



SUNNYFIELD

ACN 000 415 127

Minutes of the 70th Annual General Meeting of Members

Held on Wednesday, 27 October 2021 at 6.00pm

Via Zoom Videoconference

Present at the meeting

Board:	Karen Ingram (Chair), Tom Pockett, Melissa Hammel, Mike Nicholls, Clare Sowden, Julia Gunn, Michael Brent, Vivian Quinn, Matthew Daly
Patrons:	Bryan Whiddon OAM, Air Chief Marshal Sir Angus Houston AK, AFC (Ret'd)
Apologies:	Bryan Whiddon, Sir Angus Houston
Members:	11 Family Members and 5 General Members were present at the meeting.
Management:	Caroline Cuddihy (CEO), Peter Dixon, Trevor Gage, Sandie Hogarth-Scott, Mike Le Geyt, Stephen Robb, Stephen Russell, Gary Smith, Bruce Tosello, Andrew Walker
Other invitees:	Vida Virgo (Ernst & Young); Campbell Hedley (Consultant - Company Secretarial); John Batistich

1. Welcome and introductions

The Company Secretary delivered an Acknowledgement of Country and outlined the process for how the meeting would be conducted.

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

The Chair welcomed members, families, directors and staff of Sunnyfield and acknowledged Sunnyfield patrons.

The Chair introduced Sunnyfield's Board of Directors.

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

The Chair welcomed Vida Virgo, of 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 the meeting observed a minute silence.

3. Notification of new members

The Chair advised there were 2 new members to Sunnyfield, Rachel Hanson and Sophie Wilde, in the last 12 months.

4. Presentations and questions

The Chair and the CEO presented their reports. The Chair's report included a brief overview of

(i) the effects of Covid-19 on the evolution of the NDIS as it impacted upon Sunnyfield clients, families and staff;

(ii) Sunnyfield's cooperation, regret and actions in regard to a Royal Commission hearing into the operation of a Western Sydney Shared Home;

(iii) the strategic themes at the heart of business planning for FY22; and

(iv) the FY22- 26 strategy to provide client and customer lead quality services in a dynamic environment.

The CEO's report summarised business activities which included FY21 strategy achievements, improving client safeguarding, FY21 plans as well as an overview of financial and business performance and FY22-26 five year strategic initiatives.

The Chair and CEO invited questions at the end of their presentations.

Dr John Carter asked the Board to comment on Sunnyfield's appearance before the Disability Royal Commission. This question was taken by the Chair.

Mr Malcolm Park sought further information about the changes to the NDIS and potential impacts on clients and Sunnyfield. This question was answered by the CEO.

4.1 Minutes of 2020 Annual General Meeting

Campbell Hedley noted that a copy of the minutes of the 2020 Annual General Meeting had been included with the notice of meeting. It was noted that there was no requirement to vote on, approve or adopt the Minutes. Members were given an opportunity to ask

questions and give comments on the minutes. No questions were raised.

4.2 Receipt of Annual Financial Statements

Campbell Hedley 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. It was noted that there was no requirement to vote on, approve or adopt the financial statements, Members would be given a reasonable opportunity to ask questions.

No questions were raised.

4.3 Election of Directors

Campbell Hedley noted that Directors Mike Nicholls, Melissa Hammel and Tom Pockett were retiring at the meeting under articles 17.13 & 17.11 of the constitution.

It was noted that Tom Pockett was not seeking re-election to the Board and retires after more than 10 years as a Director.

Campbell Hedley invited each of the Directors standing for re-election to briefly address the meeting.

Members were advised the numbers of proxies received from Members in relation to the resolutions to re-elect the Directors were as follows:

	For*	Against	Abstain	Total
Resolution 4.3: Re-election of Mike Nicholls	13	0	0	13
Resolution 4.4: Re-election of Melissa Hammel	13	0	0	13

* Includes undirected proxy votes appointing the chair as proxy.

Election of Directors – Mike Nicholls

The resolution to re-elect Mike Nicholls was put to a vote and the resolution passed unanimously on a show of hands.

4.4 Election of Directors – Mel Hammel

The resolution to re-elect Melissa Hammel was put to a vote and the resolution passed unanimously on a show of hands.

4.5, 4.6 & 4.7

Special Business: Honorary life Membership – Melissa Hammel, Keith Foldi and Ron Palmer

The meeting was asked to consider the nomination by the Board of Melissa Hammel, Keith Foldi and Ron Palmer as Honorary Life Members for their outstanding service to Sunnyfield.

The Chair provided an overview of the service to Sunnyfield given by each of Melissa Hammel, Keith Foldi and Ron Palmer.

Members were then referred to the screen showing that the numbers of proxies received from Members in relation to the resolutions to nominate Melissa Hammel, Keith Foldi and Ron Palmer as Honorary Life Members were as follows:

	For*	Against	Abstain	Total
Resolution 4.5: Election of Melissa Hammel as Honorary Life Member	13	0	0	13
Resolution 4.6: Election of Keith Foldi as Honorary Life Member	13	0	0	13
Resolution 4.7: Election of Ron Palmer as Honorary Life Member	13	0	0	13

* Includes undirected proxy votes appointing the chair as proxy.

Election of Honorary Life Members – Melissa Hammel

The resolution to elect Melissa Hammel as an Honorary Life Member was put to a vote and the resolution passed unanimously on a show of hands.

Election of Honorary Life Members – Keith Foldi

The resolution to elect Keith Foldi as an Honorary Life Member was put to a vote and the resolution passed unanimously on a show of hands.

Election of Honorary Life Members – Ron Palmer

The resolution to elect Ron Palmer as an Honorary Life Member was put to a vote and the resolution passed unanimously on a show of hands.

5. Close of formal business

The Chair closed the meeting at 7.25 pm.

Signed as a correct record

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Karen Ingram, Chair

24-Nov-2021

Date