

THE MUSIC BROADCASTING SOCIETY OF SA INC.

Minutes of the **Annual General Meeting** held at
5.30 pm on 13 November 2019 at the Lady Daly Hotel, Port Road Hindmarsh

Present: Cathie Brown (President, Chair), Greg Stevens (Vice-President), Dave Anthony (Treasurer), Emily Sutherland, Dave Wiffen, Stephen Faulkner, Michelle Pfitzner, Yvonne Green (Secretary), George Gatenby (Station Manager), John Allen, Malcolm Anderson, Malcolm Cleggett, Roy Cooke, David Corkindale, Jan Davis, Peter Davis, Larissa Hall, Kim Horsnell, John Ingham, Shirley Ingham, Ian Janzow, Dennis Johnson, Geoffrey Kerruish, Jill Kirby, Jessica Knight, Eleanor Lamdin, Bill Lawson, Andrew Manglaras, Ian Newbery, Margaret Ogier, Tony Ogier, Eric Penberthy, Mary Peterson, Rhonda Phillips, Glen Quick, Yvonne Schwerdt, Alfred Seaman, Janette Smith, Marg Smith, Marg Stevens, Chris Stone, John Taylor, Colin Telfer, John Temme, Mel Tickle, John Venus, Phillip Virgo, Don Walker, Meg Walker, Denis Wall.

The President opened the meeting by acknowledging that we are meeting on the lands of the Kaurna people and that we pay our respects to them as the traditional custodians of this land.

The President welcomed those present and advised:

- We have identified that notification of the AGM was posted from 5mbs 28 days prior to meeting date.
- Members would have received AGM notification either 26 or 27 days prior, not the 28 days stipulated within the Associations Rules.
- While this is a very minor contravention of the 5mbs Rules, it is not in contravention of the Associations Incorporated Act, which requires 5mbs to hold its AGM no later than 5 months after the end of financial year.
- Given the minor nature of the contravention, I seek permission of the members present to continue with the AGM by a show of hands.

All present were in favour of continuing the meeting.

The President called for apologies.

1. Apologies:

Thomas Doran, Barbara Doran, Jocelyn Nicholson, Anthea Reeves, Rex Wilson, Irene Chumak, Elizabeth Bull, Sue Fitch, Peter Austin, Stacey Lymbery, Chris Millington, Gabrielle Scherrer, Vikki Waller, Audrey Ball, Anne Kelly, Mary Beale (Public Officer), Louise Stevens

2. To consider and, if appropriate, confirm the Minutes of the Annual General Meeting held on 12 November 2018:

Noted that a correction required to Dennis Johnson's name, Dennis has 2 n's.

The minutes having been considered, were moved by Colin Telfer that they be confirmed. The motion was seconded by Rhonda Phillips and passed unanimously.

3. To receive the Annual Report of the Board of Directors for the 2018-19 Financial Year:

The President directed the meeting to the printed Report attached hereto and in so doing made further comments:

- You have all received a copy of the annual report and it has been on line for some time.
- I would like to start by acknowledging the wonderful efforts of many volunteers without whom this station would not be able to operate. I'd like to make mention of some individuals and perhaps if these people are here they can stand up so we can all show our appreciation.
- Firstly I would like to make particular mention of our Station manager George Gatenby who is a wonderful and very valued member of the station both behind and in front of the microphone.
- I'd also like to really thank our Coordinating Committee for their efforts in their own areas:
 - Dave Anthony, Finance & Membership
 - Peter Davis, Technical & Operations
 - Christopher Millington, Human Resources (retiring)

- Emily Sutherland, Programming & Standards
- Andrew Taylor, Administration
- Denis Wall, Sponsorship & Events

and all their team members.

- I would also like to thank outgoing board members Dave Anthony, Emily Sutherland and Dave Wiffen for their contributions in governing this station.
- Thanks to the rest of the board for their work this year – Vice President Greg Stevens, Secretary Yvonne Green and members Stephen Faulkner and Michelle Pfitzner.
- Special thanks too to John Ingham who has kept us on air, at times a difficult feat as well as Rhonda Phillips and her team who have delivered a great service with keeping our member details up to date and receiving membership fees.
- I would like to welcome Irene Chumak as our new head of Marketing & Communications and I'm looking forward to some big improvements to the way we present to others – more about this later.
- Thank you to you all also, I think the strength of the station can be seen in the fact that we have so many people here today and that 180 people voted in our elections.
- We agreed a new Strategic Plan in March this year and I look forward to us continuing to implement many of the actions – including improving our signal quality – we will soon have a Business Case for the Board to consider, we are just waiting on the financial information.
- We are also waiting for costs to relocate the Transmitter to put into.

Glen Quick moved that the Board's report be accepted and the motion was seconded by John Ingham and passed unanimously.

4. To receive the Audited Financial Statements for the 2018-19 Financial Year:

The Treasurer presented the audited reports attached hereto and spoke to those reports.

- Interesting and challenging year, started the year without an events committee and there was no fundraising for first 6-8 months including no film night.
- Emily Sutherland's hard work resulted in \$7,000 income from Konstantin Shamray's concert.
- Expenses well managed but not good at generating an income.
- Just before 30 June we received a \$10k bequest which put us into a small profit of \$636 which isn't enough. We're treading water.
- Since 30 June a happier picture on a number of fronts in events and sponsorship, \$4,400 for film night in September and planning more film nights in Feb and March.
- Musical sponsorships and relationships from ASO etc. and optimistic this will continue into 2020.
- \$7k from Acquire Australia – first significant sponsorship outside of music community – would have heard advertisement on air.
- Optimistic of getting more non musical sponsorships so have more consistent income stream
- Cash at bank at end Oct was \$152,000.
- Bequests have helped. Have a new bequest policy. Yesterday had \$142,000 in the bank.

The acceptance of the Audited Financial Statements was moved by John Venus and seconded by John Ingham, which motion was passed unanimously.

5. To receive the report of the Returning Officer on the election of Directors to the Board of Directors:

The Returning Officer (John Pederson) read the attached report, declaring the following members appointed to serve until the 2021 AGM:

- Treasurer - Larissa Hall
- Ordinary Directors – Stacey Lymbery and Tom Doran

It is noted that President – Cathie Brown was also elected unopposed to serve until the 2021 AGM.

6. To appoint auditors for the 2019-20 financial year:

Colin Telfer moved that Messrs Gray Perry – DFK be appointed as auditors for the 2019-20 financial year, which motion was seconded by Rhonda Phillips and passed unanimously.

7. To consider and, if appropriate, award Life Membership/s

The President advised that the Board would like to recommend that Life Membership be awarded to Konstantin Shamray

This membership is offered to volunteers who have given exceptional service to the radio station. Recipients in the past have been members and volunteers for a number of years.

Konstantin became a member and volunteer after he had come to the station some years ago, as a guest on Kaleidoscope.

He became interested in what 5mbs represents and, after joining and undertaking mentoring, he began to present programs which were very popular with listeners.

In 2018 Konstantin offered to give a recital to support 5mbs and this engendered a feeling of optimism and solidarity in a difficult time. It was a huge boost in station morale, and the recital was spoken of by the audience as a very special event.

Again in 2019 Konstantin offered to give a recital at Elder Hall with all the proceeds going to 5mbs. He refused to accept any fee for these recitals. At this time he was acknowledged as an international pianist, spending much of his time in Russia, Europe, Canada and Japan, performing as a recitalist and soloist with symphony orchestras. When in Adelaide he was in constant demand both here and in other parts of the country. Because of his reputation as a consummate performer he was able to command support and a large audience. The result of this fund raising over the two years was a significant contribution to the 5mbs budget. It is clear that Konstantin is highly regarded in the local music community and his membership of 5mbs reflects well on us. Konstantin's association with 5mbs brings the station added prestige and confirmation of our dedication to presenting excellent music. In turn we would like to acknowledge our appreciation of his support.

Emily Sutherland moved that a Life Membership be awarded to Konstantin Shamray and the motion was seconded by Yvonne Schwart and passed unanimously.

8. To consider and, if appropriate, confirm the Amended Rules of Association

The President directed the meeting to the printed Amended Rules of Association attached hereto and in so doing made further comments:

- The purpose of these changes is to make the rules simpler, more contemporary and provide us with more flexibility in the way we operate.
- Since the papers have gone out we have had some feedback and now propose a few small changes.

Concerns were raised by a number of members including:

- The document on the website didn't show the changes from the current rules to the proposed amended rules.
- Members involved in drafting original rules weren't consulted regarding the background to some of the rules e.g. having the 4 key board positions elected so that only 2 could step down at a time hence limiting loss of experience.

In support of the Amended Rules a number of members commented:

- There has been a lot of work to prepare these amendments including obtaining legal advice and the changes have been carefully thought about and passed unanimously by the Board.
- Potentially losing out on skills as for example if someone nominated for Treasurer they can't be considered for any other position.

John Ingham moved that this change to the Rules of Association be deferred for further consideration and report to a later meeting and this motion was seconded by Glen Quick and passed by majority.

9. Any other business

The President read our new Brand Essence and Brand Manifesto which will form the building blocks of the way we will present to the market and what we say about ourselves. These were devised after much input from a number of people including a working group.

There being no other business, meeting closed at 6.33 pm.

Signed as a true and correct record

Cathie Brown
President

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