



# Victorian Local Governance Association Annual General Meeting 2020 25 February 2021

## Draft Minutes

Meeting held virtually via Zoom link  
Meeting commenced at: 4.32 pm

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| <b>1. Attendance, Apologies &amp; Proxies</b> |   |
| <b>1.1 Present</b>                            | <p><b>Chair:</b><br/>VLGA President, Cr Lambros Tapinos, Moreland City Council</p> <p><b>VLGA Board Members:</b><br/>Louise Hill, Independent Board Member<br/>Cr Susanne Newton, City of Darebin<br/>Andrew Sloman, Independent Board Member<br/>Cr Denise Massoud, Whitehorse City Council<br/>Leanne Mulcahy, Governance and Risk Committee Member<br/>Mark Davies, Governance and Risk Committee Member</p> <p><b>Member councillors present via Zoom (online):</b><br/>Cr Peter Dimarelos, Banyule City Council<br/>Cr Jae Papalia, Brimbank City Council<br/>Cr Daryl Warren, Mayor, Buloke Shire Council<br/>Cr Tim Baxter, City of Port Phillip<br/>Cr Susan Rennie, Darebin City Council<br/>Cr Emily Dimitriadis, Darebin City Council<br/>Cr Arthur Allen, East Gippsland Shire Council<br/>Cr Sonia Buckley, East Gippsland Shire Council<br/>Cr Jane Greacen, East Gippsland Shire Council<br/>Cr Clayton Whitfield, Golden Plains Shire Council<br/>Cr Lana Formoso, Greater Dandenong City Council<br/>Cr Sam Spinks, Greater Shepparton City Council<br/>Cr Jonathon Marsden, Mayor, Hobsons Bay City Council<br/>Cr Claudia Haenel, Horsham Rural City Council<br/>Cr Janet Pearce, Macedon Ranges Shire Council<br/>Cr Cuc Lam, Maribyrnong City Council<br/>Cr Julie Shannon, Melton City Council<br/>Cr Jason Modica, Mayor, Mildura Rural City Council</p> |

The VLGA is an independent governance organisation supporting councils and councillors

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|  | <p>Cr Glenn Milne, Mildura Rural City Council<br/>         Cr Rhonda Sanderson, Mayor, Mitchell Shire Council<br/>         Cr Mark Riley, Deputy Mayor, Moreland City Council<br/>         Cr Antonella Celi, Mornington Peninsula Shire Council<br/>         Cr Steve Holland, Mornington Peninsula Shire Council<br/>         Cr Sarah Race, Deputy Mayor, Mornington Peninsula Shire Council<br/>         Cr Despi O'Connor, Mayor, Mornington Peninsula Shire Council<br/>         Cr Gary McClure, Mount Alexander Shire Council<br/>         Jim Nolan, CEO, Pyrenees Shire Council<br/>         Cr Chris Raeburn, Mayor, Strathbogie Shire Council<br/>         Cr Prue Cutts, Whitehorse City Council<br/>         Cr Sophie Wade, Yarra City Council<br/>         Cr Anab Mohamud, Yarra City Council<br/>         Cr Amanda Stone, Yarra City Council<br/>         Cr Gabrielle de Vietri, Mayor, Yarra City Council<br/>         Cr Karly Kirk, Yarriambiack Shire Council<br/>         Cr Adele Hegedich, Mayor, Wyndham City Council<br/>         Cr Debra Mar, Mornington Peninsula Shire Council</p> <p><b>Life Members</b><br/>         Terry Larkins</p> <p><b>Others/observers:</b><br/>         Ivan Gilbert, Group Manager, CEO's Office, City of Yarra</p> <p><b>VLGA Staff:</b><br/>         Kathryn Arndt, CEO<br/>         Steve Cooper, CoS<br/>         Liddy Clark<br/>         Deborah Wu<br/>         Sue Prendergast</p> |
| <p><b>1.2 Proxies</b></p>                    | <p>Nil</p>   |
| <p><b>1.3 Apologies</b></p>                  | <p>Lord Mayor, Sally Capp, City of Melbourne<br/>         Cr Philip Lu Lie, City of Melbourne<br/>         Vijaya Vaidyanath, CEO, City of Yarra<br/>         Cr Chrissy Weller, Campaspe Shire Council</p>  |
| <p><b>2. Minutes of previous meeting</b></p> | <p><b>Motion:</b> That the Minutes of the 14 November 2019 Annual General Meeting be accepted</p>  |

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|   | <p>Moved: Cr Susan Rennie.<br/>Seconded: Louise Hill<br/><b>Carried</b> via a virtual poll on Zoom.</p>   |
| <p><b>3. President’s Report – Cr Lambros Tapinos</b></p>  | <p><b>Motion:</b> That the President’s Report be received.</p> <p>Moved: Cr Lambros Tapinos, Moreland City Council<br/>Seconded: Cr Susanne Newton, Darebin City Council</p> <p>Carried via virtual poll on Zoom</p>  |
| <p><b>4. Receipt of Audited 2019-20 Financial Statements (incorporating Treasurer’s Report) – Cr Susanne Newton</b></p> | <p><b>Motion:</b> That the Audited 2019-2020 Financial Statements (incorporating Treasurer’s Report) be received.</p> <p>Moved: Louise Hill<br/>Seconded: Cr Denise Massoud</p> <p><b>Carried</b> via a virtual poll on Zoom.</p>   |
| <p><b>5. Confirmation of Auditors for 2020-2021 financial year</b></p>  | <p><b>Motion:</b> That Stannards Accountants and Advisors Pty Ltd be confirmed as auditors for the 2020/21 financial year.</p> <p>Moved: Cr Susanne Newton<br/>Seconded: Cr Jane Greacen</p> <p><b>Carried</b> via a virtual poll on Zoom.</p>  |
| <p><b>6. Consideration of Special Resolution as recommended by the Board</b></p>  | <p>That the Constitution of the Association be amended as follows:</p> <ol style="list-style-type: none"> <li>1. Insert a new clause 10.4: <ul style="list-style-type: none"> <li>10.4 If the rights of a member Council are suspended under clause 10.3, all rights of any elected Board member who is a representative of that member Council are also suspended.</li> </ul> </li> </ol> <p>Consequently renumber current clauses 10.4 and 10.5 as clauses 10.5 and 10.6 respectively.</p> <ol style="list-style-type: none"> <li>2. Replace clauses 11.5 and 11.6 with: <ul style="list-style-type: none"> <li>11.5 Members and Board members must at all times comply with the constitution and regulations*.</li> <li>11.6 This constitution is an enforceable contract between the VLGA and each member and Board member.</li> </ul> </li> </ol> <p>See sections 46 and 67 of Associations Incorporation Reform Act 2012 (the Act)*</p> |

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|   | <p>3. Insert a new clause 18.3:</p> <p style="padding-left: 40px;">18.3 Clauses 18.1 and 18.2 are subject to any extension of time granted by the Registrar.</p> <p>See sections 63(2)(b) and 104 of the Act*.</p> <p style="padding-left: 40px;">Consequently renumber current clauses 18.3–18.7 as clauses 18.4–18.8 respectively.</p> <p>4. Replace clause 31.6 with:</p> <p style="padding-left: 40px;">31.6 Elected Board members also cease to be Board members if they cease to be a representative* of a member Council, subject to clause 31.7.</p> <p style="padding-left: 40px;">31.7 An elected Board member who is re-elected as a Councillor* at the next general election is taken to continue to be a representative of a member Council without interruption.</p> <p style="padding-left: 40px;">Consequently renumber current clauses 31.7–31.10 as clauses 31.8–31.11 respectively.</p> <p><b>Moved:</b> Cr Denise Massoud.<br/> <b>Seconded:</b> Cr Lana Formoso.</p> <p>The motion is Carried via a virtual poll on Zoom.</p> |
| <p><b>7. CEO’s Report – Kathryn Arndt</b></p> | <p>The final item for this meeting is the Chief Executive Officer’s report in which the VLGA’s 2020 Annual Report will be presented.</p> <p>That the Chief Executive Officers Report and Annual Report for the 2019-2020 year be received.’</p> <p>Moved: Cr Antonella Celi.<br/>         Seconded: Cr Claudia Haenel.</p> <p>The motion is Carried via a virtual poll on Zoom.</p>  |
| <p><b>Meeting Close – 5.20pm</b></p>          |  |