

MANNINGHAM COMMUNITY ENTERPRISES LIMITED

Minutes: Nineteenth Annual General Meeting

Thursday, 18 November 2021 at 5pm via Zoom Meetings

Present

✚ **Board of Directors:** Ian Goldsmith [Chair], Raymond Barrington, Maxwell Chapman, Colin 'Rod' Davitt, Deirdre Diamante, Bradley Dodemond, Nicholas Furlong, and Victoria Paouros [Company Secretary]

✚ **Board Associate:** Kerrydan Flory

✚ **Board Support:** Carly Kluge [Marketing Coordinator] and Pamela Tremlett [Bookkeeper]

✚ **Doncaster East & Templestowe Village Community Bank® Staff:** Paul Thompson [Senior Manager] and Lilian Gomes [Branch Manager]

✚ **Bendigo Bank:** Tania Hansen [Community Business Manager]

✚ **AFS & Associates:** Joshua Griffin [Auditor - Andrew Frewin Stewart]

✚ **Shareholders:** Brian Gartner, Ian Goldsmith and Raymond Barrington

✚ **Apologies:** Geoffery Roberts [Vice Chair]

Welcome

Chair Ian Goldsmith

The Chair welcomed all in attendance and advised that though voting prior to the Annual General Meeting was encouraged, live voting and questions would be permitted either verbally or via the chat function.

1. Quorum

Chair Ian Goldsmith

The Chair confirmed that a quorum was present and declared the meeting open.

2. Notice of Meeting:

Chair Ian Goldsmith

The Notice of Annual General Meeting was made available to all shareholders on 18 October 2021 and was taken as read.

3. Minutes of previous Annual General Meeting

Chair Ian Goldsmith

The Chair reported the minutes of the previous Annual General Meeting of members of Manningham Community Enterprises Limited held on Thursday, 26 November 2020 were approved by the Board and signed by the 2020 Chairman in accordance with provisions of Section 251A of the Corporations Act. A copy of those minutes was, and remains available, should shareholders wish to inspect them.

4. Proxies

The Chair reported that **4** valid Proxy Forms were received during the Annual General Meeting. Note, this number was later corrected to **8** valid Proxy Forms. All were received before the official closing time as per the lodging instructions and have been sighted by the Company Secretary.

5. Annual Report and Finance

- The Chair tabled the Company's Annual Report including Financial Report, Directors' Report and the Auditor's Report for the year ended 30 June 2021.
- The Chair described the Company's involvement in the community, sponsorships, and attendance at community organisation functions; and general community acknowledgement of the contribution being made.
- The Chair emphasised how aware the Board and Branch Management and Staff are, of the ongoing need for effort in the joint pursuit of excellence and innovation to meet future challenges in the market.

Adoption of Accounts

- The Chair on behalf of the **Finance Committee Chair, Rod Davitt** formally moved that -
 - a) the Profit and Loss accounts for the year ended 30 June 2021 and the Balance Sheet of the Company as at 30 June 2021;
 - b) the Directors' Declaration and report by the Auditor for the financial year ended 30 June 2021;
 - c) the Directors' Report for the financial year ended 30 June 2021
 - d) the NSX Report as at 18 October 2021;

... be received and adopted.

Seconded by Brian Gartner. Motion Carried.

Proxy Vote: 8/8 voted with the Chair.

6. Election of Directors

Ian Goldsmith temporarily handed Chair role to Rod Davitt.

Re-election of Directors retiring by rotation

- a. **Ian Graham Goldsmith** retired by rotation in accordance with the constitution of the Company and, being eligible offered himself for re-election.

The motion that Ian Graham Goldsmith be re-elected as a Director of the Company was moved by Rod Davitt.

Seconded by Raymond Barrington. No discussion. Motion carried.

Proxy Vote: 8/8 voted with the Chair.

Rod Davitt handed Chair role back to Ian Goldsmith.

- b. **Geoffrey Bruce Roberts** retired by rotation in accordance with the constitution of the Company and, being eligible offered himself for re-election.

The motion that Geoffery Bruce Roberts be re-elected as a Director of the Company was moved by Ian Goldsmith.

Seconded by Raymond Barrington. No discussion. Motion carried.

Proxy Vote: 8/8 voted with the Chair.

- c. **Deirdre Elizabeth Diamante** retired by rotation in accordance with the constitution of the Company and, being eligible offered herself for re-election.

The motion that Deirdre Elizabeth Diamante be re-elected as a Director of the Company was moved by Ian Graham Goldsmith.

Seconded by Brian Gartner. No discussion. Motion carried.

Proxy Vote: 8/8 voted with the Chair.

- d. **Maxwell Chapman** retired by rotation in accordance with the constitution of the Company and, being eligible offered himself for re-election.

The motion that Maxwell Chapman be re-elected as a Director of the Company was moved by Ian Graham Goldsmith.

Seconded by Raymond Barrington. No discussion. Motion carried.

Proxy Vote: 8/8 voted with the Chair.

8. Shareholder Questions

Chair Ian Goldsmith

No questions were raised.

9. Close of Meeting

Chair Ian Goldsmith

Meeting closed at approximately 5:30PM AEDT.



Ian G Goldsmith
Chair



Victoria G Paouros
Company Secretary

PROXY FORMS RECEIVED

CONNELL, K & N

CORMACK, J

DONALDSON, D

FISHER, D

JOSEPH SUPERANNUATION FUND

PALMIERI, F

PILENS, R

SKILLBECK, B