

## **MINUTES**

### **Meeting Opened at 8.45am**

**1. Present**

Board: Peter Broleman (Chair), Grant Brown (Treasurer), Kerry-Anne Brown (Secretary), Jason Chatfield, Paul Batey, Rolf Heimann, Jules Faber.

Members: Lindsay Foyle, Craig Hilton, Tony Rafty, Phil Faigen, Chris Barr, Paul Brennan, Paul Zanetti, Warren Steel, George Haddon, Jay Harley, Peter McDonald, Norman Hetherington, Jim Bridges, Vane Lindesay, Stephen Price, Jack Edmunds, David Gray, Roger Fletcher, Christophe Granet, Peter McAdam

**2. Apologies**

Dave Allen, Mick Horne and Bill Green.

**3. Confirmation of Previous Minutes dated 4<sup>th</sup> November 2006**

**MOTION: That the AGM Minutes dated 4<sup>th</sup> November 2006 be accepted as a true and correct representation of that Meeting.**

Moved: George Haddon

Seconded: Rolf Heimann

**CARRIED.**

**4. Declarations of Interest and Conflict of Interest (refer to Attachment Item 3.0)**

Nil Recorded.

**5. Questions on Notice**

Nil Received.

**6. Motions of Notice**

Nil Received.

**7. Correspondence**

Apologies from Bill Green for his absence.

**8. Financial Statements and Reports**

Grant spoke to the Financial Report as presented in the Annual Report (tabled) and called for questions.

Nil Received.

**MOTION: That the Treasurer's Report be Received and Accepted.**

Moved: Lindsay Foyle

Seconded: Roger Fletcher

**CARRIED.**

**9. Installation of Vice President Queensland/NT and Vice President New South Wales/ACT**

Peter formally welcomed Jules Faber and Paul Bate to their roles on the Board.

**10. Appointment of Auditors**

**MOTION: That Keena Jordan and Associates Bendigo be appointed as the Association's Auditors for the ensuing twelve months.**

Moved: Grant Brown

Seconded: Roger Fletcher

**CARRIED.**

**11. Appointment of Charity**

**MOTION: That each year, the Hospital within the Community of the Stanley Awards location, be awarded part proceeds from the Auction.**

Moved: Rolf Heimann

Seconded: Grant Brown

**CARRIED.**

**12. Matters Arising From Previous Minutes****12.1 Solomon Islands Cartoonist**

The Chair advised that the Editor has not replied to any form of communication regarding this issue and therefore it has been withdrawn.

Item Completed.

**12.2 PANPA**

The Board, after due consideration has withdrawn its membership to PANPA.

Item Completed.

**13. General Business**

The Chair opened the floor to general questions from Members, cautioning that the Meeting must close promptly at 10am in line with legislation.

Speaker: Paul Batey

Paul Batey question if the Association could discount Membership Fees by making the Year Book/Inkspot a PDF

Peter responded that this issue had been raised, thoroughly discussed and agreement made in the previous AGM Minutes.

A vote of those present at last years AGM voted to retain the current arrangement of hardcopy.

Speaker: Paul Zanetti

Concerns regarding past misconduct on behalf of the Board and the ability to benefit from positions therein.

Lengthy open discussion regarding Board performance, expectations and roles.

The Secretary advised that the previous Administration had had no Governance Policies in place other than the ACA Constitution which did not adopt in full, the NSW Office of Fair Trading Model Rules under which it is governed.

She also noted that Paul Zanetti's concerns had been raised earlier directly to the Board, which was the prelude for the formation of the Governance documents, specifically:

1. 001.001.021 Board Members Code of Behaviour Policy
2. 001.001.003 Board Attendance Policy
3. 001.001.004 Board Confidentiality Policy
4. 001.001.001 Acceptable Use of Email
5. 001.001.012 Conflict of Interest Policy

To formalize these Policies a Special Resolution was required in accordance with ACA Constitution and the Model Rules. The Secretary tabled Policies 1 through to 5 and stated that the positions on the Board were contingent on the acceptance thereof. Further, the Policies had been developed utilizing the [ourcommunities.com.au](http://ourcommunities.com.au) website which has a range of free policies and procedures relevant to not-for profit Boards and Committees. These documents are standard.

Members were given time to read the Policies.

The Chair called for questions.

Nil questions.

The Chair called for a Special Resolution.

**SPECIAL RESOLUTION: That the Australian Cartoonists' Association introduce Governance Policies:**

- 1. 001.001.021 Board Members Code of Behaviour Policy**
  - 2. 001.001.003 Board Attendance Policy**
  - 3. 001.001.004 Board Confidentiality Policy**
  - 4. 001.001.001 Acceptable Use of Email**
  - 5. 001.001.012 Conflict of Interest Policy**
- as detailed in the tabled documentation.**

The Chair called for a show of hands.

22/1

3 Abstained

**SPECIAL RESOLUTION CARRIED.**

It was noted that any new Governance Policies would still require Adoption at an AGM or Special Meeting.

**14. Next Meeting**

The next AGM will be held on the 1<sup>st</sup> November 2008 at Coffs Harbour.

**15. Meeting Close**

With there being no further Business, the Chair thanked those in attendance for their time and declared the AGM closed at 10am.

**Peter Broelman  
PRESIDENT**

**Certified:**

Australian Cartoonists' Association  
Standing Item 4.0 of the Agenda

Declaration of Interest and Conflict of Interest

○ Following the opening of the meeting, ask all the members to declare any potential conflict of interest arising out of any of the issues to be put to the meeting.

Date of Meeting: / / 200

Name of Member

\_\_\_\_\_

Issue of Conflict

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

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○ Note the disclosure of the conflict of interest and the decision of the Board on how to deal with this conflict.

Record Response

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\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

○ Ensure that the minutes record the declaration of interests declared at this meeting

Dated the \_\_\_\_\_ day of

\_\_\_\_\_ 200 \_\_\_\_\_

Signed Position