

Regional Arts Victoria 44th Annual General Meeting

MINUTES

Thursday 2 May 2024 | 12:15pm – 12:30pm

Online via Zoom

Meeting opened at 12:15pm

1. Welcome

Sue Hunt AM (Chair) introduced herself and welcomed Regional Arts Victoria Members, Board and staff to the 44th Annual General Meeting of Regional Arts Victoria (RAV). SH acknowledges the Traditional Owners of the lands from which Members and other attendees were joining the meeting and paid respect to Elders past and present. SH thanked the Elders for their stewardship of the land, air and waterways over 60,000 years.

2. Apologies

Received from Joan Addison, Dr Ruth De Souza, Jessica Lesosky, Tom Molyneux (RAV Board Deputy Chair), Hisham Moustafa.

3. Attendance quorum and proxies

Present

Board Members

Mark Avery
Sally Beck (SB, RAV Treasurer)
Rebecca Hosking
Richard Hull
Sue Hunt AM (SH, RAV Board Chair)
Rohan Morris
Dr Greg Pritchard

Michael Amhaz (Ballarat Writers Inc.), Robyn Black, Hugh Collins (Geelong Chamber Music Society), Karla Conway, Louise Cooper (ARCANE Inc), Craig Dent, John Eldrid (Beechworth Theatre Company), Wolf Heidecker (Wyndham Art Works (CAA-Inc)), Brian Hewitt, Anita Laurence (King Valley Arts), Kaz Paton, Jo Porter (CEO, Regional Arts Victoria), Izzy Roberts-Orr (IRO).

Minutes

Kate Antonas (Company Manager)

Proxies Sue Hunt AM nominated by Tom Molyneux
Sue Hunt AM nominated by Hisham Moustafa

Noted that quorum was reached with 22 voting members in attendance.

4. Approval of 2023 Annual General Meeting Minutes

Motion: The Chair put forward that the minutes from the 43rd Annual General Meeting of the Regional Arts Victoria Board held online via Zoom on 4 May 2023 be accepted.

Motion moved by Mark Avery.

Motion seconded by Rebecca Hosking.

Motion passed unanimously. The minutes of the previous Annual General Meeting were approved.

5. Treasurer's Report

The Chair introduced Regional Arts Victoria's Treasurer, Sally Beck, to present the Audited Financial Report for the period of Jan-Dec 2023. The Chair acknowledged the Treasurer's extensive experience and expertise in financial management and accounting in regional arts practice and local government.

Ms Beck noted that the audited financial statements presented were prepared by Eric Townsend of E. Townsend & Co. She reported that:

- A modest surplus was recorded based on tight budget management and implementation of cost savings via management as the organisation transitioned from managing sizeable COVID-related programs and adapted to an environment of higher costs and lower funding.
- RAV's financial management has been undertaken by Finance Manager Leila Dashti with the support of an external CFO Jacki McAvenna of We Are Lumen.

No questions were asked about the 2023 Audited Financial Report or the Treasurer's Report.

Motion: The Chair proposed that the Audited Financials dated 31st December 2023 be accepted.

Motion forwarded by Richard Hull.

Motion seconded by Wolf Heidecker.

Motion passed unanimously.

6. Chair's Report

The Chair presented.

RAV wound up landmark COVID-related projects such as the Women's Public Art Program and resumed "normal" activities, but also examined assumptions about RAV's future.

The year's activities are detailed in the 2023 RAV Annual Report, with highlights including engagement in the G21 Region and work with young people in Gippsland as part of VicHealth's Future Reset project. Our Touring and Creative Learning teams are back in action, working on the ground and presenting performances in performing arts centres and small halls all over the State.

We are particularly proud of the RAV in Residence model and capacity building work we are undertaking with individual creatives, organisations and community presenters. This is the activity that is least visible but most impactful.

Our continuous activities in touring, education and regional engagement are important aspects of regional Victoria, but as costs increase and funding declines – which is what we are seeing now after the past four years – we are assessing the areas of greatest impact in the changing demographic context of regional Victoria.

One casualty of this situation is our longstanding role in Gippsland, which has unfortunately been discontinued. We hope this situation will be redressed before too long.

The Board and staff of RAV have reviewed the status quo and refreshed our strategy, renewing focus on members and recognising the growing influence of regionally-based creative organisations. RAV's strategy is available on our website and Jo Porter (CEO) welcomes feedback and comments. The Board is happy with what we're doing in a dynamic situation.

RAV ended 2023 with a very modest surplus and a record number of members (653).

From the Board's perspective, the RAV staff forms an unparalleled group of subject matter and place-based creativity experts. The Board particularly acknowledges Jo Grant whose 17 years with RAV in Victoria's South West concluded in 2023. A big thank you to all the RAV staff who are doing incredible work for our members and all our regional artists. Special mention to the leadership of Jo Porter and the Executive Team.

The Chair acknowledged the RAV Board members, who gather online and in person, joining meetings from all over the State. During 2023, the Committee structure of the Board was reframed, with an Executive Committee overseeing policy, finances and risk and a Development Committee addressing diversification of RAV's funding sources so we can get ourselves into a growth phase again. We thank Rebecca Brezzi, Victoria Crane, Emma Jones and Jes John who stepped down from the Board during 2023 and also Dr Greg Pritchard for his contributions.

No questions from Members about the Chair's Report.

7. Appointment of Auditor

The Chair presented.

Motion: The Chair proposed that Eric Townsend of E. Townsend & Co be appointed auditor for 2024.

Motion forwarded by Mark Avery.

Motion seconded by Rebecca Hosking.

Motion passed unanimously.

8. Board Nominations

The Chair presented.

As of the close of nominations for Board positions in 2023, there was 1 eligible nomination for an elected member of the Regional Arts Victoria Board.

There were 2 vacancies for elected Directors, and in accordance with the Regional Arts Victoria Constitution S 65.6 the nominee was elected unopposed as follows:

- Karla Conway

In accordance with S 63.5 of the Constitution the Board intends to appoint Debra Jefferies as a co-opted member of the Board from June 2024. Debra possesses a number of skills in arts management and government and meets the skills listed in S 63.2 of the Constitution.

The Chair welcomed Karla to the Board.

9. Amendment to the Constitution

The Chair presented.

In recent months the Board of RAV has been considering the changes in regionally based creative organisations, and what these mean to RAV. There are many open studio networks, music ensembles, artist run initiatives and collectives who are ineligible for RAV membership because they are not “not-for-profit or charitable organisations”.

The Board feels that we are missing a huge potential of membership both to bring these creatives under the wing and provide them with support, and to grow the organisation.

Current Eligibility

Currently RAV’s constitution admits members are follows:

14 Application for ordinary membership

4.1 Any individual who:

- (1) is not less than 18 years of age at the date of application; and
- (2) ordinarily resides in the State of Victoria, may apply for ordinary membership of the Company.

14.2 Any body corporate which:

- (1) either:
 - (a) is incorporated in the State of Victoria, Australia; or
 - (b) has its principal place of business in the State of Victoria, Australia; and

- (2) has the promotion of regional arts or cultural pursuits as a primary or principal focus;
- (3) is a not-for-profit or charitable organisation may apply for ordinary membership of the Company.

Proposed Change

We are proposing to change the Constitution in a limited way, striking out Clause 14.2(3) - “not for profit or charitable organisations”.

The Board of RAV will retain its discretionary powers to accept or decline membership applications, ensuring our focus on smaller organisations whose purposes and activities are consistent with the interests of other members and Regional Arts Victoria. We do think this will help us grow our membership base.

Member Izzy Roberts-Orr (IRO) asked whether the amendment includes a proposal to scale RAV’s membership fees and to consider this within the membership criteria. The Chair noted that while this matter wasn’t before the Members, the Board may look at this in the future.

Motion: That Clause 14.2(3) is removed from the constitution and that the Members of Regional Arts Victoria adopt the amended Constitution.

Motion forwarded by Dr Greg Pritchard.

Motion seconded by Robyn Black.

Motion passed unanimously.

10. Other Business

No other business.

Close of AGM

The Chair thanked everyone for their attendance and the work they are doing to bring arts and culture to their communities.

Meeting closed at 12:30pm



Date: 10/05/2024

Chair of the Meeting
Sue Hunt AM