



**2024 Annual General Meeting Minutes
3.00pm-5.00pm, Tuesday 22 October 2024
Rosstown Hotel, 1084 Dandenong Road, Carnegie, Victoria 3163 & Via Zoom**

PRESENT: Board members: Naomi Colville(Chair), Lynette Landry , Kris Peach (online), Judy Gouldbourn, Chris Lockwood, Tracey McKay and Kellie Burns

PCA Families staff: Wendy Mason, Paula Westhead, Ray Carrol, Zahra Shire, Virginia Papadoplous, Mia Jennings, Victoria Jennings, Rachael Munyawardara, Yufei Wang, Tish McLean-Neil and Deborah Hunt

IN ATTENDANCE: Please see [attached](#) attendance list of members and non-members

APOLOGIES: Minister Lizzie Blandthorn, Peta McCammon DFFH, Dr Lisa Griffiths (OzChild); Emy Pittard, Mary Kyrios (DFFH), Peta McCammon (DFFH), Jessie Lobley (PCA Families), Anne McLeish (Kinship Carers Victoria)

Item	Minute
1	<p>Acknowledgement of Country and child safe statement</p> <p>Meeting opened at 3:10pm</p> <p>Chris Lockwood acknowledged the lands on which we meet and all the lands from which we gather and confirmed that PCA Families has zero tolerance of child abuse and we are committed to establishing and maintaining child safe environments.</p>
2	<p>Welcome and apologies</p> <p>Naomi Colville welcomed representatives from the Department of Families, Fairness and Housing, the Department of Education, Gadens, our Flexible Funding partner OzChild, CAP program partner Foster Care Association, other key stakeholders, volunteers, carers, staff and Board colleagues along with a warm welcome to Guest Speaker Stacy Blythe who travelled from Sydney.</p> <p>Apologies were noted from Minister Lizzie Blandthorn, Peta McCammon; DFFH, Dr Lisa Griffiths OzChild, Emy Pittard, Mary Kyrios (DFFH), Peta McCammon (DFFH), Jessie Lobley (PCA Families), Anne McLeish (Kinship Carers Victoria)</p> <p>Naomi advised that as in the PCA Families constitution, a quorum for a general meeting is 20 members entitled to vote and who are present personally or who have submitted their proxy vote. Naomi confirmed there was a quorum for the AGM.</p> <p>Naomi advised that the AGM was being recorded to assist with minutes and introduced a video message from Minister Lizzie Blandthorn.</p> <p>Chris Lockwood, thanked Minister Blandthorn for her message and introduced guest speaker Neil Milton.</p>

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3.	<p>Guest Speaker Neil Milton, Founder of The Table Talk Project and the General Manager of ChildSafe Australia</p> <p>Neil talked about the importance of families talking around the meal table, and his motivation for developing the Table Talk Project sharing his personal experience of abuse and the lack of a place in his family to be heard. He explained how the Table Talk Project, dedicated to fostering meaningful family conversations, works to deliver meaningful connection and change in families.</p> <p>Chris Lockwood thanked Neil for a great presentation that was so relevant to all of us.</p>
4.	<p>AGM Business</p>
4.1	<p>Apologies and Minutes of the 2023 Annual General Meeting</p> <p>Deputy Chair Chris Lockwood Moved that “that the minutes of the PCA Families Annual General Meeting held on Wednesday 2nd November 2023 are a true and accurate record”.</p> <p>Chris confirmed the motion to accept the minutes was passed.</p>
4.2	<p>Chair and CEO Report and Annual Report</p> <p>Naomi and Wendy Mason presented the CEO and Chair report and tabled the 2024 annual report along with the results from the Membership Survey Summary.</p> <p>Naomi moved “that the PCA Families 2024 Annual report tabled be accepted”.</p> <p>Chris confirmed the motion to accept the 2024 Annual report was passed.</p> <p>Naomi introduced Judy Gouldbourn; The Chair, Finance, Audit and Risk Committee.</p>
4.3	<p>Presentation of Annual Financial Statements</p> <p>The Chair, Finance, Audit and Risk Committee, Judy Gouldbourn provided a brief overview of the key points of the audit and financial reports. Noting that the financial position for the next 12 months is in good shape and thanked her fellow FA&R committee along with Wendy with special thanks to bookkeeper/accountant Andy Dao.</p> <p>Judy confirmed that Members were provided a copy of the 2024 Auditor’s report and the financial statements.</p> <p>Judy moved “That the that the PCA Families financial statements, including the directors’ declaration and auditor’s report, for the year ending 30 June 2024 be accepted”.</p> <p>Chris Lockwood confirmed that the motion to accept the financial statements, including the directors’ declaration and auditor’s report was passed.</p>
4.4	<p>Appointment of Auditor</p> <p>Judy thanked our Auditors, Crowe Australasia, particularly Taf Mudarikwa and Trixie Padura.</p> <p>Judy put forward the resolution “That Crowe Australasia be appointed as Auditors for the financial year ending 2025” and confirmed the motion “That Crowe Australasia be appointed as Auditors for the financial year ending 2025” was passed.</p> <p>Judy introduced Lynette Landry to conduct Board election.</p>
4.5.	<p>Appointment of Directors</p> <p>Lynette outlined the process for the Board election.</p>

Item	Minute
	<p>Lynette advised that:</p> <ul style="list-style-type: none"> - The Constitution requires a minimum of 7 and a maximum of 9 directors, with a minimum of 5 with close personal or family connection and a minimum of 2 without. - The Board currently has 7 directors meeting the Constitution's minimum requirements. Given the skills and experience of the current Board and the importance of setting our next strategic plan, the Board is recommending there should be 9 directors for 2025. - At this AGM two existing directors have retired in accordance with the constitution: Kellie Burns and Chris Lockwood have re-nominated and both have a close personal connection to permanent care and adoption. - Tracey McKay who was appointed as a casual vacancy in 2024 has nominated for election and has no close personal or family connection. - There are 4 other directors not subject to election at this AGM: <ul style="list-style-type: none"> o 3 with close personal and family connection to permanent care or adoption, Naomi Colville, Judy Goulburn, Lynette Landy and o 1 without, Kris Peach <p>To achieve the maximum of 9 directors it was noted that there are 5 vacancies, with a minimum requirement of 2 directors with close personal and family connection and 1 without.</p> <p>Lynette confirmed that 5 nominations for the Board have been received and that the Board recommends the appointment of:</p> <ul style="list-style-type: none"> - 3 directors with close personal and family connection, Chris Lockwood, Kellie Burns, and Anson Le and - 2 directors without, Tracey McKay and Dashiel Lawrence. <p>The Board recommends all the nominating directors be appointed for terms of 3 years, which will result in a maximum of 9 directors, 6 with close personal and family connections and 3 without, which provides the Board with an appropriate mix of skills needed and experience.</p> <p>Any proxies that have been received will be included in the vote.</p> <p>Lynette noted that:</p> <ul style="list-style-type: none"> - 4 proxies were received by the Secretary, Board Chair or Deputy Chair. - Only PCAF members can vote in the poll. - Candidate information provided by each of the nominees was included with the AGM papers - For those attending on-line the poll would appear on the screen listing each of the candidates for nomination. - Members were asked to vote for each candidate. - In order to count the votes appropriately and be able to see that members are voting, the vote would show your name so those voting can be confirmed as members. <p>Deb opened the poll for the Board election.</p> <p>Lynette put the motions to the AGM that:</p> <ol style="list-style-type: none"> 1. Casual vacancy appointment Tracey McKay be appointed as Permanent Care and Adoptive Families Inc. Board director in accordance with the Constitution Section 10.2 for a term of 3 years. 2. Chris Lockwood be reappointed as Permanent Care and Adoptive Families Inc. Board director in accordance with the Constitution Section 10.2 for a term of 3 years. 3. Kellie Burns be reappointed as Permanent Care and Adoptive Families Inc. Board director in accordance with the Constitution Section 10.2 for a term of 3 years.

Item	Minute
	<p>4. Anson Le be appointed as Permanent Care and Adoptive Families Inc. Board director in accordance with the Constitution Section 10.2 for a term of 3 years.</p> <p>5. Dashiel Lawrence be appointed as Permanent Care and Adoptive Families Inc. Board director in accordance with the Constitution Section 10.2 for a term of 3 years.</p> <p>The poll was conducted.</p> <p>Naomi advised that the following 5 candidates were elected to the Board, confirming that:</p> <ol style="list-style-type: none"> 1. Tracey McKay is appointed as Permanent Care and Adoptive Families Inc. Board director in accordance with the Constitution Section 10.2 for a term of 3 years. 2. Chris Lockwood is reappointed as Permanent Care and Adoptive Families Inc. Board director in accordance with the Constitution Section 10.2 for a term of 3 years. 3. Kellie Burns is reappointed as Permanent Care and Adoptive Families Inc. Board director in accordance with the Constitution Section 10.2 for a term of 3 years. 4. Anson Le is appointed as Permanent Care and Adoptive Families Inc. Board director in accordance with the Constitution Section 10.2 for a term of 3 years. 5. Dashiel Lawrence is appointed as Permanent Care and Adoptive Families Inc. Board director in accordance with the Constitution Section 10.2 for a term of 3 years.
<p>4.6</p>	<p>Annual general meeting close</p> <p>Naomi Colville noted there was no other business and acknowledged the passing of Lindy Bok, past Board Member and employee and recognised her strong contributions to PCA Families over many years.</p> <p>Naomi thanked:</p> <ul style="list-style-type: none"> - Special guest and speaker Neil Milton - Andy Dao for his work as PCAF Bookkeeper - All of our many dedicated volunteers - CEO Wendy Mason for another great year as CEO. - Deb Hunt, Paula Westhead and other staff for their work on behalf of all our families. - Fellow directors on the board for their commitment and work for PCAF - Thanks to those who have supported the Chair in her role ongoing - All members, supporters and volunteers who took the time to join the AGM. <p>Naomi officially closed the PCA Families' 2024 AGM and wished everyone a less challenging, a most happy and safe year to come.</p> <p>Meeting closed at 4:35pm</p>