



## Lenswood & Forest Range Community Association

### **Draft Minutes Special General Meeting**

**Date:** Thursday 26<sup>th</sup> February 2015

**Time:** 7.00 – 10pm (Meeting 7-7.30 followed by a light supper & presentation by Sharon & Garry (owners of Mt. Loft Ranges Vineyard))

**Venue:** Mt. Lofty Ranges Vineyard: 66 Harris Road, Lenswood.

#### **Management committee elected at AGM 29<sup>th</sup> August 2014**

Chair: Graeme Schultz

Vice Chair: Peter Stafford

Secretary: Ann Kempe

Treasurer: Ann Kempe

Public Officer: Rob Hall

4 committee members:

Peter Stafford  
Alison Mason  
Caroline Chaplin  
Chris Grant

Malcolm Drew: Administrator of Association web site

Chair: Graeme Schultz

#### 1. Attendance/apologies

Chris Grant, Peter Stafford, Graeme and Fiona Schultz, Alison Mason, Rob Hall, Ann Kempe, Garry Beaton, Cam and Kay Stafford, Caroline Chaplin, Rose Milton-Head, Sam Perna, Sally Robbins, Mick Simpson, Garry and Sharon Sweeney, Bob Kellett

Apologies: Malcolm Drew, Rodney & Judy Green, Roger & Jenny Schultz, Jenny Schultz, Claire and Don Harris, Jon Tons, Harleigh Mason, Molly Pockock

#### 2. Changes to Constitution (current version and updated version on website and hard copy to be circulated in early February)

- See attached information about rules for changing the constitution,



## Lenswood & Forest Range Community Association

- Secretary explained the proposed changes reflect the work done on the constitution of the new Forest Range & Lenswood History Group Inc.

### **The Special Resolution proposed (supported unanimously by the Management Committee) is:**

...that the members of the Lenswood & Forest Range Community Association Inc. agree to the proposed changes to the current Constitution/Rules, which are included in the table attached below and available on the Association website since August 2014 (Motion put by Peter Stafford, 2<sup>nd</sup> Caroline Chaplin)

- Vote by show of hands and tabled proxy voting forms – under Rules, 75% of members must vote yes to change constitution. When the vote was taken there were 26 financial members .
- Garry Beaton conducted the vote and counted proxies.

#### *Outcome:*

- *YES vote was supported (the changes to constitution was passed – to take effect immediately)*
- 20 votes in the affirmative (members were present or voted yes by proxy)
- 6 members did not provide proxy votes and did not attend the meeting
- Thus:77% of membership voted YES on the night or by proxy]
- Secretary to notify the Office of Consumer and Business Affairs - Government of South Australia and pay for changed \$62.50 as per *Association Incorporations Act 1985 and Associations Incorporations Regulations 2008*

### 3. Discussion: celebration of the centenary of Lenswood (Chair) and focus of Association for next few years

- Discussion took place regarding the celebration of the centenary of Lenswood and also what might be the focus of this Association for next few years
- The Chair suggested we postpone action re Lenswood centenary until we talk to the History Group and perhaps have a joint meeting with them. Peter Stafford will investigate. The Centenary is 2017.

*Motion:* Association to participate and cooperate with the History Group in preparation for the 2017 Centenary of Lenswood. (Put by Secretary, Gary Beaton seconded. Passed unanimously).

*Motion:* the Association to thank the Forest Range and Lenswood History Group for their work in restoring the War Memorial and surrounds by the Association. Also congratulations on the success of the Anzac Day event this year. Moved by Secretary and Seconded Fiona Schultz. Passed.

### 4. **Presentation by Garry and Sharon Sweeney**

*Light supper*



## Lenswood & Forest Range Community Association

*Next meeting will be the AGM 7.30pm, Thursday 27th August 2015*

### 7. Meeting finalisation

#### 7.1 Summary of Actions required (for secretary)

Item Number	Action required	Who?	By When?
2	Notify the Office of Consumer and Business Affairs re changes to the Constitution including payment of \$62.50 as per the Act.	Secretary	18 <sup>th</sup> May 2015
3	<ul style="list-style-type: none"><li>• Write to History Group about Centenary and organise a joint meeting.</li><li>• Thanks to History Group</li></ul>	Secretary	18 <sup>th</sup> May 2015

#### 7.2 Meetings 2015

- Thursday 18<sup>th</sup> May 2015 (Management Committee meeting)  
7.30pm, Thursday 27<sup>th</sup> August 2015 (Annual General meeting & social event) – venue to be advised
- Thursday 26<sup>th</sup> November 2015 (Management Committee meeting)

Meeting ended at: <7.56pm>

Note: Ann has a severe hearing impairment and writes the agenda/minutes from notes made by a relevant member.



## Lenswood & Forest Range Community Association

### Rules for changing constitution (based on current L&FRCA Constitution and South Australia Associations Incorporation Act 1985 (version 1.2.2010):

- Rules can only be changed by Special Resolution at a Special General Meeting or AGM,
- The Special Resolution can be requested in writing by not less than 5% of members (i.e. currently 2 people). *All members of the 2014 Management Committee have endorsed the changes (i.e. 8 members)*
- A minimum of 21 days notice to members is required prior to Special General Meeting *(Agenda and special resolution circulated 1<sup>st</sup> August 2014 and available on the website since then; proxy voting forms circulated early Feb. 2015.*
- The meeting shall be convened in the same manner as nearly as practical as a meeting convened by the Management Committee.
- Quorum as for Management Committee: Half the members (i.e. at least 13 members) must to be present personally or by proxy to constitute a quorum for the transaction of business at management committee or special general meeting). *(Currently the Association has 23 members including 7 on the management committee; so we need all the committee members plus at least 6 other members to be present on the 26<sup>th</sup> Feb. to get the necessary quorum)*
- Voting for Special Resolution: the SR can only pass if a minimum of **75%** of current financial members who attend (in person or by proxy) the Special General Meeting, vote in favour of the SR. *(i.e. currently 17 members are needed to vote in favour to change the rules).*
- Proxy Voting: A member shall be entitled to appoint in writing a natural person who is also a member of the Association to be their proxy, and attend and vote at any general meeting of the Association. Secretary will distribute proxy-voting forms to all members in early February.
- If passed, rule changes come into being immediately.
- Administrative actions: Changes to the Constitution must be registered with the Office of Consumer and Business Affairs, Corporate Affairs Commission by 29<sup>th</sup> September (1 month), as required by the Act. (See Forum 6 and 7). Forms signed by Public Officer includes Stat. Dec. signed by JP
- Budget implication: Fee of \$59.50 to be sent with documentation, to Office of Consumer and Business Affairs.

Rules from *South Australia Associations Incorporation Act 1985* (version 1.2.2010)