

**TRAVELLERS AID 104<sup>TH</sup> ANNUAL GENERAL MEETING**  
**Minutes of meeting held Thursday 22 October 2020 at 11.00 am**  
**via Zoom**

Agenda Item	Activity	People
Item 1	<p><b>Welcome and Introduction</b></p> <p>Bev Excell welcomed all in attendance, particularly life members and thanked all for participating virtually in times of COVID-19 restrictions.</p>	Bev Excell
Item 2	<p><b>Apologies</b></p> <p>Margaret Carter            Jantine Edelbuttel            Pamela Fenton            Julie Hall            Trevor Huggard            Ian MacKenzie            Margaret Mansfield            Denise Orchard            Georgia Takes            Dorothy Underwood.            Mr Anthony Howard, AM QC - Patron</p> <p><b>In attendance:</b></p> <p>Greg Adkins            Greg Axtins            Sandy Bell            Cassandra Bertram            John Boomsma            James Carroll            Sharron Clark            Philip Cornish            Bernie Delaney            Anne-Marie Doyle            Nicola Edwards</p>	Bev Excell

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	Bev Excell Cameron Flynn Peter Gluskie Maria Groner David Hanrahan Laura Hunt Nethmi Jayakody Shane Kelly Elias Lebbos Casey Mauricio Sara McDonald Kim Mestroni Sarah Mokbel Paddy Oliver Bryan Porter Katherine Sabin Elaine Shallue David Simmonds Jennifer Simpson Arpana Subba	
Item 3	<p><b>Approval of the 103<sup>rd</sup> AGM minutes.</b></p> <p>The minutes of the 103<sup>rd</sup> AGM were previously circulated to members.</p> <p>Bev noted that only registered members were eligible to vote.</p> <p>Moved Bev Excell, seconded David Hanrahan:</p> <p><b>The minutes of the 103<sup>rd</sup> Annual General Meeting held on 24 October 2019, be accepted as a true and accurate record. CARRIED</b></p>	Bev Excell
Item 4	<p>Actions from previous AGM.</p> <p>There were no actions from the 103<sup>rd</sup> AGM.</p>	Bev Excell
Item 5	<b>Chair's and CEO's Report</b>	Bev Excell

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	<p>Bev Excell spoke to her slides, stating in her view it had been a year of two halves.</p> <p>She spoke of the successes of Travellers Aid and the preparedness to respond to the pandemic, largely due to the current and relevant BCP.</p> <p>Bev stated that the strategy proved to be resilient and that we stand in good stead to help the state come out of this pandemic.</p> <p>She then thanked all our stakeholders – Yarra Trams, V/Line, City of Melbourne, our partners MCC, VicRoads, TAC, City of Moonee Valley, our patron Anthony Howard, our Health and Wellbeing ambassador Hannah Macdougall.</p> <p>Bev then thanked staff, volunteers, leadership team and the board and committee members.</p> <p>Elias Lebbos, CEO then spoke to his slides stating there were a different set of challenges this year.</p> <p>Our visual identity to the world and new branding is taking place. We have taken on a new look and the sites and equipment are being updated with our new signage.</p> <p>There were some significant program developments in place such as the Flower and Garden Show, Australian Open, Anzac Day dawn service and Peter Mac hospital – all being supported by Yarra Trams. However, when the pandemic made its impact felt, all these projects were put on hold. We are ready to take these projects forward when pandemic restrictions allow.</p> <p>The Transport Alternative Program (TAP) pilot was supported by Vic Roads, TAC and City of Moonee Valley. This too was put on hold when the pandemic made its presence felt. We are ready to move forward on this pilot when we are given the go ahead.</p> <p>Even though services have dropped off, Travellers Aid is still operating, and people are still using our services.</p> <p>We have also exceeded our KPIs.</p> <p>We are working on continuous improvement with plans brought forward to engage administration staff.</p> <p>Operations staff has reviewed services offered, introduced frameworks such as mental health and values.</p>	<p>Elias Lebbos</p>

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	<p>We continue to look forward and adapt our service offerings to continue to connect people to people and people to place.</p> <p>Elias then thanked everyone for their support during the year particularly for the flexibility of staff, volunteers, committee members and board members.</p>	
Item 6	<p>Financial Report for 2019/20</p> <p>Sandy spoke to her slides explaining the graphs on revenue growth, income stream and expenses.</p> <p>She mentioned that a bequest was received of \$300k which made a big difference to our income, as has the government stimulus package, grants and philanthropic organisations.</p> <p>Despite the pandemic, we are in sound position.</p> <p>Sandy then thanked Elaine Shallue and her team for a job well done in a difficult time, ensuring sustainability.</p> <p>Sandy also thanked the Finance Committee for their efforts and attending many extra meetings this year.</p>	Sandy Bell
Item 7	<p><b>Acceptance of the financial statements and Annual Report</b></p> <p>Moved Sandy Bell, seconded Paddy Oliver:</p> <p><b>The Annual Report including the Audited Financial Statements for the year 2019/20 be accepted as true and accurate. CARRIED</b></p>	Sandy Bell
Item 8	<p><b>Appointment of an auditor for the Financial Year 2020 - 2021</b></p> <p>Moved Sandy Bell, seconded Bryan Ported</p> <p><b>I propose Accru Melbourne, who have been our auditors for the last 3 years be reappointed as Travellers Aid's auditors for 2020-2021. CARRIED</b></p> <p>There were no questions for the auditors.</p>	Sandy Bell
Item 9	<p><b>Questions for directors.</b></p> <p>No questions were received.</p>	Bev Excell
Item 10	<p><b>Election of Directors for the ensuing year</b></p> <p>The Chair holds 9 proxy votes</p>	Bev Excell

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	<p>The following Directors have terms concluding at the 104<sup>th</sup> AGM</p> <ul style="list-style-type: none"> <li>• Re-election of Philip Cornish as director</li> <li>• Re-election of David Hanrahan as director</li> <li>• Re-election of Sandy Bell as director</li> </ul> <ul style="list-style-type: none"> <li>• Phillip has been on the board for 5 years and is Chair of the P&amp;S committee</li> <li>• David Hanrahan has been on the board for 4 years and has been a member of the Business Development Committee and Communications and Marketing Working Group.</li> <li>• Sandy Bell has been on the board for 5 years and has been a member of the Finance Audit and Risk Management Committee and is currently Chair of this committee.</li> </ul> <p>For the sake of simplicity, the voting for the re-elected board members was taken in a block.</p> <p>Moved Bev Excell, seconded Nicola Edwards:</p> <p><b>These appointments be voted in one block. CARRIED</b></p> <p>Moved Bev Excell, seconded Peter Gluskie:</p> <p><b>That Philip Cornish, David Hanrahan and Sandy Bell be re-elected to the TAA Board. CARRIED</b></p>	
11	<p><b>SPECIAL RESOLUTION MOTION 1:</b></p> <p>The following resolution was proposed as a special resolution.</p> <p>It is moved Clause 41 in the Travellers Aid constitution be deleted and replaced with a new Clause 41.</p> <p><b>Background:</b> The current Travellers Aid Constitution Clause 41.1(a) requires that "at least one-third of the remaining directors must retire" at each Annual General Meeting. The directors are of the opinion that this requirement is causing the</p>	Bev Excell

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	<p>unnecessary burden of having current directors seek re-election within one or two years of their current election notwithstanding the Clause 41.4 requirement for a director to retire, and seek re-election, every three years.</p> <p>Moved Bev Excell, seconded James Carroll</p> <p><b>Resolution:</b>  <b>To delete the current Clause 41 which reads:</b>            41.1 At each annual general meeting:            (a) any director appointed by the directors to fill a casual vacancy or as an additional director must retire, and            (b) at least one-third of the remaining directors must retire.            41.2 The directors who must retire at each annual general meeting under clause 41.1(b) will be the directors who have been longest in office since last being elected. Where directors were elected on the same day, the director(s) to retire will be decided by lot unless they agree otherwise.            41.3 Other than a director appointed under clause 39.5, a director's term of office starts at the end of the annual general meeting at which they are elected and ends at the end of the annual general meeting at which they retire.            41.4 Each director must retire at least once every three years.            41.5 A director who retires under clause 41.1 may nominate for election or re-election, subject to clause 41.6.            41.6 A director who has held office for a continuous period of nine years or more may only be re-appointed or re-elected by a special resolution.</p> <p><b>To insert a new Clause 41 to read:</b>            41.1 At each annual general meeting any director appointed by the directors to fill a casual vacancy or as an additional director must retire.            41.2 Other than a director appointed under clause 39.5, a director's term of office starts at the end of the annual general meeting at which they are elected and ends at the end of the annual general meeting at which they retire.            41.3 Each director must retire at least once every three years.            41.4 A director who retires under clauses 41.1 or 41.3 may nominate for election or re-election, subject to clause 41.5.</p>	

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	<p>41.5 A director who has held office for a continuous period of nine years or more may only be re-appointed or re-elected by a special resolution</p> <p><b>CARRIED UNANIMOUSLY</b></p>																																																																
13	<p><b>Other Business</b> No other business agenda items were received.</p>	Bev Excell																																																															
14	<p><b>Awards and Recognition</b> Paddy Oliver thanked all staff and volunteers, but particularly those reaching milestones. These included:</p> <p><b>Staff</b></p> <table data-bbox="402 766 1071 1081"> <tbody> <tr> <td>Majella Clarke</td> <td>27/07/2015</td> <td>5 yrs</td> </tr> <tr> <td>Casey Mauricio</td> <td>05/11/2014</td> <td>5 yrs</td> </tr> <tr> <td>Katherine Sabin</td> <td>08/04/2015</td> <td>5 yrs</td> </tr> <tr> <td>Jyju Jossey</td> <td>09/01/2010</td> <td>10 yrs</td> </tr> <tr> <td>Mei Lin</td> <td>06/10/2010</td> <td>10 yrs</td> </tr> <tr> <td>Nishat Rehman</td> <td>30/03/2010</td> <td>10 yrs</td> </tr> <tr> <td>Garth Wilson</td> <td>23/05/2005</td> <td>15 yrs</td> </tr> <tr> <td>Karen Lovell</td> <td>31/08/1990</td> <td>30 yrs</td> </tr> </tbody> </table> <p>We cannot run as an organisation without volunteers and Paddy thanked the following:</p> <p><b>Volunteers</b></p> <table data-bbox="402 1276 1071 1591"> <tbody> <tr> <td>Cheryl Kenny</td> <td>24/02/2015</td> <td>5 yrs</td> </tr> <tr> <td>Heather Dunn</td> <td>22/10/2014</td> <td>5 yrs</td> </tr> <tr> <td>Leonie Willis</td> <td>22/10/2014</td> <td>5 yrs</td> </tr> <tr> <td>Linda Johns</td> <td>22/10/2014</td> <td>5 yrs</td> </tr> <tr> <td>Rosemary McClumpha</td> <td>22/10/2014</td> <td>5 yrs</td> </tr> <tr> <td>Joanna Tapper</td> <td>07/11/2014</td> <td>5 yrs</td> </tr> <tr> <td>Jim Gourlay</td> <td>09/01/2015</td> <td>5 yrs</td> </tr> <tr> <td>Lee Matthew</td> <td>13/02/2015</td> <td>5 yrs</td> </tr> </tbody> </table> <p><b>Board/Committee Members</b></p> <table data-bbox="402 1665 1071 1864"> <tbody> <tr> <td>Sandy Bell</td> <td>04/07/2015</td> <td>5 yrs</td> </tr> <tr> <td>Philip Cornish</td> <td>01/07/2015</td> <td>5 yrs</td> </tr> <tr> <td>Bev Excell</td> <td>01/10/2013</td> <td>8 yrs</td> </tr> <tr> <td>Peter Gluskie</td> <td>01/10/2013</td> <td>8 yrs</td> </tr> <tr> <td>Paddy Oliver</td> <td>01/10/2013</td> <td>8 yrs</td> </tr> </tbody> </table>	Majella Clarke	27/07/2015	5 yrs	Casey Mauricio	05/11/2014	5 yrs	Katherine Sabin	08/04/2015	5 yrs	Jyju Jossey	09/01/2010	10 yrs	Mei Lin	06/10/2010	10 yrs	Nishat Rehman	30/03/2010	10 yrs	Garth Wilson	23/05/2005	15 yrs	Karen Lovell	31/08/1990	30 yrs	Cheryl Kenny	24/02/2015	5 yrs	Heather Dunn	22/10/2014	5 yrs	Leonie Willis	22/10/2014	5 yrs	Linda Johns	22/10/2014	5 yrs	Rosemary McClumpha	22/10/2014	5 yrs	Joanna Tapper	07/11/2014	5 yrs	Jim Gourlay	09/01/2015	5 yrs	Lee Matthew	13/02/2015	5 yrs	Sandy Bell	04/07/2015	5 yrs	Philip Cornish	01/07/2015	5 yrs	Bev Excell	01/10/2013	8 yrs	Peter Gluskie	01/10/2013	8 yrs	Paddy Oliver	01/10/2013	8 yrs	Paddy Oliver
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	<p><b>Passing of John Jones, LLB, BCL Life Member</b></p> <p>Paddy paid tribute to John Jones. He made an important contribution to Travellers Aid as a board member for 11 years and as President for 3. Vale John Jones</p> <p>On a happier note ....</p> <p><b>90<sup>th</sup> birthday - Pamela Fenton</b></p> <p>Paddy wished Pamela a happy 90<sup>th</sup> birthday and wished her well.</p>	<p>Paddy Oliver</p>
<p>14</p>	<p><b>CLOSE of AGM</b></p> <p>Bev Excell closed the 104<sup>th</sup> AGM of Travellers Aid and thanked everyone for attending.</p>	<p>Bev Excell</p>

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