



The Teachers' Guild of New South Wales

Established 1892

Doceo ut discam: I teach, that I may learn

ACN 000 011 138 ABN 35 000 011 138

Draft Minutes of the Annual General Meeting Friday 26 November 2021

- 1. Present:** Dr Fred Osman; Peter Green; Frances Fleeton; Patrick Nam; Alex Wharton; Merissa Perivolarellis; April O'Donnell; Amy Ayres; Tom Mae; Phillip Heath; Rick Stevens and Dr Keith Suter.

Apologies: Sally Ruston, Colin Mae, Mark Connellan, Dr Christine Mae, Dr Lauren Knussen and Diane Fournaris.

The meeting was held via ZOOM and opened at 5:32 pm.

The President made a Welcome to Country and welcomed all in attendance.

- 2. Minutes of the Annual General Meeting held on Wednesday 25 November, 2020**

The minutes were accepted as a true and correct record of the Annual General Meeting.

Moved by April O'Donnell. Seconded by Dr Keith Suter.

Motion carried unanimously.

- 3. President's Report**

The President spoke to and tabled a full report on the Guild's activities for the year 2021. The Annual Report was received and a soft copy was sent to all Guild members prior to the meeting. A copy is appended to these Minutes.

Moved by Dr Fred Osman. Seconded by Tom Mae.

Motion carried unanimously.

The Treasurer congratulated the President on supporting the educational community through a very difficult year.

- 4. Treasurer's Annual Report with a report from the Company's Auditors**

The Treasurer presented the Guild's Preliminary General Financial Report for 2021 and explained the various aspects of the Report. A soft copy was available for the members via the Guild's website as well as a summary of the Report.

A significant outlay for services with The Association Specialists has resulted for the year. The Guild anticipates that our Sponsorship will continue to increase in 2022 and the overall balance will be more positive. Greater interest was attracted by moving funds to the Savings





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Account rather than having a Term Deposit. The combination of the pandemic and event cancellations has reduced the overall income for the Guild.

1. Motion: That the Guild's Preliminary General Financial Report for the financial Year July 2020 to June 2021 be accepted.

Moved by Peter Green. Seconded by Rick Stevens.

Motion carried unanimously.

2. Motion: That the financial statements and notes give a true and fair view of the financial performance, financial position and cash flows of the Guild for the financial year July 2020 to June 2021 and that there are reasonable grounds to believe that the Guild will be able to pay its debts as and when they become due and payable.

Moved by Peter Green. Seconded by Rick Stevens.

Motion carried unanimously.

3. Motion: That during the calendar year to which the Preliminary General Purpose Financial Report relates:
 - a. meetings of the Council were held in accordance with the rules of the Guild; and
 - b. the financial affairs of the Guild have been managed in accordance with the rules of the Guild; and
 - c. the financial records of the Guild have been kept and maintained in accordance with the Registered Organisation Act; and
 - d. where information has been sought in any request by a member of the Guild or the Commissioner duly made under section 272 of the RO Act, that information has been provided to the member or the Commissioner; and
 - e. where any order for inspection of financial records has been made by the Fair Work Commission under section 273 of the RO Act, there has been compliance.

Moved by Peter Green. Seconded by Merissa Perivolarellis.

Motion carried unanimously.

The President thanked and acknowledged the Treasurer for his work throughout the year and wished him a very happy retirement from the Guild Council.

5. Appointment of Accountant and Auditor for 2022

Motion : It was resolved to not appoint an Accountant or Auditor to allow the Council time to find one that would be appropriate to work through the accounts of the Guild. Council will make this appointment closer to the AGM in 2022.

Moved by Peter Green. Seconded by Rick Stevens.

Motion carried unanimously.



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6. Special Resolution

Motion 6.1: That the members present accept an amendment to Clause 39.3 in the Constitution to split three Vice-Presidents into two roles of one Vice-President and immediate Past-President, and to note that Council members will be elected to a portfolio of work.

Moved by Dr Fred Osman. Seconded by Peter Green.

Motion carried unanimously.

Motion 6.2: That the members present accept an amendment to Clause 39.4 in the Constitution to reflect the change to one Vice President and Immediate Past President, remove reference to the 2020 AGM and Accreditation Officer, and include changes to Council structure.

Moved by Dr Fred Osman. Seconded by April O'Donnell.

Motion carried unanimously.

Motion 6.3: That the members present accept the lodgement of the amended Constitution with the Australian Securities and Investments Commission (ASIC).

Moved by Dr Fred Osman. Seconded by Rick Stevens.

Motion carried unanimously.

7. Election of Office-bearers for 2022

2022 office-bearer nominations closed on Friday 5 November with the following nominations for Office Bearers in 2022. The new Council at the AGM will consist of an Executive Council and no more than six ordinary members of Council responsible and nominated for portfolio of work as outlined in the Bylaws. As there is no nomination for the same Council portfolio of work, there will be no election required and the following members have been confirmed at the AGM.

Executive Council Members for 2022:

President: Dr Frederick Osman FTGN

Vice President: Patrick Nam MTGN

Past President: Frances Fleeton FTGN

Treasurer: Vacant

The Association Specialist (TAS) will continue with the financial management role and the retired treasurer duties will be overseen by the Executive Council Members. The Association Specialists Pty Ltd (TAS) will continue to undertake the Secretariat for the Teachers' Guild of New South Wales Council for the duration of the Agreement period. The Program of Work encompasses all of the services outlined in Schedule B Services provided in the constitution.



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Ordinary Council Member for 2022:

Councillor for Awards: April O'Donnell MTGN

Councillor for Events: Dr Lauren Knussen MTGN

Councillor for Sponsorship and Corporate Relations: Diane Fournaris MTGN

Councillor for Editorial: Mersini Perivolarellis MTGN

Councillor for Advocacy: Alex Wharton HFTGN

Councillor for Educators Network: Amy Ayres MTGN

The President wished the new Council every success in its Care of Education. The President would also like to thank, **Mr Peter Green** FTGN, **Mr Tom Mae** HFTGN, **Mr Anthony Nolan** HFTGN and **Ms Sharrda Shah** MTGN who did not nominate and will retire from Council at the AGM. On behalf of the Teachers' Guild of NSW membership, we would like to sincerely thank them for all their contributions to Council during their tenure.

Those nominated were endorsed unanimously by all at the AGM.

Motion : All those nominated be appointed by the membership at the meeting.

Moved Peter Green. Seconded by April O'Donnell.

Motion carried unanimously.

The President was requested to advise TAS to complete the ASIC document required to reflect the changes in the officers of the company.

8. Any other business

Member Survey – to be distributed to all members to gauge feedback about events and membership. Feedback is appreciated.

Looking forward to the Fellows Dinner next week, after it had to be postponed due to COVID. Our guest speaker will be Dr Phil Lambert.

WTD Celebration to be held at beginning of year - please note seating capacity has increased to 180 so more tickets can be purchased.

Rick Stevens congratulated Dr Fred Osman on his leadership and the continued development of the Guild as the important educational organisation for the profession.

In closing, the President wished all in attendance a very happy Christmas and safety for the future.

9. Close of meeting

There being no further business, the meeting closed at 6:26pm.



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Accepted by Council as a true and correct
record at the 2021 Annual General Meeting

President or Chair of meeting

Date



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