



## **Minutes of Annual General Meeting of the Progressive Broadcasting Service Co-operative Ltd**

**Meeting held Thursday 27 November 2019**

The meeting was called to order at 7:05pm by the Chair, Jurgen Schaub (JS)

### **Present and Apologies**

**Present:** Kev Bartram, Peter Boyle, Paul Cuthbert, Jan Dale, Robert Eames, Sam Goldie, Monica Hanns, Garry Havrillay, Helen Jennings, Gary Laidlaw, Tess Lawley, Ken Lightfoot, Maddy Macfarlane, Adrian Meade, Justin Naylor, Lauren O'Dwyer, Myles O'Neil-Shaw, Chris Pearson, Jurgen Schaub, Tom Sianidis, Ian Stanistreet, Wendy Tonkin, Paul Wadsworth, Lyndelle Wilkinson, Mara Williams, Chris Xynos, Gavin Younger, and non-shareholders David Barnes, Elle Young, Adrian Basso and Hazel O'Dwyer

**Apologies:** Claire Presser, Mike Glover, Jeremy Smith, Pat Watts, Tom Sedunary, Susan Seven, Nat Muscat, Di Crowther, Mike Sewell, Sasha Brooks, Suzette Watkins, Bill Walsh, Bill Runting, Peter Merrett, Ken Fargher and Ross Giles

### **Welcome**

JS welcomed all attendees. The Chair paid respects to traditional owners and paid respects to elders past and present. JS introduced the current Board.

### **Minutes of Last Meeting**

Minutes of 2018 AGM reviewed without comment.

*Motion to accept: Garry Havrillay; seconded: Justin Naylor*

*Majority in favour of acceptance by show of hands*

### **Chair's Report**

JS directed the meeting to the published *Annual Report*. He celebrated PBS' induction into the Victorian Music Hall of Fame; noted the governance structure, under which separate committees had been established for the relocation of PBS from Easey St to the Collingwood Arts Precinct (CAP); pointed to the plans for PBS' new home.

JS thanked the current Board members, including outgoing members Jayne Lovelock, Monica Hanns and Adrian Meade. JS thanked Adrian Basso and PBS staff, and all volunteers. JS made special thanks to John Maizels, who led the foundation of PBS in a Port Melbourne backyard 40 years ago.

## Committee Reports

### Fundraising Committee Report

Monica Hanns (MH) noted a busy year for the Fundraising Committee, which has been assisted by the engagement of Jacki Melvin in a coordinating role. To date, around \$750,000 has been raised to support the move to CAP. This was secured through government funding and contributions from trusts and personal donations. The on air campaign would likely continue until Radio Festival 2020.

MH noted that she was stepping off the Board as expecting her first child, yet would stay involved with the committee.

### Planning Committee Report

Lauren O'Dwyer (LOD) directed the meeting to the 'Move to CAP' report in the AGM papers. LOD noted that the Agreement For Lease was in the final stages of negotiation and that the handover of keys was expected around December 2019. This was contingent upon PBS' acceptance of base-building and acoustic plans. Detailed design and fit-out will then commence in earnest.

### General Manager's Report

Adrian Basso (AB) took the General Manager's Report included in the *Annual Report* as read. AB noted the recent induction of PBS into the Hall of Fame, the availability of the 40<sup>th</sup> Anniversary book, and the current focus on fundraising.

The lease on Easey St extended to 2021, yet AB expected that PBS would be relocated to CAP around November 2020 (give or take a couple of months). AB thanked especially Zvi Belling of its architects (and the Public Opinion Afro Orchestra) and Jonny Hesselberg of AECOM, serving as pro bono project manager.

AB thanked the current Board members, and was pleased to have secured for Peter Boyle's legal expertise. AB looked forward to Maddy Macfarlane and Chris Pearson joining the Board.

AB thanked: all 400 plus volunteers, David Barnes and Elle Young for assisting with the AGM, all members, music makers and musicians, and all fantastic staff.

### 2019 Annual Report including Audited Accounts

The Treasurer Justin Naylor (JN) took the financial report included in the *Annual Report* as read. JN noted a surplus of just over \$150,000, an increase of around \$36,000 year-on-year and above the seven year average. PBS continues to remain in a strong financial position. JN thank Rom Shuttleworth for accounting assistance.

*Motion to accept financial report: Moved JN, seconded Chris Xynos*

*Majority in favour of acceptance by show of hands*

### Election of external auditors

JN proposed that E F McPhail and Partners be appointed for a further term as external auditors.

*Moved JN, seconded Mara Williams*

*Majority in favour of acceptance by show of hands*

## Election of Directors

Two nominations had been received for two vacancies – Maddy Macfarlane and Chris Pearson would therefore be elected unopposed. The incumbents, JN, LOD and PB, were restanding. In addition to the written statements included in the AGM materials, each nominee was invited to speak for two minutes:

### Maddy Macfarlane

MM noted that she started at PBS in 2006 and has spent most of her time behind the microphone. MM runs training for prospective announcers, and has worked with Jess Fairfax in the preparation of grants applications for radio content development and training programs.

Beyond PBS, MM sits on the Community Grants Advisory Committee and has an academic interest in community radio. MM teaches, plays music, and previously served on the board of the Sweethearts Foundation.

### Justin Naylor

JN joined the Board in 2013 and has been Treasurer since 2014. He has worked consistently for 33 years across public and private institutions, large and mid-sized. He is passionate about public education, was instrumental in the establishment of the Richmond High School, is currently Treasurer at Auburn High School, and is a music lover.

### Lauren O'Dwyer

LOD has been on the Board for one term. She is proud to have assisted secure government funding for CAP, a testament to her strengths: knowledge of government and industry, strong networks, and an ability to navigate bureaucratic processes.

LOD is currently the Executive Advisor to the CEO at Arts Centre Melbourne and Interim Chair of TheatreWorks. She is a generalist who enjoys engaging others. An indigenous woman from Yorta Yorta country, LOD looks forward to assisting PBS for another two year term.

### Chris Pearson

CP has been involved with PBS as a listener for 20 years, a member for 12, an announcer for nine, and category coordinator for six. He has 40-plus years in the building trade, gaining skills and knowledge that will prove valuable in the context of CAP, and is keen to ensure that announcers are represented on the Board.

### Peter Boyle

PB is a senior lawyer at Slater + Gordon. He has acted for the Wurrundjeri Corporation for 8 years, and has been their primary lawyer for five years. PB thanked the departing AM.

*All nominees were elected unopposed.*

## General Discussion

The Chair then invited comments and questions. The following were received:

## Financial

GH asked about 'deferred income' under note 9 'Trade and Other Payables' of the Financial Statements. JN explained that money was received for CAP in the 2018/19 year, prior to its planned expenditure. The income was therefore deferred to the time of use.

Wendy Tonkin was curious what conditions were attached to the funding secured to date. MH explained that PBS was seeking to secure 'untied funding'. This excluded PBS from some sources of capital. At present, beyond a few reports to account for expenditure, there were no other significant conditions. The Helen McPherson trust funding was for Studio 5; the State Government funding was for relocation (and nothing more specific).

Gary Laidlaw questioned the floor space and co-tenant arrangements at CAP. AB responded that there were around 6500 ft<sup>2</sup> of floor space. Easey St has three studios, CAP will have four; Studio 5 would be about %50 bigger; natural light and internal visibility was better. Drive Live would need to be coordinated differently, as there would be a shared performance space. However, AB anticipated that other tenants, including arts and community organisations, would prove fruitful collaborators.

## Recognition

CX brought up Roger Holdsworth celebrating 30 years on air. CX asked why this, and other anniversaries, weren't celebrated. AB explained that PBS likely did 'post' the event on social media and that people attended the studios to mark the milestone. AB pointed out that the preferred media for celebration was radio itself, and that PBS is generally good at tracking these events.

## Future State

Myles asked about PBS beyond the move to CAP – how confident are we in a secure future once relocated? JS was familiar with the fatigue and inertia that can follow large projects, but noted that CAP would place PBS into a lively community space. AB continued that the move has been planned for a long time, and although there may be some increase in expenses, these were not substantial; cash reserves were significant. AB expected that PBS could capitalise on new relationships, but would remain a radio station.

JS noted that the members were there to hold the Board to account, and should approach members with concerns as they arose.

## Announcer's Course

CX asked whether the Announcer's Course, offered around eight times per year, was giving 'false hope' of becoming a PBS announcer. AB responded that people's motivations differed – some were happy simply to undertake the course, only some completed demos, and those that were good were offered chances to present.

*Meeting closed at 7:50 pm*