

**Minutes of VFMC A.G.M.**  
**Sunday 17th July 2022**  
Ringwood East Senior Citizen's Hall  
and Online via 'Zoom' 2.30pm

**Present:**

Don Fraser; Michael Hassett; Colin McLaren; Mary Fraser; Denis O'Leary; George Ward; Bill Buttler; Maree Buttler, Tony O'Neill, [Steve Bullock](#); [Jane Bullock](#); [Stan Cuichak](#); [Bryce Russel](#); [Tony Kelly](#); [Domenic Martin](#); [Bette Martin](#); [Ken McGregor](#); [Steven Whiteside](#):

blue = online

**Apologies:**

Norm Ellis; Wal Tiedemann; Julie Tiedemann; Robyn Hammond; Sofie Krop; Trevor Voake;

**Meeting opened:**

3.00pm after difficulty finding enough for a quorum

Chaired by Vice President Mike Hassett; Minutes Vice Secretary Don Fraser

Vice President Mike Hassett welcomed everyone; acknowledgement of country followed

**Minutes of previous meeting:**

Confirmation of 2021 AGM minutes

Moved          Mike Hassett          Seconded          Colin McLaren          Carried

**Reports:**

All reports were posted on the website prior to the meeting; paper copies available at the meeting; The meeting elected to receive a brief summary of each report.

Bill Buttler explained need to include reports on the Highland Games as this group of which he is associated offers participation and a higher profile for the VFMC through their Folk Tent; Folk Tent is one of the four main pillars of the Highland Games; opportunities to promote our Club exist; Colin McLaren queries possible storage opportunities using Games facilities

Vice President thanked authors of all their reports

Motion:          that all reports be accepted

Moved          Colin McLaren          Seconded          Tony O'Neil          Carried

## Treasurer's Report:

Treasurer Don Fraser indicates finances were audited by Dainbridge Taxation Services, they are satisfied with the integrity and processes of the Club's finances.

Report shows total cash balance at EOFY is \$60,614, which is -\$2,699 (deficit) from SOFY. \$2,107 of this deficit can be attributed to one-off Capital Expenses in purchase of electronic equ. and stage equ. Low bank interest resulted in a low return from the two Term Deposits. If this capital expense and low interest is taken into account the nominal deficit would be close to break even or positive. After auditor applied depreciation to stock and equipment retained profit is actually \$2917, making Total Members Funds \$63,697.

Motion: that the Treasurer's report be confirmed  
Moved Don Fraser Seconded Maree Buttler Carried

All Current Committee members vacated their positions

Colin McLaren stepped in to chair the meeting and call for nominations

Colin McLaren thanked the previous Committee then called for

## Election of Office Bearers:

For	Proposed by:	Nominee:	Seconded:	Accepts
<b>President</b>	Mike Hassett	<b>Steve Bullock</b>	Tony ONiel	yes
<b>Vice Pres</b>	Maree Buttler	<b>Mike Hassett</b>	Denis O'Leary	yes
<b>Secretary</b>	Maree Buttler	<b>Jane Bullock</b>	Tony O'Neil	yes
<b>Treasurer</b>	Mike Hassett	<b>Don Fraser</b>	Tony O'Neil	yes
<b>Ordinary Memb.</b>	Mike Hassett	<b>Maggie Somerville</b>	Maree Buttler	yes
	Don Fraser	<b>Maree Buttler</b>	Mary Fraser	yes
	Maree Buttler	<b>Trevor Voake</b>	Bill Buttler	yes
	Maree Buttler	<b>Bill Buttler</b>	Don Fraser	yes
	Maree Buttler	<b>Domenic Martin</b>	Mike Hassett	yes
	Bill Buttler	<b>Tony O'Neil</b>	Denis O'Leary	yes

## **Appointment of positions:**

Remains basically as for the previous year

<b>Membership</b>	<b>Trevor Voake</b>
<b>Concerts</b>	<b>Maree Buttler</b>
<b>Newsletter</b>	<b>Maggie Somerville</b>
<b>Publicity</b>	<b>Don Fraser, Jane Bullock</b>
<b>Sessions</b>	<b>Don Fraser</b>
<b>Dance</b>	<b>Jane Bullock</b>
<b>Youth Outreach</b>	<b>vacant</b>
<b>Billabong Band</b>	<b>Trevor Voake</b>
<b>Website</b>	<b>Steve Bullock, Mike Hassett, Bill Buttler</b>
<b>Highland Games</b>	<b>Bill Buttler</b>
<b>Library</b>	
<b>WattleDay</b>	
<b>Auditor</b>	

## **Fees and date for the coming year set:**

Due to the financial position being nominally positive the Treasurer does not recommend any increase in fees for the coming year. Treasurer moves membership fees remain as is

Moved Don Fraser Seconded Tony O’Niel Carried

Treasurer moves the due date of membership is 31st March

Between 1/4 and 30/6 a member will be in grace if still unpaid, still a member but not financial

If membership lapses after 30/6, they will need to re-apply

Moved Don Fraser Seconded Colin McLaren Carried

## **Other Business, Special Resolution:**

Colin McLaren addressed the meeting re his proposal to move \* a reversal of 34(1) and 64(5) in the current Constitution (plus several other related points) that dis-allows proxy voting. He proposes 34(1-7) of the New Model Rules be substituted for 34(1) which will allow proxy voting. He raised the issue in 2019, understood it would be addressed but it has not to date.

\* the motion is appended below

Steve Bullock pointed out several pertinent points regarding the original reasoning - there existed a degree of concern at the time of the revision that other similar organisations could attempt to take-over of the VFMC and/or assets, say through Committee stacking or takeover attempts. When it was revised it was to bring the Constitution back to what it was at a previous period for a degree of asset protection. Suggest the Committee will need to discuss if this is still a valid issue.

The motion appended below was then put.

Moved Colin McLaren      Seconded Maree Buttler  
Carried (12 in favour, 3 abstained)

After further discussion the Committee agreed a full review of the whole Constitution is in order to fix possible ambiguities and weak points; Colin McLaren to be asked to assist with his experience to a sub-committee.

Moved Don Fraser      Seconded Colin McLaren  
Carried (12 in favour, 3 abstained)

### **Other Point Raised:**

Stephen Whiteside suggests Concert Committee discuss 8 minute / 2 song rule for Spot Acts, it requires clarity.

### **Meeting Closed:**

4.30pm

“Braw Gala”  
23 High Point Avenue,  
MOOROOLBARK,  
Victoria 3138.

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19th June 2022

The Secretary,  
The Victorian Folk Music Club Inc.,  
P.O. Box 215,  
RINGWOOD EAST,  
Victoria 3135.

Dear Madam Secretary,

#### **Agenda Item for 2022 Annual General Meeting**

In accordance with the Club's Constitution Items 13 (1) (b) and 30 (5), I would request that the following item be included in the Agenda for this year's Annual General Meeting under the heading of "Any Other Business".

#### **Proxy Voting**

**Motion** – That, to reinstate a Club member's ability to vote by Proxy at General Meetings of the Club, (a) Item 34(1) of The VFMC Constitution be replaced with Items 34 (1) to (7) of the Victorian Government Associations' Model Rules and (b) Item 64 (5) be removed from the Constitution.

My reasons for tabling this motion, which has the best interests of the Club and its members in mind, are as follows:-

- (1) During the currency of The Old VFMC Constitution, Club members were able to vote by Proxy at General Meetings of the Club, and each year a Proxy Voting Form was issued to members together with the Notice of Meeting, Agenda and Committee Nomination Form.
- (2) The Victorian Government Associations' Model Rules, on which The VFMC Constitution is tailored, permits Proxy Voting by members.
- (3) When The VFMC Constitution was accepted at the Club's Annual General Meeting on 9<sup>th</sup> July 2017, concern was expressed regarding the prohibition of Proxy Voting and members were advised that the Committee may consider changes, including those relating to Proxy Voting (vide AGM Minutes Item 5). It would appear, however, that no further action has been taken in this regard over the past 5 ensuing years.

**(Contd)**

- (4) Items 13 (1) (c) and (d) of The VFMC Constitution provide the right for members to be heard and to vote at General Meetings but Item 34(1) prohibits a member who is unable to attend such meetings (be it through disability, illness, absence or other commitment) from exercising these rights which could be conceived as being discriminatory, unconstitutional and even, perhaps, a contravention of Federal and State legislation relating to "Anti-Discrimination" and "Equal Opportunities". Should this prove to be the case, it could well expose the Club to legal action, expensive litigation and even de-registration.
- (5) During my 40 plus years working in the Corporate, Not For Profit and Government sectors, and having been a member of numerous organisations over many years, I have never known any other organisation or club other than the VFMC which denies Proxy Voting to its members.

As proposer of the above Motion, I would be happy to speak to same at the Annual General Meeting.

As I am unclear as to whether or not the Committee are agreeable to accept items submitted by email (vide Constitution Item 74(3)(d)(i), I will provide a hard copy of this letter, duly signed, to a Committee Member in compliance with Constitution Item 74(3)(a).

Yours faithfully,

Colin McLaren.