

# SYDNEY GAY & LESBIAN MARDI GRAS LIMITED

## ACN 102 451 785

### MINUTES of the 2020 Annual General Meeting Held via zoom on Saturday 5<sup>th</sup> December 2020

**Chair:** Michael Woodhouse

**Company Secretary:** Charmaine Belfanti

**Directors:** Mel Schwerdt (Co-Chair), Jesse Matheson (Co-Chair), Chris Brooke, Giovanni Campolo-Arcidiaco, Louis Hudson, Rob Smith, Charlie Murphy (Zoom), Kate Wickett (Zoom)

**CEO:** Albert Kruger

**Staff:** Matt Akersten, Callum McLean

**Auditors:** Eugene Lamotte, Daniel Cunningham (both by Zoom)

#### Welcome

The Chair opened the meeting at 11am with an acknowledgement to our First Nations people, their land and our First Nations members. He welcomed all members present and a particular recognition of the 78rs, their history, the beginnings and their ongoing commitment.

#### Apologies

Apologies were received from John Hannaford.

446 proxies were declared.

#### Minutes of 2019 Annual General Meeting

*Members resolved to accept the minutes of the 2019 Annual General Meeting.*

#### CEO Report

Albert Kruger, opened his presentation acknowledging the Gadigal people of the Eora Nation. Thanks was offered to the 78rs followed by acknowledgement of the 50-year anniversary of the Campaign Against Moral Persecution.

Highlights of the year included:

- 2020 achievements including the 2020 Parade, Global Pride, With Love, Transgender Day of Remembrance, organisational policy review, community consultations
- Looking ahead. Year-round support from a range of new partnerships, Express Yourself, Ethics Charter, a refreshed Police Accord, 2021 parade and festival.
- Thanks was offered to partners referencing the \$200,000 ANZ grants provided to LGBTQI+ projects across Australia and more than \$1million from partners since 2016.

- Acknowledgment to the Mardi Gras team for their work.

Kate Wickett, Interim CEO Sydney World Pride (SWP) provided an overview of SWP activity and spoke to the collaboration between SWP and SGLMG and its future legacy.

## Co-Chairs report

Mel Schwerdt and Jesse Matheson, Co-Chairs of the Board presented their report.

The report focused on:

- Festival 2020
- What Matters to the MG community?
- Activities undertaken in 2020
- Parade 2021

The Co-Chairs thanked their fellow directors and offered thanks the Mardi Gras staff on behalf of the Board. Special mention and acknowledgement were given to Chris Brooke who is retiring from the Board as Treasurer, for his many years of contribution.

## Financial Report

Chris Brooke, Treasurer spoke to the Treasurer's report.

It was noted that the organisation's solvency is enabled by sponsors and governments.

**Audited Financial Statements** for the financial year ended 30 June 2020 with the Directors' Report and the Independent Audit Report.

## Questions from members

Matters raised by members included:

- Impact if the 2021 parade was cancelled. The Treasurer explained the process undertaken from the Finance team to ensure MG remained a going concern.
- The CEO ensured the community workshops will continue.
- Ethics Charter. The CEO explained the process advising that all stakeholders were consulted on the framework including a survey sent to all members.
- SGLMG activity in support of BLM. SGLMG released a statement in support of BLM, shared news articles and events on social media in support and is reviewing the Mardi Gras Police Accord.
- Ticket refunds from 2020 has been resolved. Refunds weren't provided however provisions were made in this year's budget for future events.
- Future of RHI is uncertain. Management is involved in many discussions regarding a range of alternative venues in Sydney.
- Deficit from running the festival and risk management to reduce deficit. Members were informed that events are heavily subsidised from sponsors to enable the events and support community. Each event will be reviewed to identify ways to reduce the deficit. CEO advised that new budget templates have been implemented which will enable better scrutiny of each individual event, and he advised that each event now requires a detailed business case. Subsidisation of events is one way that Mardi Gras invests in the community. It was noted that MG employed more than 1,xxx LGBTQI people in the 2020 festival. A very small team of seven permanent employees delivers the second biggest festival in NSW.
- CAMP. CEO advised there will be discussions to incorporate CAMP in the festival.
- Community floats vs corporate floats. Members were informed that all participants apply through the same process and that the Curatorial Committee decides which floats are accepted. It was noted that the festival continues to be held because of Corporate partners.
- Strategic Plan will be developed during 2021.

Following questions, the Chair put the following motions to members and acknowledged the attendance of the auditors from EY.

The CEO's report was received and noted.

The Co-Chairs report was received and noted.

The Financial Report, Directors' Report and Auditor's report for the year ending 30 June 2020 was received and adopted.

## **Lifetime Membership**

In accordance with clause 3.4 of the Company's constitution, members **resolved** that the proposed 2020 members were granted Lifetime Membership to be registered as Lifetime Members.

Members **resolved** that Mardi Gras' 2020 Lifetime Achievement Award winner Teresa Leggett be granted life membership in the Company.

## **Other Items of business**

### **Special Resolutions.**

Members were advised that special resolutions require 75% of the vote to pass.

Special resolutions #1 to #5 were proposed by the Board.

*Special Resolution #1 - Housekeeping* That the current Constitution of Sydney Gay and Lesbian Mardi Gras (SGLMG) be amended with the changes listed in Constitution Changes Schedule #1 – Housekeeping

**Resolution: The motion failed with less than the required 75% vote.**

*Special Resolution #2 – \_Membership Cooling-Off Period* That the current Constitution of Sydney Gay and Lesbian Mardi Gras (SGLMG) be amended with the changes listed in Constitution Changes Schedule #2 – \_Membership Cooling-off Period.

**Resolution: The motion failed with less than the required 75% vote.**

*Special Resolution #3 - Proxies* That the current Constitution of Sydney Gay and Lesbian Mardi Gras (SGLMG) be amended with the changes listed in Constitution Changes Schedule #3 - Proxies.

**Resolution: The motion failed with less than the required 75% vote.**

*Special Resolution #4 – \_Number of Directors* That the current Constitution of Sydney Gay and Lesbian Mardi Gras (SGLMG) be amended with the changes listed in Constitution Changes Schedule #4 – \_Number of Directors.

**Resolution: The motion failed with less than the required 75% vote.**

*Special Resolution #5 – \_Directors Tenure* That the current Constitution of Sydney Gay and Lesbian Mardi Gras (SGLMG) be amended with the changes listed in Constitution Changes Schedule #5 – \_Directors Tenure.

This motion was withdrawn.

*Special Resolution #6* - That the constitution be amended to add a section between 8.9 and 8.10 that states: "A director may not seek re-election if they have served a consecutive term greater than six years, or have been elected at three elections, whichever is the lesser amount of time.

**Resolution: The motion failed with less than the required 75% vote.**

*Special Resolution #7* - That the constitution be amended to insert a section after Section 7.12(o) that states: During the election of Directors, proxy votes will not be counted. Each person present at the meeting shall be entitled to one vote, unless the person has previously voted under the provisions of section 7.12(l)

Proposer and Seconder: Brandon Bear and Steph Sands

**Resolution: The motion failed with less than the required 75% vote.**

*Special Resolution #8*- That this meeting approves the changes to schedule 2 of the constitution of Sydney Gay & Lesbian Mardi Gras to reflect the wording to the Australian Electoral Commission's proportional representation voting system as outlined in the AEC's Model Rules Guide for the conduct of elections for office (AEC 1129).

Proposer and Seconder: Liz Dods and Brandon Bear

**Resolution: The motion failed with less than the required 75% vote.**

### **Ordinary resolutions**

It was noted that ordinary resolutions require 50% of the vote to pass.

1. In accordance with clause 3.4 of the Company's constitution, the Board has proposed that the Members consider and, if thought fit, pass the following as an ordinary resolution:

"That the persons contained in the attached document titled '[78ers for Lifetime Membership at the 2020 Annual General Meeting](#)' be granted lifetime membership in the Company, noting that upon approval of the Members that these persons shall be entered on the Register as life members and shall not be required to pay membership fees in accordance with the Company's constitution."

Proposer and Seconder: Dianne Minnis and Matt Akersten

**Resolution: The motion was carried by majority vote.**

2. That Mardi Gras' 2020 Lifetime Achievement Award winner Teresa Leggett be granted lifetime membership in the Company, noting that upon approval of the Members that she shall be entered on the Register as lifetime members and shall not be required to pay membership fees in accordance with the Company's constitution."

Proposer and Seconder: Matt Akersten and Jesse Matheson

**Resolution: The motion was carried by majority vote.**

3. This meeting requests the Board to bar the NSW Police, the Australian Federal Police, the Police Association, and any other associated organisations from having floats in the 2020 Mardi Gras Parade and all future parades. This is in recognition of the immense violence perpetrated by the police and corrective services towards First Nations communities who are over-policed and over-incarcerated, particularly LGBTQIA+ First Nations people who do not feel safe and are excluded as a result of police and corrective service's participation in the parade.

Proposer and Seconder: Keith Quayle and Lungol Wekina

**Resolution: The motion failed by majority vote.**

4. This meeting requests the Board to:
  - i. Condemn the violent and brutal treatment of asylum seekers and refugees by the Australian government and the particular impact on LGBTQIA+ asylum seekers and refugees
  - ii. Condemn the role Qantas play in deporting asylum seekers on behalf of the Australian government
  - iii. Terminate sponsorship with Qantas on the basis of their violation of the human right to seek asylum and deportation of asylum seekers back to danger.

Proposer and Seconder: Momo Newberry and Bridget Harilaou

**Resolution: The motion failed by majority vote.**

5. This meeting requests the Board to:
  - i. Acknowledge Scott Morrison's role as a No campaigner, supporter of gay conversion therapy, his comments about 'gender whisperers', his cruelty toward refugees (many of whom are LGBTQIA+) and his attempts to implement a Religious Freedoms Bill mean that he and any party he leads are homophobic and transphobic
  - ii. Acknowledge it is not in accordance with Mardi Gras' principles that Morrison or his government be promoted at our parade or any Mardi Gras event
  - iii. Formally disinvite Scott Morrison from attending any Mardi Gras events in 2021
  - iv. The Liberal float is removed from Mardi Gras Parade in 2021 and future parades
  - v. Formally disinvite Gladys Berejiklian from attending any Mardi Gras events in 2021

Proposer and Seconder: Evan Gray and Charlotte Murphy

**Resolution: The motion failed by majority vote.**

6. This meeting requests the Board to
  - i. Stand openly in support and solidarity with the #BlackLivesMatter movement
  - ii. Support the Defund, Disarm, Dismantle framework in relation to the police and prisons
  - iii. Condemn the police and corrective services for all Aboriginal deaths in custody
  - iv. Call on the State and Federal government to release all prisoners on remand, remove monetary bail, defund all private prisons and detention centres, and ultimately abolish all prisons
  - v. Call on the State and Federal government to abolish the sniffer dog program, establish independent commissions for police misconduct to prevent any current or former police officers investigating themselves, end the presence of the riot squad at protests and ultimately abolish the police
  - vi. Release the Memorandum of Understanding in relation to the policing of the Sydney Gay and Lesbian Mardi Gras Festival 2018 to the public

Proposer and Seconder: Hayden Moon and Bridget Harilaou

**Resolution: The motion failed by majority vote.**

7. This meeting requests the Board to
  - i. condemn ANZ for their continued investment in the destruction of the planet
  - ii. cause Mardi Gras to divest from ANZ and all sponsors with investments in fossil fuels
  - iii. recognise that global climate change is disproportionately affecting the worlds' most marginalised and vulnerable communities, including Queer and Trans

- communities of colour in pacific islands, indigenous communities whose lands are under threat and the economically and socially disempowered
- iv. encourages all members, workers and community supporters to attend, promote and support the next Global Climate Strike and its advocacy for systemic action on climate change.

Proposer and Seconder: Lungol Wekina and Alex Bouchet

**Resolution: The motion failed by majority vote.**

8. This meeting requests the Board to
  - i. Acknowledge that people from a lower socio-economic background deserve to be able to access Mardi Gras membership in order to diversify the membership and be accessible LGBTQIA+ folks who come from an economically disadvantaged position in our community
  - ii. Create a concession, student or unwaged membership tier priced at \$10, separate from the current membership that contains consumer benefits, that allows them to participate in the democratic processes of Mardi Gras
  - iii. Return the Australian resident price for Mardi Gras membership from \$50 back to \$20 in order for more people to be able to join and increase membership generally across the organisation
  - iv. Introduce a staggered pay as you go option that allows people to pay their share of membership fees quarterly so as to reduce upfront costs.

Proposer and Seconder: Harpreet Dillon and Momo Newberry

**Resolution: The motion failed by majority vote.**

9. This meeting requests the Board to
  - i. condemn Star Casino for their damaging business in the gambling industry, to communities with high rates of addiction and financial hardship
  - ii. terminate sponsorship with Star Casino and all sponsors who have a pattern of exploiting the COVID-19 economic recession for executive and shareholder benefit at the expense of workers

Proposer and Seconder: Alex Bouchet and Lachlan Monsted

**Resolution: The motion failed by majority vote.**

10. This meeting requests the Board to
  - i. make all Board meetings open - members can attend and all minutes and Board Packs are made freely available to members.
  - ii. recognise that the proposed constitutional changes are anti-democratic and suppress the ability of members to democratically participate in the organisation.
  - iii. provide greater transparency into all decision-making, specifically follow-up processes and report-backs on the results of motions passed at AGMs.

Proposer and Seconder: Amber Loomis and Jonno Revanche

**Resolution: The motion failed by majority vote.**

The Chair gave thanks to those involved in preparing the AGM and to all past directors.

The meeting closed at 2.05pm.

Mardi Gras Arts Limited  
ACN 158 800 018

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2020 Annual General Meeting  
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**Company Secretary:** Charmaine Belfanti

**Directors:** Mel Schwerdt (Co-Chair), Jesse Matheson (Co-Chair), Chris Brooke, Giovanni Campolo-Arcidiaco, Louis Hudson, Rob Smith.

**CEO:** Albert Kruger

**Staff:** Matt Akersten, Callum McLean

The Chair opened the meeting at 2.09pm

Apologies were received from John Hannaford.

**Acceptance of minutes of 2019 Annual General Meeting**

Members **resolved** to accept the minutes of the 2019 Annual General Meeting.

**Audited Financial Statements for the financial year ended 30 June 2020 with the Directors' Report and the Independent Audit Report.**

Members **resolved** to accept the Financial Report, Directors' Report and Auditor's report for the year ending 30 June 2020.

The meeting closed at 2.12pm.