

## Minutes of the Annual General Meeting (AGM 19)

Monday 21 September 1992, 5 pm, Ramada Reef Resort,  
Palm Cove, Queensland.

i) **Members present:** T.Lavrencic, G.Drummond, A.Wain, M.Jose, A.Clugston Comes, J.Carpenter, V.Richards, C.Pearson, L.Bausch, V.Gillespie, S.McDonald, A.Cummins, C.Ianna, J.Baillie, J.Ashton, T.Dixon, I.Cook, J.Dickens, M.Scott, C.MacGregor, R.Lowe, H.McGowan-Jackson, B.Cosgrove, S.Kneebone, B.Griffin, D.Horton-James, T.Wales, R.Norton, K.McInnis, B.Johnson, J.Gresson, T.Mosby, A.Holland, S.Gaardboe, S.Rennie.

ii) **Apologies:** M.Alexander, M.Henderson, M.Marendy, P.Maxwell, D.Midwinter, I.McLeod, I.Godfrey, A.Gustavson, S.Nousala, K.Coote.

### 1. Confirmation of the Minutes of AGM 18

Res 92/1 R.Norton/A.Wain - Carried

### 2. President's Report

Presented by T. Lavrencic, AICCM President

While only four National Council meetings were held this year, it has been an active one for AICCM at both the National and Divisional level, with a major review of past activities, and proposals for future directions.

There have been some significant changes. Firstly, after consideration of two submissions, the National Council offered the contract for the Secretariat to Gina Drummond. In relocating the Secretariat from Adelaide to Canberra, it is hoped to speed up the response time to members enquires as written enquires go through the National PO Box located in Canberra. The duties of the Secretariat have also been revised to include taking a more active role in routine secretarial duties, processing enquires which are not strictly related to membership, and banking and basic record keeping of the AICCM's finances.

AICCM members now receive additional publications, 4 issues of the CAMA journal, *Museum National* per year. The NSW Division of AICCM sponsored the cost of the first two issues for AICCM members. The \$1500.00 for the next two issues will be paid out of AICCM's national budget. All members were asked to evaluate this publication, and pass any comments on to Gina Drummond.

Much attention has been focussed on our financial situation this year, as a result of decreasing income (loss of members) and increasing costs. Basically, we can't afford to do all we want with our current income. The Corporate Planning Session to be run during the conference will help us prioritise our services and thus give direction for the allocation of our resources.

CAMA and the proposed amalgamation of the affiliate groups raised considerable debate. The other members of the CAMA Board are well aware of AICCM's concerns. Until there is a firm offer of amalgamation as the only option, AICCM will remain an affiliate. The benefit of this involvement to AICCM is to have conservation issues represented in the wider museum community.

Future conference locations have also raised some comment. If AICCM is to be guided by majority rule, then all future conferences should be held in Sydney or Melbourne, where the greatest concentration of members reside. Cairns was our first experiment in a decentralised location, away from city distractions. There was a deliberate brief given to find a location where members would be brought together to contribute to a more "intensive" sessions. It may be that such a format will never occur again, but I for one have enjoyed the first day.

Res 92/2 J.Baillie/J.Ashton- Carried

### 3. Secretary's Report

(Read by G.Drummond in M.Alexander's absence)

The elected secretary Jennifer Anderson resigned in July just before the birth of her baby boy Tristan and we thank her for her efficient and dedicated service to the AICCM.

Artlab in South Australia has supported our Secretariat for many years by providing rent free premises and facilities, often at great cost and inconvenience to that organisation and we cannot thank Ian Cook enough. Eventually it was agreed that a move was inevitable. National Council considered the proposals of the CAMA Secretariat and that of Ms Gina Drummond's company, Namangan to supply secretarial services, and selected Namangan for a twelve-month trial period. Already having the secretariat based in the same location as the post office box, and the secretary, has proven to save time, provided a faster service to members and significantly reduce postage costs in transferring mail and eliminated the risks of mail being lost when being redirected to the secretariat and cheques redirected to the Treasurer. It is expected that all the publications and membership records will have been transferred from Artlab by this week and Gina will be in full operation.

The secretariat office is now located in the National Museum of Australia premises at the corner of Essington Street and Cheney Place, Mitchell, ACT and all members have been advised of the new arrangements.

I would like to thank all members for responding to the postal ballot for the election of office bearers and apologise for the short notice - this is the first time in many years that this need has arisen and we were unprepared, having to arrange to have reply-paid envelopes printed, ballot papers typed up and copied and address labels extracted from the computer in the midst of the transfer of the membership details to another computer software package. The fact that we were able to do it demonstrates the efficiency and effectiveness of having the secretary and the secretariat in such close and immediate contact.

Res 92/3 T.Lavrencic/C.Mcgregor - Carried

### 4. Treasurer's Report and presentation of financial statement

(Report read by A.Wain in S.Nousala's absence).

This past financial year has again proven to be a difficult one. There have been many changes required to ensure that our membership is being serviced and that as an Institute we keep afloat during such trying financial times.

The various administrative duties of the Treasurer have been on the increase (which has been mentioned in previous financial reports) and as the result, the financial housekeeping duties such as banking and book keeping have been transferred from the Treasurer to the secretariat. This will mean a much more efficient use of time and resources, and will also enable the Treasurer to spend more time dealing with important financial issues such as mailing and distribution costs, membership fees, etc, all of which need reviewing and which will require a great deal of time.

I would like to offer my thanks to the outgoing secretariat Karen Kammermann, who has had the difficult task of taking over the secretariat position in South Australia, and as Treasurer I could not have operated without her support. Changes of office take time (so do computer systems) but financial matters wait for no-one, hence the difficulty of book keeping during that period.

I would like to welcome Gina Drummond on to the financial team as secretariat as this position now holds financial duties. We have already spent many hours setting up the new financial system. The books were handed over and Gina, myself and Trevor Smith (accountant) worked out the logistics of the new system. The financial control still remains with The Treasurer as do the accounts and the cheque facilities.

I am also pleased with progress being made with the Financial Committee. Many thanks to Alison Wain and Felicity Martin. Much of what the committee are putting together will assist the Treasurer and in turn the Institute and membership.

The proposed budget has been compiled by myself, Tamara and Karen Coote. It will again be a tight year but not a loss as long as budgets are adhered to. Congratulations to Gina Drummond and the Newsletter team

for continuously being in budget. This is not reflected in the balance sheets due to carry overs. The Bulletin unfortunately went over budget.

As seen from the balance sheet for 91/92 compiled by the accountant an overall loss of \$6875.00 was made.

Unfortunately due to financial constraints, I am not present to answer questions. If there are any questions, please forward them to me.

Several questions were raised by members re the financial statements. (The following answers are provided here for completeness as the Treasurer was not able to be present at the AGM. These answers were provided following the meeting).

*Why was there such a difference in secretarial support costs between 1991 and 1992?*

The sum noted in 1991 for secretarial assistance was \$5,970.  
The sum for 1992 was \$16 503, being comprised of three payments:

5215.88
6047.36
5239.78

The first payment of this group of three payments was made on 8/7/91, just after the close of the 90/91 financial year. This expense was in fact incurred in the 90/91 financial year but not expended until after the close of the financial year.

A more realistic picture of the cost of the secretariat can be shown by the following:

1990/91	1991/92
5 970.00	6 047.36
5 215.88	5 39.78
<u>11 185.88</u>	<u>11 287.14</u>
=====	=====

*What conferences and workshops made up the \$5,836 reported for 1992?*

\$3835.00 is expenses for the holding of the Stained Glass workshop. The Stained Glass workshop had \$4850.00 of income, giving the AICCM a profit of \$1015.00.

\$2000.00 is expenses for the holding of the 1992 AICCM Conference, being \$1000.00 deposit for venue and \$1000.00 advance for expenses. The income for the 1992 AICCM Conference will be shown in the 1992/93 financial statements.

*Why was the figure for subscriptions and registrations so much higher than in 1991? What expenses comprised that total?*

The Subscriptions and Registrations category of the financial statement includes affiliation fees paid to CAMA (\$625.00) and half of the monies paid to the States as disbursements for 1991 being \$2283.80. No disbursements were paid to the States in the 1990/91 financial year.

*Why was there such an increase in postage, printing and stationery costs?*

Unfortunately it is difficult to ascertain from the financial records as to why there was such an increase. Postal increases accounted for part of the cost. Some postal expenses (\$900.00) were incurred in the previous financial year, but were not actually paid until July of the next financial year.

Members felt that the format of the report made it difficult for them to understand the financial situation of the AICCM, and requested that the Treasurer examine this.

J.Baillie and several other members also asked why the Treasurer was not present to present the financial report and answer questions. Both G.Drummond and A.Wain pointed out that S.Nousala was under the impression that there were no funds available to members of the executive to attend the Conference and that she had been unable to fund herself.

Colin Pearson proposed that the Treasurer's report be accepted as it was, but with a request for a more detailed report answering the questions raised at the AGM to be placed in the National Newsletter.

Res 92/4

C.Pearson/ R.Norton - Carried

## 5. Constitution - Proposed Changes

G.Drummond spoke to the changes. Most of these changes were being proposed because of changes in the ACT Associations Incorporation Act (1991). Ms Drummond as the Public Officer along with C.Jackson had gone through the AICCM constitution with Ian Dodd, Solicitor, to ensure it met the legal requirements.

### 2. Interpretation

(1) 'the Act' means the Associations Incorporation Act 1953

Change to:

the Act' means the Associations Incorporations Act 1991

(3) Words or expressions.... of the Interpretation Act 1937.....

Change to:

Words or expressions.... of the Interpretation Act 1967.....

2 (1) and 2 (3) accepted

### 5. Membership of Institute

(17) A member of the Institute....written notice of resignation.

Change to:

A member who has paid all amounts payable by the member to the Institute may, at any time, resign from the Institute by delivering or sending by post to the Secretary a written notice of resignation

(21) Members are not liable to contribute towards payment of liabilities of the Institute

Change to:

The liability of a member to contribute towards the payment of the debts and liabilities of the Institute all the costs, charges, and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Institute as required by rule 29.

There was some debate about 5 (17). It was proposed that the wording of the model rules be used which would require resigning members to pay any amounts owing. There was some discussion as to whether or not it would be practical to recover small amounts. This provision would allow the AICCM to recover sums of money owing from resigning members. J.Baillie wondered if the proposed change would make it impossible for members to resign.

5 (17) & 5 (21) accepted

At last year's AGM, a proposal was made to alter subclause 9 re Associate members. The suggested wording was along the following lines (with some recommended alteration):

Associate members of the Institute shall be those ordinary members who have attained professional status in the conservation of cultural materials, and who satisfy the following requirements:

a) are ordinary members of not less than two years standing unless waived by the Membership Review Panel because of special circumstances. Without limiting the special circumstances, these circumstances could consist of membership of a conservation organisation in another country and a significant contribution to conservation in another country or region AND

(then 9(a),(b) &(c) become 9 (b),(c) & (d)

(There were some questions raised re the wording of this clause at AGM 18, and as the appropriate process of notice and special resolution was not carried out as per the AICCM constitution, the clauses were being represented for consideration).

Some debate ensued re changes to 9 which would allow waiver of the two years of ordinary membership of the AICCM. A motion was made by J.Ashton that the proposed clause be withdrawn. This motion was unsuccessful as no member seconded the motion.

C.Pearson proposed rewording (9)(a) to read:

a) are ordinary members of not less than two years standing unless waived by the National Council on the advice of the Accreditation Committee (instead of the Membership Review Panel).

9 (a),(b),(c) & (d) accepted

## 6. Income and Property of Institute

Add:

(1)(a) The funds of the Institute shall be derived from annual subscriptions of members, donations and, subject to any resolution passed by the Institute in general meeting and subject to Section 114 of the Act, such other sources as the Council determines.

(1) becomes 1(b)

6 (1)(a) & 6 (1)(b) accepted

## 10. Audit of Accounts

Add:

(1)(b) The audit of accounts must be completed at least 14 days before the audited statement is required to be presented at the annual general meeting (pursuant to Section 74(1) of the Act)

6 (1)(b) accepted

## 11. Annual General Meeting

(2) The annual general meeting... 3 months .....

Change to:

....5 months

(5)(b) To receive from the Council ... preceding financial year

Add:

The ordinary business of the annual general meeting shall be -

(b) to receive from the Council, auditor, and servants of the Institute reports upon the transactions of the Institute during the last preceding financial year as required to be submitted to members pursuant to subsection 73 (1) of the Act

11 (2) & 11 (5)(b) accepted

## 13. Notice of General Meetings

Delete (1)(a)

Add:

(1)(b) A member or proxy is not entitled to vote at any general meeting of the Institute unless all money due and payable by the member or proxy to the Institute has been paid.

13 (1)(a) & 13 (1)(b) accepted

## 23. Constitution of the Council

(2) add 'conclusion'

Each ordinary councillor and the publications officer shall, subject to these rules, hold office until the conclusion of the annual general meeting next after the date of his/her election, but is eligible for re-election.

(3) add 'conclusion'

councillor or the publications officer, the Council may appoint a member of the Institute to fill the vacancy, and the member so appointed shall hold office subject to these rules until the conclusion

23 (2) & 23 (3) accepted

## 26. Meetings of Council

Add:

(10) Members of the Council or of any sub-committee appointed by the Council are entitled to appoint another council or committee member as proxy by written notice given to the secretary prior to the commencement of the meeting

Change (1) to (1)(a)

Add:

(1) (b) In this clause 26, 'present' shall mean present in person, or by any electronic or telephonic means approved by Council from time to time.

Change (8) to:

(8) Questions arising at meetings of Council shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine provided this allows all persons present to cast a vote.

Add:

(11) Subject to subrule 26(5), the Council may act even though there is a vacancy on the Council

(12) Any act or thing done or suffered, or purporting to have been done or suffered by the Council or by a sub-committee appointed by the Council, is valid and effectual even if any defect that afterwards be discovered in the appointment or qualification of any member of the Council or sub-committee.

26 (1)(a) & 1(b), 26 (8), 26 (10), 26 (11) & 26 (12) accepted

## 31. Notices

Change 31 to 31 (1)(a)

Add:

(b) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

31 (1)(a) & 31 (1)(b) accepted

## 34. Alteration of Rules

Change 3(a) "Corporate Affairs Commission" to "Registrar of Incorporated Associations"

change 3(b) "Commission" to "the Registrar"

34 3(a) & 34 (3)(b) accepted

Res 92/5

S.Rennie/ M.Scott - Carried

## 6. Election of Office Bearers for 1992/93

Nominations received in time, sufficient to fill positions and deemed to be elected:

Position	Nominee	Nominated by	Seconded by
President	T.Lavrencic	G.Collins	T.Koch
Secretary	K.Henderson	G.Drummond	C.Jackson
Ordinary	M.Alexander	G.Drummond	B.Manera
Ordinary	G.Scott	K.Coote	S.Valis
Ordinary	J.Baillie	M.Baron	J.Millard
Ordinary	I.Cook	M.Jose	D.Tilbrooke
Publications Officer	T.Mulford	T.Lavrencic	S.McDonald

(Other nominations were received for ordinary membership of National Council from I.MacLeod, B.Ormsby, and M.Jose. These nominees are already filling positions on the Council as state representatives elected by their local division).

Two nominations were received for the position of Treasurer:

J.Bickersteth and S.Nousala

Two nominations were received for the position of Vice- President:

K. Coote and B. Johnson.

A postal ballot was conducted with 166 votes being received resulting in the election of:

J.Bickersteth as Treasurer

B.Johnson as Vice-President

State Representatives:

NSW	A.Gustavson
VIC	A.Wain
QLD	T.Lavrencic
TAS	S.MacDonald
SA	M.Jose
WA	I.MacLeod
ACT	B.Ormsby

C.Jackson was appointed as Public Officer due to G.Drummond's resignation as she would no longer be resident in the ACT, residency of the ACT being a requirement of the Act.

C.Pearson proposed a vote of thanks to outgoing Council members, and congratulations to newly elected Council members.

Res 92/6 T.Lavrencic/S.McDonald - Carried

## 7. Appointment of Auditor for 1992/93

No auditor was appointed at the AGM due to the election of a new Treasurer. Members agreed that J.Bickersteth as the new Treasurer should select an auditor and report to National Council.

Res 92/7 T.Lavrencic/S.Rennie - Carried

## 8. Other Business

8.1 S.Nousala had requested that there be a discussion of any progress made regarding the different roles of Council. J.Baillie spoke regarding the work undertaken by the financial committee (Victorian Division) re reducing meeting costs. The Vic Division would like the proposals put to National Council to be given continued consideration.

A.Wain spoke briefly about other ideas for reducing costs, and brought attention to members that their input is required. The Vic Division requested that a review of the report on options for the holding of Council meetings be conducted and a decision made on their findings. National

Council is to decide on a person to review the report provided to the National Council.

8.2 S.Nousala had requested that there be a discussion regarding the handing out or devolving of projects to state divisions. J.Baillie spoke re tasks being given out to the State Divisions. Vic Division feels that it has done made a contribution and that other states should be encouraged to do so also.

It was pointed out that SA has taken on the Corporate Plan; NSW is involved in a conservation employment survey.

A.Wain suggested that a better reporting mechanism be implemented so that progress with each of the state projects could be updated. It was suggested that reports should be included in the agenda for the AGM.

## 8.3 J.Dickens, Museums Association of Australia, NSW Branch.

J. Dickens had requested that she be allowed to address the meeting. A decision has been made by the MAA to close the NSW regional conservation laboratory. Ms Dickens briefly discussed some of her concerns about the implications for conservation in NSW, and for small museum members. The MAA has produced a discussion paper on the future of regional conservation in NSW, and she requested that AICCM members comment on the paper to assist the MAA in drafting a policy.

C.Pearson suggested that the AICCM express concern about the closure of the lab by way of a letter. As with the conservation course at the University of Canberra, response of the AICCM as an organisation could be beneficial. Ms Dickens thought a letter written to the Director of the MAA (NSW) would help.

Res 92/8 C.Pearson moved that a letter be sent. Seconded by B.Griffin. T.Lavrencic agreed to write a letter as AICCM President.

T.Lavrencic requested that AICCM members respond to the document. K.Soderlund expressed support for the work which the MAA conservators have undertaken over the years.

J.Baillie pointed out that CAMA also had a role to play in this matter, and that a letter should be sent to CAMA by T.Lavrencic as AICCM President enlisting their support in the issue, and also to the editor of the Museum National publication.

## 8.4 Professional Accreditation Committee

Vote of thanks for outgoing committee. The new committee is K.McInnis, M.Jose, and D.Tilbrooke. All candidates who stood for selection were thanked.

## 8.5 National Preservation Office

T.Lavrencic has been invited to express the view of the AICCM on the new NPO at the next ALIA conference. J.Baillie requested that library & archives conservators come forward with suggestions and support for proposal ( special session held at AICCM conference to discuss the NPO).

## 8.6 Other Business

C.Pearson asked what the situation as regards the proposed amalgamation was. T.Lavrencic responded that the AICCM is still an affiliated member of CAMA and that the benefit of this existing relationship is as a forum to disseminate conservation information.

Date and time of next Annual General Meeting to be advised.

Meeting declared closed at 6.40 pm.

The Australian Institute for the  
Conservation of Cultural Material Incorporated

INCOME AND EXPENDITURE STATEMENT  
FOR THE YEAR ENDED 30TH JUNE, 1992

1991 (\$)	1992 (\$)
<b>Income</b>	
24,597	31,186
6,835	4,850
1,344	1,154
	7,834
610	
4,500	3,500
1,081	937
-----	-----
38,967	49,461
-----	-----
38,967	49,461
<b>Expenditure</b>	
600	600
0	5,836
205	252
550	0
1,165	3,466
5,970	16,503
155	284
500	2,909
3,516	3,697
12,421	7,064
9,661	15,725
-----	-----
34,743	56,336
-----	-----
\$4,224	(\$6,875)
=====	=====
	Lossor the year

The Australian Institute for the  
Conservation of Cultural Material Incorporated

BALANCE SHEET  
AS AT THE 30TH JUNE, 1992

1991 (\$)	1992 (\$)
<b>Current Assets</b>	
Cash	14,593
Total Current Assets	14,593
<b>Total Assets</b>	14,593
<b>Current Liabilities</b>	
Creditors and Borrowings	600
Total Current Liabilities	600
<b>Total Liabilities</b>	600
<b>Net Assets</b>	\$13,993
<b>Accumulated Funds</b>	
Retained Surplus at Start	20,868
Loss this year	(6,875)
<b>Total Funds</b>	\$13,993

Auditor's Report to the Members of the Australian Institute for the Conservation of  
Cultural Materials Incorporated

We have audited the accompanying accounts.

As an audit procedure it was not practicable to extend our examination of the receipts and payments beyond the accounting for amounts received as shown by the books and records of the Institute.

Subject to the above reservation, in our opinion the accompanying accounts are properly drawn up so as to give a true and fair view of the state of affairs of the Institute as at 30th June, 1992 and of the results for the year ended on that date.

Cothwill & Co.  
Evan W. Williams, Partner  
August 14, 1992