

SUNNYFIELD

ACN 000 415 127

Minutes of the 68th Annual General Meeting of Members

Held on Wednesday, 30 October 2019 at 6.00pm

At North Ryde Golf Club, Twin Road, North Ryde NSW 2113

Present at the meeting

Board: Karen Ingram (Chair), Tom Pockett, Melissa Hammel, Mike Nicholls, Ross Rathmell, Clare Sowden, John Carter, Julian Gunn, Michael Brent

Patron: Bryan Whiddon OAM

Apologies: Heather Milne (Director), Air Chief Marshal Sir Angus Houston AK, AFC (Ret'd) (Patron), Simone Blumberg and Bruce Tosello (Management)

Members: 16 Family Members and 10 General Members were present at the meeting.

Management: Caroline Cuddihy (CEO), Steve Russell (acting CFO), Jennifer Luff, Steve Robb, Sandie Hogarth-Scott, Phillip Hayston, Peter Dixon

Other invitees: Vida Virgo, Michelle Trevithick (Ernst & Young)

1. Welcome and introductions

A quorum, being at least 10 members, was present and the meeting started at 6.00pm.

The Chair welcomed clients, members, families, and staff of Sunnyfield as well as other guests, and gave a special welcome to Bryan Whiddon, Sunnyfield's Patron and Life Member and provided apologies from Air Chief Marshal Sir Angus Houston AK, AFC (Ret'd) (Patron). The Chair introduced Sunnyfield's Directors and provided apologies from Heather Milnes (Director).

Caroline Cuddihy, CEO, then introduced members of the management team.

The Chair welcomed Vida Virgo and Michelle Trevithick, Sunnyfield's auditors from Ernst and Young.

2. Respect to passed clients and members

The Chair directed Members attention to a screen presentation of clients and members who had passed away since the last AGM and requested a minute silence.

3. Welcome to new clients

The Chair welcomed two new members to Sunnyfield.

4. Presentations and questions

The Chair and the CEO presented their reports. The Chair's report included a brief overview of the evolution of the NDIS since the last AGM, FY18-20 themes and emphasis that the Board and Management have committed to as part of Sunnyfield's strategic plan and the soon to be completed obtaining ownership of Crown Lands including Druids Court and Aquatic Drive. The CEO's report summarised business activities for the year including the Hunter Valley EGA acquisition as well as an overview of financial and business performance.

The Chair and CEO invited questions at the end of their presentations. There were no questions from the floor.

5. Ordinary business

5.1 Minutes of 2018 Annual General Meeting

The Chair noted that a copy of the minutes of the 2018 Annual General Meeting had been included with the notice of meeting. The Chair noted that although there is no requirement to vote on, approve or adopt the minutes, Members would be given a reasonable opportunity to ask questions and give comments on the minutes. No questions were raised.

4.2 Receipt of Annual Financial Statements

The Chair noted that summary financial statements had been included with the notice of meeting and copies of the full financial statements had been available on Sunnyfield's website since the notice of meeting was dispatched and further copies were available at the meeting. The Chair noted that although there is no requirement to vote on, approve or adopt the financial statements, Members would be given a reasonable opportunity to ask questions and give comments on them. No questions were raised.

4.3 Election of Directors

The Chair noted that Directors Heather Milnes, Clare Sowden, Julia Gunn and Michael Brent were retiring at the meeting under article 17.13 of the constitution.

The Chair provided a brief summary biography for Heather Milnes in her absence and then invited each of the remaining three Directors standing for re-election to briefly address the meeting.

The Chair then referred Members to the screen showing that the numbers of proxies received from Family Members in relation to the resolutions to re-elect the Directors were as follows:

	For*	Against	Abstain	Total
Resolution 4.3: Re-election of Heather Milnes	13	0	0	13
Resolution 4.4: Re-election of Clare Sowden	13	0	0	13
Resolution 4.5: Re-election of Julia Gunn	13	0	0	13
Resolution 4.6: Re-election of Michael Brent	13	0	0	13

* Includes undirected proxy votes appointing the chair as proxy.

The Chair put the resolution to re-elect Heather Milnes to a vote and declared the resolution passed on a show of hands.

4.4 Election of Directors – Clare Sowden

The Chair put the resolution to re-elect Clare Sowden to a vote and declared the resolution passed on a show of hands.

4.5 Election of Directors – Julia Gunn

The Chair put the resolution to re-elect Julia Gunn to a vote and declared the resolution passed on a show of hands.

4.6 Election of Directors – Michael Brent

The Chair put the resolution to re-elect Michael Brent to a vote and declared the resolution passed on a show of hands.

4.7 Special Business: Honorary Life Membership – Malcolm Park

The Chair concluded formal business with a special business item, proposing nomination by the Board of Malcolm Park as an Honorary Life Member for his outstanding service to Sunnyfield.

The Chair noted that Mr. Park was unable to attend the meeting due to other commitments and provided an overview of Malcolm Park’s service to Sunnyfield including serving as Director from 2008 until his resignation in June, 2019.

The Chair referred Members to the screen showing that the numbers of proxies received from Family Members in relation to the resolution to nominate Malcolm Park as Honorary Life Member were as follows:

	For*	Against	Abstain	Total
Resolution 4.7: Election of Malcolm Park as Honorary Life Member	13	0	0	13

* Includes undirected proxy votes appointing the chair as proxy.

The Chair put the resolution to elect Malcolm Park as an Honorary Life Member to a vote and declared the resolution passed on a show of hands.

6. Close of formal business

The Chair closed the meeting at 6.50pm. The meeting was followed by the presentation of employee long service awards.

Signed as a correct record


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Karen Ingram, Chair

7.4.2020
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Date