

## AGENDA

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Bendigo Art Gallery will be held at Bendigo Art Gallery, 42 View Street Bendigo on **TUESDAY 18 NOVEMBER AT 10AM**. The 2025 Annual Report can be accessed from the Gallery's website at [bendigoartgallery.com.au](http://bendigoartgallery.com.au)

## BUSINESS

### 1. APOLOGIES

### 2. CONFIRMATION OF THE PREVIOUS MINUTES

Tuesday 19 November 2024

### 3. CHAIR'S REPORT

### 4. TREASURER'S REPORT

To receive and consider the company's financial statements, Director's report and the report by the auditor for the year ended 30 June 2025

### 5. ELECTION OF BOARD MEMBERS

In accordance with the constitution, it provides for a regular rotation of directors at the Annual General Meeting following completion of a term of four years.

- (a) Ms Jan Boynton who is due to retire by rotation and being eligible under clause 7.1 (c) of the Constitution offers herself for re-election as a board member of the company.
- (b) Ms Sue Lloyd-Williams who is due to retire by rotation and being eligible under clause 7.1 (c) of the Constitution offers herself for re-election as a board member of the company.
- (c) Mr Noel Henderson, having been appointed to a casual vacancy since the last Annual General Meeting, retires from office under Clause 7.5 (a) (iii) of the Constitution and being eligible offers himself for election as a board member of the company.
- (d) Ms Susan Wardle, having been appointed to a casual vacancy since the last Annual General Meeting, retires from office under Clause 7.5 (a) (iii) of the Constitution and being eligible offers herself for election as a board member of the company.
- (e) Mr Rodney Carter, having been appointed to a casual vacancy since the last Annual General Meeting, retires from office under Clause 7.5 (a) (iii) of the Constitution and being eligible offers himself for election as a board member of the company.

### 5. GENERAL BUSINESS

**Jessica Bridgfoot**  
Company Secretary

**MINUTES OF THE ANNUAL GENERAL MEETING  
HELD AT BENDIGO ART GALLERY, 42 VIEW STREET BENDIGO  
ON TUESDAY 19 NOVEMBER 2024 AT 10.00AM**

**Present Board:** Jan Boynton (Chair), Matt Frecker, Sue Lloyd-Williams, Robert Musgrove (Vice Chair), William Nuttall, Vicki Pearce (Treasurer), Jan Snell  
**In Attendance:** Jessica Bridgfoot (Company Secretary), Rachel Lee (Director of Strategy & Growth COGB)  
**Members:** Jennifer Alden, Anne Brosnan, Leo Bruinier, Ken Courtis, Dale Little, Peter Little, Francis Marriott, Shaaron Opie, Jan Simpson, Sabine Wilkens  
**Minute Taker:** Gaye Harrington

**WELCOME**

Meeting declared open at 10.04am by the Acting Chair Robert Musgrove who was deputising for the Chair who was in attendance but feeling unwell.

**1. APOLOGIES**

Apologies were received from Raylene Harradine, Arthur Roe and Judy Benson.

**Motion:** That the apologies be accepted;

Moved: Vicki Pearce

Seconded: Sue Lloyd Williams

**CARRIED**

**2. MINUTES**

**Motion:** That the Annual General Meeting Minutes from 21 November 2023 be accepted.

Moved: Ken Courtis

Seconded: Jan Snell

**CARRIED**

**3. CHAIR'S REPORT**

The Vice Chair presented the report on behalf of the Chair on the year's activities.

**Motion** to accept Chair's report;

Moved: Sue Lloyd Williams

Seconded: Dale Little

**CARRIED**

**4. TREASURER'S REPORT**

The Treasurer presented her report. Leo Bruinier asked the Treasurer when the Board would be expected to make their financial contribution to the building redevelopment to which the response was it is likely that the Board and philanthropic funds will be the final draw down and that generally Government funds are expended first.

**Motion:** That the Annual Financial Report for 2023/2024 be adopted.

Moved: Vicki Pearce

Seconded: Jan Boynton

**CARRIED**

**5. ELECTION OF BOARD MEMBERS**

Company Secretary Jessica Bridgfoot reported that as at the close of nominations, four nominations were received. As there were only four vacancies the nominees, being Robert Musgrove, Vicki Pearce, Raylene Harradine and Arthur Roe were duly declared elected. Leo Bruinier asked if Matthew Frecker's position on the Board would also be ratified at the AGM. The Chair apologised for the oversight and duly proposed Matt for election;

Mr Matthew Frecker, having been appointed to a casual vacancy since the last Annual General Meeting, retires from office under Clause 7.5 (a) (iii) of the Constitution and being eligible offers himself for election as a board member of the company.

**Motion:** That Matthew Frecker be appointed to the Board.

Moved: Sue Lloyd Williams

Seconded: Vicki Pearce

**6. GENERAL BUSINESS**

Director Jessica Bridgfoot paid tribute to Rod Fyffe and acknowledged his long and generous support of Bendigo Art Gallery and his time as the Council Representative on the Board. The Chair thanked Jessica for her presentation and sought questions from the floor. As there were no questions forthcoming the meeting was declared closed at 10.26am.