “That Crowe Australasia be appointed as Auditors for the financial year ending 2024” was passed.</p> <p>Judy introduced Dan to conduct Board election.</p>
9.	<p>Appointment of Directors</p> <p>Dan outlined the process for the Board election and noted that unfortunately Art Feinman withdrew his nomination which resulted in two nominations.</p> <p>Dan advised that four existing members have retired in accordance with the constitution: Dan Barron, Meredith Carter, Kris Peach, and Patricia Vaz. One is eligible for re-election, Kris Peach. Accordingly, I am conducting the voting for Board Members.</p> <p>The Board requires at a minimum of seven Directors with:</p> <ul style="list-style-type: none"> • A: One additional Director with a close personal and family connection to Permanent Care and Adoption • B: One additional Director with independent Director who does not have a close or personal connection to Permanent Care or Adoption

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	<p>We have received two nominations for the Board and to meet the minimum requirement of seven Directors we need two nominations to satisfy this requirement with Lynette Landy filling category A and Kris Peach filling category B.</p> <p>The two nominees received are:</p> <ol style="list-style-type: none"> 1. Kris Peach 2. Lynette Landy <p>Any proxies that have been received will be included in the vote.</p> <p>Dan noted that:</p> <ul style="list-style-type: none"> - No proxies were received by the Secretary, Board Chair or Deputy Chair. - Only PCAF members can vote in the poll. - Candidate information provided by each of the nominees was included with the AGM papers - For those attending on-line the poll would appear on the screen listing the two candidates for nomination. - Members were to vote for both candidates. - 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>Deb 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. Kris Peach 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> 2. Lynette Landy is appointed as a Board member of PCAF Families in accordance with the constitution section 10.2 for a term of 3 years

<p>11.</p>	<p>Outcome of Election</p> <p>Chris Lockwood advised that the following two candidates were elected to the Board, confirming that:</p> <ol style="list-style-type: none"> 1. Kris Peach 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> 2. Lynette Landy 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 and thanked:</p> <ul style="list-style-type: none"> - Special guest and speaker Stacy Blythe who was presented with a gift - Andy Dao for his work as PCAF Book Keeper - CEO Wendy Mason for her first great year as CEO. - Deb Hunt, Paula Westhead and other staff for their work on behalf of all our families. - Fellow directors on the board for their commitment and 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

Naomi officially closed the PCA Families' 2023 AGM and wished everyone a less challenging, a most happy and safe year to come.

Meeting closed at 5:32pm