



Theatre Network NSW

✉ director@tnn.org.au

🌐 tnn.org.au

📍 90 Victoria St, Grafton NSW 2460 Australia

Theatre Network NSW Inc

Notice of the Annual General Meeting 2020

We invite Theatre Network NSW (TNN) members to join us for the 2020 Annual General Meeting.

Date:	Wednesday 10 th June, 2020
Time:	4.30pm
Place:	Attend via Zoom – Meeting ID: 861 4077 5289 – Password: 275761
Other ways to attend:	Attend via Proxy Form – Submit your Proxy Form

Due to the current restrictions the AGM will be held on Zoom. We are seeking all members' support to ensure we have a quorum. If you are available please join us online – the meeting will go for approximately 20 minutes. If you are unable to join us, please fill in and submit a Proxy Form.

If you wish to nominate for the Board of Theatre Network NSW Inc please complete a nomination form and return to director@tnn.org.au. We will contact to finalise your nomination as soon as we receive your form.

Additional business papers will be sent out on Wednesday 3rd June 2020.

Please RSVP and return Proxy Forms by Monday 8th June to director@tnn.org.au

The AGM will be followed (at approximately 4.50pm) by a Theatre Network NSW Board Meeting.

Theatre Network NSW is supported by the
NSW Government through Create NSW.





Theatre Network NSW

✉ director@tnn.org.au

🌐 tnn.org.au

📍 90 Victoria St, Grafton NSW 2460 Australia

Agenda

Item	Description
1.	Acknowledgement of Country: <i>Theatre Network NSW would like to acknowledge and pay respect to the traditional custodians of the lands on which we work, live and create. In particular, Theatre Network NSW would like to acknowledge the Gumbainggir, Bundjalung, Dharug, Dharawal and Eora nations in which our offices are situated.</i>
2.	Welcome and introductions. <i>TNN would like to thank and welcome to all attendees: members and non-members who are attending or have nominated a Proxy.</i>
3.	Apologies
4.	Review of actions from previous annual general meeting 2019 <ul style="list-style-type: none">• Clause 32 (Quorum) be reviewed via a future online vote.
5.	Acceptance of minutes of previous annual general meeting 2019
6.	Chairperson's report (<i>See 2019 A Year In Review</i>)
7.	Treasurer's report (<i>See 2019 Annual Report/Financial Statement</i>)
8.	Acceptance of Annual Report

Theatre Network NSW is supported by the
NSW Government through Create NSW.





Theatre Network NSW

✉ director@tnn.org.au

🌐 tnn.org.au

📍 90 Victoria St, Grafton NSW 2460 Australia

9.	<p>Election of Board Members.</p> <p>Chairperson stands down: Katrina Douglas, Coordinator chairs this session of the meeting.</p> <p>Thanks to all Board Members for their outstanding support of and commitment to the Theatre Network NSW over the past 12 months. Particular thanks to Maria Mitar who has indicated that they will not re-nominate to the board.</p> <p>As at Wednesday 27th May, nominations are received from:</p> <p>Nick Atkins Fraser Corfield Katrina Douglas Imogen Gardam Ben Kay Jane Kreis Penny Watts</p> <p>Call for nominations from the floor.</p> <ul style="list-style-type: none"> • Acceptance of Board Member Nominations. • Nomination of Chair. • Nomination of Treasurer. • Nomination of Deputy Chair. • Nomination of Secretary. • Nomination of Public Officer. • Acceptance of Board Executive Nominations. <p><i>N.B. Next Board Meeting to be held immediately following the AGM</i></p>
10.	<p>Chair takes up the Chair. Other Business</p>
11.	<p>Meeting close</p>



Theatre Network NSW

✉ director@tnn.org.au

🌐 tnn.org.au

📍 90 Victoria St, Grafton NSW 2460 Australia

2020 AGM Business Papers

Contents

1. Minutes to the 2019 AGM
2. Financial Report
3. Proxy Form
4. Nomination Form
5. Clause 32 of the 2018 Approved Constitution on Quorum

Theatre Network NSW is supported by the
NSW Government through Create NSW.



Create NSW
Arts, Screen & Culture



Theatre Network NSW

✉ director@tnn.org.au

🌐 tnn.org.au

☎ +61 409 814 067

✍ 90 Victoria St, Grafton NSW 2460 Australia

Theatre Network NSW Inc

Annual General Meeting 2019

Minutes

Date:	Wednesday, 1 st May, 2019
Time:	Due to lack of quorum the 3pm meeting was postponed for 30 minutes. At which time the meeting had sufficient quorum to continue. Meeting opened at 3.35pm
Place:	Bell Shakespeare Rehearsal Room, Level 1, 18 Argyle Street, The Rocks, NSW and online.

Item	Description	Resolution/Noted
1.	Acknowledgement of Country:	<i>Theatre Network NSW would like to acknowledge and pay respect to the traditional custodians of the lands on which we work, live and create. In particular, Theatre Network NSW would like to acknowledge the Gumbainggir, Bundjalung, Dharug, and Eora nations in which our offices are situated.</i> Thanks to Bell Shakespeare for hosting the AGM.
2.	Meeting Opens at: Welcome and introductions	Nick Atkins Pippa Bailey Elly Baxter Chris Bendall Judith Bowtell Julieanne Campbell Mark Cariston Seton Sophie Clausen Bek Conroy Fraser Corfield Sam Cosentino Michael Dengler Katrina Douglas Peta Downes Bronwyn Edinger Imogen Gardam



Theatre Network NSW

✉ director@tnn.org.au

🌐 tnn.org.au

☎ +61 409 814 067

📍 90 Victoria St, Grafton NSW 2460 Australia

		<p>Kate Gaul Dan Graham RobbieJames Ben Kay (Proxy Vote given to Nick Atkins) Joanne Kee Karen Kerkhoven Jane Kreis Amy Maiden (Proxy Vote given to Ali Murphy-Oates) Maria Mitar Georgia Mokak Ali Murphy-Oates Danielle O'Keefe Scott Parker Simon Pierce Elizabeth Rogers Corinne Shepherd Chris Tooher Richard Watts (Observer only) Penny Watts Linden Wilkenson Amanda Wright</p>
3.	Apologies	<p>Claudia Chidiac Eva Di Cesare Sandra Eldridge Kian Farzam Narelle Lewis Stefo Nantsou Katie Pollock Antonia Seymour Amy Matthews Madeh Timachi</p>
4.	Review of actions from previous annual general meeting 2018	<p>That Item 6 of the 2017 AGM Minutes be actioned so that each finance report to the board comments on the organisation's solvency. DONE</p> <p>Clause 32 (Quorum) be reviewed at the 2019 AGM. FOR REVIEW ASAP</p>



Theatre Network NSW

✉ director@tnn.org.au

🌐 tnn.org.au

☎ +61 409 814 067

📍 90 Victoria St, Grafton NSW 2460 Australia

		That future AGM agendas include Acknowledgement of Country as part of Welcome. DONE
5.	Acceptance of minutes of previous annual general meeting 2018	Resolution: That the minutes from the 2018 AGM be accepted. Moved: Imogen Gardam Seconded: Ali Murphy-Oates All in favour
6.	Chairperson's report	Noted.
7.	Annual Financial Report and Acceptance of Financial Report (Audited Financial Statements)	Resolution: That the Annual Report be accepted Moved: Bronwyn Edinger Seconded: Mark Cariston Seton All in favour.
8.	<p>Election of Directors including Chairperson and Executive</p> <p>Nominations for Board were received from: Nick Atkins, Fraser Corfield, Katrina Douglas, Imogen Gardam, Dan Graham, Ben Kay, Maria Mitar, Georgia Mokak, Penny Watts.</p> <p>Resolution: That the 2019 nominations be accepted.</p> <p>Resolution: That nomination as Chair be accepted.</p> <p>Resolution: That nomination as Deputy Chair be accepted.</p> <p>Resolution: That the position of Treasurer be filled as soon</p>	<p>Chair steps down. Bronwyn Edinger indicates that she, Amy Maiden and Ali Murphy-Oates will not be renominating. Bronwyn Edinger vacates the Chair. Jane Kreis takes over the chairing of the meeting during the election of Chair.</p> <p>All nominations are read out. There were no nominations from the floor. As there were fewer than 14 board nominations all nominations were accepted.</p> <p>Election of Office Bearers</p> <p>Nomination of Chair: Nick Atkins Moved: Ben Kay Seconded: Imogen Gardam</p> <p>Welcome Nick Atkins to the Chair.</p> <p>Nomination of Deputy Chair: Imogen Gardam Moved: Jane Kreis Seconded: Katrina Douglas</p> <p>Nomination of Treasurer: No Nominations at this time.</p>



Theatre Network NSW

✉ director@tnn.org.au

🌐 tnn.org.au

☎ +61 409 814 067

✍ 90 Victoria St, Grafton NSW 2460 Australia

	<p>as possible at a future board meeting.</p> <p>Resolution: That nomination as Secretary/Public Officer be accepted.</p>	<p>Nomination of as Secretary/Public Officer: Ben Kay Moved: Nick Atkins Seconded: Bronwyn Edinger</p> <p>Sincere thanks is given to Bronwyn Edinger for her incredible service to TNN as Chair for the past two years. Thanks also given to Amy Maiden and Ali Murphy-Oates for their commitment and service to the board.</p>
9.	<p>Chair takes up the Chair. Other Business</p>	<p><i>Elected Board Members: Next Board Meeting to be held at Meeting Room, Level 2, The Arts Exchange, 10 Hickson Road, The Rocks on Thursday 2nd May, 2019 from 9-10.30am.</i></p>
10.	<p>Meeting close 3.49pm</p>	

Actions

TNN AGM Date	Action
2018 AGM	Clause 32 (Quorum) be reviewed via a future online vote.



Theatre Network NSW

✉ director@tnn.org.au

🌐 tnn.org.au

📍 90 Victoria St, Grafton NSW 2460 Australia

FINANCIAL REPORT

Dr Jane Kreis, Treasurer

The organisation's finances are tracking to budget with the majority of expenditure confined to Theatre Network NSW staff salary and operational management. The change in membership fees approved in 2018 is reflected in the reduced membership income in 2019. However the increase in membership has led to an increase in State of the Sector Address event ticket sales. The organisation's budget and programming was revised in 2019 to reflect an actual grant of \$50,000 from Create NSW Annual Service Organisation funding from the original \$80,000 request.

Theatre Network NSW is supported by the
NSW Government through Create NSW.



Create NSW
Arts, Screen & Culture

Balance Sheet

Theatre Network NSW Inc As at 31 December 2019

31 Dec 2019 31 Dec 2018

Assets

	31 Dec 2019	31 Dec 2018
Bank		
ANZ Online Saver (6365)	19,202	16,734
ANZ Operational (7563)	7,139	7,993
PayPal Account	6,126	5,251
Petty cash	58	58
Total Bank	32,525	30,036
Current Assets		
GST Adjustments to be Made	-	88
PayPal Account (clearing)	-	(808)
Wages Overpayment	-	58
Trade and Other Receivables		
Accounts Receivable	-	935
Total Trade and Other Receivables	-	935
Total Current Assets	-	273
Total Assets	32,525	30,309

Liabilities

Current Liabilities		
ATO Running Balance Account	828	2,997
ATO		
GST	(74)	55
Total ATO	(74)	55
Trade and Other Payables		
Accounts Payable	-	330
Superannuation payable	-	1,491
Total Trade and Other Payables	-	1,821
Total Current Liabilities	754	4,873
Total Liabilities	754	4,873
Net Assets	31,771	25,436

Equity

Current Year Earnings	6,336	51
Retained Earnings	25,436	25,385
Total Equity	31,771	25,436

Profit & Loss

Theatre Network NSW Inc 1 January 2019 to 31 December 2019

	31 Dec 19	31 Dec 18
Income		
Create NSW - Core	50,000	82,000
Entry Fees	1,277	845
Interest	94	221
Membership fees	1,391	4,826
Total Income	52,763	87,892
Less Cost of Sales		
Production/Exhibition/Tour cost including events	391	2,863
Total Cost of Sales	391	2,863
Gross Profit	52,372	85,029
Less Operating Expenses		
Allowances and Per diems	260	1,171
Audit and Accounting Fees	3,820	4,895
Bank Fees	2	-
Contractors and Consultants	225	4,446
Evaluation and Research	-	324
Governance fees	-	176
Insurance	900	1,519
IT Maintenance & Software	1,086	862
Marketing & Promotion	493	199
Meetings/Catering	79	3,247
Memberships, Subscriptions	833	1,577
Office Equipment, Supplies and consumables	271	1,014
Parking	95	232
PayPal Fees	54	12
Postage	-	40
Printing / Mailouts	607	265
Salaries and Wages	30,665	49,791
Stationery	73	116
STRIPE Fees	38	126
Superannuation Expense	2,192	4,730
Telephone and Internet	620	1,397
Travel & Accommodation	2,144	8,504
Website / Hosting / Ecomms	358	335
Workers' Compensation	1,223	-
Total Operating Expenses	46,036	84,977
Net Profit	6,336	51

Cash Summary

Theatre Network NSW Inc For the 12 months ended 31 December 2019 Excluding GST

	Dec 2019	Avg	Variance
Income			
Create NSW - Core	50,000	50,000	0.0%
Entry Fees	1,277	1,277	0.0%
Interest	94	94	0.0%
Membership fees	2,241	2,241	0.0%
GST Adjustments to be Made	88	88	0.0%
PayPal Account (clearing)	(808)	(808)	0.0%
Wages Overpayment	58	58	0.0%
Total Income	52,951	52,951	0.0%
Less Operating Expenses			
Allowances and Per diems	260	260	0.0%
Audit and Accounting Fees	4,120	4,120	0.0%
Bank Fees	2	2	0.0%▲
Contractors and Consultants	225	225	0.0%
Insurance	900	900	0.0%
IT Maintenance & Software	1,086	1,086	0.0%
Marketing & Promotion	493	493	0.0%
Meetings/Catering	79	79	0.0%
Memberships, Subscriptions	833	833	0.0%
Office Equipment, Supplies and consumables	271	271	0.0%
Parking	95	95	0.0%
PayPal Fees	54	54	0.0%
Printing / Mailouts	607	607	0.0%
Production/Exhibition/Tour cost including events	391	391	0.0%
Salaries and Wages	30,665	30,665	0.0%
Stationery	73	73	0.0%
STRIPE Fees	38	38	0.0%
Superannuation Expense	2,192	2,192	0.0%
Telephone and Internet	620	620	0.0%
Travel & Accommodation	2,144	2,144	0.0%
Website / Hosting / Ecomms	358	358	0.0%
Workers' Compensation	1,223	1,223	0.0%
ATO Running Balance Account	2,169	2,169	0.0%
Superannuation payable	1,491	1,491	0.0%
Total Operating Expenses	50,387	50,387	0.0%
Operating Surplus (Deficit)	2,564	2,564	0.0%
GST Movements			
GST Inputs	(6,362)		
GST Outputs	6,288		
Net GST Movements	(74)		0.0%

Cash Summary

	Dec 2019	Avg	Variance
Net Cash Movement	2,490	2,564	-2.9%▼
Summary			
Opening Balance	30,036		
Plus Net Cash Movement	2,490		
Closing Balance	32,525		



Theatre Network NSW

✉ director@tnn.org.au

💻 tnn.org.au

✍ 90 Victoria St, Grafton NSW 2460 Australia

Appendix 2 Proxy voting form

(Clause 39 (4))

PROXY VOTING FORM

For the use of a member of the association who is unable to attend a general meeting of Theatre Network NSW Inc.

I, _____ of _____ (Print name of member) (Address)

_____ Phone: _____

being the duly notified member Theatre Network NSW Inc. hereby authorise:

_____ of _____ (Print name of proxy) (Address)

_____ to act FOR AND ON MY BEHALF at the general meeting of the

above Association on the _____ day of _____ 20_____.

Signed: _____ Date: _____ (Registered Member)

Additional comments/instructions:

Authorised by:

Print Name: _____ Office held: Secretary / Chairperson

Signed: _____ Date: _____

n.b. This form must be received at the Theatre Network NSW office at least 24 hours prior to the scheduled commencement of the meeting.



Theatre Network NSW

✉ director@tnn.org.au

🌐 tnn.org.au

📍 90 Victoria St, Grafton NSW 2460 Australia

Board Member Nomination Form

as per Clause 18 of the Theatre Network NSW Constitution 'Election of Board Members'. N.B. All nominees must be paid up members of the Theatre Network NSW as per Clause 5 of the Constitution. See *Membership Nomination Form*.

Nomination:

I hereby nominate

to be a board member of Theatre Network NSW

Nominator (must be a current Board Member)

Name

Signature

Date

Seconded (must be a current Board Member)

Name

Signature

Date

Nominee Acceptance:

I consent to being nominated as a board member.

Address (for ACNC & Office of Fair Trading Board Member Registration only)

DOB (for ACNC & Office of Fair Trading Board Member Registration only)



Theatre Network NSW

✉ director@tnn.org.au

🌐 tnn.org.au

📍 90 Victoria St, Grafton NSW 2460 Australia

Theatre Network NSW Inc Constitution

Clause 32: Quorum

1. Quorum for general meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Thirty percent (30%) (rounded down to the nearest whole number) of the total number of members entitled under this constitution to vote at a general meeting constitutes a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present the members present, being at least twenty percent (20%) (rounded down to the nearest whole number) of the total number of members entitled under this constitution to vote at a general meeting, are to constitute a quorum.
- (4) If at least twenty percent (20%) (rounded down to the nearest whole number) of members are not present within half an hour after the appointed time as per subclause (3) above, then the general meeting is to be dissolved and adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.