

**MINUTES OF THE ANNUAL GENERAL MEETING
OF THE WANNEROO REPERTORY INC
HELD ON WEDNESDAY 17th April 2024**

APOLOGIES & ATTENDANCE - as per the attendance record book.

IN THE CHAIR – Gwen Browning – President

MINUTES RECORDED BY – Richard Tudge – Secretary

President, Gwen Browning, declared the meeting open at 7.35 pm and welcomed members in attendance.

1.0 CONFIRMATION AND ACCEPTANCE OF THE MINUTES OF PREVIOUS AGM HELD ON Wednesday 14th June 2023.

The Minutes of the previous AGM were proposed as a true record of that AGM by Andrew Brown and seconded by Roger Oakes. All in favour – carried unanimously.

MATTERS ARISING

There were no other matters arising.

2.0 TREASURER’S REPORT AND AUDITOR’S REPORT (ORIGINAL COPY ON FILE)

Treasurer, RJ Smolders, presented the Annual Report and the Auditor's Report for perusal by the members in attendance.

RJ commenced his presentation by advising that the club suffered a net loss of \$5,462 after adding back depreciation of \$59,543 which was a small improvement from last year.

RJ pointed out that there were only 4 productions in 2023 instead of 5 which had a significant impact on the clubs' income – down by over \$37,000 over the previous year.

The reduced income and rising costs meant the club had to resort to drawing from its savings account. However, RJ assured the membership that the club was still in a good financial position – supported by the income from excellent productions last year and this.

As a result of the increased costs there had been a need to increase ticket prices last year and RJ advised that there will probably be further increases in ticket prices this year.

RJ advised that a significant change had been to no longer accept cash or cheques as payments. This decision was not taken lightly but after considering several issues, the committee had agreed to pursue a no cash policy.

RJ directed the members attention to the final report of the auditor, Gary Grant, confirming that the accounts were a fair and true reflection of the theatre’s financial position.

Moved by RJ Smolders (Treasurer) and seconded by Dave Browning that the Treasurer's Report be accepted as a true and correct record of the Theatre's Account.

All in favour – carried unanimously.

3.0 PRESIDENT'S REPORT (ORIGINAL COPY ON FILE)

President, Gwen Browning, read her report for 2023 advising that it had been a very busy & successful year – enjoying excellent houses due, not only to the high standard of performances, but also to the outstanding work by our marketing officer Ellie Coburn and our social media officer Ashlee Torrens. Gwen expressed her thanks.

Gwen went on to describe the Seasons throughout the last calendar year:

The year began with the comedy Full Circle directed by Barry Lefort. This was a fast-paced comedy set in suburban England. With a strong cast and an outstanding backdrop by Ursula Kotara, the play was very popular with our audiences.

Unfortunately, the scheduled production of Puss in Boots had to be postponed to 2024, with the result that Tartuffe, directed by Gwen Browning, was the next production in September. Performed entirely in rhyme this was a challenging production for the cast and audiences. Tartuffe saw a welcome return to the stage of some past members who had certainly not lost their touch.

Company followed in November, directed by Gillian Binks. Who would have thought that covid would once again raise its head and disrupt the production. Added to that, the tragic Wanneroo bushfires meant that more performances had to be cancelled. Fortunately, Taztix was able to reallocate seats for later dates, so no one missed out on this wonderful musical. The sound for this production was particularly well-balanced and a tribute to our Technical Manager, Paul King, the sound team, and our excellent equipment.

The March production, of An Inspector Calls, directed by Gordon Park, rounded off the theatre calendar in style with outstanding box office takings worthy of an excellent production. No one could have predicted that the season would be performed during an unprecedented heatwave.

Gwen added that in addition to our scheduled productions there were several community events involving members of the Limelight Theatre. These included a Murder Mystery performed in the Wanneroo Library, Da Beat Dance Studio hired the theatre for an abridged version of Annie, and theatre members attended the Wanneroo Show – providing good PR and an avenue for promoting the club to the wider community. In addition, the disabled choir continue to hold their sessions in the foyer on Thursdays - their numbers seem to be growing and their enthusiasm is catching.

On a sadder note, Gwen described the loss of several highly valued and longstanding members. Murray Dearle, who introduced her to the theatre in 1983, was a stalwart performer and song and dance man. Bev Wright also passed away in 2023. Bev was a life member and an amazing member of the wardrobe team. And recently, we saw the passing of Les Layton who will be remembered for his outstanding performances in A Fiddler of the Roof, Sailor Beware and Hobson's Choice; to mention just a few.

Gwen acknowledged and thanked the members of the Tuesday Taskforce (TTF) who work tirelessly away every week to keep the theatre shipshape and to help our set builders and directors wherever they are needed. You are the stalwarts of the club.

Gwen then explained that the ground lease for the theatre is up for renewal and as a result the City of Wanneroo have conducted several surveys including electrical and structural, the results of which were delivered to us as the Hendry Report. This report listed many items which needed to be addressed before the City would renegotiate the lease. Under the sound guidance of our Maintenance Manager, Roger Oakes, a sub-committee was formed to work through these items and to rectify what we could so that they would comply with City and legislated standards.

Gwen reminded the members about the proposed renewal of the auditorium seating & carpet and the introduction of an acoustic ceiling and improved air-con ducting.

She advised that Shelley McGinn has managed to secure \$30,000 of Federal funding to contribute towards this cost. However, the theatre needs a lot more funding to complete the project. With increasing costs, we are now looking at a figure closer to \$200,000. Shelley is pursuing further funding, but we are also going to start a "Buy a Seat" campaign. Gwen informed the membership that for only \$250 they can sponsor a seat with their name on it. For businesses a seat will cost \$500. There is a fundraising thermometer in the foyer to track the progress of the campaign. After the meeting, Gwen invited the members present to witness Shelley ceremonially enter the first dollars raised.

Finally, Gwen thanked everyone for their support throughout the year. To the reading committee, adjudicators; technical, set, properties and wardrobe support; front of house volunteers, bar manager, membership secretary and our hardworking committee – their efforts are so very much appreciated. With special thanks to Secretary, Richard Tudge, for his efficient support throughout the year.

Honorary Members -

The President & current committee had decided that Honorary Memberships be awarded to:

Kate Robinson - Honorary Membership is awarded in appreciation of her role as the Limelight Theatre Website Administrator and her IT support for the Wanneroo Repertory Committee. In Kate's absence, Patrick McGinn collected the award.

Max Walker - Honorary Membership is awarded in appreciation of his landscaping, ongoing maintenance and care of the Limelight Theatre garden.

Congratulations & thanks were made to these Honorary Members.

4.0 ELECTION OF OFFICE BEARERS FOR 2023

Gwen pointed out to the membership the role of the Nominations Sub-Committee (NSC) who had been appointed, previously, by the Committee.

Their task was to ensure that nominations and proxy votes had been received and vetted for correctness prior to the AGM and that any election votes, carried out at the AGM, were completed correctly and accurately.

Andrew Govey pointed out a conflict of interest in that he had nominated for the NSC but that he had subsequently also nominated to be part of the Management Committee. Andrew stepped down from the NSC.

Shelley McGinn then volunteered to be the 3rd member of the NSC and approached the stage.

The final election results are summarised as follows -

NOMINATIONS

Executive Committee Members

Vice President – **Karen Murray** – (prior nomination) – elected unopposed.
Treasurer – **RJ Smolders** – (prior nomination) – elected unopposed.

Ten (10) Committee Positions

Technical Manager - Paul King - (prior nomination) – elected unopposed.
Publicity Coordinator - Ellie Coburn - (prior nomination) – elected unopposed.
Helen Smolders – (prior nomination) – elected unopposed.
Volunteer Coordinator - Karen Murray – (prior nomination) – elected unopposed.
Theatre Maintenance Manager - Roger Oakes - (prior nomination) – elected unopposed.
Social Media Coordinator(s) - Ashlee de Costa - (prior nomination) - elected unopposed.

Committee Members (without portfolio)

Andrew Govey - (prior nomination) - elected unopposed.
Tom Melanko - (prior nomination) – elected unopposed.
Gordon Park - (prior nomination) – elected unopposed.
Christine Smith - (prior nomination) – elected unopposed.

Non-Committee Positions

Lighting Team Technician - Ashlee De Costa – (prior nomination) – elected unopposed.
- **Peter Giles** – (nomination from the floor) - elected unopposed.
Sound Team Technician – Reynold Bauer – (prior nomination) – elected unopposed.
Front of House Coordinator – RJ Smolders (prior nomination) – elected unopposed.
Booking & Membership Officer – Patrick McGinn (prior nomination) – elected unopposed.
Wardrobe Manager – Julie Clark - (prior nomination) – elected unopposed.
Properties Manager - Lorraine Jones – (prior nomination) – elected unopposed.

Gwen concluded the election of Committee Members by offering her thanks to the assembly and to those volunteers who will form the Committee in 2024.

Finally, Gwen thanked the members of the Nominations Sub-Committee.

5.0 APPOINTMENT OF AUDITOR

RJ advised that Gary Grant is prepared to continue as our Auditor for 2024.

Moved by RJ Smolders (Treasurer) and seconded by Helen Tudge that Gary Grant be appointed as auditor for 2024. All in favour – carried unanimously.

6.0 ANY OTHER BUSINESS

6.1 Review Business Signatories

This item has been placed on the AGM Agenda as an aid-de-memoir, to assist with keeping the list of approved signatories up to date with the Bank Accounts, Telstra and any other body that requires formal signatories from the Management Committee.

In this case, as RJ Smolders had been re-elected as Treasurer all Business Signatories will remain the same until the next AGM.

However, RJ suggested that a further two individuals, able to act as Business Signatories, could be advantageous to the theatre. RJ will investigate accordingly.

6.2 Amendments by Special Resolution

Gwen explained to the membership the principals behind the proposed amendments to the Rules of Association. A total of 8 proposals had been prior circulated to the membership for review.

Peter Giles noted that the Theatre Operating Procedures and By-Laws were almost identical documents and that there were discrepancies between the terminology used in the By-Laws and the Rules of Association.

Secretary, Richard Tudge, explained that the By-Laws can only be adjusted at an AGM or Special Meeting. The Theatre Operating Procedures (TOP) were introduced to provide “real time” continuing guidance to theatre volunteers and can be adjusted at any time by the Committee. It is coincidence that the two documents are currently the same.

Richard went on to explain that if the proposed changes to Rules of Association are accepted by DMIRS then the By-Laws (and Operating Procedures) will be revised by the Committee for consideration at the next AGM.

Richard also acknowledged that the By-Laws (and TOP’s) only apply if they are not inconsistent with the Rules of Association.

Voting was conducted by a “show of hands” (including Proxy Votes) and all items were **carried unanimously** in favour, of the members voting at the AGM.

A table of the results of the proposals is attached as Appendix 1.

7.0 ANY OTHER BUSINESS

7.1 Richard Tudge (Secretary) advised that he would be stepping down as club Secretary at the next AGM (2025) and that this would be his last year of service. Richard explained that if any individual (or individuals) felt they would like to be Secretary they could contact him after the AGM and he would explain what the task entails.

President, Gwen added that the job of Secretary could, quite easily, be shared by two people.

7.2 Max Walker (theatre volunteer gardener) asked if a sign or chained fence could be erected across the corner of the east facing garden to prevent pedestrians taking a short-cut across the garden and patio area. This was agreed and will be taken to the Theatre Management Committee.

Max also advised that the mains water pressure was very low and added that it was difficult to water the garden or use the garden reticulation system. Again, this was agreed and will be taken to the Theatre Management Committee.

There being no further business the meeting closed at 8.16 pm.

**ACCEPTED AS A TRUE RECORD OF THIS MEETING AND SIGNED BY THE
PRESIDENT AND SECRETARY AT THE 2025 AGM, DATED BELOW -**

President

Secretary

Date

APPENDIX 1 to 2024 AGM

2024 PROPOSED AMENDMENT TO WANNEROO REPERTORY INC RULES OF ASSOCIATION

	Ref	Proposed Changes	Reason for change/Proposer	Seconded by / Result of voting
1	4.4 (3)	An individual who has not reached the age of 16 years is only eligible to <i>be a junior member and has no voting rights.</i>	Clarification regarding junior membership. / R. Tudge.	Lorraine Jones / Carried.
2	4.4 (6)	An <i>Honorary</i> member has the rights referred to in subrule (5) other than full voting rights.	Clarification regarding honorary membership. / R. Tudge.	Roger Oakes / Carried.
3	4.4 (7)	A Life Member shall have the same rights as an ordinary member and be exempt from membership fees as an acknowledgement of their service to the club.	New item - to clarify life membership status. / R. Tudge.	Wally Fry / Carried.
4	4.4 (8)	The committee may confer Life Membership or Honorary Membership on any person.	To simplify existing statement. / R. Tudge.	Helen Tudge / Carried
5	5.3.3	<p>Electing the Committee</p> <p>(1) At the General Meeting, financial members who are eligible to vote receive appropriate voting slips (and proxy voting slips if eligible) from the Secretary / Membership Secretary.</p> <p>(2) Three volunteers are selected from the assembled membership to act as “scrutineers” for the process of election.</p> <p>(3) The selected members must not be–</p> <p style="padding-left: 40px;">(a) current serving member of the committee; or</p> <p style="padding-left: 40px;">(b) A member who has nominated for any Association position in the same election; or</p> <p style="padding-left: 40px;">(c) Be a family member or otherwise close familial relation of any nominee.</p>	<p>To replace previous section –</p> <p>5.3.3 Nominations</p> <p style="text-align: center;">Sub-Committee</p> <p style="text-align: right;">/ R. Tudge.</p>	Andrew Govey / Carried

APPENDIX 1 to 2024 AGM

2024 PROPOSED AMENDMENT TO WANNEROO REPERTORY INC RULES OF ASSOCIATION

		<p>(4) The scrutineers shall</p> <p>(a) Elect from themselves a Returning Officer who will oversee the counting of the votes.</p> <p>(b) Collect and count the voting slips.</p> <p>(5) The Returning Officer hands the results to the Secretary who announces the result.</p>		
6	5.3.5 (1)	Only those who are current financial members and have served as a Committee Member of the Association, for a minimum period of 2 years, shall be eligible to be elected to the position of President, Vice President, Secretary or Treasurer.	<p>New inclusion to reflect rules of Association By-Laws.</p> <p style="text-align: right;">/ R. Tudge.</p>	Dave Browning / Carried
7	5.3.5 (2)	Exceptions may be granted if there is no suitable nomination for a position (office holder or otherwise) whereby the President of the meeting may call for nominations from the ordinary members at the meeting.	<p>New inclusion to reflect rules of Association By-Laws.</p> <p style="text-align: right;">/ R. Tudge.</p>	Karen Thompson / Carried
8	9.1	By Laws: Adopt the document "Theatre Operating Procedures" into the By Laws of the Association,	<p>Updating the existing document to remove the specific name and date of the Theatre Booking Co-ordinator.</p> <p style="text-align: right;">/ R. Tudge.</p>	Shelley McGinn / Carried