

STEP 1: Appoint a Proxy to Vote on Your Behalf¹

I/We (insert your name(s)).....

of.....

Membership Number:.....

being a financial member(s) of National Trust of Australia (Victoria) appoint the

Chairman of the Meeting

OR

.....

(Please note: leave this space blank if you have selected the Chairman of the meeting. Do not insert your own name)

or in the event that no individual is named, or that individual does not attend the meeting, the Chairman of the Meeting, as my proxy to act generally at the Annual General Meeting of National Trust of Australia (Victoria) to be held at on Saturday, 21st November 2020 at 11.00am (AEST) via the online platform *Express Virtual Meetings* and at any adjournment of that meeting on my behalf and to vote in accordance with the following items of business (or as the proxy sees fit, if no directions have been given).

I/We acknowledge that the Chairman of the Meeting intends to vote all undirected and available proxies in favour of each resolution.

STEP 2: Items of Business

***PLEASE NOTE: If you mark the abstain box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.**

	For	Against	Abstain
Resolution One: To elect Gerald Jenzen as an Honorary Member			
Resolution Two: To prescribe the time and place of the 65th Annual General Meeting.			

DATED this day of 2020

SIGNATURE(S)²

Notes

1. A Member, entitled to attend and vote at a meeting of Members, is entitled to appoint a proxy. A proxy need not be a Member of the National Trust.
2. A Proxy form from a Household Membership is counted as two votes if the form is signed by both adult members. If the two members of the same household membership wish to direct their proxies separately a second form must be used. A second form can be obtained on application by calling **03 9656 9830**, or this form may be photocopied.
3. To be effective, proxy form(s) must be received no later than 11.00am on **Thursday, 19th November 2020** at the following address: National Trust of Australia (Victoria), 6 Parliament Place, East Melbourne, VIC, 3002; or sign and scan the form and forward to **membership@natrust.com.au**

In conclusion, the CEO thanked Trust staff, Branches, Volunteers, and the Membership for their great work, passion and commitment to the National Trust of Australia (Victoria).

Motion: That the 2018 – 2019 Annual Report, including the Financial Statements of the National Trust of Australia (Victoria) be received.

Moved: Mr Kingsley Davis OAM; Seconded: Ms Vicki Shuttleworth. Carried.

The Chairman invited questions from members, and provided the following responses alongside the CEO:

- **Noted** the enquiry made by Mr Kingsley Davis OAM as to the outcome of the ABC Site matter, and advised members that following the finalisation of protracted negotiations, that the National Trust was successful in securing a 20m wide easement along the Rippon Lea boundary, with a height restriction being enforced on the gradient of future developments with a maximum of 3 stories at the boundary through to 5 stories at the other end of the ABC site. In noting the development of the city/area around the Rippon Lea site, the Chair assured members that the Trust is aware of the proposed commercial and residential developments planned in the area, and that It would be vigilant in advocating against any works deemed inappropriate and against the interests of the Rippon Lea Estate.
- **Noted** the concern raised by Mr Kingsley Davis OAM as to the role the Trust can play in stopping and/or advocating for the felling of trees, and the process of undertaking an appropriate analysis of the impact tree felling has on specific areas and their environments. The Chair further noted Geoffrey Goode's advice that action has been undertaken to impress on Bayside City Council the importance of the 'habitation' around trees and advised that this also needs to be raised as a consideration with regards to tree loss. In response, the CEO and Chairman advised that the NTAV is increasing its advocacy focus in this area, including its work with the Trust's Significant Tree register and Committee.

8. Honorary Members

The Chair advised that Mr Anthony Knight OAM was nominated by the Board as the Honorary Member for 2019.

The Chair welcomed Mr Simon Molesworth AO QC to speak to the nomination of Anthony Knight.

Mr Molesworth spoke to his time as National Trust Deputy Chairman, and the then working mission of the Trust in effecting change and seeking to bring new expertise to the Trust's Board and Committees, and its growing and evolving approach to the importance, interpretation and elevation of its Collection, advising that the engagement of Mr Anthony Knight and his appointment to the Collections Committee was pivotal to the success of this new venture of the Trust. Mr Molesworth advised of Mr Knights meticulous, dedicated, gentlemanly and empathetic approach to his appointment to the committee and all the work undertaken during this time, and noted that this contribution was paramount to establishing a degree of professionalism that to this day stands the Trust in the Highest regard within the arts, cultural and heritage industries of this nation. During his 30 years as a Director, Mr Molesworth noted that Mr Knight remained dedicated to maintaining the quality of the Trust's interpretation, conservation and presentation of its collection, which contributed to his and the Trust's recognized esteem in the broader cultural sector of Victoria. With his other significant achievements noted as his management and directorship of the W Johnson Trust Collection and, now ,Beleura House, Mr Molesworth noted that Mr Knight's commitment to the Trust remains with his continuing appointment to various Trust Expert Committees, advising that his legacy, and work, endures.

Current Deputy Chairman Ursula de Jong and Director Jacky Healy, along with former Director Mr Kingsley Davis OAM, former National Trust Staff member Mr Martin Green, and trust volunteers and members Ms Pat Collins, and Ms Loraine, advised similarly of their gratefulness to the contributions Mr Knight has made to the National Trust throughout his years as a Director, his ongoing support, professionalism, generosity of spirit, knowledge, expertise, humility and eagerness to engage and work with people from all walks of life. All noted their support of Mr Knight's nomination, their endorsement of its approval by the membership.

The Chair thanked Ms Molesworth AO QC for speaking in support on the nomination and invited Mr Knight to receive his Honorary Member certificate and gift. Mr Knight thanked the Board for the nomination, and informed the meeting that it has been a privilege and an honour to serve the National Trust, its Board, Committees, Staff and Membership.

Motion: That Mr Anthony Knight OAM, being a member of the National Trust of Australia (Victoria), who has rendered distinguished service to the National Trust, be elected as an Honorary Member.

Moved: Simon Molesworth AO QC; Seconded: Ms Jacky Healy. All in favor. None against. Carried.

9. 64th Annual General Meeting

Motion: That the 2019, 64th Annual General Meeting of the National Trust of Australia (Victoria) be conducted at a time and place to be determined by the Board. **Moved: Mr Kingsley Davis OAM; Seconded: Mr Andrew Dixon. Carried.**

10. Other Business

The Chairman invited questions from members. With no matters raised by members, the Chair raised the following.

- **Advised** the membership that Mr Phil Ransom, the National Trust's Chief Auditor from RSM has advised of his retirement following this AGM. On behalf of the National Trust of Australia (Victoria) and its Board, the Chair thanked Mr Ransom for his years of dedication and exemplary work for the National Trust while undertaking its auditing and wished him the best for his retirement. The Chair welcomed Mr Ransom to the front to receive a gift on Behalf of the National Trust. Mr Ransom thanked the Chair, the Board, and all National Trust of Australia (Victoria) staff for this gift and acknowledgement, and for their assistance thought the years.

The meeting was closed at 1:09pm and members were thanked for their attendance and support of the Trust, and were invited to stay for lunch with the National Trust Board and Staff, and tour the Farm and Gulf Station House.

National Trust of Australia (Victoria) | ACN 004 356 192

Notice of Annual General Meeting

Notice is hereby given that the 64th Annual General Meeting of the Members of National Trust of Australia (Victoria) will be held on Saturday, 21st November 2020 at 11.00am, via an online platform hosted by *Express Virtual Meetings* for the purpose of transacting the following business.



AGENDA

1. WELCOME
2. APOLOGIES
3. MINUTES
To receive and confirm the Minutes of the 63rd Annual General Meeting held on 23rd November 2019.
4. BUSINESS ARISING
5. APPOINTMENTS TO NATIONAL TRUST OF AUSTRALIA (VICTORIA) BOARD
To announce the 2020 appointments to the Board.
6. CHAIRMAN'S REPORT
To receive and consider the Chairman's Report for the year ended 30 June 2020.
7. ANNUAL REPORT
To receive and consider the Annual Report incorporating the Financial Statements for the year ended 30 June 2020.
8. HONORARY MEMBER
To consider, and if thought appropriate, pass a resolution that Gerald Jenzen, being a member of the National Trust of Australia (Victoria) who has rendered distinguished service, be elected as an Honorary Member.
9. 65th ANNUAL GENERAL MEETING
To pass a resolution prescribing the time and place of the 65th Annual General Meeting.
10. OTHER BUSINESS
To transact any other business which may be dealt with at an ordinary general meeting.

MEMBERS ARE NOTIFIED AS FOLLOWS

- i. No member shall be entitled to vote at any general meeting unless all subscriptions presently payable by him/her to the National Trust have been paid (Clause 5.14(c) of the Constitution).
- ii. Members may appoint a proxy, who need not be a member of the National Trust, to attend and vote at a meeting as provided in Section 5.16 of the Constitution. Proxy forms must be deposited at the registered office of the National Trust of Australia (Victoria), 6 Parliament Place, East Melbourne 3002, not less than 48 hours before the time of holding the meeting (by 11:00am Thursday, 19 November 2020). The attached is the only such form that will be recognised at the Annual General Meeting. This form is available at the Trust's office.

Andrew Logie-Smith, Company Secretary
21 September 2020

MINUTES

of the 63rd Annual General Meeting of the National Trust of Australia (Victoria) held at Gulf Station, 1029 Melba Hwy, Yarra Glen VIC 3775 on Saturday 23rd November 2019 at 11:03am

NOTICE OF MEETING

1. Welcome
The Chairman, Ms Kristin Stegley OAM, welcomed Trust members, Directors and Staff to the 63rd Annual General Meeting of the National Trust of Australia (Victoria). Former Chairman, Mr Simon Molesworth AO QC, former Company Directors, Mr Kingsley Davis OAM, Ms Ruth Crofts, Ms Pamela Wilson and Mr John Dwyer were welcomed, along with RSM Auditors representative Mr Phil Ransom and Company Secretary Ms Jacqui Wilson.

The Chair acknowledged our meeting on the land of the Wurundjeri Woiwurrung people of the Kulin Nation, and invited Jacqui Wandin, Wurundjeri Woiwurrung Elder to perform a Welcome to Country. Jacqui Wandin welcomed the congregation to Country, acknowledged ancestors and elders past, present and emerging, and thanked the National Trust for inviting her to be a voice and vessel for her people on this land.

The Chair confirmed a quorum was present, and advised that she held 221 proxy votes which would be directed as indicated by Members. The Chair acknowledged that the proxy vote for Lindy Molesworth was held by Simon Molesworth AO QC. No other proxy votes were declared.
2. Apologies
Motion: That the following apologies be accepted: Mr David Crofts, Ms Lindy Molesworth, Ms Sunny Acreman, Mr Bruce Atkinson, Mr Stephen Shelmerdine, Ms Fran Henderson, Ms Maurelle Thompson, Mr Robert Joy, Ms Carol Joy, Mrs Jennifer Bantow, Mr Ian Morrison, Ms Ann Morrison, Ms Wendy Rowe, Ms Janet Hall, Ms Anne Miller, Ms Sandra Rees, Ms Min Taggart, Ms Madeline & Mr Wayne Vines, Ms Melita Gannon, Ms Alison Pearson, Ms Fay Donlevy, Ms Caroline Shepard, Mr Peter Shepard, Ms Josie Rizza, Ms Jan Bagley, Mr Bruce Herbes, Mr Nathan Black, Mr Steve Kepert, Ms Anne Kepert, Ms Janet Warracke, Ms Valerie & Mr Malcom White, Ms Helen Curkpatrick, Mr Robert Green, Ms June Anton, Mr Byron Nichols, Ms Margaret Bland and Ms Lorelle Porter. **Moved: Ms Irene Kearsey; Seconded: Dr Ursula de Jong. Carried.**

3. Minutes
The Chair invited amendments to the minutes of the 2018 AGM, and lodged the following amendment: That the minutes reflect that Jacqui Wilson attended the 2018 National Trust AGM as a representative for the then Company Secretary, Mr Andrew Logie-Smith. No other amendments were received.
Motion: That the membership, having noted and approved the lodged amendment, propose the Minutes of the 62nd Annual General Meeting held on 24th November 2018 be adopted, and confirmed as an accurate record. **Moved: Mr Richard Thompson; Seconded: Ms Lesley Barnes OAM. Carried.**
4. Business Arising
The Chair reported that the requested public open day to be held at Clarendon Terrace, which is now occupied by Her Place Women's Museum, remains an action to be undertaken by the National Trust, and will be organised/take place once negotiations are finalised and an appropriate date can be confirmed with the staff of Her Place and the National Trust of Australia (Victoria). Members will be updated on the progress of this matter.

The Chair invited Members to raise any further business, to which none was raised.

MINUTES

5. Appointments to National Trust of Australia (Victoria) Board
The Chair informed the meeting that nominations had been sought for three positions on the Board of the National Trust of Australia (Victoria), with the number of vacancies not exceeding the elections. The Chair noted the successful re-election of Dr Ursula de Jong and Mr Ian Hamm, and the first election of Mr Wayne Degenhardt. The Chair congratulated the successful candidates and thanked all Directors for their dedication, commitment to heritage advocacy issue in Victoria and beyond, and their contribution to the National Trust of Australia (Victoria) Board. On behalf of the Directors of the National Trust Board, the Chair advised the congregation of what an honour it is to serve the National Trust and represent its Membership.

6. Chairman's Report
The Chairman's report highlighted the work done over the last 12 months on meeting the organisational and strategic goals outlined in the 2018 - 2022 Strategic Plan, while holding firm to its core vision of supporting and educating the Australian community to understand, value and enjoy the natural, cultural and Indigenous heritage of our national identity. The Chair acknowledged this achievement by noting that 2018/2019, while being a challenging year, has seen the National Trust of Victoria successfully execute its commitment to conservation projects across all Trust properties. Specific works noted included roof repairs at Gulf Station, window repairs at Como House, Tower works at the Heights in Geelong and conservation working at Labassa.

The Chairman noted the financial growth and increasing brand awareness achieved by the National Trust and attributed this outcome to a year of bold advocacy, the Trust's strong professionalism in its public activism, and its identification and nurturing of vital industry, philanthropic, and State and National Government partnerships.

The Chairman detailed various highlights for the year, including the success of the largest Heritage Festival to date, the Community Heritage Awards and the numerous advocacy campaigns championed by the National Trust, its Membership and its Branches. The Chair recognised the significant role Branches play in assisting the National Trust strengthen its position as the primary body for heritage protection and activism in Victoria's heritage sector, and thanked them for their hard work and dedication. The Chair also advised members of the re-launch of the Trust's North-East Branch in Beechworth.

The Chairman reflected on the importance and outstanding contributions of the volunteers, as outlined on Pages 35-38 of the Annual Report, and invited the meeting to review the list of volunteer and milestone awards for 2018/2019.

The Chairman acknowledged the continuing commitment and hard work of the Trust's volunteers groups, including the Vintage Ladies, and last years awarded group, the Polly Woodside Volunteers. In the recognition of the outstanding efforts of a dedicated group of National Trust Volunteers for 2019, the Chairman acknowledged the Gulf Station 'Frogs', known also as the Friends and Relatives of Gulf Station. The congregation watched a video created by National Trust staff featuring various Gulf Station Volunteers sharing the history, and their stories of Gulf Station. The Chairman acknowledged the list of current Volunteers who included, Lesley Barnes OAM, Kevin Berry, Marion Bishop, Louella Brinsmead, Harvey Clark, Elizabeth Clark, Ian Gaff, Barry Glanville, Alan Gosling, Betty Gosling, Stanley Hardidge, Carina Harding, Kevin Heeley, Irene Kearsey, Maureen Lowe, Neil Moir, Alex Moss, Glenn Petherbridge, Peter Petherbridge, Arthur Rance, Mike Ridley, Barry Roberts, Christine Sellar, Roslyn Stewart and Pam Viccars. The Gulf Station Frogs were invited to share the important conservation, farming, education and management work they undertake at the station, and shared their fondest memories with the membership. Ms Lesley Barnes OAM shared that with Gulf Station having been a part of her life for over forty years, that 'Gulf Station is a part of her, just as she is a part of it', and Mr Mike Ridley shared that having been a volunteer for over 22 years, visiting every Thursday, helping out, joining its tight-knit and hardworking community, and sharing a cup of tea has also become a part of his life.

On behalf of the National Trust, its Board, Staff and Membership, the Chair presented a gift and thanked the Frog volunteers for their dedication and contribution to the working life, conservation and maintenance of Gulf Station, and acknowledged the importance of their work in ensuring the survival and passing on of traditional and specialized heritage farming and trade skills for future generations.

In conclusion, the Chairman thanked Board members for their enthusiasm and support throughout the year and their contributions to both the Board and relevant expert Committees. The Chairman thanked the CEO and Executive Management team, Staff, Branches and Volunteers for their hard work throughout the year.

Motion: That the 2019 Chairman's Report be received. **Moved: Mr Geoffrey Goode; Seconded: Ms Ruth Crofts. Carried.**

7. Annual Report
CEO Mr Simon Ambrose provided an overview of the year as detailed within the Annual Report 2018 - 2019, which highlighted the achievements of the Trust in accordance with the Strategic plan. This included a focus on advocacy and property visitation, commercial activity, robust financial activity, the diversity of our business, the strengthening of partnerships with stakeholders, philanthropic organisations, Trusts and Government, and an increasing emphasis on cultural engagement through education, Trust collections and events.

The CEO acknowledged the work done by the Advocacy team, an area highlighted as a key priority within the Strategic Plan 2018 - 2022, and noted their efforts in making 21 submissions on local heritage issues; 14 submissions on state-wide issues; 7 submissions regarding Heritage Victoria permit applications; and 3 submissions to the Heritage Council of Victoria. The CEO acknowledged the department's key campaigns including its achievement in nominating Federation Square to the Victorian Heritage Register for its cultural and architectural significance.

The CEO reported work undertaken in Collections and Interpretation, including The Super 70's Exhibition, Como by Design and The Japanese Wallpaper - Kinkarakami Project. The CEO reported on the development and implementation of various education initiatives and activities at Trust properties including the McCrae Indigenous cultural heritage educational experience and the engagement of an Indigenous educator.

The CEO acknowledged the work done in the Assets and Conservation areas including the completion of the Polly Woodside Mast and Rigging Project, works completed at Rippon Lea thanks to the support of the Rippon Lea Endowment Fund and the new partnership with the City of Glen Eira, and the achievement of securing a one million dollar State Government contribution for conservation works at Como House. The CEO noted the Trust's growing focus on its regional properties, including the work undertaken at Mooramong and at Geelong regional properties.

The CEO recognized the Trust's concentration on marketing, commercial activity and media coverage, with \$5.9m worth of commercial editorial coverage secured, in conjunction with the Federation Square Nomination Campaign to the Victorian Heritage Register which generated over 500 news pieces across print, digital and broadcast platforms, with an estimated \$2 million worth of media coverage.

The CEO noted that the Trusts Membership remains a focus, with 3974 new members gained, with a pro-active approach taken to following up renewals and identifying new and underdeveloped membership groups/audiences.

The CEO acknowledged the careful monitoring of finances, noting the steadily strengthening financial performance of the National Trust with a profit of \$688,369, attributed in part to sizable bequests in cash and property. The CEO noted that the Trust's comprehensive income for the year of \$674,294 is aligned with its growing concentration on, and activity around revenue generation. The CEO advised the meeting that the financial results can be reviewed on pages 53-56 of the Annual Report.

PROXY FORM OVERLEAF

